

RECEIVED

1 January 2005

2005 JAN 24 A 11: 22

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

5 Morrison Street  
Edinburgh  
EH3 8BH

Direct Line 0131 243 5586  
Fax No 0131 243 5516

United States Securities and Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
450 Fifth Street N.W.  
WASHINGTON D.C. 20549  
United States of America

Your Ref: 82/5222



Exemption

SUPPL

Dear Sirs,

**HBOS plc filings pursuant to Rule 12g3-2(b)**

I enclose documents either sent to shareholders or made available to the public during the period **1<sup>st</sup> December to 31<sup>st</sup> December 2004**.

**Announcements made to the London Stock Exchange:-**

01.12.04	Rule 8 disclosure – Shell T&T plc
01.12.04	Rule 8 disclosure – UA Group plc
02.12.04	Director Shareholding
02.12.04	Rule 8 disclosure – Kidde plc
02.12.04	Rule 8 disclosure – Shell T&T plc
03.12.04	Halifax House Price Index Nov 2004
03.12.04	HBOS Economic Forecast – 2005
03.12.04	Rule 8 disclosure – Shell T&T plc
03.12.04	Rule 8 disclosure – Minerva plc
07.12.04	Rule 8 disclosure – Shell T&T plc
07.12.04	Rule 8 disclosure – Shell T&T plc
08.12.04	Rule 8 disclosure – Cox Insurance
08.12.04	Rule 8 disclosure – Shell T&T plc
09.12.04	Rule 8 disclosure – Cox Insurance Holdings
10.12.04	Rule 8 disclosure – Shell T&T Co plc
10.12.04	Additional Listing
10.12.04	Director Shareholding – HBOS plc
13.12.04	Rule 8 disclosure – Shell T&T plc
14.12.04	Pre-close Trading Statement – HBOS plc
14.12.04	Rule 8 disclosure – Novar plc
15.12.04	Rule 8 disclosure – Shell T&T plc
15.12.04	Rule 8 disclosure – Novar plc
16.12.04	Rule 8 disclosure – Minerva plc
16.12.04	Rule 8 disclosure – Shell T&T
16.12.04	Rule 8 disclosure – Kidde plc

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THOMSON  
FINANCIAL

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*1/24*

16.12.04	Rule 8 disclosure – NHP plc
17.12.04	Rule 8 disclosure – Serco Group plc
17.12.04	Rule 8 disclosure – Shell T&T plc
20.12.04	Repayment of Preference Shares – Halifax plc
20.12.04	Rule 8 disclosure – Shell T&T
20.12.04	Rule 8 disclosure – Shell T&T
20.12.04	Rule 8 disclosure – Cox Insurance Holdings
20.12.04	Rule 8 disclosure – GWR Group plc
20.12.04	Rule 8 disclosure – Serco Group plc
21.12.04	Repayment of Preference Capital – Halifax plc
21.12.04	Document re: Change of Articles – Halifax plc
21.12.04	Rule 8 disclosure – Shell T&T plc
22.12.04	Rule 8 disclosure – Shell T&T plc
22.12.04	Rule 8 disclosure – Shell T&T plc
22.12.04	Rule 8 disclosure – Cox Insurance Holdings
23.12.04	Rule 8 disclosure – Serco Group plc
23.12.04	Rule 8 disclosure – Shell T&T plc
24.12.04	Rule 8 disclosure – Shell T&T plc
24.12.04	Rule 8 disclosure – Shell T& T plc
24.12.04	Director Shareholding – HBOS plc
24.12.04	Director Shareholding – HBOS plc
29.12.04	Additional Listing
29.12.04	Director Shareholding – HBOS plc
30.12.04	Director Shareholding – HBOS plc
30.12.04	Director Shareholding – HBOS plc
31.12.04	Director Shareholding – HBOS plc
31.12.04	Rule 8 disclosure – NHP plc

#### **Documents lodged at Companies House:**

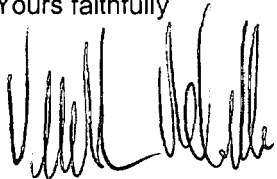
1 Form 88(2)'s – Return of Allotment of	26,420 Shares registered on 01.12.04
1 Form 88(2)'s – Return of Allotment of	40,471 Shares registered on 02.12.04
1 Form 88(2)'s – Return of Allotment of	12,293 Shares registered on 03.12.04
1 Form 88(2)'s – Return of Allotment of	16,539 Shares registered on 06.12.04
1 Form 88(2)'s – Return of Allotment of	84,196 Shares registered on 07.12.04
1 Form 88(2)'s – Return of Allotment of	171,598 Shares registered on 08.12.04
1 Form 88(2)'s – Return of Allotment of	59,010 Shares registered on 09.12.04
1 Form 88(2)'s – Return of Allotment of	67,977 Shares registered on 10.12.04
1 Form 88(2)'s – Return of Allotment of	58,592 Shares registered on 13.12.04
1 Form 88(2)'s – Return of Allotment of	54,304 Shares registered on 14.12.04
1 Form 88(2)'s – Return of Allotment of	40,942 Shares registered on 15.12.04
1 Form 88(2)'s – Return of Allotment of	90,400 Shares registered on 16.12.04
1 Form 88(2)'s – Return of Allotment of	581,559 Shares registered on 17.12.04
1 Form 88(2)'s – Return of Allotment of	488,538 Shares registered on 20.12.04
1 Form 88(2)'s – Return of Allotment of	261,496 Shares registered on 21.12.04
1 Form 88(2)'s – Return of Allotment of	171,809 Shares registered on 22.12.04
1 Form 88(2)'s – Return of Allotment of	1,895 Shares registered on 23.12.04
1 Form 88(2)'s – Return of Allotment of	188,555 Shares registered on 24.12.04
1 Form 88(2)'s – Return of Allotment of	313,544 Shares registered on 29.12.04
1 Form 88(2)'s – Return of Allotment of	58,431 Shares registered on 29.12.04

1 Form 88(2)'s – Return of Allotment of  
1 Form 88(2)'s – Return of Allotment of

53,281 Shares registered on 30.12.04  
21,346 Shares registered on 31.12.04

I would be grateful if you could acknowledge receipt by stamping the enclosed copy of this letter and return in the envelope provided. Also enclosed is an international coupon for the cost this will entail.

Yours faithfully

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

Kenny Melville  
Company Secretarial Manager

2005 JAN 24 A 11:22

**Return of Allotment of Shares**

Please complete in typescript, or in bold black capitals.

OFFICE OF INTERNATIONAL CORPORATE FINANCE

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	0	2	2004			

**Class of shares**

*(ordinary or preference etc)*

Class of shares	From	To
Ordinary	Ordinary	Ordinary
Number allotted	10,338	6,802
Nominal value of each share	25p	25p
Amount (if any) paid or due on each share <i>(including any share premium)</i>	680.0p	654.0p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

*(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)*


--

**When you have completed and signed the form send it to the Registrar of Companies at:**

**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
For companies registered in Scotland      **DX 235 Edinburgh**

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	0	2	1	2	2	0	0	4			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary				
Number allotted	1,841			6,340			3,686				
Nominal value of each share	25p			25p			25p				
Amount (if any) paid or due on each share <small>(including any share premium)</small>	428.27p			459.47p			570.0p				

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

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Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	0	2	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary					
Number allotted	1,432					
Nominal value of each share	25p					
Amount (if any) paid or due on each share <small>(including any share premium)</small>	472.53p					

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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For companies registered in Scotland      DX 235 Edinburgh

**Names and addresses of the allottees** *(List joint share allotments consecutively)*

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 27,172
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name See schedule attached	Class of shares allotted Ordinary	Number allotted 13,299
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

*[Signature]*

Date

2/12/4

*A director / secretary / administrator / administrative receiver / receiver / manager / receiver*

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



Certificates.XLS

IBOS Number	Title	Forenames	Surname	NI no.	Address				428.27	459.47	570	472.53	Total
908228	Mrs	Ruby Wilson	Dewar	YE787091	19 Wardlaw Street	Cowdenbeath	FIFE	KY4 9JX	0	0	566	0	0
909860	Mrs	Margaret Weir	Kerr	YZ842376	33 Ross Gardens	Greenacres	MOTHERWELL	ML1 3BE	0	0	339	215	0
904590	Miss	Heather Margaret	Fraser	YL846743	26 Stratherrick Park	Inverness		IV2 4JS	0	0	226	0	0
904709	Mr	James Taylor	Hughes	YT559244	53 Pinewood Avenue	Lenzie	GLASGOW	G66 4EB	0	785	0	100	0
906079	Miss	Alice	Maguire	WK122477	8 Dornoch Place	Bishopbriggs	GLASGOW	G64 1UG	0	0	169	161	0
906203	Ms	Margaret Keys	Hewitt	YB764705	173 Castlefern Road	Rutherglen	GLASGOW	G73 4AR	426	392	339	0	0
915267	Mrs	Deborah Anne	Hawkins	WM798099	Virginia Cottage	London Road	ASHINGTON	RH20 3JR	0	3231	0	0	0
907644	Mr	Richard William Alexander	Richardson	YR423995	Beldornie	44a Selcroft Road	PURLEY	CR8 1AD	1057	1932	362	107	0
907667	Mrs	Lesley Jane	Dickson	NM942047	7 Pentland Way	Grangemouth		FK3 0EA	0	0	566	538	0
909168	Mr	Michael Stuart	McClenan	NA474724	Grassendale 61 Warrington Road	Penketh	WARRINGTON	WA5 2DE	0	0	407	0	0
915821	Mrs	Pauline Shirley	Wright	ZX527029	Cambuslea	26a Birkhill Road	STIRLING	FK7 9JS	0	0	373	204	0
906434	Mrs	Margaret Ann	Milne	YH754262	33 Rowanlea Avenue	Paisley		PA2 0RP	0	0	226	0	0
906569	Mrs	Elizabeth Anne	Reid	NB330355	55 Rosebank Terrace	Bargeddie	GLASGOW	G69 7SG	0	0	113	107	0
906759	Mrs	Wilma	Steel	YL720249	Skellyhill Farm	Darvel	AYRSHIRE	KA17 0LN	358	0	0	0	0
									1841	6340	3686	1432	



## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	0	3	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
Number allotted	4,892		3,483	3,918		
Nominal value of each share	25p		25p	25p		
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p		654.0p	712.5p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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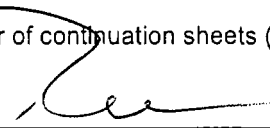
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland      DX 235 Edinburgh

**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 12,293
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed



Date

9/12/4

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	0	6	1	2	2	0	0	4			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary				
Number allotted	9,990			2,094			4,455				
Nominal value of each share	25p			25p			25p				
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p			654.0p			712.5p				

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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For companies registered in Scotland

**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 16,539
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

9/12/4

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## Return of Allotment of Shares

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	0	7	1	2	2	0	0	4			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary				
<b>Number allotted</b>	51,788			1,155			7,000				
<b>Nominal value of each share</b>	25p			25p			25p				
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p			668.0p			751.2p				

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

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**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	07	12	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
<b>Number allotted</b>	13,732		10,521			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	654.0p		712.5p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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For companies registered in Scotland      DX 235 Edinburgh

**Names and addresses of the allottees** *(List joint share allotments consecutively)*

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 84,196
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

9/12/18

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

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**Return of Allotment of Shares**

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted  
(if shares were allotted on one date enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
08	12	2004			

Class of shares  
(ordinary or preference etc)

Class of shares	Number allotted	Nominal value of each share	Amount (if any) paid or due on each share (including any share premium)
Ordinary	79,740	25p	680.0p
Ordinary	7,894	25p	668.0p
Ordinary	20,029	25p	751.2p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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**Company Number**  
**Company Name in full**

SC218813

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	0	8	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
Number allotted	9,619		14,913	4,422		
Nominal value of each share	25p		25p	25p		
Amount (if any) paid or due on each share <small>(including any share premium)</small>	654.0p		712.5p	537.0p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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**Company Name in full**

SC218813

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	0	8	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary	Ordinary	Ordinary			
<b>Number allotted</b>	10,036	3,312	11,700			
<b>Nominal value of each share</b>	25p	25p	25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	578.79p	410.0p	562.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


--

When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ      DX 33050 Cardiff  
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	08	12	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
<b>Number allotted</b>	5,665		4,268			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	597.5p		574.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 142,132
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name Halifax Nominees Limited	Class of shares allotted Ordinary	Number allotted 940
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name See schedules attached	Class of shares allotted Ordinary	Number allotted 28,526
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

7

Signed

*[Signature]*  
A director / Secretary / administrator / administrative receiver / receiver manager / receiver

Date

9/12/4

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



**HBOS Plc Sharesave Exercise  
Early Leaver Closure Schedule**

**Shares to Individual 8th December 2004**

Mrs Margaret Barrington  
29 Caiystane Avenue  
EDINBURGH  
EH10 6SB 538

Mrs Sarah Margaret Black  
4 Culzean  
Glenmavis  
AIRDRIE  
Lanarkshire ML6 0QB 1028

Miss Janet Frances Bullen  
34 Rowcliffe Avenue  
Westminster Park  
CHESTER  
CH4 7PW 895

Mrs Annette Yvonne Burgess  
28 McKane Place  
DUNFERMLINE  
Fife KY12 7XD 308

Mr David Stewart Cargill  
26 Lauder Road  
ARBROATH  
Angus DD11 4JB 741

Mr James Crawford  
12 Forman Grove  
DUNFERMLINE  
Fife KY11 8RJ 140

Mrs Wendy Pamela Davis  
Little Oak  
53 Warminster Road  
BATH  
BA2 6RX 911

Mr Edwin Farrell  
11 Station Road  
Corstorphine  
EDINBURGH  
EH12 7AA 977

Mrs Fiona Elizabeth Fortune  
118 Hillend Crescent  
Clarkston  
GLASGOW  
G76 7XY 384

Mr Robert Charles Fowler  
3 Bedford Terrace  
EDINBURGH  
EH15 2EJ 781

Miss Helen Burgess M Gamble  
47 Mallard Road  
CLYDEBANK  
Dunbartonshire G81 6NQ 334

Mr Darren Christopher Gay  
26 Dyrham Road Kingswood  
BRISTOL  
BS15 4HP 79

Mrs Ann Marie Graham  
84 Edinbeg Avenue  
Toryglen  
GLASGOW  
G42 0EW 200

Mr William Greenshields  
Burnbank  
Burnside Road  
MOFFAT  
Dumfriesshire DG10 9DX 695

Ms Margaret Keys Hewitt  
173 Castlefern Road  
Rutherglen  
GLASGOW  
G73 4AR 334

Mrs Corinne Diana Hosie  
14 Riverview Crescent  
Cardross  
DUMBARTON  
G82 5LT 663

Mr Peter Howarth  
Auchenhouse  
Burrelton  
BLAIRGOWRIE  
Perthshire PH13 9PP 835

Mr James Taylor Hughes  
53 Pinewood Avenue  
Lenzie  
GLASGOW  
G66 4EB 704

Mrs Susan Johnston  
1 Hill Crescent  
Clarkston  
GLASGOW  
G76 8DQ 683

Mrs Wendy Pauline Joyner  
3 Barton Road  
CANTERBURY  
Kent CT1 1YG 522

Ms Lorraine Kean  
23 Park Crescent  
Easthouses  
DALKEITH  
Midlothian EH22 4EE 669

Mr John Campbell Kippen  
15 Sunningdale Square  
KILWINNING  
Ayrshire KA13 6RH 255

Ms Marion Maclennan  
70 Strathcona Gardens  
Anniesland  
GLASGOW  
G13 1DN 106

Mrs Mary Sedgeworth L Martin  
21 Sutherland Drive  
Cairnhill  
AIRDRIE  
Lanarkshire ML6 9RP 384

Mrs Sheila Wylie McDougall  
35C Peace Avenue  
Quarrier's Village  
BRIDGE OF WEIR  
Renfrewshire PA11 3SX 885

Mrs Marian Christine Milner  
11 Pavilion Way  
RUISLIP  
Middx HA4 9JR 133

Mr Edward Dennis G Moore  
80 Ashburton Road  
GLASGOW  
G12 0LZ 809



Mrs Caroline Nicol  
16 Millerhill  
DALKEITH  
Midlothian EH22 1RZ 642

Mr Paul Scorer  
The Merchant House  
3 Riverside  
BRIDGNORTH  
Shropshire WV16 4BH 413

Mr James Watt Stevenson  
1 Charteris Park  
LONGNIDDRY  
East Lothian EH32 0NX 576

Miss Lynda Dorothy Walker  
2/1 2 Burnfield Gardens  
Giffnock  
GLASGOW  
G46 7EB 674

Mr Jon Andrew Walker  
5 Dormer Close  
AYLESBURY  
Bucks HP21 8UX 1303

Mrs Mary Cecilia Rona Welsh  
Tor Vean  
36 Louisa Drive  
GIRVAN  
Ayrshire KA26 9AH 701

Mrs Barbra Whiteman  
6 Wynford Green  
Chiltern Park  
AYLESBURY  
Bucks HP21 7QA 1182

Mr Philip Robert Wright  
26 Little Fallow Lychpit  
BASINGSTOKE  
Hants RG24 8UN

209

**35 records**

**20693**

**Halifax Plc Sharesave Exercise  
Early Leaver Closure Schedule**

**Shares to Individual 8th December 2004**

Mrs Yvonne W Carville  
12 Priory Ridge  
Shrewsbury  
SY3 9EG 1346

Mr Peter Raymond Wistow  
11 Mendip Cl  
AXBRIDGE  
Somerset BS26 2DG 3175

Mrs Margaret Mary Byers  
16 Solway Gardens Monifieth  
DUNDEE  
DD5 4TR 3312

**3 records 7833**

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To											
	Day	Month	Year	Day	Month	Year									
	0	9	1	2	2	0	0	4							
Class of shares <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary								
Number allotted	24,175			1,230			9,871								
Nominal value of each share	25p			25p			25p								
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p			668.0p			751.2p								

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland      DX 235 Edinburgh

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## Return of Allotment of Shares

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or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To											
	Day	Month	Year	Day	Month	Year									
	0	9	1	2	2	0	0	4							
Class of shares <small>(ordinary or preference etc)</small>	Ordinary			Ordinary											
Number allotted	11,840			11,894											
Nominal value of each share	25p			25p											
Amount (if any) paid or due on each share <small>(including any share premium)</small>	654.0p			712.5p											

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland      DX 235 Edinburgh

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Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 59,010
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed Lyndene O'Neill

Date 13/12/04

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



2005 JAN 24 A 11: 22

**Return of Allotment of Shares**

Please complete in typescript, or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	1	0	1	2	2	0	0	4			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary				
<b>Number allotted</b>	43,539			10,045			6,281				
<b>Nominal value of each share</b>	25p			25p			25p				
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p			751.2p			654.0p				

List the names and addresses of the allottees and the number of shares allotted to each overleaf

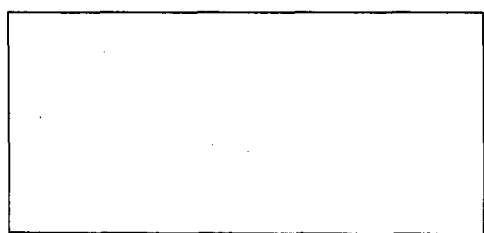
If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)

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For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
For companies registered in Scotland

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	1	0	1	2	2	0	0	4			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary										
Number allotted	8,112										
Nominal value of each share	25p										
Amount (if any) paid or due on each share <small>(including any share premium)</small>	712.5p										

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland



Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 67,977
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed *Nicola Moodie* Date 13/12/04  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



88(2)



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2005 JAN 24 A 11: 22

Please complete in **typescript**  
or in **bold black capitals**.  
CHFP010.

# Return of Allotment of Shares

Company Number  
Company Name in full

SC218813  
HBOS plc

## Shares allotted (including bonus shares):

Date or period during which shares were allotted  
(if shares were allotted on one date enter that date in the "from" box)

Class of shares  
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each share (including any share premium)

List the names and addresses of the allottees and the number of shares allotted to each overleaf  
If the allotted shares are fully or partly paid up otherwise than in cash please

% that each share is to be treated as paid up

Consideration for which the shares were allotted  
(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)

From		To								
Day	Month	Year	Day	Month	Year					
1	3	1	2	2	0	0	4			

Class of shares	Number allotted	Nominal value of each share	Amount (if any) paid or due on each share
Ordinary	35,634	25p	5,232
Ordinary	680	0.0p	751.2p

When you have completed and signed the Registrar of Companies at:  
Companies House, Crown Way, Cardiff  
companies registered in England & Wales  
37 Castle Terrace, Glasgow

2005 JAN 24 A 11: 22

**Return of Allotment of Shares**

Please complete in typescript or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	3	2	0	0	4
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary		Ordinary	
<b>Number allotted</b>	35,634		5,232		5,592	
<b>Nominal value of each share</b>	25p		25p		25p	
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		751.2p		668.0p	

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


**When you have completed and signed the form send it to the Registrar of Companies at:**

--

**Companies House, Crown Way, Cardiff, CF14 3UZ**      DX 33050 Cardiff  
For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      DX 235 Edinburgh  
For companies registered in Scotland

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	3	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
Number allotted	3,821		5,313	3,000		
Nominal value of each share	25p		25p	25p		
Amount (if any) paid or due on each share <small>(including any share premium)</small>	654.0p		712.5p	655.0p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


When you have completed and signed the form send it to the Registrar of Companies at:

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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 52,592
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name Alan Matthew Holland	Class of shares allotted Ordinary	Number allotted 6,000
Address 11 West Heather Gardens Inverness		
UK postcode   IV2 4DZ		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*Lynne O'Black*

Date

13/12/04

A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



2005 JAN 24 A 11: 23

**Return of Allotment of Shares**

Please complete in typescript, or in bold black capitals.

CHFP010.

<b>Company Number</b>	SC218813
<b>Company Name in full</b>	HBOS plc

**Shares allotted (including bonus shares):**

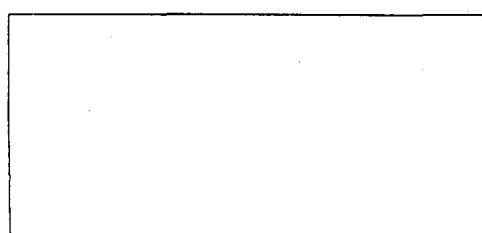
Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	4	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary	Ordinary	Ordinary			
<b>Number allotted</b>	26,282	400	9,609			
<b>Nominal value of each share</b>	25p	25p	25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p	668.0p	751.2p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up			
---	--	--	--

Consideration for which the shares were allotted <small>(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)</small>	



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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813
----------

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	4	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
Number allotted	9,425		8,588			
Nominal value of each share	25p		25p			
Amount (if any) paid or due on each share <small>(including any share premium)</small>	654.0p		712.5p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 54,304
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Date

14/12/4

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange





## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	5	2004			

Class of shares <small>(ordinary or preference etc)</small>	Ordinary	Ordinary	Ordinary
Number allotted	6,259	3,009	2,642
Nominal value of each share	25p	25p	25p
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p	751.2p	654.0p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

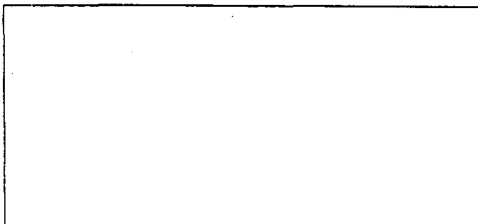
% that each share is to be treated as paid up			
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Consideration for which the shares were allotted <small>(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)</small>	

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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland



## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	5	2004			

**Class of shares**

(ordinary or preference etc)

	Ordinary	Ordinary	Ordinary
<b>Number allotted</b>	2,357	8,757	3,956
<b>Nominal value of each share</b>	25p	25p	25p
<b>Amount (if any) paid or due on each share (including any share premium)</b>	712.5p	578.79p	537.0p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ      DX 33050 Cardiff  
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	5	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
Number allotted	6,813		662	4,292		
Nominal value of each share	25p		25p	25p		
Amount (if any) paid or due on each share <small>(including any share premium)</small>	655.0p		410.0p	562.0p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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## Return of Allotment of Shares

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	5	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
<b>Number allotted</b>	1,084		1,111			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	597.5p		574.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

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For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 28,758
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name William Kennedy Campbell	Class of shares allotted Ordinary	Number allotted 6,813
Address 132 Bailielands Linlithgow West Lothian		
UK postcode EH49 7TF		
Name Mrs Christine Walker	Class of shares allotted Ordinary	Number allotted 662
Address 16 Kingshaven Drive Penwortham Preston		
UK postcode PR1 69BS		
Name See schedule attached	Class of shares allotted Ordinary	Number allotted 4,709
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed Lycombe O'Boch  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date 16/12/04

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel: 0131 243 5486	
DX number	DX exchange



HBOS Plc Sharesave Exercise  
Early Leaver Closure Schedule

Shares to Individual 15th December 2004

Mrs Margaret Boyle  
2 Lime St  
GLASGOW  
G14 9PT 952

Mr David Ian Broomhead  
9 Frederick Street Waddesdon  
AYLESBURY  
Bucks HP18 0LU 593

Marion Brown  
53 Hazelwood Avenue  
Newton Mearns  
Glasgow G77 5QT 451

Mr Paul Derek Callow  
7 Ballakermeen Avenue  
Douglas  
ISLE OF MAN IM1 4HP 751

Mr Kevin Peter Hennedy  
4 Milner Close Port Erin  
ISLE OF MAN  
IM9 6BG 502

Mrs Julie Ann Palmer  
22 Strawberry Close  
Nailsea  
BRISTOL BS48 4NY 1460

**6 records 4709**

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	6	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
<b>Number allotted</b>	53,306		5,706	5,533		
<b>Nominal value of each share</b>	25p		25p	25p		
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		751.2p	654.0p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


--

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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

## Return of Allotment of Shares

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or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	6	2004			
<b>Class of shares</b> <small>(ordinary or preference etc.)</small>	Ordinary		Ordinary			
<b>Number allotted</b>	11,855		14,000			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	712.5p		655.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland



Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 71,400
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name Douglas Campbell Noble	Class of shares allotted Ordinary	Number allotted 19,000
Address Winton 21 Cammo Crescent Edinburgh		
UK postcode EH4 8DZ		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*Lyanna O'Brien*

Date

16/12/04

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	7	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
<b>Number allotted</b>	525,738		2,679	20,314		
<b>Nominal value of each share</b>	25p		25p	25p		
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		668.0p	751.2p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
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**Return of Allotment of Shares**

*Please complete in typescript,  
or in bold black capitals.*

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	1	7	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		
<b>Number allotted</b>	14,508		18,320			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	654.0p		712.5p			

*List the names and addresses of the allottees and the number of shares allotted to each overleaf*

**If the allotted shares are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


**When you have completed and signed the form send it to the Registrar of Companies at:**

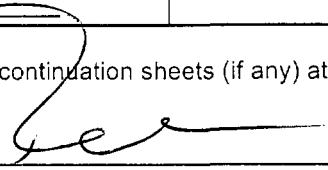
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**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 581,559
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed  Date 21/12/14  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



## Return of Allotment of Shares

Please complete in typescript,  
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CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	2	0	1	2	2	0	0	4			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary				
Number allotted	406,529			5,755			26,127				
Nominal value of each share	25p			25p			25p				
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p			668.0p			751.2p				

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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## Return of Allotment of Shares

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To											
	Day	Month	Year	Day	Month	Year									
	2	0	1	2	2	0	0	4							
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary			Ordinary								
<b>Number allotted</b>	20,176			27,910			2,041								
<b>Nominal value of each share</b>	25p			25p			25p								
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	654.0p			712.5p			655.0p								

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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For companies registered in Scotland

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Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 488,538
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver / manager / receiver

Date

21/12/14

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



2005 JAN 24 A 11: 23

Please complete in typescript  
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CHFP010.

**Return of Allotment of Shares**

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	2	1	2004			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary	Ordinary		Ordinary
<b>Number allotted</b>	212,365		2,494	16,864		
<b>Nominal value of each share</b>	25p		25p	25p		
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		668.0p	751.2p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

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## Return of Allotment of Shares

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Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	2	1	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
Number allotted	13,009		16,764			
Nominal value of each share	25p		25p			
Amount (if any) paid or due on each share <small>(including any share premium)</small>	654.0p		712.5p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 258,408
Address Trinity Road Halifax West Yorkshire		
UK postcode <u>HX1 2RG</u>		
Name Simon David Menzies	Class of shares allotted Ordinary	Number allotted 3,088
Address 1 Avenue Road Eskbank Dalkeith		
UK postcode <u>EH22 3BS</u>		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Handwritten Signature]*

Date

*21/12/14*

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



**Return of Allotment of Shares**

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**Company Number**

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**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	2	2	1 2	2	0	0 4
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary		Ordinary	
<b>Number allotted</b>	1,336		1,529		166,610	
<b>Nominal value of each share</b>	25p		25p		25p	
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	562p		597.5p		680p	

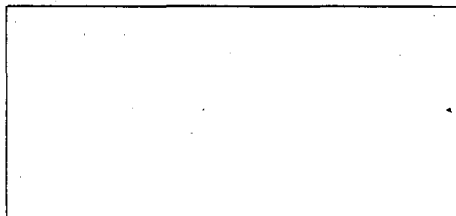
**List the names and addresses of the allottees and the number of shares allotted to each overleaf**

**If the allotted shares are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up			
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Consideration for which the shares were allotted <small>(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)</small>	

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For companies registered in Scotland      DX 235 Edinburgh

**Return of Allotment of Shares**

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	2	2	1	2	2	0	0	4			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary							
<b>Number allotted</b>	969			1,365							
<b>Nominal value of each share</b>	25p			25p							
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	668p			574p							

**List the names and addresses of the allottees and the number of shares allotted to each overleaf**

**If the allotted shares are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
For companies registered in Scotland      **DX 235 Edinburgh**

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 169,119
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name Halifax Nominees Limited	Class of shares allotted Ordinary	Number allotted 522
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name See attached schedule	Class of shares allotted Ordinary	Number allotted 2,168
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

2

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver / manager / receiver

Date

5/1/5

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



HBOS Plc Sharesave Exercise  
Early Leaver Closure Schedule

Shares to Individual 22nd December 2004

Mrs Isabel Corbett  
82 Curling Crescent  
GLASGOW  
G44 4QQ 207

Mrs Lesley Dewar  
2 Thistle Bank  
Lenzie  
Kirkintilloch  
GLASGOW G66 5NA 268

Mrs Yvonne Malkin  
The Lodge  
Mill Brow Eccleston  
ST HELENS  
Merseyside WA10 4QJ 311

Mr George Muir  
26 Glebe Crescent  
NEWTON STEWART  
Wigtownshire DG8 6LP 93

Miss Ceri Melissa Nicholls  
20 Holbeach Way  
Whitchurch  
BRISTOL  
BS14 0UE 770

Mr Brian Thomas Otter  
1 Craigleith Hill  
Loan  
EDINBURGH  
EH4 2JG

519

**6 records**

**2168**

RECEIVED

2005 JAN 24 A 11: 23

**Return of Allotment of Shares**

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

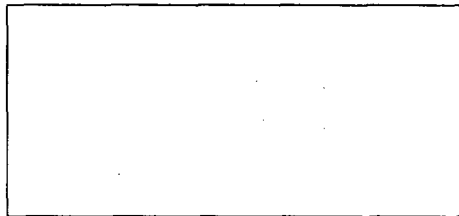
Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To							
	Day	Month	Year	Day	Month	Year					
	2	3	1	2	2	0	0	4			
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary							
<b>Number allotted</b>	947			948							
<b>Nominal value of each share</b>	25p			25p							
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	570p			655p							

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

Consideration for which the shares were allotted  
(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)



**When you have completed and signed the form send it to the Registrar of Companies at:**

**Companies House, Crown Way, Cardiff, CF14 3UZ** DX 33050 Cardiff  
For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
For companies registered in Scotland DX 235 Edinburgh



Shareholder details	Shares and share class allotted	
Name Mr Niall Kennedy Chapman	Class of shares allotted Ordinary	Number allotted 355
Address Keepers Lodge 20 Bryandrum Road MARKETHILL		
UK postcode BT60 1TH		
Name Pamela Margaret Watson	Class of shares allotted Ordinary	Number allotted 592
Address Reayrt Freoaie Main Road Greeba Isle of Man		
UK postcode IM4 3LG		
Name Colin Douglas Scott MacMillan	Class of shares allotted Ordinary	Number allotted 948
Address 9 Wheatfield Grove Loanhead Midlothian		
UK postcode EH20 9ND		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*Deputy*  
A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Date

5/1/5

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange



## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To						
	Day	Month	Year	Day	Month	Year				
	2	4	1 2	2	0	0 4				
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary			Ordinary						
<b>Number allotted</b>	185,216			3,339						
<b>Nominal value of each share</b>	25p			25p						
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p			668.0p						

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 188,012
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name Mrs Cathleen Marini	Class of shares allotted Ordinary	Number allotted 315
Address 9 Medway Close Flitwick Beds		
UK postcode   MK45 1DQ		
Name Mrs Janet Anne Scorer	Class of shares allotted Ordinary	Number allotted 228
Address 36 Kestrel Close Kidderminster Worcs		
UK postcode   DY10 1NP		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

5/1/5

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

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Tel 0131 243 5486

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## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	2	9	1 2	2	0	0 4
Class of shares <small>(ordinary or preference etc)</small>	Ordinary					
Number allotted	313,544					
Nominal value of each share	25p					
Amount (if any) paid or due on each share <small>(including any share premium)</small>	837.0p					

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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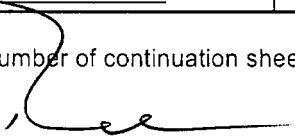
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland      DX 235 Edinburgh

Shareholder details	Shares and share class allotted	
Name See attached schedule	Class of shares allotted Ordinary	Number allotted 313,544
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

2

Signed



Date

5/1/5

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



Holder_Identifier	Name_1	Joint_Holding	Designation	Address_1	Address_2	Address_3	Address_4	Address_5	Postcode
9990024887	Mrs Mary Elizabeth Allen			Frenchmoor	West Tytherley	Salisbury Wiltshire			SP5 1NU
9990025684	Mrs Beryl Monica Anderson			11 Grasmere	Trowbridge	Wiltshire			BA14 7LL
9990050888	Mrs Joan Evelyn Ayers			7 Gros Close	Rogerstone	Newport	Gwent		NP10 9SW
99901613780	Bank Of Scotland Branch Nominees Limited		<PBLK>	C/O Halifax Share Dealing Limited	Trinity Road	Hallifax			MX40 4AH
9990109733	Mr George Billing			124 Bromham Road	Biddenham	Bedford			B15 3RY
9990110619	Dr Ellis Bindman			15 Petersham Place	Richmond Hill Road	Edgbaston Birmingham			SL4 4SE
9990134984	Mr Aubrey Francis Houston Bowden &	Mrs Mary Julia Houston Bowden		The Old Vicarage	Winkfield Windsor	Berkshire			RH12 4PT
99901820520	Mr Kenneth George Edward Bowles			2 Siceers Hill Rusper	Horsham West Sussex				SK23 6AG
9990177608	Mrs Jane Bradley			10 Lyme Park	Chintley	High Peak	Derbyshire		BB2 6EQ
9991838730	Mr Percy Wilson Bullock			17 Albany Road	Blackburn	Lancs			SN1 4HU
9990529148	Mrs Carmela Campisano			1 Nicholas Court	Old Town	Swindon			ML9 2UQ
9990709298	Mr James Christopher Colstew Nominees Limited		<77712>	Stevenson-Hamilton	Fairholm	Larkhall Lanarkshire			EC2V 7OR
9990257121	Mr Peter Alan Coville &	The Hon Charles Anthony Coville		9th Floor	88 Wood Street	London			TN1 1JJ
9990499570	The Corporation Of Lloyds		<1431101>	C/O The Buss Murton Pin Solicitors	The Priory Tunbridge Wells Kent				ME4 4TU
99906913528	Coutts & Co			Gun Wharf	Dock Road	Chatham	Kent		WC2R 0QS
9990293276	Mr Dennis P Craft &	Mrs Elizabeth Anne Craft		18 The Chilterns	Wymondley Road	Hitchin Hertfordshire			TN1 1EN
99906873321	Cripps Nominees Ltd		<51355>	Seymour House	11-13 Mount Ephraim Road	Tunbridge Wells	Kent		EH4 2AE
9991851086	Ms Elizabeth Curtis			11 Forthview Terrace	Edinburgh				NW1 4ND
9991812188	Ms Patricia Carol Davidson			26 Chester Meadows	Regent's Park	N Humberstone			HU13 0TF
9990329998	Mr Nicholas James Davis			2 Tranby Park Meadows	Hessle	London			SS9 4QZ
9990401699	Mr Hugh Cleland Fairbrother			14 Broadlawn	Leigh-On-Sea	Essex			EC2V 7ON
99902885210	Ferlim Nominees Limited		<C52051A>	2 Gresham Street	London				EC2V 7ON
99902856547	Ferlim Nominees Limited		<F11823J>	2 Gresham Street	London				EC2V 7ON
99902916388	Ferlim Nominees Limited		<F11827F>	2 Gresham Street	London				EC2V 7ON
99902860315	Ferlim Nominees Limited		<F11836G>	2 Gresham Street	London				EC2V 7ON
99902856556	Ferlim Nominees Limited		<F11846K>	2 Gresham Street	London				EC2V 7ON
99902857012	Ferlim Nominees Limited		<FO1>	2 Gresham Street	London				EC2V 7ON
9990448013	Mr Robert Lloyd Francis			61 The Close	Henley On Thames	Oxfordshire			RG9 1SR
9990474149	Mr Johns Francis Givens			55 Hamilton Road	Motherwell	Lanarkshire			ML1 3DG
9990477407	Mr Edward Douglas Glover			69 Elmfield Road	London				SW17 8AD
9992205749	Mrs Joyce Sarah Godel			45 Blispham Road	London		London		NW10 7HB
9990509708	Mr Eugene Derek Griess			Ground Floor Flat	London		Willesden		CM2 6AY
9990518618	Mr Geoffrey Kenneth Gwinnett &	Mrs Lynn Vera Gwinnett		6 Coppins Close	Chelmsford	Essex			BH15 1JL
9991933643	Mr William Edward Howarth			West End House 2 St James Close	Old Poole Poole Dorset				WA3 2HE
99907880616	Hsbc Global Custody Nominee (UK) Limited		<817340>	C/O 25 Waverley Road	Lowton	Near Warrington			EC3N 4DA
9990673427	Mrs Florence Joan Keen			Manner House	Pepys Street	London			WDS 4AD
9990343446	Laurence Keen Nominees Ltd		<CLIENT>	26 Cophorne Road	Croxley Green	Rickmansworth Herts			F14 2BH
9990721928	Mrs Cheryl Gwendoline Leesmith			Capstan House	One Clove Crescent	East India Dock	London		RH17 5EB
9991948594	Lloyds Bank (Branches ) Nominees Ltd		<AVC BURTO331>	Bavelaw House	Copyhold Lane	Cuckfield West Sussex			EC1Y 4XX
9992187155	Lloyds Bank (Branches) Nominees Limited		<AVC BURTO430>	48 Chiswell Street	London				EC1Y 4XX
9992187236	Lloyds Bank (Branches) Nominees Limited		<AVC BURTO431>	48 Chiswell Street	London				CT13 9FX
9990789212	Miss Georgina Romaine Maddox			Bay Hall	84 Strand Street	Sandwich Kent			SK23 6AG
9991820601	Miss Amanda McColville			10 Lyme Park	Chintley	High Peak	Derbyshire		SK23 6AG
9991820440	Miss Caroline Andrea McColville			10 Lyme Park	Chintley	High Peak	Derbyshire		AB15 7TT
99906679487	Mr Robert Henderson Meff			6 Braeside Terrace	Aberdeen	London			RH2 8PB
9990861690	Morgan Stanley Quilter Nominees Limited			Sl Helens	1 Undershaft	EC3A 8BB			HA6 2LD
9991851833	Mrs Anne Marie Therese Motton			Cleavers Leigh	Reigate Surrey				West Sussex
9990941262	Mr Sidney Myers		<SX>	The Firs 31a Astons Road	Moor Park Northwood	Middx			RH10 1DQ
9991860264	Nhwest Fis Nominees Limited			P O Box No 10	Turnpike House	123 High Street	Crawley		WR14 2SX
9991860264	Miss Susan Margaret Norcross			Braenteade	1 Avon Close Malvern	Worcestershire			

NE20 9TX	West Farm House	West Farm Mews	Prestwick Newcastle Upon Tyne	Tyne And Wear	NE20 9TX
9990380435	Fairwinds 6 Beauport Avenue	Higher Lane Langland Bay Swansea			SA3 4NH
9991960292	Sunyside	Upton Fort Road	Osmington Mills	Weymouth Dorset	DT3 6HH
9991049735	Broadwalk House	5 Appold Street	London		EC2A 2DA
9991049735	Broadwalk House	5 Appold Street	London		EC2A 2DA
9991049735	22 King Edward Avenue	Aylesbury	Bucks		HP21 7JD
9991085103	10th Floor	100 Old Hall Street	Liverpool		L3 9AB
9991121193	The Ridge	Gasson Lane Queen Camel	Yeovil Somerset		BA22 7PQ
9991125342	76 Dial Hill Road	Clevedon Somerset			BS21 7EW
999290592	The Penthouse	Lancaster			LA1 3EU
9992308122	12 The Heys	Lords View 11	St Johns Wood Road London		NW8 7HG
9991824194	12 The Heys	Prestwick	Manchester		M25 1BZ
9991823708	The Coach House	Tokers Green Lane	Kidmore End Reading		RG4 9EE
9991808237	The Coach House	Tokers Green Lane	Kidmore End Reading		RG4 9EE
9992037188	Cowley Court Cottage	Coronation Street	Fairford Glas		GL7 4HT
9991724564	Cowley Court Cottage	Coronation Street	Fairford Gloucestershire		GL7 4HT
9991250207	PO Box 10	Turnpike House	123 High Street	Crawley	West Sussex RH10 1DQ
9991250207	PO Box 10	Turnpike House	123 High Street	Crawley	West Sussex RH10 1DQ
9991250207	Place Field End	1 Tollers Lane	Coulston Surrey		CR5 1BE
9991250207	Place Field End	1 Tollers Lane	Coulston Surrey		CR5 1BE
9991250207	23 Hayfield Drive	Hazlemere	High Wycarcombe	Bucks	HP15 7TB
9991250207	Sophia House	7680 City Road	London		EC1Y 2EQ
9991326402	West Collingwith Hall	Thorngaby	York		YO19 6EP
9990952300	802 Duncan House	Dolphin Square	London		SW1V 3PP
9991346942	Dyckmore Streets Health	West End	Woking Surrey		GU24 9QY

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	2	9	1 2	2	0	0 4
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
<b>Number allotted</b>	57,773		658			
<b>Nominal value of each share</b>	25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		668.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

**If the allotted shares are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


**When you have completed and signed the form send it to the Registrar of Companies at:**

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For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
For companies registered in Scotland



Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 58,431
Address Trinity Road Halifax West Yorkshire		
UK postcode HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / <sup>SECRETARY</sup> secretary / administrator / administrative receiver / receiver manager / receiver

Date

5/1/5

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department	
5 Morrison Street, Edinburgh, EH3 8BH	
Tel 0131 243 5486	
DX number	DX exchange



2005 JAN 24 A 11: 23

**Return of Allotment of Shares**

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CHFP010.

**Company Number**

SC218813

**Company Name in full**

HBOS plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To				
	Day	Month	Year	Day	Month	Year		
	3	0	1	2	2	0	0	4
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary		Ordinary		Ordinary			
<b>Number allotted</b>	46,548		2,736		1,630			
<b>Nominal value of each share</b>	25p		25p		25p			
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	680.0p		668.0p		428.27p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

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## Return of Allotment of Shares

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**Company Number**

SC218813

**Company Name in full**

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	3	0	1 2	2	0	0 4
<b>Class of shares</b> <small>(ordinary or preference etc)</small>	Ordinary					
<b>Number allotted</b>	2,367					
<b>Nominal value of each share</b>	25p					
<b>Amount (if any) paid or due on each share</b> <small>(including any share premium)</small>	570.0p					

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For companies registered in Scotland

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 52,881
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name Mrs Safeera Mulla	Class of shares allotted Ordinary	Number allotted 400
Address 4 Stoughton Drive North Stoneygate Leicester		
UK postcode   LE5 5UB		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

5/1/15

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department

5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

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## Return of Allotment of Shares

Please complete in typescript,  
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CHFP010.

Company Number

SC218813

Company Name in full

HBOS plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	3	1	2004			
Class of shares <small>(ordinary or preference etc)</small>	Ordinary		Ordinary			
Number allotted	19,555		1,791			
Nominal value of each share	25p		25p			
Amount (if any) paid or due on each share <small>(including any share premium)</small>	680.0p		668.0p			

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

--	--	--

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)


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For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland      DX 235 Edinburgh

Shareholder details	Shares and share class allotted	
Name HSDL Nominees Limited	Class of shares allotted Ordinary	Number allotted 21,346
Address Trinity Road Halifax West Yorkshire		
UK postcode   HX1 2RG		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

*Deputy*

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

5/1/5

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nicola Moodie, Company Secretary's Department


5 Morrison Street, Edinburgh, EH3 8BH

Tel 0131 243 5486

DX number

DX exchange




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Last Refreshed At 16:12 Wed, Dec 1 2004 UK Time

### View Announcement

status list 

Announcement Details	Company	Headline	Embargo	Last Update	Add Dist Replaces
	HBOS PLC	Rule 8 - Shell T&T plc		11:50 1 Dec 04	
Full Announcement Text					

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure
.....01/12/2004.....
.....30/11/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing	Dealing in (name of company)
.....	.....

RECEIVED  
 2005 JAN 24 A 11: 23  
 OFFICE OF INTERNATIONAL  
 CORPORATE FINANCE

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
30,000		£4.438
	4,200	£4.403

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,115,549.....(1.663%)

4. Party making disclosure

....HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....



6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

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Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

the percentage held and in issue outside treasury.

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#### **DEFINITION OF ASSOCIATE**

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

##### Notes

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - UA Group plc	<b>Embargo</b>	<b>Last Update</b> 11:55 1 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....01/12/2004

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....30/11/2004.....

Dealing in (name of company)

UA GROUP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 1p.....

2.

Amount	Amount	Price per unit
bought	Sold	
636	£14.10 (Client instructed sale)	

3. Resultant total of the same class owned or controlled (and percentage of class)

.....11,563.....(0.327%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

YES

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....1.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

NO

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

.....0131 243 8671.....

*Note 1.*

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

*Note 2.*

*Disclosure might be made for more than one reason; if so, state all reasons.*

*Note 3.*

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monitoring@disclosure.org.uk

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such*

securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

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Announcement Details

Company	Headline	Embargo	Last Update
HBOS PLC	Director Shareholding		10:10 2 Dec 04

Full Announcement Text

1) Name of company:

HBOS plc

2) Name of Director:

James Crosby

Brian Ivory

John Maclean

George Mitchell

3) Is holding in own name/wife's name or non-beneficial:

Non Beneficial (as Trustee)

4) Name of registered holder:

1695 Trustees Limited, on behalf of the Trustees of the Bank of Scotland Profit Ownership Scheme.

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s):

Directors as Trustees of the Bank of Scotland Profit Sharing Stock Ownership Sc

6) Please state the nature of the transaction and the nature and extent of the interest in the transaction:

The shares disposed of were sold, in terms of the Rules of the Scheme, on the i employees participating in the Scheme who were beneficially entitled to such sh Directors had no role in making any decision to sell.

7) Number of shares/amount of stock acquired: Nil

8) Percentage of issued class: Nil

9) Number of shares disposed: 30

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OF COMPANIES

- 10) Percentage of issued class: de minimis
- 11) Class of security: Ordinary Shares of 25p each
- 12) Price per share: £7.437
- 13) Date of transaction: 1 December 2004
- 14) Date company informed: 1 December 2004
- 15) Total holding of the Trustees of the Bank of Scotland Profit Sharing Stock Scheme following this notification:  
2,218,015 Ordinary Shares of 25p each
- 16) Total percentage holding of issued class of such Shares following this noti  
0.056%

Contact Details:

Nicola Moodie


Company Secretarial Assistant

Tel: 0131 243 5486

END

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Kidde plc	<b>Embargo</b>	<b>Last Update</b> 13:04 2 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....02/12/2004

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....01/12/2004.....

Dealing in (name of company)

KIDDE plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount	Amount	Price per unit
bought	Sold	
	10,000	£1.51

3. Resultant total of the same class owned or controlled (and percentage of class)

.....9,431,593.....(1.118%)

4. Party making disclosure

...HBOS plc.....

5. **EITHER** (a) Name of purchaser / vendor (Note 1)

.....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

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#### 8. Other.

#### Notes

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T	<b>Embargo</b>	<b>Last Update</b> 13:06 2 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

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#### Date of Disclosure

.....02/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

#### Date of dealing

.....01/12/2004.....

#### Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	30	£4.42
338,778		£4.414
12,000		£4.423

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,462,347.....(1.667%)

4. Party making disclosure

...HBOS plc.....

5. **EITHER** (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3 (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)**

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

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Announcement Details

**Company**  
HBOS PLC

**Headline**  
Hx House Price Index Nov 2004

**Embargo**  
08:00 3 Dec 04

**Last Update**  
08:00 3 Dec 04

Full Announcement Text

# Halifax House Price Inde

National Index

November 2004

## All Houses, All Buyers Index (1983=100)

Index (seasonally adjusted) **517.7**      Monthly Change **-0.4%**      Annual Chan

Standardised Average Price (seasonally adjusted) **£159,947**

### Key Points

- House prices fell by 0.4% in November. Over the past year, house prices have by 16.8%.
- Houses prices have fallen by 0.9% since July. Last month's modest fall was sn the declines in August and October, suggesting that a measured slowdown ma underway.
- Other housing market indicators continue to show a moderation in activity since. The number of loans approved for house purchase fell for the fifth successive i October, to a seasonally adjusted 83,000 (source: Bank of England). New buye fell for the sixth successive month, according to RICS, but there are signs of ar the downward trend with the decline in October being the smallest since the dc began in May.

- The number of people in employment rose by a further 55,000 between July and September, according to the latest ONS figures. The high levels of employment our research shows to be the key driver of the housing market historically - will housing demand.
- In a separate release, issued today, we predict that house prices in the UK will fall in 2005. This slight fall follows nine years of rising house prices when the average house has increased in value by almost £100,000, a 160% increase. Beyond 2005, we expect the market to record modest price increases; affordability will also improve, especially for first-time buyers, who will return to the market in larger numbers than in recent years.

### **Commenting, Martin Ellis, Chief Economist, said:**

"The housing market continues to slow with an easing in the annual rate of house price growth from a peak of 22.1% in July to 16.8% in November.

Overall, house prices have fallen by 0.9% since July and by 0.4% over the past quarter. This modest fall was smaller than the declines in August and October, suggesting that a market correction may be underway.

The slowdown in house price growth and activity during the past few months shows that the Bank of England's interest rate rises are successfully curbing housing demand.

The fundamentals underpinning the housing market remain sound. In particular, the ongoing strength of the labour market, reflected in rising employment levels, will continue to support housing growth.

### **Housing market activity continues to moderate .....**

Other housing market indicators continue to show a moderation in activity since mid-year. The number of loans approved for house purchase fell for the fifth successive month to a seasonally adjusted 83,000 (source: Bank of England). Accordingly, activity has fallen from peak levels during the period from early 2002 to mid-2004 to levels that are similar to the late 1990s.

The latest RICS survey shows a 10% rise in the stock of unsold properties on estate agents' books between July and October, but the stock is only slightly higher than a year ago. New buyers for the sixth successive month, but there are signs of an easing in the downward trend with October being the smallest since the downturn began in May.

### **First time buyer proportion picks up ....**

Affordability constraints have sharply reduced the number of first-time buyers over the past year. First-time buyers, however, accounted for the highest proportion of all new mortgages since 2000. In October, at an estimated 32% (source: CML). Despite this rise, the proportion remains well below the longer-term average of 44%.

### **Labour market remains strong .....**

The ongoing strength of the UK economy – the latest official estimates show that annual

product (GDP) in the third quarter was 3.1%: comfortably above the long-term average 2.5% - is reflected in the labour market. The number of people in employment rose by between July and September, according to the latest ONS figures. The high levels of continue to support housing demand.

NOTE: The 16.8% number is the quarterly year-on-year figure. This figure provides a much better picture of underlying trends compared to a number as it smoothes out any short-term fluctuations.

*The Halifax House Price Index is prepared from information that we believe is collated with care, but we do not make any statement as to its accuracy or correctness, and we reserve the right to vary our methodology and to edit or discontinue the indices at any time for regulatory or other reasons. Persons seeking to place reliance on the index for any party commercial purposes do so at their own risk.*

END

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Announcement Details			
<b>Company</b> HBOS PLC	<b>Headline</b> HBOS Economic Forecast - 2005	<b>Embargo</b> 08:00 3 Dec 04	<b>Last Update</b> 08:00 3 Dec 04
<b>Full Announcement Text</b>		<b>Add Dist Replaces</b>	

The HBOS Economic forecast focuses on the prospects for the UK housing and savings markets in 2005. The forecast incorporates a range of official statistics as well as information from the Halifax House Price Index.

HBOS is the UK's largest mortgage and savings provider and also publishes the longest running monthly housing index in the UK.

### For immediate release Friday 3rd December 2004

### HBOS ECONOMIC FORECAST FOR 2005

#### Key Points

- **House prices in the UK are forecast to fall by 2% in 2005.** This slight fall follows nine years of rising house prices when the average home has increased in value by almost £100,000, a 160% increase. Beyond 2005, we expect the market to record modest price increases; affordability will also improve, especially for first-time buyers, who will return to the market in larger numbers than in

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recent years.

- **Housing market fundamentals are sound.** Past major housing market downturns have all been caused by a combination of economic recession, steeply rising unemployment and significant rises in interest rates directed at controlling retail price inflation. There is very little likelihood of a similar combination occurring over either the short or medium term; UK plc is in good shape.
- **There will be some variation in regional house price performance, albeit within a much narrower range than in the last few years.** We expect Scotland (3%) and Northern Ireland (4%) to record the biggest price gains whilst the South East (-5%), London (-4%) and the South West (-4%) will experience the most significant price falls.
- **In real terms, housing equity is at a record high.** We estimate that the value of housing assets exceeds the total value of outstanding mortgage balances by £2,400 billion. Taking general price inflation into account, housing equity is at a record high, at £1,300 billion in 1987 prices, and is 66% higher than in 1989.
- **The base rate will fall to 4.25% by the end of 2005.** We believe that rates have now peaked at 4.75%, and expect the Bank of England to reduce rates by half a percentage point during 2005. As a result, affordability will improve with the average mortgage servicing cost falling to 16% of earnings for new borrowers.

## HOUSING

### UK Housing

- **Housing market fundamentals are sound.** The economy's strength, the high level of employment and low unemployment, together with the lowest interest rates since the 1950s, have been key factors behind the recent sharp rise in house prices. Halifax research shows that employment is the strongest driver of house price movements and the level of employment is currently at a record high of 28.4 million – 232,000 higher than a year ago. Past major housing market downturns have all been caused by a combination of economic recession, steeply rising unemployment and significant rises in interest rates directed at controlling retail price inflation. There is very little likelihood of a similar combination occurring over either the short or medium term.

- **We expect earnings growth to outstrip house price growth in 2005 for only the second time in 10 years.** Average earnings are predicted to rise by 4.2% in 2005: significantly ahead of house price inflation across most of the country.
- **As earnings growth outpaces house price inflation, the ratio of house prices to earnings will fall from a peak of 5.6 in mid 2004 to 5.2 at the end of 2005.** This reduction will begin to make it easier for first-time buyers to get onto the housing ladder. Affordability has been a key factor for first-time buyers resulting in a sharp drop in their numbers over the past two years. For example, first-time buyers account for less than three in ten of all new mortgages in 2004 (source: CML). This is well below the longer-term average of almost one in two.
- **Affordability remains good and will improve in 2005.** The expected modest reductions in both house prices and interest rates in 2005 are calculated to reduce mortgage payments as a percentage of earnings for new borrowers from its current 19% - in line with the long-term average and well below the peak of 34% in 1990 - to 16%.
- **Supply constraints, especially in the south of England, will underpin the market.** Recent ONS household and population projections for the next 20-25 years show that the demand for additional homes will be even greater than previously believed. The population in London and the South East is expected to rise by around 15% between 2003 and 2028 with an additional 1 million people living in the capital.
- **Housing transactions are forecast to be lower in 2005.** We expect property transactions in England and Wales to fall from 1.77 million in 2004 to 1.5 million in 2005, according to the official Inland Revenue statistics. Changes to the collection of these figures in 2003 means that these figures are not directly comparable with historical levels of turnover.
- **In the medium-term, the market will be underpinned by better affordability and generally good economic conditions.** Earnings are expected to increase more rapidly than house prices, leading the ratio of house prices to earnings to decline from its current historically high level. The housing market will be characterised by modest price increases and a steady improvement in transactions beyond 2005.

### Regional Housing

- **There will be some variation in regional house price performance, albeit within a much narrower range than in the last few years.** Price rises outside the south of England have contributed over three-quarters of the rise in overall UK prices in 2004. Those regions that have seen the biggest price increases over the past year – northern England, Wales and Scotland – are expected to experience a significant easing in house price inflation next year. Prices, however, are predicted to rise by a small amount with the biggest gains in Scotland (3%) and Northern Ireland (4%). These regions have the lowest prices in relation to earnings, suggesting that affordability issues – particularly amongst first-time buyers – will be a lesser constraint on demand and therefore prices than elsewhere in the UK.
- **The South East (-5%), London (-4%) and the South West (-4%) and are expected to record the most significant price falls.** We also predict modest falls in East Anglia, East Midlands and West Midlands. These falls will return prices to the levels they were at either late in 2003 or in early 2004. Prices are expected to fall in those regions where house prices are highest in relation to earnings.

#### Regional House Price Growth

	% year-on-year				
	2002 Q4 Actual	2003 Q4 Actual	2004 Q4 Estimate	2005 Q4 Forecast	
North	26	34	30	1	
Yorks & the Humber	26	25	23	2	
North West	25	20	26	1	
East Midlands	42	13	17	-2	
West Midlands	36	16	17	-2	
East Anglia	20	15	13	-3	

South West	33	7	15	-4
South East	26	6	8	-5
Greater London	19	9	2	-4
Wales	28	32	26	0
N. Ireland	6	14	17	4
Scotland	12	17	21	3
<b>UK</b>	<b>26</b>	<b>15</b>	<b>16</b>	<b>-2</b>

(Source Halifax House Price Index)

- **The north/south divide will narrow further.** These increases would result in average house prices in the south being 1.6 times as high as in the north at the end of 2005 – well below the peak of 2.2 in 2002 Quarter 2. Taking a longer historical perspective, the north/south divide would be slightly wider than ten years' ago (1.4 in 1995 Quarter 4). In monetary terms, the gap would have widened by more than three and a half times with prices in the south almost £73,000 higher than in the north, on average, at the end of 2005 compared with a premium of £20,000 in 1995 Quarter 4.

### Housing Equity

- **In real terms, housing equity is at a record high.** The rapid rise in house prices over the past few years has resulted in a substantial increase in the amount of housing equity held by homeowners. We estimate that the value of housing assets exceeds the total value of outstanding mortgage balances by £2,400 billion. Taking general price inflation into account, housing equity is at a record high, at £1,300 billion in 1987 prices, and is 66% higher than in 1989.
- **The average level of housing equity per private dwelling has risen substantially in recent years:** rising from £37,000 at the end of 1995 when prices began to recover following the fall in



house prices in the early 1990s to an estimated £114,000 now. This is more than twice as high as the average level of housing equity at the peak of the late 1980s housing boom (£52,000).

### Mortgage Market

- **The mortgage market is expected to slow in 2005 as a result of the lower level of housing market turnover and the slight fall in prices.** Gross lending is predicted to total £270 billion next year compared with £295 billion in 2004. Net lending is expected to fall to £90 billion from £102 billion this year. Despite this decline, mortgage lending is forecast to remain at a higher level than in any year except 2003 and 2004; substantially exceeding the average annual level for the period 1995 to 2004 of £148 billion for gross and £50 billion for net lending.
- **The shape of the mortgage market will also change.** In particular, we expect the proportion of first-time buyers to increase steadily from a record low of 28% in 2004 as affordability improves. Remortgage activity – estimated at 42% of gross lending in 2004 – is also expected to decline over the medium term, although there may be a modest increase next year.

### Borrowers

- **Buyers have been putting down bigger deposits than in previous cycles.** 83% of all new borrowers took out a mortgage of less than 90% of the house price in the third quarter of 2004, according to the latest figures from the CML. This compared with 56% in 1989 and 1990.
- **Far fewer 100% loans than in the past.** The number of borrowers taking out 100% loans has also remained consistently low over the past few years, comprising only 5% of new borrowers in 2004 compared with 20% in 1989. Consequently, far fewer borrowers are at risk of suffering from negative equity in the event of a house price fall than in the late 1980s and early 1990s.
- **The proportion of those aged 25 and under buying their first home is historically very low.** Those up to 25 account for just 5% of homebuyers compared with around 12% during the late 1980s and early 1990s.
- **Arrears and possessions remain low.** For example, the number of properties taken into possession in 2003 was 7,830: around one-tenth of the total in 1991 (75,540). Arrears and possessions should remain low over the next few years despite less buoyant housing market

conditions than in the past few years. This is because levels of interest rates and unemployment – the two key drivers of arrears and possessions – are set to remain low. This is in stark contrast to the rapid rises in both unemployment and interest rates in the late 1980s and early 1990s, which triggered a fivefold increase in possessions between 1989 and 1991.

## **ECONOMY**

### **UK Economy**

- **Economic growth is set to slow in 2005.** Over the next twelve months, economic growth is likely to ease back from around 3% in 2004 towards the economy's long-term trend growth rate of around 2.5%.
- **Slowing house price growth will contribute to a moderation in consumer spending growth – from 3.2% in 2004 to 2.5% in 2005 - which will be a key factor behind an expected easing in economic growth back towards the trend rate in 2005.** The fundamentals for consumer demand, however, remain healthy. Post-tax incomes should continue to increase at a respectable pace (3%), there are few signs of widespread financial fragility and household wealth is at record high levels. These factors should continue to support consumer spending, therefore preventing a sharp retrenchment.
- **The saving ratio is expected to increase from 5.9% in 2004 Quarter 4 to 6.4% in 2005 Quarter 4 as spending rises more slowly than income growth next year.** This will maintain the trend of the last few years as consumer spending has increased at a slightly slower pace than 'real' incomes with an average annual rise in spending of 3.3% compared with average income growth of 3.6% over the last five years. The saving ratio has increased over this period from 4.8% to 5.9%.
- **Consumer spending's failure to outstrip income growth since 1999 suggest that there is now a weaker link between consumer spending and house prices than in the past.** During the late 1980s housing boom, spending rose at a significantly faster pace than incomes as mortgage equity withdrawal fuelled spending. Contrastingly, recent high levels of equity withdrawal appear to have had a more muted impact on spending.

- **On the corporate side, a recovery in profits, a marked improvement in corporate liquidity and falling income gearing all point to investment growth oustripping consumer spending growth in 2005.** Relatively low rates of return on capital and remaining high levels of company debt will, however, constrain the increase in investment. Investment spending is forecast to increase by 4.5% next year.

### Interest Rates

- **Base rates will fall to 4.25% by the end of 2005.** The Bank of England's modest tightening in monetary policy over the past year has successfully caused the housing market to slow. The signs that overall economic growth has eased since the summer and that the housing market has weakened have alleviated the pressure on the Bank to raise rates further. The softening in economic activity, the continuing low level of inflation – which remains well below the Government's 2% target at 1.2% - and the slowdown in consumer spending and house price growth, are expected to provide the Bank of England with the scope to reduce rates by half a percentage point in 2005. Base rates are predicted to end the year at 4.25%.

Martin Ellis, Chief Economist, commented:

"We expect the UK housing market to continue to slow with a slight fall in house prices likely in 2005. Sound economic fundamentals mean that the market will remain in good health; UK plc is in good shape. This will be better news for first-time buyers who will start to find it easier to get a foot onto the housing ladder.


The softening in the housing market is expected to trigger a reduction in interest rates next year as the Bank of England acts to ensure that consumer demand and the housing market remain well underpinned.


Over the medium term, we expect the housing market to enjoy a period of stability. House prices are forecast to rise at a modest rate following next year's slight decline. The shape of the market will change with better affordability meaning that more first-time buyers will be able to purchase a home. The return of first-time buyers, along with generally good economic conditions in the UK, will generate a steady

improvement in housing market activity beyond 2005."

END

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 11:36 3 Dec.04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

#### Date of Disclosure

.....03/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

#### Date of dealing

.....02/12/2004.....

#### Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
5,295		£4.375

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,467,642.....(1.667%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*



*the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

## **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.


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<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Minerva plc	<b>Embargo</b>	<b>Add Dist Replaces</b>
Full Announcement Text		<b>Last Update</b> 11:36 3 Dec 04	

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
.....03/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
.....02/12/2004.....

Dealing in (name of company)

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... MINERVA plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	86,000	£2.91

3. Resultant total of the same class owned or controlled (and percentage of class)

.....1,917,946.....(1.193%)

4. Party making disclosure

...HBOS plc.....

5. **EITHER** (a) Name of purchaser / vendor (Note 1)

.....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

*Note 1.*

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

*Note 2.*

*Disclosure might be made for more than one reason; if so, state all reasons.*

*Note 3.*

*Specify which offeror if there is more than one.*

*Note 4.*

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*Note 5.*

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*Note 6.*

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*Note 7.*

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to the percentage held and in issue outside treasury.*

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons*

act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

8. Other.

Notes

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Announcement Details

**Company** HBOS PLC      **Headline** Rule 8 - Shell T&T Co plc      **Embargo**      **Last Update** 11:44 7 Dec 04      **Add Dist Replaces**

Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure .....07/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing .....03/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	350	£4.380

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,467,292.....(1.667%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

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*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

## **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling†, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

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References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

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Announcement Details			
<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T Co plc	<b>Embargo</b>	<b>Last Update</b> 11:46 7 Dec 04
Full Announcement Text			<b>Add Dist Replaces</b>

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....07/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
 .....06/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	435,500	£4.335
	600	£4.330
	1,000	£4.340

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,027,593.....(1.663%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**



..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

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8. Other.

#### Notes

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Cox Insurance	<b>Embargo</b>	<b>Last Update</b> 12:01 8 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

#### Date of Disclosure

.....08/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

#### Date of dealing

.....07/12/2004.....

#### Dealing in (name of company)

RECEIVED  
2005 JUN 24 A 11: 23  
SECTION OF INTERNATIONAL  
CORPORATE FINANCE

... COX INSURANCE HOLDINGS plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	25,000	£0.91

3. Resultant total of the same class owned or controlled (and percentage of class)

.....10,848,945.....(3.450%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

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**Note 7.**

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#### 8. Other.

##### Notes

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T	<b>Embargo</b>	<b>Last Update</b> 12:04 8 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....08/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....07/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	200,000	£4.3449
	1,500	£4.3375
	5,125	£4.3525
	2,000	£4.35

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,818,969.....(1.66%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

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Note 3.

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8. Other.


#### Notes

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<b>Company</b>	<b>Headline</b>	<b>Embargo</b>	<b>Last Update</b>	<b>Add Dist Replaces</b>
HBOS PLC	Rule 8 -Cox Insurance Hldgs		11:34 9 Dec 04	

#### Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....09/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....08/12/2004.....

Dealing in (name of company)

... COX INSURANCE HOLDINGS plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount	Amount	Price
bought	Sold	per unit
100,000	100,000	£0.880

3. Resultant total of the same class owned or controlled (and percentage of class)

.....10,748,945.....(3.418%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

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.....

(Also print name of signatory)

....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

**Note 1.**

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T Co plc	<b>Embargo</b>	<b>Last Update</b> 11:15 10 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....10/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
 .....09/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	2,000	£4.315

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,617,126.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....



**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

**Note 4.**

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

**Note 5.**

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

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**Note 7.**

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For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email:

monitoring@disclosure.org.uk

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such*

securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

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## Regulatory Announcement

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**Company** HBOS PLC  
**TIDM** HBOS  
**Headline** Additional Listing  
**Released** 14:53 10-Dec-04  
**Number** 2870G

RECEIVED  
10 DEC 2004 A 11:23  
OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Application has been made to The UK Listing Authority and the London Stock Exchange for a block listing of 250,000 Ordinary shares of 25p each under the HBOS plc Employee Share Option Plan, to trade on the London Stock Exchange and to be admitted to the Official List upon issuance. The shares shall rank pari passu with the existing issued shares of the Company.

END

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Director Shareholding	<b>Embargo</b>	<b>Last Update</b> 14:49 10 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

1) Name of company:

HBOS plc

2) Name of Director:

James Crosby

Brian Ivory

John Maclean

George Mitchell

3) Is holding in own name/wife's name or non-beneficial:

Non Beneficial (as Trustee)

4) Name of registered holder:

1695 Trustees Limited, on behalf of the Trustees of the Bank of Scotland Profit Sharing Stock Ownership Scheme.

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s):

Directors as Trustees of the Bank of Scotland Profit Sharing Stock Ownership Scheme

6) Please state the nature of the transaction and the nature and extent of the Director's interest in the transaction:

The shares disposed of were transferred under the terms of the Rules of the Scheme to the beneficiary of a member of staff

7) Number of shares/amount of stock acquired: Nil

8) Percentage of issued class: Nil

9) Number of shares disposed: 508

10) Percentage of issued class: de minimis

11) Class of security: Ordinary Shares of 25p each

12) Price per share: N/A

13) Date of transaction: 10 December 2004

14) Date company informed: 10 December 2004

15) Total holding of the Trustees of the Bank of Scotland Profit Sharing Stock Ownership Scheme following this notification:

2,217,507 Ordinary Shares of 25p each

16) Total percentage holding of issued class of such Shares following this notification: 0.056%

Contact Details:

Nicola Moodie

Company Secretarial Assistant

Tel: 0131 243 5486


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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 12:02 13 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

#### Date of Disclosure

.....13/12/2004.....

### DISCLOSE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

#### Date of dealing

.....10/12/2004.....

#### Dealing in (name of company)



... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount bought	Amount Sold	Price per unit
	470	£4.342

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,616,656.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such*

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### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Pre-close Trading Statement	<b>Embargo</b> 07:00 14 Dec 04	<b>Last Update</b> 07:00 14 Dec 04	<b>Add Dist Replaces</b>
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### Full Announcement Text

## HBOS plc – Pre-close trading statement 14th December 2004

In advance of HBOS's close period for the 12 months ending 31st December 2004, this announcement covers the information that will be discussed in today's seminar for analysts and investors at 33 Old Broad Street, London. The seminar will commence at 9.30am and will simultaneously be webcast. Access to the webcast will be via [www.hbosplc.com](http://www.hbosplc.com) with registration available from 9am.

### Overview

Asset growth is expected to be around 10% with deposit growth higher.

The Group net interest margin has been better than expected.

Credit quality performance has been consistent with our risk appetite and provisioning expectations.

Cost increases for the Group will be substantially less than the target of 5% for the year as a whole, the direct result of better than expected performance in Retail.

PBTE consensus for the year to 31st December 2004 is £4,559m (range £4,416m - £4,677m) with PBT consensus at £4,476m (range £4,336m - £4,592m). Overall, better than expected trading should lead us to comfortably exceed consensus expectations for PBTE. We also expect to exceed consensus PBT expectations.

Capital ratios are expected to increase over 2004 and exceed our target range.

### **Divisional operating performance**

In Retail we expect to deliver a strong performance with sales volumes for mortgages, credit cards and banking products in line with expectations. An increase in the number of endowment cases being compensated will lead to an exceptional provision in the 2004 results.

In Insurance and Investment, sales of insurance products have shown good growth with strong performance in Household and Motor. Led by bancassurance, investment product sales have strengthened.

In Corporate, asset growth is expected to be in line with the first half with continuing strong growth in non-interest income and deposits.

In International, both Ireland and Australia have performed strongly with HBOS Australia already capitalising on the opportunities for development of new revenue flows from its expansion of Retail banking.

### **Growth and Returns**

HBOS's determination to deliver superior rates of growth means that it is right for us to reaffirm our dividend policy, targeting dividend cover of 2.5 times.

Since merger we have achieved a significant improvement in Return on Equity. We now aim to

consolidate those gains. This will be achieved both through organic growth and the instigation of an active capital management programme. This programme includes:

- active management of our key balance sheet ratios to explicit targets
- a more efficient capital structure through a realignment of equity and preferred capital
- the progressive release of surplus capital emerging in our investment businesses as a result of the switch away from with profits products
- withdrawal of the scrip alternative to dividends
- share buy back programmes

In the first instance this will give rise to a share buy back programme in 2005 of up to £750m.

## **IFRS**

Details of the anticipated impact for HBOS of the change in accounting from UK GAAP to IFRS will be given in the seminar later today.

We estimate that adoption of IFRS will reduce opening equity as at 1st January 2005 by around £400m. Under IFRS, the Tier 1 ratio is expected to be stable whilst the total capital ratio is expected to strengthen. Headline EPS will reduce by around 3% and underlying by around 5%.

FRS 27 (formerly FRED 34) covering life assurance accounting, will not have any impact on HBOS's reported numbers.

## **Outlook**

The outlook for the UK economy is good. A measured slowdown in the housing market may be associated with more moderate growth in consumer spending. However we continue to expect increasing levels of business investment. Against this background we expect moderately slower economic growth in 2005 whilst interest rates should fall later in the year.



The trading and economic outlook for 2005 is therefore consistent with HBOS continuing to produce good earnings growth whilst further strengthening its balance sheet.

This document contains forward-looking statements, including such statements within the meaning of Section 27A of the US Securities Act of 1993 and section 21E of the Securities Exchange Act of 1934.

These statements concern or may affect future matters. These may include HBOS's future strategies, business plans, and results and are based on the current expectations of the directors of HBOS. They are subject to a number of risks and uncertainties that might cause actual results and outcomes to differ materially from expectations outlined in these forward-looking statements. These factors are not limited to regulatory developments but include stock markets; IT developments; and competitive and general operating conditions.

#### Contacts

##### Investor Relations

Charles Wycks      Tel 020 7905 9600 or 07747 790456

John Hope          Tel 020 7905 9600 or 07836 701348

##### Press

Shane O'Riordain    Tel 020 7905 9600 or 07770 544585

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END


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Novar plc	<b>Embargo</b>	<b>Last Update</b> 12:02 14 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

**FORM 8.1/8.3**

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Date of Disclosure

..... 14/12/2004

**DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing

..... 13/12/2004.....

Dealing in (name of company)

...NOVAR plc.....

1. Class of securities (eg ordinary shares)

.....Ord 27 7/9p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	3,500,000	£1.891

3. Resultant total of the same class owned or controlled (and percentage of class)

...6,164,834 (1.429%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671.....

*Note 1.*

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- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
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#### 8. Other.

##### Notes

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Announcement Details			
<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 11:39 15 Dec 04
Full Announcement Text			<b>Add Dist Replaces</b>

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
.....15/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
.....14/12/2004.....

Dealing in (name of company)



... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	2,000	£4.341
	7,650	£4.3428

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,603,624.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

....Kenny Melville.....

Telephone and Extension number

....0131 243 5562.....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

**Note 4.**

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

**Note 5.**

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

**Note 6.**

*In the case of an average price bargain, each underlying trade should be disclosed.*

**Note 7.**

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email:

monitoring@disclosure.org.uk

## **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such*

securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

##### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

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# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.


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Announcement Details	Embargo	Last Update	Add Dist Replaces
<b>Company</b> HBOS PLC	<b>Embargo</b> Rule 8 - Novar plc	<b>Last Update</b> 11:43 15 Dec 04	<b>Add Dist Replaces</b>
<b>Full Announcement Text</b>			

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....15/12/2004

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
 .....14/12/2004.....

Dealing in (name of company)

...NOVAR plc.....

1. Class of securities (eg ordinary shares)

.....Ord 27 7/9p.....

2.

Amount bought	Amount Sold	Price per unit
1,500,000	£1.887	

3. Resultant total of the same class owned or controlled (and percentage of class)

...4,664,835 (1.081%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....



**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
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securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

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8. Other.

Notes

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Announcement Details			
<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Minerva plc	<b>Embargo</b>	<b>Last Update</b> 11:59 16 Dec 04
Full Announcement Text			<b>Add Dist Replaces</b>

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure	.....16/12/2004.....
<b>DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS</b>	
Date of dealing	.....15/12/2004.....
Dealing in (name of company)	

... MINERVA plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	10,390	£2.824
	35,000	£2.830

3. Resultant total of the same class owned or controlled (and percentage of class)

.....1,872,556.....(1.165%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

**Note 4.**

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**Note 7.**

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- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons*



act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

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Announcement Details	Embargo	Last Update	Add Dist Replaces
<b>Company</b> HBOS PLC  <b>Headline</b> Rule 8 - Shell T&T  <b>Full Announcement Text</b>		12:00 16 Dec 04	

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....16/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....15/12/2004.....

Dealing in (name of company)

RECEIVED  
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 COMPANY REGISTRATION

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount bought	Amount Sold	Price per unit
1,000	29,879	£4.349
2,400		£4.332
5,185		£4.350
		£4.3375
	3,525	£4.3525
	2,037	£4.33

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,576,768.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

.....

**6. Reason for disclosure (Note 2)**

.....

**(a) associate of**

**(i) offeror (Note 3)**

NO

**(ii) offeree company**

NO

**Specify which category or categories of associate (1-8 overleaf)**

.....

**If category (8), explain**

.....

**(b) Rule 8.3 (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)**

YES

**Signed, for and on behalf of the party named in (4) above**

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

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a discretionary basis, in respect of the relevant investment accounts;

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(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).


#### 8. Other.

#### Notes


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Kidde plc	<b>Embargo</b>	<b>Last Update</b> 12:01 16 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

FORM 8.1/8.3

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Date of Disclosure

.....16/12/2004

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....15/12/2004.....

Dealing in (name of company)



KIDDE plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount bought	Amount Sold	Price per unit
1,400,000		£1.565

3. Resultant total of the same class owned or controlled (and percentage of class)

.....8,031,594.....(0.952%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES (1.118% held as at 15/12/2004)

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

**Note 1.**

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- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such*

securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).


#### 8. Other.

##### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - NHP plc	<b>Embargo</b>	<b>Last Update</b> 12:03 16 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....16/12/2004

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....15/12/2004.....

Dealing in (name of company)

NHP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 1p.....

2.

Amount Bought	Amount Sold	Price per unit
	18,784	£2.579

3. Resultant total of the same class owned or controlled (and percentage of class)

...3,989,005 (1.921%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....



Telephone and Extension number

...0131 243 8671 .....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

#### **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Serco Group plc	<b>Embargo</b>	<b>Last Update</b> 11:57 17 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....17/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
 .....16/12/2004.....

Dealing in (name of company)

.... SERCO GROUP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 2p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	564,000	£2.236

3. Resultant total of the same class owned or controlled (and percentage of class)

.....19,017,733.....(4.369%)

4. Party making disclosure

....HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

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Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*



paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

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Announcement Details	Company	Headline	Embargo	Last Update	Add Dist Replaces
	HIBOS PLC	Rule 8 - Shell T&T		11:59 17 Dec 04	

Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....17/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....16/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	7,590	£4.31
	600	£4.318

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,568,580.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

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- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*

(6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

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8. Other.

#### Notes

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### Announcement Details

<b>Company</b> Halifax PLC	<b>Headline</b> Repayment of Pref. Shares	<b>Embargo</b> 11:00 20 Dec 04	<b>Last Update</b> 11:00 20 Dec 04	<b>Add Dist Replaces</b>
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### Full Announcement Text

## Halifax plc

### Repayment of Preference Capital

Halifax plc ("Halifax") announces that a circular is being posted today to the holders of 198,065,600 6% per cent. non-cumulative preference shares of £1 each in Halifax, which are not held directly or indirectly by HBOS plc ("HBOS"), (the "Preference Shares") in relation to a proposal for the reduction and repayment of those shares. The circular will contain notices of an Extraordinary General Meeting and of a Class Meeting to be both held on 21 January 2005 to approve the proposal.

### Summary of Proposal

Halifax proposes to cancel and repay the Preference Shares by means of a Court sanctioned reduction of capital.

If the proposal is approved, a Preference Shareholder will receive, for each Preference Share held, an amount equal to the greater of:

- i. 104p; and
- ii. the price, on the date the proposal becomes effective, of £1 nominal of 5% Treasury Stock 2025.



Holders of Preference Shares will, however, receive at least 104p per Preference Share if the proposal becomes effective. Preference Shareholders will receive in addition the accrued dividend on their Preference Shares up to the date the proposal becomes effective.

Following the approval of the proposal by shareholders and the Court and the proposal becoming effective, the listing of the Preference Shares on the Official List will be cancelled and the Preference Shares will cease trading on the London Stock Exchange.

### **Background to and reasons for the Proposal**

The cancellation and repayment of the Preference Shares is intended to simplify the capital structure of the HBOS Group.

The Preference Shares were issued by Halifax in 1999 as part of the consideration for the acquisition by Halifax of the business of Birmingham Midshires Building Society ("BMBS"). By far the greater part of the consideration was in cash, but certain members (including borrowing members) of BMBS were prevented by the provisions of the Building Societies Act 1986 from receiving cash. They were, therefore, given the Preference Shares.

Since the merger of Halifax Group plc and the Bank of Scotland under HBOS in 2001 (the "Merger"), it has been the policy of HBOS that, whenever practicable, securities issued to raise capital for the HBOS Group should be issued by HBOS. The Preference Shares were issued before the Merger, however, and this has resulted in Halifax remaining a separately listed company. The cancellation and repayment of the Preference Shares will enable the HBOS Group to save the administrative and regulatory costs of a separate listing for Halifax.

The Proposal is now being made because, as was announced on 16 November 2004, HBOS has decided that the business of Halifax will, in due course, be transferred to the Bank of Scotland (the "Transfer"). The Transfer, which will be implemented after the passing of an Act of Parliament, will merge the businesses of the four subsidiaries of HBOS which currently hold banking licences in the UK (the Bank of Scotland, Halifax, Capital Bank plc and HBOS Treasury Services plc). This will reduce the cost, regulatory and administrative burden on the HBOS Group as all its banking businesses will be combined within the Bank of Scotland. The Transfer will also facilitate the efficient management of capital within the HBOS Group as Halifax will no longer need to comply with its own separate capital adequacy requirements. Following the Transfer, Halifax will not have assets or income, with which to service the dividend and capital entitlements of the Preference Shares.

For the above reasons, the Directors believe it is right that the capital structure of Halifax should be reorganised now by reducing the capital of Halifax by cancelling and repaying the Preference Shares.

### **Approvals**

On the basis that the proposal is approved by shareholders of Halifax and the reduction of capital is confirmed by the Court, payment will be made to Preference Shareholders whose names appear on the shareholder register on the effective date of the proposal. It is expected that payment to Preference Shareholders will be made on 15 February 2005.

### Shareholder Information

A dedicated helpline has been set up to deal with queries from holders of Preference Shares. If they have any questions, Preference Shareholders should telephone the Halifax shareholder helpline on 0870 702 0017 (or +44 117 902 7645 from outside the UK) between 8:30 a.m. and 5:30 p.m. Monday to Friday.

### Contacts:

#### Investor Relations

Charles Wycks  
Director of Investor Relations  
(0131) 243 5509  
(020) 7905 9600  
charleswycks@HBOSplc.com

John Hope  
Director, Investor Relations  
(0131) 243 5508  
(020) 7905 9600  
johnhope@HBOSplc.com

#### Press Office


Shane O'Riordain  
General Manager, Group Communications  
(020) 7905 9600  
07770 544585 (mobile)  
shaneo.riordain@HBOSplc.com

Barry Gardner  
Group Communications  
(0131) 243 7194  
07900 227292 (mobile)  
barrygardner@HBOSplc.com

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Announcement Details

**Company**  
HBOS PLC

**Headline**  
Rule 8 - Shell T&T

**Embargo**

**Last Update**  
12:07 20 Dec 04

**Add Dist Replaces**

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CORPORATE FINANCE

FORM 8.1/8.3

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Date of Disclosure

.....20/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....16/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	2,471	£4.305

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,566,109.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

If category (8), explain

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

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#### **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*

(6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.


#### Notes

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T	<b>Embargo</b>	<b>Last Update</b> 12:09 20 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....20/12/2004.....

**DISCLOSE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing

.....17/12/2004.....

Dealing in (name of company)

**RECEIVED**  
 2005 JAN 24 A 11:23  
 OFFICE OF INTERNATIONAL  
 CORPORATE FINANCE

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	2,826	£4.2978

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,563,283.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to the percentage held and in issue outside treasury.*

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#### 8. Other.

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Announcement Details	Company	Headline	Embargo	Last Update	Add Dist Replaces
	HBOS PLC	Rule 8 - Cox Insurance Hidgs		12:17 20 Dec 04	
Full Announcement Text					

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....20/12/2004.....

**DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing

.....17/12/2004.....

Dealing in (name of company)

... COX INSURANCE HOLDINGS plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	400,000	£0.918

3. Resultant total of the same class owned or controlled (and percentage of class)

.....10,348,946.....(3.286%)

4. Party making disclosure

.....HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)



.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
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#### 8. Other.

#### Notes

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Announcement Details	Embargo	Last Update	Add Dist Replaces
<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - GWR Group plc	<b>Last Update</b> 12:21 20 Dec 04	
Full Announcement Text			

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....20/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
 .....17/12/2004.....

Dealing in (name of company)

... GWR Group plc.....

1. Class of securities (eg ordinary shares)

.....Ord 5p.....

2.

Amount bought	Amount Sold	Price per unit
	3,000	£2.357

3. Resultant total of the same class owned or controlled (and percentage of class)

.....2,654,898.....(2.025%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

**Note 1.**

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

**Note 2.**

*Disclosure might be made for more than one reason; if so, state all reasons.*

**Note 3.**

*Specify which offeror if there is more than one.*

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#### 8. Other.

##### Notes

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Serco Group plc	<b>Embargo</b>	<b>Last Update</b> 12:21 20 Dec 04	<b>Add Dist Replaces</b>
<b>Full Announcement Text</b>				

FORM 8.1/8.3

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Date of Disclosure

.....20/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....17/12/2004.....

Dealing in (name of company)

... SERCO GROUP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 2p.....

2.

Amount	Amount	Price
bought	Sold	per unit
438,124		£2.3366

3. Resultant total of the same class owned or controlled (and percentage of class)

.....19,455,857.....(4.469%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

Note 1.

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Announcement Details	Company	Headline	Embargo	Last Update	Add Dist Replaces
	Halifax PLC	Repayment of Pref Capital	09:00 21 Dec 04	09:00 21 Dec 04	

Full Announcement Text

Halifax plc

Repayment of Preference Capital

Circular to Shareholders, Notice of Extraordinary General Meeting, Notice of Class Meeting, Forms of Proxy and Voting Forms

A copy of the above documents has been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility, which is situate at:

Financial Services Authority  
 25 The North Colonnade  
 Canary Wharf  
 London E14 5HS  
 Tel No. (0)207 7676 1000

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Announcement Details			
Company	Headline	Embargo	Last Update
Halifax PLC	Doc re. Change of Articles	09:00 21 Dec 04	09:00 21 Dec 04
Full Announcement Text			

### Halifax plc

### Change of Articles

### Special Resolution and an Extraordinary Resolution

A copy of the above documents has been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility, which is situate at:

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 Tel No. (0)207 7676 1000

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 11:45 21 Dec 04	<b>Add Dist Replaces</b>
<b>Full Announcement Text</b>				

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....21/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....20/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount bought	Amount Sold	Price per unit
27,000		£4.330
	250	£4.3225
	2,470	£4.3205
	200	£4.323

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,589,063.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

## **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.


#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.





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Announcement Details	Company	Headline	Embargo	Last Update	Add Dist	Replaces
Full Announcement Text	HBOS PLC	Rule 8 - Shell T&T plc		11:54 22 Dec 04		

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....22/12/2004.....

**DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing  
 .....20/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	13,500	£4.32

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,575,563.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

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Note 7.

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

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# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 11:55 22 Dec 04	<b>Add Dist Replaces</b>
<b>Full Announcement Text</b>				

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
.....22/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
.....21/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount bought	Amount Sold	Price per unit
500		£4.326

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,575,063.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....



6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

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Note 5.

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
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(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

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Announcement Details	Embargo	Last Update	Add Dist Replaces
<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Cox Insurance Hldgs	11:58 22 Dec 04	
Full Announcement Text			

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
 .....22/12/2004.....

**DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing  
 .....21/12/2004.....

Dealing in (name of company)

... COX INSURANCE HOLDINGS plc.....

1. Class of securities (eg ordinary shares)

.....Ord 10p.....

2.

Amount	Amount	Price
bought	Sold	per unit
	50,000	£0.925

3. Resultant total of the same class owned or controlled (and percentage of class)

.....10,298,946.....(3.273%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

.....Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

*Note 1.*

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

*Note 2.*

*Disclosure might be made for more than one reason; if so, state all reasons.*

*Note 3.*

*Specify which offeror if there is more than one.*

*Note 4.*

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

*Note 5.*

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*Note 7.*

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- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons*

act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).


8. Other.

Notes

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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Serco Group plc	<b>Embargo</b>	<b>Last Update</b> 11:53 23 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....23/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....22/12/2004.....

Dealing in (name of company)

... SERCO GROUP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 2p.....

2.

Amount	Amount	Price
bought	Sold	per unit
215,300		£2.320
16,226		£2.314

3. Resultant total of the same class owned or controlled (and percentage of class)

.....19,687,383.....(4.523%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

#### **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*

(6) a person who owns or controls 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

##### Notes

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References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.




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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 11:55 23 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure  
.....23/12/2004.....

DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing  
.....22/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount bought	Amount Sold	Price per unit
29,785		£4.414
	225	£4.416

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,604,623.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

.....

OR (b) if dealing for discretionary client(s), name of fund management organisation

..... HBOS plc and its subsidiaries .....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

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*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - Shell T&T plc	<b>Embargo</b>	<b>Last Update</b> 12:01 24 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

**FORM 8.1/8.3**

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....24/12/2004.....

**DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS**

Date of dealing

.....22/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
9,703	15,000	£4.4125
		£4.4046

3. Resultant total of the same class owned or controlled (and percentage of class)

.....159,599,326.....(1.658%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

**OR** (b) if dealing for discretionary client(s), name of fund management organisation

.....



6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

*Note 1.*

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

*Note 2.*

*Disclosure might be made for more than one reason; if so, state all reasons.*

*Note 3.*

*Specify which offeror if there is more than one.*

*Note 4.*

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- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*

paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

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#### Notes

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Company	Headline	Embargo	Add Dist Replaces
HBOS PLC	Rule 8 - Shell T&T plc		12:02 24 Dec 04
Full Announcement Text			

### FORM 8.1/8.3

Lodge with a RIS or Newstrack if appropriate and the Takeover Panel. Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....24/12/2004.....

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....23/12/2004.....

Dealing in (name of company)

... SHELL TRANSPORT & TRADING plc.....

1. Class of securities (eg ordinary shares)

.....Ord 25p.....

2.

Amount	Amount	Price
bought	Sold	per unit
459,355		£4.4233

3. Resultant total of the same class owned or controlled (and percentage of class)

.....160,060,279.....(1.663%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

OR (b) if dealing for discretionary client(s), name of fund management organisation

.....

6. Reason for disclosure (Note 2)

.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)

.....

If category (8), explain

.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above

.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 5562.....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

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- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
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#### 8. Other.

#### Notes


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## Announcement Details

<b>Company</b>	<b>Headline</b>	<b>Embargo</b>	<b>Last Update</b>	<b>Add Dist</b>	<b>Replaces</b>
HBOS PLC	Director Shareholding		12:19 24 Dec 04		

## Full Announcement Text

### HBOS PLC (the 'Company')

#### Notification of Directors' interests in ordinary shares of 25 pence each pursuant to paragraph 16.13 of the Listing Rules.

Halifax Sharesave Scheme ("the Scheme")

Bank of Scotland Save As You Earn ("SAYE")


Following the maturity of the 1997 seven year and 1999 five year options under the Scheme, the Company received notification that 40,476 ordinary 25p shares in the Company had been transferred from the HBOS Qualifying Employee Share Ownership Trust (the 'QUEST') to certain participants of the Scheme on 22 December 2004.


The Company received further notification that following the maturity of the 1997 seven year and 1999 five year options under the SAYE, that 628,425 ordinary 25p shares in the Company had been transferred from the QUEST to certain participants of the Scheme on 23 December 2004.

The Executive Directors remain potential beneficiaries and so interested, along with other participants, in 8,933,414 shares still held by the QUEST.

END

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Director Shareholding	<b>Embargo</b>	<b>Last Update</b> 12:24 24 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### HBOS PLC (The 'Company')

Notification of Directors' interests in ordinary shares of 25 pence each pursuant to paragraph 16.13 of the Listing Rules.

HBOS plc Employee Trust Limited (the 'Trustee')

The Company has today received notification 74,767 ordinary shares of 25p each have today been released.

The Executive Directors remain beneficiaries and so interested, along with other participants, in 5,349,383 shares still held by the Trustee, and had no role in making any decision regarding these transactions.

## Regulatory Announcement

Go to market news section




<b>Company</b>	HBOS PLC
<b>TIDM</b>	HBOS
<b>Headline</b>	Additional Listing
<b>Released</b>	10:05 29-Dec-04
<b>Number</b>	8659G

313,544 Ordinary shares of 25p each have been issued in respect of the Redemption of Halifax Group Loan Notes. Accordingly, application has been made to The UK Listing Authority for these shares to be admitted to the Official List and to the London Stock Exchange for these shares to be admitted to trading. The shares rank pari passu with the existing issued shares of the Company. Dealings in the new shares are expected to commence on 30 December 2004.

END

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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Director Shareholding	<b>Embargo</b>	<b>Last Update</b> 15:45 29 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### HBOS PLC (The 'Company')

Notification of Directors' interests in ordinary shares of 25 pence each pursuant to paragraph 16.13 of the Listing Rules.

HBOS plc Employee Trust Limited (the 'Trustee')

The Company has today received notification that 29,466 ordinary shares of 25p each were released by the Trustee.

The Executive Directors remain beneficiaries and so interested, along with other participants, in 5,319,917 shares still held by the Trustee, and had no role in making any decision regarding this transaction.






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#### Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Director Shareholding	<b>Embargo</b>	<b>Last Update</b> 14:35 30 Dec 04	<b>Add Dist Replaces</b>
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#### Full Announcement Text

### HBOS PLC (the 'Company')

#### Notification of Directors' interests in ordinary shares of 25 pence each pursuant to paragraph 16.13 of the Listing Rules.


Bank of Scotland Save As You Earn ("SAYE")


Following the maturity of the 1997 seven year and 1999 five year options under the SAYE, the Company received notification that 672,859 ordinary 25p shares in the Company had been transferred from the HBOS Qualifying Employee Share Ownership Trust (the 'QUEST') to certain participants of the SAYE on 30 December 2004.

The Executive Directors remain potential beneficiaries and so interested, along with other participants, in 8,260,555 shares still held by the QUEST.

END

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Announcement Details			
<b>Company</b> HBOS PLC	<b>Headline</b> Director Shareholding	<b>Embargo</b>	<b>Last Update</b> 11:48 31 Dec 04
<b>Full Announcement Text</b>		<b>Add Dist</b>	<b>Replaces</b>


#### HBOS PLC (The 'Company')

Notification of Directors' interests in ordinary shares of 25 pence each pursuant to paragraph 16.13 of the Listing Rules.

HBOS plc Employee Trust Limited (the 'Trustee')

The Company has today received notification that 6,040 ordinary shares of 25p each were released by the Trustee.

The Executive Directors remain beneficiaries and so interested, along with other participants, in 5,298,695 shares still held by the Trustee, and had no role in making any decision regarding this transaction.


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Announcement Details

<b>Company</b> HBOS PLC	<b>Headline</b> Rule 8 - NHP plc	<b>Embargo</b>	<b>Last Update</b> 11:55 31 Dec 04	<b>Add Dist Replaces</b>
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Full Announcement Text

### FORM 8.1/8.3

**Lodge with a RIS or Newstrack if appropriate and the Takeover Panel.** Use a separate form for each class of securities in which dealings have been made.

Date of Disclosure

.....31/12/2004

### DISCLOSURE UNDER RULES 8.1(a), 8.1(b)(i) and 8.3 OF THE CITY CODE ON TAKEOVERS AND MERGERS

Date of dealing

.....30/12/2004.....

Dealing in (name of company)

NHP plc.....

1. Class of securities (eg ordinary shares)

.....Ord 1p.....

2.

Amount	Amount	Price
Bought	Sold	per unit
	225,000	£2.585

3. Resultant total of the same class owned or controlled (and percentage of class)

...3,764,005 (1.812%)

4. Party making disclosure

...HBOS plc.....

5. EITHER (a) Name of purchaser / vendor (Note 1)

..... HBOS plc and its subsidiaries .....

**OR (b) if dealing for discretionary client(s), name of fund management organisation**

.....

6. Reason for disclosure (Note 2)  
.....

**(a) associate of**

(i) offeror (Note 3)

NO

(ii) offeree company

NO

Specify which category or categories of associate (1-8 overleaf)  
.....

If category (8), explain  
.....

**(b) Rule 8.3** (ie disclosure because of ownership or control of 1% or more of the class of relevant securities dealt in)

YES

Signed, for and on behalf of the party named in (4) above  
.....

(Also print name of signatory)

...Kenny Melville.....

Telephone and Extension number

...0131 243 8671 .....

Note 1.

*Specify owner, not nominee or vehicle company. If relevant, also identify controller of owner, eg where an owner normally acts on instructions of a controller*

Note 2.

*Disclosure might be made for more than one reason; if so, state all reasons.*

Note 3.

*Specify which offeror if there is more than one.*

Note 4.

*When an arrangement exists with any offeror, with the offeree company or with an associate of any offeror or of the offeree company in relation to relevant securities, details of such arrangement must be disclosed, as required by Note 6 on Rule 8.*

Note 5.

*It may be necessary, particularly when disclosing derivative transactions, to append a sheet to this disclosure form so that all relevant information can be given.*

Note 6.

*In the case of an average price bargain, each underlying trade should be disclosed.*

Note 7.

*The resultant total percentage holding of the class of relevant security is to be calculated by reference to*

*the percentage held and in issue outside treasury.*

For full details of disclosure requirements, see Rule 8 of the Code. If in doubt, contact the Panel on Takeovers and Mergers, Monitoring Section, Tel. No: 020 7638 0129. Email: [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk)

#### **DEFINITION OF ASSOCIATE**

*It is not practicable to define associate in terms which would cover all the different relationships which may exist in an offer. The term associate is intended to cover all persons (whether or not acting in concert) who directly or indirectly own or deal in the shares of an offeror or the offeree company in an offer and who have (in addition to their normal interests as shareholders) an interest or potential interest, whether commercial, financial or personal, in the outcome of the offer.*

*Without prejudice to the generality of the foregoing, the term associate will normally include the following:—*

- (1) an offeror's or the offeree company's parent, subsidiaries and fellow subsidiaries, and their associated companies, and companies of which such companies are associated companies (for this purpose ownership or control of 20% or more of the equity share capital of a company is regarded as the test of associated company status);*
- (2) banks and financial and other professional advisers (including stockbrokers)\* to an offeror, the offeree company or any company covered in (1), including persons controlling#, controlled by or under the same control as such banks, financial and other professional advisers;*
- (3) the directors (together with their close relatives and related trusts) of an offeror, the offeree company or any company covered in (1);*
- (4) the pension funds of an offeror, the offeree company or any company covered in (1);*
- (5) any investment company, unit trust or other person whose investments an associate manages on a discretionary basis, in respect of the relevant investment accounts;*
- (6) a person who owns or controls 5% or more of any class of relevant securities (as defined in*



paragraphs (a) to (d) in Note 2 on Rule 8) issued by an offeror or an offeree company, including a person who as a result of any transaction owns or controls 5% or more. When two or more persons act pursuant to an agreement or understanding (formal or informal) to acquire or control such securities, they will be deemed to be a single person for the purpose of this paragraph. Such securities managed on a discretionary basis by an investment management group will, unless otherwise agreed by the Panel, also be deemed to be those of a single person (see Note 8 on Rule 8); and

(7) a company having a material trading arrangement with an offeror or the offeree company.

Paragraphs (1)-(7) are typical cases. Paragraph (8) below is a category to cover associate status not within (1)-(7).

#### 8. Other.

#### Notes

\* References to a "bank" do not apply to a bank whose sole relationship with a party to an offer is the provision of normal commercial banking services or such activities in connection with the offer as confirming that cash is available, handling acceptances and other registration work.

References to "financial and other professional advisers (including stockbrokers)", in relation to a party to an offer, do not include an organisation which has stood down, because of a conflict of interest or otherwise, from acting for that party in connection with the offer if the organisation is to have a continuing involvement with that party during the offer, the Panel must be consulted. Unless the Panel is satisfied that the involvement is entirely unconnected with the offer, the above exclusion will not normally apply.

# The normal test for whether a person is controlled by, controls or is under the same control as another person will be by reference to the definition of control contained in the Code. There may be other circumstances which the Panel will regard as giving rise to such a relationship (eg where a majority of the equity share capital is owned by another person who does not have a majority of the voting rights); in cases of doubt, the Panel should be consulted.