

**Supplement Number 1 dated 3rd August, 2011
to the Base Prospectus dated 22nd June, 2011**



BARCLAYS PLC
(incorporated with limited liability in England)

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

as Issuers

£60,000,000,000
Debt Issuance Programme

This base prospectus supplement (the "**Supplement**") is supplemental to, forms part of and must be read in conjunction with, the base prospectus dated 22nd June, 2011 (the "**Base Prospectus**") prepared by Barclays PLC and Barclays Bank PLC (the "**Issuers**") with respect to their Debt Issuance Programme (the "**Programme**"). This Supplement constitutes a supplementary prospectus in respect of the Base Prospectus for the Issuers for the purposes of Section 87G of the Financial Services and Markets Act 2000.

Terms defined in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement. The Supplement is supplemental to, and shall be read in conjunction with, the Base Prospectus and other supplements to the Base Prospectus issued by the Issuers.

This Supplement has been approved by the United Kingdom Financial Services Authority (the "**FSA**"), which is the United Kingdom competent authority for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") and relevant implementing measures in the United Kingdom, as a base prospectus supplement issued in compliance with the Prospectus Directive and relevant implementing measures in the United Kingdom.

This Supplement has been prepared in order to: (i) incorporate certain updates to the financial information incorporated by reference; and (ii) update appropriate references to the documents incorporated by reference.

IMPORTANT NOTICES

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

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

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

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

Investors should be aware of their rights under Section 87Q(4) of the Financial Services and Markets Act 2000.

The credit ratings set out on page 46 of the Interim Results Announcement (as defined below) have been issued by Standard & Poor's Credit Market Services Europe Limited, which is established in the European Union and has applied for registration under Regulation (EC) No. 1060/2009 of the European Parliament and of the Council of 16th September, 2009 on credit rating agencies, although as of the date of this Supplement, notification of the corresponding registration decision has not yet been provided by the relevant competent authority.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

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

By virtue of this Supplement the following amendments shall be deemed to be made to the Base Prospectus:

1. **To amend the section entitled "Information Incorporated by Reference" at pages 7 to 8 of the Base Prospectus by replacing paragraphs (c), (d) and (e) with the following new paragraphs (c), (d) and (e):**

"(c) the joint unaudited Interim Results Announcement of the Company and the Bank as filed with the SEC on Form 6-K on Film Number 111004484 on 2nd August, 2011 in respect of the six months ended 30th June, 2011 (the **"Interim Results Announcement"**);

(d) the capitalisation and indebtedness table of the Bank and its consolidated subsidiaries as at 30th June, 2011 as filed with the SEC on Form 6-K on Film Number 111004484 as Exhibit 99.3 on 2nd August, 2011 (the **"Bank's Capitalisation and Indebtedness Table"**);

(e) the capitalisation and indebtedness table of the Company and the Group as at 30th June, 2011 as filed with the SEC on Form 6-K on Film Number 111004484 as Exhibit 99.2 on 2nd August, 2011, (the **"Company's Capitalisation and Indebtedness Table"**); and"

2. **To amend the section entitled "General Information" at pages 99 to 101 of the Base Prospectus by replacing paragraph 11(ii) with the following new paragraph 11(ii):**

"(ii) the Joint Annual Report, the 2009 Bank Annual Report, the 2010 Bank Annual Report, the Interim Results Announcement, the Bank's Capitalisation and Indebtedness Table and the Company's Capitalisation and Indebtedness Table;"

3rd August, 2011