

# Final Terms



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## BARCLAYS BANK PLC

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

## BARCLAYS CAPITAL (CAYMAN) LIMITED

*(Incorporated with limited liability in the Cayman Islands)*

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### GLOBAL STRUCTURED SECURITIES PROGRAMME

for the issue of Securities

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#### BARCLAYS BANK PLC

ZAR 200,000,000 Floating Rate Credit Linked Notes due June 2018 (the "Notes")

Series GSN41191

under the ZAR 5,000,000,000 Global Structured Securities Programme

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Issue Price: 100 per cent. of par

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This document constitutes the final terms of the Notes (the "Final Terms") described herein for the purposes of Article 5.4 of Directive 2003/71/EC (the "Prospectus Directive") and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "Bank") and Barclays Capital (Cayman) Limited ("BCCL") and is supplemental to and should be read in conjunction with the Base Prospectus dated 14 June 2012, as supplemented and amended from time to time, which constitutes a base prospectus (the "Base Prospectus") for the purpose of the Prospectus Directive and the JSE Placement Document for the Issuance of South African Notes, as supplemented and amended from time to time, dated 27 March 2012 (the "JSE Placement Document"). Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms, the Base Prospectus and the JSE Placement Document. The Base Prospectus is available for viewing 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 the JSE Placement Document and not defined in this document shall bear the same meanings when used herein.

The Issuer accepts full responsibility for the information contained in the JSE Placement Document, including the directors' report and annual financial statements of the Issuer (incorporated herein by reference) and any amendments thereto or any supplements from time to time, except as otherwise stated therein. The Issuer accepts responsibility for the information contained in these Final Terms. To the best of its knowledge and belief (having taken all reasonable care to ensure that such is the case), the information contained in these Final Terms is in accordance with the facts and does not contain anything likely to affect the import of such information.

The Johannesburg Stock Exchange takes no responsibility for the contents of the JSE Placement Document, any Final Terms, or the annual financial statements of the Issuer (as amended or restated from time to time), it makes no representation as to the accuracy or completeness of any of the foregoing documents and expressly disclaims any liability for any loss arising from or in reliance upon the whole or any part of this JSE Placement Document, the Final Terms, or the annual financial statements of the Issuer (as amended or restated from time to

time).

Investors should refer to the sections headed "Risk Factors" in the Base Prospectus for a discussion of certain matters that should be considered when making a decision to invest in the Securities.

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## **Barclays**

Final Terms dated 12 June 2013

The distribution of this document and the offer of the Securities in certain jurisdictions may be restricted by law. Persons into whose possession these Final Terms come are required by the Bank to inform themselves about and to observe any such restrictions. Details of selling restrictions for various jurisdictions are set out in “Purchase and Sale” in the Base Prospectus and in “Subscription and Sale” the JSE Placement Document. In particular, the Securities have not been, and will not be, registered under the US Securities Act of 1933, as amended, and are subject to US tax law requirements. Trading in the Securities has not been approved by the US Commodity Futures Trading Commission under the US Commodity Exchange Act of 1936, as amended. Subject to certain exceptions, the Securities may not at any time be offered, sold or delivered in the United States or to US persons, nor may any US persons at any time trade or maintain a position in such Securities.

**Part A**  
**Terms and Conditions of the Securities**

The Securities shall have the following terms and conditions, which shall complete, modify and/or amend the Base Conditions and/or the JSE Placement Document and/or any applicable Relevant Annex(es) set out in the Base Prospectus dated 14 June 2012.

Issuer:	Barclays Bank PLC
Guarantor:	N/A
Managers:	Barclays Bank PLC
Determination Agent:	Barclays Bank PLC
Issue and Paying Agent:	ABSA Bank Limited
Stabilising Manager:	N/A
Registrar:	N/A
Italian Securities Agent:	N/A
CREST Agent:	N/A
Paying Agents:	N/A
Transfer Agent:	N/A
Exchange Agent:	N/A
Additional Agents:	N/A

THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE US SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"). SUBJECT TO CERTAIN EXCEPTIONS, THE SECURITIES MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, US PERSONS (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT ("REGULATION S")). THESE FINAL TERMS HAVE BEEN PREPARED BY THE ISSUER FOR USE IN CONNECTION WITH THE OFFER AND SALE OF THE SECURITIES OUTSIDE THE UNITED STATES TO NON-US PERSONS IN RELIANCE ON REGULATION S AND FOR LISTING OF THE SECURITIES ON THE RELEVANT STOCK EXCHANGE, IF ANY, AS STATED HEREIN. FOR A DESCRIPTION OF THESE AND CERTAIN FURTHER RESTRICTIONS ON OFFERS AND SALES OF THE SECURITIES AND DISTRIBUTION OF THESE FINAL TERMS, THE BASE PROSPECTUS, THE SUPPLEMENTAL PROSPECTUSES AND THE JSE PLACEMENT DOCUMENT, SEE "PURCHASE AND SALE" IN THE BASE PROSPECTUS AND "SUBSCRIPTION AND SALE" IN THE JSE PLACEMENT DOCUMENT.

EACH PURCHASER OF REGISTERED SECURITIES WILL BE DEEMED, BY ITS ACCEPTANCE OF PURCHASE OF ANY SUCH REGISTERED SECURITIES, TO HAVE MADE CERTAIN REPRESENTATIONS AND AGREEMENTS INTENDED TO RESTRICT THE RESALE OR OTHER TRANSFER OF SUCH REGISTERED SECURITIES AS SET OUT IN "CLEARANCE, SETTLEMENT AND TRANSFER RESTRICTIONS - TRANSFER RESTRICTIONS FOR REGISTERED SECURITIES" IN THE BASE PROSPECTUS.

THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE US SECURITIES AND EXCHANGE COMMISSION, ANY STATE SECURITIES COMMISSION IN THE UNITED STATES OR

ANY OTHER US REGULATORY AUTHORITY, AND NONE OF THE FOREGOING AUTHORITIES HAS PASSED UPON OR ENDORSED THE MERITS OF THE OFFERING OF SECURITIES OR THE ACCURACY OR THE ADEQUACY OF THESE FINAL TERMS OR THE BASE PROSPECTUS OR THE SUPPLEMENTAL PROSPECTUSES OR THE JSE PLACEMENT DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

1	(i) Series:	GSN41191
	(ii) Tranche:	1
2	Currency:	South African Rand (“ZAR”)
3	Notes:	Applicable
	(i) Aggregate Nominal Amount as at the Issue Date:	ZAR 200,000,000
	(ii) Specified Denomination:	ZAR 10,000,000
	(iii) Minimum Tradable Amount:	N/A
	(iv) Calculation Amount as at the Issue Date:	Specified Denomination For the purposes hereof, all references in the Conditions to “Calculation Amount per Security” shall be construed as references to “Calculation Amount” as defined in these Final Terms.
	(iv) Provisions relating to redenomination:	N/A
4	Certificates:	N/A
5	Form:	
	(i) Global/Definitive/Uncertificated and dematerialised:	Registered Securities: Uncertificated and dematerialised upon issue.
	(ii) NGN Form:	N/A
	(iii) Held under the NSS:	N/A
	(iv) CGN Form:	N/A
	(v) CDIs:	N/A
6	Method of distribution:	Private placement
7	Trade Date:	23 May 2013
8	Issue Date:	12 June 2013
9	Redemption Date:	12 June 2018 (the “Scheduled Redemption Date”) provided that if an Extension Notice is effective and no Relevant Event Determination Date occurs on or prior to the Securities Extension Date, the date falling five Business Days after the Securities Extension Date

		or, if an Extension Notice is effective and a Relevant Event Determination Date occurs on or prior to the Securities Extension Date, the Credit Event Redemption Date.
10	Issue Price:	100 per cent. of the Aggregate Nominal Amount
11	Relevant Stock Exchange:	Johannesburg Stock Exchange
12	The following Relevant Annex(es) shall apply to the Securities ( <i>specify each applicable Relevant Annex</i> ):	Credit Linked Annex
13	Interest:	Applicable
14	Interest Amount:	As per Conditions 4 and 24 of the Base Conditions
15	Interest Rate:	
	(i) Fixed Rate:	N/A
	(ii) Floating Rate:	ISDA Determination
	(iii) Variable Rate:	N/A
	(iv) Zero Coupon:	N/A
	(v) Bond Linked Securities – Fixed Coupon:	N/A
	(vi) Bond Linked Securities – Pass Through Interest:	N/A
16	Screen Rate Determination:	N/A
17	ISDA Determination:	Applicable
	(i) Floating Rate Option:	ZAR-JIBAR-SAFEX
	(ii) Designated Maturity:	3 Months
	(iii) Reset Date:	The first day of each Interest Calculation Period
18	Margin:	Plus 1.13 per cent.
19	Minimum/Maximum Interest Rate:	N/A
20	Interest Commencement Date:	Issue Date
21	Interest Determination Date:	N/A
22	Interest Calculation Periods:	As defined in Condition 24 of the Base Conditions
	(i) Interest Period End Dates:	Each Interest Payment Date, without any adjustment in accordance with the Business Day Convention
	(ii) Interest calculation method for	N/A

short or long Interest Calculation  
Periods:

23	Interest Payment Dates:	12 March, 12 June, 12 September and 12 December in each year, from and including 12 September 2013, to and including the Redemption Date, subject to adjustment in accordance with the Business Day Convention.
24	Last Day to Register:	1 March, 1 June, 1 September and 1 December in each year from and including 1 September 2013, to and including 1 June 2018, subject to adjustment in accordance with the Business Day Convention.
25	Day Count Fraction:	Actual/365 (Fixed)
26	Fallback provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest, if different from those set out in the Base Conditions:	Following the occurrence of a Relevant Event Determination Date, the Securities will cease to accrue interest as of the earlier to occur of the Interest Payment Date occurring on or immediately preceding the Relevant Event Determination Date or, if no Interest Payment Date has occurred, the Issue Date
27	Settlement Method:	For the purposes of Condition 5.1 of the Base Conditions:  Cash Settlement, provided that no Event Determination Date occurs prior to the later of the Scheduled Redemption Date and the Securities Extension Date.  Otherwise please refer to the section on “Terms relating to settlement following a Credit Event” in paragraph 40
28	Settlement Currency:	ZAR
29	Settlement Number:	As defined in Condition 24 of the Base Conditions
30	Terms relating to Cash Settled Securities:	
	(i) Final Cash Settlement Amount:	100 per cent per Calculation Amount, on the later of the Scheduled Redemption Date and the date falling five Business Days after the Securities Extension Date (where applicable).
	(ii) Early Cash Settlement Amount:	As defined in Condition 24 of the Base Conditions
	(iii) Early Cash Redemption Date:	As defined in Condition 24 of the Base Conditions

31	Terms relating to Physically Delivered Securities:	N/A
32	Nominal Call Event:	N/A
33	Call Option:	N/A
34	Put Option:	N/A
35	Specified Early Redemption Event:	N/A
36	Maximum and Minimum Redemption Requirements:	N/A
37	Additional Disruption Events in addition to those specified in Condition 24 of the Base Conditions and any applicable Relevant Annex:	N/A
38	Share Linked Securities:	N/A
39	Index Linked Securities ( <i>Equity indices only</i> ):	N/A
40	Inflation Linked Securities:	N/A
41	FX Linked Securities:	N/A
42	Credit Linked Securities:	Applicable
	(i) Type of Credit Linked Security:	Single Name CLS
	(ii) Determination Agent City:	As set out in the Credit Linked Conditions
	(iii) Credit Event Accrued Interest:	N/A
	(iv) Extension Interest:	N/A
	<i>Credit Provisions</i>	
	(v) Reference Entity (together with the related Reference Obligation(s), Obligation(s) and/or Deliverable Obligation(s) thereof, as applicable, each a "Reference Asset"):	Republic of South Africa and any Successors.
	(vi) Specified Reference Obligation:	
	(a) The obligations identified as follows:	
	Primary Obligor:	Republic of South Africa
	Guarantor:	N/A
	Maturity:	9 March 2020
	Coupon:	5.5 per cent. fixed



CUSIP/ISIN:	US836205AN45
	and any Substitute Reference Obligation in respect thereof
Deliverable Obligations:	As set out in respect of the applicable Transaction Type in the Annex
Deliverable Obligation Category:	As set out in respect of the applicable Transaction Type in the Annex
Deliverable Obligation Characteristics:	As set out in respect of the applicable Transaction Type in the Annex
Excluded Deliverable Obligations:	None
(vii) Reference CDS:	N/A
(viii) All Guarantees:	As set out in respect of the applicable Transaction Type in the Annex
<i>Terms relating to Credit Events</i>	
(ix) Credit Events:	As set out in respect of the applicable Transaction Type in the Annex
(x) For Nth-to-Default Securities only, specify N:	N/A
(xi) Default Requirement:	As defined in the Credit Linked Conditions
(xii) Payment Requirement:	As defined in the Credit Linked Conditions
(xiii) Conditions to Settlement:	As set out in respect of the applicable Transaction Type in the Annex
(xiv) Obligation(s):	
Obligation Category:	As set out in respect of the applicable Transaction Type in the Annex
Obligation Characteristics:	As set out in respect of the applicable Transaction Type in the Annex
(xv) Additional Obligation(s):	N/A
(xvi) Excluded Obligation(s):	None
<i>Terms relating to settlement following a Credit Event</i>	
(xvii) CLS Settlement Method:	Auction Settlement
(xviii) Fallback CLS Settlement Method:	Cash Settlement
(xix) Issuer CLS Settlement Option:	N/A
(xx) Terms relating to Cash Settlement:	Applicable where the Fallback CLS Settlement Method applies

	(a) Credit Event Redemption Amount:	In respect of each Calculation Amount, (a) CLS Cash Settlement Amount; minus (b) such Security's pro rata share of Settlement Expenses and Swap Costs
	(b) Credit Event Redemption Date:	5 Business Days following calculation of the Final Price Where "Final Price" means the Auction Final Price, unless the Fallback CLS Settlement Method is applicable.
	(c) CLS Valuation Date:	Single CLS Valuation Date
	(d) CLS Valuation Time:	As specified in the Credit Linked Conditions
	(e) Quotation Method:	Bid
	(f) Quotation Amount:	As specified in the Credit Linked Conditions
	(g) Minimum Quotation Amount:	As specified in the Credit Linked Conditions
	(h) Valuation Method:	Highest
	(xxi) Terms relating to Physical Settlement:	N/A
	(xxii) Valuation Date:	N/A
	(xxiii) Valuation Time:	N/A
	(xxiv) 60 Business Day Cap on Settlement:	N/A
43	Commodity Linked Securities:	N/A
44	(a) Barclays Commodity Index Linked Securities ( <i>Section 2 of the Barclays Index Annex</i> ):	N/A
	(b) Barclays Equity Index Securities ( <i>Section 3 of the Barclays Index Annex</i> ):	N/A
	(c) Barclays FX Index Linked Securities ( <i>Section 4 of the Barclays Index Annex</i> ):	N/A
	(d) Barclays Interest Rate Index Linked Securities ( <i>Section 5 of the Barclays Index Annex</i> ):	N/A
	(e) Barclays Emerging Market Index Linked Securities ( <i>Section 6 of the Barclays Index Annex</i> ):	N/A
45	Bond Linked Securities:	N/A
46	Fund Linked Securities:	N/A

47	Settlement in respect of VP Notes, APK Registered Securities, Dutch Securities, Swedish Registered Securities, VPS Registered Securities or Spanish Securities:	N/A
48	Additional provisions relating to Taxes and Settlement Expenses:	N/A
49	Business Day:	As defined in Condition 24 of the Base Conditions
50	Additional Business Centre(s):	New York
51	Non-US Selling Restrictions:	As described in the Base Prospectus and the JSE Placement Document
52	Applicable TEFRA exemption:	N/A
53	Business Day Convention:	Following (which shall apply to any date referred to in these Final Terms that falls on a day that is not a Business Day)
54	Relevant Clearing System:	Strate Limited (registration number 1998/022242/06) licensed as a central securities depository under the terms of section 32 of the South African Securities Services Act
55	If syndicated, names and addresses of Managers and underwriting commitments:	N/A
56	(a) Details relating to Partly Paid Securities:	N/A
	(b) Details relating to Instalment Notes:	N/A
57	Relevant securities codes:	ISIN: ZAG000106360 Common Code: BAR001
58	Modifications to the Master Subscription Agreement and/or Agency Agreement:	The Securities are issued pursuant to an agency agreement entered into between the Issuer, the South African Paying Agent and the South African Transfer Agent dated on or around 21 March 2012.
59	Additional Conditions and/or modification to the Conditions of the Securities:	For the avoidance or doubt the Additional South African Note Conditions as set out in the JSE Placement Document will apply to these Securities

Books Closed Period

During the periods specified in the table below no

adjustments to the South African Register or requests to transfer Securities will be accepted.

<b>From and Including</b>	<b>To and Including</b>
2 September 2013	The Interest Payment Date Scheduled to fall on 12 September 2013
2 December 2013	The Interest Payment Date Scheduled to fall on 12 December 2013
2 March 2014	The Interest Payment Date Scheduled to fall on 12 March 2014
2 June 2014	The Interest Payment Date Scheduled to fall on 12 June 2014
2 September 2014	The Interest Payment Date Scheduled to fall on 12 September 2014
2 December 2014	The Interest Payment Date Scheduled to fall on 12 December 2014
2 March 2015	The Interest Payment Date Scheduled to fall on 12 March 2015
2 June 2015	The Interest Payment Date Scheduled to fall on 12 June 2015
2 September 2015	The Interest Payment Date Scheduled to fall on 12 September 2015
2 December 2015	The Interest Payment Date Scheduled to fall on 12 December 2015
2 March 2016	The Interest Payment Date Scheduled to fall on 12 March 2016
2 June 2016	The Interest Payment Date Scheduled to fall

	on 12 June 2016
2 September 2016	The Interest Payment Date Scheduled to fall on 12 September 2016
2 December 2016	The Interest Payment Date Scheduled to fall on 12 December 2016
2 March 2017	The Interest Payment Date Scheduled to fall on 12 March 2017
2 June 2017	The Interest Payment Date Scheduled to fall on 12 June 2017
2 September 2017	The Interest Payment Date Scheduled to fall on 12 September 2017
2 December 2017	The Interest Payment Date Scheduled to fall on 12 December 2017
2 March 2018	The Interest Payment Date Scheduled to fall on 12 March 2018
2 June 2018	Redemption Date

**Part B**  
**Other Information**

**1 Listing and Admission to Trading**

- |       |   |  |
|-------|---|--|
| (i)   | Listing:  | Johannesburg Stock Exchange  |
| (ii)  | Admission to trading:                                       | Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Interest Rate Market of the Johannesburg Stock Exchange on or around the Issue Date. |
| (iii) | Estimate of total expenses related to admission to trading: | N/A  |

**2 Ratings**

Ratings: The Securities have not been individually rated.

**3 Notification**

N/A

**4 Interests of Natural and Legal Persons involved in the Issue**

Save as discussed in "Purchase and Sale", so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

**5 Reasons for the Offer, Estimated Net Proceeds and Total Expenses**

- |       |                           |                 |
|-------|---------------------------|-----------------|
| (i)   | Reasons for the offer:    | General funding |
| (ii)  | Estimated net proceeds:   | N/A             |
| (iii) | Estimated total expenses: | N/A             |

**6 Fixed Rate Securities Only – Yield**

N/A

**7 Floating Rate Securities Only – Historic Interest Rates**

N/A

**8 Performance of Reference Asset(s) or Other Variable, Explanation of Effect on Value of Investment and Associated Risks and Other Information Concerning the Reference Asset(s) and/or Other Underlying**

N/A

**9 Performance of Rates of Exchange and Explanation of Effect on Value of Investment**

N/A

**10 Operational Information**

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> (together with their addresses) and the relevant identification number(s):	Strate Limited (registration number 1998/022242/06) licensed as a central securities depository under the terms of section 32 of the South African Securities Services Act
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Delivery:	Delivery free of payment
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Names and addresses of additional Paying Agents(s) (if any):	N/A
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Intended to be held in a manner which would allow Eurosystem eligibility:	No
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**11 Offer Information**

No commission or distribution fee has been paid to a third party.

ANNEX

Transaction Type	EMERGING EUROPEAN & MIDDLE EASTERN SOVEREIGN
All Guarantees:	Applicable
Conditions to Settlement:	Credit Event Redemption Notice Notice of Publicly Available Information Notice of Physical Settlement
Credit Events:	Failure to Pay  Grace Period Extension: Applicable  Payment Requirement: USD 1,000,000 or its equivalent in the relevant Obligation Currency as of the occurrence of the relevant Failure to Pay or potential Failure to Pay  Repudiation/Moratorium Obligation Acceleration Restructuring Multiple Holder Obligation: Not Applicable  Default Requirement: USD 10,000,000 or its equivalent in the relevant Obligation Currency as of the occurrence of the relevant Credit Event
Obligation Category:	Bond
Obligation Characteristics:	Not Subordinated Not Domestic Currency Not Domestic Law Not Domestic Issuance
Physical Settlement Period:	As per the Base Prospectus capped at 30 Business Days
Deliverable Obligation Category:	Bond



<b>Deliverable Obligation Characteristics:</b>	Not Subordinated Specified Currency: Standard Specified Currencies Not Domestic Law Not Contingent Not Bearer Not Domestic Issuance Transferable
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Signed at \_\_\_\_\_

on \_\_\_\_\_

For and on behalf of **BARCLAYS BANK PLC**  
 represented by:

\_\_\_\_\_  
 who warrants his/her authority hereto

\_\_\_\_\_  
 who warrants his/her authority hereto