

**Supplement Number 1 dated 7th July, 2009  
to the Information Memorandum dated 8th June, 2009**



**BARCLAYS PLC**  
*(incorporated with limited liability in England)*

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

as Issuers

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**£60,000,000,000**  
**Debt Issuance Programme**

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This information memorandum supplement (the "**Supplement**") is supplemental to, forms part of and must be read in conjunction with, the information memorandum dated 8th June, 2009 (the "**Information Memorandum**") prepared by Barclays PLC and Barclays Bank PLC (the "**Issuers**") with respect to their £60,000,000,000 Debt Issuance Programme (the "**Programme**").

Terms defined in the Information Memorandum shall, unless the context otherwise requires, have the same meaning when used in this Supplement. The Supplement is supplemental to, and shall be read in conjunction with, the Information Memorandum.

The purpose of the Information Memorandum is to give information with respect to the issue of Notes which may benefit from the guarantee (the "**Guarantee**") provided under the United Kingdom Government's 2008 Credit Guarantee Scheme for United Kingdom incorporated banks and building societies debt issuance (the "**Scheme**") by The Commissioners of Her Majesty's Treasury (the "**Guarantor**"). Neither the Information Memorandum nor this Supplement have been approved by any competent authority for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") (or any other purposes) as Notes which may benefit from the Guarantee are outside the scope of the Prospectus Directive and no election has been made for such Notes to be treated as being within the scope of the Prospectus Directive.

## **IMPORTANT NOTICES**

Each of the Issuers accepts responsibility for the information contained in this Supplement and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

The Guarantor has neither reviewed the Information Memorandum or this Supplement nor verified the information contained in them, and the Guarantor makes no representation with respect to, and does not accept any responsibility for, the contents of the Information Memorandum or this Supplement or any other statement made or purported to be made on its behalf in connection with the Issuers or the issue and offering of any Notes. The Guarantor accordingly disclaims all and any liability, whether arising in tort or contract or otherwise, which it might otherwise have in respect of the Information Memorandum or this Supplement or any such statement.

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

## AMENDMENTS OR ADDITIONS TO THE INFORMATION MEMORANDUM

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Information Memorandum shall be amended and/or supplemented in the manner described below.

### 1. Information Incorporated By Reference

By virtue of this Supplement the following amendments shall be deemed to be made to the Information Memorandum:

- 1.1 To amend the section "Information Incorporated by Reference" of the Information Memorandum as set out below:

#### "INFORMATION INCORPORATED BY REFERENCE"

The following information has been filed with the FSA and shall be deemed to be incorporated in, and to form part of, this Information Memorandum:

- (a) the joint Annual Report of the Company and the Bank, as filed with the SEC on Form 20-F in respect of the years ended 31st December, 2007 and 31st December, 2008 (the "**Joint Annual Report**"), with the exception of the information incorporated by reference in the Joint Annual Report referred to in the Exhibit Index of the Joint Annual Report, which shall not be deemed to be incorporated in this Information Memorandum;
- (b) the Annual Reports of the Bank containing the audited consolidated accounts of the Bank in respect of the years ended 31st December, 2007 (the "**2007 Bank Annual Report**") and 31st December, 2008 (the "**2008 Bank Annual Report**"), respectively;
- (c) the Interim Management Statement of the Company for the three months ended 31st March, 2009 issued on 7th May, 2009, with the exception of the Chief Executive's comments shown in italics on page one of the statement which shall not be deemed to be incorporated into this Information Memorandum (the "**Interim Management Statement**");
- (d) the capitalisation and indebtedness table of the Bank and the Group as at 31st December, 2008 as filed with the SEC on Form 6-K on 12th May, 2009 (the "**Capitalisation and Indebtedness Table**");
- (e) the announcement of the Company issued on 12th June, 2009 in relation to the receipt of a binding offer of U.S.\$13.5 billion (£8.2 billion) by BlackRock, Inc. for Barclays Global Investors business ("**BGI**") (the "**BGI Announcement**"); and
- (f) the terms and conditions set out on pages 37 to 61 of the information memorandum dated 20th October, 2008 (the "**2008 Conditions**") relating to the Programme under the heading "Conditions of the Notes".

The above documents may be inspected as described in paragraph 8 of "*General Information*".

The table below sets out the relevant page references for all of the information contained within the Joint Annual Report as filed on Form 20-F:

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Each of the Company and the Bank has applied IFRS in the financial statements incorporated by reference above. A summary of the significant accounting policies for each of the Company and the Bank is included in each of the Joint Annual Report, the 2007 Bank Annual Report and the 2008 Bank Annual Report."

- 1.2 To amend paragraph 8 of "General Information" on pages 92 and 93 of the Information Memorandum as set out below:

"8. For so long as any of the Notes are admitted to trading on the London Stock Exchange and the rules of the FSA so require, for the life of the Information Memorandum, copies of the following documents may be inspected during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) at Barclays Treasury, 1 Churchill Place, London E14 5HP and at the specified office of the Principal Paying Agent, currently located at One Canada Square, London E14 5AL:

- (i) the Memorandum and Articles of Association of each Issuer;
- (ii) the Joint Annual Report, the 2008 Bank Annual Report, the 2007 Bank Annual Report, the Interim Management Statement, the Capitalisation and Indebtedness Table and the BGI Announcement;
- (iii) the Distribution Agreement;
- (iv) the Trust Deed;
- (v) the Agency Agreement;
- (vi) the current Information Memorandum in respect of the Programme;
- (vii) any supplementary information memorandum published since the most recent information memorandum was published and any documents incorporated therein by reference;
- (viii) any Final Terms issued in respect of Notes admitted to listing, trading and/or quotation by any listing authority, stock exchange and/or quotation system since the most recent information memorandum was published; and
- (ix) in the case of a syndicated issue of Notes admitted to listing, trading and/or quotation by any listing authority, stock exchange and/or quotation system, the syndication agreement (or equivalent document)."

7th July, 2009