

25 November 2015

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 5/2015



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

Pursuant to the Global Structured Securities Programme

This supplement dated 25 November 2015 (the "**Supplement**") is supplemental to and must be read in conjunction with each of the prospectuses as set out in the table below (each a "**Prospectus**" and together, the "**Prospectuses**"), as prepared by Barclays Bank PLC (the "**Bank**") in its capacity as issuer (the "**Issuer**") pursuant to the Global Structured Securities Programme (the "**Programme**") and each supplement to each Prospectus. In particular, each Prospectus, save for GSSP Base Prospectus 1 has been supplemented by Combined Supplement 1/2015 dated 29 June 2015, Combined Supplement 2/2015 dated 7 August 2015, Combined Supplement 3/2015 dated 2 September 2015 and Combined Supplement 4/2015 dated 24 September 2015 (each such Prospectus, as supplemented up to the date of this Supplement, a "**Base Prospectus**" and together, the "**Base Prospectuses**").

| Base Prospectus | Description | Date of approval |
|------------------------------------------------------------------|-----------------------------------------------|-------------------------|
| iPath [®] Volatility Index Linked Exchange Traded Notes | Volatility Index Linked Exchange Trades Notes | 2 July 2015 |
| GSSP Base Prospectus 1 | Rate and Inflation Index Linked Securities | 8 October 2015 |
| iPath [®] Commodity Index Linked Exchange Traded Notes | Commodity Index Linked Exchange Trades Notes | 5 June 2015 |
| GSSP Base Prospectus 2 | Equity Linked Securities | 5 June 2015 |
| GSSP Base Prospectus 5 | Warrant Linked Securities | 10 June 2015 |

This Supplement constitutes a base prospectus supplement in respect of each Base Prospectus, in each case for the purposes of Directive 2003/71/EC (and amendments thereto) (the "**Prospectus Directive**") and for the purpose of Section 87G of the UK Financial Services and Markets Act 2000 ("**FSMA**").

This Supplement incorporates by reference the joint unaudited Interim Management Statement of Barclays PLC and the Bank as filed with the United States Securities and Exchange Commission (“**SEC**”) on Form 6-K on 29 October 2015 in respect of the nine months ended 30 September 2015 (the “**Q3 2015 Interim Management Statement**”).

The purpose of this Supplement is to update certain sections of the Base Prospectuses as a result of the release of the Q3 2015 Interim Management Statement.

(a) Amendments to the Summary

In respect of each Base Prospectus, the information in the third column of Element B.12 of the Summary shall be updated by the following language :

“Not Applicable: there has been no significant change in the financial or trading position of the Bank Group since 30 September 2015.”

(b) Changes to the Directors

On 28 October 2015, the Company and the Bank announced the appointment of James E. Staley as Chief Executive Officer of the Company and the Bank. Mr Staley will take up his role, and join the Boards of the Company and the Bank as a Director, with effect from 1 December 2015. Mr McFarlane’s function will revert to Chairman as at 30 November 2015. Crawford Gillies joined SSE plc as Senior Independent Director in June 2015. Dambisa Moyo joined Seagate Technology as Non-Executive Director in October 2015. Sir Michael Rake was appointed Chairman of Worldpay Group PLC in July 2015.

(c) Updates to Information Incorporated by Reference

- (i) In respect of each Base Prospectus, the following shall be included in the list of documents incorporated by reference under paragraph 1 (*Source documents*):

‘the joint unaudited Interim Management Statement of Barclays PLC and the Bank as filed with the SEC on Form 6-K on 29 October 2015 in respect of the nine months ended 30 September 2015 (the “**Q3 2015 Interim Management Statement**”); and

the Supplement 5/2015 to the Registration Document (as defined therein), dated and approved by the FCA on 25 November 2015 (the “**Supplement 5/2015 to the Registration Document**”).’

- (ii) In particular, under paragraph 2 (*Information incorporated by reference*), the following sections set out in the cross reference table with regard to the Q3 2015 Interim Management Statement, Supplement 5/2015 to the Registration Document and the Q2 2015 Results Announcement respectively shall be incorporated by reference into each Base Prospectus. For the avoidance of doubt, information in the Q2 2015 Results Announcement, the Q3 2015 Interim Management Statement and Supplement 5/2015 to the Registration Document which is not set out below is not incorporated by reference into the Base Prospectuses, unless previously stated as incorporated by reference by previous supplement:

'From the Q3 2015 Interim Management Statement

| | |
|---------------------------------------------|----------------|
| Performance Highlights | Pages 1 to 3 |
| Group Performance Review | Pages 4 to 6 |
| Results by Business | Pages 7 to 11 |
| Quarterly Results Summary | Pages 12 to 13 |
| Quarterly Core Results by Business | Pages 14 to 17 |
| Performance Management | Pages 18 to 20 |
| Returns and equity by business | Pages 18 to 19 |
| Margins and balances | Page 20 |
| Condensed Consolidated Financial Statements | Pages 21 to 23 |
| Capital | Pages 24 to 25 |
| Leverage | Page 26 |
| Shareholder Information | Pages 27 |
| | |
| Appendix 1 - Glossary | Pages 28 to 51 |

'From the Supplement 5/2015 to the Registration Document

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|-------------------------|---------------|
| Updates to Risk Factors | Pages 1 to 2' |
|-------------------------|---------------|

From Exhibit 99.1 to the Q2 Results Announcement Cross Reference List:

| | |
|-----------------------------|--------|
| Executive Chairman's Review | Page 5 |
|-----------------------------|--------|

For the purposes of the prospectus rules made under section 73A of the FSMA and each Base Prospectus, the information incorporated by reference, either expressly or implicitly, into i) the Q2 2015 Results Announcement and ii) the Q3 2015 Interim Management Statement and iii) the Supplement 5/2015 to the Registration Document do not form part of this Supplement and/or each Base Prospectus.

Information in i) the Q2 2015 Results Announcement and ii) the Q3 2015 Interim Management Statement and (iii) the Supplement 5/2015 to the Registration Document which are not incorporated by reference into each Base Prospectus are either not relevant for the investor or are covered elsewhere in each Base Prospectus or previous supplement.

The Q2 2015 Results Announcement may be inspected, free of charge at the registered office of the Issuer; or at <http://www.home.barclays/barclays-investor-relations/results-and-reports/results.html>.

The Q3 2015 Interim Management Statement may be inspected, free of charge at the registered office of the Issuer; or at <http://www.home.barclays/barclays-investor-relations/results-and-reports/results.html>

The 5/2015 Supplement to the Registration Document may be inspected free of charge at <http://www.home.barclays/prospectuses-and-documentation/structured-securities/prospectuses.html>.

Updates to General Information

- (i) In respect of each Base Prospectus, the paragraph entitled “Significant Change Statement” under the “General Information” section shall be updated as follows:

‘Significant Change Statement

There has been no significant change in the financial or trading position of the Bank Group since 30 September 2015.’

- (ii) In respect of each Base Prospectus, the paragraph entitled “Legal proceedings” under the “General Information” section shall be updated as follows:

‘Legal proceedings

Save as disclosed in the Registration Document, pages 1 to 2 of Supplement 5/2015 to the Registration Document dated 25 November 2015, Note 11 (*Provisions*) and Note 17 (*Legal, competition and regulatory matters*) on page 68 and pages 71 to 85 of Exhibit 99.1 of the Q2 2015 Results Announcement and page 6 of the Q3 2015 Interim Management Statement, 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 Bank Group.’

Terms defined in each Base Prospectus shall, unless the context otherwise requires, have the same meanings when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with each Base Prospectus and other supplements to the relevant Base Prospectus. To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference into any Base Prospectus, the statements in (a) above shall prevail.

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 supplement was published have the right, exercisable within two working days after the date on which this Supplement is published, to withdraw their acceptances. Such right shall expire on 30 November 2015. 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 the relevant Base Prospectus as supplemented by this Supplement. The Issuer has taken all reasonable care to ensure that the information contained in each Base Prospectus, as supplemented by this 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 Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in each Base Prospectus which is capable of affecting the assessment of the securities issued pursuant to any 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) issued by the Issuer.

This 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 Supplement is 25 November 2015