

**Supplement Number 2 dated 30 July 2025
to the Base Prospectus dated 11 March 2025**



BARCLAYS PLC
(incorporated with limited liability in England and Wales)

as Issuer

Debt Issuance Programme

This base prospectus supplement (the "**Supplement**") is supplemental to, forms part of and must be read in conjunction with, the base prospectus dated 11 March 2025, as supplemented by Supplement Number 1 dated 1 May 2025 (together, the "**Base Prospectus**") prepared by Barclays PLC (the "**Issuer**") with respect to its Debt Issuance Programme (the "**Programme**"). This Supplement constitutes a supplementary prospectus in respect of the Base Prospectus for the Issuer for the purposes of Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018, as amended (the "**UK Prospectus Regulation**").

Terms defined in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation, as a base prospectus supplement issued in compliance with the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement. With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Base Prospectus shall be supplemented in the manner described below.

This Supplement constitutes supplementary admission particulars in respect of the Base Prospectus for the purposes of the Rulebook of International Securities Market of the London Stock Exchange.

The purpose of this Supplement is to:

- (a) supplement the section entitled "*Information Incorporated by Reference*" commencing on page 28 of the Base Prospectus and incorporate by reference into the Base Prospectus the unaudited Interim Results Announcement of the Issuer, as filed with the SEC on Form 6-K (including exhibits thereto) on 29 July 2025 in respect of the six months ended 30 June 2025 (the "**Interim Results Announcement**"). The Interim Results Announcement has been filed with the FCA and shall be deemed to be incorporated in, and form part of, the Base Prospectus as supplemented by this Supplement. The Interim Results Announcement may be inspected during normal business hours at Barclays Treasury, 1 Churchill Place, London, E14 5HP, United Kingdom and at the specified office of the Principal Paying Agent, at 160 Queen Victoria Street, London, EC4V 4LA, United Kingdom during the life of the Notes issued pursuant to the Base Prospectus. It has also been filed with the SEC and is available in electronic form on the SEC's website at <https://www.sec.gov/cgi-bin/browse-edgar?company=barclays-plc&owner=exclude&action=getcompany>;
- (b) amend the second paragraph of the section entitled "*Forward-Looking Statements*" commencing on page viii of the Base Prospectus by replacing it with the following:

"Forward-looking statements speak only as at the date on which they are made. Forward-looking statements may be affected by a number of factors, including, without limitation: changes in legislation, regulations, governmental and regulatory policies, expectations and actions, voluntary codes of practices and the interpretation thereof, changes in IFRS and other accounting standards, including practices with regard to the interpretation and application thereof and emerging and developing sustainability reporting standards (including emissions accounting methodologies); changes in tax laws and practice; the outcome of current and future legal proceedings and regulatory investigations; the Group's ability along with governments and other stakeholders to measure, manage and mitigate the impacts of climate change effectively or navigate inconsistencies and conflicts in the manner in which climate policy is implemented in the regions where the Group operates, including as a result of the adoption of anti-ESG rules and regulations, or other forms of governmental and regulatory action against ESG policies; environmental, social and geopolitical risks and incidents and similar events beyond the Group's control; financial crime; the impact of competition in the banking and financial services industry; capital, liquidity, leverage and other regulatory rules and requirements applicable to past, current and future periods; UK, the United States ("U.S."), Eurozone and global macroeconomic and business conditions, including inflation; volatility in credit and capital markets; market related risks such as changes in interest rates and foreign exchange rates; reforms to benchmark interest rates and indices; higher or lower asset valuations; changes in credit ratings of any entity within the Group or any securities issued by it; changes in counterparty risk; changes in consumer behaviour; changes in trade policy, including the imposition of tariffs or other protectionist measures; the direct and indirect consequences of the conflicts in Ukraine and the Middle East on European and global macroeconomic conditions, political stability and financial markets; changes in U.S. legislation and policy following the U.S. elections in 2024; developments in the UK's relationship with the European Union (the "EU"); the risk of cyberattacks, information or security breaches, technology failures or operational disruptions and any subsequent impact on the Group's reputation, business or operations; the Group's ability to access funding; and the success of acquisitions (including the acquisition of Tesco Bank completed in November 2024), disposals, joint ventures and other strategic transactions. A number of these factors are beyond the Group's control. As a result, the Group's actual financial position, results, financial and non-financial metrics or performance measures or its ability to meet commitments and targets may differ materially from the statements or guidance set forth in the Group's forward-looking statements. In setting its targets and outlook for the period 2024-2026, the Issuer has made certain assumptions about the macroeconomic environment, including, without limitation, inflation, interest and unemployment rates, the different markets and competitive conditions in which the Issuer operates, and its ability to grow certain businesses and achieve costs savings and other structural actions. Additional risks and factors which may impact the Group's future financial condition and performance are identified in the Issuer's filings with the SEC (including, without limitation, in the 2024 Annual Report (as defined in the "Information Incorporated by Reference" section below)) which are available on the SEC's website at www.sec.gov."

- (c) replace the sub-section entitled "*Legal Proceedings*" under the section entitled "*The Issuer and the Group*" on page 147 of the Base Prospectus with the following:

"For a description of the governmental, legal or arbitration proceedings that the Issuer and the Group face, see Note 23 (*Provisions*) to the consolidated financial statements of the Issuer on pages 411 to 412 of the 2024 Annual Report together with Note 12 (*Provisions*) and Note 16 (*Legal, competition and regulatory matters*) to the condensed consolidated interim financial statements of the Issuer on pages 79 to 80 and pages 82 to 87, respectively, of the Interim Results Announcement."

- (d) amend the sub-section entitled "*Directors*" under the section entitled "*The Issuer and the Group*" commencing on page 147 of the Base Prospectus by replacing the table contained therein with the following updated table:

"Name	<i>Function(s) within the Issuer</i>	<i>Principal outside activities</i>
Nigel Higgins	Group Chairman	Chairman and Non-Executive Director, BBPLC; Chairman, Sadler's Wells; Non-Executive Director, Tetra Laval Group
C.S. Venkatakrishnan	Group Chief Executive and Executive Director	Chief Executive and Executive Director, BBPLC; Board Member, Institute of International Finance; Board Member, Massachusetts Institute of Technology CEO Advisory Board; Member, CNBC ESG Council; Chair, Sustainable Markets Initiative – Financial Services Task Force; Member – Sustainable Markets Initiative – Accelerator Initiative Steering Committee; Director, FCLT Global (Focusing Capital on the Long Term); Board Member, Bank Policy Institute
Anna Cross	Group Finance Director and Executive Director	Executive Director, BBPLC; Chair, The 100 Group of the FTSE Finance Director
Robert Berry	Non-Executive Director	Non-Executive Director, BBPLC; Non-Executive Director, Barclays Capital Securities Limited; Board President, Alina Lodge; Trustee, High Watch Recovery Center
Dawn Fitzpatrick	Non-Executive Director	Non-Executive Director, BBPLC; Non-Executive Director, Barclays Capital Securities Limited; Chief Executive Officer and Chief Investment Officer, Soros Fund Management LLC; Member of Advisory Council, The Bretton Woods Committee; Chair, Financial Sector Advisory Council, Federal Reserve Bank of Dallas; Non-Executive Director, Under Armour, Inc.
Mary Francis	Non-Executive Director	Non-Executive Director, BBPLC; Senior Independent Director, PensionBee Group PLC; Member, UK Takeover Appeal Board
Brian Gilvary	Senior Independent Director and Non-Executive Director	Non-Executive Chair, INEOS Energy, an INEOS group company; Defence Board, MoD (including Chair role on the Defence Audit and Risk Assurance Committee)
John Kingman	Non-Executive Director	Chair, BBUKPLC; Chair, Legal and General Group PLC (L&G)

Marc Moses	Non-Executive Director	Non-Executive Director, BBPLC; Non-Executive Director, Barclays Capital Securities Limited
Brian Shea	Non-Executive Director	Non-Executive Director, BBPLC; Chair, Barclays Execution Services Limited; Non-Executive Director, Ameriprise Financial, Inc.; Non-Executive Director, RBB Funds, Inc.
Julia Wilson	Non-Executive Director	Non-Executive Director, BBPLC; Chair, Barclays Capital Securities Limited; Non-Executive Director, Bunzl PLC
Diony Lebot	Non-Executive Director	Non-Executive Director, Alpha Bank; Non-Executive Director, EQT AB
Mary Mack	Non-Executive Director	Non-Executive Director, BBPLC; Non-Executive Director, Martin Marietta Materials, Inc.

"; and

- (e) replace the sub-section entitled "*Significant/Material Change*" under the section entitled "*General Information*" commencing on page 181 of the Base Prospectus with the following:

"There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2024, nor any significant change in the financial position or financial performance of the Issuer or the Group since 30 June 2025."

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

Any information contained in the documents specified above which is not incorporated by reference in the Base Prospectus is either not relevant for prospective investors for the purposes of Article 6(1) of the UK Prospectus Regulation or is covered elsewhere in the Base Prospectus.

If documents which are incorporated by reference into this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the UK Prospectus Regulation except where such information or other documents are specifically incorporated by reference into this Supplement.

This Supplement shall be available on or around the date hereof in electronic form at <https://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

30 July 2025