

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

// 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

// 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 614

Form 13F Information Table Value Total: \$9,154,649

(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

| No. | Form 13F File Number | Name |
|-----|----------------------|--|
| 1 | 028-10147 | Scottish Widows Investment Partnership Limited |
| 10 | 028-10237 | Lloyds TSB Offshore Private Clients Limited |
| 11 | 028-10892 | Lloyds TSB Offshore Limited |

FORM 13F INFORMATION TABLE FOR LLOYDS BANKING GROUP PLC EXCHANGE RATE 1.6168

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE US\$ 000's | NO. OF SHARES | SH/PRN | INVESTMENT DISCRETION |
|-----------------------------|----------------|-----------|---------------------|------------------|--------|--------------------------|
| AFLAC INC | COM | 001055102 | 3,951 | 74,382 | SH | DEFINED |
| AGL RES INC | COM | 001204106 | 18,418 | 460,802 | SH | DEFINED |
| ABBOTT LABS | COM | 002824100 | 27,708 | 846,048 | SH | DEFINED |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 470 | 9,801 | SH | DEFINED |
| ADVANCED MICRO DEVICES INC | COM | 007903107 | 222 | 92,699 | SH | DEFINED |
| AGNICO EAGLE MINES LTD | COM | 008474108 | 92 | 1,765 | SH | DEFINED |
| AIR PRODS & CHEMS INC | COM | 009158106 | 23,505 | 279,760 | SH | DEFINED |
| AIRGAS INC | COM | 009363102 | 116,836 | 1,279,844 | SH | DEFINED |
| ALCOA INC | COM | 013817101 | 442 | 51,025 | SH | DEFINED |
| ALEXION PHARMACEUTICALS INC | COM | 015351109 | 379 | 4,048 | SH | DEFINED |
| ALLERGAN INC | COM | 018490102 | 1,781 | 19,417 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|----------------|-----------|---------|-----------|----|---------|
| ALLSTATE CORP | COM | 020002101 | 25,424 | 632,933 | SH | DEFINED |
| ALTERA CORP | COM | 021441100 | 284 | 8,264 | SH | DEFINED |
| AMAZON COM INC | COM | 023135106 | 34,699 | 138,317 | SH | DEFINED |
| AMEREN CORP | COM | 023608102 | 1,554 | 50,611 | SH | DEFINED |
| AMERICAN ELEC PWR INC | COM | 025537101 | 3,096 | 72,555 | SH | DEFINED |
| AMERICAN EXPRESS CO | COM | 025816109 | 156,081 | 2,715,398 | SH | DEFINED |
| AMERICAN INTL GROUP INC | COM NEW | 026874784 | 117,438 | 3,326,877 | SH | DEFINED |
| AMGEN INC | COM | 031162100 | 30,524 | 354,117 | SH | DEFINED |
| AMGEN INC | COM | 031162100 | 3,083 | 35,766 | SH | DEFINED |
| AMGEN INC | COM | 031162100 | 521 | 6,045 | SH | DEFINED |
| AMPHENOL CORP NEW | CL A | 032095101 | 1,062 | 16,417 | SH | DEFINED |
| ANADARKO PETE CORP | COM | 032511107 | 20,864 | 280,783 | SH | DEFINED |
| ANALOG DEVICES INC | COM | 032654105 | 1,887 | 44,871 | SH | DEFINED |
| APACHE CORP | COM | 037411105 | 19,106 | 243,401 | SH | DEFINED |
| APOLLO GROUP INC | CL A | 037604105 | 70 | 3,355 | SH | DEFINED |
| APPLE INC | COM | 037833100 | 266,805 | 501,353 | SH | DEFINED |
| APPLE INC | COM | 037833100 | 2,813 | 5,287 | SH | DEFINED |
| APPLE INC | COM | 037833100 | 467 | 878 | SH | DEFINED |
| APPLIED MATLS INC | COM | 038222105 | 20,488 | 1,790,990 | SH | DEFINED |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 22,167 | 809,331 | SH | DEFINED |
| ASHLAND INC NEW | COM | 044209104 | 110,899 | 1,379,172 | SH | DEFINED |
| AUTODESK INC | COM | 052769106 | 170 | 4,837 | SH | DEFINED |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 4,261 | 74,852 | SH | DEFINED |
| AUTOZONE INC | COM | 053332102 | 1,278 | 3,608 | SH | DEFINED |
| AVERY DENNISON CORP | COM | 053611109 | 241 | 6,924 | SH | DEFINED |
| AVON PRODS INC | COM | 054303102 | 132 | 9,204 | SH | DEFINED |
| BB&T CORP | COM | 054937107 | 3,363 | 115,550 | SH | DEFINED |
| BMC SOFTWARE INC | COM | 055921100 | 222 | 5,616 | SH | DEFINED |
| BAIDU INC | SPON ADR REP A | 056752108 | 11,861 | 118,274 | SH | DEFINED |
| BAKER HUGHES INC | COM | 057224107 | 20,473 | 501,179 | SH | DEFINED |
| BALL CORP | COM | 058498106 | 675 | 15,088 | SH | DEFINED |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 61,861 | 5,328,305 | SH | DEFINED |
| BANK NEW YORK MELLON CORP | COM | 064058100 | 33,881 | 1,318,351 | SH | DEFINED |
| BANK NEW YORK MELLON CORP | COM | 064058100 | 44 | 1,713 | SH | DEFINED |
| BARD C R INC | COM | 067383109 | 529 | 5,415 | SH | DEFINED |
| BAXTER INTL INC | COM | 071813109 | 5,463 | 81,961 | SH | DEFINED |
| BEAM INC | COM | 073730103 | 1,853 | 30,336 | SH | DEFINED |
| BECTON DICKINSON & CO | COM | 075887109 | 1,278 | 16,349 | SH | DEFINED |
| BED BATH & BEYOND INC | COM | 075896100 | 2,337 | 41,802 | SH | DEFINED |
| BEMIS INC | COM | 081437105 | 552 | 16,516 | SH | DEFINED |
| BERKSHIRE HATHAWAY INC DEL | CL B NEW | 084670702 | 74,154 | 826,699 | SH | DEFINED |
| BEST BUY INC | COM | 086516101 | 219 | 18,512 | SH | DEFINED |
| BIG LOTS INC | COM | 089302103 | 219 | 7,716 | SH | DEFINED |
| | | | | | | |
| BLOCK H & R INC | COM | 093671105 | 112 | 6,081 | SH | DEFINED |
| BOEING CO | COM | 097023105 | 30,102 | 399,450 | SH | DEFINED |
| BORGWARNER INC | COM | 099724106 | 958 | 13,379 | SH | DEFINED |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 1,869 | 326,309 | SH | DEFINED |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 31,391 | 963,222 | SH | DEFINED |
| BROADCOM CORP | CL A | 111320107 | 1,169 | 35,203 | SH | DEFINED |
| BROWN FORMAN CORP | CL B | 115637209 | 1,962 | 31,023 | SH | DEFINED |
| BRUNSWICK CORP | COM | 117043109 | 6,665 | 229,125 | SH | DEFINED |
| CBS CORP NEW | CL B | 124857202 | 6,959 | 182,908 | SH | DEFINED |
| CF INDS HLDGS INC | COM | 125269100 | 4,273 | 21,037 | SH | DEFINED |
| CIGNA CORPORATION | COM | 125509109 | 3,092 | 57,845 | SH | DEFINED |
| CMS ENERGY CORP | COM | 125896100 | 14,604 | 599,052 | SH | DEFINED |
| CSX CORP | COM | 126408103 | 20,103 | 1,018,940 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|---------------|-----------|---------|-----------|----|---------|
| CVS CAREMARK CORPORATION | COM | 126650100 | 49,089 | 1,015,288 | SH | DEFINED |
| CABOT OIL & GAS CORP | COM | 127097103 | 1,608 | 32,342 | SH | DEFINED |
| CAMPBELL SOUP CO | COM | 134429109 | 14,780 | 423,619 | SH | DEFINED |
| CARMAX INC | COM | 143130102 | 180 | 4,798 | SH | DEFINED |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 5,662 | 153,990 | SH | DEFINED |
| CATERPILLAR INC DEL | COM | 149123101 | 42,232 | 471,294 | SH | DEFINED |
| CELGENE CORP | COM | 151020104 | 23,226 | 295,998 | SH | DEFINED |
| CENTURYLINK INC | COM | 156700106 | 28,981 | 740,834 | SH | DEFINED |
| CERNER CORP | COM | 156782104 | 754 | 9,735 | SH | DEFINED |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 1,142 | 68,745 | SH | DEFINED |
| CHEVRON CORP NEW | COM | 166764100 | 123,002 | 1,137,436 | SH | DEFINED |
| CHEVRON CORP NEW | COM | 166764100 | 1,835 | 16,973 | SH | DEFINED |
| CHEVRON CORP NEW | COM | 166764100 | 330 | 3,053 | SH | DEFINED |
| CHIPOTLE MEXICAN GRILL INC | COM | 169656105 | 1,038 | 3,491 | SH | DEFINED |
| CHUBB CORP | COM | 171232101 | 3,219 | 42,744 | SH | DEFINED |
| CINCINNATI FINL CORP | COM | 172062101 | 13,477 | 344,176 | SH | DEFINED |
| CINTAS CORP | COM | 172908105 | 864 | 21,129 | SH | DEFINED |
| CITIGROUP INC | COM NEW | 172967424 | 159,810 | 4,039,691 | SH | DEFINED |
| CITRIX SYS INC | COM | 177376100 | 14,033 | 213,859 | SH | DEFINED |
| CLARCOR INC | COM | 179895107 | 7,714 | 161,466 | SH | DEFINED |
| CLEAN HARBORS INC | COM | 184496107 | 4,706 | 85,549 | SH | DEFINED |
| CLOROX CO DEL | COM | 189054109 | 270 | 3,694 | SH | DEFINED |
| COACH INC | COM | 189754104 | 2,046 | 36,865 | SH | DEFINED |
| COCA COLA CO | COM | 191216100 | 70,850 | 1,954,486 | SH | DEFINED |
| COGNIZANT TECHNOLOGY SOLUTIO | CL A | 192446102 | 463 | 6,280 | SH | DEFINED |
| COLGATE PALMOLIVE CO | COM | 194162103 | 26,005 | 248,765 | SH | DEFINED |
| COLGATE PALMOLIVE CO | COM | 194162103 | 62 | 600 | SH | DEFINED |
| COMERICA INC | COM | 200340107 | 1,172 | 38,633 | SH | DEFINED |
| COMPANIA DE MINAS BUENAVENTU | SPONSORED ADR | 204448104 | 650 | 18,100 | SH | DEFINED |
| COMPUTER SCIENCES CORP | COM | 205363104 | 290 | 7,255 | SH | DEFINED |
| CONAGRA FOODS INC | COM | 205887102 | 19,005 | 644,244 | SH | DEFINED |
| CONCUR TECHNOLOGIES INC | COM | 206708109 | 52,166 | 772,607 | SH | DEFINED |
| CONSOLIDATED EDISON INC | COM | 209115104 | 1,142 | 20,578 | SH | DEFINED |
| CORNING INC | COM | 219350105 | 22,741 | 1,802,044 | SH | DEFINED |
| COVENTRY HEALTH CARE INC | COM | 222862104 | 1,205 | 26,899 | SH | DEFINED |
| CROWN CASTLE INTL CORP | COM | 228227104 | 3,260 | 45,188 | SH | DEFINED |
| CUMMINS INC | COM | 231021106 | 20,760 | 191,603 | SH | DEFINED |
| DTE ENERGY CO | COM | 233331107 | 2,351 | 39,154 | SH | DEFINED |
| DANAHER CORP DEL | COM | 235851102 | 105,528 | 1,887,817 | SH | DEFINED |
| DARDEN RESTAURANTS INC | COM | 237194105 | 398 | 8,848 | SH | DEFINED |
| DEAN FOODS CO NEW | COM | 242370104 | 147 | 8,923 | SH | DEFINED |
| DEERE & CO | COM | 244199105 | 23,498 | 271,905 | SH | DEFINED |
| DEERE & CO | COM | 244199105 | 2,893 | 33,479 | SH | DEFINED |
| DEERE & CO | COM | 244199105 | 496 | 5,743 | SH | DEFINED |
| DENBURY RES INC | COM NEW | 247916208 | 947 | 58,478 | SH | DEFINED |
| DENTSPLY INTL INC NEW | COM | 249030107 | 119 | 3,019 | SH | DEFINED |
| DISNEY WALT CO | COM DISNEY | 254687106 | 59,048 | 1,185,959 | SH | DEFINED |
| DISCOVER FINL SVCS | COM | 254709108 | 4,421 | 114,699 | SH | DEFINED |
| DOLLAR GEN CORP NEW | COM | 256677105 | 1,799 | 40,824 | SH | DEFINED |
| DOLLAR TREE INC | COM | 256746108 | 1,897 | 46,776 | SH | DEFINED |
| DOVER CORP | COM | 260003108 | 2,120 | 32,264 | SH | DEFINED |
| DOW CHEM CO | COM | 260543103 | 25,141 | 777,653 | SH | DEFINED |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 2,598 | 57,780 | SH | DEFINED |
| E M C CORP MASS | COM | 268648102 | 105,079 | 4,153,333 | SH | DEFINED |
| E M C CORP MASS | COM | 268648102 | 3,493 | 138,072 | SH | DEFINED |
| E M C CORP MASS | COM | 268648102 | 574 | 22,709 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|----------------|-----------|---------|-----------|----|---------|
| E TRADE FINANCIAL CORP | COM NEW | 269246401 | 296 | 33,123 | SH | DEFINED |
| EASTMAN CHEM CO | COM | 277432100 | 2,420 | 35,569 | SH | DEFINED |
| EBAY INC | COM | 278642103 | 24,962 | 489,457 | SH | DEFINED |
| ECOLAB INC | COM | 278865100 | 32,934 | 458,060 | SH | DEFINED |
| ECOLAB INC | COM | 278865100 | 100 | 1,403 | SH | DEFINED |
| ECOPETROL S A | SPONSORED ADS | 279158109 | 16,009 | 268,300 | SH | DEFINED |
| EDISON INTL | COM | 281020107 | 377 | 8,356 | SH | DEFINED |
| ELECTRONIC ARTS INC | COM | 285512109 | 710 | 48,924 | SH | DEFINED |
| EMERSON ELEC CO | COM | 291011104 | 19,017 | 359,083 | SH | DEFINED |
| EQUIFAX INC | COM | 294429105 | 1,048 | 19,380 | SH | DEFINED |
| EXPEDITORS INTL WASH INC | COM | 302130109 | 684 | 17,295 | SH | DEFINED |
| FLIR SYS INC | COM | 302445101 | 182 | 8,191 | SH | DEFINED |
| F M C CORP | COM NEW | 302491303 | 238 | 4,072 | SH | DEFINED |
| FAMILY DLR STORES INC | COM | 307000109 | 1,249 | 19,703 | SH | DEFINED |
| FASTENAL CO | COM | 311900104 | 264 | 5,668 | SH | DEFINED |
| FEDERATED INVS INC PA | CL B | 314211103 | 204 | 10,093 | SH | DEFINED |
| F5 NETWORKS INC | COM | 315616102 | 509 | 5,240 | SH | DEFINED |
| FIFTH THIRD BANCORP | COM | 316773100 | 3,028 | 199,226 | SH | DEFINED |
| FIRST HORIZON NATL CORP | COM | 320517105 | 137 | 13,924 | SH | DEFINED |
| FIRST SOLAR INC | COM | 336433107 | 127 | 4,143 | SH | DEFINED |
| FISERV INC | COM | 337738108 | 30,460 | 385,424 | SH | DEFINED |
| FIRSTENERGY CORP | COM | 337932107 | 4,453 | 106,655 | SH | DEFINED |
| FLUOR CORP NEW | COM | 343412102 | 1,131 | 19,258 | SH | DEFINED |
| FOMENTO ECONOMICO MEXICANO S | SPON ADR UNITS | 344419106 | 2,032 | 20,185 | SH | DEFINED |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 25,879 | 1,998,403 | SH | DEFINED |
| FOREST LABS INC | COM | 345838106 | 20,406 | 577,772 | SH | DEFINED |
| FOSSIL INC | COM | 349882100 | 106 | 1,147 | SH | DEFINED |
| FRANKLIN RES INC | COM | 354613101 | 19,105 | 151,996 | SH | DEFINED |
| GANNETT INC | COM | 364730101 | 1,176 | 65,342 | SH | DEFINED |
| GAP INC DEL | COM | 364760108 | 2,644 | 85,211 | SH | DEFINED |
| GENERAL DYNAMICS CORP | COM | 369550108 | 25,727 | 371,404 | SH | DEFINED |
| GENERAL ELECTRIC CO | COM | 369604103 | 120,457 | 5,738,790 | SH | DEFINED |
| GENERAL MLS INC | COM | 370334104 | 3,105 | 76,831 | SH | DEFINED |
| GENUINE PARTS CO | COM | 372460105 | 2,008 | 31,592 | SH | DEFINED |
| GILEAD SCIENCES INC | COM | 375558103 | 1,624 | 22,119 | SH | DEFINED |
| GOLDCORP INC NEW | COM | 380956409 | 15,226 | 414,890 | SH | DEFINED |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 680 | 49,308 | SH | DEFINED |
| GRAINGER W W INC | COM | 384802104 | 79,813 | 394,395 | SH | DEFINED |
| HALLIBURTON CO | COM | 406216101 | 70,080 | 2,020,196 | SH | DEFINED |
| HARLEY DAVIDSON INC | COM | 412822108 | 119,564 | 2,448,594 | SH | DEFINED |
| HARMAN INTL INDS INC | COM | 413086109 | 512 | 11,480 | SH | DEFINED |
| HARRIS CORP DEL | COM | 413875105 | 1,566 | 32,003 | SH | DEFINED |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 1,975 | 88,014 | SH | DEFINED |
| HASBRO INC | COM | 418056107 | 373 | 10,408 | SH | DEFINED |
| HEINZ H J CO | COM | 423074103 | 741 | 12,862 | SH | DEFINED |
| HELMERICH & PAYNE INC | COM | 423452101 | 1,529 | 27,302 | SH | DEFINED |
| HERSHEY CO | COM | 427866108 | 772 | 10,701 | SH | DEFINED |
| HEWLETT PACKARD CO | COM | 428236103 | 17,533 | 1,230,419 | SH | DEFINED |
| HEXCEL CORP NEW | COM | 428291108 | 98,507 | 3,653,823 | SH | DEFINED |
| HOME DEPOT INC | COM | 437076102 | 54,700 | 884,399 | SH | DEFINED |
| HONEYWELL INTL INC | COM | 438516106 | 5,223 | 82,299 | SH | DEFINED |
| HONEYWELL INTL INC | COM | 438516106 | 79 | 1,253 | SH | DEFINED |
| HORMEL FOODS CORP | COM | 440452100 | 880 | 28,226 | SH | DEFINED |
| HOSPIRA INC | COM | 441060100 | 139 | 4,460 | SH | DEFINED |
| HUDSON CITY BANCORP | COM | 443683107 | 582 | 71,650 | SH | DEFINED |
| HUMANA INC | COM | 444859102 | 1,273 | 18,551 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|------------------|-----------|---------|------------|----|---------|
| HUNT J B TRANS SVCS INC | COM | 445658107 | 10,413 | 174,396 | SH | DEFINED |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 1,258 | 196,999 | SH | DEFINED |
| IHS INC | CL A | 451734107 | 3,791 | 39,491 | SH | DEFINED |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 5,319 | 87,470 | SH | DEFINED |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 2,107 | 34,665 | SH | DEFINED |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 343 | 5,645 | SH | DEFINED |
| INFOSYS LTD | SPONSORED ADR | 456788108 | 8,091 | 191,294 | SH | DEFINED |
| INTEL CORP | COM | 458140100 | 55,886 | 2,710,289 | SH | DEFINED |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 106,671 | 556,885 | SH | DEFINED |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 101 | 530 | SH | DEFINED |
| INTERNATIONAL FLAVORS&FRAGRA | COM | 459506101 | 517 | 7,778 | SH | DEFINED |
| INTERNATIONAL GAME TECHNOLOG | COM | 459902102 | 255 | 18,059 | SH | DEFINED |
| INTL PAPER CO | COM | 460146103 | 1,190 | 29,893 | SH | DEFINED |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 1,312 | 119,082 | SH | DEFINED |
| INTUIT | COM | 461202103 | 2,540 | 42,718 | SH | DEFINED |
| IRON MTN INC | COM | 462846106 | 231 | 7,455 | SH | DEFINED |
| ISHARES INC | MSCI UTD KINGD | 464286699 | 197 | 10,996 | SH | DEFINED |
| ISHARES INC | MSCI UTD KINGD | 464286699 | 3,143 | 175,247 | SH | DEFINED |
| ISHARES INC | MSCI JAPAN | 464286848 | 174 | 17,944 | SH | DEFINED |
| ISHARES INC | MSCI JAPAN | 464286848 | 2,273 | 233,207 | SH | DEFINED |
| ISHARES TR | S&P NA SOFTWR | 464287515 | 1,484 | 23,554 | SH | DEFINED |
| ISHARES TR | S&P NA SOFTWR | 464287515 | 256 | 4,074 | SH | DEFINED |
| ISHARES TR | S&P GLB100INDX | 464287572 | 126 | 1,970 | SH | DEFINED |
| ISHARES TR | S&P EURO PLUS | 464287861 | 61 | 1,562 | SH | DEFINED |
| ISHARES TR | S&P ASIA 50 IN | 464288430 | 162 | 3,371 | SH | DEFINED |
| ISHARES TR | S&P ASIA 50 IN | 464288430 | 1,808 | 37,558 | SH | DEFINED |
| ISHARES TR | MSCI KLD400 SOC | 464288570 | 66 | 1,280 | SH | DEFINED |
| ISHARES TR | DJ OIL EQUIP | 464288844 | 2,583 | 50,650 | SH | DEFINED |
| ISHARES TR | DJ OIL EQUIP | 464288844 | 456 | 8,954 | SH | DEFINED |
| ISHARES TR | CORE L/T USB ETF | 464289479 | 148 | 2,326 | SH | DEFINED |
| ISHARES TR | CORE L/T USB ETF | 464289479 | 467 | 7,325 | SH | DEFINED |
| JABIL CIRCUIT INC | COM | 466313103 | 133 | 6,903 | SH | DEFINED |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 798 | 18,755 | SH | DEFINED |
| JOHNSON & JOHNSON | COM | 478160104 | 77,860 | 1,110,712 | SH | DEFINED |
| JOHNSON CTLS INC | COM | 478366107 | 2,431 | 79,287 | SH | DEFINED |
| JOY GLOBAL INC | COM | 481165108 | 227 | 3,570 | SH | DEFINED |
| KLA-TENCOR CORP | COM | 482480100 | 19,422 | 406,670 | SH | DEFINED |
| KELLOGG CO | COM | 487836108 | 295 | 5,289 | SH | DEFINED |
| KEYCORP NEW | COM | 493267108 | 107,093 | 12,718,936 | SH | DEFINED |
| KIMBERLY CLARK CORP | COM | 494368103 | 19,908 | 235,793 | SH | DEFINED |
| KOHL'S CORP | COM | 500255104 | 1,160 | 27,000 | SH | DEFINED |
| KROGER CO | COM | 501044101 | 1,214 | 46,680 | SH | DEFINED |
| LKQ CORP | COM | 501889208 | 66,066 | 3,131,092 | SH | DEFINED |
| LSI CORPORATION | COM | 502161102 | 607 | 85,988 | SH | DEFINED |
| L-3 COMMUNICATIONS HLDGS INC | COM | 502424104 | 1,934 | 25,252 | SH | DEFINED |
| LAM RESEARCH CORP | COM | 512807108 | 225 | 6,232 | SH | DEFINED |
| LAUDER ESTEE COS INC | CL A | 518439104 | 1,668 | 27,873 | SH | DEFINED |
| LAUDER ESTEE COS INC | CL A | 518439104 | 1,507 | 25,187 | SH | DEFINED |
| LAUDER ESTEE COS INC | CL A | 518439104 | 240 | 4,024 | SH | DEFINED |
| LEGG MASON INC | COM | 524901105 | 503 | 19,585 | SH | DEFINED |
| LENNAR CORP | CL A | 526057104 | 993 | 25,701 | SH | DEFINED |
| LEUCADIA NATL CORP | COM | 527288104 | 273 | 11,495 | SH | DEFINED |
| LILLY ELI & CO | COM | 532457108 | 14,526 | 294,536 | SH | DEFINED |
| LIMITED BRANDS INC | COM | 532716107 | 232 | 4,951 | SH | DEFINED |
| LINCOLN NATL CORP IND | COM | 534187109 | 1,466 | 56,627 | SH | DEFINED |
| LEGG MASON INC | COM | 524901105 | 503 | 19,585 | SH | DEFINED |
| LENNAR CORP | CL A | 526057104 | 993 | 25,701 | SH | DEFINED |
| LEUCADIA NATL CORP | COM | 527288104 | 273 | 11,495 | SH | DEFINED |
| LILLY ELI & CO | COM | 532457108 | 14,526 | 294,536 | SH | DEFINED |
| LIMITED BRANDS INC | COM | 532716107 | 232 | 4,951 | SH | DEFINED |
| LINCOLN NATL CORP IND | COM | 534187109 | 1,466 | 56,627 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|-----------------------------|---------------|-----------|---------|-----------|----|---------|
| LINEAR TECHNOLOGY CORP | COM | 535678106 | 16,237 | 473,410 | SH | DEFINED |
| LOCKHEED MARTIN CORP | COM | 539830109 | 4,446 | 48,182 | SH | DEFINED |
| LOEWS CORP | COM | 540424108 | 1,905 | 46,758 | SH | DEFINED |
| LORILLARD INC | COM | 544147101 | 21,535 | 184,582 | SH | DEFINED |
| LOWES COS INC | COM | 548661107 | 31,225 | 879,109 | SH | DEFINED |
| MSC INDL DIRECT INC | CL A | 553530106 | 23,254 | 308,491 | SH | DEFINED |
| MARATHON OIL CORP | COM | 565849106 | 10,589 | 345,397 | SH | DEFINED |
| MARATHON OIL CORP | COM | 565849106 | 118 | 3,873 | SH | DEFINED |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 22,997 | 667,168 | SH | DEFINED |
| MARRIOTT INTL INC NEW | CL A | 571903202 | 1,453 | 38,997 | SH | DEFINED |
| MARTIN MARIETTA MATLS INC | COM | 573284106 | 260 | 2,768 | SH | DEFINED |
| MASCO CORP | COM | 574599106 | 1,557 | 93,465 | SH | DEFINED |
| MATTEL INC | COM | 577081102 | 28,475 | 777,587 | SH | DEFINED |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 583 | 9,186 | SH | DEFINED |
| MCDONALDS CORP | COM | 580135101 | 45,894 | 520,292 | SH | DEFINED |
| MCDONALDS CORP | COM | 580135101 | 176 | 2,000 | SH | DEFINED |
| MCGRAW HILL COS INC | COM | 580645109 | 17,143 | 313,579 | SH | DEFINED |
| MEAD JOHNSON NUTRITION CO | COM | 582839106 | 85,406 | 1,296,192 | SH | DEFINED |
| MEADWESTVACO CORP | COM | 583334107 | 1,134 | 35,605 | SH | DEFINED |
| MEDTRONIC INC | COM | 585055106 | 28,211 | 687,753 | SH | DEFINED |
| METROPCS COMMUNICATIONS INC | COM | 591708102 | 562 | 56,559 | SH | DEFINED |
| MICROSOFT CORP | COM | 594918104 | 109,066 | 4,083,342 | SH | DEFINED |
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 620 | 19,037 | SH | DEFINED |
| MICRON TECHNOLOGY INC | COM | 595112103 | 723 | 114,140 | SH | DEFINED |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 467 | 25,050 | SH | DEFINED |
| MOHAWK INDS INC | COM | 608190104 | 89,832 | 992,950 | SH | DEFINED |
| MOLEX INC | COM | 608554101 | 470 | 17,204 | SH | DEFINED |
| MONDELEZ INTL INC | CL A | 609207105 | 21,860 | 858,974 | SH | DEFINED |
| MONDELEZ INTL INC | CL A | 609207105 | 54 | 2,145 | SH | DEFINED |
| MONSTER BEVERAGE CORP | COM | 611740101 | 403 | 7,637 | SH | DEFINED |
| MOODYS CORP | COM | 615369105 | 934 | 18,576 | SH | DEFINED |
| MORGAN STANLEY | COM NEW | 617446448 | 24,910 | 1,302,868 | SH | DEFINED |
| MOTOROLA SOLUTIONS INC | COM NEW | 620076307 | 23,095 | 414,791 | SH | DEFINED |
| MURPHY OIL CORP | COM | 626717102 | 2,262 | 37,992 | SH | DEFINED |
| MYLAN INC | COM | 628530107 | 2,277 | 82,985 | SH | DEFINED |
| NRG ENERGY INC | COM NEW | 629377508 | 1,482 | 64,503 | SH | DEFINED |
| NYSE EURONEXT | COM | 629491101 | 486 | 15,416 | SH | DEFINED |
| NASDAQ OMX GROUP INC | COM | 631103108 | 377 | 15,106 | SH | DEFINED |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 19,167 | 280,436 | SH | DEFINED |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 14 | 212 | SH | DEFINED |
| NEWELL RUBBERMAID INC | COM | 651229106 | 986 | 44,282 | SH | DEFINED |
| NEWFIELD EXPL CO | COM | 651290108 | 650 | 24,290 | SH | DEFINED |
| NEWMONT MINING CORP | COM | 651639106 | 932 | 20,074 | SH | DEFINED |
| NIKE INC | CL B | 654106103 | 4,863 | 94,256 | SH | DEFINED |
| NOBLE ENERGY INC | COM | 655044105 | 384 | 3,780 | SH | DEFINED |
| NORDSTROM INC | COM | 655664100 | 783 | 14,653 | SH | DEFINED |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 11,567 | 187,057 | SH | DEFINED |
| NORTHEAST UTILS | COM | 664397106 | 26,943 | 689,445 | SH | DEFINED |
| NORTHERN TR CORP | COM | 665859104 | 1,648 | 32,870 | SH | DEFINED |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 4,674 | 69,176 | SH | DEFINED |
| NUCOR CORP | COM | 670346105 | 18,017 | 417,451 | SH | DEFINED |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 130,467 | 1,703,014 | SH | DEFINED |
| OMNICOM GROUP INC | COM | 681919106 | 2,712 | 54,299 | SH | DEFINED |
| ONEOK INC NEW | COM | 682680103 | 22,969 | 537,287 | SH | DEFINED |
| OWENS ILL INC | COM NEW | 690768403 | 74 | 3,517 | SH | DEFINED |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 29,286 | 502,261 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|---------------|-----------|---------|-----------|----|---------|
| PPG INDS INC | COM | 693506107 | 25,142 | 185,762 | SH | DEFINED |
| PACCAR INC | COM | 693718108 | 1,904 | 42,121 | SH | DEFINED |
| PALL CORP | COM | 696429307 | 147 | 2,447 | SH | DEFINED |
| PARKER HANNIFIN CORP | COM | 701094104 | 2,654 | 31,203 | SH | DEFINED |
| PATTERSON COMPANIES INC | COM | 703395103 | 313 | 9,152 | SH | DEFINED |
| PAYCHEX INC | COM | 704326107 | 216 | 6,962 | SH | DEFINED |
| PEABODY ENERGY CORP | COM | 704549104 | 299 | 11,261 | SH | DEFINED |
| PENNEY J C INC | COM | 708160106 | 108 | 5,496 | SH | DEFINED |
| PEOPLES UNITED FINANCIAL INC | COM | 712704105 | 1,023 | 84,688 | SH | DEFINED |
| PEPCO HOLDINGS INC | COM | 713291102 | 560 | 28,558 | SH | DEFINED |
| PEPSICO INC | COM | 713448108 | 51,645 | 754,723 | SH | DEFINED |
| PEPSICO INC | COM | 713448108 | 2,974 | 43,474 | SH | DEFINED |
| PEPSICO INC | COM | 713448108 | 493 | 7,218 | SH | DEFINED |
| PERKINELMER INC | COM | 714046109 | 683 | 21,524 | SH | DEFINED |
| PERRIGO CO | COM | 714290103 | 11,505 | 110,601 | SH | DEFINED |
| PETSMART INC | COM | 716768106 | 1,133 | 16,592 | SH | DEFINED |
| PFIZER INC | COM | 717081103 | 123,849 | 4,938,181 | SH | DEFINED |
| PFIZER INC | COM | 717081103 | 2,230 | 88,917 | SH | DEFINED |
| PFIZER INC | COM | 717081103 | 357 | 14,269 | SH | DEFINED |
| PHILIP MORRIS INTL INC | COM | 718172109 | 58,355 | 697,698 | SH | DEFINED |
| PHILIP MORRIS INTL INC | COM | 718172109 | 259 | 3,100 | SH | DEFINED |
| PHILLIPS 66 | COM | 718546104 | 25,496 | 480,167 | SH | DEFINED |
| PINNACLE WEST CAP CORP | COM | 723484101 | 1,412 | 27,703 | SH | DEFINED |
| PIONEER NAT RES CO | COM | 723787107 | 275 | 2,581 | SH | DEFINED |
| PITNEY BOWES INC | COM | 724479100 | 203 | 19,122 | SH | DEFINED |
| PRECISION CASTPARTS CORP | COM | 740189105 | 21,970 | 115,986 | SH | DEFINED |
| PRICELINE COM INC | COM NEW | 741503403 | 20,487 | 33,024 | SH | DEFINED |
| PROCTER & GAMBLE CO | COM | 742718109 | 80,575 | 1,186,857 | SH | DEFINED |
| PROGRESSIVE CORP OHIO | COM | 743315103 | 714 | 33,886 | SH | DEFINED |
| PRUDENTIAL FINL INC | COM | 744320102 | 1,711 | 32,090 | SH | DEFINED |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 3,175 | 103,760 | SH | DEFINED |
| PULTE GROUP INC | COM | 745867101 | 1,722 | 94,875 | SH | DEFINED |
| QUAD / GRAPHICS INC | COM CL A | 747301109 | 4 | 207 | SH | DEFINED |
| QUALCOMM INC | COM | 747525103 | 60,484 | 977,766 | SH | DEFINED |
| QUALCOMM INC | COM | 747525103 | 2,182 | 35,278 | SH | DEFINED |
| QUALCOMM INC | COM | 747525103 | 356 | 5,756 | SH | DEFINED |
| QUESTAR CORP | COM | 748356102 | 124 | 6,291 | SH | DEFINED |
| RALPH LAUREN CORP | CL A | 751212101 | 15,260 | 101,794 | SH | DEFINED |
| RAYONIER INC | COM | 754907103 | 89,740 | 1,731,440 | SH | DEFINED |
| RAYTHEON CO | COM NEW | 755111507 | 3,946 | 68,565 | SH | DEFINED |
| RED HAT INC | COM | 756577102 | 996 | 18,815 | SH | DEFINED |
| REPUBLIC SVCS INC | COM | 760759100 | 16,951 | 577,958 | SH | DEFINED |
| REYNOLDS AMERICAN INC | COM | 761713106 | 2,034 | 49,117 | SH | DEFINED |
| ROBERT HALF INTL INC | COM | 770323103 | 867 | 27,276 | SH | DEFINED |
| ROCKWELL AUTOMATION INC | COM | 773903109 | 693 | 8,255 | SH | DEFINED |
| ROCKWELL COLLINS INC | COM | 774341101 | 178 | 3,063 | SH | DEFINED |
| ROPER INDS INC NEW | COM | 776696106 | 1,688 | 15,143 | SH | DEFINED |
| ROSS STORES INC | COM | 778296103 | 2,468 | 45,637 | SH | DEFINED |
| RYANAIR HLDGS PLC | SPONSORED ADR | 783513104 | 6,324 | 184,500 | SH | DEFINED |
| RYDER SYS INC | COM | 783549108 | 290 | 5,814 | SH | DEFINED |
| SAFEWAY INC | COM NEW | 786514208 | 1,007 | 55,689 | SH | DEFINED |
| ST JUDE MED INC | COM | 790849103 | 1,333 | 36,912 | SH | DEFINED |
| SCHLUMBERGER LTD | COM | 806857108 | 50,401 | 727,291 | SH | DEFINED |
| SCHLUMBERGER LTD | COM | 806857108 | 48 | 700 | SH | DEFINED |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 2,359 | 164,309 | SH | DEFINED |
| SCRIPPS NETWORKS INTERACT IN | CL A COM | 811065101 | 468 | 7,848 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|-----------|-----------|---------|-----------|----|---------|
| SEMPRA ENERGY | COM | 816851109 | 1,133 | 15,979 | SH | DEFINED |
| SHERWIN WILLIAMS CO | COM | 824348106 | 1,261 | 8,199 | SH | DEFINED |
| SIGMA ALDRICH CORP | COM | 826552101 | 618 | 8,403 | SH | DEFINED |
| SMUCKER J M CO | COM NEW | 832696405 | 21,400 | 248,146 | SH | DEFINED |
| SNAP ON INC | COM | 833034101 | 732 | 9,279 | SH | DEFINED |
| SOUTHERN CO | COM | 842587107 | 774 | 18,085 | SH | DEFINED |
| SOUTHWEST AIRLS CO | COM | 844741108 | 1,482 | 144,773 | SH | DEFINED |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 14,666 | 439,000 | SH | DEFINED |
| SPECTRA ENERGY CORP | COM | 847560109 | 7,657 | 279,691 | SH | DEFINED |
| SPRINT NEXTEL CORP | COM SER 1 | 852061100 | 2,437 | 429,885 | SH | DEFINED |
| STANLEY BLACK & DECKER INC | COM | 854502101 | 26,463 | 357,756 | SH | DEFINED |
| STAPLES INC | COM | 855030102 | 1,695 | 148,722 | SH | DEFINED |
| STARBUCKS CORP | COM | 855244109 | 4,779 | 89,124 | SH | DEFINED |
| STARBUCKS CORP | COM | 855244109 | 2,111 | 39,368 | SH | DEFINED |
| STARBUCKS CORP | COM | 855244109 | 348 | 6,498 | SH | DEFINED |
| STATE STR CORP | COM | 857477103 | 3,679 | 78,279 | SH | DEFINED |
| STERICYCLE INC | COM | 858912108 | 1,231 | 13,197 | SH | DEFINED |
| STRYKER CORP | COM | 863667101 | 20,491 | 373,789 | SH | DEFINED |
| SUNTRUST BKS INC | COM | 867914103 | 34,785 | 1,226,993 | SH | DEFINED |
| SYMANTEC CORP | COM | 871503108 | 795 | 42,246 | SH | DEFINED |
| SYSCO CORP | COM | 871829107 | 19,958 | 630,403 | SH | DEFINED |
| TECO ENERGY INC | COM | 872375100 | 534 | 31,899 | SH | DEFINED |
| TJX COS INC NEW | COM | 872540109 | 4,826 | 113,710 | SH | DEFINED |
| TERADYNE INC | COM | 880770102 | 629 | 37,266 | SH | DEFINED |
| TESORO CORP | COM | 881609101 | 1,196 | 27,160 | SH | DEFINED |
| TEXAS INSTRS INC | COM | 882508104 | 17,216 | 557,344 | SH | DEFINED |
| TEXTRON INC | COM | 883203101 | 24 | 1,000 | SH | DEFINED |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 42,711 | 669,675 | SH | DEFINED |
| TIFFANY & CO NEW | COM | 886547108 | 271 | 4,742 | SH | DEFINED |
| TIME WARNER INC | COM NEW | 887317303 | 37,254 | 778,886 | SH | DEFINED |
| TORCHMARK CORP | COM | 891027104 | 754 | 14,596 | SH | DEFINED |
| TOTAL SYS SVCS INC | COM | 891906109 | 980 | 45,787 | SH | DEFINED |
| TRANSDIGM GROUP INC | COM | 893641100 | 3,736 | 27,400 | SH | DEFINED |
| TRIPADVISOR INC | COM | 896945201 | 119,097 | 2,841,066 | SH | DEFINED |
| TYSON FOODS INC | CL A | 902494103 | 1,160 | 59,843 | SH | DEFINED |
| US BANCORP DEL | COM NEW | 902973304 | 119,329 | 3,736,038 | SH | DEFINED |
| UNION PAC CORP | COM | 907818108 | 16,782 | 133,493 | SH | DEFINED |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 33,443 | 453,594 | SH | DEFINED |
| UNITED STATES STL CORP NEW | COM | 912909108 | 113 | 4,738 | SH | DEFINED |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 29,579 | 360,680 | SH | DEFINED |
| URBAN OUTFITTERS INC | COM | 917047102 | 233 | 5,927 | SH | DEFINED |
| V F CORP | COM | 918204108 | 856 | 5,671 | SH | DEFINED |
| VULCAN MATLS CO | COM | 929160109 | 1,050 | 20,191 | SH | DEFINED |
| WAL-MART STORES INC | COM | 931142103 | 79,979 | 1,172,209 | SH | DEFINED |
| WAL-MART STORES INC | COM | 931142103 | 139 | 2,050 | SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 6,696 | 180,929 | SH | DEFINED |
| WASHINGTON POST CO | CL B | 939640108 | 160 | 439 | SH | DEFINED |
| WATERS CORP | COM | 941848103 | 166 | 1,907 | SH | DEFINED |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 226 | 2,628 | SH | DEFINED |
| WELLS FARGO & CO NEW | COM | 949746101 | 111,242 | 3,254,595 | SH | DEFINED |
| WESTERN DIGITAL CORP | COM | 958102105 | 2,539 | 59,766 | SH | DEFINED |
| WESTERN UN CO | COM | 959802109 | 176 | 12,965 | SH | DEFINED |
| WEYERHAEUSER CO | COM | 962166104 | 1,443 | 51,885 | SH | DEFINED |
| WHIRLPOOL CORP | COM | 963320106 | 1,583 | 15,565 | SH | DEFINED |
| WHOLE FOODS MKT INC | COM | 966837106 | 22,455 | 246,328 | SH | DEFINED |
| WILLIAMS COS INC DEL | COM | 969457100 | 3,169 | 96,820 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|----------------|-----------|---------|-----------|----|---------|
| WISCONSIN ENERGY CORP | COM | 976657106 | 1,273 | 34,550 | SH | DEFINED |
| WYNN RESORTS LTD | COM | 983134107 | 186 | 1,655 | SH | DEFINED |
| XILINX INC | COM | 983919101 | 569 | 15,873 | SH | DEFINED |
| XEROX CORP | COM | 984121103 | 2,336 | 342,574 | SH | DEFINED |
| YAHOO INC | COM | 984332106 | 4,473 | 224,794 | SH | DEFINED |
| YUM BRANDS INC | COM | 988498101 | 5,174 | 77,926 | SH | DEFINED |
| ZIONS BANCORPORATION | COM | 989701107 | 538 | 25,182 | SH | DEFINED |
| DUN & BRADSTREET CORP DEL NE | COM | 26483E100 | 415 | 5,280 | SH | DEFINED |
| QUANTA SVCS INC | COM | 74762E102 | 1,639 | 60,091 | SH | DEFINED |
| QUANTA SVCS INC | COM | 74762E102 | 572 | 20,975 | SH | DEFINED |
| QUANTA SVCS INC | COM | 74762E102 | 127 | 4,659 | SH | DEFINED |
| VERISIGN INC | COM | 92343E102 | 156 | 4,026 | SH | DEFINED |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 759 | 17,578 | SH | DEFINED |
| NEWS CORP | CL A | 65248E104 | 31,647 | 1,240,581 | SH | DEFINED |
| SALLY BEAUTY HLDGS INC | COM | 79546E104 | 39,437 | 1,673,222 | SH | DEFINED |
| VALE S A | ADR | 91912E105 | 9,698 | 462,706 | SH | DEFINED |
| TARGET CORP | COM | 87612E106 | 28,084 | 474,646 | SH | DEFINED |
| EDWARDS LIFESCIENCES CORP | COM | 28176E108 | 686 | 7,612 | SH | DEFINED |
| DR PEPPER SNAPPLE GROUP INC | COM | 26138E109 | 1,396 | 31,606 | SH | DEFINED |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 26,021 | 362,311 | SH | DEFINED |
| VALE S A | ADR REPSTG PFD | 91912E204 | 22,471 | 1,107,500 | SH | DEFINED |
| THE ADT CORPORATION | COM | 00101J106 | 2,030 | 43,680 | SH | DEFINED |
| AES CORP | COM | 00130H105 | 16,139 | 1,508,373 | SH | DEFINED |
| AT&T INC | COM | 00206R102 | 104,392 | 3,096,776 | SH | DEFINED |
| ADOBE SYS INC | COM | 00724F101 | 2,772 | 73,585 | SH | DEFINED |
| AETNA INC NEW | COM | 00817Y108 | 18,988 | 410,036 | SH | DEFINED |
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 846 | 20,673 | SH | DEFINED |
| AKAMAI TECHNOLOGIES INC | COM | 00971T101 | 501 | 12,265 | SH | DEFINED |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R102 | 650 | 21,423 | SH | DEFINED |
| ALTRIA GROUP INC | COM | 02209S103 | 77,138 | 2,453,521 | SH | DEFINED |
| ALTRIA GROUP INC | COM | 02209S103 | 97 | 3,100 | SH | DEFINED |
| AMERICA MOVIL SAB DE CV | SPON ADR L SHS | 02364W105 | 23,514 | 1,016,204 | SH | DEFINED |
| AMERICAN TOWER CORP NEW | COM | 03027X100 | 28,948 | 374,635 | SH | DEFINED |
| AMERIPRISE FINL INC | COM | 03076C106 | 2,064 | 32,964 | SH | DEFINED |
| ANSYS INC | COM | 03662Q105 | 75,985 | 1,128,381 | SH | DEFINED |
| ASSURANT INC | COM | 04621X108 | 823 | 23,743 | SH | DEFINED |
| AUTONATION INC | COM | 05329W102 | 218 | 5,495 | SH | DEFINED |
| BANCO SANTANDER CHILE NEW | SP ADR REP COM | 05965X109 | 607 | 21,322 | SH | DEFINED |
| BANCOLOMBIA S A | SPON ADR PREF | 05968L102 | 1,098 | 16,500 | SH | DEFINED |
| BIOGEN IDEC INC | COM | 09062X103 | 5,356 | 36,593 | SH | DEFINED |
| BLACKROCK INC | COM | 09247X101 | 3,966 | 19,188 | SH | DEFINED |
| CBRE GROUP INC | CL A | 12504L109 | 272 | 13,713 | SH | DEFINED |
| C H ROBINSON WORLDWIDE INC | COM NEW | 12541W209 | 221 | 3,502 | SH | DEFINED |
| CME GROUP INC | COM | 12572Q105 | 1,998 | 39,441 | SH | DEFINED |
| CA INC | COM | 12673P105 | 1,711 | 77,852 | SH | DEFINED |
| CABLEVISION SYS CORP | CL A NY CABLVS | 12686C109 | 126 | 8,489 | SH | DEFINED |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 297 | 5,262 | SH | DEFINED |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 22,782 | 393,277 | SH | DEFINED |
| CARDINAL HEALTH INC | COM | 14149Y108 | 22,783 | 553,266 | SH | DEFINED |
| CAREFUSION CORP | COM | 14170T101 | 1,775 | 62,136 | SH | DEFINED |
| CENTERPOINT ENERGY INC | COM | 15189T107 | 1,683 | 87,464 | SH | DEFINED |
| CISCO SYS INC | COM | 17275R102 | 56,442 | 2,872,378 | SH | DEFINED |
| CISCO SYS INC | COM | 17275R102 | 37 | 1,900 | SH | DEFINED |
| CLIFFS NATURAL RESOURCES INC | COM | 18683K101 | 180 | 4,676 | SH | DEFINED |
| COCA COLA ENTERPRISES INC NE | COM | 19122T109 | 1,025 | 32,309 | SH | DEFINED |
| COMCAST CORP NEW | CL A | 20030N101 | 67,342 | 1,802,527 | SH | DEFINED |
| CONOCOPHILLIPS | COM | 20825C104 | 29,692 | 512,036 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|-----------------|-----------|---------|-----------|----|---------|
| CONSOL ENERGY INC | COM | 20854P109 | 443 | 13,826 | SH | DEFINED |
| CONSTELLATION BRANDS INC | CL A | 21036P108 | 1,326 | 37,471 | SH | DEFINED |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 6,478 | 65,618 | SH | DEFINED |
| D R HORTON INC | COM | 23331A109 | 1,837 | 92,921 | SH | DEFINED |
| DAVITA HEALTHCARE PARTNERS I | COM | 23918K108 | 622 | 5,630 | SH | DEFINED |
| DELL INC | COM | 24702R101 | 639 | 63,109 | SH | DEFINED |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 817 | 15,706 | SH | DEFINED |
| DIAMOND OFFSHORE DRILLING IN | COM | 25271C102 | 751 | 11,053 | SH | DEFINED |
| DISCOVERY COMMUNICATNS NEW | COM SER A | 25470F104 | 19,271 | 303,580 | SH | DEFINED |
| DIRECTV | COM | 25490A309 | 4,867 | 97,047 | SH | DEFINED |
| DOMINION RES INC VA NEW | COM | 25746U109 | 626 | 12,097 | SH | DEFINED |
| DUKE ENERGY CORP NEW | COM NEW | 26441C204 | 34,050 | 533,701 | SH | DEFINED |
| EOG RES INC | COM | 26875P101 | 5,168 | 42,786 | SH | DEFINED |
| EQT CORP | COM | 26884L109 | 831 | 14,098 | SH | DEFINED |
| ENTERGY CORP NEW | COM | 29364G103 | 2,323 | 36,445 | SH | DEFINED |
| EXELON CORP | COM | 30161N101 | 7,396 | 248,718 | SH | DEFINED |
| EXPEDIA INC DEL | COM NEW | 30212P303 | 1,152 | 18,763 | SH | DEFINED |
| EXPRESS SCRIPTS HLDG CO | COM | 30219G108 | 34,815 | 644,724 | SH | DEFINED |
| EXXON MOBIL CORP | COM | 30231G102 | 223,990 | 2,587,995 | SH | DEFINED |
| EXXON MOBIL CORP | COM | 30231G102 | 23 | 267 | SH | DEFINED |
| FMC TECHNOLOGIES INC | COM | 30249U101 | 17,765 | 414,785 | SH | DEFINED |
| FEDEX CORP | COM | 31428X106 | 23,628 | 257,620 | SH | DEFINED |
| FIDELITY NATL INFORMATION SV | COM | 31620M106 | 2,877 | 82,659 | SH | DEFINED |
| FLOWSERVE CORP | COM | 34354P105 | 520 | 3,549 | SH | DEFINED |
| FORTUNE BRANDS HOME & SEC IN | COM | 34964C106 | 167 | 5,716 | SH | DEFINED |
| FREEPORT-MCMORAN COPPER & GO | COM | 35671D857 | 19,543 | 571,439 | SH | DEFINED |
| FRONTIER COMMUNICATIONS CORP | COM | 35906A108 | 545 | 127,470 | SH | DEFINED |
| GAMESTOP CORP NEW | CL A | 36467W109 | 824 | 32,869 | SH | DEFINED |
| GENWORTH FINL INC | COM CL A | 37247D106 | 422 | 56,203 | SH | DEFINED |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 30,235 | 237,031 | SH | DEFINED |
| GOOGLE INC | CL A | 38259P508 | 77,398 | 109,416 | SH | DEFINED |
| GRUPO FINANCIERO SANTANDER M | SPON ADR SHS B | 40053C105 | 11,999 | 741,600 | SH | DEFINED |
| HCP INC | COM | 40414L109 | 3,025 | 66,986 | SH | DEFINED |
| HDFC BANK LTD | ADR REPS 3 SHS | 40415F101 | 7,341 | 180,300 | SH | DEFINED |
| HESS CORP | COM | 42809H107 | 2,015 | 38,065 | SH | DEFINED |
| ICICI BK LTD | ADR | 45104G104 | 73,811 | 1,692,536 | SH | DEFINED |
| INTEGRYS ENERGY GROUP INC | COM | 45822P105 | 86 | 1,658 | SH | DEFINED |
| INTERCONTINENTALEXCHANGE INC | COM | 45865V100 | 560 | 4,531 | SH | DEFINED |
| INTUITIVE SURGICAL INC | COM NEW | 46120E602 | 24,465 | 49,892 | SH | DEFINED |
| JDS UNIPHASE CORP | COM PAR \$0.001 | 46612J507 | 91 | 6,776 | SH | DEFINED |
| JPMORGAN CHASE & CO | COM | 46625H100 | 82,359 | 1,873,075 | SH | DEFINED |
| JPMORGAN CHASE & CO | COM | 46625H100 | 1,980 | 45,043 | SH | DEFINED |
| JPMORGAN CHASE & CO | COM | 46625H100 | 365 | 8,311 | SH | DEFINED |
| JUNIPER NETWORKS INC | COM | 48203R104 | 355 | 18,082 | SH | DEFINED |
| KINDER MORGAN INC DEL | COM | 49456B101 | 11,058 | 313,016 | SH | DEFINED |
| KRAFT FOODS GROUP INC | COM | 50076Q106 | 13,018 | 286,320 | SH | DEFINED |
| KRAFT FOODS GROUP INC | COM | 50076Q106 | 32 | 715 | SH | DEFINED |
| LABORATORY CORP AMER HLDGS | COM | 50540R409 | 572 | 6,610 | SH | DEFINED |
| LIFE TECHNOLOGIES CORP | COM | 53217V109 | 2,403 | 49,013 | SH | DEFINED |
| M & T BK CORP | COM | 55261F104 | 9,268 | 94,123 | SH | DEFINED |
| MACYS INC | COM | 55616P104 | 3,206 | 82,182 | SH | DEFINED |
| MACYS INC | COM | 55616P104 | 2,638 | 67,607 | SH | DEFINED |
| MACYS INC | COM | 55616P104 | 431 | 11,064 | SH | DEFINED |
| MARATHON PETE CORP | COM | 56585A102 | 91,224 | 1,448,013 | SH | DEFINED |
| MARKET VECTORS ETF TR | GOLD MINER ETF | 57060U100 | 24 | 522 | SH | DEFINED |
| MARKET VECTORS ETF TR | GOLD MINER ETF | 57060U100 | 83 | 1,806 | SH | DEFINED |
| MASTERCARD INC | CL A | 57636Q104 | 30,227 | 61,528 | SH | DEFINED |
| MCKESSON CORP | COM | 58155Q103 | 139,140 | 1,435,027 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|------------------------------|----------------|-----------|---------|-----------|----|---------|
| MERCK & CO INC NEW | COM | 58933Y105 | 68,164 | 1,664,995 | SH | DEFINED |
| METLIFE INC | COM | 59156R108 | 26,291 | 798,155 | SH | DEFINED |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 1,402 | 32,783 | SH | DEFINED |
| MONSANTO CO NEW | COM | 61166W101 | 30,911 | 326,592 | SH | DEFINED |
| MOSAIC CO NEW | COM | 61945C103 | 3,161 | 55,833 | SH | DEFINED |
| NETAPP INC | COM | 64110D104 | 1,416 | 42,212 | SH | DEFINED |
| NETFLIX INC | COM | 64110L106 | 105 | 1,140 | SH | DEFINED |
| NEXTERA ENERGY INC | COM | 65339F101 | 6,674 | 96,471 | SH | DEFINED |
| NISOURCE INC | COM | 65473P105 | 517 | 20,804 | SH | DEFINED |
| NUANCE COMMUNICATIONS INC | COM | 67020Y100 | 616 | 27,600 | SH | DEFINED |
| NVIDIA CORP | COM | 67066G104 | 1,956 | 159,601 | SH | DEFINED |
| O REILLY AUTOMOTIVE INC NEW | COM | 67103H107 | 22,514 | 251,784 | SH | DEFINED |
| ORACLE CORP | COM | 68389X105 | 84,530 | 2,536,916 | SH | DEFINED |
| PG&E CORP | COM | 69331C108 | 24,905 | 619,856 | SH | DEFINED |
| PPL CORP | COM | 69351T106 | 3,394 | 118,549 | SH | DEFINED |
| PENSKE AUTOMOTIVE GRP INC | COM | 70959W103 | 5,531 | 183,823 | SH | DEFINED |
| PETROLEO BRASILEIRO SA PETRO | SP ADR NON VTG | 71654V101 | 22,436 | 1,161,900 | SH | DEFINED |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V408 | 11,382 | 584,600 | SH | DEFINED |
| PRAXAIR INC | COM | 74005P104 | 5,254 | 48,009 | SH | DEFINED |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 3,056 | 46,935 | SH | DEFINED |
| PRINCIPAL FINL GROUP INC | COM | 74251V102 | 1,599 | 56,072 | SH | DEFINED |
| QEP RES INC | COM | 74733V100 | 323 | 10,694 | SH | DEFINED |
| QUEST DIAGNOSTICS INC | COM | 74834L100 | 1,895 | 32,524 | SH | DEFINED |
| RANGE RES CORP | COM | 75281A109 | 211 | 3,363 | SH | DEFINED |
| REGIONS FINL CORP NEW | COM | 7591EP100 | 2,917 | 409,196 | SH | DEFINED |
| ROADRUNNER TRNSN SVCS HLDG I | COM | 76973Q105 | 6,608 | 364,313 | SH | DEFINED |
| SAIC INC | COM | 78390X101 | 909 | 80,311 | SH | DEFINED |
| SLM CORP | COM | 78442P106 | 782 | 45,688 | SH | DEFINED |
| SPDR S&P 500 ETF TR | TR UNIT | 78462F103 | 75 | 533 | SH | DEFINED |
| SPDR S&P 500 ETF TR | TR UNIT | 78462F103 | 3,130 | 21,983 | SH | DEFINED |
| SPDR INDEX SHS FDS | EURO STOXX 50 | 78463X202 | 42 | 1,213 | SH | DEFINED |
| SPDR INDEX SHS FDS | EURO STOXX 50 | 78463X202 | 1,242 | 35,854 | SH | DEFINED |
| SALESFORCE COM INC | COM | 79466L302 | 449 | 2,676 | SH | DEFINED |
| SANDISK CORP | COM | 80004C101 | 419 | 9,640 | SH | DEFINED |
| SANDISK CORP | COM | 80004C101 | 2,274 | 52,286 | SH | DEFINED |
| SANDISK CORP | COM | 80004C101 | 375 | 8,638 | SH | DEFINED |
| SCANA CORP NEW | COM | 80589M102 | 531 | 11,648 | SH | DEFINED |
| SEALED AIR CORP NEW | COM | 81211K100 | 104 | 5,954 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y209 | 1,501 | 37,657 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y209 | 242 | 6,089 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 3,684 | 224,822 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 567 | 34,614 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI INT-UTILS | 81369Y886 | 53 | 1,530 | SH | DEFINED |
| SOLARWINDS INC | COM | 83416B109 | 100,368 | 1,913,600 | SH | DEFINED |
| SOLERA HOLDINGS INC | COM | 83421A104 | 83,679 | 1,564,983 | SH | DEFINED |
| SOUTHERN COPPER CORP | COM | 84265V105 | 6,349 | 167,714 | SH | DEFINED |
| STARWOOD HOTELS&RESORTS WRLD | COM | 85590A401 | 20,300 | 353,911 | SH | DEFINED |
| TARGA RES CORP | COM | 87612G101 | 280 | 5,300 | SH | DEFINED |
| TENET HEALTHCARE CORP | COM NEW | 88033G407 | 462 | 14,245 | SH | DEFINED |
| TERADATA CORP DEL | COM | 88076W103 | 14,923 | 241,133 | SH | DEFINED |
| 3M CO | COM | 88579Y101 | 23,150 | 249,331 | SH | DEFINED |
| TIME WARNER CABLE INC | COM | 88732J207 | 17,182 | 176,797 | SH | DEFINED |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 127,446 | 2,349,683 | SH | DEFINED |
| UNUM GROUP | COM | 91529Y106 | 1,307 | 62,807 | SH | DEFINED |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 13,773 | 403,671 | SH | DEFINED |
| VARIAN MED SYS INC | COM | 92220P105 | 17,422 | 248,040 | SH | DEFINED |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 58,231 | 1,345,779 | SH | DEFINED |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 1,960 | 45,297 | SH | DEFINED |

Edgar Filing: Lloyds Banking Group plc - Form 13F-HR

| | | | | | | |
|-----------------------------|-------------|-----------|--------|-----------|----|---------|
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 300 | 6,956 | SH | DEFINED |
| VERISK ANALYTICS INC | CL A | 92345Y106 | 8,235 | 161,585 | SH | DEFINED |
| VIACOM INC NEW | CL B | 92553P201 | 5,107 | 96,843 | SH | DEFINED |
| VIACOM INC NEW | CL B | 92553P201 | 480 | 9,103 | SH | DEFINED |
| VIACOM INC NEW | CL B | 92553P201 | 149 | 2,842 | SH | DEFINED |
| VISA INC | COM CL A | 92826C839 | 31,740 | 209,397 | SH | DEFINED |
| WASTE MGMT INC DEL | COM | 94106L109 | 12,622 | 374,101 | SH | DEFINED |
| WELLPOINT INC | COM | 94973V107 | 3,964 | 65,076 | SH | DEFINED |
| WINDSTREAM CORP | COM | 97381W104 | 194 | 23,504 | SH | DEFINED |
| WPX ENERGY INC | COM | 98212B103 | 237 | 15,933 | SH | DEFINED |
| WYNDHAM WORLDWIDE CORP | COM | 98310W108 | 1,767 | 33,210 | SH | DEFINED |
| XCEL ENERGY INC | COM | 98389B100 | 1,977 | 74,024 | SH | DEFINED |
| XYLEM INC | COM | 98419M100 | 108 | 3,998 | SH | DEFINED |
| ZIMMER HLDGS INC | COM | 98956P102 | 2,350 | 35,263 | SH | DEFINED |
| AON PLC | SHS CL A | G0408V102 | 2,691 | 48,398 | SH | DEFINED |
| ACCENTURE PLC IRELAND | SHS CLASS A | G1151C101 | 27,523 | 413,889 | SH | DEFINED |
| BUNGE LIMITED | COM | G16962105 | 2,771 | 38,128 | SH | DEFINED |
| BUNGE LIMITED | COM | G16962105 | 458 | 6,311 | SH | DEFINED |
| CREDICORP LTD | COM | G2519Y108 | 1,275 | 8,700 | SH | DEFINED |
| COVIDIEN PLC | SHS | G2554F113 | 5,603 | 97,052 | SH | DEFINED |
| DELPHI AUTOMOTIVE PLC | SHS | G27823106 | 1,543 | 40,353 | SH | DEFINED |
| EATON CORP PLC | SHS | G29183103 | 27,719 | 511,611 | SH | DEFINED |
| ENSCO PLC | SHS CLASS A | G3157S106 | 4,614 | 77,846 | SH | DEFINED |
| INGERSOLL-RAND PLC | SHS | G47791101 | 3,844 | 80,167 | SH | DEFINED |
| INVESCO LTD | SHS | G491BT108 | 1,798 | 68,938 | SH | DEFINED |
| NABORS INDUSTRIES LTD | SHS | G6359F103 | 532 | 36,822 | SH | DEFINED |
| ROWAN COMPANIES PLC | SHS CL A | G7665A101 | 485 | 15,519 | SH | DEFINED |
| SEAGATE TECHNOLOGY PLC | SHS | G7945M107 | 3,017 | 99,204 | SH | DEFINED |
| XL GROUP PLC | SHS | G98290102 | 1,747 | 69,752 | SH | DEFINED |
| ACE LTD | SHS | H0023R105 | 4,054 | 50,812 | SH | DEFINED |
| GARMIN LTD | SHS | H2906T109 | 651 | 15,990 | SH | DEFINED |
| NOBLE CORPORATION BAAR | NAMEN -AKT | H5833N103 | 1,801 | 51,724 | SH | DEFINED |
| PENTAIR LTD | SHS | H6169Q108 | 17,871 | 363,603 | SH | DEFINED |
| TE CONNECTIVITY LTD | REG SHS | H84989104 | 1,074 | 28,956 | SH | DEFINED |
| TYCO INTERNATIONAL LTD | SHS | H89128104 | 3,463 | 118,404 | SH | DEFINED |
| CORE LABORATORIES N V | COM | N22717107 | 8,880 | 81,240 | SH | DEFINED |
| LYONDELLBASELL INDUSTRIES N | SHS - A - | N53745100 | 4,443 | 77,837 | SH | DEFINED |
| ROYAL CARIBBEAN CRUISES LTD | COM | V7780T103 | 83,238 | 2,448,187 | SH | DEFINED |

9,154,649