

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the "EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "**UK Prospectus Regulation**"). Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "**UK PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

**PROHIBITION OF SALES TO SWISS RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to and may not be offered, sold or otherwise made available to any retail investor in Switzerland. For these purposes a "retail investor means a person who is not a professional or institutional client, as defined in article 4 para. 3, 4 and 5 and article 5 para. 1 and 2 Swiss Federal Act on Financial Services ("**FINSA**") of 15 June 2018, as amended. Consequently, no key information document required by FINSA for offering or selling the Securities or otherwise making them available to retail investors in Switzerland has been prepared and therefore, offering or selling the Securities or making them available to retail investors in Switzerland may be unlawful under FINSA.

None of the Securities constitute a participation in a collective investment scheme within the meaning of the CISA and are neither subject to the authorisation nor the supervision by the Swiss Financial Market Supervisory Authority FINMA ("**FINMA**") and investors do not benefit from the specific investor protection provided under the CISA.



**BARCLAYS BANK IRELAND PLC**

*(Incorporated with limited liability in Ireland)*

**Legal Entity Identifier (LEI): 2G5BKIC2CB69PRJH1W31**

**EUR 5,000,000 Securities due July 2032 under the Global Structured Securities Programme (the "Securities")**

**Issue Price: 100.00 per cent**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**") and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank Ireland PLC (the "**Issuer**"). These Final Terms complete and should be read in conjunction with the GSSP Base Prospectus 9 which constitutes a base prospectus drawn up as separate documents (including the Registration Document dated 15 April 2021, as supplemented on 16 August 2021, and the Securities Note relating to the GSSP Base Prospectus 9 dated 27 August 2021, for the purposes of Article 8(6) of the EU Prospectus Regulation (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the EU Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of this Final Terms and the Base Prospectus.

The Base Prospectus, and any supplements thereto, are available for viewing at <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/bbi-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. Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

The Registration Document and the supplements thereto are available for viewing at:  
<https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/bbi-structured-securities-prospectuses/#regdoc> and  
<https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/bbi-structured-securities-prospectuses/#regdocsupplement>

Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

**BARCLAYS**

**Final Terms dated 25 April 2022**

## PART A – CONTRACTUAL TERMS

### *Provisions relating to the Securities*

- |     |   |   |
|-----|---|---|
| 1.  | (a) Series:   | NX00330301  |
|     | (b) Tranche:  | 1   |
| 2.  | Currencies:   |   |
|     | (a) Issue Currency:                                   | Euro (“EUR”)  |
|     | (b) Settlement Currency:                              | EUR   |
| 3.  | Securities:   | Notes   |
| 4.  | Notes:  | Applicable  |
|     | (a) Aggregate Nominal Amount as at the Issue Date:    |   |
|     | (i) Tranche:  | EUR 5,000,000   |
|     | (ii) Series:  | EUR 5,000,000   |
|     | (b) Specified Denomination:                           | EUR 1,000   |
|     | (c) Minimum Tradable Amount:                          | EUR 1,000 (and EUR 1,000 thereafter)  |
| 5.  | Certificates:   | Not Applicable  |
| 6.  | Calculation Amount:                                   | EUR 1,000   |
| 7.  | Issue Price:  | 100.00 per cent of the Aggregate Nominal Amount   |
|     |   | Investors in the Securities intending to invest through an intermediary (including by way of introducing broker) should request details of any such commission or fee payment from such intermediary before making any purchase hereof. |
| 8.  | Issue Date:   | 8 July 2022   |
| 9.  | Scheduled Settlement Date:                            | 8 July 2032   |
| 10. | Type of Security:                                     | Equity Index Linked Securities  |
| 11. | Underlying Performance Type <sub>(Interest)</sub> :   | Single Asset  |
| 12. | Underlying Performance Type <sub>(Autocall)</sub> :   | Single Asset  |
| 13. | Underlying Performance Type <sub>(Settlement)</sub> : | For the purpose of determination of the Final Performance: Single Asset   |
|     | Downside Performance Type <sub>(Settlement)</sub> :   | Applicable  |
|     |   | Single Asset  |

### *Provisions relating to interest (if any) payable*

14. Interest Type: Phoenix with memory  
 General Condition 8 (*Interest*)
- (a) Interest Payment Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Payment Date', subject to adjustment in accordance with the Business Day Convention.
- (b) Interest Valuation Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Valuation Date'.

Table 1

Interest Valuation Date	Interest Payment Date
26 June 2023	10 July 2023
24 June 2024	8 July 2024
24 June 2025	8 July 2025
24 June 2026	8 July 2026
24 June 2027	8 July 2027
26 June 2028	10 July 2028
25 June 2029	9 July 2029
24 June 2030	8 July 2030
24 June 2031	8 July 2031
24 June 2032	8 July 2032

- (c) (i) Fixed Interest Type: Not Applicable  
 (ii) Fixed Interest Rate: Not Applicable
- (d) Information relating to the Floating Rate: Not Applicable
- (e) Interest Barrier Percentage: 60.00%
- (f) Fixed Interest Rate: 5.00%

***Provisions relating to Automatic Settlement (Autocall)***

15. Automatic Settlement (Autocall): Applicable  
 General Condition 9 (*Automatic Settlement (Autocall)*)
- (a) Autocall Observation Type: Discrete
- (b) Autocall Barrier Percentage: 85%
- (c) Autocall Settlement Percentage: 100%

- (d) Autocall Valuation Dates: Each date set out in Table 2 below in the column entitled 'Autocall Valuation Date'.
- (e) Autocall Settlement Date: Each date set out in Table 2 below in the column entitled 'Autocall Settlement Date'.
- (f) Autocall Valuation Price: The Valuation Price of the Underlying Asset on the Autocall Valuation Date
- (i) Averaging-out: Not Applicable
- (ii) Min Lookback-out: Not Applicable
- (iii) Max Lookback-out: Not Applicable
- (g) Autocall Reset Event: Not Applicable

Table 2

Autocall Valuation Date	Autocall Settlement Date
24 June 2025	08 July 2025
24 June 2026	08 July 2026
24 June 2027	08 July 2027
26 June 2028	10 July 2028
25 June 2029	09 July 2029
24 June 2030	08 July 2030
24 June 2031	08 July 2031
24 June 2032	08 July 2032

***Provisions relating to Optional Early Redemption***

16. Optional Early Settlement Event: Not Applicable  
General Condition 10 (*Optional Early Settlement Event*)

***Provisions relating to Final Settlement***

17. (a) Final Settlement Type: Capped  
General Condition 11 (*Final Settlement*)
- (b) Settlement Method: Cash
- (c) Strike Price Percentage: 100.00 per cent.
- (d) Knock-in Barrier Type: European

- (e) Knock-in Barrier Percentage: 50.00 per cent.
- (f) Downside: Applicable

***Provisions relating to Drop Back***

- 18. Drop Back Payout: General Condition 8.39 and General Condition 11.27 Not Applicable

***Provisions relating to Nominal Call Event Settlement***

- 19. Nominal Call Event Settlement: General Condition 12 (*Nominal Call Event Settlement*) Not Applicable

***Provisions relating to Instalment Notes***

- 20. Instalment Notes: General Condition 14 (*Settlement by Instalments*) Not Applicable

***Provisions relating to the Underlying Asset(s)***

- 21. Underlying Asset: The Index
  - (a) Initial Valuation Date: 24 June 2022
  - (b) Index: S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement Index (Series 4)
  - (c) Exchange: Multi-exchange
  - (d) Related Exchange: All Exchanges
  - (e) Underlying Asset Currency: EUR
  - (f) Bloomberg Screen: SPCED4ET <Index>
  - (g) Index Sponsor: S&P Dow Jones Indices
  - (h) Weight: Not Applicable
  - (i) Pre-nominated Index: Not Applicable
- 22. (a) Initial Price<sub>(Interest)</sub>: The Valuation Price of the Underlying Asset on the Initial Valuation Date
  - (i) Averaging-in: Not Applicable
  - (ii) Min Lookback-in: Not Applicable
  - (iii) Max Lookback-in: Not Applicable
- (b) Initial Price<sub>(Settlement)</sub>: The Valuation Price of the Underlying Asset on the Initial Valuation Date
  - (i) Averaging-in: Not Applicable
  - (ii) Min Lookback-in: Not Applicable

- (iii) Max Lookback-in: Not Applicable
- (c) Initial Valuation Date: 24 June 2022
- 23. (a) Final Valuation Price: The Valuation Price of the Underlying Asset on the Final Valuation Date
  - (i) Averaging-out: Not Applicable
  - (ii) Min Lookback-out: Not Applicable
  - (iii) Max Lookback-out: Not Applicable
- (b) Final Valuation Date: 24 June 2032
- 23. Interim Valuation Price: Not Applicable

***Provisions relating to disruption events***

- 24. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 17 (*Consequences of Disrupted Days*)
  - (a) Omission: Not Applicable
  - (b) Postponement: Not Applicable
  - (c) Modified Postponement: Not Applicable
- 25. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 24 (*Adjustments to Valuation Dates and Reference Date*)
  - (a) Omission: Not Applicable
  - (b) Postponement: Not Applicable
- 26. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 36 (*Consequences upon a Reference Date becoming a Reference Date*)
  - (a) Omission: Not Applicable
  - (b) Postponement: Not Applicable
  - (c) Modified Postponement: Not Applicable
- 27. Additional Disruption Events: General Condition 65.1 (*Definitions*)
  - (a) Change in Law: Applicable as per General Condition 65.1 (*Definitions*)

(b)	Currency Disruption Event:	Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(c)	Hedging Disruption:	Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(d)	Issuer Tax Event:	Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(e)	Extraordinary Market Disruption:	Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(f)	Increased Cost of Hedging:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(g)	Affected Jurisdiction Hedging Disruption:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(h)	Affected Jurisdiction Increased Cost of Hedging:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(i)	Increased Cost of Stock Borrow:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(j)	Loss of Stock Borrow:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(k)	Foreign Ownership Event:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(l)	Fund Disruption Event:	Not Applicable as per General Condition 65.1 ( <i>Definitions</i> )
(m)	Fund Event:	Not Applicable
(n)	Potential Adjustment of Payment Events:	Not Applicable
(o)	Barclays Index Disruption:	Not Applicable
28.	Early Cash Settlement Amount:	Par
29.	Early Settlement Notice Period Number:	As specified in General Condition 65.1 ( <i>Definitions</i> )
30.	Substitution of Shares:	Not Applicable
31.	Entitlement Substitution:	Not Applicable
32.	FX Disruption Event:	Not Applicable
33.	Unwind Costs:	Applicable
34.	Settlement Expenses:	Not Applicable
35.	Local Jurisdiction Taxes and Expenses:	Not Applicable
36.	Consequences of a Fund Event: General Condition 26 ( <i>Consequences of a Fund Event</i> )	Not Applicable

***General provisions***

37.	Form of Securities:	Global Registered Security TEFRA: Not Applicable
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NGN Form: Not Applicable

Held under the NSS: Not Applicable

CGN Form: Applicable

38. Trade Date: 14 February 2022
39. 871(m) Securities: The Issuer has determined that Section 871(m) of the US Internal Revenue Code is not applicable to the Securities.
40. (i) Prohibition of Sales to EEA Retail Investors: Not Applicable
- (ii) Prohibition of Sales to UK Retail Investors: Applicable – see the cover page of these Final Terms
- (iii) Prohibition of Sales to Swiss Retail Investors: Applicable – see the cover page of these Final Terms
41. Additional Business Centre(s): Paris
42. Business Day Convention: Modified Following
43. Determination Agent: Barclays Bank Ireland PLC
44. Registrar: The Bank of New York Mellon SA/NV, Luxembourg Branch
45. Transfer Agent: The Bank of New York Mellon SA/NV, Luxembourg Branch
46. (a) Names and addresses of Manager: Barclays Bank Ireland PLC
- (b) Date of underwriting agreement: Not Applicable
- (c) Names and addresses of secondary trading intermediaries and main terms of commitment: Not Applicable
- (d) Registration Agent: Not Applicable
- (e) Governing Law: Irish law
- (f) Relevant Benchmarks: Amounts payable under the Securities are calculated by reference to S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement Index (Series 4), which is provided by S&P Dow Jones Indices (the "**Administrator**"). As at the date of this Final Terms, the Administrator appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("**ESMA**") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "**EU Benchmarks Regulation**").

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to Trading: Application has been made/is expected to be made to the Irish Stock Exchange plc trading as Euronext Dublin for the securities to be admitted to the official list and trading on its regulated market with effect from the Issue Date.
- (b) Estimate of total expenses related to admission to trading: EUR 1,000
- (c) Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and a description of the main terms of their commitment: Not Applicable

### 2. RATINGS

Ratings: The Securities have not been individually rated.

### 3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: General funding
- (b) Use of proceeds: The net proceeds from each issue of Securities will be applied by the Issuer for its general corporate purposes, which include making a profit and/or hedging certain risks.
- (c) Estimated net proceeds: EUR 5,000,000
- (d) Estimated total expenses: EUR 1,000. 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 holders at the time of each issue.

### 4. YIELD

Not Applicable

### 5. PAST AND FUTURE PERFORMANCE OF UNDERLYING ASSET, AND OTHER INFORMATION CONCERNING THE UNDERLYING ASSET

Details of the past and future performance and volatility of the Underlying Asset may be obtained from Bloomberg Screen: SPCED4ET <Index>

Index Disclaimer: see Schedule hereto

### 6. POST ISSUANCE INFORMATION

The Issuer will not provide any post-issuance information with respect to the Underlying Asset, unless required to do so by applicable law or regulation.

## 7. OPERATIONAL INFORMATION

- (a) ISIN: XS2170403377
- (b) Common Code: 217040337
- (c) Relevant Clearing System(s) Euroclear, Clearstream
- (d) Delivery: Delivery free of payment
- (e) Name and address of additional Paying Agent(s): Not Applicable
- (f) Intended to be held in a manner which would allow Eurosystem eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the International Central Securities Depositories ("ICSDs") as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 8. TERMS AND CONDITIONS OF THE OFFER

### 8.1 Authorised Offer(s)

- (a) Public Offer: An offer of the Securities may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (b) immediately below) other than pursuant to Article 1(4) of the EU Prospectus Regulation in the Public Offer Jurisdiction(s) (specified in (c) immediately below) during the Offer Period (specified in (d) immediately below) subject to the conditions set out in the Base Prospectus and in (e) immediately below
- (b) 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 (i) and (ii) below:
  - (i) **Specific consent:** BCP Asset Management DAC (the "**Initial Authorised Offeror(s)**" and each financial intermediary expressly named as an Authorised Offeror on the Issuer's website (<https://home.barclays/investor-relations/structured-income-investors/prospectus-and-documents/structured-securities-final-terms>); and
  - (ii) **General consent:** Not Applicable
- (c) Jurisdiction(s) where the offer may take place (together, the "**Public Offer Jurisdictions(s)**"): Ireland

- (d) Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s) (the “**Offer Period**”): From and including 25 April 2022 to but excluding 24 June 2022
- (e) Other Conditions for use of the Base Prospectus by the Authorised Offeror(s): Not Applicable
- (f) Other terms and conditions of the offer
- (g) Offer Price: The Issue Price
- (h) Total amount of offer: EUR 5,000,000
- (i) Conditions to which the offer is subject: The Issuer reserves the right to withdraw the offer for Securities at any time 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.
- (j) Time period, including any possible amendments, during which the offer will be open and description of the application process: From and including 25 April 2022 to but excluding 24 June 2022.
- (k) 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 1(4) of the EU Prospectus Regulation in Ireland (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.
- (l) 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.
- (m) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable
- (n) Details of method and time limits for paying up and delivering the Securities: Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.

- (o) 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.
- (p) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable
- (q) Whether tranche(s) have been reserved for certain countries: Offers may be made through the Authorised Offeror in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made through the Authorised Offeror pursuant to an exemption from the obligation under the EU Prospectus Regulation to publish a prospectus.
- (r) Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: Applicants will be notified directly by the Authorised Offeror of the success of their application. No dealings in the Securities may take place prior to the Issue Date.
- (s) Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Prior to making any investment decision, investors should seek independent professional advice as they deem necessary.
- (t) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: BCP Asset Management DAC  
71 Upper Leeson Street  
Dublin 4 D04 XK68  
Ireland  
+353 1 668 4688

## SCHEDULE: INDEX DISCLAIMER

### **S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement Index (Series 4) (the "Index")**

THE "S&P EUROPE 50 ESG SELECT EQUAL WEIGHT (BEL, DEU, FRA, NLD) 50 POINT DECREMENT INDEX (SERIES 4) (EUR) TR" (THE "**INDEX**") IS A PRODUCT OF S&P DOW JONES INDICES LLC OR ITS AFFILIATES ("**SPDJI**"), AND HAS BEEN LICENSED FOR USE BY BARCLAYS. STANDARD & POOR'S® AND S&P® ARE REGISTERED TRADEMARKS OF STANDARD & POOR'S FINANCIAL SERVICES LLC ("**S&P**"); DOW JONES® IS A REGISTERED TRADEMARK OF DOW JONES TRADEMARK HOLDINGS LLC ("**DOW JONES**"); AND THESE TRADEMARKS HAVE BEEN LICENSED FOR USE BY SPDJI AND SUBLICENSSED FOR CERTAIN PURPOSES BY BARCLAYS. IT IS NOT POSSIBLE TO INVEST DIRECTLY IN AN INDEX. ANY NOTES ISSUED BY BARCLAYS LINKED TO THE INDEX (THE "**NOTES**") ARE NOT SPONSORED, ENDORSED, SOLD OR PROMOTED BY SPDJI, DOW JONES, S&P, ANY OF THEIR RESPECTIVE AFFILIATES (COLLECTIVELY, "**S&P DOW JONES INDICES**"). S&P DOW JONES INDICES DO NOT MAKE ANY REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, TO THE OWNERS OF THE NOTES OR ANY MEMBER OF THE PUBLIC REGARDING THE ADVISABILITY OF INVESTING IN SECURITIES GENERALLY OR IN THE NOTES PARTICULARLY OR THE ABILITY OF THE INDEX TO TRACK GENERAL MARKET PERFORMANCE. PAST PERFORMANCE OF AN INDEX IS NOT AN INDICATION OR GUARANTEE OF FUTURE RESULTS. S&P DOW JONES INDICES' ONLY RELATIONSHIP TO BARCLAYS WITH RESPECT TO THE INDEX IS THE LICENSING OF THE INDEX AND CERTAIN TRADEMARKS, SERVICE MARKS AND/OR TRADE NAMES OF S&P DOW JONES INDICES AND/OR ITS LICENSORS. THE INDEX IS DETERMINED, COMPOSED AND CALCULATED BY S&P DOW JONES INDICES WITHOUT REGARD TO BARCLAYS OR THE NOTES. S&P DOW JONES INDICES HAVE NO OBLIGATION TO TAKE THE NEEDS OF BARCLAYS OR THE OWNERS OF THE NOTES INTO CONSIDERATION IN DETERMINING, COMPOSING OR CALCULATING THE INDEX. S&P DOW JONES INDICES ARE NOT RESPONSIBLE FOR AND HAVE NOT PARTICIPATED IN THE DETERMINATION OF THE PRICES, AND AMOUNT OF THE NOTES OR THE TIMING OF THE ISSUANCE OR SALE OF THE NOTES OR IN THE DETERMINATION OR CALCULATION OF THE EQUATION BY WHICH THE NOTES IS TO BE CONVERTED INTO CASH, SURRENDERED OR REDEEMED, AS THE CASE MAY BE. S&P DOW JONES INDICES HAVE NO OBLIGATION OR LIABILITY IN CONNECTION WITH THE ADMINISTRATION, MARKETING OR TRADING OF THE NOTES. THERE IS NO ASSURANCE THAT INVESTMENT PRODUCTS BASED ON THE INDEX WILL ACCURATELY TRACK INDEX PERFORMANCE OR PROVIDE POSITIVE INVESTMENT RETURNS. S&P DOW JONES INDICES LLC IS NOT AN INVESTMENT OR TAX ADVISOR. A TAX ADVISOR SHOULD BE CONSULTED TO EVALUATE THE IMPACT OF ANY TAX-EXEMPT SECURITIES ON PORTFOLIOS AND THE TAX CONSEQUENCES OF MAKING ANY PARTICULAR INVESTMENT DECISION. INCLUSION OF A SECURITY WITHIN AN INDEX IS NOT A RECOMMENDATION BY S&P DOW JONES INDICES TO BUY, SELL, OR HOLD SUCH SECURITY, NOR IS IT CONSIDERED TO BE INVESTMENT ADVICE.

NEITHER S&P DOW JONES INDICES NOR THIRD PARTY LICENSOR GUARANTEES THE ADEQUACY, ACCURACY, TIMELINESS AND/OR THE COMPLETENESS OF THE INDEX OR ANY DATA RELATED THERETO OR ANY COMMUNICATION, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATION (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO. S&P DOW JONES INDICES SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY FOR ANY ERRORS, OMISSIONS, OR DELAYS THEREIN. S&P DOW JONES INDICES MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE OR AS TO RESULTS TO BE OBTAINED BY BARCLAYS, OWNERS OF THE NOTES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE INDEX OR WITH RESPECT TO ANY DATA RELATED THERETO. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT WHATSOEVER SHALL S&P DOW JONES INDICES BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, PUNITIVE, OR CONSEQUENTIAL DAMAGES INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS, TRADING LOSSES, LOST TIME OR GOODWILL, EVEN IF THEY HAVE BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY, OR OTHERWISE. THERE ARE NO THIRD PARTY BENEFICIARIES OF ANY AGREEMENTS OR ARRANGEMENTS

BETWEEN S&P DOW JONES INDICES AND BARCLAYS, OTHER THAN THE LICENSORS OF S&P DOW JONES INDICES.

## SUMMARY

### INTRODUCTION AND WARNINGS

The Summary should be read as an introduction to the Prospectus. Any decision to invest in the Securities should be based on consideration of the Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Prospectus or it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.

**You are about to purchase a product that is not simple and may be difficult to understand.**

**Securities:** EUR 5,000,000 Securities due July 2032 pursuant to the Global Structured Securities Programme pursuant to the Global Structured Securities Programme (ISIN: XS2170403377) (the "Securities").

**The Issuer:** The Issuer is Barclays Bank Ireland PLC. Its registered office is at One Molesworth Street, Dublin 2, D02 RF29, Ireland (telephone number: +353 1 618 2600) and its Legal Entity Identifier ("LEI") is 2G5BKIC2CB69PRJH1W31.

**The Authorised Offeror:** The Authorised Offeror is BCP Asset Management DAC with its address 71 Upper Leeson Street Dublin 4 D04 XK68 Ireland (telephone number: +353 1 668 4688) and its LEI is 635400JVLWPWJCPYG836.

**Competent authority:** The Base Prospectus was approved on 27 August 2021 by the Central Bank of Ireland of New Wapping Street, North Wall Quay, Dublin 1, D01 F7X3, Ireland (telephone number: +353 (0)1 224 6000).

### KEY INFORMATION OF THE ISSUER

#### Who is the Issuer of the Securities?

##### *Domicile and legal form of the Issuer*

Barclays Bank Ireland PLC (the "Issuer") is a public limited company, registered in Ireland under company number 396330. The liability of the members of the Issuer is limited. The Issuer was incorporated in Ireland on 12 January 2005 and it has its registered and head office One Molesworth Street, Dublin 2, D02 RF29, Ireland (telephone number +353 1 618 2600) and its Legal Entity Identifier (LEI) of the Issuer is G5BKIC2CB69PRJH1W31.

##### *Principal activities of the Issuer*

The Issuer is part of BBPLC Group. The principal activities of the Issuer are the provision of corporate and investment banking services to EU corporate entities, retail banking services in Germany and Italy and private banking services to EU clients.

The term "**BBPLC Group**" means Barclays Bank PLC together with its subsidiaries.

##### *Major shareholders of the Issuer*

The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays Bank PLC. The whole of the issued ordinary share capital of the Barclays Bank PLC is beneficially owned by Barclays PLC. Barclays PLC is the ultimate holding company of the Group.

The term "**Group**" means Barclays PLC together with its subsidiaries.

##### *Identity of the key managing directors of the Issuer*

The key managing directors of the Issuer are Francesco Ceccato (Chief Executive Officer and Executive Director) and Jasper Hanebuth (Chief Financial Officer and Executive Director).

**Identity of the statutory auditors of the Issuer:** The statutory auditors of the Issuer are KPMG, chartered accountants and registered auditors (Chartered Accountants Ireland), of 1 Harbourmaster Pl, International Financial Services Centre, Dublin 1, D01 F6F5, Ireland.

### What is the key financial information regarding the Issuer?

The Issuer has derived the selected financial information included in the table below for the years ended 31 December 2020 and 31 December 2019 from the annual financial statements of the Issuer for the years ended 31 December 2020 and 2019, which has, save for the financial information under the section entitled "Certain Ratios from the Financial Statements", been audited with an unmodified opinion provided by KPMG. The selected financial information include in the table below for the six months ended 30 June 2021 and 30 June 2020 was derived from the unaudited Interim Results Announcement of the Issuer in respect of the six months ended 30 June 2021.

#### Consolidated Income Statement

	As at 30 June (unaudited)		As at 31 December	
	2021	2020	2020	2019
	(€m)		(€m)	
Net interest income.....	153	151	293	304
Net fee and commission income .....	359	266	546	440
Impairment gains/( losses) on financial instruments .....	97	(212)	(280)	(65)
Net trading income .....	80	21	41	11
Profit/(loss) before tax.....	167	(104)	(103)	76
Profit/(loss) after tax.....	136	(95)	(118)	19



	As at 30 June (unaudited)		As at 31 December	
	2021	2020	2020	2019
	(€m)		(€m)	
Net interest income.....	153	151	293	304
Net fee and commission income .....	359	266	546	440
Impairment gains/( losses) on financial instruments .....	97	(212)	(280)	(65)
Net trading income .....	80	21	41	11
Profit/(loss) before tax.....	167	(104)	(103)	76
Profit/(loss) after tax.....	136	(95)	(118)	19

#### Consolidated Balance Sheet

	As at 30 June (unaudited)		As at 31 December	
	2021	2020	2020	2019
	(€m)		(€m)	
Loans and advances to banks .....	988	906	658	
Loans and advances to customers .....	12,831	12,143	13,024	
Total assets .....	141,946	134,937	69,045	
Deposits from banks .....	4,333	3,488	2,358	
Deposits from customers .....	18,816	19,620	18,272	
Debt securities in issue.....	2,987	2,297	849	
Subordinated liabilities.....	2,522	1,061	891	
Total equity.....	5,101	4,558	3,290	

#### Certain Ratios from the Financial Statements

	As at 30 June		As at 31 December	
	2021	2020	2020	2019
	(%)		(%)	
Common Equity Tier 1 capital .....	15.0	16.7	14.4	
Total regulatory capital .....	20.6	22.1	20.8	
CRR leverage ratio – fully phased .....	5.2	6.3	5.5	

#### What are the key risks that are specific to the Issuer?

The Issuer has identified a broad range of risks to which its businesses are exposed. Material risks are those to which senior management pay particular attention and which could cause the delivery of the Issuer's strategy, results of operations, financial condition and/or prospects to differ materially from expectations. Emerging risks are those which have unknown components, the impact of which could crystallise over a longer time period. In addition, certain other factors beyond the Issuer's control, including escalation of terrorism or global conflicts, natural disasters, pandemics and similar events, although not detailed below, could have a similar impact on the Issuer.

- **Material existing and emerging risks potentially impacting more than one principal risk:** In addition to material and emerging risks impacting the principal risks set out below, there are also material existing and emerging risks that potentially impact more than one of these principal risks. These risks are: (i) the impact of COVID-19; (ii) potentially unfavourable global and local economic and market conditions, as well as geopolitical developments; (iii) the UK's withdrawal from the EU; (iv) the impact of interest rate changes on the Issuer's profitability; (v) the competitive environments of the banking and financial services industry; (vi) the regulatory change agenda and impact on business model; (vii) the impact of climate change on the Issuer's business; and (viii) the impact of benchmark interest rate reforms on the Issuer.
- **Credit and Market risks:** Credit risk is the risk of loss to the Issuer from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Issuer. The Issuer is subject to risks arising from changes in credit quality and recovery rates of loans and advances due from borrowers and counterparties in any specific portfolio. Market risk is the risk of loss arising from potential adverse change in the value of the Issuer's assets and liabilities from fluctuation in market variables.

- **Treasury and capital risk and the risk that the Issuer is subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Issuer which are (1) liquidity risk – the risk that the Issuer is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount of stable funding and liquidity to support its assets, which may also be impacted by credit rating changes; (2) capital risk – the risk that the Issuer has an insufficient level or composition of capital; and (3) interest rate risk in the banking book – the risk that the Issuer is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its (non-traded) assets and liabilities. Under the EU bank recovery and resolution regime, substantial powers are granted to Relevant Resolution Authorities to implement various resolution measures and stabilisation options with respect to an Irish bank or investment firm (currently including the Issuer) (including, but not limited to, the bail-in tool, which gives a Relevant Resolution Authority the power to write down certain claims of unsecured creditors of a failing relevant entity (which write-down may result in the reduction of such claims to zero) and to convert certain unsecured debt claim into equity or other instruments of ownership) in circumstances in which the Relevant Resolution Authority is satisfied that the relevant resolution conditions are met.
- **Operational and model risks:** Operational risk is the risk of loss to the Issuer from inadequate or failed processes or systems, human factors or due to external events where the root cause is not due to credit or market risks. Model risk is the risk of potential adverse consequences from financial assessments or decisions based on incorrect or misused model outputs and reports.
- **Conduct, reputation and legal risks and legal, competition and regulatory matters:** Conduct risk is the risk of detriment to customers, clients, market integrity, effective competition or the Issuer from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Reputation risk is the risk that an action, transaction, investment, event, decision or business relationship will reduce trust in the Issuer's integrity and competence. The Issuer conducts activities in a highly regulated market which exposes it to legal risk arising from (i) the multitude of laws and regulations that apply to the businesses it operates, which are highly dynamic, may vary between jurisdictions, and are often unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Issuer's businesses and business practices. In each case, this exposes the Issuer to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Issuer to meet their respective legal obligations, including legal or contractual requirements. Legal risk may arise in relation to any of the risk factors summarised above.

"**Irish Bail-in Power**" means any write-down, conversion, transfer, modification and/or suspension power existing from time to time under any laws, regulations, rules or requirements relating to the resolution of banks, banking group companies, credit institutions and/or investment firms incorporated in Ireland in effect and applicable in Ireland to the Issuer, including but not limited to any such laws, regulations, rules or requirements that are implemented, adopted or enacted within the context of any European Union directive or regulation of the European Parliament and of the Council establishing a framework for the recovery and resolution of credit institutions and investment firms, as the same has been or may be amended from time to time, pursuant to which obligations of a bank, banking group company, credit institution or investment firm or any of its affiliates can be reduced, cancelled, amended, transferred and/or converted into shares or other securities or obligations of the obligor or any other person.

"**Relevant Resolution Authority**" means the Central Bank of Ireland, the Single Resolution Board established pursuant to the SRM Regulation and/or any other authority entitled to exercise or participate in the exercise of the Irish Bail-in Power from time to time.

"**Securities**" means any securities issued by the Issuer described in any securities note and, if applicable, summary, which, when read together with this Registration Document, comprise a prospectus for the purposes of Article 6(3) of the Prospectus Regulation or in any base prospectus for the purposes of Article 8 of the Prospectus Regulation or other offering document into which this Registration Document may be incorporated by reference.

"**SRM Regulation**" means Regulation (EU) No 806/2014 of the European Parliament and Council of 15 July 2014 establishing uniform rules and a uniform procedure for the resolution of credit institutions and certain investment firms in the framework of a Single Resolution Mechanism and a Single Resolution Fund and amending Regulation (EU) No 1093/2010, as amended or replaced from time to time."

## KEY INFORMATION OF THE SECURITIES

### What are the main features of the Securities?

#### *Type and class of Securities being offered and admitted to trading, including security identification numbers*

The Securities will be in the form of notes and will be uniquely identified by: NX00330301; Tranche number:1; ISIN: XS2170403377; Common Code: 217040337.

The Securities will be cleared and settled through Euroclear Bank S.A./N.V. or Clearstream Banking *société anonyme*.

#### *Currency, specified denomination, issue size and term of the Securities*

The Securities will be issued in Euro (EUR) (the "**Issue Currency**") and settled in the same currency (the "**Settlement Currency**"). The Securities are tradable in nominal and the specified denomination per Security is EUR 1,000. The issue size is EUR 5,000,000. The issue price is 100% of the Specified Denomination.

The issue date is 8 July 2022 (the "**Issue Date**"). Subject to early termination, the Securities are scheduled to redeem on 8 July 2032 (the "**Scheduled Settlement Date**").

#### *Rights attached to the Securities*

**Potential return:** The Securities will give each holder of Securities the right to receive potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on some (but not all) amendments to the terms and conditions of the Securities. The potential return will be in the forms of: (i) one or more Interest Amounts, (ii) an Autocall Cash Settlement Amount, and/or (iii) a Final Cash Settlement Amount, provided that if the Securities are early terminated, the potential return may be in the form of an Early Cash Settlement Amount, instead.

**Taxation:** All payments in respect of the Securities shall be made without withholding or deduction for or on account of any Irish taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, save in limited circumstances, be required to pay additional amounts to cover the amounts so withheld or deducted.

**Events of default:** If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the holder.

#### *Limitations on rights*

**Early redemption following certain disruption events or due to unlawfulness or impracticability:** The Issuer may redeem the Securities prior to their Scheduled Settlement Date following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Asset(s),

taxation or the relevant currency of the Securities, or if it determines that the performance of any of its obligations under the Securities is unlawful or physically impracticable. If this occurs, investors will receive an "Early Cash Settlement Amount" equal to 100% of the Calculation Amount.

**Certain additional limitations:**

- 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 Asset(s).
- 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, to monetise the Securities, 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 Underlying Asset(s), to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the Underlying Asset(s).
- 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.

**Governing law**

The Securities will be governed by Irish law and the rights thereunder will be construed accordingly.

**Description of the calculation of potential return on the Securities**

**Underlying Assets:** The return on and value of the Securities is dependent on the performance of the following Underlying Asset:

Underlying Asset <sub>(Interest)(Autocall Settlement)(Final Settlement)(Downside)</sub>	Type	Initial Price	Initial Valuation Date
SPCED4ET - S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement Index (Series 4)	Index	[TBD], being the Valuation Price of the Underlying Asset on the Initial Valuation Date	24 June 2022

For the purposes of determining an Interest Amount, Underlying Assets shall mean the Underlying Assets<sub>(Interest)</sub>, for the purposes of determining Automatic Settlement (Autocall) Event, Underlying Assets shall mean the Underlying Assets<sub>(Autocall Settlement)</sub>, for the purposes of determining the Final Cash Settlement Amount, Underlying Assets shall mean the Underlying Assets<sub>(Final Settlement)</sub> and for the purposes of determining the Downside Final Performance and the relevant terms and definitions and the Final Cash Settlement Amount and the relevant terms and definitions Underlying Assets shall mean the Underlying Assets<sub>(Downside)</sub>.

**Calculation Amount:** Calculations in respect of amounts payable under the Securities are made by reference to the "Calculation Amount", being EUR 1,000 per Security.

**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, indicative minimum amount, an indicative maximum amount or indicative amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

**Determination Agent:** Barclays Bank Ireland PLC will be appointed to make calculations and determinations with respect to the Securities.

**A – Interest**

Each Security will only pay interest in respect of an Interest Valuation Date if the closing level of the Underlying Asset on such Interest Valuation Date is greater than or equal to its corresponding Interest Barrier. If this occurs, the amount of interest payable with respect to that Interest Valuation Date is calculated by adding the sum of (1) and (2) below:

- (1) the fixed rate of 5.00% multiplied by EUR 1,000; and
- (2) the number of previous Interest Valuation Dates in respect of which no interest was payable (since the last time interest was payable) multiplied by the fixed rate of 5.00% multiplied by EUR 1,000.

Interest will be payable on the corresponding Interest Payment Date set out in the table below. Each Interest Valuation Date and Interest Barriers is as follows:

Interest Valuation Date	Interest Barriers	Interest Payment Date
26 June 2023	60% of the Initial Price	10 July 2023
24 June 2024	60% of the Initial Price	8 July 2024
24 June 2025	60% of the Initial Price	8 July 2025
24 June 2026	60% of the Initial Price	8 July 2026
24 June 2027	60% of the Initial Price	8 July 2027
26 June 2028	60% of the Initial Price	10 July 2028
25 June 2029	60% of the Initial Price	9 July 2029

24 June 2030	60% of the Initial Price	8 July 2030
24 June 2031	60% of the Initial Price	8 July 2031
24 June 2032	60% of the Initial Price	8 July 2032

#### B – Automatic Settlement (Autocall)

The Securities will automatically redeem if the closing level of the Underlying Asset divided by its Initial Price is at or above its corresponding Autocall Barrier Percentage in respect of any Autocall Valuation Date. If this occurs, you will receive an Autocall Cash Settlement Amount equal to the Calculation Amount multiplied by 100% payable on the Autocall Settlement Date corresponding to such Autocall Valuation Date. The relevant Autocall Settlement Date may be postponed following the postponement of an Autocall Valuation Date due to a disruption event.

Autocall Valuation Date	Autocall Settlement Date	Autocall Barrier Percentage
24 June 2025	08 July 2025	85%
24 June 2026	08 July 2026	85%
24 June 2027	08 July 2027	85%
26 June 2028	10 July 2028	85%
25 June 2029	09 July 2029	85%
24 June 2030	08 July 2030	85%
24 June 2031	08 July 2031	85%
24 June 2032	08 July 2032	85%

#### C – Final Settlement

If the Securities have not otherwise redeemed, each Security will be redeemed on the Scheduled Settlement Date by payment of the Final Cash Settlement Amount. The Scheduled Settlement Date may be postponed following the postponement of the Final Valuation Date due to a disruption event.

The Final Cash Settlement Amount is calculated as follows:

- (i) if the Final Performance is greater than or equal to the Strike Price Percentage ("SPP") or the Downside Final Performance is greater than or equal to the Knock-in Barrier Percentage (being 50%), 100% multiplied by the Calculation Amount;
- (ii) otherwise, an amount calculated by dividing the Downside Final Performance by the Strike Price Percentage (being 100%) and multiplying the result by the Calculation Amount.

"Downside Final Performance" or "DFP" means the Final Performance in respect of the relevant Downside Underlying Performance Type<sub>(Settlement)</sub> and (as applicable) the relevant Downside Underlying Asset(s).

For the avoidance of doubt, references to the Underlying Performance Type<sub>(Settlement)</sub> shall be construed as the Downside Underlying Performance Type<sub>(Settlement)</sub> and references to, and the definitions of, Final Valuation Price, Final Valuation Date, Initial Price<sub>(Settlement)</sub>, and related terms shall be construed in respect of the relevant Downside Underlying Asset(s).

"Downside Underlying Asset" means the Underlying Asset<sub>(Downside)</sub>.

"Final Performance" means the Final Valuation Price divided by the Initial Price.

"Final Valuation Date" means 24 June 2032, subject to adjustment.

"Final Valuation Price" means, in respect of the Underlying Asset, the closing price in respect of the Underlying Asset on the Final Valuation Date.

#### *Status of the Securities*

The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.

#### *Description of restrictions on free transferability of the Securities*

The Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act 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 foregoing, the Securities will be freely transferable.

#### Where will the Securities be traded?

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the Irish Stock Exchange Trading plc as Euronext Dublin.

#### What are the key risks that are specific to the Securities?

The Securities are subject to the following key risks:

- **You may lose some or all of your investment in the Securities:** The terms of the Securities do not provide for a scheduled minimum payment at maturity and as such, depending on the performance of the Underlying Asset(s), you may lose some or all of your investment. You may also lose some or all of your investment if: (a) you sell your Securities before their scheduled maturity or expiry; (b) your Securities are early redeemed in certain extraordinary circumstances; or (c) the terms and conditions of your Securities are adjusted such that the amount payable or property deliverable to you is less than your initial investment.

- **There are risks associated with the valuation, liquidity and offering of the Securities:** The market value of your Securities may be lower than the issue price since the issue price may take into account the Issuer's and/or distributor's profit margin and costs in addition to the fair market value of the Securities. The market value of your Securities may be affected by the volatility, level, value or price of the Underlying Asset(s) at the relevant time, changes in interest rates, the Issuer's financial condition and credit ratings, the supply of and demand for the Securities, the time remaining until the maturity or expiry of the Securities and other factors. The price, if any, at which you will be able to sell your Securities prior to maturity may be substantially less than the amount you originally invested. Your Securities may not have an active trading market and the Issuer may not be under any obligation to make a market or repurchase the Securities prior to redemption.
- **You are subject to risks associated with the determination of amount payable under the Securities:**  
  
The Securities bear interest at a rate that is contingent upon the performance of the Underlying Asset and may vary from one Interest Payment Date to the next. You may not receive any interest payments if the Underlying Asset do not perform as anticipated.  
  
As the Final Cash Settlement Amount is subject to a cap, the value of or return on your Securities may be significantly less than if you had purchased the Underlying Asset(s) directly.
- **Your Securities are subject to adjustments and early redemption:** Pursuant to the terms and conditions of the Securities, following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Asset(s), taxation or the relevant currency of the Securities, the Determination Agent or the Issuer may take a number of remedial actions, including estimating the level of the Underlying Asset, substituting the Underlying Asset, and making adjustments to the terms and conditions of the Securities. Any of such remedial action may change the economic characteristics of the Securities and have a material adverse effect on the value of and return on the Securities. If no remedial action can be taken, or it is determined that the performance of any of the Issuer's obligations under the Securities is unlawful or physically impracticable, the Issuer may early redeem the Securities by payment of an Early Cash Settlement Amount. If early redemption occurs, you will lose the opportunity to participate in any subsequent positive performance of the Underlying Asset(s) and be unable to realise any potential gains in the value of the Securities. You may not be able to reinvest the proceeds from an investment at a comparable return and/or with a comparable interest or coupon rate for a similar level of risk.
- **Settlement is subject to conditions and may be impossible in certain circumstances:** Payment of the amount payable to you will not take place until all conditions to settlement have been satisfied in full. No additional amounts will be payable to you by the Issuer because of any resulting delay or postponement. Certain settlement disruption events may occur which could restrict the Issuer's ability to make payments, and the date of settlement could be delayed accordingly.
- **Risks relating to Underlying Asset(s) that are equity indices:** Equity indices are composed of a synthetic portfolio of shares and provide investment diversification opportunities, but will be subject to the risk of fluctuations in both equity prices and the value and volatility of the relevant equity index. The Securities are linked to equity indices, and as such may not participate in dividends or any other distributions paid on the shares which make up such indices. Accordingly, you may receive a lower return on the Securities than you would have received if you had invested directly in those shares. The index sponsor can add, delete or substitute the components of an equity index at its discretion, and may also alter the methodology used to calculate the level of such index. These events may have a detrimental impact on the level of that index, which in turn could have a negative impact on the value of and return on the Securities.
- **The Underlying Asset(s) are 'benchmarks' for the purposes of the EU Benchmarks Regulation (Regulation (EU) 2016/1011, as amended):** Pursuant to the Benchmarks Regulation, an Underlying Asset may not be used in certain ways by an EU supervised entity after 31 December 2021 if its administrator does not obtain authorisation or registration (or, if a non-EU entity, does not satisfy the "equivalence" conditions and is not "recognised" pending an equivalence decision or is not "endorsed" by an EU supervised entity).
- **Taxation risks:** The levels and basis of taxation on the Securities and any reliefs for such taxation will depend on your individual circumstances and could change at any time over the life of the Securities. This could have adverse consequences for you and you should therefore consult your own tax advisers as to the tax consequences to you of transactions involving the Securities.
- **Potential conflicts of interest:** Conflicts of interest may exist where Barclays Bank Ireland PLC or its affiliate: (i) acts in multiple capacities with respect to the Securities (e.g. acting as issuer, manager and determination agent); (ii) enters into hedging transactions to cover the Issuer's exposure to the relevant cash amounts to be paid or assets to be delivered under the Securities as these fall due; and (iii) uses price contributions from its trading desks as a pricing source for an Underlying Asset. In light of such conflicts, the actions taken or determinations made by Barclays Bank Ireland PLC or its affiliates in relation to the Securities may not always be in the best interest of the holders. In addition to hedging transactions, Barclays Bank PLC may trade on the Underlying Asset(s) in the ordinary course of its business. Such trading could affect the market price of the Underlying Asset(s), which may in turn materially adversely affect the value and return on your Securities.

## KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

### Under which conditions and timetable can I invest in these Securities?

#### *Terms and conditions of the offer*

The terms and conditions of any offer of Securities to the public may be determined by agreement between the Issuer and the Authorised Offeror at the time of each issue.

The Securities are offered for subscription in Ireland during the period from (and including) 25 April 2022 to (but excluding) 24 June 2022 (the "Offer Period") and such offer is subject to the following conditions:

- Offer Price: The Issue Price
- Conditions to which the offer is subject: The Issuer reserves the right to withdraw the offer for Securities at any time 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.

<ul style="list-style-type: none"> <li>• 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 1(4) of the EU Prospectus Regulation in Ireland (the "<b>Public Offer Jurisdiction</b>") 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.</li> <li>• 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.</li> <li>• Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable.</li> <li>• Details of the method and time limits for paying up and delivering the Securities: Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.</li> <li>• 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.</li> <li>• Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable.</li> <li>• Categories of holders to which the Securities are offered and whether Tranche(s) have been reserved for certain countries: Offers may be made through the Authorised Offeror in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made through the Authorised Offeror pursuant to an exemption from the obligation under the EU Prospectus Regulation to publish a prospectus.</li> <li>• Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: Applicants will be notified directly by the Authorised Offeror of the success of their application. No dealings in the Securities may take place prior to the Issue Date.</li> <li>• Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: the Authorised Offeror</li> </ul>
<p><b><i>Estimated total expenses of the issue and/or offer including expenses charged to investor by issuer/offeror</i></b></p> <p>The estimated total expenses of the issue and/or offer are EUR 1,000.</p> <p>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 holders at the time of each issue.</p>
<p align="center"><b>Who is the offeror and/or the person asking for admission to trading?</b></p> <p>The Issuer is the entity offering and requesting for admission to trading of the Securities.</p>
<p align="center"><b>Why is the Prospectus being produced?</b></p> <p><b><i>Use and estimated net amount of proceeds</i></b></p> <p>The net proceeds from each issue of Securities will be applied by the Issuer for its general corporate purposes, which include making a profit and/or hedging certain risks.</p>
<p><b><i>Underwriting agreement on a firm commitment basis</i></b></p> <p>The offer of the Securities is not subject to an underwriting agreement on a firm commitment basis.</p>
<p><b><i>Description of any interest material to the issue/offer, including conflicting interests</i></b></p> <p>The Authorised Offeror may be paid fees in relation to the offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, Authorised Offeror or their affiliates (who may have interests in transactions in derivatives related to the Underlying Asset which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and holders.</p> <p>Any Authorised Offeror and its affiliates may engage, and may in the future engage, in hedging transactions with respect to the Underlying Asset.</p>