

8 July 2014

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 5/2014



**BARCLAYS BANK PLC**

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

**Pursuant to the Global Structured Securities Programme**

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This prospectus supplement dated 8 July 2014 (the "**Prospectus Supplement**") is supplemental to and must be read in conjunction with each of the prospectuses set out in the table below (the "**Prospectuses**" and each a "**Prospectus**"), as prepared by Barclays Bank PLC (the "**Bank**") in its capacity as issuer (the "**Issuer**").

GSSP Base Prospectus 9 and GSSP Base Prospectus 10 (each as defined below) have been supplemented by the first Combined Supplement 1/2013 dated 10 October 2013 (the "**Combined Supplement 1/2013**"). GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15 (as defined below) have been supplemented by Combined Supplement 2/2013, dated 23 December 2013 (the "**Combined Supplement 2/2013**"), Combined Supplement 3/2014, dated 4 April 2014 (the "**Combined Supplement 3/2014**") and Combined Supplement 4/2014, dated 5 June 2014 (the "**Combined Supplement 4/2014**"). GSSP Base Prospectus 6, GSSP Base Prospectus 11, Drawdown Prospectus 1 and Drawdown Prospectus 2 (each as defined below) have not been previously supplemented.

<b>Prospectus:</b>	<b>Description:</b>	<b>Date of approval:</b>
GSSP Base Prospectus 6 ("GSSP Base Prospectus 6")	Warrant Linked Securities	12 June 2014
GSSP Base Prospectus 9 ("GSSP Base Prospectus 9")	Multi Asset Linked Securities	19 August 2013
GSSP Base Prospectus 10 ("GSSP Base Prospectus 10")	FX Linked Securities	30 August 2013
GSSP Base Prospectus 11 ("GSSP Base Prospectus 11")	Equity Linked Certificates	11 June 2014
GSSP Base Prospectus 15 ("GSSP Base Prospectus 15")	Credit Linked Securities	22 October 2013
Drawdown Prospectus relating to the issuance of up to SEK 100,000,000 Notes linked to an Equity Basket due 18 July 2019 ("Drawdown Prospectus 1")	Equity Linked Securities due July 2019	20 May 2014

Drawdown Prospectus relating to the issuance of up to SEK 100,000,000 Notes linked to an Equity Index Basket due 24 July 2020 ("Drawdown Prospectus 2")

This Prospectus Supplement constitutes a prospectus supplement in respect of the Prospectuses for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 and amended on 3 July 2012 (the "**Luxembourg Law**").

The purpose of this Prospectus Supplement is to supplement the information in the above listed Prospectuses in relation to certain regulatory proceedings.

Each of GSSP Base Prospectus 6 and GSSP Base Prospectus 11 incorporate by reference the registration document dated 3 June 2014 (the "**Registration Document**"), as prepared by the Bank, in its capacity as issuer under its Global Structured Securities Programme (the "**Programme**"). The other Prospectuses do not incorporate the Registration Document by reference or otherwise include such document as part of the Prospectus.

Each of the Prospectuses shall be supplemented as follows:

(a) **Amendments in relation to regulatory matters**

(i) **GSSP Base Prospectus 6, GSSP Base Prospectus 11, Drawdown Prospectus 1 and Drawdown Prospectus 2:**

The information appearing in '*The Issuer and the Group - Legal, Competition and Regulatory Matters*' on pages:

- from 27 to 38 of the Registration Document incorporated by reference in GSSP Base Prospectus 6;
- from 27 to 38 of the Registration Document incorporated by reference in GSSP Base Prospectus 11, and

the information appearing in '*Information relating to the Issuer - Legal, Competition and Regulatory Matters*' on pages:

- from 37 to 47 of Drawdown Prospectus 1; and
- from 38 to 48 of Drawdown Prospectus 2,

is updated by including the following additional information:

**"Alternative Trading Systems and High-Frequency Trading**

The SEC and the New York State Attorney General (NYAG) have been investigating a range of issues associated with alternative trading systems (ATs) and the activities of high-frequency traders. The Group has been providing information to the authorities in response to their enquiries (the "**ATs and HFT Proceedings**").

On 25 June 2014, the NYAG filed a complaint against Barclays PLC and Barclays Capital Inc. in the Supreme Court of the State of New York alleging, amongst other things, that Barclays PLC and Barclays Capital Inc. engaged in fraud and deceptive practices in connection with LX Liquidity Cross, the Group's SEC-registered ATS. The NYAG complaint seeks unspecified monetary damages and injunctive relief."

(ii) **GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15:**

The information appearing in *'Information relating to the Issuer - Competition and Regulatory Matters'* on pages:

- from 72 to 81 of GSSP Base Prospectus 9;
- from 52 to 61 of GSSP Base Prospectus 10; and
- from 43 to 54 of GSSP Base Prospectus 15,

is updated by including the following information:

**"Alternative Trading Systems and High-Frequency Trading**

The SEC and the New York State Attorney General (NYAG) have been investigating a range of issues associated with alternative trading systems (ATs) and the activities of high-frequency traders. Barclays PLC and its subsidiary undertakings have been providing information to the authorities in response to their enquiries.

On 25 June 2014, the NYAG filed a complaint against Barclays PLC and Barclays Capital Inc. in the Supreme Court of the State of New York alleging, amongst other things, that Barclays PLC and Barclays Capital Inc. engaged in fraud and deceptive practices in connection with LX Liquidity Cross, the Group's SEC-registered ATS. The NYAG complaint seeks unspecified monetary damages and injunctive relief."

**(b) Amendments to 'Legal Proceedings'**

**(i) GSSP Base Prospectus 6 and GSSP Base Prospectus 11:**

The information appearing in *'The Issuer and the Group – Legal Proceedings'* on page:

- 40 of the Registration Document incorporated by reference in GSSP Base Prospectus 6; and
- 40 of the Registration Document incorporated by reference in GSSP Base Prospectus 11,

is updated by including the following additional information:

**"Legal Proceedings**

Save as disclosed in respect of the Citi Proceedings, ADS Proceedings, and the RMBS Proceedings (in each case under the section headed, "Legal, Competition and Regulatory Matters" above), and the Devonshire Proceedings, LIBOR Proceedings, FX Trading Proceedings, Benchmark Proceedings, FERC Proceedings, BDC Finance Proceedings, CDS Proceedings, Qatar Holding Proceedings and ATs and HFT Proceedings (in each case under the section headed, "Regulatory Inquiries" above), there are no, and have not been, any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), which may have or have had during the 12 months preceding the date of this Registration Document, a significant effect on the financial position or profitability of the Issuer and/or the Bank Group."

**(ii) GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15:**

The information appearing in *'Information relating to the Issuer – Legal Proceedings'* on pages:

- from 81 to 82 of GSSP Base Prospectus 9;
- from 61 to 62 of GSSP Base Prospectus 10; and

- from 54 to 55 of GSSP Base Prospectus 15,

is updated by including the following information:

**"Legal Proceedings**

Save as disclosed under *'The Issuer and the Group — Competition and Regulatory Matters'* (under the headings 'Investigations into LIBOR, ISDAfix and other Benchmarks', 'Investigations into Foreign Exchange Trading', 'Interest Rate Hedging Products Redress', 'Payment Protection Insurance Redress', 'Federal Energy Regulatory Commission Investigation', 'Credit Default Swap (CDS) Antitrust Investigations', 'Investigations into Certain Agreements' and 'Alternative Trading Systems and High-Frequency Trading') and 'The Issuer and the Group — Legal Proceedings' under the headings 'Lehman Brothers', 'American Depositary Shares', 'Mortgage Related Activity and Litigation', 'Devonshire Trust', 'LIBOR and other Benchmarks Civil Actions', 'Civil Action in Respect of Foreign Exchange Trading' and 'Other Legal and Regulatory Proceedings', Note 28 (Provisions) on pages 301 to 302 of the Joint Annual Report and Note 30 (Legal, Competition and Regulatory Matters) on pages 303 to 309 of the Joint Annual Report, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), which may have or have had during the 12 months preceding the date of this Base Prospectus, a significant effect on the financial position or profitability of the Issuer and/or the Group."

(iii) **Drawdown Prospectus 1:**

The information appearing in *'Information relating to the Issuer – Legal Proceedings'* on page 49 of Drawdown Prospectus 1 is updated by including the following information:

**"Legal Proceedings**

Save as disclosed under *'The Issuer and the Group — Legal, Competition and Regulatory Matters'* (on pages 37 to 47 of this Prospectus other than under the heading 'General'), including under the headings 'Alternative Trading Systems and High-Frequency Trading', there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), which may have or have had during the 12 months preceding the date of this Prospectus, a significant effect on the financial position or profitability of the Issuer and/or the Group."

(iv) **Drawdown Prospectus 2:**

The information appearing in *'Information relating to the Issuer – Legal Proceedings'* on page 50 of Drawdown Prospectus 2 is updated by including the following information:

**"Legal Proceedings**

Save as disclosed under *'The Issuer and the Group — Legal, Competition and Regulatory Matters'* (on pages 38 to 48 of this Prospectus other than under the heading 'General'), including under the headings 'Alternative Trading Systems and High-Frequency Trading', there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), which may have or have had during the 12 months preceding the date of this Prospectus, a significant effect on the financial position or profitability of the Issuer and/or the Group."

Terms defined in the Prospectuses shall, unless the context otherwise requires, have the same meanings when used in this Prospectus Supplement. This Prospectus Supplement is supplemental to, and should be read in conjunction with each Prospectus, (in the case of GSSP Base Prospectus 9 and GSSP Base Prospectus 10) Combined Supplement 1/2013, (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 2/2013, (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 3/2014 and (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 4/2014. To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in, or incorporated by reference into any Prospectus, the statements in (a) above shall prevail.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have agreed to purchase or subscribe for Securities before this supplement was published have the right, exercisable within two working days after the date on which this Prospectus Supplement is published, to withdraw their acceptances. Investors should contact their distributor for further information. This right will expire on 10 July 2014.

References to each Prospectus shall hereafter mean the Prospectus as supplemented by (in the case of GSSP Base Prospectus 9 and GSSP Base Prospectus 10) Combined Supplement 1/2013, (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 2/2013, (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 3/2014, (in the case of GSSP Base Prospectus 9, GSSP Base Prospectus 10 and GSSP Base Prospectus 15) Combined Supplement 4/2014 and (for all Prospectuses) this Prospectus Supplement. The Issuer has taken all reasonable care to ensure that the information contained in each Prospectus, as supplemented by this Prospectus Supplement, is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly. Save as disclosed in this Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in each of the Prospectuses which is capable of affecting the assessment of the securities issued pursuant to any Prospectus has arisen or been noted, as the case may be, since the publication of each of Prospectuses (as supplemented at the date hereof) issued by the Issuer.

This Prospectus Supplement has been approved by the *Commission de Surveillance du Secteur Financier*, which is the competent authority in the Grand Duchy of Luxembourg for the purposes of the Prospectus Directive and the relevant implementing measures in the Grand Duchy of Luxembourg, as a prospectus supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the Grand Duchy of Luxembourg for the purpose of giving information with regard to the issue of securities under the Programme. This supplement and any documents incorporated by reference will be published on [www.bourse.lu](http://www.bourse.lu).



The date of this Prospectus Supplement is 8 July 2014.