

7 SEPTEMBER 2023

REGISTRATION DOCUMENT SUPPLEMENT

SUPPLEMENT 1/2023



BARCLAYS BANK IRELAND PLC
(Incorporated with limited liability in Ireland)

This supplement dated 7 September 2023 (the "**Supplement**") is supplemental to and must be read in conjunction with the registration document 2/2023 dated 2 May 2023 (the "**Registration Document**") prepared for the purposes of giving information with respect to Barclays Bank Ireland PLC (the "**Issuer**").

This Supplement constitutes a supplement for the purposes of Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the "**Prospectus Regulation**").

This Supplement supplements the Registration Document, and as a consequence of this, each of the following multipartite base prospectuses (constituted by the Registration Document and a securities note dated the approval date of the respective base prospectus) will be updated: the Issuer's (a) Global Structured Securities Programme EU Base Prospectus approved on 14 July 2023 (a consolidation of the historical Base Prospectus 9 and Base Prospectus 1) (the "**GSSP EU Base Prospectus**") and the (b) Global Structured Securities Programme Preference Share Linked Base Prospectus approved on 22 June 2023 (formerly Base Prospectus 16) (the "**GSSP PSL Base Prospectus**").

This Supplement has been approved by the Central Bank of Ireland as competent authority under the Prospectus Regulation. The Central Bank only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement. With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Registration Document shall be supplemented in the manner described below.

In Accordance with Article 23(2) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to each of the (i) GSSP EU Base Prospectus and (ii) GSSP PSL Base Prospectus before this Supplement is published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances, and should contact the relevant distributor of such securities in connection therewith. The final date of the right of withdrawal will be 11 September 2023.

Terms defined in the Registration Document shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

The purpose of this Supplement is to:

- (a) amend the section entitled "*Material existing and emerging risks impacting individual principal risks*" commencing on page 7 of the Registration Document by adding the following wording on page 21 at the end of the section:

"In Q2 2023, the "*Conduct Risk*" principal risk was expanded to include "*Laws, Rules and Regulations (LRR) Risk*" and consequently renamed "*Compliance Risk*". Reflecting this, the definition of compliance risk is: "The risk of poor outcomes for, or harm to, customers, clients and markets, arising from the delivery of the firm's products and services (also known as

"*Conduct Risk*") and the risk to the Bank, its clients, customers or markets from a failure to comply with the laws, rules and regulations applicable to the firm (also known as Laws, Rules and Regulations Risk "*LRR Risk*")." The definition of the "*Legal Risk*" principal risk was updated to: "The risk of loss or imposition of penalties, damages or fines from the failure of the firm to meet applicable laws, rules and regulations or contractual requirements or to assert or defend its intellectual property rights." The revised framework is in force from June 2023.";

- (b) supplement the section entitled "*Information Incorporated by Reference*" on page 22 of the Registration Document and incorporate by reference into the Registration Document the unaudited Interim Report and Condensed Consolidated Financial Statements of the Issuer in respect of the six months ended 30 June 2023 (the "**Interim Results Announcement**").

The Interim Results Announcement shall be deemed to be incorporated in, and form part of, the Registration Document as supplemented by this Supplement. The Interim Results Announcement may be inspected during normal business hours at One Molesworth Street, Dublin 2, D02 RF29, Ireland during the life of the Registration Document. It is available in electronic form at <https://home.barclays/content/dam/home-barclays/documents/investor-relations/ResultAnnouncements/H12023Results/20230803-Barclays-Bank-Ireland-PLC-H12023-Results-Announcement.pdf>;

- (c) amend the second paragraph of the section entitled "*Forward-Looking Statements*" on page 23 of the Registration Document by replacing the phrase "Russian invasion of Ukraine" with the phrase "Russia-Ukraine war" and replacing the phrase "and any disruption that may subsequently result in the UK, the EU and globally;" with the phrase "and any disruption that may subsequently result in the EU and globally;"
- (d) replace the last sentence of the second paragraph of the section entitled "*Forward-Looking Statements*" on page 23 of the Registration Document with the following updated information:

"Additional risks and factors which may impact the Issuer's future financial condition and performance are identified in the description of material existing and emerging risks on pages 34 to 45 of the Annual Report for the fiscal year ended 31 December 2022, and the Interim Results Announcement for the six months ended 30 June 2023.";

- (e) replace the sub-section entitled "*Legal Proceedings*" under the section entitled "*The Issuer, the BBPLC Group and the Group*" on page 24 of the Registration Document with the following:

"Legal Proceedings

For a description of the governmental, legal or arbitration proceedings that the Issuer faces, see Note 10 (*Legal, competition and regulatory matters*) to the condensed consolidated interim financial statements of the Issuer on page 43 of the Interim Results Announcement.";

- (f) amend the sub-section entitled "*Directors*" under the section entitled "*The Issuer, the BBPLC Group and the Group*" commencing on page 25 of the Registration Document by replacing it with the following updated information:

"Directors

The Directors of the Issuer, each of whose business address is One Molesworth Street, Dublin 2, D02 RF29, Ireland, their functions in relation to the Issuer and their principal outside activities (if any) of significance to the Issuer are as follows:

<i>Name</i>	<i>Function(s) within the Issuer</i>	<i>Principal outside activities</i>
Tim Breedon CBE	Independent Non-Executive Director, Chair of the Board, Board Nominations Committee Chair	Barclays PLC (Non-Executive Director); Quilter plc (Non-Executive Director) and Quilter Investors Ltd (Chair); Apax Global Alpha Limited (Non-Executive Director and Chairman)
Francesco Ceccato	Executive Director and Chief Executive Officer	Ladygrove Farm Management Limited (Director)
Jasper Hanebuth	Executive Director and Chief Financial Officer	German-Irish Chamber of Industry and Commerce (Counsellor/Director)
Etienne Boris	Independent Non-Executive Director, Board Audit Committee Chair, Member of the Board Risk Committee and Member of the Board Nominations Committee	Stahl Parent BV (Non-Executive Director); Société Agricole et Immobilière (Non-Executive Director); RCI Bank and Services (Non-Executive Director)
Eoin O'Driscoll	Independent Non-Executive Director, Board Remuneration Committee Chair, Member of the Board Risk Committee, Member of the Board Audit Committee and Member of the Board Nominations Committee	Aderra Limited (Director)
Jennifer Allerton	Independent Non-Executive Director, Member of the Board Audit Committee, Member of the Board Remuneration Committee and Member of the Board Nominations Committee	Iron Mountain Inc (Non-Executive Director); Sandvik AB (Non-Executive Director);
Joanna Nader	Independent Non-Executive Director, Interim Chair of the Board Risk Committee, Member of the Board Audit Committee, Member of the Board Remuneration Committee and Member of the Board Nominations Committee	The Really Stable Company Limited (Director)

No potential conflicts of interest exist between any duties to the Issuer of the Directors, listed above, and their private interests or other duties.";

- (g) replace the sub-section entitled "*Significant Change Statement*" under the section entitled "*General Information*" commencing on page 26 of the Registration Document with the following:

"There has been no significant change in the financial position or financial performance of the Issuer since 30 June 2023.";

- (h) replace the sub-section entitled "*Legal Proceedings*" under the section entitled "*General Information*" on page 26 of the Registration Document with the following:

"Legal Proceedings

Save as disclosed under Note 10 (*Legal, competition and regulatory matters*) to the condensed consolidated interim financial statements of the Issuer as set out on page 43 of the Interim Results Announcement, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during the 12 months preceding the date of this Registration Document which may have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer.";

- (i) amend the second paragraph of the sub-section entitled "*Ratings*" under the section entitled "*General Information*" on page 27 of the Registration Document by replacing the phrase "the long-term unsecured unsubordinated obligations of the Issuer are rated A by S&P" with the phrase "the long-term unsecured unsubordinated obligations of the Issuer are rated A+ by S&P", retaining footnote 3 thereto; and
- (j) replace the information in the section entitled "Appendix" on pages 28 to 31 of the Registration Document with the following updated information:

"APPENDIX

This appendix to the Registration Document (the "Appendix") has been prepared for the purposes of Article 26(4) of Regulation (EU) 2017/1129 (the "Prospectus Regulation"). This Appendix is to be read as an introduction to the Registration Document.

Any decision to invest in debt or derivative securities of the Issuer should be based on a consideration of the Registration Document as a whole and the terms and conditions of such securities, as set out in the relevant prospectus or other offering document by the investor; the investor could lose all or part of the invested capital; where a claim relating to the information contained in a Registration Document is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Registration Document before the legal proceedings are initiated; civil liability attaches only to those persons who have tabled the Appendix including any translation thereof, but only where the Appendix is misleading, inaccurate or inconsistent, when read together with the other parts of the Registration Document, or where it does not provide, when read together with the other parts of the Registration Document, key information in order to aid investors when considering whether to invest in such securities.

Who is the Issuer of the securities?
Domicile and legal form of the Issuer Barclays Bank Ireland PLC (the " Issuer ") is a public limited company, registered in Ireland under company number 396330. The liability of the members of the Issuer is limited. The Issuer was incorporated in Ireland on 12 January 2005 and it has its registered head office at One Molesworth Street, Dublin 2, D02 RF29, Ireland (telephone number +353 1618 2600). The Legal Entity Identifier (LEI) of the Issuer is 2G5BKIC2CB69PRJH1W31.
Principal activities of the Issuer The Issuer is part of the BBPLC Group. The principal activities of the Issuer are the provision of corporate and investment banking services to European Union (" EU ") corporate entities, retail banking services in Germany and Italy and private banking services to EU clients.

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

Major shareholders of the Issuer

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

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

Identity of the key managing directors of the Issuer

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

Identity of the statutory auditors of the Issuer

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

What is the key financial information regarding the Issuer?

The Issuer has derived the selected financial information included in the table below for the years ended 31 December 2022 and 31 December 2021 from the annual financial statements of the Issuer for the years ended 31 December 2022 and 2021, which has, save for the financial information under the section entitled "*Certain Ratios from the Financial Statements*", been audited with an unmodified opinion provided by KPMG. The selected financial information included in the table below for the six months ended 30 June 2023 and 30 June 2022 was derived from the unaudited interim results announcement of the Issuer in respect of the six months ended 30 June 2023.

Income Statement

	As at 30 June (unaudited)		As at 31 December	
	2023	2022	2022	2021
	(€m)		(€m)	
Net interest income.....	185	148	320	312
Net fee and commission income.....	519	471	929	771
Net trading income.....	197	149	218	152
Credit impairment charges.....	(37)	(28)	(167)	97
Profit before tax.....	219	152	157	325
Profit after tax.....	174	120	100	235

Balance Sheet

	As at 30 June (unaudited)	As at 31 December	
	2023	2022	2021
	(€m)	(€m)	
Cash and balances at central bank.....	29,219	30,540	24,125
Loans and advances to banks.....	1,337	1,412	903
Loans and advances to customers.....	13,799	13,861	13,004
Total assets.....	152,578	132,534	117,112
Deposits from banks.....	3,665	3,628	4,252
Deposits from customers.....	29,780	25,793	21,382
Debt securities in issue.....	2,266	3,139	3,397

Subordinated liabilities.....	4,831	4,679	3,171
Total equity.....	6,793	6,515	5,899

Certain Ratios from the Financial Statements

	As at 30		
	June	As at 31 December	
	2023	2022	2021
	(%)	(%)	(%)
Common Equity Tier 1 capital ¹	16.7 ²	16.7	16.1
Total regulatory capital ³	22.4	22.4	21.4
CRR leverage ratio ⁴⁵	5.1	5.8	6.6
Liquidity coverage ratio	176	194	171
Net stable funding ratio	143	149	148

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

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

- Material existing and emerging risks potentially impacting more than one principal risk:** In addition to material and emerging risks impacting the principal risks set out below, there are also material existing and emerging risks that potentially impact more than one of these principal risks. These risks are: (i) 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 Issuer'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 Issuer; 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 Issuer from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Issuer. The Issuer is subject to risks arising from changes in credit quality and recovery rates 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 Issuer's assets and liabilities from fluctuation in market variables.
- Treasury and capital risk and the risk that the Issuer is subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Issuer which are (1) liquidity risk – the risk that the Issuer is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount of stable funding and liquidity to support its assets, which may also be impacted by credit rating changes; (2) capital risk – the risk that the Issuer has an insufficient level or composition of capital; and (3) interest rate risk

¹ Inclusive of certain reserves. The 31 December 2021 CET1 ratio has been restated accordingly.

² The CET1 % and CRR leverage ratio at 30 June 2023 includes profits for the six months ended 30 June 2023. Excluding these profits, inclusion of which is subject to regulatory approval, the CET1 % would be 16.3% and the leverage ratio 4.9%.

³ Inclusive of certain reserves. The 31 December 2021 total regulatory capital has been restated accordingly.

⁴ Inclusive of certain reserves. The 31 December 2021 CRR leverage ratio has been restated accordingly.

⁵ Calculated applying the IFRS9 arrangements of the Regulation (EU) No 575/2013 applicable as at the reporting date.

in the banking book – the risk that the Issuer is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its (non-traded) assets and liabilities. Under Directive 2014/59/EU (the "**Bank Recovery and Resolution Directive**"), substantial powers are granted to Relevant Resolution Authorities to implement various resolution measures and stabilisation options with respect to an Irish bank or investment firm (currently including the Issuer) (including, but not limited to, the bail-in tool, which gives a Relevant Resolution Authority the power to write down certain claims of unsecured creditors of a failing relevant entity (which write-down may result in the reduction of such claims to zero) and to convert certain unsecured debt claim into equity or other instruments of ownership) in circumstances in which the Relevant Resolution Authority is satisfied that the relevant resolution conditions are met.

- **Operational and model risks:** Operational risk is the risk of loss to the Issuer from inadequate or failed processes or systems, human factors or due to external events where the root cause is not due to credit or market risks. Model risk is the 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 detriment to customers, clients, market integrity, effective competition or the Issuer from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Reputation risk is the risk that an action, transaction, investment, event, decision or business relationship will reduce trust in the Issuer's integrity and/or competence. The Issuer conducts activities in a highly regulated market which exposes it to legal risk arising from (i) the multitude of laws and regulations that apply to the businesses it operates, which are highly dynamic, may vary between jurisdictions, and may be unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Issuer's businesses and business practices. In each case, this exposes the Issuer to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Issuer to meet their respective obligations, including legal, regulatory or contractual requirements. Legal risk may arise in relation to any of the risk factors summarised above.

In Q2 2023, the "*Conduct Risk*" principal risk was expanded to include "*Laws, Rules and Regulations (LRR) Risk*" and consequently renamed "*Compliance Risk*". Reflecting this, the definition of compliance risk is: "The risk of poor outcomes for, or harm to, customers, clients and markets, arising from the delivery of the firm's products and services (also known as "*Conduct Risk*") and the risk to the Bank, its clients, customers or markets from a failure to comply with the laws, rules and regulations applicable to the firm (also known as Laws, Rules and Regulations Risk "*LRR Risk*")." The definition of the "*Legal Risk*" principal risk was updated to: "The risk of loss or imposition of penalties, damages or fines from the failure of the firm to meet applicable laws, rules and regulations or contractual requirements or to assert or defend its intellectual property rights." The revised framework is in force from June 2023.

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

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

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

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

References to the Registration Document shall hereafter mean the Registration Document as supplemented by this Supplement. The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts and that this Supplement makes no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this supplement or any statement incorporated by reference into the Registration Document by this supplement and (b) any other statement in, or incorporated by reference in, the Registration Document, the statements in (a) above will prevail.

If documents which are incorporated by reference into this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference into this Supplement.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Registration Document since the publication of the Registration Document.



The date of this Supplement is 7 September 2023