



From: Barclays Bank PLC (as "**Issuer**")

1 Churchill Place  
London E14 5HP  
United Kingdom

To: The holder(s) of the Securities (the "**Holder(s)**")

Copy: The Bank of New York Mellon, London Branch (as "**Issue and Paying Agent**")

One Canada Square  
London E14 5AL  
United Kingdom

31 January 2023

## NOTICE TO THE HOLDERS OF SECURITIES

### BARCLAYS BANK PLC

**GBP 500,000 Fixed and Floating Rate Securities due February 2024 (the "Tranche 5 Securities") pursuant to the Global Structured Securities Programme to be consolidated and form a single series with the existing GBP 700,000 Fixed and Floating Rate Securities due February 2024, and issued on 6 December 2019 (the "Tranche 4 Securities"), the GBP 600,000 Fixed and Floating Rate Securities due February 2024, and issued on 26 November 2019 (the "Tranche 3 Securities"), the GBP 500,000 Fixed and Floating Rate Securities due February 2024, and issued on 20 May 2019 (the "Tranche 2 Securities") and the GBP 14,000,000 Fixed and Floating Rate Securities due February 2024, and issued on 22 February 2019 pursuant to the Global Structured Securities Programme (the "Tranche 1 Securities", and together with the Tranche 2 Securities, the Tranche 3 Securities, the Tranche 4 Securities and the Tranche 5 Securities, the "Securities")**

**Series: NX000224108 | ISIN: XS1913913650**

**under the Global Structured Securities Programme**

Dear Holder,

#### ***Introduction***

We refer to the amended and restated final terms in respect of the Securities dated 28 June 2022 (replacing the original final terms dated 27 January 2020) in respect of the Securities) (the "**Final Terms**"), which completes and amends the general terms and conditions (the "**General Conditions**" and, as completed and amended by the Final Terms, the "**Conditions**") of the Securities set forth in the Global Structured Securities Programme of Barclays Bank PLC in conjunction with the GSSP Base Prospectus 1A dated 10 April 2019, as supplemented on 3 September 2019 and 24 October 2019 (as amended as at the Issue Date (being Tranche 1: 22 February 2019, Tranche 2: 20 May 2019, Tranche 3: 26 November 2019, Tranche 4: 6 December 2019 and Tranche 5: 27 January 2020) in respect of the Securities).

Under the Conditions of the Securities, the USD LIBOR ICE swap rate is used in the calculation of interest thereunder. As the publication of such rate is expected to cease on 30 June 2023 (as explained in the section "*Background – why are the Amendments necessary?*" below), please take notice that Barclays Bank PLC (in its capacity as Determination Agent under the Securities) intends to exercise its discretionary authority under the Conditions of the Securities to replace such rate with a substitute or successor swap rate that it determines is

comparable and to make certain related adjustments to the Conditions of the Securities following such cessation. The adjustments and timing are summarised below, and are as set out in the amended and restated final terms in, or substantially in, the form attached to this notice (the "**Amended and Restated Final Terms**").

Terms that are not defined in this notice have the meanings given in the Amended and Restated Final Terms or the Base Prospectus 1A (as applicable).

### ***Background – why are the Amendments necessary?***

Certain interest rates, including Interbank Offered Rates ("**IBORs**") have for several years been the subject of ongoing national and international reform and regulatory guidance. In July 2017, the UK Financial Conduct Authority (the "**FCA**") announced that it would no longer persuade or compel banks to submit rates for the calculation of the LIBOR benchmark (including US dollar rates for the purposes of quoting USD LIBOR) after 31 December 2021, later extended to 30 June 2023 for certain USD LIBOR tenors. In the U.S., the Alternative Reference Rates Committee ("**ARRC**") was convened in 2014 by the Federal Reserve Board and the Federal Reserve Bank of New York (the "**NY Federal Reserve**") to identify best practices to ensure contract robustness in the interest rate market, and create an implementation plan to support an orderly adoption of new reference rates. On 30 November 2020, the Board of Governors of the Federal Reserve System, the Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation issued a statement encouraging banks to transition away from USD LIBOR as soon as practicable. In November 2021, the FCA prohibited new use of USD LIBOR by most market participants after 31 December 2021, except in limited circumstances.

On 5 March 2021, the FCA announced the future cessation and loss of representativeness of all LIBOR rates. The announcement followed the consultation by ICE Benchmark Administration Limited ("**IBA**"), as administrator of LIBOR, on its intention to cease publication of LIBOR in its various currency-tenor settings. The FCA's announcement confirmed (among other things) that:

- publication of 1-week and 2-month USD LIBOR will permanently cease immediately after 31 December 2021 and publication of overnight and 12-month USD LIBOR will permanently cease immediately after 30 June 2023; and
- 1-month, 3-month and 6-month USD LIBOR will no longer be representative of the underlying market and economic reality that they are intended to measure immediately after 30 June 2023 and that representativeness will not be restored.

On 23 November 2022, the FCA launched a consultation on the wind-down of USD LIBOR, proposing that 1-month, 3-month and 6-month USD LIBOR continue to be published on a synthetic basis until the end of September 2024. In its announcement, the FCA reiterated that synthetic LIBOR is a "bridge" to appropriate alternative risk-free rates and not a permanent solution, reminding market participants that they should prioritise active transition and convert legacy contracts to risk-free rates wherever possible.

In light of these ongoing developments, regulatory authorities have long encouraged the transition away from the use of IBORs in the financial markets and have identified risk free rates ("**RFRs**") to take the place of such IBORs as primary benchmarks. In this context, the ARRC has identified the daily secured overnight financing rate, ("**SOFR**") as the rate that represents best practice for use in certain new US dollar derivatives and other financial contracts and instruments, including as a fallback rate in contracts referencing USD LIBOR. SOFR is an overnight RFR provided by the NY Federal Reserve, as administrator, on the website of the NY Federal Reserve at <http://www.newyorkfed.org>. The Federal Reserve began publishing SOFR in April 2018. It also publishes historical indicative SOFR going back to 2014.

### ***Status of USD LIBOR ICE swap rate***

The USD LIBOR ICE swap rate is administered by IBA and calculated by reference to USD LIBOR interest rate swaps. This means that its continued publication is dependent on a robust USD LIBOR swaps market and,

consequently, the availability of representative USD LIBOR. As USD LIBOR will either no longer exist or no longer be representative after 30 June 2023, the IBA announced on 14 November 2022 that it will cease the publication of the USD LIBOR ICE swap rate for all tenors immediately after 30 June 2023.

In June 2022, the ARRC published recommendations for existing contracts that reference the USD LIBOR ICE swap rate. The recommendations include a suggested fallback formula to replace the USD LIBOR ICE swap rate after publication has ceased. The suggested fallback is a formula which comprises the USD SOFR ICE swap rate for the applicable USD LIBOR ICE swap rate tenor *plus* 0.26161%, subject to certain adjustments. The adjustments in the formula are intended to account for (i) a difference in the numerator of the day count convention between the fixed leg of a SOFR fixed/float swap and the floating leg of a LIBOR fixed/float swap on one hand and the fixed leg of a LIBOR fixed/float swap on the other hand and (ii) the difference in payment frequency between the USD LIBOR ICE swap rate and the USD SOFR ICE swap rate. The figure of '0.26161%' is the fixed spread (before rounding) published by the International Swap Dealer Association ("**ISDA**") in respect of 3-month USD LIBOR.

### ***Risk Factors***

The NY Federal Reserve began to publish SOFR in April 2018 and began publishing SOFR averages (a "**SOFR Index**") in March 2020. SOFR is intended to be a broad measure of the cost of borrowing cash overnight collateralised by U.S. Treasury securities. The NY Federal Reserve reports that SOFR includes all trades in the Broad General Collateral Rate, plus bilateral U.S. Treasury repurchase agreement (repo) transactions cleared through the delivery-versus-payment service offered by the Fixed Income Clearing Corporation (the "**FICC**"), a subsidiary of The Depository Trust & Clearing Corporation ("**DTCC**"). SOFR is filtered by the NY Federal Reserve to remove a portion of the foregoing transactions considered to be "specials". According to the NY Federal Reserve, "specials" are repos for specific-issue collateral which take place at cash-lending rates below those for general collateral repos because cash providers are willing to accept a lesser return on their cash in order to obtain a particular security. The NY Federal Reserve reports that SOFR is calculated as a volume-weighted median of transaction-level tri-party repo data collected from The Bank of New York Mellon, which currently acts as the clearing bank for the tri-party repo market, as well as General Collateral Finance Repo transaction data and data on bilateral U.S. Treasury repo transactions cleared through the FICC's delivery-versus-payment service. The NY Federal Reserve notes that it obtains information from DTCC Solutions LLC, an affiliate of DTCC.

**SOFR differs fundamentally from USD LIBOR.** For example, SOFR is a secured overnight rate, while USD LIBOR is an unsecured rate that represents interbank funding over different maturities. In addition, because SOFR is a transaction-based rate, it is backward-looking, whereas USD LIBOR is forward-looking. Because of these and other differences, there can be no assurance that SOFR will perform in the same way as USD LIBOR would have done at any time, and there is no guarantee that it is a comparable substitute for USD LIBOR.

Furthermore, the NY Federal Reserve notes on its publication page for SOFR that use of SOFR is subject to important limitations, indemnification obligations and disclaimers, including that the NY Federal Reserve may alter the methods of calculation, publication schedule, rate revision practices or availability of SOFR at any time without notice. There can be no guarantee that SOFR will not be discontinued or fundamentally altered in a manner that is materially adverse to holders of SOFR-linked Securities. If the manner in which SOFR is calculated is changed or if SOFR is discontinued, that change or discontinuance may adversely affect the return on and the value of the relevant Securities.

Although the NY Federal Reserve has also begun publishing historical indicative SOFR going back to 2014, such pre-publication historical data inherently involves assumptions, estimates and approximations. You should not rely on any historical changes or trends in SOFR as an indicator of the future performance of SOFR. Since the initial publication of SOFR, daily changes in the rate have, on occasion, been more volatile than daily changes in comparable benchmark or market rates. As a result, the return on and value of SOFR-linked securities may fluctuate more than securities that are linked to less volatile rates.

**The USD LIBOR ICE swap rate differs fundamentally from the USD SOFR ICE swap rate.** As the floating rate leg of the USD SOFR ICE swap rate is SOFR, it is subject to the considerations and risks described above. The USD SOFR ICE swap rate has only been published for commercial use by IBA since 8 November 2021, and therefore has little historical track record. There can be no assurance that The USD SOFR ICE swap rate will perform in the same way as the USD LIBOR ICE swap rate would have done at any time, and there is no guarantee that it is a comparable substitute for USD LIBOR ICE swap rate.

### ***Summary of Adjustments***

The adjustments to the Conditions of the Securities will be as set out in the attached Amended and Restated Final Terms. The adjustments will become effective from the first date falling on or after 30 June 2023 on which the applicable tenors of the USD LIBOR ICE swap rate would otherwise need to be determined under the Conditions of the Securities. In summary, the adjustments to the Conditions of the Securities will comprise:

- Replacement of the USD LIBOR ICE swap rate with the rate recommended by the ARRC as described in '*Status of USD LIBOR ICE swap rate*' above. Specifically, the replacement rate will be the formula comprised of the USD SOFR ICE swap rate *plus* 0.26161%, subject to adjustments to account for (i) a difference in the numerator of the day count convention between the fixed leg of a SOFR fixed/float swap and the floating leg of a LIBOR fixed/float swap on one hand and the fixed leg of a LIBOR fixed/float swap on the other hand and (ii) the difference in payment frequency between the USD LIBOR ICE swap rate and the USD SOFR ICE swap rate;
- Related "fallback" provisions in case of temporary disruptions or a permanent cessation, or loss of representativeness of the replacement rate, or in case of certain other contingencies in respect of the replacement rate; and
- Inclusion of Benchmarks Regulation disclosure in relation to IBA as the administrator of the USD SOFR ICE swap rate.

This notice shall be governed by, and construed in accordance with, English law.

The Courts of England are to have exclusive jurisdiction to settle any disputes that may arise out of or in connection with these Securities and accordingly any legal action or proceedings arising out of or in connection with them shall be brought in such courts.

Yours faithfully

**BARCLAYS BANK PLC**  
(as Issuer)

**SCHEDULE**  
**AMENDED AND RESTATED FINAL TERMS**

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**Amended and Restated  
Final Terms**



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

**GBP 14,000,000 Fixed and Floating Rate Securities due February 2024 pursuant to the Global Structured Securities Programme (the Tranche 1 Securities)  
Issue Price: 100.00 per cent.**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 1 dated 28 August 2018, as supplemented on 12 November 2018 and 19 November 2018 (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, and any supplements thereto, are available for viewing at <https://www.home.barclays/prospectuses-and-documentation/structured-securities/prospectuses.html> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Securities are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA Retail Investor**"). For these purposes, an EEA Retail Investor means a person in the European Economic Area who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended from time to time "**MiFID**"); (ii) a customer within the meaning of the Insurance Mediation Directive (Directive 2002/92/EC (as amended from time to time)) ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended from time to time, including by Directive 2010/73/EU, the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to EEA Retail Investors has been prepared and therefore offering or selling the Securities or otherwise making them available to any EEA Retail Investor may be unlawful under the PRIIPs Regulation.

**BARCLAYS**

**Amended and Restated Final Terms dated 30 June 2023 (amending and restating the  
Final Terms dated 22 February 2019)**

## Part A – CONTRACTUAL TERMS

1. (a) Series number: NX000224108  
(b) Tranche number: 1
2. Settlement Currency: Pounds Sterling (“GBP”)
3. Exchange Rate: Not Applicable
4. Securities:
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: GBP 14,000,000
    - (ii) Series: GBP 14,000,000
  - (b) Specified Denomination: GBP 1
  - (c) Minimum Tradable Amount: Not Applicable
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. Issue Date: 22 February 2019
7. Interest Commencement Date: Issue Date
8. Scheduled Redemption Date: 22 February 2024
9. Calculation Amount: Specified Denomination

### Provisions relating to interest (if any) payable

10. Type of Interest: Fixed Rate Interest and Spread-Linked Interest
  - (a) Interest Payment Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
  - (b) Interest Period End Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
11. Switch Option: Not Applicable
12. Conversion Option: Not Applicable
13. Fixing Date – Interest: Not Applicable
14. Fixing Time – Interest: Not Applicable
15. Fixed Rate Interest provisions: Applicable in respect of the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020
  - (a) Fixed Rate: 1.00 per cent. per annum
  - (b) Day Count Fraction: 30/360



	(c) Range Accrual:Range Accrual:	Not Applicable	
	(d) Global Floor:	Not Applicable	
16.	Floating Rate Interest provisions:	Not Applicable	
17.	Inverse Floating Rate Interest provisions:	Not Applicable	
18.	Inflation-Linked Interest provisions:	Not Applicable	
19.	Digital Interest Provisions:	Not Applicable	
20.	Spread-Linked Interest Provisions:	Applicable - subject as provided in the Schedule of Amendments hereto in respect of the period from and including the Interest Payment Date falling in 22 February 2020 to but excluding the Interest Payment Date falling in 22 February 2024	
	(a) Floating Rate Interest provisions applicable to the determination of Spread- Linked Rate One(t) and Spread-Linked Rate Two(t):	Spread-Linked Rate One(t)	Spread-Linked Rate Two(t)
	(i) Floating Interest Rate Determination:	Not Applicable	Not Applicable
	(ii) CMS Rate Determination:	Applicable	Applicable
	- Specified Swap Rate:	Constant Maturity Swap	Constant Maturity Swap
	- Reference Currency	USD	USD
	- Designated Maturity:	30 years	2 years
	- Relevant Screen Page:	Reuters Screen page ICESWAP1	Bloomberg Screen page ICESWAP1
	- Relevant Time:	11:00 a.m., New York City time	11:00 a.m., New York City time
	- Interest Determination Date:	The date falling two New York Business Days prior to the first day of each Interest Calculation Period	The date falling two New York Business Days Days prior to the first day of each Interest Calculation Period
	- Pre-nominated Index:	Not Applicable	Not Applicable
	- Spread-Linked Rate One(t) Cap:	Not Applicable	
	- Spread-Linked Rate One(t) Floor:	Not Applicable	
	- Spread-Linked Rate Two(t) Cap:		Not Applicable

	- Spread-Linked Two <sub>(t)</sub> Floor:	Rate	Not Applicable
	(b) Cap Rate:		Not Applicable
	(c) Curve Cap:		Not Applicable
	(d) Floor Rate:		0%
	(e) Leverage:		Not Applicable
	(f) Participation:		4.05
	(g) Spread:		Not Applicable
	(h) Day Count Fraction:		30/360
	(i) Details of any short or long Interest Calculation Period:		Not Applicable
	(j) Range Accrual:		Not Applicable
21.	Decompounded Floating Rate Interest provisions:		Not Applicable
22.	Zero Coupon Provisions:		Not Applicable
<b>Provisions relating to redemption</b>			
23.	(a) Optional Early Redemption:		Not Applicable
	(b) Option Type:		Not Applicable
24.	Call provisions		Not Applicable
25.	Put provisions		Not Applicable
26.	Final Redemption Type:		Bullet Redemption
27.	Bullet Redemption provisions:		Applicable
	Final Redemption Percentage:		100%
28.	Inflation-Linked Redemption provisions:		Not Applicable
29.	Early Cash Settlement Amount:		Market Value
	Final Redemption Floor Unwind Costs:		Not Applicable
30.	Fixing Date – Redemption:		Not Applicable
31.	Fixing Time – Redemption:		Not Applicable
32.	Change in Law:		Applicable
33.	Currency Disruption Event:		Applicable
34.	Issuer Tax Event:		Applicable

- |     |                                  |                |
|-----|----------------------------------|----------------|
| 35. | Extraordinary Market Disruption: | Applicable     |
| 36. | Hedging Disruption:              | Applicable     |
| 37. | Increased Cost of Hedging:       | Not Applicable |

**Disruptions**

- |     |   |                |
|-----|---|----------------|
| 38. | Settlement Expenses:  | Not Applicable |
| 39. | FX Disruption Fallbacks<br>( <i>General Condition 10</i><br>( <i>Consequences of FX</i><br><i>Disruption Events</i> )): | Not Applicable |

**General Provisions**

- |     |   |   |
|-----|---|---|
| 40. | Form of Securities:   | Global Bearer Securities: Permanent Global Security<br><br>NGN Form: Applicable<br><br>Held under the NSS: Not Applicable<br><br>CGN Form: Not Applicable<br><br>CDIs: Not Applicable |
| 41. | Trade Date:   | 8 February 2019   |
| 42. | Taxation Gross Up:  | Not Applicable  |
| 43. | Prohibition of Sales to EEA Retail Investors:   | Applicable - see cover page of these Final Terms  |
| 44. | Early Redemption Notice Period Number:  | As set out in General Condition 28.1 ( <i>Definitions</i> )   |
| 45. | Additional Business Centre(s):  | Not Applicable  |
| 46. | Business Day Convention:  | Following   |
| 47. | Determination Agent:  | Barclays Bank PLC   |
| 48. | Registrar:  | Not Applicable  |
| 49. | CREST Agent:  | Not Applicable  |
| 50. | Transfer Agent:   | Not Applicable  |
| 51. | (a) Name of Manager:  | Barclays Bank PLC   |
|     | (b) Date of underwriting agreement:   | Not Applicable  |
|     | (c) Names and addresses of secondary trading intermediaries and main terms of commitment: | Not Applicable  |
| 52. | Registration Agent:   | Not Applicable  |

- |     |                      |                |
|-----|----------------------|----------------|
| 53. | Masse Category:      | Not Applicable |
| 54. | Governing law:       | English law    |
| 55. | Belgian Securities   | Not Applicable |
| 56. | Relevant Benchmarks: | Not Applicable |

## PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Issue Date.

Estimate of total expenses related to admission to trading: GBP 375
2. **RATINGS**

Ratings: The Securities have not been individually rated.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: General funding
  - (ii) Estimated net proceeds: Not Applicable
  - (iii) Estimated total expenses: Not Applicable
4. **YIELD**

Not Applicable
5. **HISTORIC INTEREST RATES**

Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS1913913650
  - (ii) Common Code: 191391365
  - (iii) Relevant Clearing System(s) and the relevant identification number(s): Clearstream, Euroclear
  - (iv) Delivery: Delivery free of payment
  - (v) Name and address of additional Paying Agent(s) (if any): Not Applicable

## SCHEDULE OF AMENDMENTS

The provisions of this Schedule of Amendments shall apply in respect of each Spread-Linked Interest Calculation Period commencing on or after the day that falls three New York Business Days after 30 June 2023.

Notwithstanding anything else in these Final Terms and the other Conditions of the Securities, to the extent of any inconsistency with any other term of these Final Terms or any other Conditions of the Securities, the terms of this Schedule of Amendments shall prevail.

### 1. Interest on Spread-Linked Securities

#### 1.1 Spread-Linked Interest Determination – Reference Rate 'USD ISR Fallback Rate'

The following provisions shall apply for the purposes of determining the Spread-Linked Rate of Interest in respect of any applicable Spread-Linked Interest Calculation Period:

- in respect of Spread-Linked Rate One(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above shall be replaced with "30 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "30 Year USD ISR Fallback Rate" set out in this Schedule shall apply;
- in respect of Spread-Linked Rate Two(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above "2 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap Rate (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "2 Year USD ISR Fallback Rate" set out in this Schedule shall apply; and
- any other rate that is not subject to this Schedule, any margin, multiplier and/or minimum or maximum interest rate, cap rate, curve cap, floor rate, leverage, participation or spread (howsoever described) shall continue to apply to the Securities as set out in Part A of these Final Terms.

For the purposes of this Schedule, the following terms have the following meanings:

**"2 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

**"30 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or

- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**Calculated USD ISR Fallback Rate**" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:

$$y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$$

Where:

$y^L$  is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;

$y^{ois}$  is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and

$s^{3M}$  is 0.26161 per cent.

"**Designated Maturity**" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;

"**Interest Determination Date**" means the day that is two New York Business Days prior to the first day in the Spread-Linked Interest Calculation period;

"**Published USD ISR Fallback Rate**" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent);

"**Reference Rate**" means the 2 Year USD ISR Fallback Rate and 30 Year USD ISR Fallback Rate, as applicable, or any successor or replacement rate and/or component or underlying rate thereof (as the context may require), as applicable (all as determined by the Determination Agent);

"**Relevant Screen Page**" means:

- (a) in respect of the USD SOFR ICE SWAP Rate with a maturity of 2 years, Bloomberg Page USISSO02 (or any successor page); and
- (b) in respect of the USD SOFR ICE SWAP Rate with a maturity of 30 years, Bloomberg Page USISSO30 (or any successor page).

"**Relevant Time**" means 11:00 a.m., New York City time;

"**Spread-Linked Rate Interest Calculation Period**" means an Interest Calculation Period in respect of which the "Type of Interest" is specified to be "Spread-Linked Interest"; and

"**USD SOFR ICE Swap Rate**" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.

## 1.2 **Rate Disruption**

Unless a Benchmark Cessation Event (as defined below) has occurred, in which case section 2 (*Benchmark Cessation Event*) below shall apply, if the Reference Rate is not (i) published by the administrator of such Reference Rate or an authorised distributor or (ii) otherwise provided by the administrator of such Reference Rate on any Interest Determination Date, then the Reference Rate shall be determined by the Determination Agent as the Reference Rate published with respect to the first Business Day preceding such Interest Determination Date for which the Reference Rate was published by or on behalf of the administrator of the Reference Rate. If the Determination Agent determines that it is unable to determine the Reference Rate in accordance with the preceding sentence, the Reference Rate in respect of the relevant Interest Determination Date shall be such other rate as determined by the Determination Agent, taking into account (i) any source(s) that as it considers appropriate, (ii) any alternative benchmark(s) then available, and (iii) prevailing industry standards in any related market (including, without limitation, the derivatives market).

## 1.3 **Corrections to Published and Displayed Rates**

In the event that the Reference Rate determined in accordance with section 1.1 above is subsequently corrected, and the correction (the "**Corrected Rate**") is published after the original publication but no later than the longer of (i) one hour after such original publication and (ii) any other period for corrections specified by a relevant administrator in its methodology for the relevant Reference Rate, then provided that such Corrected Rate is published on or prior to the date falling two Business Days prior to the date on which a related payment is scheduled to be made under the Securities (the "**Relevant Scheduled Payment Date**"), then such Corrected Rate shall be deemed to be the relevant Reference Rate and the Determination Agent shall use such Corrected Rate in determining the relevant Interest Rate. Any corrections published after the second Business Day prior to the Relevant Scheduled Payment Date shall be disregarded for the purposes of determining the relevant Interest Rate.

## 2. **Benchmark Cessation Event**

If on (or prior to) any Interest Determination Date, the Determination Agent determines that a Benchmark Cessation Event and its related Benchmark Replacement Date have occurred prior to the Relevant Time in respect of any determination of the Reference Rate ("**Discontinued Reference Rate**"), the Determination Agent shall determine the relevant Interest Rate for the relevant Interest Determination Date, Spread-Linked Interest Calculation Period and Interest Payment Date in accordance with the following methodologies:

- (i) the Determination Agent shall, in its discretion, select a substitute or successor reference rate that it determines is comparable to the Discontinued Reference Rate to replace such Discontinued Reference Rate, and shall replace the Discontinued Reference Rate by such substitute or successor reference rate with effect from the date as determined by the Determination Agent and such substitute or successor reference rate will be deemed to be the Reference Rate with effect from such date. The Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including, without limitation, any Condition or term relevant to the settlement or payment under the Securities, as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (a) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement, such as an adjustment spread and (b) any other adjustment(s) to reflect a different term structure or methodology). In selecting a substitute or successor reference rate and making any adjustments to the Conditions or other terms of the Securities, the Determination Agent may (but shall not be obliged to) take into account prevailing industry standards in any related market (including, without limitation, the derivatives market); or
- (ii) if the Determination Agent determines that no substitute or successor reference rate is available for the purpose of sub-paragraph (i) immediately above or otherwise does not determine the Reference Rate in accordance with the foregoing, an Additional Disruption Event shall be deemed to have occurred for the purposes of these provisions and the Determination Agent shall adjust,



redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Conditions in respect of the Securities.

For the purposes of the above, the following terms have the following meanings:

**"Benchmark Cessation Event"** means the occurrence of one or more of the following events with respect to the Reference Rate:

- (a) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that such administrator has ceased or will cease to provide the Reference Rate, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate, which states that the administrator of the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
- (c) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate announcing that the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored.

**"Benchmark Replacement Date"** means the earliest to occur of the following events with respect to a Reference Rate in respect of which a Benchmark Cessation Event has occurred:

- (a) in the case of paragraph (a) or (b) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the administrator of the Reference Rate permanently or indefinitely ceases to provide such rate; or
- (b) in the case of paragraph (c) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the Reference Rate is no longer representative of the underlying market and economic reality that such rate is intended to measure, by reference to the most recent statement or publication contemplated in paragraph (c) of the definition of Benchmark Cessation Event.

### 3. **Administrator/Benchmark Event**

If an Administrator/Benchmark Event and its related Administrator/Benchmark Event Effective Date occurs in respect of the Securities, then an Additional Disruption Event shall be deemed to have occurred and the Determination Agent may adjust (subject as provided in the next sentence), redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Condition in respect of the Securities. In respect of adjustments, the Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including without limitation, to select a successor Relevant Benchmark and to adjust any Condition or term relevant to the settlement or payment under the Securities as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (i) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement and (ii) any other adjustment(s) to reflect a different term structure or methodology of a replacement Relevant Benchmark, if applicable). The Issuer shall notify the Securityholder(s) as soon as

reasonably practicable of any such action taken following the occurrence of an Administrator/Benchmark Event. Notwithstanding anything else in this paragraph, in the event that the Administrator/Benchmark Event comprises a Modification Event, the Determination Agent may determine not to undertake any or all of the actions described in this paragraph.

For the purposes of the above, the following terms have the following meanings:

**"Administrator/Benchmark Event"** means, in respect of any Securities and a Relevant Benchmark, the occurrence or existence, as determined by the Determination Agent, of any of the following events in respect of such Relevant Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of a Relevant Benchmark or the administrator or sponsor of a Relevant Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, or any prohibition by a relevant competent authority or other relevant official body, in each case with the effect that the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities (such date on which the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities, the **"Administrator/Benchmark Event Effective Date"**); or
- (b) any material change in the methodology or other terms of the Relevant Benchmark has occurred or is likely to occur (**"Modification Event"**).

**"Relevant Benchmark"** means each Reference Rate (as applicable).

#### 4. Interim Measures

If, at any time, following (i) a Benchmark Cessation Event has occurred but prior to any substitution or adjustment having become effective and/or (ii) an Administrator/Benchmark Event has occurred but prior to any adjustment and/or redemption and/or cancellation and/or any other action having become effective, the relevant Reference Rate is required for any determination in respect of the Securities, then:

- (i) if the Reference Rate is still available, and it is still permitted under applicable law or regulation for the Securities to reference the Reference Rate and for the Issuer and/or the Determination Agent (as applicable) to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined pursuant to the terms that would apply to the determination of the Reference Rate as if no Benchmark Cessation Event or Administrator/Benchmark Event (as applicable) had occurred; or
- (ii) if the Reference Rate is no longer available or it is no longer permitted under applicable law or regulation applicable to the Issuer and/or to the Determination Agent (as applicable) for the Securities to reference the Reference Rate or for any such entity to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined by the Determination Agent acting in good faith and in a commercially reasonable manner having regard to such sources as it considers appropriate and any alternative benchmark then available and taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market), as (a) a substitute or successor rate that it has determined is the industry-accepted (in the derivatives market) substitute or successor rate for the relevant Reference Rate or (b) if it determines there is no such industry-accepted (in the derivatives market) substitute or successor rate, a substitute or successor rate that it determines is a commercially reasonable alternative to the Reference Rate, taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market). If such Reference Rate is determined as any such substituted or successor rate, the Determination Agent may determine such other amendments to the Securities which it considers are necessary and/or appropriate in order to reflect the replacement of the Reference Rate with such substituted

or successor rate. If the Determination Agent determines the Reference Rate in accordance with this paragraph, the Determination Agent shall notify the Issuer of such determination made by it and the action that it proposes to take in respect of any such determination and the Issuer, in turn, shall notify the Securityholders thereof as soon as reasonably practicable thereafter.

5. **Benchmark Regulation**

USISSO30 (30 Year USD ISR Fallback Rate) and USISSO2 (2 Year USD ISR Fallback Rate) are provided by ICE Benchmark Administration Limited. As at the date hereof, ICE Benchmark Administration Limited does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to article 36 of the Benchmarks Regulation. The transitional provisions in Article 51 of the Benchmarks Regulation apply, such that ICE Benchmark Administration Limited is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence).

## SUMMARY

<b>Section A – Introduction and warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	Not Applicable: the Issuer does not consent to the use of the Base Prospectus for subsequent resales.
<b>Section B – Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	The Securities are issued by Barclays Bank PLC (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer</b>	<p>The Issuer is a public limited company registered in England and Wales.</p> <p>The principal laws and legislation under which the Issuer operates are the laws of England and Wales including the Companies Act.</p>
<b>B.4b</b>	<b>Known trends affecting the Issuer and industries in which the Issuer operates</b>	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Bank Group</b>" or "<b>Barclays</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change, as a result, regulatory risk will remain a focus. A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's decision to withdraw from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p>The most significant of the regulatory reforms affecting the Bank Group in 2018 is the creation of the ring-fenced bank under the structural reform programme</p>

		<p>carried out by the ultimate holding company of the Bank Group (Barclays PLC, together with its subsidiaries, the "<b>Group</b>").</p> <p>There are several other significant pieces of legislation which will require significant management attention, cost and resource which include:</p> <ul style="list-style-type: none"> <li>• Changes in prudential requirements, including the proposals for amendment of the Capital Requirements Directive (CRD IV) and the EU Bank Recovery and Resolution Directive (BRRD) which may impact minimum requirements for own funds and eligible liabilities (MREL), leverage, liquidity or funding requirements, applicable buffers and/or add-ons to such minimum requirements and risk weighted assets calculation methodologies all as may be set by international, EU or national authorities from time to time.</li> <li>• The derivatives market has been the subject of particular focus for regulators in recent years across the G20 countries and beyond, with regulations introduced which require the reporting and clearing of standardised over the counter ("<b>OTC</b>") derivatives and the mandatory margining of non-cleared OTC derivatives. Reforms in this area are ongoing with further requirements expected to be implemented in the course of 2018.</li> <li>• The recast Markets in Financial Instruments Directive in Europe, which came into force in January 2018, has fundamentally changed the European regulatory framework, and entails significant operational changes for market participants in a wide range of financial instruments as well as changes in market structures and practices.</li> <li>• The EU Benchmarks Regulation which also came into force in January 2018 regulates the administration and use of benchmarks in the EU. Compliance with this evolving regulatory framework entails significant costs for market participants and is having a significant impact on certain markets in which the Bank Group operates.</li> <li>• Other regulations applicable to swap dealers, including those promulgated by the US Commodity Futures Trading Commission, have imposed significant costs on the Bank Group's derivatives business. These and any future requirements are expected to continue to impact such business.</li> </ul>
<b>B.5</b>	<b>Description of the group and the Issuer's position within the group</b>	<p>The Bank Group is a major global financial services provider.</p> <p>The Issuer is a wholly owned direct subsidiary of Barclays PLC, which is the ultimate holding company of the Bank Group.</p>
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable: the Issuer has chosen not to include a profit forecast or estimate.
<b>B.10</b>	<b>Nature of any qualifications in audit report on historical financial information</b>	Not Applicable: the audit report on the historical financial information contains no such qualifications.
<b>B.12</b>	<b>Selected key financial information; no material adverse change and significant</b>	Based on the Bank Group's audited financial information for the year ended 31 December 2017, the Bank Group had total assets of £1,129,343 million (2016: £1,213,955 million), total net loans and advances of £401,762 million (2016: £436,417 million), total deposits of £467,332 million (2016: £472,917 million), and total equity of £65,734 million (2016: £70,955 million) (including non-controlling interests of £1 million (2016: £3,522 million)). The profit before tax

	<b>change statements</b>	<p>of the Bank Group for the year ended 31 December 2017 was £3,166 million (2016: £4,383 million) after credit impairment charges and other provisions of £2,336 million (2016: £2,373 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2017.</p> <p>Based on the Bank Group's unaudited financial information for the six months ended 30 June 2018, the Bank Group had total assets of £903,345 million (30 June 2017: £1,136,867 million), total net loans and advances of £226,369 million (30 June 2017: £427,980 million), total deposits of £279,438 million (30 June 2017: £488,162 million), and total shareholders' equity of £48,192 million (30 June 2017: £66,167 million) (including non-controlling interests of £2 million (30 June 2017: £84 million)). The profit before tax from continuing operations of the Bank Group for the six months ended 30 June 2018 was £725 million (30 June 2017: £1,731 million) after credit impairment charges and other provisions of £156 million (30 June 2017: £656 million). The financial information in this paragraph is extracted from the unaudited condensed consolidated interim financial statements of the Issuer for the six months ended 30 June 2018.</p> <p>Not Applicable: there has been no significant change in the financial or trading position of the Bank Group since 30 June 2018.</p> <p>There has been no material adverse change in the prospects of the Issuer since 31 December 2017.</p>
<b>B.13</b>	<b>Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency</b>	Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
<b>B.14</b>	<b>Dependency of the Issuer on other entities within the group</b>	<p>The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.</p> <p>The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.</p>
<b>B.15</b>	<b>Description of the Issuer's principal activities</b>	The Bank Group is a global consumer and wholesale bank offering products and services across personal, corporate and investment banking and wealth management, with a strong presence in the UK and the US.
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
<b>B.17</b>	<b>Credit ratings assigned to the Issuer or its debt securities</b>	The short-term unsecured obligations of the Issuer are rated A-1 by S&P Global Ratings Europe Limited, UK Branch, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term unsecured unsubordinated obligations of the Issuer are rated A by S&P Global Ratings Europe Limited, UK Branch, A2 by Moody's Investors Service Ltd. and A by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated. <b>Ratings:</b> This issue of

		Securities will not be rated.
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities described in this Summary may be debt securities or, where the repayment terms are linked to the performance of a specified inflation index, derivative securities.</p> <p>Securities will bear interest at a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, or a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds the specified strike rate on the relevant date of determination, may be zero coupon securities (which do not bear interest) or may apply a combination of different interest types. The type of interest (if any) payable on the Securities may be the same for all Interest Payment Dates or may be different for different Interest Payment Dates. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities. The amount of interest payable in respect of the Securities on an Interest Payment Date may be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates during the observation period relating to that interest payment date.</p> <p>Securities may include an option for the Securities to be redeemed prior to maturity at the election of the Issuer or the investor. If Securities are not redeemed early they will redeem on the Scheduled Redemption Date and the amount paid will either be a fixed redemption amount, or an amount linked to the performance of a specified inflation index.</p> <p>Securities may be cleared through a clearing system or uncleared and held in bearer or registered form. Certain cleared Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system.</p> <p>Securities will be issued in one or more series (each a "<b>Series</b>") and each Series may be issued in tranches (each a "<b>Tranche</b>") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code.</p> <p>The Securities are transferable obligations of the Issuer that can be bought and sold by investors in accordance with the terms and conditions set out in the Base Prospectus (the "<b>General Conditions</b>"), as completed by the final terms document (the "<b>Final Terms</b>") (the General Conditions as so completed, the "<b>Conditions</b>").</p> <p><b>Interest:</b> The interest payable in respect of the Securities will be determined by reference to a combination of a fixed rate of interest and a rate of interest linked to the spread between two floating rates. The amount of interest payable in respect of a security for an interest calculation period will be determined by multiplying the interest calculation amount of such security by the applicable interest rate and day count fraction.</p> <p><b>Call or Put option:</b> Not applicable</p> <p><b>Final redemption:</b> The final redemption amount will be 100 per cent. of GBP 1 (the Calculation Amount).</p> <p><b>Form:</b> The Securities will initially be issued in global bearer form.</p> <p><b>Identification:</b> Series number: NX000224108; Tranche number: 1</p> <p><b>Identification codes:</b> ISIN Code: XS1913913650; Common Code: 191391365; SEDOL: BJDQ375</p>

		<b>Governing law:</b> The Securities will be governed by English law.
<b>C.2</b>	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a settlement currency other than the currency in which they are denominated, with such payments being converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Pounds Sterling ("<b>GBP</b>").</p>
<b>C.5</b>	<b>Description of restrictions on free transferability of the Securities</b>	<p>Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S and must comply with transfer restrictions with respect to the United States.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
<b>C.8</b>	<b>Description of rights attached to the Securities including ranking and limitations to those rights</b>	<p><b>Rights:</b> Each Security includes a right to a potential return of interest and amount payable on redemption together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on future amendments.</p> <p><b>Price:</b> Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The minimum denomination will be the Calculation Amount in respect of which interest and redemption amounts will be calculated. The issue price of the Securities is 100.00 per cent. The denomination of a Security is GBP 1 (the "<b>Calculation Amount</b>").</p> <p><b>Taxation:</b> All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, unless 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms and otherwise save in limited circumstances, pay additional amounts to cover the amounts so withheld or deducted. If 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms the Issuer will not pay additional amounts to cover the amounts so withheld or deducted.</p> <p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the Holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the Holder (or, in the case of French law Securities, the representative of the Holders).</p> <p><b>Ranking:</b> The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p><b>Limitations to rights:</b> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying assets. The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including all Holders who voted in a manner contrary to the majority. Furthermore, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to</p>



		postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).
C.9	<b>Interest/ Redemption</b>	<p><b>Interest:</b> In respect of each interest calculation period, Securities may or may not bear interest. For each interest calculation period in respect of which the Securities bear interest, interest will accrue at one of the following rates: a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds a specified level on the relevant date of determination, or a rate that is compounded floating rate. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities (the "<b>Switch Option</b>"). Securities may also include an option for the Holder representing 100% of the Aggregate Nominal Amount (or of the outstanding number, as applicable) to convert any existing type of interest payable on the Securities to fixed rate interest (the "<b>Conversion Option</b>"). The amount of interest payable in respect of the Securities on an Interest Payment Date may also be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates, as described in 'Range Accrual Factor' below (the "<b>Range Accrual Factor</b>").</p> <p><b>Final Redemption:</b> The amount payable on final redemption of the Securities will either be fixed at a percentage of the Calculation Amount of the Securities, or may reference the Calculation Amount of the Securities (being the minimum denomination of the Securities) as adjusted upwards or downwards to account for movements in an inflation index. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p> <p><b>Optional Early Redemption:</b> Certain Securities may be redeemed earlier than the Scheduled Redemption Date following the exercise of a call option by the Issuer or the exercise of a put option by a Holder of the Securities.</p> <p><b>Mandatory Early Redemption:</b> Securities may also be redeemed earlier than the Scheduled Redemption Date if performance of the Issuer's obligations becomes illegal, if the Determination Agent so determines, following cessation of publication of an inflation index, or following the occurrence of a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligation under the Securities.</p> <p><b>Indicative amounts:</b> If the Securities are being offered by way of a Public Offer and any specified product values below are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, an indicative minimum amount, an indicative maximum amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.</p> <p style="text-align: center;"><b>INTEREST</b></p> <p><b>Fixed Rate Interest.</b> For the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020, each Security will bear interest at a rate of 1.00% per annum payable at the end of each interest calculation period on 22 May, 22 August, 22 November and 22 February in each year (each, an "<b>Interest Payment Date</b>").</p>

**Spread-Linked Interest.** (i) For the period from and including the Interest Payment Date falling on 22 February 2020 to but excluding the Interest Payment Date falling on 22 February 2023 (the "**First Spread-Linked Period**"), each Security will bear interest from 22 February 2020 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date and (ii) for the period from and including the Interest Payment Date falling on 22 February 2023 to but excluding the Interest Payment Date falling on 22 February 2024 (the "**Second Spread-Linked Period**"), each Security will bear interest from 22 February 2023 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date.

The applicable rate of interest ("**Rate of Interest**") will be equal to Spread-Linked Rate One(t) minus the product of the number set out under the heading 'Leverage' below and Spread-Linked Rate Two(t) multiplied by the number set out under the heading 'Participation' below, provided that such rate shall not be less than the relevant percentage specified under 'Floor(%)' below.

"**Spread-Linked Rate One<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 1 (as defined below) and (ii) in the Second Spread-Linked Period, the 30 year USD ISR Fallback Rate (as defined below).

"**Spread-Linked Rate Two<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 2 (as defined below) and (ii) in the Second Spread-Linked Period, the 2 Year USD ISR Fallback Rate (as defined below).

Leverage:	Participation:	Floor (%):
1	4.05	0%

"**CMS Reference Rate 1**" means the swap rate for swap transactions in USD (the "**Reference Currency**") with a maturity of 30 years which appears on Reuters Screen page ICESWAP1 (the "**Relevant Screen Page**") as at 11:00 a.m. New York City Time (the "**Relevant Time**") on the date falling two New York Business Days prior to the first day of each interest calculation period (the "**Interest Determination Date**");

"**CMS Reference Rate 2**" means the swap rate for swap transactions in the Reference Currency with a maturity of 2 years which appears on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date;

"**2 Year USD ISR Fallback Rate**" means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**30 Year USD ISR Fallback Rate**" means:

- (a) the Published USD ISR Fallback Rate; or

		<p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p><b>"Calculated USD ISR Fallback Rate"</b> means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:</p> $y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$ <p>Where:</p> <p><math>y^L</math> is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;</p> <p><math>y^{ois}</math> is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and</p> <p><math>s^{3M}</math> is 0.26161 per cent.</p> <p><b>"Designated Maturity"</b> means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;</p> <p><b>"Published USD ISR Fallback Rate"</b> means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent); and</p> <p><b>"USD SOFR ICE Swap Rate"</b> means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 22 February 2024 by payment by the Issuer of an amount in GBP equal to GBP 1 multiplied by 100%.</p> <p style="text-align: center;"><b>OPTIONAL EARLY REDEMPTION</b></p> <p>These Securities cannot be redeemed early at the option of the Issuer or the Holder.</p>
C.10	<b>Derivative component in the interest payment</b>	Not applicable, there is no derivative component in the interest payment.

<b>C.11</b>	<b>Admission to trading</b>	<p>Securities may be admitted to trading on a regulated market in Belgium, Denmark, Finland, France, Ireland, Italy, Luxembourg, Malta, the Netherlands, Norway, Portugal, Spain, Sweden or the United Kingdom.</p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the London Stock Exchange with effect from 22 February 2019.</p>
<b>C.15</b>	<b>Description of how the value of the investment is affected by the value of the underlying instrument</b>	<p>The return on, and value of, Securities that are derivative securities will be linked to the performance of a specified inflation index. In addition, any interest payments will be calculated by reference to a fixed rate and/or one or more floating rates or movements in the specified inflation index.</p> <p>Payments of interest are calculated by reference to the Fixed Rate of 1.00% and by reference to Spread-Linked Rate One(t) and Spread-Linked Rate Two(t).</p>
<b>C.16</b>	<b>Expiration or maturity date of the securities</b>	<p>Securities with repayment terms that reference the performance of a specified inflation index are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities is 22 February 2024.</p>
<b>C.17</b>	<b>Settlement procedure of the derivative securities</b>	<p>Securities that are derivative securities will be delivered on the specified issue date either against payment of the issue price (or, in the case of Securities having a settlement currency different from the currency of denomination, the settlement currency equivalent of the issue price) or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>, CREST, Euroclear France, S.A., VP Securities, A/S, Euroclear Finland Oy, Norwegian Central Securities Depository, Euroclear Sweden AB or SIX SIS Ltd.</p> <p>Securities will be delivered on 22 February 2019 (the "<b>Issue Date</b>") free of payment of the issue price of the Securities.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>.</p>
<b>C.18</b>	<b>Description of how the return on derivative securities takes place</b>	<p>The value of the underlying asset to which Securities that are derivative Securities are linked will affect the interest paid and/or the amount paid on the Scheduled Redemption Date. Interest and any redemption amount payable will be paid in cash.</p> <p>Not applicable: the Securities are not derivative securities.</p>
<b>C.19</b>	<b>Final reference price of the underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.20</b>	<b>Type of underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.21</b>	<b>Market where Securities are traded</b>	Application is expected to be made by the Issuer to list the Securities on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from 22 February 2019.
<b>Section D – Risks</b>		
<b>D.2</b>	<b>Key information on the key risks that are specific to the Issuer</b>	The risks described below are material risks that senior management has identified with respect to the Group. In connection with the planned implementation in the first half of 2018 of ring-fencing certain of the Group's UK businesses, the Issuer will transfer what are materially the assets and business of the Barclays UK division to another subsidiary of the Group, Barclays Bank UK PLC (the " <b>UK Ring-fenced Bank</b> "). Senior management expects that upon this

	<p>transfer the material risks with respect to the Bank Group will be the same in all material respects as those risks with respect to the Group.</p> <p>The Issuer classifies eight risks as "<b>Principal Risks</b>": (1) Credit Risk; (2) Market Risk; (3) Treasury and Capital Risk; (4) Operational Risk; (5) Model Risk; (6) Conduct Risk; (7) Reputation Risk; and (8) Legal Risk (each a "<b>Principal Risk</b>"). Material risks to the Group and their impact are described below in the sections (i) material existing and emerging risks potentially impacting more than one Principal Risk and (ii) material existing and emerging risks impacting individual Principal Risks.</p> <p><b>(i) Material existing and emerging risks potentially impacting more than one Principal Risk</b></p> <p><b>Business conditions, general economy and geopolitical issues</b></p> <p>The Group offers a broad range of services, including to retail, institutional and government customers, in a large number of countries. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where the Group is active, or in any systemically important economy, could adversely affect the Group's operating performance, financial condition and prospects.</p> <p><b>Interest rate rises adversely impacting credit conditions</b></p> <p>To the extent that central banks increase interest rates particularly in the Group's main markets, in the UK and the US, there could be an impact on consumer debt affordability and corporate profitability. While interest rate rises could positively impact the Group's profitability, as retail and corporate business income may increase due to margin de-compression, future interest rate increases, if larger or more frequent than expectations, could cause stress in the loan portfolio and underwriting activity of the Group. Higher credit losses driving an increased impairment allowance would most notably impact retail unsecured portfolios and wholesale non- investment grade lending.</p> <p>Interest rates rising faster than expected could also have an adverse impact on the value of high quality liquid assets which are part of the Group Treasury function's investment activity that could consequently create more volatility through the Group's available for sale reserves than expected.</p> <p><b>Process of UK withdrawal from the European Union</b></p> <p>The uncertainty and increased market volatility following the UK's decision to leave the EU in 2019 is likely to continue until the exact nature of the future trading relationship with the EU becomes clear. The potential risks associated with an exit from the EU include:</p> <ul style="list-style-type: none"> <li>• Increased market risk with the impact on the value of trading book positions;</li> <li>• Potential for credit spread widening for UK institutions which could lead to reduced investor appetite for the Group's debt securities, which could negatively impact the cost of and/or access to funding;</li> <li>• Changes in the long-term outlook for UK interest rates which may adversely affect International Accounting Standards 19 pension liabilities and the market value of equity investments funding those liabilities;</li> </ul>
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	<ul style="list-style-type: none"> <li>• Increased risk of a UK recession with lower growth, higher unemployment and falling UK house prices. This would negatively impact a number of the Group's portfolios;</li> <li>• Changes to current EU "Passporting" rights which will likely require adjustments to the current model for the Group's cross-border banking operation which could increase operational complexity and/or costs;</li> <li>• The ability to attract, or prevent the departure of, qualified and skilled employees may be impacted by the UK's future approach to the EU freedom of movement and immigration from the EU countries; and</li> <li>• The legal framework within which the Group operates could change and become more uncertain as the UK takes steps to replace or repeal certain laws currently in force, which are based on EU legislation and regulation.</li> </ul> <p><b>Regulatory change agenda and impact on business model</b></p> <p>The Group remains subject to ongoing significant levels of regulatory change and scrutiny in many of the countries in which it operates (including, in particular, the UK and the US). A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's decision to withdraw from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Group's business, capital and risk management strategies and/or may result in the Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p><b>Certain potential consequences of ring-fencing to the Issuer</b></p> <p>In connection with the planned implementation in the first half of 2018 of ring-fencing certain of the Group's businesses, the Issuer will transfer what are materially the assets and business of the Barclays UK division to another subsidiary of the Group, the UK Ring-fenced Bank. Senior management expects that upon this transfer, the material risks with respect to the Bank Group will be the same in all material respects as those risks with respect to the Group. However, senior management has identified certain potential differences in risks with respect to the Bank Group as compared to risks to the Group.</p> <p>The transfer of the assets and liabilities of the Barclays UK division from the Issuer will mean that the Bank Group will be less diversified than the Group as a whole. The Issuer will not be the parent of the UK Ring-fenced Bank and thus will not have recourse to the assets of the UK Ring-fenced Bank.</p> <p>The implementation of ring-fencing may adversely affect the market value and/or liquidity of the Securities.</p> <p><b>(ii) Material existing and emerging risks potentially impacting more than one Principal Risk</b></p> <p><b>Credit risk:</b> The risk of loss to the Group from the failure of clients, customers or counterparties, including sovereigns, to fully honour their obligations to the Group, including the whole and timely payment of principal, interest, collateral and other receivables. The Group may suffer financial loss if any of its customers, clients or counterparties fails to fulfil their contractual obligations to the Group.</p> <p><b>Market risk:</b> The risk of a loss arising from potential adverse changes in the value of the Group's assets and liabilities from fluctuation in market variables including, but not limited to, interest rates, foreign exchange, equity prices,</p>
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	<p>commodity prices, credit spreads, implied volatilities and asset correlations. The Group's trading business is generally exposed to a prolonged period of elevated asset price volatility, particularly if it negatively affects the depth of marketplace liquidity.</p> <p><b>Treasury and capital risk:</b> The risk that the Group (i) is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount, tenor and composition of funding and liquidity to support its assets, (ii) has an insufficient level or composition of capital to support its normal business activities and to meet its regulatory capital requirements, or (iii) is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its assets and liabilities. The Group may not be able to achieve its business plans due to, among other things: a) being unable to maintain appropriate capital ratios; b) being unable to meet its obligations as they fall due; c) rating agency downgrades; d) adverse changes in foreign exchange rates on capital ratios; e) adverse movements in the pension fund; and f) non- traded market risk/interest rate risk in the banking book.</p> <p><b>Operational risk:</b> The Group is exposed to many types of operational risk. These include: (i) the risk of failing to adequately manage the threat of cyber attacks and to continually evolve enterprise security and provide an active cyber security response capability could result in increased fraud losses, inability to perform critical economic functions, customer detriment, potential regulatory censure and penalty, legal liability, reduction in shareholder value and reputational damage; (ii) the risk of loss of or disruption to the Group's business processing, whether arising through impacts on technology systems, real estate services, personnel availability or the support of major suppliers, and which may result in significant customer detriment, cost to reimburse losses incurred by the Group's customers, potential regulatory censure or penalty, and reputational damage; (iii) to the extent that the Group depends on suppliers for the provision of many of its services and the development of future technology driven product propositions, there is a risk that client information or critical infrastructures is not adequately protected, the potential for a negative impact on the Group's ability to continue to provide services that are material to the Group following a failure by any such supplier and the potential for increased losses, inability to perform critical economic functions, customer detriment, potential regulatory censure and penalty, legal liability and reputational damages upon a failure to adequately manage outsourcing risk; (iv) the risk of material errors in operational processes, including payments, which could disadvantage the Group's customers, clients or counterparties and could result in regulatory censure and penalties, legal liability, reputational damage and financial loss by the Group; (v) the risk of a failure to closely monitor risk exposure to new and emergent technology, which could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage; (vi) the risk of fraudulent and other internal and external criminal activities, which could result in high profile material losses together with regulatory censure, penalties and significant reputational damage; (vii) the risk of the inability to hire and retain appropriately qualified employees, which could negatively impact the Group's financial performance, control environment and level of employee engagement as well as the disenfranchisement of certain customer groups, customer detriment and reputational damage; (viii) the risk that the Group failing to comply with tax laws and practices or managing its tax affairs in an appropriate manner, which could lead to losses due to additional tax charges, other financial costs or reputational damage; (ix) the risk that of incorrect judgements being exercised, or incorrect estimates or assumptions being used, in relation to International Financial Reporting Standards, which could result in significant loss to the Group, beyond what was anticipated or provided for; and (x) the risk of failing to accurately collect and maintain the large volumes of data (including personally identifiable information, intellectual property, and financial data) that the Group holds and to protect it from breaches of confidentiality and interference with its</p>
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		<p>availability, which could lead to loss or unavailability of data and data integrity issues and could result in regulatory censure, legal liability and reputational damage.</p> <p><b>Model risk:</b> The risk of the potential adverse consequences from financial assessments or decisions based on incorrect or misused model outputs and reports. Models are, by their nature, imperfect and incomplete representations of reality because they rely on assumptions and inputs, and so they may be subject to errors affecting the accuracy of their outputs. Models may also be misused. Model errors or misuse may result in the Group making inappropriate business decisions and being subject to financial loss, regulatory risk, reputational risk and/or inadequate capital reporting.</p> <p><b>Conduct risk:</b> The risk of detriment to customers, clients, market integrity, competition or the Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Ineffective product governance, could lead to poor customer outcomes, as well as regulatory sanctions, financial loss and reputational damage. The Group may be adversely affected if it fails to effectively mitigate the risk that its employees or third parties facilitate, or that its products and services are used to facilitate financial crime (money laundering, terrorist financing, bribery and corruption and sanctions evasion). Failure to protect personal data can lead to potential detriment to the Group's customers and clients, reputational damage, regulatory sanctions and financial loss, which under the new EU Data Protection Regulation may be substantial. Failure to meet the requirements and expectations of the UK Senior Managers Regime, Certification Regime and Conduct Rules may lead to regulatory sanctions, both for the individuals and the Group.</p> <p><b>Reputation risk:</b> The risk that an action, transaction, investment or event will reduce trust in the Group's integrity and competence by clients, counterparties, investors, regulators, employees or the public.</p> <p><b>Legal risk and legal, competition and regulatory matters:</b> The risk of loss or imposition of penalties, damages or fines from the failure of the Group to meet its legal obligations including regulatory or contractual requirements. Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and breaches of legislation and/or regulations may negatively affect the Group's results, reputation and ability to conduct its business. Legal outcomes can arise as a consequence of legal risk or because of past and future actions, behaviours and business decisions as a result of other Principal Risks.</p>
D.3	Key information on the key risks that are specific to the Securities	<p><b>You may lose up to the entire value of your investment in the Securities:</b></p> <p><b>The payment of any amount due under the Securities is dependent upon the Issuer's ability to fulfil its obligations when they fall due. The Securities are unsecured obligations. They are not deposits and they are not protected under the UK's Financial Services Compensation Scheme or any other deposit protection insurance scheme. Therefore, even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, if the Issuer fails or is otherwise unable to meet its payment or delivery obligations under the Securities, you will lose some or all of your investment.</b></p> <p>You may also lose some or all of your entire investment if:</p> <ul style="list-style-type: none"> <li>• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the</li> </ul>



		<p>Securities) and the amount paid to investors is less than the initial purchase price; or</p> <ul style="list-style-type: none"> <li>the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced.</li> </ul> <p><b>Reinvestment risk/loss of yield:</b> Following an early redemption of the Securities for any reason, Holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p><b>Risks relating to Spread-Linked Interest:</b> The rate of interest payable on the Securities will be linked to the spread of Spread-Linked Rate One(t) over Spread-Linked Rate Two(t) on the date of determination. If on such date of determination Spread-Linked Rate Two(t) is equal to or greater than Spread-Linked Rate One(t), no interest will be payable on the Securities.</p>
D.6	<b>Risk warning that investors may lose value of entire investment or part of it</b>	The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.
<b>Section E – Offer</b>		
E.2b	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	Not applicable: the Securities have not been offered to the public.
E.3	<b>Description of the terms and conditions of the offer</b>	Not applicable: the Securities have not been offered to the public.
E.4	<b>Description of any interest material to the issue/offer, including conflicting interests</b>	Not Applicable: no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.
E.7	<b>Estimated expenses charged to investor by issuer/offeror</b>	Not applicable: the Securities have not been offered to the public.

**Amended and Restated  
Final Terms**



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

**GBP 500,000 Fixed and Floating Rate Securities due February 2024 pursuant to the Global Structured Securities Programme (the Tranche 2 Securities) to be consolidated and form a single series with the existing GBP 14,000,000 Fixed and Floating Rate Securities due February 2024 pursuant to the Global Structured Securities Programme (the Tranche 1 Securities)  
Issue Price: 100.00 per cent.**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 1 dated 28 August 2018, as supplemented on 12 November 2018, 19 November 2018 and 11 April 2019 (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, and any supplements thereto, are available for viewing at <https://www.home.barclays/prospectuses-and-documentation/structured-securities/prospectuses.html> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Securities are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA Retail Investor**"). For these purposes, an EEA Retail Investor means a person in the European Economic Area who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended from time to time "**MiFID**"); (ii) a customer within the meaning of the Insurance Mediation Directive (Directive 2002/92/EC (as amended from time to time)) ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended from time to time, including by Directive 2010/73/EU, the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to EEA Retail Investors has been prepared and therefore offering or selling the Securities or otherwise making them available to any EEA Retail Investor may be unlawful under the PRIIPs Regulation.

**BARCLAYS**

**Amended and Restated Final Terms dated 30 June 2023 (amending and restating the Final**

**Terms dated 20 May 2019)**

## Part A – CONTRACTUAL TERMS

1. (a) Series number: NX000224108  
(b) Tranche number: 2  
The Securities shall be consolidated and form a single series with the Tranche 1 Securities
2. Settlement Currency: Pounds Sterling (“GBP”)
3. Exchange Rate: Not Applicable
4. Securities:
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: Tranche 1: GBP 14,000,000  
Tranche 2: GBP 500,000
    - (ii) Series: GBP 14,500,000
  - (b) Specified Denomination: GBP 1
  - (c) Minimum Tradable Amount: Not Applicable
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. Issue Date: Tranche 1: 22 February 2019  
Tranche 2: 20 May 2019
7. Interest Commencement Date: 22 February 2019
8. Scheduled Redemption Date: 22 February 2024
9. Calculation Amount: Specified Denomination

### Provisions relating to interest (if any) payable

10. Type of Interest: Fixed Rate Interest and Spread-Linked Interest
  - (a) Interest Payment Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
  - (b) Interest Period End Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
11. Switch Option: Not Applicable
12. Conversion Option: Not Applicable
13. Fixing Date – Interest: Not Applicable
14. Fixing Time – Interest: Not Applicable
15. Fixed Rate Interest provisions: Applicable in respect of the period from and including the Issue Date to but excluding the Interest Payment Date falling

in 22 February 2020

- (a) Fixed Rate: 1.00 per cent. per annum
- (b) Day Count Fraction: 30/360
- (c) Range Accrual:Range Accrual: Not Applicable
- (d) Global Floor: Not Applicable
- 16. Floating Rate Interest provisions: Not Applicable
- 17. Inverse Floating Rate Interest provisions: Not Applicable
- 18. Inflation-Linked Interest provisions: Not Applicable
- 19. Digital Interest Provisions: Not Applicable
- 20. Spread-Linked Interest Provisions: Applicable - subject as provided in the Schedule of Amendments hereto in respect of the period from and including the Interest Payment Date falling in 22 February 2020 to but excluding the Interest Payment Date falling in 22 February 2024

- (a) Floating Rate Interest provisions applicable to the determination of Spread-Linked Rate One(t) and Spread-Linked Rate Two(t):
  - Spread-Linked Rate One(t)      Spread-Linked Rate Two(t)
  - (i) Floating Interest Rate Determination: Not Applicable      Not Applicable
  - (ii) CMS Rate Determination: Applicable      Applicable
  - Specified Swap Rate: Constant Maturity Swap      Constant Maturity Swap
  - Reference Currency: USD      USD
  - Designated Maturity: 30 years      2 years
  - Relevant Screen Page: Reuters Screen page ICESWAP1      Bloomberg Screen page ICESWAP1
  - Relevant Time: 11:00 a.m., New York City time      11:00 a.m., New York City time
  - Interest Determination Date: The date falling two New York Business Days prior to the first day of each Interest Calculation Period      The date falling two New York Business Days prior to the first day of each Interest Calculation Period
  - Pre-nominated Index: Not Applicable      Not Applicable
  - Spread-Linked Rate One(t) Cap: Not Applicable

	- Spread-Linked One <sub>(t)</sub> Floor:	Rate	Not Applicable
	- Spread-Linked Two <sub>(t)</sub> Cap:	Rate	Not Applicable
	- Spread-Linked Two <sub>(t)</sub> Floor:	Rate	Not Applicable
	(b) Cap Rate:		Not Applicable
	(c) Curve Cap:		Not Applicable
	(d) Floor Rate:		0%
	(e) Leverage:		Not Applicable
	(f) Participation:		4.05
	(g) Spread:		Not Applicable
	(h) Day Count Fraction:		30/360
	(i) Details of any short or long Interest Calculation Period:		Not Applicable
	(j) Range Accrual:		Not Applicable
21.	Decompounded Floating Rate Interest provisions:		Not Applicable
22.	Zero Coupon Provisions:		Not Applicable
<b>Provisions relating to redemption</b>			
23.	(a) Optional Early Redemption:		Not Applicable
	(b) Option Type:		Not Applicable
24.	Call provisions		Not Applicable
25.	Put provisions		Not Applicable
26.	Final Redemption Type:		Bullet Redemption
27.	Bullet Redemption provisions:		Applicable
	Final Redemption Percentage:		100%
28.	Inflation-Linked Redemption provisions:		Not Applicable
29.	Early Cash Settlement Amount:		Market Value
	Final Redemption Floor Unwind Costs:		Not Applicable
30.	Fixing Date – Redemption:		Not Applicable
31.	Fixing Time – Redemption:		Not Applicable

32.	Change in Law:	Applicable
33.	Currency Disruption Event:	Applicable
34.	Issuer Tax Event:	Applicable
35.	Extraordinary Market Disruption:	Applicable
36.	Hedging Disruption:	Applicable
37.	Increased Cost of Hedging:	Not Applicable

#### **Disruptions**

38.	Settlement Expenses:	Not Applicable
39.	FX Disruption Fallbacks ( <i>General Condition 10</i> ( <i>Consequences of FX</i> <i>Disruption Events</i> )):	Not Applicable

#### **General Provisions**

40.	Form of Securities:	Global Bearer Securities: Permanent Global Security NGN Form: Applicable Held under the NSS: Not Applicable CGN Form: Not Applicable CDIs: Not Applicable
41.	Trade Date:	Tranche 1: 8 February 2019 Tranche 2: 13 May 2019
42.	Taxation Gross Up:	Not Applicable
43.	Prohibition of Sales to EEA Retail Investors:	Applicable - see cover page of these Final Terms
44.	Early Redemption Notice Period Number:	As set out in General Condition 28.1 ( <i>Definitions</i> )
45.	Additional Business Centre(s):	Not Applicable
46.	Business Day Convention:	Following
47.	Determination Agent:	Barclays Bank PLC
48.	Registrar:	Not Applicable
49.	CREST Agent:	Not Applicable
50.	Transfer Agent:	Not Applicable
51.	(a) Name of Manager:	Barclays Bank PLC
	(b) Date of underwriting agreement:	Not Applicable

	(c) Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
52.	Registration Agent:	Not Applicable
53.	Masse Category:	Not Applicable
54.	Governing law:	English law
55.	Belgian Securities	Not Applicable
56.	Relevant Benchmarks:	Not Applicable

## PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Issue Date.

Estimate of total expenses related to admission to trading: GBP 375
2. **RATINGS**

Ratings: The Securities have not been individually rated.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: General funding
  - (ii) Estimated net proceeds: Not Applicable
  - (iii) Estimated total expenses: Not Applicable
4. **YIELD**

Not Applicable
5. **HISTORIC INTEREST RATES**

Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS1913913650
  - (ii) Common Code: 191391365
  - (iii) Relevant Clearing System(s) and the relevant identification number(s): Clearstream, Euroclear
  - (iv) Delivery: Delivery free of payment
  - (v) Name and address of additional Paying Agent(s) (if any): Not Applicable



## SCHEDULE OF AMENDMENTS

The provisions of this Schedule of Amendments shall apply in respect of each Spread-Linked Interest Calculation Period commencing on or after the day that falls three New York Business Days after 30 June 2023.

Notwithstanding anything else in these Final Terms and the other Conditions of the Securities, to the extent of any inconsistency with any other term of these Final Terms or any other Conditions of the Securities, the terms of this Schedule of Amendments shall prevail.

### 1. Interest on Spread-Linked Securities

#### 1.1 Spread-Linked Interest Determination – Reference Rate 'USD ISR Fallback Rate'

The following provisions shall apply for the purposes of determining the Spread-Linked Rate of Interest in respect of any applicable Spread-Linked Interest Calculation Period:

- in respect of Spread-Linked Rate One(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above shall be replaced with "30 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "30 Year USD ISR Fallback Rate" set out in this Schedule shall apply;
- in respect of Spread-Linked Rate Two(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above "2 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap Rate (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "2 Year USD ISR Fallback Rate" set out in this Schedule shall apply; and
- any other rate that is not subject to this Schedule, any margin, multiplier and/or minimum or maximum interest rate, cap rate, curve cap, floor rate, leverage, participation or spread (howsoever described) shall continue to apply to the Securities as set out in Part A of these Final Terms.

For the purposes of this Schedule, the following terms have the following meanings:

**"2 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

**"30 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or

- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**Calculated USD ISR Fallback Rate**" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:

$$y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$$

Where:

$y^L$  is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;

$y^{ois}$  is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and

$s^{3M}$  is 0.26161 per cent.

"**Designated Maturity**" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;

"**Interest Determination Date**" means the day that is two New York Business Days prior to the first day in the Spread-Linked Interest Calculation period;

"**Published USD ISR Fallback Rate**" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent);

"**Reference Rate**" means the 2 Year USD ISR Fallback Rate and 30 Year USD ISR Fallback Rate, as applicable, or any successor or replacement rate and/or component or underlying rate thereof (as the context may require), as applicable (all as determined by the Determination Agent);

"**Relevant Screen Page**" means:

- (a) in respect of the USD SOFR ICE SWAP Rate with a maturity of 2 years, Bloomberg Page USISSO02 (or any successor page); and
- (b) in respect of the USD SOFR ICE SWAP Rate with a maturity of 30 years, Bloomberg Page USISSO30 (or any successor page).

"**Relevant Time**" means 11:00 a.m., New York City time;

"**Spread-Linked Rate Interest Calculation Period**" means an Interest Calculation Period in respect of which the "Type of Interest" is specified to be "Spread-Linked Interest"; and

"**USD SOFR ICE Swap Rate**" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.

## 1.2 **Rate Disruption**

Unless a Benchmark Cessation Event (as defined below) has occurred, in which case section 2 (*Benchmark Cessation Event*) below shall apply, if the Reference Rate is not (i) published by the administrator of such Reference Rate or an authorised distributor or (ii) otherwise provided by the administrator of such Reference Rate on any Interest Determination Date, then the Reference Rate shall be determined by the Determination Agent as the Reference Rate published with respect to the first Business Day preceding such Interest Determination Date for which the Reference Rate was published by or on behalf of the administrator of the Reference Rate. If the Determination Agent determines that it is unable to determine the Reference Rate in accordance with the preceding sentence, the Reference Rate in respect of the relevant Interest Determination Date shall be such other rate as determined by the Determination Agent, taking into account (i) any source(s) that as it considers appropriate, (ii) any alternative benchmark(s) then available, and (iii) prevailing industry standards in any related market (including, without limitation, the derivatives market).

## 1.3 **Corrections to Published and Displayed Rates**

In the event that the Reference Rate determined in accordance with section 1.1 above is subsequently corrected, and the correction (the "**Corrected Rate**") is published after the original publication but no later than the longer of (i) one hour after such original publication and (ii) any other period for corrections specified by a relevant administrator in its methodology for the relevant Reference Rate, then provided that such Corrected Rate is published on or prior to the date falling two Business Days prior to the date on which a related payment is scheduled to be made under the Securities (the "**Relevant Scheduled Payment Date**"), then such Corrected Rate shall be deemed to be the relevant Reference Rate and the Determination Agent shall use such Corrected Rate in determining the relevant Interest Rate. Any corrections published after the second Business Day prior to the Relevant Scheduled Payment Date shall be disregarded for the purposes of determining the relevant Interest Rate.

## 2. **Benchmark Cessation Event**

If on (or prior to) any Interest Determination Date, the Determination Agent determines that a Benchmark Cessation Event and its related Benchmark Replacement Date have occurred prior to the Relevant Time in respect of any determination of the Reference Rate ("**Discontinued Reference Rate**"), the Determination Agent shall determine the relevant Interest Rate for the relevant Interest Determination Date, Spread-Linked Interest Calculation Period and Interest Payment Date in accordance with the following methodologies:

- (i) the Determination Agent shall, in its discretion, select a substitute or successor reference rate that it determines is comparable to the Discontinued Reference Rate to replace such Discontinued Reference Rate, and shall replace the Discontinued Reference Rate by such substitute or successor reference rate with effect from the date as determined by the Determination Agent and such substitute or successor reference rate will be deemed to be the Reference Rate with effect from such date. The Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including, without limitation, any Condition or term relevant to the settlement or payment under the Securities, as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (a) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement, such as an adjustment spread and (b) any other adjustment(s) to reflect a different term structure or methodology). In selecting a substitute or successor reference rate and making any adjustments to the Conditions or other terms of the Securities, the Determination Agent may (but shall not be obliged to) take into account prevailing industry standards in any related market (including, without limitation, the derivatives market); or
- (ii) if the Determination Agent determines that no substitute or successor reference rate is available for the purpose of sub-paragraph (i) immediately above or otherwise does not determine the Reference Rate in accordance with the foregoing, an Additional Disruption Event shall be deemed to have occurred for the purposes of these provisions and the Determination Agent shall adjust,

redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Conditions in respect of the Securities.

For the purposes of the above, the following terms have the following meanings:

**"Benchmark Cessation Event"** means the occurrence of one or more of the following events with respect to the Reference Rate:

- (a) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that such administrator has ceased or will cease to provide the Reference Rate, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate, which states that the administrator of the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
- (c) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate announcing that the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored.

**"Benchmark Replacement Date"** means the earliest to occur of the following events with respect to a Reference Rate in respect of which a Benchmark Cessation Event has occurred:

- (a) in the case of paragraph (a) or (b) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the administrator of the Reference Rate permanently or indefinitely ceases to provide such rate; or
- (b) in the case of paragraph (c) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the Reference Rate is no longer representative of the underlying market and economic reality that such rate is intended to measure, by reference to the most recent statement or publication contemplated in paragraph (c) of the definition of Benchmark Cessation Event.

### 3. **Administrator/Benchmark Event**

If an Administrator/Benchmark Event and its related Administrator/Benchmark Event Effective Date occurs in respect of the Securities, then an Additional Disruption Event shall be deemed to have occurred and the Determination Agent may adjust (subject as provided in the next sentence), redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Condition in respect of the Securities. In respect of adjustments, the Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including without limitation, to select a successor Relevant Benchmark and to adjust any Condition or term relevant to the settlement or payment under the Securities as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (i) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement and (ii) any other adjustment(s) to reflect a different term structure or methodology of a replacement Relevant Benchmark, if applicable). The Issuer shall notify the Securityholder(s) as soon as

reasonably practicable of any such action taken following the occurrence of an Administrator/Benchmark Event. Notwithstanding anything else in this paragraph, in the event that the Administrator/Benchmark Event comprises a Modification Event, the Determination Agent may determine not to undertake any or all of the actions described in this paragraph.

For the purposes of the above, the following terms have the following meanings:

**"Administrator/Benchmark Event"** means, in respect of any Securities and a Relevant Benchmark, the occurrence or existence, as determined by the Determination Agent, of any of the following events in respect of such Relevant Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of a Relevant Benchmark or the administrator or sponsor of a Relevant Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, or any prohibition by a relevant competent authority or other relevant official body, in each case with the effect that the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities (such date on which the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities, the **"Administrator/Benchmark Event Effective Date"**); or
- (b) any material change in the methodology or other terms of the Relevant Benchmark has occurred or is likely to occur (**"Modification Event"**).

**"Relevant Benchmark"** means each Reference Rate (as applicable).

#### 4. Interim Measures

If, at any time, following (i) a Benchmark Cessation Event has occurred but prior to any substitution or adjustment having become effective and/or (ii) an Administrator/Benchmark Event has occurred but prior to any adjustment and/or redemption and/or cancellation and/or any other action having become effective, the relevant Reference Rate is required for any determination in respect of the Securities, then:

- (i) if the Reference Rate is still available, and it is still permitted under applicable law or regulation for the Securities to reference the Reference Rate and for the Issuer and/or the Determination Agent (as applicable) to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined pursuant to the terms that would apply to the determination of the Reference Rate as if no Benchmark Cessation Event or Administrator/Benchmark Event (as applicable) had occurred; or
- (ii) if the Reference Rate is no longer available or it is no longer permitted under applicable law or regulation applicable to the Issuer and/or to the Determination Agent (as applicable) for the Securities to reference the Reference Rate or for any such entity to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined by the Determination Agent acting in good faith and in a commercially reasonable manner having regard to such sources as it considers appropriate and any alternative benchmark then available and taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market), as (a) a substitute or successor rate that it has determined is the industry-accepted (in the derivatives market) substitute or successor rate for the relevant Reference Rate or (b) if it determines there is no such industry-accepted (in the derivatives market) substitute or successor rate, a substitute or successor rate that it determines is a commercially reasonable alternative to the Reference Rate, taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market). If such Reference Rate is determined as any such substituted or successor rate, the Determination Agent may determine such other amendments to the Securities which it considers are necessary and/or appropriate in order to reflect the replacement of the Reference Rate with such substituted

or successor rate. If the Determination Agent determines the Reference Rate in accordance with this paragraph, the Determination Agent shall notify the Issuer of such determination made by it and the action that it proposes to take in respect of any such determination and the Issuer, in turn, shall notify the Securityholders thereof as soon as reasonably practicable thereafter.

5. **Benchmark Regulation**

USISSO30 (30 Year USD ISR Fallback Rate) and USISSO2 (2 Year USD ISR Fallback Rate) are provided by ICE Benchmark Administration Limited. As at the date hereof, ICE Benchmark Administration Limited does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to article 36 of the Benchmarks Regulation. The transitional provisions in Article 51 of the Benchmarks Regulation apply, such that ICE Benchmark Administration Limited is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence).

## SUMMARY

<b>Section A – Introduction and warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	Not Applicable: the Issuer does not consent to the use of the Base Prospectus for subsequent resales.
<b>Section B – Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	The Securities are issued by Barclays Bank PLC (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer</b>	<p>The Issuer is a public limited company registered in England and Wales.</p> <p>The principal laws and legislation under which the Issuer operates are the laws of England and Wales including the Companies Act.</p>
<b>B.4b</b>	<b>Known trends affecting the Issuer and industries in which the Issuer operates</b>	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Bank Group</b>" or "<b>Barclays</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change, as a result, regulatory risk will remain a focus. A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p>Following the transfer of the assets and liabilities of the Barclays UK division from the Bank Group to Barclays Bank UK PLC and its subsidiary undertakings (together, the "<b>Barclays Bank UK Group</b>"), the Bank Group becomes less</p>

	<p>diversified than it used to be. The Bank Group no longer has recourse to the assets of the Barclays Bank UK Group. Further, relative to its parent group, the Bank Group is more focused on businesses outside the UK, more focused on wholesale businesses, more dependent on wholesale funding sources and potentially subject to different regulatory obligations.</p> <p>There are several other significant pieces of legislation and areas of focus which will require significant management attention, cost and resource, including:</p> <ul style="list-style-type: none"> <li>• Changes in prudential requirements, including the risk reduction measures package recently adopted in the EU to amend the Capital Requirements Directive (CRD IV) and the Bank Recovery and Resolution Directive (BRRD) which may impact minimum requirements for own funds and eligible liabilities (MREL), leverage, liquidity or funding requirements, applicable buffers and/or add-ons to such minimum requirements and risk weighted assets calculation methodologies all as may be set by international, EU or national authorities.</li> <li>• The derivatives market has been the subject of particular focus for regulators in recent years across the G20 countries and beyond, with regulations introduced which require the reporting and clearing of standardised over the counter ("OTC") derivatives and the mandatory margining of non-cleared OTC derivatives. Other regulations applicable to swap dealers, including those promulgated by the US Commodity Futures Trading Commission, have imposed significant costs on the Bank Group's derivatives business.</li> <li>• The recast Markets in Financial Instruments Directive in Europe (MiFID II), which came into force in January 2018, has fundamentally changed the European regulatory framework entailing significant operational changes for market participants in a wide range of financial instruments as well as changes in market structures and practices.</li> <li>• By virtue of the EU Benchmarks Regulation, after 1 January 2020, certain Bank Group entities will not be permitted to use benchmarks unless the relevant administrator is authorised, registered or qualifies under a third party regime. This may necessitate adapting processes and systems to transition to new alternative benchmarks, which would be a very time consuming and costly process.</li> <li>• Separately, the transition to risk-free rates as part of a wider benchmark reform is also expected to be impactful to the Bank Group in respect of the timing of the development of a robust risk free rate market, an unfavourable market reaction and/or inconsistencies in the adoption of products using the new risk free rates, and also in respect of the costs and uncertainties involved in managing and/or changing historical products to reference risk free rates as a result of the proposed discontinuation of certain existing benchmarks.</li> <li>• The Bank Group and certain of its members are subject to supervisory stress testing exercises in a number of jurisdictions. These exercises currently include the programmes of the Bank of England, the European Banking Authority, the Federal Deposit Insurance Corporation and the Federal Reserve Board. Failure to meet requirements of regulatory stress tests, or the failure by regulators to approve the stress test results and capital plans of the Bank Group, could result in the Bank Group being required to enhance its capital position, limit capital distributions or position additional capital in specific subsidiaries.</li> <li>• The introduction and implementation of Payments Service Directive 2 ("PSD2") with delivery across 2019 provides third parties and banks with opportunities to change and enhance the relationship between a customer</li> </ul>
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		and their bank. PSD2 will also introduce new requirements to the authentication process for a number of actions customers take, including ecommerce transactions. A failure to comply with PSD2 could expose the Bank Group to regulatory sanction. The changes to authentication may change the fraud environment across the industry as providers implement different approaches to comply.
<b>B.5</b>	<b>Description of the group and the Issuer's position within the group</b>	The Bank Group is a major global financial services provider.  The Issuer is a wholly owned direct subsidiary of Barclays PLC, which is the ultimate holding company of the Bank Group.
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable: the Issuer has chosen not to include a profit forecast or estimate.
<b>B.10</b>	<b>Nature of any qualifications in audit report on historical financial information</b>	Not Applicable: the audit report on the historical financial information contains no such qualifications.
<b>B.12</b>	<b>Selected key financial information; no material adverse change and significant change statements</b>	Based on the Bank Group's audited financial information for the year ended 31 December 2018, the Bank Group had total assets of £877,700 million (2017: £1,129,343 million), total net loans and advances of £136,959 million (2017: £324,590 million), total deposits of £199,337 million (2017: £399,189 million), and total equity of £47,711 million (2017: £65,734 million) (including non-controlling interests of £2 million (2017: £1 million)). The profit before tax of the Bank Group for the year ended 31 December 2018 was £1,286 million (2017: £1,758 million) after credit impairment charges and other provisions of £643 million (2017: £1,553 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2018.  Not applicable: There has been no significant change in the financial or trading position of the Bank Group since 31 December 2018.  There has been no material adverse change in the prospects of the Issuer since 31 December 2018.
<b>B.13</b>	<b>Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency</b>	Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
<b>B.14</b>	<b>Dependency of the Issuer on other entities within the group</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.  The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.
<b>B.15</b>	<b>Description of the Issuer's</b>	The Bank Group is a transatlantic consumer and wholesale bank with global reach offering products and services across personal, corporate and investment banking,

	<b>principal activities</b>	credit cards and wealth management anchored in the Bank Group's two home markets of the UK and the US. The Issuer and the Bank Group offer products and services designed for the Bank Group's larger corporate, wholesale and international banking clients.
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
<b>B.17</b>	<b>Credit ratings assigned to the Issuer or its debt securities</b>	The short-term unsecured obligations of the Issuer are rated A-1 by Standard & Poor's Credit Market Services Europe Limited, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term unsecured unsubordinated obligations of the Issuer are rated A by Standard & Poor's Credit Market Services Europe Limited, A2 by Moody's Investors Service Ltd. and A+ by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated.  <b>Ratings:</b> This issue of Securities will not be rated.
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities described in this Summary may be debt securities or, where the repayment terms are linked to the performance of a specified inflation index, derivative securities.</p> <p>Securities will bear interest at a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, or a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds the specified strike rate on the relevant date of determination, may be zero coupon securities (which do not bear interest) or may apply a combination of different interest types. The type of interest (if any) payable on the Securities may be the same for all Interest Payment Dates or may be different for different Interest Payment Dates. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities. The amount of interest payable in respect of the Securities on an Interest Payment Date may be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates during the observation period relating to that interest payment date.</p> <p>Securities may include an option for the Securities to be redeemed prior to maturity at the election of the Issuer or the investor. If Securities are not redeemed early they will redeem on the Scheduled Redemption Date and the amount paid will either be a fixed redemption amount, or an amount linked to the performance of a specified inflation index.</p> <p>Securities may be cleared through a clearing system or uncleared and held in bearer or registered form. Certain cleared Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system.</p> <p>Securities will be issued in one or more series (each a "<b>Series</b>") and each Series may be issued in tranches (each a "<b>Tranche</b>") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code.</p> <p>The Securities are transferable obligations of the Issuer that can be bought and</p>

		<p>sold by investors in accordance with the terms and conditions set out in the Base Prospectus (the "<b>General Conditions</b>"), as completed by the final terms document (the "<b>Final Terms</b>") (the General Conditions as so completed, the "<b>Conditions</b>").</p> <p><b>Interest:</b> The interest payable in respect of the Securities will be determined by reference to a combination of a fixed rate of interest and a rate of interest linked to the spread between two floating rates. The amount of interest payable in respect of a security for an interest calculation period will be determined by multiplying the interest calculation amount of such security by the applicable interest rate and day count fraction.</p> <p><b>Call or Put option:</b> Not applicable</p> <p><b>Final redemption:</b> The final redemption amount will be 100 per cent. of GBP 1 (the Calculation Amount).</p> <p><b>Form:</b> The Securities will initially be issued in global bearer form.</p> <p><b>Identification:</b> Series number: NX000224108; Tranche number: 2</p> <p><b>Identification codes:</b> ISIN Code: XS1913913650; Common Code: 191391365; SEDOL: BJDQ375</p> <p><b>Governing law:</b> The Securities will be governed by English law.</p>
C.2	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a settlement currency other than the currency in which they are denominated, with such payments being converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Pounds Sterling ("<b>GBP</b>").</p>
C.5	<b>Description of restrictions on free transferability of the Securities</b>	<p>Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S and must comply with transfer restrictions with respect to the United States.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
C.8	<b>Description of rights attached to the Securities including ranking and limitations to those rights</b>	<p><b>Rights:</b> Each Security includes a right to a potential return of interest and amount payable on redemption together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on future amendments.</p> <p><b>Price:</b> Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The minimum denomination will be the Calculation Amount in respect of which interest and redemption amounts will be calculated. The issue price of the Securities is 100.00 per cent. The denomination of a Security is GBP 1 (the "<b>Calculation Amount</b>").</p> <p><b>Taxation:</b> All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, unless 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms and otherwise save in limited circumstances, pay additional amounts to cover the amounts so withheld or deducted. If 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms the Issuer will not pay additional amounts to cover the amounts so withheld or deducted.</p>

		<p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the Holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the Holder (or, in the case of French law Securities, the representative of the Holders).</p> <p><b>Ranking:</b> The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p><b>Limitations to rights:</b> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying assets. The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including all Holders who voted in a manner contrary to the majority. Furthermore, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).</p>
C.9	<b>Interest/ Redemption</b>	<p><b>Interest:</b> In respect of each interest calculation period, Securities may or may not bear interest. For each interest calculation period in respect of which the Securities bear interest, interest will accrue at one of the following rates: a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds a specified level on the relevant date of determination, or a rate that is decomposed floating rate. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities (the "<b>Switch Option</b>"). Securities may also include an option for the Holder representing 100% of the Aggregate Nominal Amount (or of the outstanding number, as applicable) to convert any existing type of interest payable on the Securities to fixed rate interest (the "<b>Conversion Option</b>"). The amount of interest payable in respect of the Securities on an Interest Payment Date may also be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates, as described in 'Range Accrual Factor' below (the "<b>Range Accrual Factor</b>").</p> <p><b>Final Redemption:</b> The amount payable on final redemption of the Securities will either be fixed at a percentage of the Calculation Amount of the Securities, or may reference the Calculation Amount of the Securities (being the minimum denomination of the Securities) as adjusted upwards or downwards to account for movements in an inflation index. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p> <p><b>Optional Early Redemption:</b> Certain Securities may be redeemed earlier than the Scheduled Redemption Date following the exercise of a call option by the Issuer or the exercise of a put option by a Holder of the Securities.</p> <p><b>Mandatory Early Redemption:</b> Securities may also be redeemed earlier than the Scheduled Redemption Date if performance of the Issuer's obligations</p>

becomes illegal, if the Determination Agent so determines, following cessation of publication of an inflation index, or following the occurrence of a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligation under the Securities.

**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values below are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, an indicative minimum amount, an indicative maximum amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

### INTEREST

**Fixed Rate Interest.** For the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020, each Security will bear interest at a rate of 1.00% per annum payable at the end of each interest calculation period on 22 May, 22 August, 22 November and 22 February in each year (each, an "**Interest Payment Date**").

**Spread-Linked Interest.** (i) For the period from and including the Interest Payment Date falling on 22 February 2020 to but excluding the Interest Payment Date falling on 22 February 2023 (the "**First Spread-Linked Period**"), each Security will bear interest from 22 February 2020 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date and (ii) for the period from and including the Interest Payment Date falling on 22 February 2023 to but excluding the Interest Payment Date falling on 22 February 2024 (the "**Second Spread-Linked Period**"), each Security will bear interest from 22 February 2023 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date.

The applicable rate of interest ("**Rate of Interest**") will be equal to Spread-Linked Rate One(t) minus the product of the number set out under the heading 'Leverage' below and Spread-Linked Rate Two(t) multiplied by the number set out under the heading 'Participation' below, provided that such rate shall not be less than the relevant percentage specified under 'Floor(%)' below.

"**Spread-Linked Rate One<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 1 (as defined below) and (ii) in the Second Spread-Linked Period, the 30 year USD ISR Fallback Rate (as defined below).

"**Spread-Linked Rate Two<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 2 (as defined below) and (ii) in the Second Spread-Linked Period, the 2 Year USD ISR Fallback Rate (as defined below).

Leverage:	Participation:	Floor (%):
1	4.05	0%

"**CMS Reference Rate 1**" means the swap rate for swap transactions in USD (the "**Reference Currency**") with a maturity of 30 years which appears on Reuters Screen page ICESWAP1 (the "**Relevant Screen Page**") as at 11:00 a.m. New York City Time (the "**Relevant Time**") on the date falling two New York

	<p>Business Days prior to the first day of each interest calculation period (the "<b>Interest Determination Date</b>");</p> <p>"<b>CMS Reference Rate 2</b>" means the swap rate for swap transactions in the Reference Currency with a maturity of 2 years which appears on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date;</p> <p>"<b>2 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>30 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>Calculated USD ISR Fallback Rate</b>" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:</p> $y^L = \frac{365.25}{360} \left[ 2 \times (\sqrt{1 + y^{ois}} - 1) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$ <p>Where:</p> <p><math>y^L</math> is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;</p> <p><math>y^{ois}</math> is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and</p> <p><math>s^{3M}</math> is 0.26161 per cent.</p> <p>"<b>Designated Maturity</b>" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;</p> <p>"<b>Published USD ISR Fallback Rate</b>" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent); and</p> <p>"<b>USD SOFR ICE Swap Rate</b>" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor</p>
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		<p>administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 22 February 2024 by payment by the Issuer of an amount in GBP equal to GBP 1 multiplied by 100%.</p> <p style="text-align: center;"><b>OPTIONAL EARLY REDEMPTION</b></p> <p>These Securities cannot be redeemed early at the option of the Issuer or the Holder.</p>
<b>C.10</b>	<b>Derivative component in the interest payment</b>	Not applicable, there is no derivative component in the interest payment.
<b>C.11</b>	<b>Admission to trading</b>	<p>Securities may be admitted to trading on a regulated market in Belgium, Denmark, Finland, France, Ireland, Italy, Luxembourg, Malta, the Netherlands, Norway, Portugal, Spain, Sweden or the United Kingdom.</p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the London Stock Exchange with effect from 20 May 2019.</p>
<b>C.15</b>	<b>Description of how the value of the investment is affected by the value of the underlying instrument</b>	<p>The return on, and value of, Securities that are derivative securities will be linked to the performance of a specified inflation index. In addition, any interest payments will be calculated by reference to a fixed rate and/or one or more floating rates or movements in the specified inflation index.</p> <p>Payments of interest are calculated by reference to the Fixed Rate of 1.00% and by reference to Spread-Linked Rate One(t) and Spread-Linked Rate Two(t).</p>
<b>C.16</b>	<b>Expiration or maturity date of the securities</b>	<p>Securities with repayment terms that reference the performance of a specified inflation index are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities is 22 February 2024.</p>
<b>C.17</b>	<b>Settlement procedure of the derivative securities</b>	<p>Securities that are derivative securities will be delivered on the specified issue date either against payment of the issue price (or, in the case of Securities having a settlement currency different from the currency of denomination, the settlement currency equivalent of the issue price) or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>, CREST, Euroclear France, S.A., VP Securities, A/S, Euroclear Finland Oy, Norwegian Central Securities Depository, Euroclear Sweden AB or SIX SIS Ltd.</p> <p>Securities will be delivered on 20 May 2019 (the "<b>Tranche 2 Issue Date</b>") free of payment of the issue price of the Securities.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>.</p>
<b>C.18</b>	<b>Description of how the return on derivative securities takes place</b>	<p>The value of the underlying asset to which Securities that are derivative Securities are linked will affect the interest paid and/or the amount paid on the Scheduled Redemption Date. Interest and any redemption amount payable will be paid in cash.</p> <p>Not applicable: the Securities are not derivative securities.</p>

C.19	<b>Final reference price of the underlying</b>	Not applicable: the Securities are not derivative securities.
C.20	<b>Type of underlying</b>	Not applicable: the Securities are not derivative securities.
C.21	<b>Market where Securities are traded</b>	Application is expected to be made by the Issuer to list the Securities on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from 20 May 2019.
<b>Section D – Risks</b>		
D.2	<b>Key information on the key risks that are specific to the Issuer</b>	<p>The risks described below are material existing and emerging risks which senior management has identified with respect to the Bank Group.</p> <p style="text-align: center;"><b>(i) Material existing and emerging risks potentially impacting more than one principal risk</b></p> <p><b>Business conditions, general economy and geopolitical issues</b></p> <p>The Bank Group's business mix spreads across multiple geographies and client types. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where the Bank Group is active, or in any systemically important economy, could adversely affect the Bank Group's operating performance, financial condition and prospects.</p> <p><b>Process of UK withdrawal from the European Union</b></p> <p>The uncertainty around Brexit spanned the whole of 2018, and intensified in the second half of the year. The full impact of the withdrawal may only be realised in years to come, as the economy adjusts to the new regime, but the Bank Group continues to monitor the most relevant risks, including those that may have a more immediate impact, for its business:</p> <ul style="list-style-type: none"> <li>• Market volatility, including in currencies and interest rates, might increase which could have an impact on the value of the Bank Group's trading book positions.</li> <li>• Potential UK financial institutions credit spread widening could lead to reduced investor appetite for the Bank Group's debt securities; this could negatively impact the cost of, and/or access to, funding.</li> <li>• A credit rating agency downgrade applied directly to the Bank Group, or indirectly as a result of a credit rating agency downgrade to the UK Government, could significantly increase the Bank Group's borrowing costs, credit spreads and materially adversely affect the Bank Group's interest margins and liquidity position.</li> <li>• Changes in the long-term outlook for UK interest rates may adversely affect pension liabilities and the market value of investments funding those liabilities;</li> <li>• Increased risk of a UK recession with lower growth, higher unemployment and falling UK house prices. This would negatively impact a number of the Bank Group's portfolios.</li> <li>• The implementation of trade and customs barriers between the UK and EU could lead to delays and increased costs in the passage of goods for corporate banking customers. This could negatively impact the levels of customer defaults and business volumes which may result in an increase in the Bank Group's impairment charges and a reduction in revenues.</li> <li>• Changes to current EU "Passporting" rights may require further adjustment to the current model for the Bank Group's cross-border banking operation which could increase operational complexity and/or costs.</li> </ul>



	<ul style="list-style-type: none"> <li>• The ability to attract, or prevent the departure of, qualified and skilled employees may be impacted by the UK's and the EU's future approach to the EU freedom of movement and immigration from the EU countries and this may impact the Bank's access to the EU talent pool.</li> <li>• The legal framework within which the Bank Group operates could change and become more uncertain if the UK takes steps to replace or repeal certain laws currently in force, which are based on EU legislation and regulation following its withdrawal from the EU.</li> <li>• Should the UK lose automatic qualification to be part of Single Euro Payments Area there could be a resultant impact on the efficiency of, and access to, European payment systems. In addition, loss of automatic qualification to the European Economic Area (EEA) or access to financial markets infrastructure could impact service provision for clients, likely resulting in reduced market share and revenue and increased operating costs for the Bank Group.</li> <li>• There are certain execution risks relating to the transfer of the Bank Group's European businesses to Barclays Bank Ireland PLC.</li> </ul> <p><b>Interest rate rises adversely impacting credit conditions</b></p> <p>To the extent that central banks increase interest rates particularly in the Bank Group's main markets, in the UK and the US, there could be an impact on consumer debt affordability and corporate profitability. While interest rate rises could positively impact the Bank Group's profitability, as retail and corporate business income may increase due to margin de-compression, future interest rate increases, if larger or more frequent than expectations, could cause stress in the loan portfolio and underwriting activity of the Bank Group. Higher credit losses driving an increased impairment allowance would most notably impact retail unsecured portfolios and wholesale non- investment grade lending. Changes in interest rates could also have an adverse impact on the value of high quality liquid assets which are part of the Bank Group Treasury function's investment activity. Consequently, this could create more volatility than expected through the Bank Group's FVOCI reserves.</p> <p><b>Regulatory change agenda and impact on business model</b></p> <p>The Bank Group remains subject to ongoing significant levels of regulatory change and scrutiny in many of the countries in which it operates (including, in particular, the UK and the US). A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory co-ordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p><b>(ii) Material existing and emerging risks impacting individual principal risks</b></p> <p><b>Credit risk:</b></p> <ol style="list-style-type: none"> <li>1. Impairment: The introduction of the impairment requirements of IFRS Financial Instruments, implemented on 1 January 2018, results in impairment loss allowances that are recognised earlier, on a more forward looking basis and on a broader scope of financial instruments than has been the case under IAS 39 and has had, and may continue to have, a material impact on the Bank Group's financial condition.</li> <li>2. Specific sectors and concentrations: The Bank Group is subject to risks arising from changes in credit quality and recovery rate of loans and advances due from borrowers and counterparties in a specific portfolio. Any deterioration in credit quality could lead to lower recoverability and higher impairment in a specific sector.</li> </ol>
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	<p>3. Environmental risk: The Bank Group is exposed to credit risks arising from energy and climate change. Indirect risks may be incurred as a result of environmental issues impacting the credit worthiness of the borrower resulting in higher impairment.</p> <p><b>Market risk:</b> An uncertain outlook for the direction of monetary policy, the US-China trade conflict, slowing global growth and political concerns in the US and Europe (including Brexit), are some of the factors that could heighten market risks for the Bank Group’s portfolios.</p> <p>In addition, the Bank Group’s trading business is generally exposed to a prolonged period of elevated asset price volatility, particularly if it negatively affects the depth of marketplace liquidity. Such a scenario could impact the Bank Group’s ability to execute client trades and may also result in lower client flow-driven income and/or market-based losses on its existing portfolio of market risks. These can include having to absorb higher hedging costs from rebalancing risks that need to be managed dynamically as market levels and their associated volatilities change.</p> <p><b>Treasury and capital risk:</b> The Bank Group may not be able to achieve its business plans due to: a) inability to maintain appropriate capital ratios; b) inability to meet its obligations as they fall due; c) rating agency downgrades; d) adverse changes in foreign exchange rates on capital ratios; e) adverse movements in the pension fund; f) non-traded market risk/interest rate risk in the banking book.</p> <p><b>Operational risk:</b></p> <ul style="list-style-type: none"> <li>• Cyber threat: The financial sector remains a primary target for cyber criminals. There is an increasing level of sophistication in both criminal and nation state hacking for the purpose of stealing money, stealing, destroying or manipulating data, and/or disrupting operations. Other events have a compounding impact on services and customers. Failure to adequately manage this threat could result in increased fraud losses, inability to perform critical economic functions, customer detriment, potential regulatory censure or penalties, legal liability, reduction in shareholder value and reputational damage.</li> <li>• Fraud: Criminals continue to adapt their techniques and are increasingly focused on targeting customers and clients through ever more sophisticated methods of social engineering. External data breaches also provide criminals with the opportunity to exploit the growing levels of compromised data. These threats could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Operational resilience: The loss of or disruption to the Bank Group’s business processing is a material inherent risk theme within the Bank Group and across the financial services industry, whether arising through impacts on technology systems, real estate services, personnel availability or the support of major suppliers. Failure to build resilience into business processes or into the services of technology, real estate or suppliers on which the Bank Group business processes depend may result in significant customer detriment, costs to reimburse losses incurred by customers, potential regulatory censure or penalties, and reputational damage.</li> <li>• Supplier exposure: The Bank Group depends on suppliers for the provision of many of its services and the development of technology. Failure to monitor and control the Bank Group’s suppliers could potentially lead to client information or critical infrastructures not being adequately protected or available when required. Failure to adequately manage outsourcing risk could result in increased losses, inability to perform critical economic functions, customer detriment, potential regulatory censure, legal liability and reputational damages.</li> </ul>
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	<ul style="list-style-type: none"> <li>• Processing error: Material operational or payment errors could disadvantage the Bank Group's customers, clients or counterparties and could result in regulatory censure, legal liability, reputational damage and financial loss for the Bank Group.</li> <li>• New and emerging technology: Introducing new forms of technology, however, also has the potential to increase inherent risk. Failure to evaluate, actively manage and closely monitor risk exposure during all phases of business development could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Ability to hire and retain appropriately qualified employees: Failure to attract or prevent the departure of appropriately qualified employees could negatively impact the Bank Group's financial performance, control environment and level of employee engagement. Additionally, this may result in disruption to service which could in turn lead to disenfranchising certain customer groups, customer detriment and reputational damage.</li> <li>• Tax risk: There is a risk that the Bank Group could suffer losses due to additional tax charges, other financial costs or reputational damage as a result of failing to comply with such laws and practice, or by failing to manage its tax affairs in an appropriate manner, with much of this risk attributable to the international structure of the Bank Group.</li> <li>• Critical accounting estimates and judgements: The preparation of financial statements in accordance with IFRS requires the use of estimates. It also requires management to exercise judgement in applying relevant accounting policies. There is a risk that if the judgement exercised, or the estimates or assumptions used, subsequently turn out to be incorrect, this could result in significant loss to the Bank Group, beyond what was anticipated or provided for.</li> <li>• Data management and information protection: The Bank Group holds and processes large volumes of data, including personally identifiable information, intellectual property, and financial data. Failure to accurately collect and maintain this data, protect it from breaches of confidentiality and interference with its availability exposes the Bank Group to the risk of loss or unavailability of data or data integrity issues. This could result in regulatory censure, legal liability and reputational damage, including the risk of substantial fines under the General Data Protection Regulation (the "GDPR"), which strengthens the data protection rights for customers and increases the accountability of the Bank Group in its management of that data.</li> <li>• Unauthorised or rogue trading: Unauthorised trading, such as a large unhedged position, which arises through a failure of preventative controls or deliberate actions of the trader, may result in large financial losses for the Bank Group, loss of business, damage to investor confidence and reputational damage.</li> <li>• Algorithmic trading: In some areas of the investment banking business, trading algorithms are used to price and risk manage client and principal transactions. An algorithmic error could result in increased market exposure and subsequent financial losses for the Bank Group and potential loss of business, damage to investor confidence and reputational damage.</li> </ul> <p><b>Model risk:</b> The Bank Group relies on models to support a broad range of business and risk management activities, including informing business decisions and strategies, measuring and limiting risk, valuing exposures, conducting stress testing, assessing capital adequacy, supporting new business acceptance and risk and reward evaluation, managing client assets, and meeting reporting requirements. Models are, by their nature, imperfect and incomplete representations of reality. Models may also be misused. Model errors or misuse may result in the Bank Group making inappropriate business decisions and being</p>
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		<p>subject to financial loss, regulatory risk, reputational risk and/or inadequate capital reporting.</p> <p><b>Conduct risk:</b> There is the risk of detriment to customers, clients, market integrity, effective competition or the Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct.</p> <ol style="list-style-type: none"> <li>1. Ineffective product governance could lead to poor customer outcomes, regulatory sanctions, financial loss and reputational damage.</li> <li>2. The Bank Group may be adversely affected if it fails to effectively mitigate the risk that third parties or its employees facilitate, or that its products and services are used to facilitate financial crime. Failure to comply may lead to enforcement action by the Bank Group's regulators together with severe penalties, affecting the Bank Group's reputation and financial results.</li> <li>3. Failure to protect personal data can lead to potential detriment to the Bank Group's customers and clients, reputational damage, regulatory sanctions and financial loss, which under the GDPR may be substantial.</li> <li>4. Failure to meet the requirements and expectations of the UK Senior Managers Regime, Certification Regime and Conduct Rules may lead to regulatory sanctions, both for the individuals and the Bank Group.</li> </ol> <p><b>Reputation risk:</b> A risk arising in one business area can have an adverse effect upon the Bank Group's overall reputation; any one transaction, investment or event that, in the perception of key stakeholders reduces their trust in the Bank Group's integrity and competence.</p> <p>The Bank Group's associations with sensitive topics and sectors have the potential to give rise to reputation risk for the Bank Group and may result in loss of business, regulatory censure and missed business opportunity.</p> <p>In addition, reputation risk has the potential to arise from operational issues or conduct matters which cause detriment to customers, clients, market integrity, effective competition or the Bank Group.</p> <p><b>Legal risk and legal, competition and regulatory matters:</b> Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and breaches of legislation and/or regulations may negatively affect the Bank Group's results, reputation and ability to conduct its business.</p> <p>The Bank Group conducts diverse activities in a highly regulated global market and therefore is exposed to the risk of fines and other sanctions. Authorities have continued to investigate past practices, pursued alleged breaches and imposed heavy penalties on financial services firms. A breach of applicable legislation and/or regulations could result in the Bank Group or its staff being subject to criminal prosecution, regulatory censure, fines and other sanctions in the jurisdictions in which it operates. Where clients, customers or other third parties are harmed by the Bank Group's conduct, this may also give rise to legal proceedings, including class actions. Other legal disputes may also arise between the Bank Group and third parties relating to matters such as breaches, enforcement of legal rights or obligations arising under contracts, statutes or common law. Adverse findings in any such matters may result in the Bank Group being liable to third parties or may result in the Bank Group's rights not being enforced as intended.</p>
D.3	Key information on the key risks that are specific to the Securities	<p><b>You may lose up to the entire value of your investment in the Securities:</b></p> <p><b>The payment of any amount due under the Securities is dependent upon the Issuer's ability to fulfil its obligations when they fall due. The Securities are unsecured obligations. They are not deposits and they are not protected under the UK's Financial Services Compensation Scheme or any other deposit protection insurance scheme. Therefore, even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, if the Issuer fails or is otherwise unable to meet its payment or delivery obligations under the Securities, you will lose</b></p>

		<p><b>some or all of your investment.</b></p> <p>You may also lose some or all of your entire investment if:</p> <ul style="list-style-type: none"> <li>• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) and the amount paid to investors is less than the initial purchase price; or</li> <li>• the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced.</li> </ul> <p><b>Reinvestment risk/loss of yield:</b> Following an early redemption of the Securities for any reason, Holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p><b>Risks relating to Spread-Linked Interest:</b> The rate of interest payable on the Securities will be linked to the spread of Spread-Linked Rate One(t) over Spread-Linked Rate Two(t) on the date of determination. If on such date of determination Spread-Linked Rate Two(t) is equal to or greater than Spread-Linked Rate One(t), no interest will be payable on the Securities.</p>
<b>D.6</b>	<b>Risk warning that investors may lose value of entire investment or part of it</b>	The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.
<b>Section E – Offer</b>		
<b>E.2b</b>	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	Not applicable: the Securities have not been offered to the public.
<b>E.3</b>	<b>Description of the terms and conditions of the offer</b>	Not applicable: the Securities have not been offered to the public.
<b>E.4</b>	<b>Description of any interest material to the issue/offer, including</b>	Not Applicable: no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.

	<b>conflicting interests</b>	
<b>E.7</b>	<b>Estimated expenses charged to investor by issuer/offeror</b>	Not applicable: the Securities have not been offered to the public.

**Amended and Restated  
Final Terms**



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

**GBP 600,000 Fixed and Floating Rate Securities due February 2024 pursuant to the Global Structured Securities Programme (the "Tranche 3 Securities") to be consolidated and form a single series with the existing GBP 500,000 Fixed and Floating Rate Securities due February 2024, and issued on 20 May 2019 (the "Tranche 2 Securities") and the GBP 14,000,000 Fixed and Floating Rate Securities due February 2024, and issued on 22 February 2019 pursuant to the Global Structured Securities Programme (the "Tranche 1 Securities", and together with the Tranche 2 Securities and the Tranche 3 Securities, the "Securities")**  
**Issue Price: 100.00 per cent.**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 1A dated 10 April 2019, as supplemented on 3 September 2019 and 24 October 2019, which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1 dated 28 August 2018 (the "**2018 GSSP Base Prospectus 1**") and which are incorporated by reference into the Base Prospectus. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, any supplements to the Base Prospectus and the 2018 GSSP Base Prospectus 1 are available for viewing at <https://www.home.barclays/investor-relations/structured-securities-prospectuses> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the 2018 GSSP Base Prospectus 1 and not defined in the Final Terms shall bear the same meanings when used herein.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Securities are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA Retail Investor**"). For these purposes, an EEA Retail Investor means a person in the European Economic Area who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended from time to time "**MiFID**"); (ii) a customer within the meaning of the Insurance Mediation Directive (Directive 2002/92/EC (as amended from time to time)) ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended from time to time, including by Directive 2010/73/EU, the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to EEA Retail Investors has been prepared and therefore offering or selling the Securities or otherwise making them available to any EEA Retail Investor may be unlawful under the PRIIPs Regulation.

**BARCLAYS**

**Amended and Restated Final Terms dated 30 June 2023 (amending and restating the Final Terms dated 26 November 2019)**

## Part A – CONTRACTUAL TERMS

1. (a) Series number: NX000224108  
(b) Tranche number: 3  
The Securities shall be consolidated and form a single series with the Tranche 1 Securities and the Tranche 2 Securities
2. Settlement Currency: Pounds Sterling (“GBP”)
3. Exchange Rate: Not Applicable
4. Securities:
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: Tranche 1: GBP 14,000,000  
Tranche 2: GBP 500,000  
Tranche 3: GBP 600,000
    - (ii) Series: GBP 15,100,000
  - (b) Specified Denomination: GBP 1
  - (c) Minimum Tradable Amount: Not Applicable
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. Issue Date: Tranche 1: 22 February 2019  
Tranche 2: 20 May 2019  
Tranche 3: 26 November 2019
7. Interest Commencement Date: 22 February 2019
8. Scheduled Redemption Date: 22 February 2024
9. Calculation Amount: Specified Denomination

### Provisions relating to interest (if any) payable

10. Type of Interest: Fixed Rate Interest and Spread-Linked Interest
  - (a) Interest Payment Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
  - (b) Interest Period End Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
11. Switch Option: Not Applicable
12. Conversion Option: Not Applicable
13. Fixing Date – Interest: Not Applicable



14.	Fixing Time – Interest:	Not Applicable	
15.	Fixed Rate Interest provisions:	Applicable in respect of the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020	
	(a) Fixed Rate:	1.00 per cent. per annum	
	(b) Day Count Fraction:	30/360	
	(c) Range Accrual:Range Accrual:	Not Applicable	
	(d) Global Floor:	Not Applicable	
16.	Floating Rate Interest provisions:	Not Applicable	
17.	Inverse Floating Rate Interest provisions:	Not Applicable	
18.	Inflation-Linked Interest provisions:	Not Applicable	
19.	Digital Interest Provisions:	Not Applicable	
20.	Spread-Linked Interest Provisions:	Applicable - subject as provided in the Schedule of Amendments hereto in respect of the period from and including the Interest Payment Date falling in 22 February 2020 to but excluding the Interest Payment Date falling in 22 February 2024	
	(a) Floating Rate Interest provisions applicable to the determination of Spread-Linked Rate One(t) and Spread-Linked Rate Two(t):	Spread-Linked Rate One(t)	Spread-Linked Rate Two(t)
	(i) Floating Interest Rate Determination:	Not Applicable	Not Applicable
	(ii) CMS Rate Determination:	Applicable	Applicable
	- Specified Swap Rate:	Constant Maturity Swap	Constant Maturity Swap
	- Reference Currency	USD	USD
	- Designated Maturity:	30 years	2 years
	- Relevant Screen Page:	Reuters Screen page ICESWAP1	Bloomberg Screen page ICESWAP1
	- Relevant Time:	11:00 a.m., New York City time	11:00 a.m., New York City time
	- Interest Determination Date:	The date falling two New York Business Days prior to the first day of each Interest Calculation Period	The date falling two New York Business Days prior to the first day of each Interest Calculation Period
	- Pre-nominated Index:	Not Applicable	Not Applicable

	- Spread-Linked One <sub>(t)</sub> Cap:	Rate	Not Applicable	
	- Spread-Linked One <sub>(t)</sub> Floor:	Rate	Not Applicable	
	- Spread-Linked Two <sub>(t)</sub> Cap:	Rate		Not Applicable
	- Spread-Linked Two <sub>(t)</sub> Floor:	Rate		Not Applicable
	(b) Cap Rate:		Not Applicable	
	(c) Curve Cap:		Not Applicable	
	(d) Floor Rate:		0%	
	(e) Leverage:		Not Applicable	
	(f) Participation:		4.05	
	(g) Spread:		Not Applicable	
	(h) Day Count Fraction:		30/360	
	(i) Details of any short or long Interest Calculation Period:		Not Applicable	
	(j) Range Accrual:		Not Applicable	
21.	Decompounded Floating Rate Interest provisions:		Not Applicable	
22.	Zero Coupon Provisions:		Not Applicable	
	<b>Provisions relating to redemption</b>			
23.	(a) Optional Early Redemption:		Not Applicable	
	(b) Option Type:		Not Applicable	
24.	Call provisions		Not Applicable	
25.	Put provisions		Not Applicable	
26.	Final Redemption Type:		Bullet Redemption	
27.	Bullet Redemption provisions:		Applicable	
	Final Redemption Percentage:		100%	
28.	Inflation-Linked Redemption provisions:		Not Applicable	
29.	Early Cash Settlement Amount:		Market Value	
	Final Redemption Floor Unwind Costs:		Not Applicable	
30.	Fixing Date – Redemption:		Not Applicable	

31.	Fixing Time – Redemption:	Not Applicable
32.	Change in Law:	Applicable
33.	Currency Disruption Event:	Applicable
34.	Issuer Tax Event:	Applicable
35.	Extraordinary Market Disruption:	Applicable
36.	Hedging Disruption:	Applicable
37.	Increased Cost of Hedging:	Not Applicable

#### **Disruptions**

38.	Settlement Expenses:	Not Applicable
39.	FX Disruption Fallbacks ( <i>General Condition 10 (Consequences of FX Disruption Events)</i> ):	Not Applicable

#### **General Provisions**

40.	Form of Securities:	Global Bearer Securities: Permanent Global Security NGN Form: Applicable Held under the NSS: Not Applicable CGN Form: Not Applicable CDIs: Not Applicable
41.	Trade Date:	Tranche 1: 8 February 2019 Tranche 2: 13 May 2019 Tranche 3: 19 November 2019
42.	Taxation Gross Up:	Not Applicable
43.	Prohibition of Sales to EEA Retail Investors:	Applicable - see cover page of these Final Terms
44.	Early Redemption Notice Period Number:	As set out in General Condition 28.1 ( <i>Definitions</i> )
45.	Additional Business Centre(s):	Not Applicable
46.	Business Day Convention:	Following
47.	Determination Agent:	Barclays Bank PLC
48.	Registrar:	Not Applicable
49.	CREST Agent:	Not Applicable
50.	Transfer Agent:	Not Applicable

- |     |   |                   |
|-----|---|-------------------|
| 51. | (a) Name of Manager:  | Barclays Bank PLC |
|     | (b) Date of underwriting agreement:   | Not Applicable    |
|     | (c) Names and addresses of secondary trading intermediaries and main terms of commitment: | Not Applicable    |
| 52. | Registration Agent:   | Not Applicable    |
| 53. | Masse Category:   | Not Applicable    |
| 54. | Governing law:  | English law       |
| 55. | Belgian Securities  | Not Applicable    |
| 56. | Relevant Benchmarks:  | Not Applicable    |

## PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Tranche 3 Issue Date.

The Tranche 1 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 1 Issue Date and the Tranche 2 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 2 Issue Date

Estimate of total expenses related to admission to trading: GBP 395
2. **RATINGS**

Ratings: The Securities have not been individually rated.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: General funding
  - (ii) Estimated net proceeds: Not Applicable
  - (iii) Estimated total expenses: Not Applicable
4. **YIELD**

Not Applicable
5. **HISTORIC INTEREST RATES**

Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS1913913650
  - (ii) Common Code: 191391365
  - (iii) Relevant Clearing System(s) and the relevant identification number(s): Clearstream, Euroclear
  - (iv) Delivery: Delivery free of payment
  - (v) Name and address of additional Paying Agent(s) (if any): Not Applicable

## SCHEDULE OF AMENDMENTS

The provisions of this Schedule of Amendments shall apply in respect of each Spread-Linked Interest Calculation Period commencing on or after the day that falls three New York Business Days after 30 June 2023.

Notwithstanding anything else in these Final Terms and the other Conditions of the Securities, to the extent of any inconsistency with any other term of these Final Terms or any other Conditions of the Securities, the terms of this Schedule of Amendments shall prevail.

### 1. Interest on Spread-Linked Securities

#### 1.1 Spread-Linked Interest Determination – Reference Rate 'USD ISR Fallback Rate'

The following provisions shall apply for the purposes of determining the Spread-Linked Rate of Interest in respect of any applicable Spread-Linked Interest Calculation Period:

- in respect of Spread-Linked Rate One(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above shall be replaced with "30 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "30 Year USD ISR Fallback Rate" set out in this Schedule shall apply;
- in respect of Spread-Linked Rate Two(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above "2 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap Rate (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "2 Year USD ISR Fallback Rate" set out in this Schedule shall apply; and
- any other rate that is not subject to this Schedule, any margin, multiplier and/or minimum or maximum interest rate, cap rate, curve cap, floor rate, leverage, participation or spread (howsoever described) shall continue to apply to the Securities as set out in Part A of these Final Terms.

For the purposes of this Schedule, the following terms have the following meanings:

**"2 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

**"30 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or

- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**Calculated USD ISR Fallback Rate**" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:

$$y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$$

Where:

$y^L$  is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;

$y^{ois}$  is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and

$s^{3M}$  is 0.26161 per cent.

"**Designated Maturity**" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;

"**Interest Determination Date**" means the day that is two New York Business Days prior to the first day in the Spread-Linked Interest Calculation period;

"**Published USD ISR Fallback Rate**" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent);

"**Reference Rate**" means the 2 Year USD ISR Fallback Rate and 30 Year USD ISR Fallback Rate, as applicable, or any successor or replacement rate and/or component or underlying rate thereof (as the context may require), as applicable (all as determined by the Determination Agent);

"**Relevant Screen Page**" means:

- (a) in respect of the USD SOFR ICE SWAP Rate with a maturity of 2 years, Bloomberg Page USISSO02 (or any successor page); and
- (b) in respect of the USD SOFR ICE SWAP Rate with a maturity of 30 years, Bloomberg Page USISSO30 (or any successor page).

"**Relevant Time**" means 11:00 a.m., New York City time;

"**Spread-Linked Rate Interest Calculation Period**" means an Interest Calculation Period in respect of which the "Type of Interest" is specified to be "Spread-Linked Interest"; and

"**USD SOFR ICE Swap Rate**" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.

## 1.2 **Rate Disruption**

Unless a Benchmark Cessation Event (as defined below) has occurred, in which case section 2 (*Benchmark Cessation Event*) below shall apply, if the Reference Rate is not (i) published by the administrator of such Reference Rate or an authorised distributor or (ii) otherwise provided by the administrator of such Reference Rate on any Interest Determination Date, then the Reference Rate shall be determined by the Determination Agent as the Reference Rate published with respect to the first Business Day preceding such Interest Determination Date for which the Reference Rate was published by or on behalf of the administrator of the Reference Rate. If the Determination Agent determines that it is unable to determine the Reference Rate in accordance with the preceding sentence, the Reference Rate in respect of the relevant Interest Determination Date shall be such other rate as determined by the Determination Agent, taking into account (i) any source(s) that as it considers appropriate, (ii) any alternative benchmark(s) then available, and (iii) prevailing industry standards in any related market (including, without limitation, the derivatives market).

## 1.3 **Corrections to Published and Displayed Rates**

In the event that the Reference Rate determined in accordance with section 1.1 above is subsequently corrected, and the correction (the "**Corrected Rate**") is published after the original publication but no later than the longer of (i) one hour after such original publication and (ii) any other period for corrections specified by a relevant administrator in its methodology for the relevant Reference Rate, then provided that such Corrected Rate is published on or prior to the date falling two Business Days prior to the date on which a related payment is scheduled to be made under the Securities (the "**Relevant Scheduled Payment Date**"), then such Corrected Rate shall be deemed to be the relevant Reference Rate and the Determination Agent shall use such Corrected Rate in determining the relevant Interest Rate. Any corrections published after the second Business Day prior to the Relevant Scheduled Payment Date shall be disregarded for the purposes of determining the relevant Interest Rate.

## 2. **Benchmark Cessation Event**

If on (or prior to) any Interest Determination Date, the Determination Agent determines that a Benchmark Cessation Event and its related Benchmark Replacement Date have occurred prior to the Relevant Time in respect of any determination of the Reference Rate ("**Discontinued Reference Rate**"), the Determination Agent shall determine the relevant Interest Rate for the relevant Interest Determination Date, Spread-Linked Interest Calculation Period and Interest Payment Date in accordance with the following methodologies:

- (i) the Determination Agent shall, in its discretion, select a substitute or successor reference rate that it determines is comparable to the Discontinued Reference Rate to replace such Discontinued Reference Rate, and shall replace the Discontinued Reference Rate by such substitute or successor reference rate with effect from the date as determined by the Determination Agent and such substitute or successor reference rate will be deemed to be the Reference Rate with effect from such date. The Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including, without limitation, any Condition or term relevant to the settlement or payment under the Securities, as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (a) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement, such as an adjustment spread and (b) any other adjustment(s) to reflect a different term structure or methodology). In selecting a substitute or successor reference rate and making any adjustments to the Conditions or other terms of the Securities, the Determination Agent may (but shall not be obliged to) take into account prevailing industry standards in any related market (including, without limitation, the derivatives market); or
- (ii) if the Determination Agent determines that no substitute or successor reference rate is available for the purpose of sub-paragraph (i) immediately above or otherwise does not determine the Reference Rate in accordance with the foregoing, an Additional Disruption Event shall be deemed to have occurred for the purposes of these provisions and the Determination Agent shall adjust,



redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Conditions in respect of the Securities.

For the purposes of the above, the following terms have the following meanings:

**"Benchmark Cessation Event"** means the occurrence of one or more of the following events with respect to the Reference Rate:

- (a) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that such administrator has ceased or will cease to provide the Reference Rate, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate, which states that the administrator of the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
- (c) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate announcing that the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored.

**"Benchmark Replacement Date"** means the earliest to occur of the following events with respect to a Reference Rate in respect of which a Benchmark Cessation Event has occurred:

- (a) in the case of paragraph (a) or (b) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the administrator of the Reference Rate permanently or indefinitely ceases to provide such rate; or
- (b) in the case of paragraph (c) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the Reference Rate is no longer representative of the underlying market and economic reality that such rate is intended to measure, by reference to the most recent statement or publication contemplated in paragraph (c) of the definition of Benchmark Cessation Event.

### 3. **Administrator/Benchmark Event**

If an Administrator/Benchmark Event and its related Administrator/Benchmark Event Effective Date occurs in respect of the Securities, then an Additional Disruption Event shall be deemed to have occurred and the Determination Agent may adjust (subject as provided in the next sentence), redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Condition in respect of the Securities. In respect of adjustments, the Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including without limitation, to select a successor Relevant Benchmark and to adjust any Condition or term relevant to the settlement or payment under the Securities as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (i) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement and (ii) any other adjustment(s) to reflect a different term structure or methodology of a replacement Relevant Benchmark, if applicable). The Issuer shall notify the Securityholder(s) as soon as

reasonably practicable of any such action taken following the occurrence of an Administrator/Benchmark Event. Notwithstanding anything else in this paragraph, in the event that the Administrator/Benchmark Event comprises a Modification Event, the Determination Agent may determine not to undertake any or all of the actions described in this paragraph.

For the purposes of the above, the following terms have the following meanings:

**"Administrator/Benchmark Event"** means, in respect of any Securities and a Relevant Benchmark, the occurrence or existence, as determined by the Determination Agent, of any of the following events in respect of such Relevant Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of a Relevant Benchmark or the administrator or sponsor of a Relevant Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, or any prohibition by a relevant competent authority or other relevant official body, in each case with the effect that the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities (such date on which the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities, the **"Administrator/Benchmark Event Effective Date"**); or
- (b) any material change in the methodology or other terms of the Relevant Benchmark has occurred or is likely to occur (**"Modification Event"**).

**"Relevant Benchmark"** means each Reference Rate (as applicable).

#### 4. Interim Measures

If, at any time, following (i) a Benchmark Cessation Event has occurred but prior to any substitution or adjustment having become effective and/or (ii) an Administrator/Benchmark Event has occurred but prior to any adjustment and/or redemption and/or cancellation and/or any other action having become effective, the relevant Reference Rate is required for any determination in respect of the Securities, then:

- (i) if the Reference Rate is still available, and it is still permitted under applicable law or regulation for the Securities to reference the Reference Rate and for the Issuer and/or the Determination Agent (as applicable) to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined pursuant to the terms that would apply to the determination of the Reference Rate as if no Benchmark Cessation Event or Administrator/Benchmark Event (as applicable) had occurred; or
- (ii) if the Reference Rate is no longer available or it is no longer permitted under applicable law or regulation applicable to the Issuer and/or to the Determination Agent (as applicable) for the Securities to reference the Reference Rate or for any such entity to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined by the Determination Agent acting in good faith and in a commercially reasonable manner having regard to such sources as it considers appropriate and any alternative benchmark then available and taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market), as (a) a substitute or successor rate that it has determined is the industry-accepted (in the derivatives market) substitute or successor rate for the relevant Reference Rate or (b) if it determines there is no such industry-accepted (in the derivatives market) substitute or successor rate, a substitute or successor rate that it determines is a commercially reasonable alternative to the Reference Rate, taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market). If such Reference Rate is determined as any such substituted or successor rate, the Determination Agent may determine such other amendments to the Securities which it considers are necessary and/or appropriate in order to reflect the replacement of the Reference Rate with such substituted

or successor rate. If the Determination Agent determines the Reference Rate in accordance with this paragraph, the Determination Agent shall notify the Issuer of such determination made by it and the action that it proposes to take in respect of any such determination and the Issuer, in turn, shall notify the Securityholders thereof as soon as reasonably practicable thereafter.

5. **Benchmark Regulation**

USISSO30 (30 Year USD ISR Fallback Rate) and USISSO2 (2 Year USD ISR Fallback Rate) are provided by ICE Benchmark Administration Limited. As at the date hereof, ICE Benchmark Administration Limited does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to article 36 of the Benchmarks Regulation. The transitional provisions in Article 51 of the Benchmarks Regulation apply, such that ICE Benchmark Administration Limited is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence).

## SUMMARY

<b>Section A – Introduction and warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	Not Applicable: the Issuer does not consent to the use of the Base Prospectus for subsequent resales.
<b>Section B – Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	The Securities are issued by Barclays Bank PLC (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer</b>	<p>The Issuer is a public limited company registered in England and Wales.</p> <p>The principal laws and legislation under which the Issuer operates are the laws of England and Wales including the Companies Act.</p>
<b>B.4b</b>	<b>Known trends affecting the Issuer and industries in which the Issuer operates</b>	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Bank Group</b>" or "<b>Barclays</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change, as a result, regulatory risk will remain a focus. A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p>Following the transfer of the assets and liabilities of the Barclays UK division from the Bank Group to Barclays Bank UK PLC and its subsidiary undertakings (together, the "<b>Barclays Bank UK Group</b>"), the Bank Group becomes less</p>

	<p>diversified than it used to be. The Bank Group no longer has recourse to the assets of the Barclays Bank UK Group. Further, relative to its parent group, the Bank Group is more focused on businesses outside the UK, more focused on wholesale businesses, more dependent on wholesale funding sources and potentially subject to different regulatory obligations.</p> <p>There are several other significant pieces of legislation and areas of focus which will require significant management attention, cost and resource, including:</p> <ul style="list-style-type: none"> <li>• Changes in prudential requirements, including the risk reduction measures package recently adopted in the EU to amend the Capital Requirements Directive (CRD IV) and the Bank Recovery and Resolution Directive (BRRD) which may impact minimum requirements for own funds and eligible liabilities (MREL), leverage, liquidity or funding requirements, applicable buffers and/or add-ons to such minimum requirements and risk weighted assets calculation methodologies all as may be set by international, EU or national authorities.</li> <li>• The derivatives market has been the subject of particular focus for regulators in recent years across the G20 countries and beyond, with regulations introduced which require the reporting and clearing of standardised over the counter ("OTC") derivatives and the mandatory margining of non-cleared OTC derivatives. Other regulations applicable to swap dealers, including those promulgated by the US Commodity Futures Trading Commission, have imposed significant costs on the Bank Group's derivatives business.</li> <li>• The recast Markets in Financial Instruments Directive in Europe (MiFID II), which came into force in January 2018, has fundamentally changed the European regulatory framework entailing significant operational changes for market participants in a wide range of financial instruments as well as changes in market structures and practices.</li> <li>• By virtue of the EU Benchmarks Regulation, after 1 January 2020, certain Bank Group entities will not be permitted to use benchmarks unless the relevant administrator is authorised, registered or qualifies under a third party regime. This may necessitate adapting processes and systems to transition to new alternative benchmarks, which would be a very time consuming and costly process.</li> <li>• Separately, the transition to risk-free rates as part of a wider benchmark reform is also expected to be impactful to the Bank Group in respect of the timing of the development of a robust risk free rate market, an unfavourable market reaction and/or inconsistencies in the adoption of products using the new risk free rates, and also in respect of the costs and uncertainties involved in managing and/or changing historical products to reference risk free rates as a result of the proposed discontinuation of certain existing benchmarks.</li> <li>• The Bank Group and certain of its members are subject to supervisory stress testing exercises in a number of jurisdictions. These exercises currently include the programmes of the Bank of England, the European Banking Authority, the Federal Deposit Insurance Corporation and the Federal Reserve Board. Failure to meet requirements of regulatory stress tests, or the failure by regulators to approve the stress test results and capital plans of the Bank Group, could result in the Bank Group being required to enhance its capital position, limit capital distributions or position additional capital in specific subsidiaries.</li> <li>• The introduction and implementation of Payments Service Directive 2 ("PSD2") with delivery across 2019 provides third parties and banks with opportunities to change and enhance the relationship between a customer and</li> </ul>
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		<p>their bank. PSD2 will also introduce new requirements to the authentication process for a number of actions customers take, including ecommerce transactions. A failure to comply with PSD2 could expose the Bank Group to regulatory sanction. The changes to authentication may change the fraud environment across the industry as providers implement different approaches to comply.</p>
<b>B.5</b>	<b>Description of the group and the Issuer's position within the group</b>	<p>The Bank Group is a major global financial services provider.</p> <p>The Issuer is a wholly owned direct subsidiary of Barclays PLC, which is the ultimate holding company of the Bank Group.</p>
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable: the Issuer has chosen not to include a profit forecast or estimate.
<b>B.10</b>	<b>Nature of any qualifications in audit report on historical financial information</b>	Not Applicable: the audit report on the historical financial information contains no such qualifications.
<b>B.12</b>	<b>Selected key financial information; no material adverse change and significant change statements</b>	<p>Based on the Bank Group's audited financial information for the year ended 31 December 2018, the Bank Group had total assets of £877,700 million (2017: £1,129,343 million), total net loans and advances of £136,959 million (2017: £324,590 million), total deposits of £199,337 million (2017: £399,189 million), and total equity of £47,711 million (2017: £65,734 million) (including non-controlling interests of £2 million (2017: £1 million)). The profit before tax of the Bank Group for the year ended 31 December 2018 was £1,286 million (2017: £1,758 million) after credit impairment charges and other provisions of £643 million (2017: £1,553 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2018.</p> <p>Based on the Bank Group's unaudited financial information for the six months ended 30 June 2019, the Bank Group had total assets of £969,266 million, total net loans and advances of £144,664 million, total deposits of £215,125 million, and total equity of £52,610 million (including non-controlling interests of £0 million). The profit before tax of the Bank Group for the six months ended 30 June 2019 was £1,725 million (30 June 2018: £725 million) after credit impairment charges 2 and other provisions of £510 million (30 June 2018: £156 million). The financial information in this paragraph is extracted from the unaudited condensed consolidated interim financial statements of the Issuer for the six months ended 30 June 2019.</p> <p>Not applicable: There has been no significant change in the financial or trading position of the Bank Group since 30 June 2019.</p> <p>There has been no material adverse change in the prospects of the Issuer since 31 December 2018.</p>
<b>B.13</b>	<b>Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency</b>	Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
<b>B.14</b>	<b>Dependency of the Issuer on</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.

	<b>other entities within the group</b>	The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.
<b>B.15</b>	<b>Description of the Issuer's principal activities</b>	<p>The Bank Group is a transatlantic consumer and wholesale bank with global reach offering products and services across personal, corporate and investment banking, credit cards and wealth management anchored in the Bank Group's two home markets of the UK and the US.</p> <p>The Issuer and the Bank Group offer products and services designed for the Bank Group's larger corporate, wholesale and international banking clients.</p>
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
<b>B.17</b>	<b>Credit ratings assigned to the Issuer or its debt securities</b>	<p>The short-term unsecured obligations of the Issuer are rated A-1 by Standard &amp; Poor's Credit Market Services Europe Limited, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term unsecured unsubordinated obligations of the Issuer are rated A by Standard &amp; Poor's Credit Market Services Europe Limited, A2 by Moody's Investors Service Ltd. and A+ by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated.</p> <p><b>Ratings:</b> This issue of Securities will not be rated.</p>
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities described in this Summary may be debt securities or, where the repayment terms are linked to the performance of a specified inflation index, derivative securities.</p> <p>Securities will bear interest at a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, or a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds the specified strike rate on the relevant date of determination, may be zero coupon securities (which do not bear interest) or may apply a combination of different interest types. The type of interest (if any) payable on the Securities may be the same for all Interest Payment Dates or may be different for different Interest Payment Dates. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities. The amount of interest payable in respect of the Securities on an Interest Payment Date may be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates during the observation period relating to that interest payment date.</p> <p>Securities may include an option for the Securities to be redeemed prior to maturity at the election of the Issuer or the investor. If Securities are not redeemed early they will redeem on the Scheduled Redemption Date and the amount paid will either be a fixed redemption amount, or an amount linked to the performance of a specified inflation index.</p> <p>Securities may be cleared through a clearing system or uncleared and held in bearer or registered form. Certain cleared Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system.</p> <p>Securities will be issued in one or more series (each a "<b>Series</b>") and each Series</p>

		<p>may be issued in tranches (each a "<b>Tranche</b>") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code.</p> <p>The Securities are transferable obligations of the Issuer that can be bought and sold by investors in accordance with the terms and conditions set out in the Base Prospectus (the "<b>General Conditions</b>"), as completed by the final terms document (the "<b>Final Terms</b>") (the General Conditions as so completed, the "<b>Conditions</b>").</p> <p><b>Interest:</b> The interest payable in respect of the Securities will be determined by reference to a combination of a fixed rate of interest and a rate of interest linked to the spread between two floating rates. The amount of interest payable in respect of a security for an interest calculation period will be determined by multiplying the interest calculation amount of such security by the applicable interest rate and day count fraction.</p> <p><b>Call or Put option:</b> Not applicable</p> <p><b>Final redemption:</b> The final redemption amount will be 100 per cent. of GBP 1 (the Calculation Amount).</p> <p><b>Form:</b> The Securities will initially be issued in global bearer form.</p> <p><b>Identification:</b> Series number: NX000224108; Tranche number: 3</p> <p><b>Identification codes:</b> ISIN Code: XS1913913650; Common Code: 191391365; SEDOL: BJDQ375</p> <p><b>Governing law:</b> The Securities will be governed by English law.</p>
C.2	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a settlement currency other than the currency in which they are denominated, with such payments being converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Pounds Sterling ("<b>GBP</b>").</p>
C.5	<b>Description of restrictions on free transferability of the Securities</b>	<p>Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S and must comply with transfer restrictions with respect to the United States.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
C.8	<b>Description of rights attached to the Securities including ranking and limitations to those rights</b>	<p><b>Rights:</b> Each Security includes a right to a potential return of interest and amount payable on redemption together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on future amendments.</p> <p><b>Price:</b> Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The minimum denomination will be the Calculation Amount in respect of which interest and redemption amounts will be calculated. The issue price of the Securities is 100.00 per cent. The denomination of a Security is GBP 1 (the "<b>Calculation Amount</b>").</p> <p><b>Taxation:</b> All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, unless 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms and otherwise save</p>



		<p>in limited circumstances, pay additional amounts to cover the amounts so withheld or deducted. If 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms the Issuer will not pay additional amounts to cover the amounts so withheld or deducted.</p> <p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the Holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the Holder (or, in the case of French law Securities, the representative of the Holders).</p> <p><b>Ranking:</b> The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p><b>Limitations to rights:</b> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying assets. The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including all Holders who voted in a manner contrary to the majority. Furthermore, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).</p>
C.9	<b>Interest/ Redemption</b>	<p><b>Interest:</b> In respect of each interest calculation period, Securities may or may not bear interest. For each interest calculation period in respect of which the Securities bear interest, interest will accrue at one of the following rates: a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds a specified level on the relevant date of determination, or a rate that is compounded floating rate. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities (the "<b>Switch Option</b>"). Securities may also include an option for the Holder representing 100% of the Aggregate Nominal Amount (or of the outstanding number, as applicable) to convert any existing type of interest payable on the Securities to fixed rate interest (the "<b>Conversion Option</b>"). The amount of interest payable in respect of the Securities on an Interest Payment Date may also be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates, as described in 'Range Accrual Factor' below (the "<b>Range Accrual Factor</b>").</p> <p><b>Final Redemption:</b> The amount payable on final redemption of the Securities will either be fixed at a percentage of the Calculation Amount of the Securities, or may reference the Calculation Amount of the Securities (being the minimum denomination of the Securities) as adjusted upwards or downwards to account for movements in an inflation index. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p>

**Optional Early Redemption:** Certain Securities may be redeemed earlier than the Scheduled Redemption Date following the exercise of a call option by the Issuer or the exercise of a put option by a Holder of the Securities.

**Mandatory Early Redemption:** Securities may also be redeemed earlier than the Scheduled Redemption Date if performance of the Issuer's obligations becomes illegal, if the Determination Agent so determines, following cessation of publication of an inflation index, or following the occurrence of a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligation under the Securities.

**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values below are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, an indicative minimum amount, an indicative maximum amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

**INTEREST**

**Fixed Rate Interest.** For the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020, each Security will bear interest at a rate of 1.00% per annum payable at the end of each interest calculation period on 22 May, 22 August, 22 November and 22 February in each year (each, an "**Interest Payment Date**").

**Spread-Linked Interest.** (i) For the period from and including the Interest Payment Date falling on 22 February 2020 to but excluding the Interest Payment Date falling on 22 February 2023 (the "**First Spread-Linked Period**"), each Security will bear interest from 22 February 2020 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date and (ii) for the period from and including the Interest Payment Date falling on 22 February 2023 to but excluding the Interest Payment Date falling on 22 February 2024 (the "**Second Spread-Linked Period**"), each Security will bear interest from 22 February 2023 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date.

The applicable rate of interest ("**Rate of Interest**") will be equal to Spread-Linked Rate One(t) minus the product of the number set out under the heading 'Leverage' below and Spread-Linked Rate Two(t) multiplied by the number set out under the heading 'Participation' below, provided that such rate shall not be less than the relevant percentage specified under 'Floor(%)' below.

"**Spread-Linked Rate One<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 1 (as defined below) and (ii) in the Second Spread-Linked Period, the 30 year USD ISR Fallback Rate (as defined below).

"**Spread-Linked Rate Two<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 2 (as defined below) and (ii) in the Second Spread-Linked Period, the 2 Year USD ISR Fallback Rate (as defined below).

Leverage:	Participation:	Floor (%):
1	4.05	0%

	<p>"<b>CMS Reference Rate 1</b>" means the swap rate for swap transactions in USD (the "<b>Reference Currency</b>") with a maturity of 30 years which appears on Reuters Screen page ICESWAP1 (the "<b>Relevant Screen Page</b>") as at 11:00 a.m. New York City Time (the "<b>Relevant Time</b>") on the date falling two New York Business Days prior to the first day of each interest calculation period (the "<b>Interest Determination Date</b>");</p> <p>"<b>CMS Reference Rate 2</b>" means the swap rate for swap transactions in the Reference Currency with a maturity of 2 years which appears on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date;</p> <p>"<b>2 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>30 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>Calculated USD ISR Fallback Rate</b>" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:</p> $y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$ <p>Where:</p> <p><math>y^L</math> is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;</p> <p><math>y^{ois}</math> is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and</p> <p><math>s^{3M}</math> is 0.26161 per cent.</p> <p>"<b>Designated Maturity</b>" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;</p> <p>"<b>Published USD ISR Fallback Rate</b>" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent); and</p>
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		<p><b>"USD SOFR ICE Swap Rate"</b> means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 22 February 2024 by payment by the Issuer of an amount in GBP equal to GBP 1 multiplied by 100%.</p> <p style="text-align: center;"><b>OPTIONAL EARLY REDEMPTION</b></p> <p>These Securities cannot be redeemed early at the option of the Issuer or the Holder.</p>
<b>C.10</b>	<b>Derivative component in the interest payment</b>	Not applicable, there is no derivative component in the interest payment.
<b>C.11</b>	<b>Admission to trading</b>	<p>Securities may be admitted to trading on a regulated market in the United Kingdom.</p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the London Stock Exchange with effect from 26 November 2019.</p>
<b>C.15</b>	<b>Description of how the value of the investment is affected by the value of the underlying instrument</b>	<p>The return on, and value of, Securities that are derivative securities will be linked to the performance of a specified inflation index. In addition, any interest payments will be calculated by reference to a fixed rate and/or one or more floating rates or movements in the specified inflation index.</p> <p>Payments of interest are calculated by reference to the Fixed Rate of 1.00% and by reference to Spread-Linked Rate One(t) and Spread-Linked Rate Two(t).</p>
<b>C.16</b>	<b>Expiration or maturity date of the securities</b>	<p>Securities with repayment terms that reference the performance of a specified inflation index are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities is 22 February 2024.</p>
<b>C.17</b>	<b>Settlement procedure of the derivative securities</b>	<p>Securities that are derivative securities will be delivered on the specified issue date either against payment of the issue price (or, in the case of Securities having a settlement currency different from the currency of denomination, the settlement currency equivalent of the issue price) or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i> or CREST.</p> <p>Securities will be delivered on 26 November 2019 (the "<b>Tranche 3 Issue Date</b>") free of payment of the issue price of the Securities.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>.</p>
<b>C.18</b>	<b>Description of how the return on derivative</b>	The value of the underlying asset to which Securities that are derivative Securities are linked will affect the interest paid and/or the amount paid on the Scheduled Redemption Date. Interest and any redemption amount payable will be paid in cash.

	<b>securities takes place</b>	Not applicable: the Securities are not derivative securities.
<b>C.19</b>	<b>Final reference price of the underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.20</b>	<b>Type of underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.21</b>	<b>Market where Securities are traded</b>	Application is expected to be made by the Issuer to list the Securities on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from 26 November 2019.
<b>Section D – Risks</b>		
<b>D.2</b>	<b>Key information on the key risks that are specific to the Issuer</b>	<p>The risks described below are material existing and emerging risks which senior management has identified with respect to the Bank Group.</p> <p><b>(i) Material existing and emerging risks potentially impacting more than one principal risk</b></p> <p><b>Business conditions, general economy and geopolitical issues</b></p> <p>The Bank Group's business mix spreads across multiple geographies and client types. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where the Bank Group is active, or in any systemically important economy, could adversely affect the Bank Group's operating performance, financial condition and prospects.</p> <p><b>Process of UK withdrawal from the European Union</b></p> <p>The uncertainty around Brexit spanned the whole of 2018, and intensified in the second half of the year. The full impact of the withdrawal may only be realised in years to come, as the economy adjusts to the new regime, but the Bank Group continues to monitor the most relevant risks, including those that may have a more immediate impact, for its business:</p> <ul style="list-style-type: none"> <li>• Market volatility, including in currencies and interest rates, might increase which could have an impact on the value of the Bank Group's trading book positions.</li> <li>• Potential UK financial institutions credit spread widening could lead to reduced investor appetite for the Bank Group's debt securities; this could negatively impact the cost of, and/or access to, funding.</li> <li>• A credit rating agency downgrade applied directly to the Bank Group, or indirectly as a result of a credit rating agency downgrade to the UK Government, could significantly increase the Bank Group's borrowing costs, credit spreads and materially adversely affect the Bank Group's interest margins and liquidity position.</li> <li>• Changes in the long-term outlook for UK interest rates may adversely affect pension liabilities and the market value of investments funding those liabilities;</li> <li>• Increased risk of a UK recession with lower growth, higher unemployment and falling UK house prices. This would negatively impact a number of the Bank Group's portfolios.</li> <li>• The implementation of trade and customs barriers between the UK and EU could lead to delays and increased costs in the passage of goods for corporate banking customers. This could negatively impact the levels of customer defaults and business volumes which may result in an increase in the Bank Group's impairment charges and a reduction in revenues.</li> </ul>

	<ul style="list-style-type: none"> <li>• Changes to current EU "Passporting" rights may require further adjustment to the current model for the Bank Group's cross-border banking operation which could increase operational complexity and/or costs.</li> <li>• The ability to attract, or prevent the departure of, qualified and skilled employees may be impacted by the UK's and the EU's future approach to the EU freedom of movement and immigration from the EU countries and this may impact the Bank's access to the EU talent pool.</li> <li>• The legal framework within which the Bank Group operates could change and become more uncertain if the UK takes steps to replace or repeal certain laws currently in force, which are based on EU legislation and regulation following its withdrawal from the EU.</li> <li>• Should the UK lose automatic qualification to be part of Single Euro Payments Area there could be a resultant impact on the efficiency of, and access to, European payment systems. In addition, loss of automatic qualification to the European Economic Area (EEA) or access to financial markets infrastructure could impact service provision for clients, likely resulting in reduced market share and revenue and increased operating costs for the Bank Group.</li> <li>• There are certain execution risks relating to the transfer of the Bank Group's European businesses to Barclays Bank Ireland PLC.</li> </ul> <p><b>Interest rate rises adversely impacting credit conditions</b></p> <p>To the extent that central banks increase interest rates particularly in the Bank Group's main markets, in the UK and the US, there could be an impact on consumer debt affordability and corporate profitability. While interest rate rises could positively impact the Bank Group's profitability, as retail and corporate business income may increase due to margin de-compression, future interest rate increases, if larger or more frequent than expectations, could cause stress in the loan portfolio and underwriting activity of the Bank Group. Higher credit losses driving an increased impairment allowance would most notably impact retail unsecured portfolios and wholesale non-investment grade lending. Changes in interest rates could also have an adverse impact on the value of high quality liquid assets which are part of the Bank Group Treasury function's investment activity. Consequently, this could create more volatility than expected through the Bank Group's FVOCI reserves.</p> <p><b>Regulatory change agenda and impact on business model</b></p> <p>The Bank Group remains subject to ongoing significant levels of regulatory change and scrutiny in many of the countries in which it operates (including, in particular, the UK and the US). A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory co-ordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p><b>(ii) Material existing and emerging risks impacting individual principal risks</b></p> <p><b>Credit risk:</b></p> <ol style="list-style-type: none"> <li>1. Impairment: The introduction of the impairment requirements of IFRS Financial Instruments, implemented on 1 January 2018, results in impairment loss allowances that are recognised earlier, on a more forward looking basis and on a broader scope of financial instruments than has been the case under IAS 39 and has had, and may continue to have, a material impact on the Bank Group's financial condition.</li> <li>2. Specific sectors and concentrations: The Bank Group is subject to risks arising from changes in credit quality and recovery rate of loans and</li> </ol>
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		<p>advances due from borrowers and counterparties in a specific portfolio. Any deterioration in credit quality could lead to lower recoverability and higher impairment in a specific sector.</p> <p>3. Environmental risk: The Bank Group is exposed to credit risks arising from energy and climate change. Indirect risks may be incurred as a result of environmental issues impacting the credit worthiness of the borrower resulting in higher impairment.</p> <p><b>Market risk:</b> An uncertain outlook for the direction of monetary policy, the US-China trade conflict, slowing global growth and political concerns in the US and Europe (including Brexit), are some of the factors that could heighten market risks for the Bank Group’s portfolios.</p> <p>In addition, the Bank Group’s trading business is generally exposed to a prolonged period of elevated asset price volatility, particularly if it negatively affects the depth of marketplace liquidity. Such a scenario could impact the Bank Group’s ability to execute client trades and may also result in lower client flow-driven income and/or market-based losses on its existing portfolio of market risks. These can include having to absorb higher hedging costs from rebalancing risks that need to be managed dynamically as market levels and their associated volatilities change.</p> <p><b>Treasury and capital risk:</b> The Bank Group may not be able to achieve its business plans due to: a) inability to maintain appropriate capital ratios; b) inability to meet its obligations as they fall due; c) rating agency downgrades; d) adverse changes in foreign exchange rates on capital ratios; e) adverse movements in the pension fund; f) non-traded market risk/interest rate risk in the banking book.</p> <p><b>Operational risk:</b></p> <ul style="list-style-type: none"> <li>• Cyber threat: The financial sector remains a primary target for cyber criminals. There is an increasing level of sophistication in both criminal and nation state hacking for the purpose of stealing money, stealing, destroying or manipulating data, and/or disrupting operations. Other events have a compounding impact on services and customers. Failure to adequately manage this threat could result in increased fraud losses, inability to perform critical economic functions, customer detriment, potential regulatory censure or penalties, legal liability, reduction in shareholder value and reputational damage.</li> <li>• Fraud: Criminals continue to adapt their techniques and are increasingly focused on targeting customers and clients through ever more sophisticated methods of social engineering. External data breaches also provide criminals with the opportunity to exploit the growing levels of compromised data. These threats could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Operational resilience: The loss of or disruption to the Bank Group’s business processing is a material inherent risk theme within the Bank Group and across the financial services industry, whether arising through impacts on technology systems, real estate services, personnel availability or the support of major suppliers. Failure to build resilience into business processes or into the services of technology, real estate or suppliers on which the Bank Group business processes depend may result in significant customer detriment, costs to reimburse losses incurred by customers, potential regulatory censure or penalties, and reputational damage.</li> <li>• Supplier exposure: The Bank Group depends on suppliers for the provision of many of its services and the development of technology. Failure to monitor and control the Bank Group’s suppliers could potentially lead to client information or critical infrastructures not being adequately protected or available when required. Failure to adequately manage outsourcing risk could result in increased losses, inability to perform critical economic</li> </ul>
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		<p>functions, customer detriment, potential regulatory censure, legal liability and reputational damages.</p> <ul style="list-style-type: none"> <li>• Processing error: Material operational or payment errors could disadvantage the Bank Group's customers, clients or counterparties and could result in regulatory censure, legal liability, reputational damage and financial loss for the Bank Group.</li> <li>• New and emerging technology: Introducing new forms of technology, however, also has the potential to increase inherent risk. Failure to evaluate, actively manage and closely monitor risk exposure during all phases of business development could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Ability to hire and retain appropriately qualified employees: Failure to attract or prevent the departure of appropriately qualified employees could negatively impact the Bank Group's financial performance, control environment and level of employee engagement. Additionally, this may result in disruption to service which could in turn lead to disenfranchising certain customer groups, customer detriment and reputational damage.</li> <li>• Tax risk: There is a risk that the Bank Group could suffer losses due to additional tax charges, other financial costs or reputational damage as a result of failing to comply with such laws and practice, or by failing to manage its tax affairs in an appropriate manner, with much of this risk attributable to the international structure of the Bank Group.</li> <li>• Critical accounting estimates and judgements: The preparation of financial statements in accordance with IFRS requires the use of estimates. It also requires management to exercise judgement in applying relevant accounting policies. There is a risk that if the judgement exercised, or the estimates or assumptions used, subsequently turn out to be incorrect, this could result in significant loss to the Bank Group, beyond what was anticipated or provided for.</li> <li>• Data management and information protection: The Bank Group holds and processes large volumes of data, including personally identifiable information, intellectual property, and financial data. Failure to accurately collect and maintain this data, protect it from breaches of confidentiality and interference with its availability exposes the Bank Group to the risk of loss or unavailability of data or data integrity issues. This could result in regulatory censure, legal liability and reputational damage, including the risk of substantial fines under the General Data Protection Regulation (the "GDPR"), which strengthens the data protection rights for customers and increases the accountability of the Bank Group in its management of that data.</li> <li>• Unauthorised or rogue trading: Unauthorised trading, such as a large unhedged position, which arises through a failure of preventative controls or deliberate actions of the trader, may result in large financial losses for the Bank Group, loss of business, damage to investor confidence and reputational damage.</li> <li>• Algorithmic trading: In some areas of the investment banking business, trading algorithms are used to price and risk manage client and principal transactions. An algorithmic error could result in increased market exposure and subsequent financial losses for the Bank Group and potential loss of business, damage to investor confidence and reputational damage.</li> </ul> <p><b>Model risk:</b> The Bank Group relies on models to support a broad range of business and risk management activities, including informing business decisions and strategies, measuring and limiting risk, valuing exposures, conducting stress testing, assessing capital adequacy, supporting new business acceptance and risk and reward evaluation, managing client assets, and meeting reporting requirements. Models are, by their nature, imperfect and incomplete representations of reality. Models may also be misused. Model errors or misuse may result in the Bank Group making inappropriate business decisions and being</p>
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		<p>subject to financial loss, regulatory risk, reputational risk and/or inadequate capital reporting.</p> <p><b>Conduct risk:</b> There is the risk of detriment to customers, clients, market integrity, effective competition or the Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct.</p> <ol style="list-style-type: none"> <li>1. Ineffective product governance could lead to poor customer outcomes, regulatory sanctions, financial loss and reputational damage.</li> <li>2. The Bank Group may be adversely affected if it fails to effectively mitigate the risk that third parties or its employees facilitate, or that its products and services are used to facilitate financial crime. Failure to comply may lead to enforcement action by the Bank Group's regulators together with severe penalties, affecting the Bank Group's reputation and financial results.</li> <li>3. Failure to protect personal data can lead to potential detriment to the Bank Group's customers and clients, reputational damage, regulatory sanctions and financial loss, which under the GDPR may be substantial.</li> <li>4. Failure to meet the requirements and expectations of the UK Senior Managers Regime, Certification Regime and Conduct Rules may lead to regulatory sanctions, both for the individuals and the Bank Group.</li> </ol> <p><b>Reputation risk:</b> A risk arising in one business area can have an adverse effect upon the Bank Group's overall reputation; any one transaction, investment or event that, in the perception of key stakeholders reduces their trust in the Bank Group's integrity and competence.</p> <p>The Bank Group's associations with sensitive topics and sectors have the potential to give rise to reputation risk for the Bank Group and may result in loss of business, regulatory censure and missed business opportunity.</p> <p>In addition, reputation risk has the potential to arise from operational issues or conduct matters which cause detriment to customers, clients, market integrity, effective competition or the Bank Group.</p> <p><b>Legal risk and legal, competition and regulatory matters:</b> Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and breaches of legislation and/or regulations may negatively affect the Bank Group's results, reputation and ability to conduct its business.</p> <p>The Bank Group conducts diverse activities in a highly regulated global market and therefore is exposed to the risk of fines and other sanctions. Authorities have continued to investigate past practices, pursued alleged breaches and imposed heavy penalties on financial services firms. A breach of applicable legislation and/or regulations could result in the Bank Group or its staff being subject to criminal prosecution, regulatory censure, fines and other sanctions in the jurisdictions in which it operates. Where clients, customers or other third parties are harmed by the Bank Group's conduct, this may also give rise to legal proceedings, including class actions. Other legal disputes may also arise between the Bank Group and third parties relating to matters such as breaches, enforcement of legal rights or obligations arising under contracts, statutes or common law. Adverse findings in any such matters may result in the Bank Group being liable to third parties or may result in the Bank Group's rights not being enforced as intended.</p>
D.3	<p><b>Key information on the key risks that are specific to the Securities</b></p>	<p><b>You may lose up to the entire value of your investment in the Securities:</b></p> <p><b>The payment of any amount due under the Securities is dependent upon the Issuer's ability to fulfil its obligations when they fall due. The Securities are unsecured obligations. They are not deposits and they are not protected under the UK's Financial Services Compensation Scheme or any other deposit protection insurance scheme. Therefore, even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, if the Issuer fails or is otherwise unable to meet its payment or delivery obligations under the Securities, you will lose some or all of your investment.</b></p>

		<p>You may also lose some or all of your entire investment if:</p> <ul style="list-style-type: none"> <li>• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) and the amount paid to investors is less than the initial purchase price; or</li> <li>• the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced.</li> </ul> <p><b>Reinvestment risk/loss of yield:</b> Following an early redemption of the Securities for any reason, Holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p><b>Risks relating to Spread-Linked Interest:</b> The rate of interest payable on the Securities will be linked to the spread of Spread-Linked Rate One(t) over Spread-Linked Rate Two(t) on the date of determination. If on such date of determination Spread-Linked Rate Two(t) is equal to or greater than Spread-Linked Rate One(t), no interest will be payable on the Securities.</p>
D.6	<b>Risk warning that investors may lose value of entire investment or part of it</b>	The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.
<b>Section E – Offer</b>		
E.2b	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	Not applicable: the Securities have not been offered to the public.
E.3	<b>Description of the terms and conditions of the offer</b>	Not applicable: the Securities have not been offered to the public.
E.4	<b>Description of any interest material to the issue/offer, including</b>	Not Applicable: no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.

	<b>conflicting interests</b>	
<b>E.7</b>	<b>Estimated expenses charged to investor by issuer/offeror</b>	Not applicable: the Securities have not been offered to the public.

**Amended and Restated**

**Final Terms**



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

**GBP 700,000 Fixed and Floating Rate Securities due February 2024 (the "Tranche 4 Securities") pursuant to the Global Structured Securities Programme to be consolidated and form a single series with the existing GBP 600,000 Fixed and Floating Rate Securities due February 2024, and issued on 26 November 2019 (the "Tranche 3 Securities"), the GBP 500,000 Fixed and Floating Rate Securities due February 2024, and issued on 20 May 2019 (the "Tranche 2 Securities") and the GBP 14,000,000 Fixed and Floating Rate Securities due February 2024, and issued on 22 February 2019 pursuant to the Global Structured Securities Programme (the "Tranche 1 Securities", and together with the Tranche 2 Securities, the Tranche 3 Securities and the Tranche 4 Securities, the "Securities")**  
**Issue Price: 100.00 per cent.**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 1A dated 10 April 2019, as supplemented on 3 September 2019 and 24 October 2019, which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1 dated 28 August 2018 (the "**2018 GSSP Base Prospectus 1**") and which are incorporated by reference into the Base Prospectus. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, any supplements to the Base Prospectus and the 2018 GSSP Base Prospectus 1 are available for viewing at <https://www.home.barclays/investor-relations/structured-securities-prospectuses> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the 2018 GSSP Base Prospectus 1 and not defined in the Final Terms shall bear the same meanings when used herein.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Securities are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA Retail Investor**"). For these purposes, an EEA Retail Investor means a person in the European Economic Area who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended from time to time "**MiFID**"); (ii) a customer within the meaning of the Insurance Mediation Directive (Directive 2002/92/EC (as amended from time to time)) ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended from time to time, including by Directive 2010/73/EU, the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to EEA Retail Investors has been prepared and therefore offering or selling the Securities or otherwise making them available to any EEA Retail Investor may be unlawful under the PRIIPs Regulation.

**BARCLAYS**

**Amended and Restated Final Terms dated 30 June 2023 (amending and restating the Final Terms dated 6 December 2019)**

## Part A – CONTRACTUAL TERMS

1. (a) Series number: NX000224108  
(b) Tranche number: 4  

The Securities shall be consolidated and form a single series with the Tranche 1 Securities, the Tranche 2 Securities and the Tranche 3 Securities
2. Settlement Currency: Pounds Sterling (“GBP”)
3. Exchange Rate: Not Applicable
4. Securities:
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: Tranche 1: GBP 14,000,000  
Tranche 2: GBP 500,000  
Tranche 3: GBP 600,000  
Tranche 4: GBP 700,000
    - (ii) Series: GBP 15,800,000
  - (b) Specified Denomination: GBP 1
  - (c) Minimum Tradable Amount: Not Applicable
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. Issue Date:
  - Tranche 1: 22 February 2019
  - Tranche 2: 20 May 2019
  - Tranche 3: 26 November 2019
  - Tranche 4: 6 December 2019
7. Interest Commencement Date: 22 February 2019
8. Scheduled Redemption Date: 22 February 2024
9. Calculation Amount: Specified Denomination

### Provisions relating to interest (if any) payable

10. Type of Interest: Fixed Rate Interest and Spread-Linked Interest
  - (a) Interest Payment Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention
  - (b) Interest Period End Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention

11.	Switch Option:	Not Applicable	
12.	Conversion Option:	Not Applicable	
13.	Fixing Date – Interest:	Not Applicable	
14.	Fixing Time – Interest:	Not Applicable	
15.	Fixed Rate Interest provisions:	Applicable in respect of the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020	
	(a) Fixed Rate:	1.00 per cent. per annum	
	(b) Day Count Fraction:	30/360	
	(c) Range Accrual:Range Accrual:	Not Applicable	
	(d) Global Floor:	Not Applicable	
16.	Floating Rate Interest provisions:	Not Applicable	
17.	Inverse Floating Rate Interest provisions:	Not Applicable	
18.	Inflation-Linked Interest provisions:	Not Applicable	
19.	Digital Interest Provisions:	Not Applicable	
20.	Spread-Linked Interest Provisions:	Applicable - subject as provided in the Schedule of Amendments hereto in respect of the period from and including the Interest Payment Date falling in 22 February 2020 to but excluding the Interest Payment Date falling in 22 February 2024	
	(a) Floating Rate Interest provisions applicable to the determination of Spread-Linked Rate One(t) and Spread-Linked Rate Two(t):	Spread-Linked Rate One(t)	Spread-Linked Rate Two(t)
	(i) Floating Interest Rate Determination:	Not Applicable	Not Applicable
	(ii) CMS Rate Determination:	Applicable	Applicable
	- Specified Swap Rate:	Constant Maturity Swap	Constant Maturity Swap
	- Reference Currency	USD	USD
	- Designated Maturity:	30 years	2 years
	- Relevant Screen Page:	Reuters Screen page ICESWAP1	Bloomberg Screen page ICESWAP1
	- Relevant Time:	11:00 a.m., New York City time	11:00 a.m., New York City time
	- Interest Determination	The date falling two New	The date falling two New

	Date:	York Business Days prior to the first day of each Interest Calculation Period	York Business Days Days prior to the first day of each Interest Calculation Period
	- Pre-nominated Index:	Not Applicable	Not Applicable
	- Spread-Linked One <sub>(t)</sub> Cap:	Rate Not Applicable	
	- Spread-Linked One <sub>(t)</sub> Floor:	Rate Not Applicable	
	- Spread-Linked Two <sub>(t)</sub> Cap:	Rate	Not Applicable
	- Spread-Linked Two <sub>(t)</sub> Floor:	Rate	Not Applicable
	(b) Cap Rate:	Not Applicable	
	(c) Curve Cap:	Not Applicable	
	(d) Floor Rate:	0%	
	(e) Leverage:	Not Applicable	
	(f) Participation:	4.05	
	(g) Spread:	Not Applicable	
	(h) Day Count Fraction:	30/360	
	(i) Details of any short or long Interest Calculation Period:	Not Applicable	
	(j) Range Accrual:	Not Applicable	
21.	Decompounded Floating Rate Interest provisions:	Not Applicable	
22.	Zero Coupon Provisions:	Not Applicable	
<b>Provisions relating to redemption</b>			
23.	(a) Optional Early Redemption:	Not Applicable	
	(b) Option Type:	Not Applicable	
24.	Call provisions	Not Applicable	
25.	Put provisions	Not Applicable	
26.	Final Redemption Type:	Bullet Redemption	
27.	Bullet Redemption provisions:	Applicable	
	Final Redemption Percentage:	100%	
28.	Inflation-Linked Redemption provisions:	Not Applicable	

29.	Early Cash Settlement Amount:	Market Value
	Final Redemption Floor Unwind Costs:	Not Applicable
30.	Fixing Date – Redemption:	Not Applicable
31.	Fixing Time – Redemption:	Not Applicable
32.	Change in Law:	Applicable
33.	Currency Disruption Event:	Applicable
34.	Issuer Tax Event:	Applicable
35.	Extraordinary Market Disruption:	Applicable
36.	Hedging Disruption:	Applicable
37.	Increased Cost of Hedging:	Not Applicable

#### **Disruptions**

38.	Settlement Expenses:	Not Applicable
39.	FX Disruption Fallbacks ( <i>General Condition 10</i> ( <i>Consequences of FX</i> <i>Disruption Events</i> )):	Not Applicable

#### **General Provisions**

40.	Form of Securities:	Global Bearer Securities: Permanent Global Security NGN Form: Applicable Held under the NSS: Not Applicable CGN Form: Not Applicable CDIs: Not Applicable
41.	Trade Date:	Tranche 1: 8 February 2019 Tranche 2: 13 May 2019 Tranche 3: 19 November 2019 Tranche 4: 29 November 2019
42.	Taxation Gross Up:	Not Applicable
43.	Prohibition of Sales to EEA Retail Investors:	Applicable - see cover page of these Final Terms
44.	Early Redemption Notice Period Number:	As set out in General Condition 28.1 ( <i>Definitions</i> )
45.	Additional Business Centre(s):	Not Applicable
46.	Business Day Convention:	Following



47.	Determination Agent:	Barclays Bank PLC
48.	Registrar:	Not Applicable
49.	CREST Agent:	Not Applicable
50.	Transfer Agent:	Not Applicable
51.	(a) Name of Manager:	Barclays Bank PLC
	(b) Date of underwriting agreement:	Not Applicable
	(c) Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
52.	Registration Agent:	Not Applicable
53.	Masse Category:	Not Applicable
54.	Governing law:	English law
55.	Belgian Securities	Not Applicable
56.	Relevant Benchmarks:	Not Applicable

## PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Tranche 4 Issue Date.

The Tranche 1 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 1 Issue Date, the Tranche 2 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 2 Issue Date and the Tranche 3 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 3 Issue Date.

Estimate of total expenses related to admission to trading: GBP 395
2. **RATINGS**

Ratings: The Securities have not been individually rated.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: General funding
  - (ii) Estimated net proceeds: Not Applicable
  - (iii) Estimated total expenses: Not Applicable
4. **YIELD**

Not Applicable
5. **HISTORIC INTEREST RATES**

Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS1913913650
  - (ii) Common Code: 191391365
  - (iii) Relevant Clearing System(s) and the relevant identification number(s): Clearstream, Euroclear
  - (iv) Delivery: Delivery free of payment
  - (v) Name and address of additional Paying Agent(s) (if any): Not Applicable

## SCHEDULE OF AMENDMENTS

The provisions of this Schedule of Amendments shall apply in respect of each Spread-Linked Interest Calculation Period commencing on or after the day that falls three New York Business Days after 30 June 2023.

Notwithstanding anything else in these Final Terms and the other Conditions of the Securities, to the extent of any inconsistency with any other term of these Final Terms or any other Conditions of the Securities, the terms of this Schedule of Amendments shall prevail.

### 1. Interest on Spread-Linked Securities

#### 1.1 Spread-Linked Interest Determination – Reference Rate 'USD ISR Fallback Rate'

The following provisions shall apply for the purposes of determining the Spread-Linked Rate of Interest in respect of any applicable Spread-Linked Interest Calculation Period:

- in respect of Spread-Linked Rate One(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above shall be replaced with "30 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "30 Year USD ISR Fallback Rate" set out in this Schedule shall apply;
- in respect of Spread-Linked Rate Two(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above "2 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap Rate (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "2 Year USD ISR Fallback Rate" set out in this Schedule shall apply; and
- any other rate that is not subject to this Schedule, any margin, multiplier and/or minimum or maximum interest rate, cap rate, curve cap, floor rate, leverage, participation or spread (howsoever described) shall continue to apply to the Securities as set out in Part A of these Final Terms.

For the purposes of this Schedule, the following terms have the following meanings:

**"2 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

**"30 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or

- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**Calculated USD ISR Fallback Rate**" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:

$$y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$$

Where:

$y^L$  is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;

$y^{ois}$  is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and

$s^{3M}$  is 0.26161 per cent.

"**Designated Maturity**" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;

"**Interest Determination Date**" means the day that is two New York Business Days prior to the first day in the Spread-Linked Interest Calculation period;

"**Published USD ISR Fallback Rate**" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent);

"**Reference Rate**" means the 2 Year USD ISR Fallback Rate and 30 Year USD ISR Fallback Rate, as applicable, or any successor or replacement rate and/or component or underlying rate thereof (as the context may require), as applicable (all as determined by the Determination Agent);

"**Relevant Screen Page**" means:

- (a) in respect of the USD SOFR ICE SWAP Rate with a maturity of 2 years, Bloomberg Page USISSO02 (or any successor page); and
- (b) in respect of the USD SOFR ICE SWAP Rate with a maturity of 30 years, Bloomberg Page USISSO30 (or any successor page).

"**Relevant Time**" means 11:00 a.m., New York City time;

"**Spread-Linked Rate Interest Calculation Period**" means an Interest Calculation Period in respect of which the "Type of Interest" is specified to be "Spread-Linked Interest"; and

"**USD SOFR ICE Swap Rate**" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.

## 1.2 **Rate Disruption**

Unless a Benchmark Cessation Event (as defined below) has occurred, in which case section 2 (*Benchmark Cessation Event*) below shall apply, if the Reference Rate is not (i) published by the administrator of such Reference Rate or an authorised distributor or (ii) otherwise provided by the administrator of such Reference Rate on any Interest Determination Date, then the Reference Rate shall be determined by the Determination Agent as the Reference Rate published with respect to the first Business Day preceding such Interest Determination Date for which the Reference Rate was published by or on behalf of the administrator of the Reference Rate. If the Determination Agent determines that it is unable to determine the Reference Rate in accordance with the preceding sentence, the Reference Rate in respect of the relevant Interest Determination Date shall be such other rate as determined by the Determination Agent, taking into account (i) any source(s) that as it considers appropriate, (ii) any alternative benchmark(s) then available, and (iii) prevailing industry standards in any related market (including, without limitation, the derivatives market).

## 1.3 **Corrections to Published and Displayed Rates**

In the event that the Reference Rate determined in accordance with section 1.1 above is subsequently corrected, and the correction (the "**Corrected Rate**") is published after the original publication but no later than the longer of (i) one hour after such original publication and (ii) any other period for corrections specified by a relevant administrator in its methodology for the relevant Reference Rate, then provided that such Corrected Rate is published on or prior to the date falling two Business Days prior to the date on which a related payment is scheduled to be made under the Securities (the "**Relevant Scheduled Payment Date**"), then such Corrected Rate shall be deemed to be the relevant Reference Rate and the Determination Agent shall use such Corrected Rate in determining the relevant Interest Rate. Any corrections published after the second Business Day prior to the Relevant Scheduled Payment Date shall be disregarded for the purposes of determining the relevant Interest Rate.

## 2. **Benchmark Cessation Event**

If on (or prior to) any Interest Determination Date, the Determination Agent determines that a Benchmark Cessation Event and its related Benchmark Replacement Date have occurred prior to the Relevant Time in respect of any determination of the Reference Rate ("**Discontinued Reference Rate**"), the Determination Agent shall determine the relevant Interest Rate for the relevant Interest Determination Date, Spread-Linked Interest Calculation Period and Interest Payment Date in accordance with the following methodologies:

- (i) the Determination Agent shall, in its discretion, select a substitute or successor reference rate that it determines is comparable to the Discontinued Reference Rate to replace such Discontinued Reference Rate, and shall replace the Discontinued Reference Rate by such substitute or successor reference rate with effect from the date as determined by the Determination Agent and such substitute or successor reference rate will be deemed to be the Reference Rate with effect from such date. The Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including, without limitation, any Condition or term relevant to the settlement or payment under the Securities, as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (a) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement, such as an adjustment spread and (b) any other adjustment(s) to reflect a different term structure or methodology). In selecting a substitute or successor reference rate and making any adjustments to the Conditions or other terms of the Securities, the Determination Agent may (but shall not be obliged to) take into account prevailing industry standards in any related market (including, without limitation, the derivatives market); or
- (ii) if the Determination Agent determines that no substitute or successor reference rate is available for the purpose of sub-paragraph (i) immediately above or otherwise does not determine the Reference Rate in accordance with the foregoing, an Additional Disruption Event shall be deemed to have occurred for the purposes of these provisions and the Determination Agent shall adjust,

redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Conditions in respect of the Securities.

For the purposes of the above, the following terms have the following meanings:

**"Benchmark Cessation Event"** means the occurrence of one or more of the following events with respect to the Reference Rate:

- (a) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that such administrator has ceased or will cease to provide the Reference Rate, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate, which states that the administrator of the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
- (c) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate announcing that the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored.

**"Benchmark Replacement Date"** means the earliest to occur of the following events with respect to a Reference Rate in respect of which a Benchmark Cessation Event has occurred:

- (a) in the case of paragraph (a) or (b) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the administrator of the Reference Rate permanently or indefinitely ceases to provide such rate; or
- (b) in the case of paragraph (c) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the Reference Rate is no longer representative of the underlying market and economic reality that such rate is intended to measure, by reference to the most recent statement or publication contemplated in paragraph (c) of the definition of Benchmark Cessation Event.

### 3. **Administrator/Benchmark Event**

If an Administrator/Benchmark Event and its related Administrator/Benchmark Event Effective Date occurs in respect of the Securities, then an Additional Disruption Event shall be deemed to have occurred and the Determination Agent may adjust (subject as provided in the next sentence), redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Condition in respect of the Securities. In respect of adjustments, the Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including without limitation, to select a successor Relevant Benchmark and to adjust any Condition or term relevant to the settlement or payment under the Securities as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (i) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement and (ii) any other adjustment(s) to reflect a different term structure or methodology of a replacement Relevant Benchmark, if applicable). The Issuer shall notify the Securityholder(s) as soon as

reasonably practicable of any such action taken following the occurrence of an Administrator/Benchmark Event. Notwithstanding anything else in this paragraph, in the event that the Administrator/Benchmark Event comprises a Modification Event, the Determination Agent may determine not to undertake any or all of the actions described in this paragraph.

For the purposes of the above, the following terms have the following meanings:

**"Administrator/Benchmark Event"** means, in respect of any Securities and a Relevant Benchmark, the occurrence or existence, as determined by the Determination Agent, of any of the following events in respect of such Relevant Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of a Relevant Benchmark or the administrator or sponsor of a Relevant Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, or any prohibition by a relevant competent authority or other relevant official body, in each case with the effect that the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities (such date on which the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities, the **"Administrator/Benchmark Event Effective Date"**); or
- (b) any material change in the methodology or other terms of the Relevant Benchmark has occurred or is likely to occur (**"Modification Event"**).

**"Relevant Benchmark"** means each Reference Rate (as applicable).

#### 4. Interim Measures

If, at any time, following (i) a Benchmark Cessation Event has occurred but prior to any substitution or adjustment having become effective and/or (ii) an Administrator/Benchmark Event has occurred but prior to any adjustment and/or redemption and/or cancellation and/or any other action having become effective, the relevant Reference Rate is required for any determination in respect of the Securities, then:

- (i) if the Reference Rate is still available, and it is still permitted under applicable law or regulation for the Securities to reference the Reference Rate and for the Issuer and/or the Determination Agent (as applicable) to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined pursuant to the terms that would apply to the determination of the Reference Rate as if no Benchmark Cessation Event or Administrator/Benchmark Event (as applicable) had occurred; or
- (ii) if the Reference Rate is no longer available or it is no longer permitted under applicable law or regulation applicable to the Issuer and/or to the Determination Agent (as applicable) for the Securities to reference the Reference Rate or for any such entity to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined by the Determination Agent acting in good faith and in a commercially reasonable manner having regard to such sources as it considers appropriate and any alternative benchmark then available and taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market), as (a) a substitute or successor rate that it has determined is the industry-accepted (in the derivatives market) substitute or successor rate for the relevant Reference Rate or (b) if it determines there is no such industry-accepted (in the derivatives market) substitute or successor rate, a substitute or successor rate that it determines is a commercially reasonable alternative to the Reference Rate, taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market). If such Reference Rate is determined as any such substituted or successor rate, the Determination Agent may determine such other amendments to the Securities which it considers are necessary and/or appropriate in order to reflect the replacement of the Reference Rate with such substituted

or successor rate. If the Determination Agent determines the Reference Rate in accordance with this paragraph, the Determination Agent shall notify the Issuer of such determination made by it and the action that it proposes to take in respect of any such determination and the Issuer, in turn, shall notify the Securityholders thereof as soon as reasonably practicable thereafter.

5. **Benchmark Regulation**

USISSO30 (30 Year USD ISR Fallback Rate) and USISSO2 (2 Year USD ISR Fallback Rate) are provided by ICE Benchmark Administration Limited. As at the date hereof, ICE Benchmark Administration Limited does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to article 36 of the Benchmarks Regulation. The transitional provisions in Article 51 of the Benchmarks Regulation apply, such that ICE Benchmark Administration Limited is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence).



## SUMMARY

<b>Section A – Introduction and warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	Not Applicable: the Issuer does not consent to the use of the Base Prospectus for subsequent resales.
<b>Section B – Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	The Securities are issued by Barclays Bank PLC (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer</b>	<p>The Issuer is a public limited company registered in England and Wales.</p> <p>The principal laws and legislation under which the Issuer operates are the laws of England and Wales including the Companies Act.</p>
<b>B.4b</b>	<b>Known trends affecting the Issuer and industries in which the Issuer operates</b>	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Bank Group</b>" or "<b>Barclays</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change, as a result, regulatory risk will remain a focus. A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p>Following the transfer of the assets and liabilities of the Barclays UK division from the Bank Group to Barclays Bank UK PLC and its subsidiary undertakings (together, the "<b>Barclays Bank UK Group</b>"), the Bank Group becomes less</p>

	<p>diversified than it used to be. The Bank Group no longer has recourse to the assets of the Barclays Bank UK Group. Further, relative to its parent group, the Bank Group is more focused on businesses outside the UK, more focused on wholesale businesses, more dependent on wholesale funding sources and potentially subject to different regulatory obligations.</p> <p>There are several other significant pieces of legislation and areas of focus which will require significant management attention, cost and resource, including:</p> <ul style="list-style-type: none"> <li>• Changes in prudential requirements, including the risk reduction measures package recently adopted in the EU to amend the Capital Requirements Directive (CRD IV) and the Bank Recovery and Resolution Directive (BRRD) which may impact minimum requirements for own funds and eligible liabilities (MREL), leverage, liquidity or funding requirements, applicable buffers and/or add-ons to such minimum requirements and risk weighted assets calculation methodologies all as may be set by international, EU or national authorities.</li> <li>• The derivatives market has been the subject of particular focus for regulators in recent years across the G20 countries and beyond, with regulations introduced which require the reporting and clearing of standardised over the counter ("OTC") derivatives and the mandatory margining of non-cleared OTC derivatives. Other regulations applicable to swap dealers, including those promulgated by the US Commodity Futures Trading Commission, have imposed significant costs on the Bank Group's derivatives business.</li> <li>• The recast Markets in Financial Instruments Directive in Europe (MiFID II), which came into force in January 2018, has fundamentally changed the European regulatory framework entailing significant operational changes for market participants in a wide range of financial instruments as well as changes in market structures and practices.</li> <li>• By virtue of the EU Benchmarks Regulation, after 1 January 2020, certain Bank Group entities will not be permitted to use benchmarks unless the relevant administrator is authorised, registered or qualifies under a third party regime. This may necessitate adapting processes and systems to transition to new alternative benchmarks, which would be a very time consuming and costly process.</li> <li>• Separately, the transition to risk-free rates as part of a wider benchmark reform is also expected to be impactful to the Bank Group in respect of the timing of the development of a robust risk free rate market, an unfavourable market reaction and/or inconsistencies in the adoption of products using the new risk free rates, and also in respect of the costs and uncertainties involved in managing and/or changing historical products to reference risk free rates as a result of the proposed discontinuation of certain existing benchmarks.</li> <li>• The Bank Group and certain of its members are subject to supervisory stress testing exercises in a number of jurisdictions. These exercises currently include the programmes of the Bank of England, the European Banking Authority, the Federal Deposit Insurance Corporation and the Federal Reserve Board. Failure to meet requirements of regulatory stress tests, or the failure by regulators to approve the stress test results and capital plans of the Bank Group, could result in the Bank Group being required to enhance its capital position, limit capital distributions or position additional capital in specific subsidiaries.</li> <li>• The introduction and implementation of Payments Service Directive 2 ("PSD2") with delivery across 2019 provides third parties and banks with opportunities to change and enhance the relationship between a customer and</li> </ul>
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		<p>their bank. PSD2 will also introduce new requirements to the authentication process for a number of actions customers take, including ecommerce transactions. A failure to comply with PSD2 could expose the Bank Group to regulatory sanction. The changes to authentication may change the fraud environment across the industry as providers implement different approaches to comply.</p>
<b>B.5</b>	<b>Description of the group and the Issuer's position within the group</b>	<p>The Bank Group is a major global financial services provider.</p> <p>The Issuer is a wholly owned direct subsidiary of Barclays PLC, which is the ultimate holding company of the Bank Group.</p>
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable: the Issuer has chosen not to include a profit forecast or estimate.
<b>B.10</b>	<b>Nature of any qualifications in audit report on historical financial information</b>	Not Applicable: the audit report on the historical financial information contains no such qualifications.
<b>B.12</b>	<b>Selected key financial information; no material adverse change and significant change statements</b>	<p>Based on the Bank Group's audited financial information for the year ended 31 December 2018, the Bank Group had total assets of £877,700 million (2017: £1,129,343 million), total net loans and advances of £136,959 million (2017: £324,590 million), total deposits of £199,337 million (2017: £399,189 million), and total equity of £47,711 million (2017: £65,734 million) (including non-controlling interests of £2 million (2017: £1 million)). The profit before tax of the Bank Group for the year ended 31 December 2018 was £1,286 million (2017: £1,758 million) after credit impairment charges and other provisions of £643 million (2017: £1,553 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2018.</p> <p>Based on the Bank Group's unaudited financial information for the six months ended 30 June 2019, the Bank Group had total assets of £969,266 million, total net loans and advances of £144,664 million, total deposits of £215,125 million, and total equity of £52,610 million (including non-controlling interests of £0 million). The profit before tax of the Bank Group for the six months ended 30 June 2019 was £1,725 million (30 June 2018: £725 million) after credit impairment charges 2 and other provisions of £510 million (30 June 2018: £156 million). The financial information in this paragraph is extracted from the unaudited condensed consolidated interim financial statements of the Issuer for the six months ended 30 June 2019.</p> <p>Not applicable: There has been no significant change in the financial or trading position of the Bank Group since 30 June 2019.</p> <p>There has been no material adverse change in the prospects of the Issuer since 31 December 2018.</p>
<b>B.13</b>	<b>Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency</b>	Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
<b>B.14</b>	<b>Dependency of the Issuer on</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.

	<b>other entities within the group</b>	The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.
<b>B.15</b>	<b>Description of the Issuer's principal activities</b>	<p>The Bank Group is a transatlantic consumer and wholesale bank with global reach offering products and services across personal, corporate and investment banking, credit cards and wealth management anchored in the Bank Group's two home markets of the UK and the US.</p> <p>The Issuer and the Bank Group offer products and services designed for the Bank Group's larger corporate, wholesale and international banking clients.</p>
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
<b>B.17</b>	<b>Credit ratings assigned to the Issuer or its debt securities</b>	<p>The short-term unsecured obligations of the Issuer are rated A-1 by Standard &amp; Poor's Credit Market Services Europe Limited, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term unsecured unsubordinated obligations of the Issuer are rated A by Standard &amp; Poor's Credit Market Services Europe Limited, A2 by Moody's Investors Service Ltd. and A+ by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated.</p> <p><b>Ratings:</b> This issue of Securities will not be rated.</p>
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities described in this Summary may be debt securities or, where the repayment terms are linked to the performance of a specified inflation index, derivative securities.</p> <p>Securities will bear interest at a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, or a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds the specified strike rate on the relevant date of determination, may be zero coupon securities (which do not bear interest) or may apply a combination of different interest types. The type of interest (if any) payable on the Securities may be the same for all Interest Payment Dates or may be different for different Interest Payment Dates. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities. The amount of interest payable in respect of the Securities on an Interest Payment Date may be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates during the observation period relating to that interest payment date.</p> <p>Securities may include an option for the Securities to be redeemed prior to maturity at the election of the Issuer or the investor. If Securities are not redeemed early they will redeem on the Scheduled Redemption Date and the amount paid will either be a fixed redemption amount, or an amount linked to the performance of a specified inflation index.</p> <p>Securities may be cleared through a clearing system or uncleared and held in bearer or registered form. Certain cleared Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system.</p> <p>Securities will be issued in one or more series (each a "<b>Series</b>") and each Series</p>

		<p>may be issued in tranches (each a "<b>Tranche</b>") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code.</p> <p>The Securities are transferable obligations of the Issuer that can be bought and sold by investors in accordance with the terms and conditions set out in the Base Prospectus (the "<b>General Conditions</b>"), as completed by the final terms document (the "<b>Final Terms</b>") (the General Conditions as so completed, the "<b>Conditions</b>").</p> <p><b>Interest:</b> The interest payable in respect of the Securities will be determined by reference to a combination of a fixed rate of interest and a rate of interest linked to the spread between two floating rates. The amount of interest payable in respect of a security for an interest calculation period will be determined by multiplying the interest calculation amount of such security by the applicable interest rate and day count fraction.</p> <p><b>Call or Put option:</b> Not applicable</p> <p><b>Final redemption:</b> The final redemption amount will be 100 per cent. of GBP 1 (the Calculation Amount).</p> <p><b>Form:</b> The Securities will initially be issued in global bearer form.</p> <p><b>Identification:</b> Series number: NX000224108; Tranche number: 4</p> <p><b>Identification codes:</b> ISIN Code: XS1913913650; Common Code: 191391365; SEDOL: BJDQ375</p> <p><b>Governing law:</b> The Securities will be governed by English law.</p>
C.2	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a settlement currency other than the currency in which they are denominated, with such payments being converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Pounds Sterling ("<b>GBP</b>").</p>
C.5	<b>Description of restrictions on free transferability of the Securities</b>	<p>Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S and must comply with transfer restrictions with respect to the United States.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
C.8	<b>Description of rights attached to the Securities including ranking and limitations to those rights</b>	<p><b>Rights:</b> Each Security includes a right to a potential return of interest and amount payable on redemption together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on future amendments.</p> <p><b>Price:</b> Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The minimum denomination will be the Calculation Amount in respect of which interest and redemption amounts will be calculated. The issue price of the Securities is 100.00 per cent. The denomination of a Security is GBP 1 (the "<b>Calculation Amount</b>").</p> <p><b>Taxation:</b> All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, unless 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms and otherwise save</p>

		<p>in limited circumstances, pay additional amounts to cover the amounts so withheld or deducted. If 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms the Issuer will not pay additional amounts to cover the amounts so withheld or deducted.</p> <p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the Holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the Holder (or, in the case of French law Securities, the representative of the Holders).</p> <p><b>Ranking:</b> The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p><b>Limitations to rights:</b> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying assets. The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including all Holders who voted in a manner contrary to the majority. Furthermore, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).</p>
C.9	<b>Interest/ Redemption</b>	<p><b>Interest:</b> In respect of each interest calculation period, Securities may or may not bear interest. For each interest calculation period in respect of which the Securities bear interest, interest will accrue at one of the following rates: a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds a specified level on the relevant date of determination, or a rate that is compounded floating rate. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities (the "<b>Switch Option</b>"). Securities may also include an option for the Holder representing 100% of the Aggregate Nominal Amount (or of the outstanding number, as applicable) to convert any existing type of interest payable on the Securities to fixed rate interest (the "<b>Conversion Option</b>"). The amount of interest payable in respect of the Securities on an Interest Payment Date may also be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates, as described in 'Range Accrual Factor' below (the "<b>Range Accrual Factor</b>").</p> <p><b>Final Redemption:</b> The amount payable on final redemption of the Securities will either be fixed at a percentage of the Calculation Amount of the Securities, or may reference the Calculation Amount of the Securities (being the minimum denomination of the Securities) as adjusted upwards or downwards to account for movements in an inflation index. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p>

**Optional Early Redemption:** Certain Securities may be redeemed earlier than the Scheduled Redemption Date following the exercise of a call option by the Issuer or the exercise of a put option by a Holder of the Securities.

**Mandatory Early Redemption:** Securities may also be redeemed earlier than the Scheduled Redemption Date if performance of the Issuer's obligations becomes illegal, if the Determination Agent so determines, following cessation of publication of an inflation index, or following the occurrence of a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligation under the Securities.

**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values below are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, an indicative minimum amount, an indicative maximum amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

### INTEREST

**Fixed Rate Interest.** For the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020, each Security will bear interest at a rate of 1.00% per annum payable at the end of each interest calculation period on 22 May, 22 August, 22 November and 22 February in each year (each, an "**Interest Payment Date**").

**Spread-Linked Interest.** (i) For the period from and including the Interest Payment Date falling on 22 February 2020 to but excluding the Interest Payment Date falling on 22 February 2023 (the "**First Spread-Linked Period**"), each Security will bear interest from 22 February 2020 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date and (ii) for the period from and including the Interest Payment Date falling on 22 February 2023 to but excluding the Interest Payment Date falling on 22 February 2024 (the "**Second Spread-Linked Period**"), each Security will bear interest from 22 February 2023 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date.

The applicable rate of interest ("**Rate of Interest**") will be equal to Spread-Linked Rate One(t) minus the product of the number set out under the heading 'Leverage' below and Spread-Linked Rate Two(t) multiplied by the number set out under the heading 'Participation' below, provided that such rate shall not be less than the relevant percentage specified under 'Floor(%)' below.

"**Spread-Linked Rate One<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 1 (as defined below) and (ii) in the Second Spread-Linked Period, the 30 year USD ISR Fallback Rate (as defined below).

"**Spread-Linked Rate Two<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 2 (as defined below) and (ii) in the Second Spread-Linked Period, the 2 Year USD ISR Fallback Rate (as defined below).

Leverage:	Participation:	Floor (%):
1	4.05	0%

	<p>"<b>CMS Reference Rate 1</b>" means the swap rate for swap transactions in USD (the "<b>Reference Currency</b>") with a maturity of 30 years which appears on Reuters Screen page ICESWAP1 (the "<b>Relevant Screen Page</b>") as at 11:00 a.m. New York City Time (the "<b>Relevant Time</b>") on the date falling two New York Business Days prior to the first day of each interest calculation period (the "<b>Interest Determination Date</b>");</p> <p>"<b>CMS Reference Rate 2</b>" means the swap rate for swap transactions in the Reference Currency with a maturity of 2 years which appears on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date;</p> <p>"<b>2 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>30 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>Calculated USD ISR Fallback Rate</b>" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:</p> $y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$ <p>Where:</p> <p><math>y^L</math> is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;</p> <p><math>y^{ois}</math> is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and</p> <p><math>s^{3M}</math> is 0.26161 per cent.</p> <p>"<b>Designated Maturity</b>" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;</p> <p>"<b>Published USD ISR Fallback Rate</b>" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent); and</p>
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		<p><b>"USD SOFR ICE Swap Rate"</b> means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 22 February 2024 by payment by the Issuer of an amount in GBP equal to GBP 1 multiplied by 100%.</p> <p style="text-align: center;"><b>OPTIONAL EARLY REDEMPTION</b></p> <p>These Securities cannot be redeemed early at the option of the Issuer or the Holder.</p>
<b>C.10</b>	<b>Derivative component in the interest payment</b>	Not applicable, there is no derivative component in the interest payment.
<b>C.11</b>	<b>Admission to trading</b>	<p>Securities may be admitted to trading on a regulated market in the United Kingdom.</p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the London Stock Exchange with effect from 6 December 2019.</p>
<b>C.15</b>	<b>Description of how the value of the investment is affected by the value of the underlying instrument</b>	<p>The return on, and value of, Securities that are derivative securities will be linked to the performance of a specified inflation index. In addition, any interest payments will be calculated by reference to a fixed rate and/or one or more floating rates or movements in the specified inflation index.</p> <p>Payments of interest are calculated by reference to the Fixed Rate of 1.00% and by reference to Spread-Linked Rate One(t) and Spread-Linked Rate Two(t).</p>
<b>C.16</b>	<b>Expiration or maturity date of the securities</b>	<p>Securities with repayment terms that reference the performance of a specified inflation index are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities is 22 February 2024.</p>
<b>C.17</b>	<b>Settlement procedure of the derivative securities</b>	<p>Securities that are derivative securities will be delivered on the specified issue date either against payment of the issue price (or, in the case of Securities having a settlement currency different from the currency of denomination, the settlement currency equivalent of the issue price) or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i> or CREST.</p> <p>Securities will be delivered on 6 December 2019 (the "<b>Tranche 4 Issue Date</b>") free of payment of the issue price of the Securities.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>.</p>
<b>C.18</b>	<b>Description of how the return on derivative</b>	The value of the underlying asset to which Securities that are derivative Securities are linked will affect the interest paid and/or the amount paid on the Scheduled Redemption Date. Interest and any redemption amount payable will be paid in cash.

	<b>securities takes place</b>	Not applicable: the Securities are not derivative securities.
<b>C.19</b>	<b>Final reference price of the underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.20</b>	<b>Type of underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.21</b>	<b>Market where Securities are traded</b>	Application is expected to be made by the Issuer to list the Securities on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from 6 December 2019.
<b>Section D – Risks</b>		
<b>D.2</b>	<b>Key information on the key risks that are specific to the Issuer</b>	<p>The risks described below are material existing and emerging risks which senior management has identified with respect to the Bank Group.</p> <p><b>(i) Material existing and emerging risks potentially impacting more than one principal risk</b></p> <p><b>Business conditions, general economy and geopolitical issues</b></p> <p>The Bank Group's business mix spreads across multiple geographies and client types. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where the Bank Group is active, or in any systemically important economy, could adversely affect the Bank Group's operating performance, financial condition and prospects.</p> <p><b>Process of UK withdrawal from the European Union</b></p> <p>The uncertainty around Brexit spanned the whole of 2018, and intensified in the second half of the year. The full impact of the withdrawal may only be realised in years to come, as the economy adjusts to the new regime, but the Bank Group continues to monitor the most relevant risks, including those that may have a more immediate impact, for its business:</p> <ul style="list-style-type: none"> <li>• Market volatility, including in currencies and interest rates, might increase which could have an impact on the value of the Bank Group's trading book positions.</li> <li>• Potential UK financial institutions credit spread widening could lead to reduced investor appetite for the Bank Group's debt securities; this could negatively impact the cost of, and/or access to, funding.</li> <li>• A credit rating agency downgrade applied directly to the Bank Group, or indirectly as a result of a credit rating agency downgrade to the UK Government, could significantly increase the Bank Group's borrowing costs, credit spreads and materially adversely affect the Bank Group's interest margins and liquidity position.</li> <li>• Changes in the long-term outlook for UK interest rates may adversely affect pension liabilities and the market value of investments funding those liabilities;</li> <li>• Increased risk of a UK recession with lower growth, higher unemployment and falling UK house prices. This would negatively impact a number of the Bank Group's portfolios.</li> <li>• The implementation of trade and customs barriers between the UK and EU could lead to delays and increased costs in the passage of goods for corporate banking customers. This could negatively impact the levels of customer defaults and business volumes which may result in an increase in the Bank Group's impairment charges and a reduction in revenues.</li> </ul>

	<ul style="list-style-type: none"> <li>• Changes to current EU "Passporting" rights may require further adjustment to the current model for the Bank Group's cross-border banking operation which could increase operational complexity and/or costs.</li> <li>• The ability to attract, or prevent the departure of, qualified and skilled employees may be impacted by the UK's and the EU's future approach to the EU freedom of movement and immigration from the EU countries and this may impact the Bank's access to the EU talent pool.</li> <li>• The legal framework within which the Bank Group operates could change and become more uncertain if the UK takes steps to replace or repeal certain laws currently in force, which are based on EU legislation and regulation following its withdrawal from the EU.</li> <li>• Should the UK lose automatic qualification to be part of Single Euro Payments Area there could be a resultant impact on the efficiency of, and access to, European payment systems. In addition, loss of automatic qualification to the European Economic Area (EEA) or access to financial markets infrastructure could impact service provision for clients, likely resulting in reduced market share and revenue and increased operating costs for the Bank Group.</li> <li>• There are certain execution risks relating to the transfer of the Bank Group's European businesses to Barclays Bank Ireland PLC.</li> </ul> <p><b>Interest rate rises adversely impacting credit conditions</b></p> <p>To the extent that central banks increase interest rates particularly in the Bank Group's main markets, in the UK and the US, there could be an impact on consumer debt affordability and corporate profitability. While interest rate rises could positively impact the Bank Group's profitability, as retail and corporate business income may increase due to margin de-compression, future interest rate increases, if larger or more frequent than expectations, could cause stress in the loan portfolio and underwriting activity of the Bank Group. Higher credit losses driving an increased impairment allowance would most notably impact retail unsecured portfolios and wholesale non-investment grade lending. Changes in interest rates could also have an adverse impact on the value of high quality liquid assets which are part of the Bank Group Treasury function's investment activity. Consequently, this could create more volatility than expected through the Bank Group's FVOCI reserves.</p> <p><b>Regulatory change agenda and impact on business model</b></p> <p>The Bank Group remains subject to ongoing significant levels of regulatory change and scrutiny in many of the countries in which it operates (including, in particular, the UK and the US). A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory co-ordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p><b>(ii) Material existing and emerging risks impacting individual principal risks</b></p> <p><b>Credit risk:</b></p> <ol style="list-style-type: none"> <li>1. Impairment: The introduction of the impairment requirements of IFRS Financial Instruments, implemented on 1 January 2018, results in impairment loss allowances that are recognised earlier, on a more forward looking basis and on a broader scope of financial instruments than has been the case under IAS 39 and has had, and may continue to have, a material impact on the Bank Group's financial condition.</li> <li>2. Specific sectors and concentrations: The Bank Group is subject to risks arising from changes in credit quality and recovery rate of loans and</li> </ol>
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		<p>advances due from borrowers and counterparties in a specific portfolio. Any deterioration in credit quality could lead to lower recoverability and higher impairment in a specific sector.</p> <p>3. Environmental risk: The Bank Group is exposed to credit risks arising from energy and climate change. Indirect risks may be incurred as a result of environmental issues impacting the credit worthiness of the borrower resulting in higher impairment.</p> <p><b>Market risk:</b> An uncertain outlook for the direction of monetary policy, the US-China trade conflict, slowing global growth and political concerns in the US and Europe (including Brexit), are some of the factors that could heighten market risks for the Bank Group's portfolios.</p> <p>In addition, the Bank Group's trading business is generally exposed to a prolonged period of elevated asset price volatility, particularly if it negatively affects the depth of marketplace liquidity. Such a scenario could impact the Bank Group's ability to execute client trades and may also result in lower client flow-driven income and/or market-based losses on its existing portfolio of market risks. These can include having to absorb higher hedging costs from rebalancing risks that need to be managed dynamically as market levels and their associated volatilities change.</p> <p><b>Treasury and capital risk:</b> The Bank Group may not be able to achieve its business plans due to: a) inability to maintain appropriate capital ratios; b) inability to meet its obligations as they fall due; c) rating agency downgrades; d) adverse changes in foreign exchange rates on capital ratios; e) adverse movements in the pension fund; f) non-traded market risk/interest rate risk in the banking book.</p> <p><b>Operational risk:</b></p> <ul style="list-style-type: none"> <li>• Cyber threat: The financial sector remains a primary target for cyber criminals. There is an increasing level of sophistication in both criminal and nation state hacking for the purpose of stealing money, stealing, destroying or manipulating data, and/or disrupting operations. Other events have a compounding impact on services and customers. Failure to adequately manage this threat could result in increased fraud losses, inability to perform critical economic functions, customer detriment, potential regulatory censure or penalties, legal liability, reduction in shareholder value and reputational damage.</li> <li>• Fraud: Criminals continue to adapt their techniques and are increasingly focused on targeting customers and clients through ever more sophisticated methods of social engineering. External data breaches also provide criminals with the opportunity to exploit the growing levels of compromised data. These threats could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Operational resilience: The loss of or disruption to the Bank Group's business processing is a material inherent risk theme within the Bank Group and across the financial services industry, whether arising through impacts on technology systems, real estate services, personnel availability or the support of major suppliers. Failure to build resilience into business processes or into the services of technology, real estate or suppliers on which the Bank Group business processes depend may result in significant customer detriment, costs to reimburse losses incurred by customers, potential regulatory censure or penalties, and reputational damage.</li> <li>• Supplier exposure: The Bank Group depends on suppliers for the provision of many of its services and the development of technology. Failure to monitor and control the Bank Group's suppliers could potentially lead to client information or critical infrastructures not being adequately protected or available when required. Failure to adequately manage outsourcing risk could result in increased losses, inability to perform critical economic</li> </ul>
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		<p>functions, customer detriment, potential regulatory censure, legal liability and reputational damages.</p> <ul style="list-style-type: none"> <li>• Processing error: Material operational or payment errors could disadvantage the Bank Group's customers, clients or counterparties and could result in regulatory censure, legal liability, reputational damage and financial loss for the Bank Group.</li> <li>• New and emerging technology: Introducing new forms of technology, however, also has the potential to increase inherent risk. Failure to evaluate, actively manage and closely monitor risk exposure during all phases of business development could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Ability to hire and retain appropriately qualified employees: Failure to attract or prevent the departure of appropriately qualified employees could negatively impact the Bank Group's financial performance, control environment and level of employee engagement. Additionally, this may result in disruption to service which could in turn lead to disenfranchising certain customer groups, customer detriment and reputational damage.</li> <li>• Tax risk: There is a risk that the Bank Group could suffer losses due to additional tax charges, other financial costs or reputational damage as a result of failing to comply with such laws and practice, or by failing to manage its tax affairs in an appropriate manner, with much of this risk attributable to the international structure of the Bank Group.</li> <li>• Critical accounting estimates and judgements: The preparation of financial statements in accordance with IFRS requires the use of estimates. It also requires management to exercise judgement in applying relevant accounting policies. There is a risk that if the judgement exercised, or the estimates or assumptions used, subsequently turn out to be incorrect, this could result in significant loss to the Bank Group, beyond what was anticipated or provided for.</li> <li>• Data management and information protection: The Bank Group holds and processes large volumes of data, including personally identifiable information, intellectual property, and financial data. Failure to accurately collect and maintain this data, protect it from breaches of confidentiality and interference with its availability exposes the Bank Group to the risk of loss or unavailability of data or data integrity issues. This could result in regulatory censure, legal liability and reputational damage, including the risk of substantial fines under the General Data Protection Regulation (the "GDPR"), which strengthens the data protection rights for customers and increases the accountability of the Bank Group in its management of that data.</li> <li>• Unauthorised or rogue trading: Unauthorised trading, such as a large unhedged position, which arises through a failure of preventative controls or deliberate actions of the trader, may result in large financial losses for the Bank Group, loss of business, damage to investor confidence and reputational damage.</li> <li>• Algorithmic trading: In some areas of the investment banking business, trading algorithms are used to price and risk manage client and principal transactions. An algorithmic error could result in increased market exposure and subsequent financial losses for the Bank Group and potential loss of business, damage to investor confidence and reputational damage.</li> </ul> <p><b>Model risk:</b> The Bank Group relies on models to support a broad range of business and risk management activities, including informing business decisions and strategies, measuring and limiting risk, valuing exposures, conducting stress testing, assessing capital adequacy, supporting new business acceptance and risk and reward evaluation, managing client assets, and meeting reporting requirements. Models are, by their nature, imperfect and incomplete representations of reality. Models may also be misused. Model errors or misuse may result in the Bank Group making inappropriate business decisions and being</p>
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		<p>subject to financial loss, regulatory risk, reputational risk and/or inadequate capital reporting.</p> <p><b>Conduct risk:</b> There is the risk of detriment to customers, clients, market integrity, effective competition or the Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct.</p> <ol style="list-style-type: none"> <li>1. Ineffective product governance could lead to poor customer outcomes, regulatory sanctions, financial loss and reputational damage.</li> <li>2. The Bank Group may be adversely affected if it fails to effectively mitigate the risk that third parties or its employees facilitate, or that its products and services are used to facilitate financial crime. Failure to comply may lead to enforcement action by the Bank Group's regulators together with severe penalties, affecting the Bank Group's reputation and financial results.</li> <li>3. Failure to protect personal data can lead to potential detriment to the Bank Group's customers and clients, reputational damage, regulatory sanctions and financial loss, which under the GDPR may be substantial.</li> <li>4. Failure to meet the requirements and expectations of the UK Senior Managers Regime, Certification Regime and Conduct Rules may lead to regulatory sanctions, both for the individuals and the Bank Group.</li> </ol> <p><b>Reputation risk:</b> A risk arising in one business area can have an adverse effect upon the Bank Group's overall reputation; any one transaction, investment or event that, in the perception of key stakeholders reduces their trust in the Bank Group's integrity and competence.</p> <p>The Bank Group's associations with sensitive topics and sectors have the potential to give rise to reputation risk for the Bank Group and may result in loss of business, regulatory censure and missed business opportunity.</p> <p>In addition, reputation risk has the potential to arise from operational issues or conduct matters which cause detriment to customers, clients, market integrity, effective competition or the Bank Group.</p> <p><b>Legal risk and legal, competition and regulatory matters:</b> Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and breaches of legislation and/or regulations may negatively affect the Bank Group's results, reputation and ability to conduct its business.</p> <p>The Bank Group conducts diverse activities in a highly regulated global market and therefore is exposed to the risk of fines and other sanctions. Authorities have continued to investigate past practices, pursued alleged breaches and imposed heavy penalties on financial services firms. A breach of applicable legislation and/or regulations could result in the Bank Group or its staff being subject to criminal prosecution, regulatory censure, fines and other sanctions in the jurisdictions in which it operates. Where clients, customers or other third parties are harmed by the Bank Group's conduct, this may also give rise to legal proceedings, including class actions. Other legal disputes may also arise between the Bank Group and third parties relating to matters such as breaches, enforcement of legal rights or obligations arising under contracts, statutes or common law. Adverse findings in any such matters may result in the Bank Group being liable to third parties or may result in the Bank Group's rights not being enforced as intended.</p>
D.3	Key information on the key risks that are specific to the Securities	<p><b>You may lose up to the entire value of your investment in the Securities:</b></p> <p><b>The payment of any amount due under the Securities is dependent upon the Issuer's ability to fulfil its obligations when they fall due. The Securities are unsecured obligations. They are not deposits and they are not protected under the UK's Financial Services Compensation Scheme or any other deposit protection insurance scheme. Therefore, even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, if the Issuer fails or is otherwise unable to meet its payment or delivery obligations under the Securities, you will lose some or all of your investment.</b></p>

		<p>You may also lose some or all of your entire investment if:</p> <ul style="list-style-type: none"> <li>• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) and the amount paid to investors is less than the initial purchase price; or</li> <li>• the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced.</li> </ul> <p><b>Reinvestment risk/loss of yield:</b> Following an early redemption of the Securities for any reason, Holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p><b>Risks relating to Spread-Linked Interest:</b> The rate of interest payable on the Securities will be linked to the spread of Spread-Linked Rate One(t) over Spread-Linked Rate Two(t) on the date of determination. If on such date of determination Spread-Linked Rate Two(t) is equal to or greater than Spread-Linked Rate One(t), no interest will be payable on the Securities.</p>
D.6	<b>Risk warning that investors may lose value of entire investment or part of it</b>	The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.
<b>Section E – Offer</b>		
E.2b	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	Not applicable: the Securities have not been offered to the public.
E.3	<b>Description of the terms and conditions of the offer</b>	Not applicable: the Securities have not been offered to the public.
E.4	<b>Description of any interest material to the issue/offer, including</b>	Not Applicable: no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.

	<b>conflicting interests</b>	
<b>E.7</b>	<b>Estimated expenses charged to investor by issuer/offeror</b>	Not applicable: the Securities have not been offered to the public.



Second Amended and  
Restated  
Final Terms



BARCLAYS BANK PLC

*(Incorporated with limited liability in England and Wales)*

**GBP 500,000 Fixed and Floating Rate Securities due February 2024 (the "Tranche 5 Securities") pursuant to the Global Structured Securities Programme to be consolidated and form a single series with the existing GBP 700,000 Fixed and Floating Rate Securities due February 2024, and issued on 6 December 2019 (the "Tranche 4 Securities"), the GBP 600,000 Fixed and Floating Rate Securities due February 2024, and issued on 26 November 2019 (the "Tranche 3 Securities"), the GBP 500,000 Fixed and Floating Rate Securities due February 2024, and issued on 20 May 2019 (the "Tranche 2 Securities") and the GBP 14,000,000 Fixed and Floating Rate Securities due February 2024, and issued on 22 February 2019 pursuant to the Global Structured Securities Programme (the "Tranche 1 Securities", and together with the Tranche 2 Securities, the Tranche 3 Securities, the Tranche 4 Securities and the Tranche 5 Securities, the "Securities")**  
**Issue Price: 100.00 per cent.**

This document constitutes the amended and restated final terms of the Securities (the "**Final Terms**" or the "**Amended and Restated Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 1A dated 10 April 2019, as supplemented on 3 September 2019 and 24 October 2019, which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1 dated 28 August 2018 (the "**2018 GSSP Base Prospectus 1**") and which are incorporated by reference into the Base Prospectus. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus, save in respect of the Terms and Conditions of the Securities which are extracted from the 2018 GSSP Base Prospectus 1. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, any supplements to the Base Prospectus and the 2018 GSSP Base Prospectus 1 are available for viewing at <https://www.home.barclays/investor-relations/fixed-income-investors/prospectuses-and-documentation/structured-securities-prospectuses> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the 2018 GSSP Base Prospectus 1 and not defined in the Final Terms shall bear the same meanings when used herein.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Securities are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA Retail Investor**"). For these purposes, an EEA Retail Investor means a person in the European Economic Area who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended from time to time "**MiFID**"); (ii) a customer within the meaning of the Insurance Mediation Directive (Directive 2002/92/EC (as amended from time to time)) ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended from time to time, including by Directive 2010/73/EU, the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to EEA Retail Investors has been prepared and therefore offering or selling the Securities or otherwise making them available to any EEA Retail Investor may be unlawful under the PRIIPs Regulation.

BARCLAYS

**Third Amended and Restated Final Terms dated 30 June 2023 replacing the Amended and Restated Final Terms dated 28 June 2022**

## Part A – CONTRACTUAL TERMS

1. (a) Series number: NX000224108  
(b) Tranche number: 5  

The Securities shall be consolidated and form a single series with the Tranche 1 Securities, the Tranche 2 Securities, the Tranche 3 Securities and the Tranche 4 Securities
  2. Settlement Currency: Pounds Sterling (“GBP”)
  3. Exchange Rate: Not Applicable
  4. Securities:
    - (a) Aggregate Nominal Amount as at the Issue Date:
      - (i) Tranche: Tranche 1: GBP 14,000,000  
Tranche 2: GBP 500,000  
Tranche 3: GBP 600,000  
Tranche 4: GBP 700,000  
Tranche 5: GBP 500,000
      - (ii) Series: GBP 16,300,000
    - (b) Specified Denomination: GBP 1
    - (c) Minimum Tradable Amount: Not Applicable
  5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
  6. Issue Date:
    - Tranche 1: 22 February 2019
    - Tranche 2: 20 May 2019
    - Tranche 3: 26 November 2019
    - Tranche 4: 6 December 2019
    - Tranche 5: 27 January 2020
  7. Interest Commencement Date: 22 February 2019
  8. Scheduled Redemption Date: 22 February 2024
  9. Calculation Amount: Specified Denomination
- Provisions relating to interest (if any) payable**
10. Type of Interest: Fixed Rate Interest and Spread-Linked Interest
    - (a) Interest Payment Date(s): 22 May, 22 August, 22 November and 22 February in each year, subject to adjustment in accordance with the Business Day Convention

	(b) Interest Period End Date(s):	22 May, 22 August, 22 November and 22 February in each year, unadjusted	
11.	Switch Option:	Not Applicable	
12.	Conversion Option:	Not Applicable	
13.	Fixing Date – Interest:	Not Applicable	
14.	Fixing Time – Interest:	Not Applicable	
15.	Fixed Rate Interest provisions:	Applicable in respect of the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020	
	(a) Fixed Rate:	1.00 per cent. per annum	
	(b) Day Count Fraction:	30/360	
	(c) Range Accrual:Range Accrual:	Not Applicable	
	(d) Global Floor:	Not Applicable	
16.	Floating Rate Interest provisions:	Not Applicable	
17.	Inverse Floating Rate Interest provisions:	Not Applicable	
18.	Inflation-Linked Interest provisions:	Not Applicable	
19.	Digital Interest Provisions:	Not Applicable	
20.	Spread-Linked Interest Provisions:	Applicable - subject as provided in the Schedule of Amendments hereto in respect of the period from and including the Interest Payment Date falling in 22 February 2020 to but excluding the Interest Payment Date falling in 22 February 2024	
	(a) Floating Rate Interest provisions applicable to the determination of Spread-Linked Rate One(t) and Spread-Linked Rate Two(t):	Spread-Linked Rate One(t)	Spread-Linked Rate Two(t)
	(i) Floating Interest Rate Determination:	Not Applicable	Not Applicable
	(ii) CMS Rate Determination:	Applicable	Applicable
	- Specified Swap Rate:	Constant Maturity Swap	Constant Maturity Swap
	- Reference Currency	USD	USD
	- Designated Maturity:	30 years	2 years
	- Relevant Screen Page:	Reuters Screen page ICESWAP1	Bloomberg Screen page ICESWAP1

- Relevant Time:	11:00 a.m., New York City time	11:00 a.m., New York City time
- Interest Determination Date:	The date falling two New York Business Days prior to the first day of each Interest Calculation Period	The date falling two New York Business Days prior to the first day of each Interest Calculation Period
- Pre-nominated Index:	Not Applicable	Not Applicable
- Spread-Linked One <sub>(t)</sub> Cap:	Rate Not Applicable	
- Spread-Linked One <sub>(t)</sub> Floor:	Rate Not Applicable	
- Spread-Linked Two <sub>(t)</sub> Cap:	Rate	Not Applicable
- Spread-Linked Two <sub>(t)</sub> Floor:	Rate	Not Applicable
(b) Cap Rate:	Not Applicable	
(c) Curve Cap:	Not Applicable	
(d) Floor Rate:	0%	
(e) Leverage:	Not Applicable	
(f) Participation:	4.05	
(g) Spread:	Not Applicable	
(h) Day Count Fraction:	30/360	
(i) Details of any short or long Interest Calculation Period:	Not Applicable	
(j) Range Accrual:	Not Applicable	
21. Decompounded Floating Rate Interest provisions:	Not Applicable	
22. Zero Coupon Provisions:	Not Applicable	
<b>Provisions relating to redemption</b>		
23. (a) Optional Early Redemption:	Not Applicable	
(b) Option Type:	Not Applicable	
24. Call provisions	Not Applicable	
25. Put provisions	Not Applicable	
26. Final Redemption Type:	Bullet Redemption	
27. Bullet Redemption provisions:	Applicable	
Final Redemption Percentage:	100%	

28.	Inflation-Linked Redemption provisions:	Not Applicable
29.	Early Cash Settlement Amount:	Market Value
	Final Redemption Floor Unwind Costs:	Not Applicable
30.	Fixing Date – Redemption:	Not Applicable
31.	Fixing Time – Redemption:	Not Applicable
32.	Change in Law:	Applicable
33.	Currency Disruption Event:	Applicable
34.	Issuer Tax Event:	Applicable
35.	Extraordinary Market Disruption:	Applicable
36.	Hedging Disruption:	Applicable
37.	Increased Cost of Hedging:	Not Applicable

#### **Disruptions**

38.	Settlement Expenses:	Not Applicable
39.	FX Disruption Fallbacks ( <i>General Condition 10</i> ( <i>Consequences of FX</i> <i>Disruption Events</i> )):	Not Applicable

#### **General Provisions**

40.	Form of Securities:	Global Bearer Securities: Permanent Global Security NGN Form: Applicable Held under the NSS: Not Applicable CGN Form: Not Applicable CDIs: Not Applicable
41.	Trade Date:	Tranche 1: 8 February 2019 Tranche 2: 13 May 2019 Tranche 3: 19 November 2019 Tranche 4: 29 November 2019 Tranche 5: 17 January 2020
42.	Taxation Gross Up:	Not Applicable
43.	Prohibition of Sales to EEA Retail Investors:	Applicable - see cover page of these Final Terms
44.	Early Redemption Notice Period	As set out in General Condition 28.1 ( <i>Definitions</i> )

	Number:	
45.	Additional Business Centre(s):	Not Applicable
46.	Business Day Convention:	Following
47.	Determination Agent:	Barclays Bank PLC
48.	Registrar:	Not Applicable
49.	CREST Agent:	Not Applicable
50.	Transfer Agent:	Not Applicable
51.	(a) Name of Manager:	Barclays Bank PLC
	(b) Date of underwriting agreement:	Not Applicable
	(c) Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
52.	Registration Agent:	Not Applicable
53.	Masse Category:	Not Applicable
54.	Governing law:	English law
55.	Belgian Securities	Not Applicable
56.	Relevant Benchmarks:	Not Applicable

## PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Tranche 5 Issue Date.

The Tranche 1 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 1 Issue Date, the Tranche 2 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 2 Issue Date, the Tranche 3 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 3 Issue Date and the Tranche 4 Securities were admitted to trading on the London Stock Exchange on or around the Tranche 4 Issue Date.

Estimate of total expenses related to admission to trading: GBP 395
2. **RATINGS**

Ratings: The Securities have not been individually rated.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: General funding
  - (ii) Estimated net proceeds: Not Applicable
  - (iii) Estimated total expenses: Not Applicable
4. **YIELD**

Not Applicable
5. **HISTORIC INTEREST RATES**

Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS1913913650
  - (ii) Common Code: 191391365
  - (iii) Relevant Clearing System(s) and the relevant identification number(s): Clearstream, Euroclear
  - (iv) Delivery: Delivery free of payment
  - (v) Name and address of additional Paying Agent(s) (if any): Not Applicable

## SCHEDULE OF AMENDMENTS

The provisions of this Schedule of Amendments shall apply in respect of each Spread-Linked Interest Calculation Period commencing on or after the day that falls three New York Business Days after 30 June 2023.

Notwithstanding anything else in these Final Terms and the other Conditions of the Securities, to the extent of any inconsistency with any other term of these Final Terms or any other Conditions of the Securities, the terms of this Schedule of Amendments shall prevail.

### 1. Interest on Spread-Linked Securities

#### 1.1 Spread-Linked Interest Determination – Reference Rate 'USD ISR Fallback Rate'

The following provisions shall apply for the purposes of determining the Spread-Linked Rate of Interest in respect of any applicable Spread-Linked Interest Calculation Period:

- in respect of Spread-Linked Rate One(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above shall be replaced with "30 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "30 Year USD ISR Fallback Rate" set out in this Schedule shall apply;
- in respect of Spread-Linked Rate Two(t):
  - any reference to Constant Maturity Swap (howsoever described, including as to tenor) as the Specified Swap Rate for any Interest Rate calculation above "2 Year USD ISR Fallback Rate"; and
  - any terms related to the determination of the Constant Maturity Swap Rate (howsoever described) including any definition thereof and any substitution and/or amendment provisions relating thereto shall not apply and the terms related to the determination of "2 Year USD ISR Fallback Rate" set out in this Schedule shall apply; and
- any other rate that is not subject to this Schedule, any margin, multiplier and/or minimum or maximum interest rate, cap rate, curve cap, floor rate, leverage, participation or spread (howsoever described) shall continue to apply to the Securities as set out in Part A of these Final Terms.

For the purposes of this Schedule, the following terms have the following meanings:

**"2 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or
- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

**"30 Year USD ISR Fallback Rate"** means:

- (a) the Published USD ISR Fallback Rate; or



- (b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,

in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;

"**Calculated USD ISR Fallback Rate**" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:

$$y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$$

Where:

$y^L$  is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;

$y^{ois}$  is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and

$s^{3M}$  is 0.26161 per cent.

"**Designated Maturity**" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;

"**Interest Determination Date**" means the day that is two New York Business Days prior to the first day in the Spread-Linked Interest Calculation period;

"**Published USD ISR Fallback Rate**" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent);

"**Reference Rate**" means the 2 Year USD ISR Fallback Rate and 30 Year USD ISR Fallback Rate, as applicable, or any successor or replacement rate and/or component or underlying rate thereof (as the context may require), as applicable (all as determined by the Determination Agent);

"**Relevant Screen Page**" means:

- (a) in respect of the USD SOFR ICE SWAP Rate with a maturity of 2 years, Bloomberg Page USISSO02 (or any successor page); and
- (b) in respect of the USD SOFR ICE SWAP Rate with a maturity of 30 years, Bloomberg Page USISSO30 (or any successor page).

"**Relevant Time**" means 11:00 a.m., New York City time;

"**Spread-Linked Rate Interest Calculation Period**" means an Interest Calculation Period in respect of which the "Type of Interest" is specified to be "Spread-Linked Interest"; and

"**USD SOFR ICE Swap Rate**" means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.

## 1.2 **Rate Disruption**

Unless a Benchmark Cessation Event (as defined below) has occurred, in which case section 2 (*Benchmark Cessation Event*) below shall apply, if the Reference Rate is not (i) published by the administrator of such Reference Rate or an authorised distributor or (ii) otherwise provided by the administrator of such Reference Rate on any Interest Determination Date, then the Reference Rate shall be determined by the Determination Agent as the Reference Rate published with respect to the first Business Day preceding such Interest Determination Date for which the Reference Rate was published by or on behalf of the administrator of the Reference Rate. If the Determination Agent determines that it is unable to determine the Reference Rate in accordance with the preceding sentence, the Reference Rate in respect of the relevant Interest Determination Date shall be such other rate as determined by the Determination Agent, taking into account (i) any source(s) that as it considers appropriate, (ii) any alternative benchmark(s) then available, and (iii) prevailing industry standards in any related market (including, without limitation, the derivatives market).

## 1.3 **Corrections to Published and Displayed Rates**

In the event that the Reference Rate determined in accordance with section 1.1 above is subsequently corrected, and the correction (the "**Corrected Rate**") is published after the original publication but no later than the longer of (i) one hour after such original publication and (ii) any other period for corrections specified by a relevant administrator in its methodology for the relevant Reference Rate, then provided that such Corrected Rate is published on or prior to the date falling two Business Days prior to the date on which a related payment is scheduled to be made under the Securities (the "**Relevant Scheduled Payment Date**"), then such Corrected Rate shall be deemed to be the relevant Reference Rate and the Determination Agent shall use such Corrected Rate in determining the relevant Interest Rate. Any corrections published after the second Business Day prior to the Relevant Scheduled Payment Date shall be disregarded for the purposes of determining the relevant Interest Rate.

## 2. **Benchmark Cessation Event**

If on (or prior to) any Interest Determination Date, the Determination Agent determines that a Benchmark Cessation Event and its related Benchmark Replacement Date have occurred prior to the Relevant Time in respect of any determination of the Reference Rate ("**Discontinued Reference Rate**"), the Determination Agent shall determine the relevant Interest Rate for the relevant Interest Determination Date, Spread-Linked Interest Calculation Period and Interest Payment Date in accordance with the following methodologies:

- (i) the Determination Agent shall, in its discretion, select a substitute or successor reference rate that it determines is comparable to the Discontinued Reference Rate to replace such Discontinued Reference Rate, and shall replace the Discontinued Reference Rate by such substitute or successor reference rate with effect from the date as determined by the Determination Agent and such substitute or successor reference rate will be deemed to be the Reference Rate with effect from such date. The Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including, without limitation, any Condition or term relevant to the settlement or payment under the Securities, as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (a) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement, such as an adjustment spread and (b) any other adjustment(s) to reflect a different term structure or methodology). In selecting a substitute or successor reference rate and making any adjustments to the Conditions or other terms of the Securities, the Determination Agent may (but shall not be obliged to) take into account prevailing industry standards in any related market (including, without limitation, the derivatives market); or
- (ii) if the Determination Agent determines that no substitute or successor reference rate is available for the purpose of sub-paragraph (i) immediately above or otherwise does not determine the Reference Rate in accordance with the foregoing, an Additional Disruption Event shall be deemed to have occurred for the purposes of these provisions and the Determination Agent shall adjust,

redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Conditions in respect of the Securities.

For the purposes of the above, the following terms have the following meanings:

**"Benchmark Cessation Event"** means the occurrence of one or more of the following events with respect to the Reference Rate:

- (a) a public statement or publication of information by or on behalf of the administrator of the Reference Rate announcing that such administrator has ceased or will cease to provide the Reference Rate, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate;
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate, the central bank for the currency of the Reference Rate, an insolvency official with jurisdiction over the administrator for the Reference Rate, a resolution authority with jurisdiction over the administrator for the Reference Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Reference Rate, which states that the administrator of the Reference Rate has ceased or will cease to provide the Reference Rate permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Reference Rate; or
- (c) a public statement or publication of information by the regulatory supervisor for the administrator of the Reference Rate announcing that the regulatory supervisor has determined that such Reference Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Reference Rate is intended to measure and that representativeness will not be restored.

**"Benchmark Replacement Date"** means the earliest to occur of the following events with respect to a Reference Rate in respect of which a Benchmark Cessation Event has occurred:

- (a) in the case of paragraph (a) or (b) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the administrator of the Reference Rate permanently or indefinitely ceases to provide such rate; or
- (b) in the case of paragraph (c) of the definition of "Benchmark Cessation Event", the later of (i) the date of the public statement or publication of information referenced therein and (ii) the date on which the Reference Rate is no longer representative of the underlying market and economic reality that such rate is intended to measure, by reference to the most recent statement or publication contemplated in paragraph (c) of the definition of Benchmark Cessation Event.

### 3. **Administrator/Benchmark Event**

If an Administrator/Benchmark Event and its related Administrator/Benchmark Event Effective Date occurs in respect of the Securities, then an Additional Disruption Event shall be deemed to have occurred and the Determination Agent may adjust (subject as provided in the next sentence), redeem, cancel and/or take any other necessary action in accordance with the applicable provisions of the applicable Condition in respect of the Securities. In respect of adjustments, the Determination Agent may make such adjustments that it determines to be appropriate, if any, to any one or more of the Conditions or other terms of the Securities, including without limitation, to select a successor Relevant Benchmark and to adjust any Condition or term relevant to the settlement or payment under the Securities as the Determination Agent determines appropriate to preserve the economics of the Securities and to otherwise account for such replacement (including, without limitation, (i) any adjustment which the Determination Agent determines is appropriate in order to reduce or eliminate to the extent reasonably practicable any transfer of economic value from the Issuer to the Securityholders or vice versa as a result of such replacement and (ii) any other adjustment(s) to reflect a different term structure or methodology of a replacement Relevant Benchmark, if applicable). The Issuer shall notify the Securityholder(s) as soon as

reasonably practicable of any such action taken following the occurrence of an Administrator/Benchmark Event. Notwithstanding anything else in this paragraph, in the event that the Administrator/Benchmark Event comprises a Modification Event, the Determination Agent may determine not to undertake any or all of the actions described in this paragraph.

For the purposes of the above, the following terms have the following meanings:

**"Administrator/Benchmark Event"** means, in respect of any Securities and a Relevant Benchmark, the occurrence or existence, as determined by the Determination Agent, of any of the following events in respect of such Relevant Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register in respect of a Relevant Benchmark or the administrator or sponsor of a Relevant Benchmark has not been, or will not be, obtained or has been, or will be, rejected, refused, suspended or withdrawn by the relevant competent authority or other relevant official body, or any prohibition by a relevant competent authority or other relevant official body, in each case with the effect that the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities (such date on which the Issuer and/or the Determination Agent (as applicable) and/or any other relevant entity (as determined by the Determination Agent) is not, or will not be, permitted under any applicable law or regulation to use the Relevant Benchmark to perform its or their respective obligations under the Securities, the **"Administrator/Benchmark Event Effective Date"**); or
- (b) any material change in the methodology or other terms of the Relevant Benchmark has occurred or is likely to occur (**"Modification Event"**).

**"Relevant Benchmark"** means each Reference Rate (as applicable).

#### 4. Interim Measures

If, at any time, following (i) a Benchmark Cessation Event has occurred but prior to any substitution or adjustment having become effective and/or (ii) an Administrator/Benchmark Event has occurred but prior to any adjustment and/or redemption and/or cancellation and/or any other action having become effective, the relevant Reference Rate is required for any determination in respect of the Securities, then:

- (i) if the Reference Rate is still available, and it is still permitted under applicable law or regulation for the Securities to reference the Reference Rate and for the Issuer and/or the Determination Agent (as applicable) to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined pursuant to the terms that would apply to the determination of the Reference Rate as if no Benchmark Cessation Event or Administrator/Benchmark Event (as applicable) had occurred; or
- (ii) if the Reference Rate is no longer available or it is no longer permitted under applicable law or regulation applicable to the Issuer and/or to the Determination Agent (as applicable) for the Securities to reference the Reference Rate or for any such entity to use the Reference Rate to perform its or their respective obligations under the Securities, the level of the Reference Rate shall be determined by the Determination Agent acting in good faith and in a commercially reasonable manner having regard to such sources as it considers appropriate and any alternative benchmark then available and taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market), as (a) a substitute or successor rate that it has determined is the industry-accepted (in the derivatives market) substitute or successor rate for the relevant Reference Rate or (b) if it determines there is no such industry-accepted (in the derivatives market) substitute or successor rate, a substitute or successor rate that it determines is a commercially reasonable alternative to the Reference Rate, taking into account prevailing industry standards in any related market (including, without limitation, the derivatives market). If such Reference Rate is determined as any such substituted or successor rate, the Determination Agent may determine such other amendments to the Securities which it considers are necessary and/or appropriate in order to reflect the replacement of the Reference Rate with such substituted

or successor rate. If the Determination Agent determines the Reference Rate in accordance with this paragraph, the Determination Agent shall notify the Issuer of such determination made by it and the action that it proposes to take in respect of any such determination and the Issuer, in turn, shall notify the Securityholders thereof as soon as reasonably practicable thereafter.

5. **Benchmark Regulation**

USISSO30 (30 Year USD ISR Fallback Rate) and USISSO2 (2 Year USD ISR Fallback Rate) are provided by ICE Benchmark Administration Limited. As at the date hereof, ICE Benchmark Administration Limited does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to article 36 of the Benchmarks Regulation. The transitional provisions in Article 51 of the Benchmarks Regulation apply, such that ICE Benchmark Administration Limited is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence).

## SUMMARY

<b>Section A – Introduction and warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	Not Applicable: the Issuer does not consent to the use of the Base Prospectus for subsequent resales.
<b>Section B – Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	The Securities are issued by Barclays Bank PLC (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer</b>	<p>The Issuer is a public limited company registered in England and Wales.</p> <p>The principal laws and legislation under which the Issuer operates are the laws of England and Wales including the Companies Act.</p>
<b>B.4b</b>	<b>Known trends affecting the Issuer and industries in which the Issuer operates</b>	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Bank Group</b>" or "<b>Barclays</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change, as a result, regulatory risk will remain a focus. A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory coordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p>Following the transfer of the assets and liabilities of the Barclays UK division from the Bank Group to Barclays Bank UK PLC and its subsidiary undertakings (together, the "<b>Barclays Bank UK Group</b>"), the Bank Group becomes less</p>

	<p>diversified than it used to be. The Bank Group no longer has recourse to the assets of the Barclays Bank UK Group. Further, relative to its parent group, the Bank Group is more focused on businesses outside the UK, more focused on wholesale businesses, more dependent on wholesale funding sources and potentially subject to different regulatory obligations.</p> <p>There are several other significant pieces of legislation and areas of focus which will require significant management attention, cost and resource, including:</p> <ul style="list-style-type: none"> <li>• Changes in prudential requirements, including the risk reduction measures package recently adopted in the EU to amend the Capital Requirements Directive (CRD IV) and the Bank Recovery and Resolution Directive (BRRD) which may impact minimum requirements for own funds and eligible liabilities (MREL), leverage, liquidity or funding requirements, applicable buffers and/or add-ons to such minimum requirements and risk weighted assets calculation methodologies all as may be set by international, EU or national authorities.</li> <li>• The derivatives market has been the subject of particular focus for regulators in recent years across the G20 countries and beyond, with regulations introduced which require the reporting and clearing of standardised over the counter ("OTC") derivatives and the mandatory margining of non-cleared OTC derivatives. Other regulations applicable to swap dealers, including those promulgated by the US Commodity Futures Trading Commission, have imposed significant costs on the Bank Group's derivatives business.</li> <li>• The recast Markets in Financial Instruments Directive in Europe (MiFID II), which came into force in January 2018, has fundamentally changed the European regulatory framework entailing significant operational changes for market participants in a wide range of financial instruments as well as changes in market structures and practices.</li> <li>• By virtue of the EU Benchmarks Regulation, after 1 January 2020, certain Bank Group entities will not be permitted to use benchmarks unless the relevant administrator is authorised, registered or qualifies under a third party regime. This may necessitate adapting processes and systems to transition to new alternative benchmarks, which would be a very time consuming and costly process.</li> <li>• Separately, the transition to risk-free rates as part of a wider benchmark reform is also expected to be impactful to the Bank Group in respect of the timing of the development of a robust risk free rate market, an unfavourable market reaction and/or inconsistencies in the adoption of products using the new risk free rates, and also in respect of the costs and uncertainties involved in managing and/or changing historical products to reference risk free rates as a result of the proposed discontinuation of certain existing benchmarks.</li> <li>• The Bank Group and certain of its members are subject to supervisory stress testing exercises in a number of jurisdictions. These exercises currently include the programmes of the Bank of England, the European Banking Authority, the Federal Deposit Insurance Corporation and the Federal Reserve Board. Failure to meet requirements of regulatory stress tests, or the failure by regulators to approve the stress test results and capital plans of the Bank Group, could result in the Bank Group being required to enhance its capital position, limit capital distributions or position additional capital in specific subsidiaries.</li> <li>• The introduction and implementation of Payments Service Directive 2 ("PSD2") with delivery across 2019 provides third parties and banks with opportunities to change and enhance the relationship between a customer and</li> </ul>
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		<p>their bank. PSD2 will also introduce new requirements to the authentication process for a number of actions customers take, including ecommerce transactions. A failure to comply with PSD2 could expose the Bank Group to regulatory sanction. The changes to authentication may change the fraud environment across the industry as providers implement different approaches to comply.</p>
<b>B.5</b>	<b>Description of the group and the Issuer's position within the group</b>	<p>The Bank Group is a major global financial services provider.</p> <p>The Issuer is a wholly owned direct subsidiary of Barclays PLC, which is the ultimate holding company of the Bank Group.</p>
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable: the Issuer has chosen not to include a profit forecast or estimate.
<b>B.10</b>	<b>Nature of any qualifications in audit report on historical financial information</b>	Not Applicable: the audit report on the historical financial information contains no such qualifications.
<b>B.12</b>	<b>Selected key financial information; no material adverse change and significant change statements</b>	<p>Based on the Bank Group's audited financial information for the year ended 31 December 2018, the Bank Group had total assets of £877,700 million (2017: £1,129,343 million), total net loans and advances of £136,959 million (2017: £324,590 million), total deposits of £199,337 million (2017: £399,189 million), and total equity of £47,711 million (2017: £65,734 million) (including non-controlling interests of £2 million (2017: £1 million)). The profit before tax of the Bank Group for the year ended 31 December 2018 was £1,286 million (2017: £1,758 million) after credit impairment charges and other provisions of £643 million (2017: £1,553 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2018.</p> <p>Based on the Bank Group's unaudited financial information for the six months ended 30 June 2019, the Bank Group had total assets of £969,266 million, total net loans and advances of £144,664 million, total deposits of £215,125 million, and total equity of £52,610 million (including non-controlling interests of £0 million). The profit before tax of the Bank Group for the six months ended 30 June 2019 was £1,725 million (30 June 2018: £725 million) after credit impairment charges 2 and other provisions of £510 million (30 June 2018: £156 million). The financial information in this paragraph is extracted from the unaudited condensed consolidated interim financial statements of the Issuer for the six months ended 30 June 2019.</p> <p>Not applicable: There has been no significant change in the financial or trading position of the Bank Group since 30 June 2019.</p> <p>There has been no material adverse change in the prospects of the Issuer since 31 December 2018.</p>
<b>B.13</b>	<b>Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency</b>	Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
<b>B.14</b>	<b>Dependency of the Issuer on</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.



	<b>other entities within the group</b>	The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.
<b>B.15</b>	<b>Description of the Issuer's principal activities</b>	<p>The Bank Group is a transatlantic consumer and wholesale bank with global reach offering products and services across personal, corporate and investment banking, credit cards and wealth management anchored in the Bank Group's two home markets of the UK and the US.</p> <p>The Issuer and the Bank Group offer products and services designed for the Bank Group's larger corporate, wholesale and international banking clients.</p>
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
<b>B.17</b>	<b>Credit ratings assigned to the Issuer or its debt securities</b>	<p>The short-term unsecured obligations of the Issuer are rated A-1 by Standard &amp; Poor's Credit Market Services Europe Limited, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term unsecured unsubordinated obligations of the Issuer are rated A by Standard &amp; Poor's Credit Market Services Europe Limited, A2 by Moody's Investors Service Ltd. and A+ by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated.</p> <p><b>Ratings:</b> This issue of Securities will not be rated.</p>
<b>Section C – Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities described in this Summary may be debt securities or, where the repayment terms are linked to the performance of a specified inflation index, derivative securities.</p> <p>Securities will bear interest at a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, or a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds the specified strike rate on the relevant date of determination, may be zero coupon securities (which do not bear interest) or may apply a combination of different interest types. The type of interest (if any) payable on the Securities may be the same for all Interest Payment Dates or may be different for different Interest Payment Dates. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities. The amount of interest payable in respect of the Securities on an Interest Payment Date may be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates during the observation period relating to that interest payment date.</p> <p>Securities may include an option for the Securities to be redeemed prior to maturity at the election of the Issuer or the investor. If Securities are not redeemed early they will redeem on the Scheduled Redemption Date and the amount paid will either be a fixed redemption amount, or an amount linked to the performance of a specified inflation index.</p> <p>Securities may be cleared through a clearing system or uncleared and held in bearer or registered form. Certain cleared Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system.</p> <p>Securities will be issued in one or more series (each a "<b>Series</b>") and each Series</p>

		<p>may be issued in tranches (each a "<b>Tranche</b>") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code.</p> <p>The Securities are transferable obligations of the Issuer that can be bought and sold by investors in accordance with the terms and conditions set out in the Base Prospectus (the "<b>General Conditions</b>"), as completed by the final terms document (the "<b>Final Terms</b>") (the General Conditions as so completed, the "<b>Conditions</b>").</p> <p><b>Interest:</b> The interest payable in respect of the Securities will be determined by reference to a combination of a fixed rate of interest and a rate of interest linked to the spread between two floating rates. The amount of interest payable in respect of a security for an interest calculation period will be determined by multiplying the interest calculation amount of such security by the applicable interest rate and day count fraction.</p> <p><b>Call or Put option:</b> Not applicable</p> <p><b>Final redemption:</b> The final redemption amount will be 100 per cent. of GBP 1 (the Calculation Amount).</p> <p><b>Form:</b> The Securities will initially be issued in global bearer form.</p> <p><b>Identification:</b> Series number: NX000224108; Tranche number: 5</p> <p><b>Identification codes:</b> ISIN Code: XS1913913650; Common Code: 191391365; SEDOL: BJDQ375</p> <p><b>Governing law:</b> The Securities will be governed by English law.</p>
C.2	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a settlement currency other than the currency in which they are denominated, with such payments being converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Pounds Sterling ("<b>GBP</b>").</p>
C.5	<b>Description of restrictions on free transferability of the Securities</b>	<p>Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S and must comply with transfer restrictions with respect to the United States.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
C.8	<b>Description of rights attached to the Securities including ranking and limitations to those rights</b>	<p><b>Rights:</b> Each Security includes a right to a potential return of interest and amount payable on redemption together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on future amendments.</p> <p><b>Price:</b> Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The minimum denomination will be the Calculation Amount in respect of which interest and redemption amounts will be calculated. The issue price of the Securities is 100.00 per cent. The denomination of a Security is GBP 1 (the "<b>Calculation Amount</b>").</p> <p><b>Taxation:</b> All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, unless 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms and otherwise save</p>

		<p>in limited circumstances, pay additional amounts to cover the amounts so withheld or deducted. If 'Taxation Gross Up' is specified as 'Not Applicable' in the Final Terms the Issuer will not pay additional amounts to cover the amounts so withheld or deducted.</p> <p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the Holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the Holder (or, in the case of French law Securities, the representative of the Holders).</p> <p><b>Ranking:</b> The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p><b>Limitations to rights:</b> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying assets. The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including all Holders who voted in a manner contrary to the majority. Furthermore, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).</p>
C.9	<b>Interest/ Redemption</b>	<p><b>Interest:</b> In respect of each interest calculation period, Securities may or may not bear interest. For each interest calculation period in respect of which the Securities bear interest, interest will accrue at one of the following rates: a fixed rate, a floating rate plus a fixed percentage, a rate equal to a fixed percentage minus a floating rate, a rate that is equal to the difference between two floating rates, a rate that is calculated by reference to movements in a specified inflation index, a rate that will vary between two specified fixed rates (one of which may be zero) depending on whether the specified floating rate exceeds a specified level on the relevant date of determination, or a rate that is compounded floating rate. Securities may include an option for the Issuer, at its discretion, to switch the type of interest payable on the Securities once during the term of the Securities (the "<b>Switch Option</b>"). Securities may also include an option for the Holder representing 100% of the Aggregate Nominal Amount (or of the outstanding number, as applicable) to convert any existing type of interest payable on the Securities to fixed rate interest (the "<b>Conversion Option</b>"). The amount of interest payable in respect of the Securities on an Interest Payment Date may also be subject to a range accrual factor that will vary depending on the performance of a specified inflation index or one or more specified floating rates, as described in 'Range Accrual Factor' below (the "<b>Range Accrual Factor</b>").</p> <p><b>Final Redemption:</b> The amount payable on final redemption of the Securities will either be fixed at a percentage of the Calculation Amount of the Securities, or may reference the Calculation Amount of the Securities (being the minimum denomination of the Securities) as adjusted upwards or downwards to account for movements in an inflation index. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p>

**Optional Early Redemption:** Certain Securities may be redeemed earlier than the Scheduled Redemption Date following the exercise of a call option by the Issuer or the exercise of a put option by a Holder of the Securities.

**Mandatory Early Redemption:** Securities may also be redeemed earlier than the Scheduled Redemption Date if performance of the Issuer's obligations becomes illegal, if the Determination Agent so determines, following cessation of publication of an inflation index, or following the occurrence of a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligation under the Securities.

**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values below are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, an indicative minimum amount, an indicative maximum amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

### INTEREST

**Fixed Rate Interest.** For the period from and including the Issue Date to but excluding the Interest Payment Date falling in 22 February 2020, each Security will bear interest at a rate of 1.00% per annum payable at the end of each interest calculation period on 22 May, 22 August, 22 November and 22 February in each year (each, an "**Interest Payment Date**").

**Spread-Linked Interest.** (i) For the period from and including the Interest Payment Date falling on 22 February 2020 to but excluding the Interest Payment Date falling on 22 February 2023 (the "**First Spread-Linked Period**"), each Security will bear interest from 22 February 2020 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date and (ii) for the period from and including the Interest Payment Date falling on 22 February 2023 to but excluding the Interest Payment Date falling on 22 February 2024 (the "**Second Spread-Linked Period**"), each Security will bear interest from 22 February 2023 and will pay an amount of interest based on the Rate of Interest (as defined below) at the end of each interest calculation period on the relevant Interest Payment Date.

The applicable rate of interest ("**Rate of Interest**") will be equal to Spread-Linked Rate One(t) minus the product of the number set out under the heading 'Leverage' below and Spread-Linked Rate Two(t) multiplied by the number set out under the heading 'Participation' below, provided that such rate shall not be less than the relevant percentage specified under 'Floor(%)' below.

"**Spread-Linked Rate One<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 1 (as defined below) and (ii) in the Second Spread-Linked Period, the 30 year USD ISR Fallback Rate (as defined below).

"**Spread-Linked Rate Two<sub>(t)</sub>**" means in respect of each interest calculation period falling (i) in the First Spread-Linked Period, the CMS Reference Rate 2 (as defined below) and (ii) in the Second Spread-Linked Period, the 2 Year USD ISR Fallback Rate (as defined below).

Leverage:	Participation:	Floor (%):
1	4.05	0%

	<p>"<b>CMS Reference Rate 1</b>" means the swap rate for swap transactions in USD (the "<b>Reference Currency</b>") with a maturity of 30 years which appears on Reuters Screen page ICESWAP1 (the "<b>Relevant Screen Page</b>") as at 11:00 a.m. New York City Time (the "<b>Relevant Time</b>") on the date falling two New York Business Days prior to the first day of each interest calculation period (the "<b>Interest Determination Date</b>");</p> <p>"<b>CMS Reference Rate 2</b>" means the swap rate for swap transactions in the Reference Currency with a maturity of 2 years which appears on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date;</p> <p>"<b>2 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 2 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>30 Year USD ISR Fallback Rate</b>" means:</p> <p>(a) the Published USD ISR Fallback Rate; or</p> <p>(b) if there is no Published USD ISR Fallback Rate, the Calculated USD ISR Fallback Rate,</p> <p>in each case with a maturity of 30 years, expressed as a percentage, provided or calculated (as applicable) at the Relevant Time on the Interest Determination Date;</p> <p>"<b>Calculated USD ISR Fallback Rate</b>" means the rate calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one hundred-thousandth of a percentage point:</p> $y^L = \frac{365.25}{360} \left[ 2 \times \left( \sqrt{1 + y^{ois}} - 1 \right) + \left( s^{3M} \times \frac{1}{2} \times \left( \sqrt[4]{1 + y^{ois}} + 1 \right) \right) \right]$ <p>Where:</p> <p><math>y^L</math> is the Calculated USD ISR Fallback Rate with a maturity of the Designated Maturity;</p> <p><math>y^{ois}</math> is the USD SOFR ICE Swap Rate on the Interest Determination Date with a maturity of the Designated Maturity; and</p> <p><math>s^{3M}</math> is 0.26161 per cent.</p> <p>"<b>Designated Maturity</b>" means in respect of the 2 Year USD ISR Fallback Rate, 2 years and in respect of 30 Year USD ISR Fallback Rate, 30 years;</p> <p>"<b>Published USD ISR Fallback Rate</b>" means the rate calculated in accordance with the formula set forth in the definition of Calculated USD ISR Fallback Rate, as provided by the administrator thereof (or any successor administrator), provided that such rate (a) is not a "beta" rate and (b) has been launched by the administrator thereof (or any successor administrator) for general use by market participants (as determined by the Determination Agent); and</p>
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		<p><b>"USD SOFR ICE Swap Rate"</b> means the benchmark for the mid-price for the fixed leg of a fixed-for-floating U.S. Dollar swap transaction where the floating leg references the Secured Overnight Financing Rate administered by the Federal Reserve Bank of New York (or any successor administrator) (SOFR) and both the fixed leg and floating leg are paid annually, as provided by ICE Benchmark Administration Limited as the administrator of the benchmark (or a successor administrator) as published on the Relevant Screen Page as of the Relevant Time on the Interest Determination Date.</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 22 February 2024 by payment by the Issuer of an amount in GBP equal to GBP 1 multiplied by 100%.</p> <p style="text-align: center;"><b>OPTIONAL EARLY REDEMPTION</b></p> <p>These Securities cannot be redeemed early at the option of the Issuer or the Holder.</p>
<b>C.10</b>	<b>Derivative component in the interest payment</b>	Not applicable, there is no derivative component in the interest payment.
<b>C.11</b>	<b>Admission to trading</b>	<p>Securities may be admitted to trading on a regulated market in the United Kingdom.</p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the London Stock Exchange with effect from 27 January 2020.</p>
<b>C.15</b>	<b>Description of how the value of the investment is affected by the value of the underlying instrument</b>	<p>The return on, and value of, Securities that are derivative securities will be linked to the performance of a specified inflation index. In addition, any interest payments will be calculated by reference to a fixed rate and/or one or more floating rates or movements in the specified inflation index.</p> <p>Payments of interest are calculated by reference to the Fixed Rate of 1.00% and by reference to Spread-Linked Rate One(t) and Spread-Linked Rate Two(t).</p>
<b>C.16</b>	<b>Expiration or maturity date of the securities</b>	<p>Securities with repayment terms that reference the performance of a specified inflation index are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities is 22 February 2024.</p>
<b>C.17</b>	<b>Settlement procedure of the derivative securities</b>	<p>Securities that are derivative securities will be delivered on the specified issue date either against payment of the issue price (or, in the case of Securities having a settlement currency different from the currency of denomination, the settlement currency equivalent of the issue price) or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i> or CREST.</p> <p>Securities will be delivered on 27 January 2020 (the "<b>Tranche 5 Issue Date</b>") free of payment of the issue price of the Securities.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>.</p>
<b>C.18</b>	<b>Description of how the return on derivative</b>	The value of the underlying asset to which Securities that are derivative Securities are linked will affect the interest paid and/or the amount paid on the Scheduled Redemption Date. Interest and any redemption amount payable will be paid in cash.

	<b>securities takes place</b>	Not applicable: the Securities are not derivative securities.
<b>C.19</b>	<b>Final reference price of the underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.20</b>	<b>Type of underlying</b>	Not applicable: the Securities are not derivative securities.
<b>C.21</b>	<b>Market where Securities are traded</b>	Application is expected to be made by the Issuer to list the Securities on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from 27 January 2020.
<b>Section D – Risks</b>		
<b>D.2</b>	<b>Key information on the key risks that are specific to the Issuer</b>	<p>The risks described below are material existing and emerging risks which senior management has identified with respect to the Bank Group.</p> <p><b>(i) Material existing and emerging risks potentially impacting more than one principal risk</b></p> <p><b>Business conditions, general economy and geopolitical issues</b></p> <p>The Bank Group's business mix spreads across multiple geographies and client types. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where the Bank Group is active, or in any systemically important economy, could adversely affect the Bank Group's operating performance, financial condition and prospects.</p> <p><b>Process of UK withdrawal from the European Union</b></p> <p>The uncertainty around Brexit spanned the whole of 2018, and intensified in the second half of the year. The full impact of the withdrawal may only be realised in years to come, as the economy adjusts to the new regime, but the Bank Group continues to monitor the most relevant risks, including those that may have a more immediate impact, for its business:</p> <ul style="list-style-type: none"> <li>• Market volatility, including in currencies and interest rates, might increase which could have an impact on the value of the Bank Group's trading book positions.</li> <li>• Potential UK financial institutions credit spread widening could lead to reduced investor appetite for the Bank Group's debt securities; this could negatively impact the cost of, and/or access to, funding.</li> <li>• A credit rating agency downgrade applied directly to the Bank Group, or indirectly as a result of a credit rating agency downgrade to the UK Government, could significantly increase the Bank Group's borrowing costs, credit spreads and materially adversely affect the Bank Group's interest margins and liquidity position.</li> <li>• Changes in the long-term outlook for UK interest rates may adversely affect pension liabilities and the market value of investments funding those liabilities;</li> <li>• Increased risk of a UK recession with lower growth, higher unemployment and falling UK house prices. This would negatively impact a number of the Bank Group's portfolios.</li> <li>• The implementation of trade and customs barriers between the UK and EU could lead to delays and increased costs in the passage of goods for corporate banking customers. This could negatively impact the levels of customer defaults and business volumes which may result in an increase in the Bank Group's impairment charges and a reduction in revenues.</li> </ul>

	<ul style="list-style-type: none"> <li>• Changes to current EU "Passporting" rights may require further adjustment to the current model for the Bank Group's cross-border banking operation which could increase operational complexity and/or costs.</li> <li>• The ability to attract, or prevent the departure of, qualified and skilled employees may be impacted by the UK's and the EU's future approach to the EU freedom of movement and immigration from the EU countries and this may impact the Bank's access to the EU talent pool.</li> <li>• The legal framework within which the Bank Group operates could change and become more uncertain if the UK takes steps to replace or repeal certain laws currently in force, which are based on EU legislation and regulation following its withdrawal from the EU.</li> <li>• Should the UK lose automatic qualification to be part of Single Euro Payments Area there could be a resultant impact on the efficiency of, and access to, European payment systems. In addition, loss of automatic qualification to the European Economic Area (EEA) or access to financial markets infrastructure could impact service provision for clients, likely resulting in reduced market share and revenue and increased operating costs for the Bank Group.</li> <li>• There are certain execution risks relating to the transfer of the Bank Group's European businesses to Barclays Bank Ireland PLC.</li> </ul> <p><b>Interest rate rises adversely impacting credit conditions</b></p> <p>To the extent that central banks increase interest rates particularly in the Bank Group's main markets, in the UK and the US, there could be an impact on consumer debt affordability and corporate profitability. While interest rate rises could positively impact the Bank Group's profitability, as retail and corporate business income may increase due to margin de-compression, future interest rate increases, if larger or more frequent than expectations, could cause stress in the loan portfolio and underwriting activity of the Bank Group. Higher credit losses driving an increased impairment allowance would most notably impact retail unsecured portfolios and wholesale non-investment grade lending. Changes in interest rates could also have an adverse impact on the value of high quality liquid assets which are part of the Bank Group Treasury function's investment activity. Consequently, this could create more volatility than expected through the Bank Group's FVOCI reserves.</p> <p><b>Regulatory change agenda and impact on business model</b></p> <p>The Bank Group remains subject to ongoing significant levels of regulatory change and scrutiny in many of the countries in which it operates (including, in particular, the UK and the US). A more intensive regulatory approach and enhanced requirements together with the uncertainty (particularly in light of the UK's withdrawal from the EU) and potential lack of international regulatory co-ordination as enhanced supervisory standards are developed and implemented may adversely affect the Bank Group's business, capital and risk management strategies and/or may result in the Bank Group deciding to modify its legal entity structure, capital and funding structures and business mix, or to exit certain business activities altogether or not to expand in areas despite otherwise attractive potential.</p> <p><b>(ii) Material existing and emerging risks impacting individual principal risks</b></p> <p><b>Credit risk:</b></p> <ol style="list-style-type: none"> <li>1. Impairment: The introduction of the impairment requirements of IFRS Financial Instruments, implemented on 1 January 2018, results in impairment loss allowances that are recognised earlier, on a more forward looking basis and on a broader scope of financial instruments than has been the case under IAS 39 and has had, and may continue to have, a material impact on the Bank Group's financial condition.</li> <li>2. Specific sectors and concentrations: The Bank Group is subject to risks arising from changes in credit quality and recovery rate of loans and</li> </ol>
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		<p>advances due from borrowers and counterparties in a specific portfolio. Any deterioration in credit quality could lead to lower recoverability and higher impairment in a specific sector.</p> <p>3. Environmental risk: The Bank Group is exposed to credit risks arising from energy and climate change. Indirect risks may be incurred as a result of environmental issues impacting the credit worthiness of the borrower resulting in higher impairment.</p> <p><b>Market risk:</b> An uncertain outlook for the direction of monetary policy, the US-China trade conflict, slowing global growth and political concerns in the US and Europe (including Brexit), are some of the factors that could heighten market risks for the Bank Group’s portfolios.</p> <p>In addition, the Bank Group’s trading business is generally exposed to a prolonged period of elevated asset price volatility, particularly if it negatively affects the depth of marketplace liquidity. Such a scenario could impact the Bank Group’s ability to execute client trades and may also result in lower client flow-driven income and/or market-based losses on its existing portfolio of market risks. These can include having to absorb higher hedging costs from rebalancing risks that need to be managed dynamically as market levels and their associated volatilities change.</p> <p><b>Treasury and capital risk:</b> The Bank Group may not be able to achieve its business plans due to: a) inability to maintain appropriate capital ratios; b) inability to meet its obligations as they fall due; c) rating agency downgrades; d) adverse changes in foreign exchange rates on capital ratios; e) adverse movements in the pension fund; f) non-traded market risk/interest rate risk in the banking book.</p> <p><b>Operational risk:</b></p> <ul style="list-style-type: none"> <li>• Cyber threat: The financial sector remains a primary target for cyber criminals. There is an increasing level of sophistication in both criminal and nation state hacking for the purpose of stealing money, stealing, destroying or manipulating data, and/or disrupting operations. Other events have a compounding impact on services and customers. Failure to adequately manage this threat could result in increased fraud losses, inability to perform critical economic functions, customer detriment, potential regulatory censure or penalties, legal liability, reduction in shareholder value and reputational damage.</li> <li>• Fraud: Criminals continue to adapt their techniques and are increasingly focused on targeting customers and clients through ever more sophisticated methods of social engineering. External data breaches also provide criminals with the opportunity to exploit the growing levels of compromised data. These threats could lead to customer detriment, loss of business, regulatory censure, missed business opportunity and reputational damage.</li> <li>• Operational resilience: The loss of or disruption to the Bank Group’s business processing is a material inherent risk theme within the Bank Group and across the financial services industry, whether arising through impacts on technology systems, real estate services, personnel availability or the support of major suppliers. Failure to build resilience into business processes or into the services of technology, real estate or suppliers on which the Bank Group business processes depend may result in significant customer detriment, costs to reimburse losses incurred by customers, potential regulatory censure or penalties, and reputational damage.</li> <li>• Supplier exposure: The Bank Group depends on suppliers for the provision of many of its services and the development of technology. Failure to monitor and control the Bank Group’s suppliers could potentially lead to client information or critical infrastructures not being adequately protected or available when required. Failure to adequately manage outsourcing risk could result in increased losses, inability to perform critical economic</li> </ul>
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		<p>subject to financial loss, regulatory risk, reputational risk and/or inadequate capital reporting.</p> <p><b>Conduct risk:</b> There is the risk of detriment to customers, clients, market integrity, effective competition or the Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct.</p> <ol style="list-style-type: none"> <li>1. Ineffective product governance could lead to poor customer outcomes, regulatory sanctions, financial loss and reputational damage.</li> <li>2. The Bank Group may be adversely affected if it fails to effectively mitigate the risk that third parties or its employees facilitate, or that its products and services are used to facilitate financial crime. Failure to comply may lead to enforcement action by the Bank Group's regulators together with severe penalties, affecting the Bank Group's reputation and financial results.</li> <li>3. Failure to protect personal data can lead to potential detriment to the Bank Group's customers and clients, reputational damage, regulatory sanctions and financial loss, which under the GDPR may be substantial.</li> <li>4. Failure to meet the requirements and expectations of the UK Senior Managers Regime, Certification Regime and Conduct Rules may lead to regulatory sanctions, both for the individuals and the Bank Group.</li> </ol> <p><b>Reputation risk:</b> A risk arising in one business area can have an adverse effect upon the Bank Group's overall reputation; any one transaction, investment or event that, in the perception of key stakeholders reduces their trust in the Bank Group's integrity and competence.</p> <p>The Bank Group's associations with sensitive topics and sectors have the potential to give rise to reputation risk for the Bank Group and may result in loss of business, regulatory censure and missed business opportunity.</p> <p>In addition, reputation risk has the potential to arise from operational issues or conduct matters which cause detriment to customers, clients, market integrity, effective competition or the Bank Group.</p> <p><b>Legal risk and legal, competition and regulatory matters:</b> Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and breaches of legislation and/or regulations may negatively affect the Bank Group's results, reputation and ability to conduct its business.</p> <p>The Bank Group conducts diverse activities in a highly regulated global market and therefore is exposed to the risk of fines and other sanctions. Authorities have continued to investigate past practices, pursued alleged breaches and imposed heavy penalties on financial services firms. A breach of applicable legislation and/or regulations could result in the Bank Group or its staff being subject to criminal prosecution, regulatory censure, fines and other sanctions in the jurisdictions in which it operates. Where clients, customers or other third parties are harmed by the Bank Group's conduct, this may also give rise to legal proceedings, including class actions. Other legal disputes may also arise between the Bank Group and third parties relating to matters such as breaches, enforcement of legal rights or obligations arising under contracts, statutes or common law. Adverse findings in any such matters may result in the Bank Group being liable to third parties or may result in the Bank Group's rights not being enforced as intended.</p>
D.3	<p><b>Key information on the key risks that are specific to the Securities</b></p>	<p><b>You may lose up to the entire value of your investment in the Securities:</b></p> <p><b>The payment of any amount due under the Securities is dependent upon the Issuer's ability to fulfil its obligations when they fall due. The Securities are unsecured obligations. They are not deposits and they are not protected under the UK's Financial Services Compensation Scheme or any other deposit protection insurance scheme. Therefore, even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, if the Issuer fails or is otherwise unable to meet its payment or delivery obligations under the Securities, you will lose some or all of your investment.</b></p>

		<p>You may also lose some or all of your entire investment if:</p> <ul style="list-style-type: none"> <li>• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law, a currency disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) and the amount paid to investors is less than the initial purchase price; or</li> <li>• the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced.</li> </ul> <p><b>Reinvestment risk/loss of yield:</b> Following an early redemption of the Securities for any reason, Holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p><b>Risks relating to Spread-Linked Interest:</b> The rate of interest payable on the Securities will be linked to the spread of Spread-Linked Rate One(t) over Spread-Linked Rate Two(t) on the date of determination. If on such date of determination Spread-Linked Rate Two(t) is equal to or greater than Spread-Linked Rate One(t), no interest will be payable on the Securities.</p>
D.6	<b>Risk warning that investors may lose value of entire investment or part of it</b>	The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.
<b>Section E – Offer</b>		
E.2b	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	Not applicable: the Securities have not been offered to the public.
E.3	<b>Description of the terms and conditions of the offer</b>	Not applicable: the Securities have not been offered to the public.
E.4	<b>Description of any interest material to the issue/offer, including</b>	Not Applicable: no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.

	<b>conflicting interests</b>	
<b>E.7</b>	<b>Estimated expenses charged to investor by issuer/offeror</b>	Not applicable: the Securities have not been offered to the public.