

**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 of the Swiss Federal Act on Financial Services of 15 June 2018, as amended ("**FinSA**"). 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.

#### FINAL TERMS



**BARCLAYS BANK PLC**

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

**Legal Entity Identifier (LEI): G5GSEF7VJP5I7OUK5573**

**Up to SEK 100,000,000 Securities due January 2029 under the Global Structured Securities Programme (the "Tranche 1 Securities")**  
**Issue Price: 110.00 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 PLC (the "**Issuer**"). These Final Terms complete and should be read in conjunction with GSSP EU Base Prospectus which constitutes a base prospectus drawn up as separate documents (including the Registration Document dated 16 March 2023 and the Securities Note relating to the GSSP EU Base Prospectus dated 13 April 2023) (the "**Base Prospectus**") for the purposes of Article 8(6) of the EU Prospectus Regulation, save in respect of the Terms and Conditions of the Securities which are extracted from the 2022 GSSP Base Prospectus 9 dated 30 June 2022 (the "**2022 GSSP Base Prospectus 9**") and which are incorporated by reference into the Base Prospectus. 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, save in respect of the Terms and Conditions of the Securities which are extracted from the

2022 GSSP Base Prospectus 9. A summary of the individual issue of the Securities is annexed to this Final Terms.

The Base Prospectus, any supplements to the Base Prospectus and the 2022 GSSP Base Prospectus 9 are available for viewing at: <https://home.barclays/investor-relations/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 2022 GSSP Base Prospectus 9 and not defined in the Final Terms shall bear the same meanings when used herein.

The Securities are not intended to qualify as eligible debt securities for purposes of the minimum requirement for own funds and eligible liabilities ("MREL") as set out under the Bank Recovery and Resolution Directive (EU) 2014/59, as amended.

The Registration Document and the supplements thereto are available for viewing at: <https://home.barclays/investor-relations/structured-securities-prospectuses/#registrationdocument> and <https://home.barclays/investor-relations/structured-securities-prospectuses/#registrationdocumentsupplement>.

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 24 May 2023**

## PART A – CONTRACTUAL TERMS

### *Provisions relating to the Securities*

1. (a) Series: NX00364698  
(b) Tranche: 1
2. Settlement Currency:
  - (a) Issue Currency Swedish Krona (“**SEK**”)
  - (b) Settlement Currency: SEK
3. Securities: Notes
4. Notes: Applicable
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: Up to SEK 100,000,000
    - (ii) Series: Up to SEK 100,000,000
  - (b) Specified Denomination: SEK 10,000
  - (c) Minimum Tradable Amount: SEK 10,000 (and SEK 10,000 thereafter)
5. Certificates: Not Applicable
6. Calculation Amount: SEK 10,000
7. Issue Price: 110.00 per cent. of the Aggregate Nominal Amount  

The Issue Price includes a commission element payable by the Issuer to the Authorised Offeror which will be no more than 5.45 per cent. of the Issue Price. 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: 26 July 2023
9. Scheduled Settlement Date: 26 January 2029, subject to adjustment in accordance with the Business Day Convention
10. Type of Security: Equity Index Linked Securities
11. Underlying Performance Type<sub>(Settlement)</sub>: For the purpose of determination of the Final Performance: Basket
12. Downside Underlying Performance Type<sub>(Settlement)</sub>: Not Applicable

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

13. Interest Type: Not Applicable  
General Condition 9 (*Interest*)

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

14. Automatic Settlement (Autocall): Not Applicable  
General Condition 10 (*Automatic Settlement (Autocall)*)
15. Optional Early Settlement Event: Not Applicable  
General Condition 11 (*Optional Early Settlement Event*)

***Provisions relating to Final Settlement***

16. (a) Final Settlement Type: Supertracker  
General Condition 12 (*Final Settlement*)
- (b) Settlement Method: Cash
- (c) Protection Level: 100 per cent.
- (d) Participation<sub>(Settlement)</sub>: Indicatively 100 per cent., provided the Participation<sub>(Settlement)</sub>, will not be less than 80 per cent.
- (e) Downside FX Conversion: Not Applicable
- (f) Upside FX Conversion: Not Applicable
- (g) Upper Strike Percentage: 100 per cent.
- (h) Cap<sub>(Settlement)</sub>: Not Applicable
- (i) Floor: 0.00 per cent.
- (j) Downside: Not Applicable

***Provisions relating to Drop Back***

17. Drop Back Payout: General Not Applicable  
Condition 9.39 and General  
Condition 12.27

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

18. Nominal Call Event Settlement: Not Applicable  
General Condition 13 (*Nominal Call Event Settlement*)

***Provisions relating to Instalment Notes***

19. Instalment Notes: Not Applicable  
General Condition 15 (*Settlement by Instalments*)

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

20. Underlying Asset: A basket comprised of 5 Indices, each of which is set out in the Appendix (each, an "**Underlying Asset**" or a "**Index**" and together, the "**Underlying Assets**" or the "**Basket of Underlying Assets**" or the "**Indices**").
- (a) Initial Valuation Date: 06 July 2023

- |                                     |  |
|-------------------------------------|--|
| (b) Index:                          | As further specified in the Appendix                           |
| (i) Exchange:                       | In respect of each Index, as further specified in the Appendix |
| (ii) Related Exchange:              | In respect of each Index, as further specified in the Appendix |
| (iii) Underlying Asset<br>Currency: | In respect of each Index, as further specified in the Appendix |
| (iv) Bloomberg Screen:              | In respect of each Index, as further specified in the Appendix |
| (v) Refinitiv Screens:              | In respect of each Index, as further specified in the Appendix |
| (vi) Index Sponsor:                 | In respect of each Index, as further specified in the Appendix |
| (vii) Weight:                       | In respect of each Index, as further specified in the Appendix |
| (viii) Prenominate Index            | In respect of each Index, Not Applicable                       |
21. (a) Initial Price<sub>(Settlement)</sub>:
- |                        |   |
|------------------------|---|
| (i) Averaging-in:      | Applicable  |
|                        | Averaging-in Dates: 06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023 |
| (ii) Min Lookback-in:  | Not Applicable  |
| (iii) Max Lookback-in: | Not Applicable  |
- (b) Initial Valuation Date: 06 July 2023
22. (a) Final Valuation Price:
- |                         |   |
|-------------------------|---|
| (i) Averaging-out:      | Applicable  |
|                         | Averaging-out Dates: 10 January 2028, 08 February 2028, 08 March 2028, 10 April 2028, 08 May 2028, 08 June 2028, 10 July 2028, 08 August 2028, 08 September 2028, 09 October 2028, 08 November 2028, 08 December 2028 and 08 January 2029 |
| (ii) Min Lookback-out:  | Not Applicable  |
| (iii) Max Lookback-out: | Not Applicable  |
- (b) Final Valuation Date: 08 January 2029
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 18 (*Consequences of Disrupted Days*)
- |                            |                |
|----------------------------|----------------|
| (a) Omission:              | Not Applicable |
| (b) Postponement:          | Applicable     |
| (c) Modified Postponement: | Not Applicable |
25. Consequences of a Disrupted Day (in respect of an Averaging Date or

<p>Lookback General Condition 26 (<i>Adjustments to Valuation Dates and Reference Date</i>)</p>	<p>Date):</p>	
<p>Omission:</p>		<p>Not Applicable</p>
<p>Postponement:</p>		<p>Not Applicable</p>
<p>26. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback General Condition 38 (<i>Consequences upon a Reference Date becoming a Disrupted Day</i>)</p>	<p>Date):</p>	
<p>(a) Omission:</p>		<p>Not Applicable</p>
<p>(b) Postponement:</p>		<p>Not Applicable</p>
<p>(c) Modified Postponement:</p>		<p>Not Applicable</p>
<p>27. Additional Disruption Events: General Condition 66.1 (<i>Definitions</i>)</p>		
<p>(a) Change in Law:</p>		<p>Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(b) Currency Disruption Event:</p>		<p>Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(c) Hedging Disruption:</p>		<p>Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(d) Issuer Tax Event:</p>		<p>Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(e) Extraordinary Market Disruption:</p>		<p>Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(f) Increased Cost of Hedging:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(g) Affected Jurisdiction Hedging Disruption:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(h) Affected Jurisdiction Increased Cost of Hedging:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(i) Increased Cost of Stock Borrow:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(j) Loss of Stock Borrow:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(k) Foreign Ownership Event:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(l) Fund Disruption Event:</p>		<p>Not Applicable as per General Condition 66.1 (<i>Definitions</i>)</p>
<p>(m) Fund Event:</p>		<p>Not Applicable</p>
<p>(n) Potential Adjustment of Payment Events:</p>		<p>Not Applicable</p>
<p>(o) Barclays Index Disruption:</p>		<p>Not Applicable</p>
<p>28. Early Cash Settlement Amount:</p>		<p>Market Value</p>

29. Early Settlement Notice Period Number:	As specified in General Condition 66.1 ( <i>Definitions</i> )
30. Substitution of Shares:	Not Applicable
31. Entitlement Substitution:	Not Applicable
32. FX Disruption Event:	Not Applicable
33. Disruption Fallbacks: General Condition 21 ( <i>Consequences of FX Disruption Events (FX)</i> )	Not Applicable
34. Unwind Costs:	Applicable
35. Settlement Expenses:	Not Applicable
36. Local Jurisdiction Taxes and Expenses:	Not Applicable
37. Consequences of a Fund Event: General Condition 28 ( <i>Consequences of a Fund Event</i> )	Not Applicable
<b><i>General provisions</i></b>	
38. Form of Securities:	Uncertificated Securities in dematerialised book-entry form held in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (1998:1479), as amended.  TEFRA: Not Applicable
39. Trade Date:	04 July 2023
40. 871(m) Securities:	The Issuer has determined that the Securities (without regard to any other transactions) should not be subject to US withholding tax under Section 871(m) of the US Internal Revenue Code and regulations promulgated thereunder
41. (a) Prohibition of Sales to EEA Retail Investors:	Not Applicable
(b) Prohibition of Sales to UK Retail Investors:	Applicable – see cover page of these Final Terms
(c) Prohibition of Sales to Swiss Retail Investors:	Applicable – see cover page of these Final Terms
42. Business Day:	As specified in General Condition 66.1 ( <i>Definitions</i> ).
43. Business Day Convention:	Modified Following, subject to adjustment for Unscheduled Business Day Holiday
44. Determination Agent:	Barclays Bank PLC
45. Registrar:	Not Applicable
46. Transfer Agent:	Not Applicable

47. (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
48.	Registration Agent:	Not Applicable
49.	Governing Law:	English law
50.	Relevant Benchmarks:	<p>Amounts payable under the Securities are calculated by reference to EURO STOXX 50® Index, which is provided by STOXX Limited (the "<b>Administrator</b>"). As at the date of the Final Terms, the Administrator appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("<b>ESMA</b>") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "<b>EU Benchmarks Regulation</b>").</p> <p>Amounts payable under the Securities are calculated by reference to S&amp;P 500 Index, which is provided by S&amp;P Dow Jones Indices LLC (the "<b>Administrator</b>"). As at the date of the Final Terms, the Administrator appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("<b>ESMA</b>") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "<b>EU Benchmarks Regulation</b>").</p> <p>Amounts payable under the Securities are calculated by reference to FTSE 100 INDEX, which is provided by FTSE International Limited (the "<b>Administrator</b>"). As at the date of the Final Terms, the Administrator does not appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("<b>ESMA</b>") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "<b>EU Benchmarks Regulation</b>") As far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply, such that FTSE International Limited is not currently required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement or equivalence.</p> <p>Amounts payable under the Securities are calculated by reference to TOPIX Index, which is provided by Tokyo Stock Exchange, Inc. (the "<b>Administrator</b>"). As at the date of the Final Terms, the Administrator does not appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("<b>ESMA</b>") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "<b>EU Benchmarks Regulation</b>") As far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply, such that Tokyo Stock Exchange, Inc. is not currently required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement or equivalence.</p>



Amounts payable under the Securities are calculated by reference to Hang Seng Index, which is provided by Hang Seng Indexes Company Limited (the "**Administrator**"). As at the date of the Final Terms, the Administrator does not appear 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**") As far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply, such that Hang Seng Indexes Company Limited is not currently required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement or equivalence).

**BARCLAYS BANK PLC**

By: \_\_\_\_\_

Name:

Title:

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to Trading: Application will be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the NASDAQ Stockholm with effect from the Issue Date
- (b) Estimate of total expenses related to admission to trading: SEK 1,500
- (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: Up to SEK 100,000,000
- (d) Estimated total expenses: 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: In respect of each Index, as specified in the Appendix under the column entitled “*Bloomberg Code (for identification purposes only)*”.

Index Disclaimers: 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: SE0020354660
- (b) Relevant Clearing System(s) Euroclear Sweden – identification number 04386-1020
- The Securities are Swedish Securities.
- Euroclear Bank S.A./N.V. and Clearstream Banking société anonyme
- (c) Delivery: Delivery free of payment
- (d) Name and address of additional Paying Agent(s): Skandinaviska Enskilda Banken AB (publ) (“**the Swedish Issue and Paying Agent**”), a banking institution incorporated under the laws of Sweden whose registered office is at Kungsträdgårdsgatan 8, SE-106 40 Stockholm, Sweden
- (e) Green Structured Securities: No
- (f) Green Index Linked Securities: No

## 8. TERMS AND CONDITIONS OF THE OFFER

### 8.1 Authorised Offer(s)

- (a) Public Offer: An offer of the Notes 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:** Garantum Fondkommission AB (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/fixed-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)**”): Sweden
- (d) Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s): From and including 24 May 2023 to and including 29 June 2023 (the “**Offer Period**”)

- (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: Up to SEK 100,000,000
- (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 24 May 2023 to and including 29 June 2023
- (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 Sweden (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: Not Applicable

rights and treatment of  
subscription rights not  
exercised:

- (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: Garantum Fondkommission AB  
Smålandsgatan 16, 111 46 Stockholm, Sweden



## SCHEDULE – INDEX DISCLAIMERS

### **FTSE 100 (the "Index")**

The Securities are not in any way sponsored, endorsed, sold or promoted by FTSE International Limited ("FTSE") or the London Stock Exchange Group companies ("LSEG") (together the "Licensor Parties") and none of the Licensor Parties make any claim, prediction, warranty or representation whatsoever, expressly or impliedly, either as to (i) the results to be obtained from the use of the Index (upon which the Securities based), (ii) the figure at which the Index is said to stand at any particular time on any particular day or otherwise, or (iii) the suitability of the Index for the purpose to which it is being put in connection with the Securities.

None of the Licensor Parties have provided or will provide any financial or investment advice or recommendation in relation to the Index to the Issuer or to its clients. The Index is calculated by FTSE or its agent. None of the Licensor Parties shall be (a) liable (whether in negligence or otherwise) to any person for any error in the Index or (b) under any obligation to advise any person of any error therein.

All rights in the Index vest in FTSE. "FTSE®" is a trade mark of LSEG and is used by FTSE under licence.

### **EURO STOXX® 50 Index (the "Index")**

The Index is the intellectual property (including registered trademarks) of STOXX Limited, Zurich, Switzerland ("STOXX"), Deutsche Börse Group or their licensors, which is used under license. The Securities are neither sponsored nor promoted, distributed or in any other manner supported by STOXX, Deutsche Börse Group or their licensors, research partners or data providers and STOXX, Deutsche Börse Group and their licensors, research partners or data providers do not give any warranty, and exclude any liability (whether in negligence or otherwise) with respect thereto generally or specifically in relation to any errors, omissions or interruptions in the Index or its data.

### **S&P 500 Index (the "Index")**

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**APPENDIX**

<b>i</b>	<b>Underlying Asset</b>	<b>Type</b>	<b>Bloomberg Code (for identification purposes only)</b>	<b>Index Sponsor</b>	<b>Exchange</b>	<b>Related Exchange</b>	<b>Underlying Asset Currency</b>	<b>Weight</b>
1	FTSE 100 INDEX	Index	UKX	FTSE International Limited	London Stock Exchange	All Exchanges	GBP	20%
2	EURO STOXX 50® Index	Index	SX5E	STOXX Limited	Multi-exchange	All Exchanges	EUR	20%
3	S&P 500 Index	Index	SPX	S&P Dow Jones Indices LLC	Multi-exchange	All Exchanges	USD	20%
4	TOPIX Index	Index	TPX	Tokyo Stock Exchange, Inc.	Tokyo Stock Exchange	All Exchanges	JPY	20%
5	Hang Seng Index	Index	HSI	Hang Seng Indexes Company Limited	The Stock Exchange of Hong Kong	All Exchanges	HKD	20%

## 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:** Up to SEK 100,000,000 Securities due January 2029 pursuant to the Global Structured Securities Programme (ISIN: SE0020354660) (the "Securities").

**The Issuer:** The Issuer is Barclays Bank PLC. Its registered office is at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number: +44 (0)20 7116 1000) and its Legal Entity Identifier ("LEI") is G5GSEF7VJP5I7OUK5573

**The Authorised Offeror:** The Authorised Offeror is Garantum Fondkommission AB with its address at Smålandsgatan 16, 111 46 Stockholm, Sweden (telephone number: +46 8 522 550 00) and its LEI is 549300SUPDLSXO6YWJ42.

**Competent authority:** The Base Prospectus was approved on 13 April 2023 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 ON THE ISSUER

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

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

Barclays Bank PLC (the "Issuer") is a public limited company registered in England and Wales under number 1026167. The liability of the members of the Issuer is limited. It has its registered and head office at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number +44 (0)20 7116 1000). The Legal Entity Identifier (LEI) of the Issuer is G5GSEF7VJP5I7OUK5573.

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

The Group's businesses include consumer banking and payments operations around the world, as well as a top-tier, full service, global corporate and investment bank. The Group comprises of Barclays PLC together with its subsidiaries, including the Issuer. The Issuer's principal activity is to offer products and services designed for larger corporate, wholesale and international banking clients.

The term the "Group" mean Barclays PLC together with its subsidiaries and the term "Barclays Bank 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 PLC. Barclays PLC is the ultimate holding company of the Group.

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

The key managing directors of the Issuer are C.S. Venkatakrishnan (Chief Executive and Executive Director) and Anna Cross (Executive Director).

##### *Identity of the statutory auditors of the Issuer*

The statutory auditors of the Issuer are KPMG LLP ("KPMG"), chartered accountants and registered auditors (a member of the Institute of Chartered Accountants in England and Wales), of 15 Canada Square, London E14 5GL, United Kingdom.

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

The Issuer has derived the selected consolidated financial information included in the table below for the years ended 31 December 2022 and 31 December 2021 from the annual consolidated financial statements of the Issuer for the years ended 31 December 2022 and 2021 (the "Financial Statements"), which have each been audited with an unmodified opinion provided by KPMG.

#### Consolidated Income Statement

	As at 31 December	
	2022	2021
	(£m)	(£m)
Net interest income .....	5,398	3,073
Net fee and commission income .....	5,426	6,587
Credit impairment charges / (releases) .....	(933)	277
Net trading income.....	7,624	5,788
Profit before tax .....		

Profit after tax .....	4,867	5,418
	4,382	4,588

### Consolidated Balance Sheet

	As at 31 December	
	2022	2021
	(£m)	
Total assets.....	1,203,537	1,061,778
Debt securities in issue.....	60,012	48,388
Subordinated liabilities .....	38,253	32,185
Loans and advances at amortised cost .....	182,507	145,259
Deposits at amortised cost .....	291,579	262,828
Total equity .....	58,953	56,317

### Certain Ratios from the Financial Statements

	As at 31 December	
	2022	2021
	(%)	
Common Equity Tier 1 capital .....	12.7	12.9
Total regulatory capital .....	20.8	20.5
UK leverage ratio <sup>1</sup> .....	4.6	3.7

<sup>1</sup> Prior period comparatives are on a CRR leverage basis as Barclays Bank PLC solo-consolidated was not subject to the UK Leverage framework until 1 January 2022. Had the UK framework been applied as at 31 December 2021, the Barclays Bank PLC UK Leverage ratio would have been 4.1%.

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

The Barclays Bank Group 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 Barclays Bank Group'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 Barclays Bank Group's control, including escalation of global conflicts, acts of terrorism, natural disasters, pandemics and similar events, although not detailed below, could have a similar impact on the Barclays Bank Group.

- **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) potentially unfavourable global and local economic and market conditions, as well as geopolitical developments; (ii) the impact of COVID-19; (iii) the impact of interest rate changes on the Barclays Bank Group's profitability; (iv) the competitive environments of the banking and financial services industry; (v) the regulatory change agenda and impact on business model; (vi) the impact of benchmark interest rate reforms on the Barclays Bank Group; and (vii) change delivery and execution risks.
- **Climate risk:** Climate risk is the impact on financial and operational risks arising from climate change through physical risks, risks associated with transitioning to a lower carbon economy and connected risks arising as a result of second order impacts of these two drivers on portfolios.
- **Credit and Market risks:** Credit risk is the risk of loss to the Barclays Bank Group from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Barclays Bank Group. The Barclays Bank Group is subject to risks arising from changes in credit quality and recovery rates for loans and advances due from borrowers and counterparties. Market risk is the risk of loss arising from potential adverse change in the value of the Barclays Bank Group's assets and liabilities from fluctuation in market variables.
- **Treasury and capital risk and the risk that the Issuer and the Barclays Bank Group are subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Barclays Bank Group which are (1) liquidity risk – the risk that the Barclays Bank Group 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 Barclays Bank Group has an insufficient level or composition of capital; and (3) interest rate risk in the banking book – the risk that the Barclays Bank Group 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 Banking Act 2009, substantial powers are granted to the Bank of England (or, in certain circumstances, HM Treasury), in consultation with the United Kingdom Prudential Regulation Authority, the UK Financial Conduct Authority and HM Treasury, as appropriate as part of a special resolution regime. These powers enable the Bank of England (or any successor or replacement thereto and/or such other authority in the United Kingdom with the ability to exercise the UK Bail-in Power) (the "**Resolution Authority**") to implement various resolution measures and stabilisation options (including, but not limited to, the bail-in tool) with respect to a UK bank or investment firm and certain of its affiliates (as at the date of the Registration Document, including the Issuer) in circumstances in which the Resolution Authority is satisfied that the relevant resolution conditions are met.

- **Operational and model risks:** Operational risk is the risk of loss to the Barclays Bank Group 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 potential for adverse consequences from 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 poor outcomes for, or harm to customers, clients and markets, arising from the delivery of the Barclays Bank Group's products and services. Reputation risk is the risk that an action, transaction, investment, event, decision or business relationship will reduce trust in the Barclays Bank Group's integrity and/or competence. The Barclays Bank Group conducts activities in a highly regulated global market which exposes it and its employees 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/or conflict, and may be unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Barclays Bank Group's businesses and business practices. In each case, this exposes the Barclays Bank Group and its employees to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Barclays Bank Group to meet their respective obligations, including legal, regulatory or contractual requirements. Legal risk may arise in relation to any number of the material existing and emerging risks summarised above.

## KEY INFORMATION ON 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: **Series number:** NX00364698; **Tranche number:** 1; **ISIN:** SE0020354660.

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

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

The Securities will be issued in Swedish Krona ("**SEK**") (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 SEK 10,000. The issue size is up to SEK 100,000,000. The issue price is 110% of the Specified Denomination.

The issue date is 26 July 2023 (the "**Issue Date**"). Subject to early termination, the Securities are scheduled to redeem on 26 January 2029 (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 form of: 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 UK 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 that an unlawfulness or impracticability event has occurred. In such case, investors will receive an "**Early Cash Settlement Amount**" equal to the fair market value of the Securities prior to their redemption.

#### **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 English 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 Assets:

<b>Underlying Asset</b> <sub>(Final Settlement)</sub>	<b>Type</b>	<b>Initial Price</b>	<b>Averaging-in Dates</b>
FTSE 100 INDEX	Index	The arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023
EURO STOXX 50® Index	Index	The arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023
S&P 500 Index	Index	The arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023
TOPIX Index	Index	The arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023
Hang Seng Index	Index	The arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	06 July 2023, 07 August 2023, 06 September 2023 and 06 October 2023

For the purposes of determining the Final Cash Settlement Amount, Underlying Asset shall mean the Underlying Asset<sub>(Final Settlement)</sub>.

**Calculation Amount:** Calculations in respect of amounts payable under the Securities are made by reference to the "Calculation Amount", being SEK 10,000 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 PLC will be appointed to make calculations and determinations with respect to the Securities.

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**A – 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 as the sum of:

- (i) the Protection Level (being 100%) multiplied by the Calculation Amount;

PLUS

- (ii) if:
- (a) the Final Performance is greater than or equal to the Upper Strike Percentage (being 100%), an amount equal to the product of the Calculation Amount and the greater of (I) the Floor (being 0%) and (II) the Participation<sub>(Settlement)</sub> (being, indicatively, 100%, provided the Participation<sub>(Settlement)</sub> will not be less than 80%) multiplied by the amount equal to the Final Performance minus the Upper Strike Percentage (being 100%); or
  - (b) otherwise, zero.

"Final Performance" means the sum of the Weighted Final Asset Performance.

"**Weighted Final Asset Performance**" means, in relation to each Underlying Asset: Weight multiplied by the Final Valuation Price divided by the Initial Price<sub>(Settlement)</sub> as calculated in respect of the Final Valuation Date.

"**Weight**" means, in relation to each Underlying Asset respectively:

i	Underlying Asset (Index)	Weight
1	FTSE 100 INDEX	20%
2	EURO STOXX 50® Index	20%
3	S&P 500 Index	20%
4	TOPIX Index	20%
5	Hang Seng Index	20%

"**Final Valuation Date**" means 08 January 2029 subject to adjustment.

"**Final Valuation Price**" means, in respect of an Underlying Asset, the arithmetic average of the closing level of the Underlying Asset in respect of each of 10 January 2028, 08 February 2028, 08 March 2028, 10 April 2028, 08 May 2028, 08 June 2028, 10 July 2028, 08 August 2028, 08 September 2028, 09 October 2028, 08 November 2028, 08 December 2028 and 08 January 2029.

#### **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 NASDAQ Stockholm.

#### **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. The Issuer may withdraw the public offer at any time. In such case, where you have already paid or delivered subscription monies for the relevant Securities, you will be entitled to reimbursement of such amounts, but will not receive any remuneration that may have accrued in the period between their payment or delivery of subscription monies and the reimbursement of the Securities.
- You are subject to risks associated with the determination of amount payable under the Securities:**

The calculation of amount payable depends on the level, value or price of the Underlying Asset(s) reaching or crossing a 'barrier' during a specified period or specified dates during the term of the Securities. This means you may receive less (or, in certain cases, more) if the level, value or price of the Underlying Asset(s) crosses or reaches (as applicable) a barrier, than if it comes close to the barrier but does not reach or cross it (as applicable), and in certain cases you might receive no interest or coupon payments and/or could lose some or all of your investment. The amount payable on your Securities will be calculated based on an initial price and final price which is the arithmetic average of the applicable levels, prices or other applicable values of the Underlying Asset(s) on the specified averaging dates, rather than on one initial valuation date or final valuation date. This means that if the applicable level, price or value of the Underlying Asset(s) dramatically changes on one or more of the averaging dates, the amount payable on your Securities may be significantly less than it would have been if the amount payable had been calculated by reference to a single value taken on an initial valuation date or final valuation date.



The Securities reference a basket of Underlying Assets, each of which demonstrates unique risk characteristics. If the Underlying Assets are correlated, the performance of the Underlying Asset(s) in the basket can be expected to move in the same direction. If the performance of a basket gives a greater 'weight' to a basket constituent as compared to other basket constituents, the basket performance will be more affected by changes in the value of that particular basket constituent than a basket which apportions an equal weight to each basket constituent. The performance of basket constituents may be moderated or offset by one another. This means that, even in the case of a positive performance of one or more constituents, the performance of the basket as a whole may be negative if the performance of the other constituents is negative to a greater extent.

**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 price of the Underlying Assets, substituting the Underlying Assets, 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 an unlawfulness or impracticability event has occurred, the Issuer may early redeem the Securities by payment of an Early Cash Settlement Amount. If early redemption occurs, you may lose some or all of your investment because the Early Cash Settlement Amount may be lower than the price at which you purchase the Securities, or may even be zero. You will also 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.

- **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 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 PLC 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 Sweden during the period from (and including) 24 May 2023 to (and including) 29 June 2023 (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.
- 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 Sweden (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.
- 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.
- Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable
- 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.
- 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.
- Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable.

<ul style="list-style-type: none"> <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 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 7.73% of the Issue Price.</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>See also the item entitled “The Authorised Offeror(s)” above.</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>The estimated net proceeds is 110% per cent. of the issue size.</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>The Authorised Offeror will be paid aggregate commissions equal to 5.45% of the Issue Price. Any Authorised Offeror and its affiliates may engage, and may in the future engage, in hedging transactions with respect to the Underlying Assets.</p>

## SAMMANFATTNING

### INLEDNING OCH VARNINGAR

Denna Sammanfattning ska läsas som en introduktion till Prospektet. Varje beslut om att investera i Värdepapperen ska baseras på en bedömning av Prospektet i dess helhet av investeraren. Under vissa omständigheter kan investeraren förlora hela eller delar av det investerade kapitalet. Om ett krav hänförligt till informationen i Prospektet anförs vid domstol, kan den investerare som är kärande enligt nationell lagstiftning bli tvungen att svara för kostnaderna för översättning av Prospektet innan de rättsliga förfarandena inleds. Civilrättsligt ansvar kan åläggas de personer som lagt fram Sammanfattningen, inklusive översättningar därav, men endast om Sammanfattningen är vilseledande, felaktig eller oförenlig med de andra delarna av Prospektet eller om den inte, tillsammans med de andra delarna av Prospektet, ger nyckelinformation för att hjälpa investerare när de överväger att investera i Värdepapperen.

**Du står i begrepp att köpa en produkt som inte är enkel och som kan vara svår att förstå.**

**Värdepapperen:** Upp till SEK 100,000,000 Värdepapperen med förfalldag januari 2029 i enlighet med det Globala Programmet för Strukturerade Värdepapper (ISIN: SE0020354660) ("Värdepapperen").

**Emittenten:** Emittenten är Barclays Bank PLC. Dess säte är 1 Churchill Place, London, E14 5HP, Storbritannien (telefonnummer: +44 (0)20 7116 1000) och dess identifieringskod för juridiska personer ("**LEI**") är G5GSEF7VJP5I7OUK5573.

**Auktoriserad Erbjudare:** Den Auktoriserade Erbjudaren är is Garantum Fondkommission AB med säte Smålandsgatan 16, 111 46 Stockholm, Sweden (telefonnummer +46 8 522 550 00) och dess identifieringskod för juridiska personer (LEI) är 549300SUPDLSXO6YWJ42.

**Behörig myndighet:** Grundprospektet godkändes den 13 april 2023 av Irlands Centralbank (*Central Bank of Ireland*), Wapping Street, North Wall Quay, Dublin 1, D01 F7X3, Irland (telefonnummer: +353 (0)1 224 6000).

### HUVUDINFORMATION OM EMITTENTEN

#### Vem är Emittenten av Värdepapperen?

##### **Emittentens hemvist och juridiska form**

Barclays Bank PLC ("**Emittenten**") är ett publikt aktiebolag som är registrerat i England och Wales under nummer 1026167. Skyldigheten hos medlemmar i Emittenten är begränsad. Dess säte och huvudkontor är 1 Churchill Place, London, E14 5HP, Storbritannien (telefonnummer +44 (0)20 7116 1000). Emittentens identifieringskod för juridiska personer (LEI) är G5GSEF7VJP5I7OUK5573.

##### **Emittentens huvudverksamhet**

Koncernens verksamhet inbegriper konsumentbank- och betaltjänstverksamhet globalt, såväl som en högklassigt heltäckande global företags- och investmentbank. Koncernen består av Barclays PLC och dess dotterbolag, inbegripet Emittenten. Emittentens främsta verksamhet är att erbjuda produkter och tjänster avsedda för större kommersiell verksamhet, samt inom grossist- och internationell bankverksamhet.

Termen "**Koncernen**" betyder Barclays PLC och dess dotterbolag och termen "**Barclays Bankkoncern**" betyder Barclays Bank PLC och dess dotterbolag.

##### **Emittentens större aktieägare**

Hela av det emitterade ordinarie aktiekapitalet i Emittenten ägs ytterst av Barclays PLC. Barclays PLC är det yttersta holdingbolaget i Koncernen.

##### **Identitet för Emittentens viktigaste befattningshavare**

De viktigaste befattningshavarna i Emittenten är C.S. Venkatakrishnan (Chief Executive Officer och Executive Director) och Anna Cross (Executive Director)\*.

##### **Identitet för Emittentens lagstadgade revisorer**

De lagstadgade revisorerna för Emittenten är KPMG LLP ("**KPMG**"), auktoriserade revisorer och registrerade revisorer (medlemmar av Institute of Chartered Accountants i England och Wales), 15 Canada Square, London E14 5GL, Storbritannien.

#### Vilken är den viktigaste finansiella informationen om Emittenten?

Emittenten har härlett den utvalda konsoliderade finansiella informationen i tabellen nedan för åren som slutade den 31 december 2022 och den 31 december 2021 från de konsoliderade finansiella årsrapporterna för Emittenten för åren som slutade den 31 december 2022 och 2021 (de "**Finansiella Rapporterna**"), vilka har reviderats med ett uttalande enligt standardutformningen tillhandahålllet av KPMG.

<b>Konsoliderad resultaträkning</b>		
	<b>Per den 31 december</b>	
	<b>2022</b>	<b>2021</b>
	(£m)	
Nettoränteintäkt.....	5 398	3 073
Nettointäkt avgifter och courtage.....	5 426	6 587
Kreditförlustreservering ökning/(nedsättning).....	(933)	277
Nettohandelsintäkt.....	7 624	5 788
Vinst före skatt.....	4 867	5 418
Vinst efter skatt.....	4 382	4 588
<b>Konsoliderad balansräkning</b>		
	<b>Per den 31 december</b>	
	<b>2022</b>	<b>2021</b>
	(£m)	
Totala tillgångar.....	1 203 537	1 061 778
Utestående skuldinstrument.....	60 012	48 388
Efterställda skulder.....	38 253	32 185
Lån och förskott till amorteringskostnad.....	182 507	145 259
Insättningar till amorteringskostnad.....	291 579	262 828
Totalt eget kapital.....	58 953	56 317
<b>Vissa förhållanden från de Finansiella Rapporterna</b>		
	<b>Per den 31 december</b>	
	<b>2022</b>	<b>2021</b>
	(%)	
Kärnprimärkapital (CET1).....	12,7	12,9
Totalt regulatoriskt kapital.....	20,8	20,5
Storbritanniens hävstångsförhållande <sup>1</sup> .....	4,6	3,7
<sup>1</sup> Föregående periods jämförelsetal är på basis av CRR hävstångsförhållande eftersom Barclays Bank PLC som enda konsoliderad inte var föremål för Storbritanniens hävstångsregelverk förrän den 1 januari 2022. Hade Storbritanniens regelverk tillämpats per den 31 december 2021, skulle Storbritanniens hävstångsförhållande för Barclays Bank PLC ha varit 4,1%.		

#### Vilka är de huvudsakliga riskerna som är specifika för Emittenten?

Barclays Bankkoncernen har identifierat ett brett spann av risker för vilka dess verksamheter är exponerade för. Väsentliga risker är de som den högsta ledningen ägnar särskild uppmärksamhet åt och som kan leda till att leveransen av Barclays Bankkoncernens strategi, resultat av verksamheten, finansiella ställning och/eller utsikter skiljer sig väsentligt från förväntningarna. Tillväxtrisken är sådana som har okända komponenter, vars påverkan kan kristalliseras under en längre tidsperiod. Dessutom kan vissa andra faktorer utanför Barclays Bankkoncernens kontroll, inklusive upptrappning av globala konflikter, terrorismhändelser, naturkatastrofer, epidemibrott och liknande händelser, även om de inte beskrivs nedan, ha en liknande inverkan på Barclays Bankkoncernen.

- **Väsentliga befintliga och framväxande risker som potentiellt påverkar mer än en huvudrisk:** Förutom väsentliga och framväxande risker som påverkar de huvudsakliga riskerna som anges nedan, finns det även väsentliga befintliga och framväxande risker som potentiellt påverkar mer än en av dessa huvudsakliga risker. Dessa risker är: (i) potentiellt ogynnsamma globala och lokala ekonomiska och marknadsmässiga förhållanden samt geopolitisk utveckling; (ii) effekterna av COVID-19; (iii) påverkan av ränteförändringar på Barclays Bankkoncernens lönsamhet; (iv) konkurrensmiljöerna inom bank- och finanssektorn; (v) agendan för regleringsändring och påverkan på affärsmodellen; (vi) effekterna av reform av referensvärden på Barclays Bankkoncernen; och (vii) förändringar i leverans- och genomföranderisker.
- **Klimatrisk:** Klimatrisk är inverkan på finansiella och operativa risker som uppstår till följd av klimatförändringar genom fysiska risker, risker förknippade med övergången till en ekonomi med lägre koldioxidutsläpp och relaterade risker som uppstår som ett resultat av andrahandspåverkan på dessa två drivkrafter på portföljer.
- **Kredit- och Marknadsrisk:** Kreditrisk är risken för förluster för Barclays Bankkoncernen genom klienters, kunders eller motparters oförmåga att fullfölja sina åtaganden gentemot medlemmarna i Barclays Bankkoncernen. Barclays Bankkoncernen är utsatt för risker som uppstår på grund av förändringar i kreditkvaliteten och återbetalningsgraden av lån och förskott som betalas av låntagare och motparter. Marknadsrisk är risken för förluster som uppstår från potentiella negativa förändringar i värdet på Barclays Bankkoncernens tillgångar och skulder från fluktuationer i marknadsvariabler.
- **Treasury och kapitalrisk samt risken för att Emittenten och Barclays Bankkoncernen är föremål för betydande resolutionsåtgärder:** Det finns tre primära typer av treasury- och kapitalrisk för Barclays Bankkoncernen, som är (1) likviditetsrisk – risken för att Barclays Bankkoncernen inte kan möta sina kontraktuella eller implicita åtaganden eller att den inte har lämpligt belopp av stabil finansiering och likviditet för att stödja sina tillgångar, vilket även kan påverkas av förändringar i kreditvärdighetsbetyg; (2) kapitalrisk – risken för att Barclays Bankkoncernen har en otillräcklig nivå eller sammansättning av kapital; och (3) ränterisk i bankboken – risken för att Barclays Bankkoncernen är exponerad mot kapital- eller inkomstvolatilitet på grund av en missmatchning mellan ränteeponeringar i dess (icke-handlade) tillgångar och skulder. Enligt viss engelsk lagstiftning (*Banking Act*) ges Bank of England betydande befogenheter (eller, under vissa omständigheter, HM Treasury), i samråd med Storbritanniens tillsynsmyndigheter Prudential Regulation Authority, Financial Conduct Authority och HM Treasury, efter vad som är tillämpligt som en del av en särskild resolutionsregim. Dessa befogenheter gör det möjligt

för Bank of England (eller varje efterföljare eller ersättare och/eller sådan annan myndighet i Storbritannien med förmågan att utöva Storbritanniens Resolutionsbefogenheter) ("**Resolutionsmyndigheten**") för att genomföra olika resolutionsåtgärder och stabiliseringsalternativ (inklusive, men inte begränsat till, nedskrivningsverktyget) med avseende på en brittisk bank eller värdepappersföretag och vissa av dess dotterföretag (per dagen för detta Registreringsdokument, inklusive Emittenten) under omständigheter där Resolutionsmyndigheten anser att de relevanta resolutionsvillkoren är uppfyllda.

- **Operationella risker och modellrisk:** Operationell risk är risken för förluster för Barclays Bankkoncernen genom opassande eller fallerade processer eller system, mänsklig faktor eller på grund av externa händelser där orsaken inte beror på kredit- eller marknadsrisk. Modellrisk är potentialen för potentiella negativa konsekvenser från beslut baserade på inkorrekt eller felaktigt använd modelldata och rapporter.
- **Uppföranderisk, ryktesrisk samt juridisk risk och rättsliga konkurrens- och regleringsfrågor:** Uppföranderisk är risken för dåliga utfall för, eller skada för kunder, klienter och marknader, som uppstår ur leveransen av Barclays Bankkoncernens produkter och tjänster. Ryktesrisk är risken för att en åtgärd, transaktion, investering, händelse, beslut eller affärsrelation minskar förtroendet för Barclays Bankkoncernens integritet och/eller kompetens. Barclays Bankkoncernen bedriver verksamhet på en mycket reglerad global marknad som exponerar den för juridisk risk som uppstår till följd av (i) mängden lagar och förordningar som gäller för den verksamhet den bedriver, som är mycket dynamiska, kan variera och/eller stå i konflikt mellan jurisdiktioner, och kan vara oklara i sin tillämpning beträffande särskilda omständigheter, särskilt i nya och nya områden; och (ii) Barclays Bankkoncernens diversifierade och utvecklande karaktär och affärsmetoder. I samtliga fall utsätter detta Barclays Bankkoncernen för risken för förlust eller sanktioner, skadestånd eller böter från misslyckandet av medlemmar i Barclays Bankgruppen att uppfylla deras respektive skyldigheter, inklusive lagliga, regulatoriska eller avtalsenliga krav. Legal risk kan uppstå i förhållande till ett antal riskfaktorer som sammanfattats ovan.

## HUVUDINFORMATION OM VÄRDEPAPPEREN

### Vilka är Värdepapperens viktigaste egenskaper?

#### *Typ och klass av Värdepapper som erbjuds och som tas upp till handel och värdepappersidentifikationsnummer*

Värdepapperen kommer vara obligationer och kommer identifieras unikt av: Serienummer: NX00364698; Tranche-nummer: 1; ISIN: SE0020354660.

Värdepapperen kommer clearas och avvecklas genom Sweden AB, Euroclear Bank S.A./N.V. och Clearstream Banking *société anonyme*.

#### *Valuta, angiven denominering, emissionens storlek och Värdepapperens löptid:*

Valutan för Värdepapperen kommer vara Svenska Kronan ("**SEK**") ("**Emissionsvalutan**") och avvecklas i samma valuta ("**Avvecklingsvalutan**"). Värdepapperen kan handlas i nominellt och den angivna valören per Värdepapper är SEK 10 000. Emissionens storlek är upp till SEK 100,000,000. Emissionskursen är 110 % av den Angivna Valören.

Emissionsdagen är 26 juli 2023 ("**Emissionsdagen**"). Med förbehåll för förtida avslut, är Värdepapperen planerade att lösas in den 26 januari 2029 ("**Planerade Avvecklingsdagen**").

#### *Rättigheter förknippade med Värdepapperen*

**Potentiell avkastning:** Värdepapperen kommer ge varje innehavare av Värdepapper rätt att erhålla en potentiell avkastning på Värdepapperen, tillsammans med vissa förknippade rättigheter såsom rätten att erhålla meddelande om vissa fastställelser och händelser och rätten att rösta vid några (men inte alla) förändringar av Värdepapperens villkor. Den potentiella avkastningen kommer bestå av: (i) en eller flera Räntebelopp, (ii) ett Kontant Avvecklingsbelopp (Autocall), och/eller (iii) ett Kontant Slutligt Avvecklingsbelopp, förutsatt att om Värdepapperen avslutas i förtid, så kan den potentiella avkastningen bestå av ett Kontant Förtida Avvecklingsbelopp i stället.

**Beskattning:** Alla betalningar avseende Värdepapperen ska göras utan innehållande eller avdrag för eller på grund av några brittiska skatter såvida inte sådant innehållande eller avdrag krävs enligt lag. I händelse av att sådant innehållande eller avdrag krävs enligt lag, kommer Emittenten, med undantag för vissa begränsade omständigheter, att betala ytterligare belopp för att täcka de belopp som sålunda innehålls eller dras av.

**Uppsägningsgrundande Händelser:** Om Emittenten misslyckas att erlägga betalning under Värdepapperen eller bryter mot några andra villkor för Värdepapperen på ett sätt som är väsentligen negativt för innehavarnas intressen (och sådant misslyckande inte upphör inom 30 dagar, eller, avseende ränta, 14 dagar), eller om Emittenten är föremål för ett beslut om avveckling, då (vid fall, avseende ränta, är Emittenten förhindrad att utföra betalningar på grund av tvingande lagregler) så kommer Värdepapperen att omedelbart förfalla till betalning, efter att meddelande lämnats av investeraren.

#### *Begränsningar av rättigheter*

**Förtida inlösen efter vissa störningshändelser eller på grund av olaglighet eller opraktiskhet:** Emittenten kan lösa in Värdepapperen innan deras Planerade Avvecklingsdag efter inträffandet av vissa störningshändelser eller extraordinära händelser rörande Emittenten, dess hedgningssarrangemang, de(n) Underliggande Tillgången(arna), beskattningen eller Värdepapperens relevanta valuta, eller om det fastställs att fullgörandet av någon av sina skyldigheter enligt Värdepapperen är olagligt. Om detta inträffar kommer investerare att få ett "**Kontant Förtida Avvecklingsbelopp**" lika med Värdepapperens rimliga marknadsvärde före dessas inlösen.

#### **Vissa ytterligare begränsningar:**

- Oavsett att Värdepapperen relateras till utvecklingen av den underliggande tillgången, har inte innehavarna några rättigheter avseende den underliggande tillgången
- Villkoren för Värdepapperen tillåter Emittenten och Bestämningssagenten (som fallet må vara), vid inträffandet av vissa händelser och under vissa omständigheter, utan innehavarnas samtycken, att justera villkoren för Värdepapperen, att inlösa Värdepapperen före förfallodagen, att omvandla Värdepapperen till likvida medel (där tillämpligt) att uppskjuta värdering av den underliggande tillgången eller planerade utbetalningar under Värdepapperen, att ändra valutan i vilken Värdepapperen är denominerade för att ersätta de underliggande tillgångarna, att substituera Emittenten med någon annan tillåten enhet på vissa villkor, och att vidta vissa andra åtgärder med avseende på Värdepapperen och de underliggande tillgångarna (om några).

- Värdepapperen innehåller regler för sammankallande av möten för innehavare att överväga angelägenheter som påverkar deras intressen generellt och dessa regler tillåter vissa definerade majoriteter att binda samtliga innehavare, inklusive innehavare som inte närvarade eller röstade på mötet och innehavare som röstade annorlunda än majoriteten.

#### Tillämplig rätt

Värdepapperen kommer vara underkastade engelsk rätt och rättigheterna därunder kommer konstrueras därefter.

#### Beskrivning av beräkning av potentiell avkastning

**Underliggande Tillgångar:** Avkastningen på och värdet på Värdepapperen är beroende av utvecklingen för följande Underliggande Tillgång

Underliggande Tillgångar	Typ	Initial Kurs	Genomsnittsdag
FTSE 100 INDEX	Index	betyder det aritmetiska genomsnittet av stängnings-nivån för sådan Underliggande Tillgång avseende av varje Genomsnittsdag	06 juli 2023, 07 augusti 2023, 06 september 2023 and 06 oktober 2023
EURO STOXX 50® Index	Index	betyder det aritmetiska genomsnittet av stängnings-nivån för sådan Underliggande Tillgång avseende av varje Genomsnittsdag	06 juli 2023, 07 augusti 2023, 06 september 2023 and 06 oktober 2023
S&P 500 Index	Index	betyder det aritmetiska genomsnittet av stängnings-nivån för sådan Underliggande Tillgång avseende av varje Genomsnittsdag	06 juli 2023, 07 augusti 2023, 06 september 2023 and 06 oktober 2023
TOPIX Index	Index	betyder det aritmetiska genomsnittet av stängnings-nivån för sådan Underliggande Tillgång avseende av varje Genomsnittsdag	06 juli 2023, 07 augusti 2023, 06 september 2023 and 06 oktober 2023
Hang Seng Index	Index	betyder det aritmetiska genomsnittet av stängnings-nivån för sådan Underliggande Tillgång avseende av varje Genomsnittsdag	06 juli 2023, 07 augusti 2023, 06 september 2023 and 06 oktober 2023

i syfte att fastställa Kontant Slutligt Avvecklingsbelopp, ska Underliggande Tillgång betyda Underliggande Tillgång (Slutlig Avveckling) .

**Beräkningsbelopp:** Beräkningar av belopp som förfaller till betalning under Värdepapperen görs utifrån "**Beräkningsbeloppet**", som är SEK 10 000 per Värdepapper.

**Indikativa belopp:** Om Värdepapperen erbjuds genom ett Publikt Erbjudande och något specifikt produktvärde inte har fastställts eller bestämts vid påbörjandet av det Publika Erbjudandet (inklusive något belopp, nivå, procent, pris, kurs eller annat värde i relation till villkoren för Värdepapperen vilka inte har fastställts eller bestämts vid påbörjandet av det Publika Erbjudandet), dessa specificerade produktvärden kommer specificera ett indikativt belopp, ett indikativt minimibelopp, ett indikativt maximibelopp, ett indikativt belopp eller en kombination därav. I sådana fall, ska det relevanta specificerade produktvärdet vara värdet som bestäms av Emittenten på basis av marknadsförhållanden på eller omkring slutet av det Publika Erbjudandet. Meddelande om det relevanta specificerade produktvärdet kommer att publiceras innan Emissionsdagen.

**Fastställelseagent:** Barclays Bank PLC kommer att anlitas för att beräkna och fatta beslut avseende Värdepapperen.

#### A – Slutlig Avveckling

Om Värdepapperen inte annars har lösts in kommer varje Värdepapper att lösas in på Planerade Avvecklingsdagen genom betalning av det Slutliga Kontanta avvecklingsbeloppet.

Den Planerade Avvecklingsdagen kan bli uppskjuten efter uppskjutandet av en Slutlig Värderingsdag på grund av en störningshändelse.

Det Slutliga Kontanta avvecklingsbeloppet beräknas som summan av nedan:

(i) Procentandelen Skyddsnivån ("Skyddsnivån") (som är 100%), multipliceras den Beräkningsbeloppet;

PLUS

(ii), om

- den Slutliga Utveckling är större än eller motsvarande Procenten av Övre Startkursen (som är 100%), ett belopp lika med produkten av Beräkningsbeloppet och det större av (I) Golvet (som är 0%) och (II) Deltagandegraden<sub>(Avveckling)</sub> (som är indikativt 100%, Deltaganderaden (avveckling) skall inte vara mindre än 80%) multiplicerat med ett belopp lika med Slutlig Utveckling minus Procenten av Övre Startkursen (som är 100%), eller
- annars, noll.

"**Slutlig Utveckling**" betyder summan av de

"**Slutlig Värderingsdag**" betyder 08 januari 2029, med förbehåll för justering

"**Slutlig Värderingskurs**" betyder, avseende den Underliggande Tillgången det aritmetiska genomsnittet av stängnings-nivå för den Underliggande Tillgången avseende var och en av 10 januari 2028, 08 februari 2028, 08 mars 2028, 10 april 2028, 08 maj 2028, 08 juni 2028, 10 juli 2028, 08 augusti 2028, 08 september 2028, 09 oktober 2028, 08 november 2028, 08 december 2028 and 08 januari 2029.

"**Viktad Slutlig Tillgångsutveckling**" betyder, avseende de Underliggande Tillgångarna och den Slutliga Värderingsdagen: Vikten multiplicerad med den Slutliga Värderingskursen och dividerat med den Initiala Kursen(Avveckling)

**Vikt**" betyder, I relation till varje Underliggande Tillgångarna:

i	Underlying Asset (Index)	Weight
1	FTSE 100 INDEX	20%
2	EURO STOXX 50® Index	20%
3	S&P 500 Index	20%
4	TOPIX Index	20%
5	Hang Seng Index	20%

#### Värdepapperens status

Värdepapperen är direkta, icke efterställda och icke säkerställda förpliktelser för Emittenten och kommer att rangordnas lika sinsemellan (*pari-passu*).

**Beskrivning av restriktioner avseende fri överlåtbarhet av Värdepapperen:** Värdepapperen erbjuds och säljs utanför Amerika till non-US-persons i enlighet med Regulation S under Securities Act och måste följa de överlåtbarhetsrestriktioner som gäller avseende USA. Värdepapper som hålls i ett clearingsystem kommer överföras i enlighet med de regler, processer och förordningar som gäller för clearingsystemet. Med förbehåll för ovan är Värdepapperen fritt överlåtbara.

#### Var kommer Värdepapperen handlas?

Ansökan förväntas göras av Emittenten (eller å dess vägnar) om att uppta Värdepapperen till handel på den reglerade marknaden NASDAQ Stockholm

#### Vilka huvudrisker är specifika för Värdepapperen?

ärdepapperen är föremål för följande huvudrisker:

**Du kan förlora en del av eller hela dina investering i Värdepapperen:** Villkoren för Värdepapperen ger inte en planerad minimibetalning vid förfalldagen och som sådan, beroende på utvecklingen för de(n) Underliggande Tillgången(arna), kan du förlora en del av eller hela din investering. Du kan också förlora en del av eller hela din investering om: (a) du säljer dina Värdepapper innan den planerade förfalldagen eller avslutandedagen; (b) dina Värdepapper blir förtida inlösta under vissa extraordinära omständigheter; eller (c) villkoren för dina Värdepapper justeras så att det belopp som ska betalas eller den egendom som levereras till dig är mindre än din initiala investering.

**Det finns risker i samband med värderingen, likviditeten och erbjudandet av Värdepapperen:** Marknadsvärdet på dina Värdepapper kan vara lägre än emissionskursen eftersom emissionskursen kan ta hänsyn till Emittentens och/eller distributörens vinstmarginal och kostnader utöver Värdepapperens rimliga marknadsvärde. Marknadsvärdet på dina Värdepapper kan påverkas av volatiliteten, nivån, värdet eller kursen på de(n) Underliggande Tillgången(arna) vid den aktuella tidpunkten, ränteförändringar, Emittentens finansiella tillstånd och kreditbetyg, utbudet och efterfrågan på Värdepapper, den återstående tiden fram till förfalldagen eller avslutandedagen för Värdepapperen och andra faktorer. Kursen, i förekommande fall, till vilken du kommer att kunna sälja dina Värdepapper före förfalldagen kan vara väsentligt mindre än det belopp du ursprungligen investerade. Dina Värdepapper kanske inte har en aktiv handelsmarknad och Emittenten är inte skyldig att skapa en marknad eller återköpa värdepapperen före förfalldagen. Emittenten kan när som helst dra tillbaka det offentliga erbjudandet. I sådant fall, om du redan har betalat eller levererat tekningsbeloppet för de relevanta Värdepapperen, har du rätt till återbetalning av sådant belopp, men kommer inte att få någon ersättning som kan ha uppstått under perioden mellan deras betalning eller leverans av tekningsbelopp och återbetalningen av Värdepapperen.

#### Du är föremål för risker förknippade med fastställandet av betalningsbara belopp under Värdepapperen:

Beräkningen av det belopp som ska betalas beror på nivån, värdet eller kursen på de(n) Underliggande Tillgången(arna) som når eller passerar en "barriär" under en viss period eller specificerade dagar under Värdepapperens löptid. Detta innebär att du kan få mindre (eller i vissa fall mer) om nivån, värdet eller kursen på de(n) Underliggande Tillgången(arna) passerar eller når (i tillämpliga fall) en barriär, än om den kommer nära barriären men inte når eller passerar den (i förekommande fall), och i vissa fall kanske du inte får några ränte- eller kupongbetalningar och/eller kan förlora en del av eller hela din investering.

Belopp som ska betalas på dina Värdepapper kommer att beräknas baserat på en initial kurs och slutlig kurs som är det aritmetiska genomsnittet för tillämpliga nivåer, kurser eller andra tillämpliga värden på de(n) Underliggande Tillgången(arna) på de angivna genomsnittsdagarna snarare än på en initial värderingsdag eller slutlig värderingsdag. Detta innebär att om den tillämpliga nivån, kursen eller värdet på de(n) Underliggande Tillgången(arna) dramatiskt förändras på en eller fler av genomsnittsdagarna, kan belopp som ska betalas på dina Värdepapper vara betydligt mindre än det skulle ha varit om det betalningsbara beloppet hade beräknats med hänvisning till ett enskilt värde taget på en initialvärderingsdag eller slutlig värderingsdag.

Värdepapperen refererar till en korg med Underliggande Tillgångar, som var och en visar unika riskegenskaper. Om de Underliggande Tillgångarna är korrelerade, kan utvecklingen för de Underliggande Tillgångarna i korgen förväntas röra sig i samma riktning. Om utvecklingen för en korg ger en större 'vikt' till en korgbeståndsdel jämfört med andra korgbeståndsdelar, kommer korgens utveckling att påverkas mer av förändringar i värdet för den specifika korgbeståndsdelan än en korg som fördelar en lika stor vikt till varje korgbeståndsdel. Korgbeståndsdelarnas utveckling kan modereras eller kompenseras av varandra. Detta innebär att även i fallet med en positiv utveckling för en eller flera beståndsdelar, kan korgens utveckling som helhet vara negativ om utvecklingen för de andra beståndsdelarna är negativa i större utsträckning.

**Dina Värdepapper är föremål för justeringar och förtida inlösen:** I enlighet med villkoren för Värdepapperen, efter inträffandet av vissa störningshändelser eller extraordinära händelser som rör Emittenten, dess hedgningsarrangemang, de(n) Underliggande Tillgången(arna), beskattning eller Värdepappers relevanta valuta, kan Fastställandeagenten eller Emittenten vidta ett antal korrigerande åtgärder, inklusive uppskattning av kurs för de(n) Underliggande Tillgången(arna), ersätta de(n) Underliggande Tillgången(arna) och göra justeringar av villkoren för Värdepapperen. Alla sådana korrigerande åtgärder kan ändra Värdepappers ekonomiska egenskaper och ha en väsentlig negativ inverkan på värdet på och avkastningen på Värdepapperen. Om inga korrigerande åtgärder kan vidtas, eller det fastställs att fullgörandet av någon av Emittentens skyldigheter enligt Värdepapperen är olagligt kan Emittenten lösa in Värdepapperen i förtid genom betalning av ett förtida belopp för kontant avveckling. Om förtida inlösen inträffar, kan du förlora en del av eller hela din investering eftersom det Kontanta Förtida Avvecklingsbeloppet kan vara lägre än den kurs du köpte Värdepapperen för, eller till och med vara noll. Du kommer också att förlora möjligheten att delta i all efterföljande positiva utveckling för de(n) Underliggande Tillgången(arna) och inte kunna realisera några potentiella vinster i värdet på Värdepapperen. Du kanske inte kan återinvestera intäkterna från en investering till en jämförbar avkastning och/eller med en jämförbar ränta eller kupongränta för en liknande risknivå.

**Avveckling är föremål för villkor och kan vara omöjlig under vissa omständigheter:** Betalning av det belopp som ska betalas till dig kommer inte att ske förrän alla villkor för avveckling har uppfyllts i sin helhet. Inget ytterligare belopp kommer att betalas till dig av Emittenten på grund av eventuella förseningar eller uppskjutningar. Vissa händelser i avvecklingsstörningar kan inträffa som kan begränsa Emittentens förmåga att göra betalningar och dag för avveckling kan försenas i enlighet därmed.

**Risker relaterade till Underliggande Tillgång(ar) som är aktieindex:** Aktieindex består av en syntetisk portfölj av aktier och ger investeringsdiversifieringsmöjligheter, men kommer att vara föremål för risken för fluktuationer i både aktiekurser och värdet och volatiliteten i det aktuella aktieindexet. Värdepapperen är relaterade till aktieindex, och får som sådan inte delta i utdelning eller någon annan utdelning som betalas på de aktier som utgör sådana index. Därför kan du få en lägre avkastning på Värdepapperen än du skulle ha fått om du hade investerat direkt i dessa aktier. Indexsponsorn kan lägga till, radera eller ersätta komponenterna i ett aktieindex efter eget gottfinnande och kan också ändra metoden som används för att beräkna nivån på ett sådant index. Dessa händelser kan ha en skadlig inverkan på nivån på det indexet, vilket i sin tur kan ha en negativ inverkan på värdet på och avkastningen på Värdepapperen.

**Beskattningsrisker:** Nivåerna och grunden för beskattningen av Värdepapperen och eventuella befrielser för sådan beskattning beror på dina individuella omständigheter och kan ändras när som helst under Värdepapperens löptid. Detta kan ha negativa konsekvenser för dig och du bör därför rådfråga dina egna skatterådgivare om skattekonsekvenserna för dig av transaktioner som involverar Värdepapperen.

**Potentiella intressekonflikter:** Intressekonflikter kan existera där Barclays Bank PLC eller dess dotterbolag: (i) agerar i flera kapaciteter med avseende på Värdepapperen (t.ex. fungerar som emittent, förvaltare och fastställelseagent); (ii) ingår säkringstransaktioner för att täcka Emittentens exponering för de relevanta kontantbelopp som ska betalas eller tillgångar som ska levereras under Värdepapper när dessa förfaller; och (iii) använder prisbidrag från sina handelsbord som prissättningskälla för en underliggande tillgång. Mot bakgrund av sådana konflikter kan de åtgärder som Barclays Bank PLC har vidtagit eller fastställt i förhållande till Värdepapperen inte alltid vara i innehavarnas intresse. Förutom säkringstransaktioner kan Barclays Bank PLC handla med de underliggande tillgångarna under sin vanliga verksamhet. Sådan handel kan påverka marknadspriset på de underliggande tillgångarna, vilket i sin tur kan väsentligt påverka värdet och avkastningen på dina Värdepapper.

## HUVUDINFORMATION OM ERBJUDANDET AV VÄRDEPAPPER OCH/ELLER UPPTAGANDET TILL HANDEL PÅ EN REGLERAD MARKNAD

### På vilka villkor och enligt vilken tidplan kan jag investera i detta Värdepapper?

#### Villkor för erbjudandet

Villkoren för ett offentligt erbjudande av Värdepapperen kan fastställas genom överenskommelse mellan Emittenten och den Auktoriserade Erbjudaren vid tidpunkten för respektive emission.

Värdepapperen erbjuds till teckning i Sverige under perioden från (och inkluderat) 24 maj 2023 till (och inkluderat) 29 juni 2023 ("Erbjudandeperioden") och sådant erbjudande är föremål för följande villkor:

- Erbjudandekurs: Emissionskursen
- Villkor vilka erbjudandet är underkastade: Emittenten förbehåller sig rätten att dra tillbaka erbjudandet för Värdepapper när som helst före slutet av Erbjudandeperioden. Om erbjudandet dras tillbaka och en ansökan har lämnats in av potentiella investerare, är varje investerare inte berättigad att prenumerera eller på annat sätt tillskans sig Värdepappererna och ansökningarna avslutas och eventuella kontanta medel för inköp återbetalas till den sökande av Auktoriserad Erbjudare i enlighet med den Auktoriserade Erbjudarens standardprocedurer.
- Beskrivning av ansökningsprocessen: Ett erbjudande av Värdepappererna kan lämnas till Ansvarig eller Auktoriserad Erbjudare utan att detta följer Artikel 1(4) i EU:s prospektförordning i Sverige (Jurisdiktionen för offentligt erbjudande) under Erbjudandeperioden. Ansökningar för Värdepapperen kan göras i Jurisdiktionen för offentligt erbjudande via den Auktoriserade Erbjudaren under Erbjudandeperioden. Värdepapperen placeras i Jurisdiktionen för offentligt erbjudande av den Auktoriserade Erbjudaren. Utdelningen sker i enlighet med den Auktoriserade Erbjudarens standardprocedurer, som meddelats till investerare av den Auktoriserade Erbjudaren.
- Information om minimi- och maxbelopp för ansökan: Minimi- och maxbelopp för ansökan från den Auktoriserade Erbjudaren meddelas till investerare av den Auktoriserade Erbjudaren.
- Beskrivning av möjligheten att minska teckningar och sätt för återbetalning av överflödiga belopp som erlagts av sökande: Ej tillämpligt.
- Information om metoden och tidsgränser för betalning och leverans av Värdepapperen: Investerare meddelas av den Auktoriserade Erbjudaren om sina allokeringar av Värdepapper och tillhörande avveckling.
- Sätt på och vilket datum resultatet av erbjudandet kommer göras publikt: Investerare meddelas av den Auktoriserade Erbjudaren om sina allokeringar av Värdepapper och tillhörande avveckling.
- Process för utövande av förköpsrätter, förhandling av teckningsrätter och behandling av icke utövade teckningsrätter: Ej tillämpligt.
- Kategorier av innehavare till vilka Värdepapperen erbjuds och om Tranche(r) har reserverats för vissa länder: Erbjudanden kan göras genom den Auktoriserade Erbjudaren i Jurisdiktionen för offentligt erbjudande till alla personer. Erbjudanden (om några) i andra EEA-länder görs endast genom den Auktoriserade Erbjudaren enligt ett undantag från skyldigheten under Prospektförordningen om att publicera ett prospekt.



- Process för meddelande till sökande om tilldelat belopp och indikation om huruvida handel kan påbörjas innan meddelande har lämnats: Sökanden meddelas direkt av den Auktoriserade Erbjudaren om huruvida ansökan har godkänts. Ingen handel med Värdepapper får ske innan Utfärdandedatumet.
- Namn och adress, i den utsträckning det är känt för Emittenten, för placerare i olika länder där erbjudandet äger rum: Auktoriserad Erbjudare

***Uppskattade totala kostnader för emissionen inklusive uppskattade avgifter som debiteras investeraren av Emittenten/erbjudaren***

De uppskattade kostnaderna för emissionen och/eller erbjudandet är 7.73% av emissionspriset.

Emittenten debiterar inte innehavare några kostnader i samband med emission av Värdepapperen. Erbjudarna kan dock debitera innehavarna kostnader. Sådana kostnader (om sådana finns) kommer att bestämmas genom överenskommelse mellan erbjudaren och innehavarna vid varje emission.

**Vem är erbjudaren och/eller den person som ansöker om upptagande till handel?**

Emittenten är enheten som erbjuder och som ansöker om upptagande till handel av Värdepapperen.

**Varför upprättas detta Prospekt?**

***Skäl för erbjudandet, förväntade intäkter och användning av intäkter:***

Nettointäkterna från emissionen av Värdepapper kommer användas av Emittenten för dess generella bolagsändamål, vilket inkluderar att göra vinst och/eller hedgningsarrangemang för vissa risker.

Uppskattade nettointäkter är 110 procent av emissionsstorleken.

***Fast åtagande att placera värdepapper***

***Betydande intressen i emissionen/erbjudandet, inklusive intressekonflikter:***

Den Auktoriserade Erbjudaren kan få avgifter betalda till sig i samband med erbjudande av Värdepapper. Potentiella intressekonflikter kan existera mellan Emittenten, Fastställandeagenten, den Auktoriserade Erbjudaren eller deras dotterbolag (som kan ha intressen i transaktioner i derivat relaterade till Underliggande Tillgångar som kan, men inte är avsedda, negativt påverka Värdepapperens marknadskurs, likviditet eller värde) och innehavare.

Den Auktoriserade Erbjudaren kommer att betalas sammanlagda provisioner lika med 5.45% av emissionspriset. Vardera av den Auktoriserade Erbjudaren och dess dotterbolag kan engagera sig och i framtiden kunna delta i hedgningstransaktioner med avseende på Underliggande Tillgångar.