FINAL TERMS

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

GBP 1,500,000 Warrant Linked Securities due August 2020 pursuant to the Global Structured Securities Programme (the “Tranche 1 Securities”)

Issue Price: 100 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 5 dated 10 June 2014, which constitutes a base prospectus (the “Base Prospectus”) for the purpose 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. Words and expressions defined in the Base Prospectus and not defined in this document shall bear the same meanings when used herein.

The Base Prospectus, and any supplements thereto, are available for viewing at http://irreports.barclays.com/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.

Barclays

Final Terms dated 27 June 2014
### Part A – CONTRACTUAL TERMS

1. **a. Series number:** NX000152794  
   **b. Tranche number:** 1

2. **Currency:** GBP

3. **Securities:**
   a. **Aggregate Nominal Amount as at the Issue Date:**
      (i) **Tranche:** GBP 1,500,000  
      (ii) **Series:** GBP 1,500,000
   b. **Specified Denomination:** GBP 1.00  
   c. **Minimum Tradable Amount:** Not Applicable  
   d. **Calculation Amount:** Specified Denomination

4. **Issue Price:** 100 per cent. of par

5. **Issue Date:** 27 June 2014

6. **Scheduled Redemption Date:** 7 August 2020

7. **Warrant linked Securities:**
   (i) **Underlying Warrant(s) and Underlying Warrant Reference Asset(s):** A Warrant (an "Underlying Warrant") linked to the FTSE 100 Index (the "Underlying Warrant Reference Asset") issued by Barclays Bank PLC (ISIN: GB00B8MN629; Series Number: NX000152795)
   (ii) **Final Valuation Date:** 31 July 2020, subject as in General Condition 5 (c) (Final Redemption – Relevant Defined Terms)  
   (iii) **Valuation Time:** As specified in General Condition 5 (c) (Final Redemption – Relevant Defined Terms)

8. **Form of Securities:**
   - Bearer Securities
   - Permanent Global Security
   - NGN Form: Applicable
   - CGN Form: Not Applicable
   - CDIs: Applicable

9. **Trade Date:** 20 June 2014

10. **Early Redemption Notice Period Number:** As specified in General Condition 22.1 (Definitions)
11. Additional Business Centre(s): Not Applicable
12. Determination Agent: Barclays Bank PLC
13. Common Safekeeper: Clearstream
14. a. Names of Managers: Barclays Bank PLC
    b. Date of underwriting agreement: 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 on or around the Issue Date.

2. **RATINGS**
   Ratings: The Securities have not been individually rated.

3. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER**
   Save for any trading and market-making activities of the Issuer and/or its affiliates in the Underlying Warrant, the hedging activities of the Issuer and/or its affiliates and the fact that the Issuer is the Determination Agent in respect of the Securities and the determination agent in respect of the Underlying Warrant and the determination agent in respect of the Underlying Warrant, so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

4. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
   (i) Reasons for the offer: Making profit and/or hedging purposes
   (ii) Estimated net proceeds: Not Applicable
   (iii) Estimated total expenses: Not Applicable

5. **PERFORMANCE OF THE UNDERLYING WARRANTS AND OTHER INFORMATION CONCERNING THE UNDERLYING WARRANTS**
   The value of the Securities will depend upon the performance of the Underlying Warrant which is:
   A Warrant linked to the FTSE 100 Index issued by Barclays Bank PLC (ISIN: GB00B8MN629; Series Number: NX000152795)
   The Warrant Value in respect of the Underlying Warrant will be published on each Business Day on GB00B8MN629=RIC.
   Details of the past performance and volatility of the Underlying Warrant Reference Asset may be obtained from Reuters page .FTSE. The terms and conditions of the Underlying Warrant are available on [http://group.barclays.com/prospectuses-and-documentation/structured-securities/final-terms](http://group.barclays.com/prospectuses-and-documentation/structured-securities/final-terms)
   Index Disclaimer: FTSE® 100 Index

6. **OPERATIONAL INFORMATION**
   (i) ISIN Code: XS1056886440
   (ii) Common Code: 105688644
   (iii) Name(s) and address(es) of any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme

Index Disclaimer: FTSE® 100 Index
and the relevant identification number(s):

(iv) Delivery: Delivery free of payment.

7. TERMS AND CONDITIONS OF THE OFFER
Authorised Offer(s)

(i) Public Offer: An offer of the Notes may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (ii) immediately below) other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction(s) (specified in (iii) immediately below) during the Offer Period (specified in (iv) immediately below) subject to the conditions set forth in the Base Prospectus and in (v) immediately below:

(ii) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place (together the "Authorised Offeror(s)"): Each financial intermediary specified in (a) and (b) below:

(a) **Specific consent**: Not Applicable; and

(b) **General consent**: Not Applicable

(iii) Jurisdiction where the offer make take place (together, the "Public Offer Jurisdiction"): The United Kingdom

(iv) Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s): From and including 27 June 2014 to but excluding 31 July 2014 (the "Offer Period")

(v) Other conditions for use of the Base Prospectus by the Authorised Offeror(s): Not Applicable

Other terms and conditions of the offer

(i) Offer Price: The Issue Price

(ii) Total amount of offer: Aggregate Nominal Amount

(iii) Conditions to which the offer is subject: The Issuer reserves the right to withdraw the offer for Securities at any time on or prior to the end of the Offer Period.

Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror’s usual procedures.

Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in
(v) Description of the application process:

An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the Offer Period.

Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror’s usual procedures, notified to investors by the Authorised Offeror.

The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.

(vi) Details of the minimum and/or maximum amount of application:

Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.

(vii) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:

Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.

(viii) Details of method and time limits for paying up and delivering the Securities:

Not Applicable

(ix) Manner in and date on which results of the offer are to be made public:

Not Applicable

(x) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:

Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of such investor’s application.

(xi) Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:

No dealings in the Securities may take place prior to the Issue Date. Apart from the Offer Price, the Issuer is not aware of any expenses and taxes specifically charged to the subscriber or purchaser.

(xii) Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

Prior to making any investment decision, investors should seek
(xiii) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

independent professional advice as they deem necessary.

Not Applicable
## SUMMARY

Summaries are made up of disclosure requirements known as 'elements'. These elements are numbered in sections A – E (A.1 – E.7).

This summary (the "Summary") contains all the elements required to be included in a summary for these types of securities and issuer. Because some elements are not required to be addressed, there may be gaps in the numbering sequence of the elements.

Even though an element may be required to be inserted in the Summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the element. In this case a short description of the element is included in the Summary after the words 'not applicable'.

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<th>Section A – Introduction and warnings</th>
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<tbody>
<tr>
<td><strong>A.1</strong> Introduction and warnings</td>
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<p>| <strong>A.2</strong> Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities, indication of offer period and conditions to consent for subsequent resale or final placement, and warning | The Issuer may provide its consent to the use of the Base Prospectus and Final Terms for subsequent resale or final placement of Securities by financial intermediaries, provided that the subsequent resale or final placement of Securities by such financial intermediaries is made during the offer period specified in the Final Terms. Such consent may be subject to conditions which are relevant for the use of the Base Prospectus. The Issuer consents to the use of the Base Prospectus and these Final Terms with respect to the subsequent resale or final placement of Securities (a &quot;Public Offer&quot;) which satisfies all of the following conditions: (a) the Public Offer is only made in the United Kingdom; (b) the Public Offer is only made during the period from and including 27 June 2014, to but excluding, 31 July 2014 (the &quot;Offer Period&quot;); and (c) the Public Offer is only made by any financial intermediary which is (i) authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC) and (ii) has published on its website that it is using the Base Prospectus in accordance with the Issuer’s consent and the conditions attached thereto (an &quot;Authorised Offeror&quot;) Information on the terms and conditions of an offer by any Authorised Offeror is to be provided at the time of that offer by the Authorised Offeror. |</p>
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<td><strong>B.2</strong> Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of Issuer</td>
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<td><strong>B.4b</strong> Known trends affecting the Issuer and industries in which the Issuer operates</td>
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<td><strong>B.13</strong></td>
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</table>
### Limited). The combination completed on 31 July 2013 and, on completion, the Issuer's stake in Absa increased from 55.5 per cent. to 62.3 per cent.

<table>
<thead>
<tr>
<th>B.14 Dependency of the Issuer on other entities within the group</th>
<th>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.</th>
</tr>
</thead>
<tbody>
<tr>
<td>B.15 Description of the Issuer's principal activities</td>
<td>The Bank Group is a major global financial services provider engaged in retail and commercial banking, credit cards, investment banking, wealth management and investment management services with an extensive international presence in Europe, the United States, Africa and Asia.</td>
</tr>
<tr>
<td>B.16 Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</td>
<td>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.</td>
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### Section C - Securities

| C.1 Type and class of securities being offered and/or admitted to trading, and security identification | Securities described in this Summary (the "Securities") are derivative securities and are issued as notes. The Securities will not bear interest.  

If the Securities have not redeemed early they will redeem on the scheduled redemption date and the amount paid will be a redemption amount that is linked to the change in value of one or more specified warrants which may fluctuate up or down depending on the performance of the reference asset(s) to which they are linked.  

Securities will be cleared through a clearing system and may be held in bearer form. Certain 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.  

Securities will be issued in one or more series (each a "Series") and each Series may be issued in tranches (each a "Tranche") 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.  

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 as completed by the final terms document (the "Final Terms").  

**Form:** The Securities will initially be issued in global bearer form and may be exchanged for definitive securities if the clearing system ceases |
| C.2 | Currency | Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. The Securities will be denominated in pounds sterling ("GBP"). |
| C.5 | Description of restrictions on free transferability of the Securities | Securities are offered and sold outside the United States to non-US persons in reliance on 'Regulation S' and must comply with transfer restrictions with respect to the United States. Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system. Subject to the above, the Securities will be freely transferable. |
| C.8 | Description of rights attached to the Securities and limitations of those rights; ranking of the Securities | **Rights:** Each Security includes a right to a potential return and an amount payable on redemption, together with certain ancillary rights such as the right to receive notice of certain determinations and events and to vote on proposed amendments to the terms of the Securities.  
**Taxation:** 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.  
**Events of default:** If the Issuer fails to make any payment due under the Securities or breaches any other provision of the Securities (and, in each case, such failure is not remedied within 30 days) or the Issuer is subject to a winding-up order (other than in connection with a scheme of reconstruction, merger or amalgamation), the Securities will become immediately due and payable, upon notice being given by the holder.  
**Limitations to rights:** 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(s). 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 holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority. Further, 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 |
| C.11 | Listing and admission to trading | Securities may be listed and admitted to trading on a regulated market in the United Kingdom. Application is expected to be made by the Issuer to list the Securities on the official list of the UK Listing Authority and admit the Securities to trading on the regulated market of the London Stock Exchange with effect from 27 June 2014. |
| C.15 | Description of how the value of the investment is affected by the value of the underlying instrument | The return on, and value of, the Securities will be linked to changes in the value of the FTSE 100 Index Warrants issued by Barclays Bank PLC (ISIN: GB00B8MN629, Series Number: NX000152795, the "Underlying Warrant", the value of which is dependent on the performance of the FTSE 100 Index the ("Underlying Warrant Reference Asset").

**Interest**
The Securities will not bear interest.

**Final Redemption**
The Securities are scheduled to redeem on 7 August 2020 by payment by the Issuer of an amount in GBP for each GBP 1.00 in nominal amount of the Securities equal to an amount determined by the Determination Agent in good faith and in a commercially reasonable manner as GBP 1.00 multiplied by an amount equal to the value of the Underlying Warrant on 31 July 2020, being the final valuation date, divided by the value of the Underlying Warrant on 27 June 2014, being the initial valuation date, the final valuation date being subject to certain delay provisions if any relevant date for valuation is delayed in accordance with the terms of the Underlying Warrant.

The greater the value of the Underlying Warrant on the final valuation date (as compared to the value of the Underlying Warrant on the initial valuation date), the greater the redemption amount payable on the Securities. If the value of the Underlying Warrant on the final valuation date is below the value of the Underlying Warrant on the initial valuation date the final redemption amount will be less than the amount invested and could be as low as zero.

**Early Redemption**
Securities may at the option of the Issuer (in the case of (i) or (ii)) or shall (in the case of (iii)) be redeemed earlier than the scheduled redemption date (i) if performance becomes unlawful or physically impracticable, (ii) following the occurrence of a change in applicable law, a currency disruption event, an extraordinary market disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) or (iii) following the occurrence of (a) the cancellation or termination of the Underlying Warrant (other than by scheduled exercise or automatic exercise pursuant to its terms) or (b) a specified early cancellation event in respect thereof.

In each case, the amount due in respect of the Calculation Amount for each Security will be an amount determined by the Determination Agent in good faith and in a commercially reasonable manner on the same basis as that which would have determined the amount due on final redemption except that the final value in respect of any Underlying Warrant shall be its value as of the day on which the disruptcy or termination event, event of default, unlawfulness or physical impracticability, as the case may be, occurs.

The value of the Underlying Warrant will be published on each Business
| C.16 | Expiration or maturity date of the securities | The Securities are scheduled to redeem on the scheduled redemption date. Such scheduled redemption date may be delayed if the determination of any value used to calculate an amount payable under the Securities is delayed (including where the valuation of any Underlying Warrant is delayed in accordance with its terms). The scheduled redemption date of the Securities will be 7 August 2020. |
| C.17 | Settlement procedure | Securities will be delivered on the specified issue date either against payment of the issue price or free of payment of the issue price of the Securities. Securities may be cleared and settled through Euroclear, Clearstream or CREST. Securities will be delivered on 27 June 2014 (the "Issue Date") free of payment of the issue price of the Securities. The Securities are cleared and settled through Euroclear/Clearstream. Interests in the Securities will be constituted though the issuance of CDIs, issued, held, settled and transferred through CREST, representing interests in the Securities underlying the CDIs. CDIs are independent securities under English law and will be issued by Barclays Bank PLC. Holders of CDIs will not be entitled to deal in the Securities directly and all dealings in the Securities must be effected through CREST in relation to the holding of CDIs. |
| C.18 | Description of how the return on derivative Securities takes place | The value of and return (if any) on the Securities will be linked to changes in the value of the Underlying Warrant, the value of which is dependent on the performance of the Underlying Warrant Reference Assets. |
| C.19 | Final reference price of underlying | The amount payable in respect of the Securities will be calculated using the value of the Underlying Warrant on 27 June 2014 (the initial valuation date) and the value of the Underlying Warrant on 31 July 2020 (the final valuation date). The value of the Underlying Warrant on the final valuation date will be determined by the Determination Agent taking into account the applicable cash or physical settlement amount (as applicable) due on exercise of such Underlying Warrant. |
| C.20 | Type of underlying | Securities issued under the Base Prospectus will be derivative securities, reflecting the fact that the repayment of the Securities will be linked to one or more underlying warrants, the value of which may fluctuate up or down depending on the performance of one or more specified reference assets. Amounts payable on redemption of the Securities will be determined by reference to the Underlying Warrant (ISIN: GB00B8MNM629). Information on http://group.barclays.com/prospectuses-and-documentation/structured-securities/final-terms. |

**Section D – Risks**

| D.2 | Key information on the key | Credit risk: The Issuer is exposed to the risk of suffering loss if any of its customers, clients or market counterparties fails to fulfil its contractual obligations. The Issuer may also suffer loss where the downgrading of an |
| D.6 | Key information on the key risks that are specific to the Securities including a risk warning that investors may lose |
| risks that are specific to the issuer | You may lose up to the entire value of your investment if the Issuer fails or is otherwise unable to meet its payment obligations. You may also lose the value of your investment if:  
• the Underlying Warrant(s) (or the Underlying Warrant Reference Asset(s) and in turn the Underlying Warrant(s)) perform in such a manner that the redemption amount payable to you (whether at maturity or following an early redemption) is less than the initial purchase price and could be as low as zero;  
• you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price; and/or  
• the Securities are redeemed early following the occurrence of entity's credit rating causes a fall in the value of the Issuer's investment in that entity's financial instruments.  
Weak or deteriorating economic conditions negatively impact these counterparty and credit-related risks. In recent times, the economic environment in the Issuer's main business markets (being Europe and the United States) has been marked by generally weaker than expected growth, increased unemployment, depressed housing prices, reduced business confidence, rising inflation and contracting GDP. Operations in the Eurozone remain affected by the ongoing sovereign debt crisis, the stresses being exerted on the financial system and the risk that one or more countries exit the Euro. The current absence of a predetermined mechanism for a member state to exit the Euro means that it is not possible to predict the outcome of such an event and to accurately quantify the impact of such event on the Issuer's profitability, liquidity and capital. If some or all of these conditions persist or worsen, they may have a material adverse effect on the Issuer's operations, financial condition and prospects.  
**Liquidity risk:** The Issuer is exposed to the risk that it may be unable to meet its obligations as they fall due as a result of a sudden, and potentially protracted, increase in net cash outflows. These outflows could be principally through customer withdrawals, wholesale counterparties removing financing, collateral posting requirements or loan draw-downs.  
**Capital risk:** The Issuer may be unable to maintain appropriate capital ratios, which could lead to: (i) an inability to support business activity; (ii) a failure to meet regulatory requirements; and/or (iii) credit ratings downgrades. Increased regulatory capital requirements and changes to what constitutes capital may constrain the Issuer's planned activities and could increase costs and contribute to adverse impacts on the Issuer's earnings.  
**Legal and regulatory-related risk:** Non-compliance by the Issuer with applicable laws, regulations and codes relevant to the financial services industry could lead to fines, public reprimands, damage to reputation, increased prudential requirements, enforced suspension of operations or, in extreme cases, withdrawal of authorisations to operate.  
**Reputation risk:** Reputational damage reduces – directly or indirectly – the attractiveness of the Issuer to stakeholders and may lead to negative publicity, loss of revenue, litigation, regulatory or legislative action, loss of existing or potential client business, reduced workforce morale, and difficulties in recruiting talent. Sustained reputational damage could have a materially negative impact on the Issuer's licence to operate and the value of the Issuer's franchise, which in turn could negatively affect the Issuer's profitability and financial condition. |
some or all of the value of their entire investment or part of it

an extraordinary event in relation to the Underlying Warrant, the Issuer, the relevant currencies or taxation (such as following an additional disruption event) and the amount you receive on such early redemption is less than the initial purchase price.

**Risk of withdrawal of the public offering:** In case of a public offer, the Issuer may provide in the Final Terms that it is a condition of the offer that the Issuer may withdraw the offer for reasons beyond its control, such as extraordinary events that in the determination of the Issuer may be prejudicial to the offer. In such circumstances, the offer will be deemed to be null and void. In such case, where you have already paid or delivered subscription monies for the relevant Securities, you will be entitled to reimbursement of such amounts, but will not receive any remuneration that may have accrued in the period between their payment or delivery of subscription monies and the reimbursement of the Securities.

**Reinvestment risk / loss of yield:** Following an early redemption of your Securities for any reason, you may be unable to reinvest the redemption proceeds at an effective yield as high as the yield on the Securities being redeemed.

**Volatile market prices:** 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; the Issuer's creditworthiness or perceived creditworthiness; and the performance of the relevant Underlying Warrant(s) (or the Underlying Warrant Reference Asset(s) and in turn the Underlying Warrant(s)).

**Securities are not 'principal protected':** Upon maturity of your Securities, you may lose some or all of the capital that you invested, depending on the performance of the Underlying Warrant(s) (or the Underlying Warrant Reference Asset(s) and in turn the Underlying Warrant(s)).

**Securities include embedded derivatives on Underlying Asset(s) that are subject to adjustment:** The securities are linked to the Underlying Warrant(s) which are in turn linked to the Underlying Warrant Reference Asset(s). The Underlying Warrant(s) are subject to provisions which provide for adjustments and modifications of their terms and alternative means of valuation of the Underlying Warrant Reference Asset(s) in certain circumstances (and which could be exercised by the issuer of the Underlying Warrant(s) in a manner which has an adverse effect on the market value and/or amount repayable in respect of your Securities).

**Risks relating to Underlying Warrant:** You are exposed to the change in value of the Underlying Warrant(s) which may fluctuate up or down depending on the performance of the Underlying Warrant Reference Asset(s). The performance of the Underlying Warrant Reference Asset(s) may be subject to fluctuations that may not correlate with other similar reference assets. Payments upon redemption will be calculated by the change in value of the Underlying Warrant(s) between 27 June 2014 and 31 July 2020. Any information about the past performance of the Underlying Warrant(s) and/or the Underlying
Warrant Reference Asset(s) should not be taken as an indication of how prices will change in the future. You should also note that the market value of both your Securities and the Underlying Warrant(s) will be affected by the ability, and the perceived ability, of the Issuer to fulfil its obligations under the instruments. The impact of any inability, or perceived inability, of the Issuer in this regard may be greater in respect of the Securities as the Securities are linked to Underlying Warrant(s) that are issued by the Issuer and it may negatively affect both the value of the Underlying Warrant(s) and the value of your Securities.

**Risks associated with specific Underlying Warrant Reference Asset(s):**

As the Underlying Warrant Reference Assets is an equity index, the Underlying Warrant may be subject to the risk of fluctuations in market interest rates, currency exchange rates, equity prices, commodity prices, inflation, the value and volatility of the relevant equity index, and also to economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions, including factors affecting capital markets generally or the stock exchanges on which any such Underlying Warrant may be traded. This could have an adverse effect on the value of the Underlying Warrant which, in turn, will have an adverse effect on the value of your Securities.

The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.

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<td><strong>E.2 b</strong> Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</td>
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<tr>
<td>The net proceeds from each issue of Securities will be applied by the Issuer for its general corporate purposes, which includes making a profit and/or hedging certain risks. If the Issuer elects at the time of issuance of Securities to make different or more specific use of proceeds, the Issuer will describe that use in the Final Terms.</td>
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<td><strong>E.3</strong> Description of the terms and conditions of offer</td>
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<td>The terms and conditions of any offer of Securities to the public may be determined by agreement between the Issuer and the Manager(s) at the time of each issue. The Securities are offered subject to the following conditions: <strong>Offer Price:</strong> 100% of the Issue Price <strong>Conditions to which the offer is subject:</strong> The Issuer reserves the right to withdraw the offer for Securities at any time on or prior to the end of the Offer Period. Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror’s usual procedures. <strong>Description of the application process:</strong> An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 3(2) of the Prospectus Directive in the United Kingdom (the “Public Offer Jurisdiction”) during the Offer Period. Applications for the Securities can be made in the Public Offer</td>
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Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror.

**Details of the minimum and/or maximum amount of application:** The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.

**Details of the method and time limits for paying up and delivering the Securities:** the Issue Date.

**Manner in and date on which results of the offer are to be made public:** Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.

**Categories of holders to which the Securities are offered and whether tranche(s) have been reserved for certain countries:** Not Applicable

**Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:** Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of each investor's application.

**Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:** Not Applicable

| E.4 | Description of any interest material to issue/offer including conflicting interests | The relevant Manager(s) or authorised offeror(s) may be paid fees in relation to any issue or offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, relevant Manager(s) or authorised offeror(s) or their affiliates (who may have interests in transactions in derivatives related to the Underlying Asset(s) which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and holders. |
| E.7 | Estimated expenses charged to investor by issuer/offeror | The Issuer will not charge any expenses to holders in connection with any issue of Securities. Offerors may, however, charge expenses to holders. Such expenses (if any) will be determined by agreement between the offeror and the investors at the time of each issue. |