

24 May 2018

REGISTRATION DOCUMENT SUPPLEMENT

SUPPLEMENT 2/2018



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

This supplement dated 24 May 2018 (the "**Supplement**") is supplemental to and must be read in conjunction with the registration document 5/2018 dated 16 March 2018, as supplemented by Supplement 1/2018 dated 1 May 2018 (the "**Registration Document**") prepared for the purposes of giving information with respect to Barclays Bank PLC (the "**Issuer**"). This Supplement constitutes a supplement for the purposes of Directive 2003/71/EC (and amendments thereto) and Section 87G of the UK Financial Services and Markets Act 2000 ("**FSMA**").

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

The purpose of this Supplement is to amend and supplement the "Information Incorporated by Reference" and "The Issuer and the Group" sections of the Registration Document as set out below.

A) INFORMATION INCORPORATED BY REFERENCE

The information in the "Information Incorporated by Reference" section on pages 18 to 20 of the Registration Document is supplemented by adding to the list of documents incorporated by reference the joint announcement of Barclays PLC and the Issuer, as filed with the SEC on Form 6-K on 21 May 2018 in respect of the dismissal of the Serious Fraud Office charges against Barclays PLC and the Issuer (the "**Dismissal of the SFO Charges Announcement**").

B) THE ISSUER AND THE GROUP

The information in the "The Issuer and the Group" section on pages 22 to 24 of the Registration Document is amended as follows:

- (i) Deleting the paragraph under the heading "Legal Proceedings" on page 22 and replacing it with the following:

"For a description of the governmental, legal or arbitration proceedings that the Issuer and the Group face, see (i) Note 27 (Provisions) and Note 29 (Legal, competition and regulatory matters) to the financial statements of Barclays PLC on pages 237 to 238 and pages 239 to 247, respectively, of the Joint Annual Report, (ii) the DoJ Settlement Announcement, (iii) the FCA and PRA Investigations Announcement and (iv) the Dismissal of the SFO Charges Announcement."

- (ii) Deleting the information under the sub-heading entitled "Directors" on pages 23 to 24 of the Registration Document and replacing it with the following updated information:

The Directors of the Issuer, each of whose business address is 1 Churchill Place, London E14 5HP, United Kingdom, their functions in relation to the Issuer and their principal outside activities (if any)

of significance to the Issuer are as follows:

<i><u>Name</u></i>	<i><u>Function(s) within the Issuer</u></i>	<i><u>Principal outside activities</u></i>
Sir Gerald Grimstone	Chairman	Non-Executive Director, Barclays PLC; Chairman, Barclays Capital Securities Limited; Chairman, Standard Life Aberdeen plc; Non-Executive Board Member, Deloitte NWE LLP; Lead non-executive, Ministry of Defence; Member, Financial Services Trade and Investment Board; Chairman, The City UK China Market Advisory Group; Board Advisor, Abu Dhabi Commercial Bank PJSC; Chairman, Public Service Leadership Taskforce (an advisory Taskforce to the UK Government)
James Staley	Chief Executive Officer and Executive Director	Group Chief Executive Officer and Executive Director, Barclays PLC; Member, Institute of International Finance, Inc
Tushar Morzaria	Chief Finance Officer and Executive Director	Group Finance Director and Executive Director, Barclays PLC; Executive Director, Barclays Capital Securities Limited; Member, Main Committee of the 100 Group
Tim Throsby	President	Director, Human Dignity Trust; Director, Ark Oval Primary Academy Croydon; Member, Adjuvo
Peter James Bernard	Non-Executive Director	Non-Executive Director, Barclays US LLC; Executive Director, Root Capital Inc; Non-Executive Director, Massachusetts Audubon Society; Advisor, Windrose Advisors; Member of the Board of Trustees and the Investment Committee, Bowdoin College
Helen Anne Keelan	Non-Executive Director	Chairman, Barclays Bank Ireland PLC; Non-Executive Director, Barclays Capital Securities Limited; Non-Executive Director, PM Group Limited; Non-Executive Director, Liberty Insurance DAC; Non-Executive Director, Standard Life International DAC

<i>Name</i>	<i>Function(s) within the Issuer</i>	<i>Principal outside activities</i>
Maria Del Carmen Richter	Non-Executive Director	Non-Executive Director, AngloGold Ashanti; Non-Executive Director, Rexel; Non-Executive Director, Bessemer Trust
Jeremy Scott	Non-Executive Director	Vice Chairman, Parker Fitzgerald Group
Alexander Vincent Thursby	Non-Executive Director	Non-Executive Director, Rank Group PLC; Executive Director, Janheg Investments PTE Limited; Executive Director, Janheg Caribbean Limited; Member of the Board of Trustees, Eden Rivers Trust; Advisory Board, Motive Labs
Helene Maria Vletter-van Dort	Non-Executive Director	Chairwoman of the Supervisory Board, Intertrust N.V; Non-Executive Director, NN Group N.V; Member of the Single Resolutions Board's Appeal Panel, Single Resolution Board; Member, Dutch Corporate Governance Code Monitoring Committee; Board member of the IvO Centre for Financial Law and Governance and Part-time Professor, Erasmus School of Rotterdam

No potential conflicts of interest exist between any duties to the Issuer of the Directors listed above and their private interests or other duties.

References to the Registration Document shall hereafter mean the Registration Document as supplemented by this Supplement. The Issuer has taken all reasonable care to ensure that the information contained in the Registration Document, as supplemented by this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly.

This Supplement has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and the relevant implementing measures in the United Kingdom, as a supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the Issuer.



The date of this Supplement is 24 May 2018