



BARCLAYS BANK PLC
(incorporated with limited liability in England)
as Issuer

£30,000,000,000
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 7th June, 2007 as supplemented by the base prospectus supplement dated 4th September, 2007 (together, the “**Base Prospectus**”) prepared by Barclays Bank PLC (the “**Issuer**”) with respect to its £30,000,000,000 Debt Issuance Programme (the “**Programme**”). This Supplement constitutes a supplementary prospectus in respect of the Base Prospectus for the Issuer 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 Issuer.

The Issuer 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.

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

The purpose of this Supplement is to amend the section headed “Recent developments, competition and regulatory matters” in the Base Prospectus by the inclusion of the following additional paragraph at the end of the section on page 70 of the Base Prospectus:

“On 5th October, 2007, Barclays announced that as at 4th October, 2007 not all of the conditions relating to the Offer for ABN AMRO were fulfilled and as a result Barclays was withdrawing its Offer with immediate effect.”

10th October, 2007