

31 MAY 2018

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 5/2017



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

Pursuant to the Global Structured Securities Programme

This prospectus supplement dated 31 May 2018 (the "**Prospectus Supplement**") is supplemental to, and must be read in conjunction with, each of the base prospectuses listed in the Schedule hereto, (in respect of Base Prospectus 2 and Base Prospectus 5 only, as supplemented by the Combined Supplement 1/2017 dated 13 July 2017 and the Combined Supplement 2/2017 dated 4 August 2017, and in respect of each of the base prospectuses, as supplemented by the Combined Supplement 3/2017 dated 21 November 2017 and the Combined Supplement 4/2017 dated 2 May 2018) (each, a "**Base Prospectus**" and together, the "**Base Prospectuses**") as prepared by Barclays Bank PLC in its capacity as issuer (the "**Issuer**") in respect of its Global Structured Securities Programme (the "**Programme**"). This Prospectus Supplement constitutes a base prospectus supplement in respect of each Base Prospectus for the purposes of Directive 2003/71/EC (and amendments thereto) and Section 87G of the UK Financial Services and Markets Act 2000 ("**FSMA**").

Terms defined in the Base Prospectuses shall, unless the context otherwise requires, have the same meanings when used in this Prospectus Supplement.

The purpose of this Prospectus Supplement is to update information relating to each of the "Information Incorporated by Reference" and "General Information" sections in each of the Base Prospectuses following the release of the May Announcement and Supplement 2/2018 (each as defined in the section "Information Incorporated by Reference" below) as set out below.

A) INFORMATION INCORPORATED BY REFERENCE

The section "Information Incorporated by Reference" on (i) pages 69 to 73 of Base Prospectus 1, (ii) pages 73 to 76 of Base Prospectus 2 and (iii) pages 56 to 59 of Base Prospectus 5 is updated by:

- (i) adding the following documents (the "**Documents**", each a "**Document**") to the list of source documents in paragraph 1 (*Source documents*):
 - (1) the joint announcement of Barclays PLC and the Issuer, as filed with the United States Securities and Exchange Commission ("**SEC**") on Form 6-K on 21 May 2018 in respect of the dismissal of Serious Fraud Office ("**SFO**") charges against Barclays PLC and the Issuer (the "**May Announcement**"); and
 - (2) Supplement 2/2018 dated 24 May 2018 to the Registration Document dated 16 March 2018 ("**Supplement 2/2018**").

- (ii) adding the following page references to the cross-reference lists in paragraph 2 (*Information incorporated by reference*):

From the May Announcement

Exhibit 99.1 – Dismissal of SFO charges against Barclays PLC and Barclays Bank PLC

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From Supplement 2/2018

The Issuer and the Group

Pages 1 to 3

Only information listed in the cross-reference lists above is incorporated by reference into the Base Prospectuses.

For the purposes of the prospectus rules made under Section 73A of the FSMA and each of the above listed Base Prospectuses, the information incorporated by reference, either expressly or implicitly, into each Document does not form part of any of the above listed Base Prospectuses. Information in each Document which is not incorporated by reference into each of the Base Prospectuses is either not relevant for investors or is covered elsewhere in each such Base Prospectus.

B) GENERAL INFORMATION

The section entitled "General Information" on (i) pages 322 to 325 of Base Prospectus 1, (ii) pages 361 to 365 of Base Prospectus 2 and (iii) pages 114 to 118 of Base Prospectus 5 is updated by deleting the information set out under "Legal Proceedings" on (i) page 322 of Base Prospectus 1, (ii) page 361 of Base Prospectus 2 and (iii) page 114 of Base Prospectus 5 and in each case replacing it with the following:

"Save as disclosed under (i) Note 27 (*Provisions*), Note 29 (*Legal, competition and regulatory matters*) to the consolidated financial statements of Barclays PLC on pages 237 to 238 and pages 239 to 247, respectively, of the 2017 Joint Annual Report, (ii) the March Announcement, (iii) the April Announcement and (iv) the May Announcement, 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

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

The May Announcement may be inspected during normal business hours at the registered office of the Issuer or at <https://www.home.barclays/barclays-investor-relations/results-and-reports/results.html>.

Supplement 2/2018 may be inspected during normal business hours at the registered office of the Issuer or at <https://www.home.barclays/prospectuses-and-documentation/structured-securities/prospectuses.html>.

Investors should be aware of their rights under Section 87Q(4) to (6) of the Financial Services and Markets Act 2000. Investors who have agreed to purchase or subscribe for Securities before this Prospectus 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. This right is exercisable up to, and including 4 June 2018. Investors should contact the distributor from

which they agreed to purchase or subscribe the Securities in order to exercise their withdrawal rights.

References to each Base Prospectus shall hereafter mean each such Base Prospectus as supplemented by this Prospectus Supplement. The Issuer has taken all reasonable care to ensure that the information contained in each Base 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 Base Prospectus is capable of affecting the assessment of securities issued pursuant to each Base Prospectus has arisen or been noted, as the case may be, since the publication of each Base Prospectus (as supplemented at the date hereof) by the Issuer.

This Prospectus Supplement has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and the relevant implementing measures in the United Kingdom, as a prospectus supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the issue of securities under the Programme.



The date of this Prospectus Supplement is 31 May 2018

SCHEDULE

LIST OF BASE PROSPECTUSES

1. GSSP Base Prospectus 1 dated 29 August 2017 ("**Base Prospectus 1**").
2. GSSP Base Prospectus 2 dated 2 June 2017 ("**Base Prospectus 2**").
3. GSSP Base Prospectus 5 dated 9 June 2017 ("**Base Prospectus 5**").