

**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 Swiss Federal Act on Collective Investment Schemes ("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.

Neither the Base Prospectus nor these Final Terms or any other offering or marketing material relating to the Securities constitute a prospectus pursuant to the FinSA, and such documents may not be publicly distributed or otherwise made publicly available in Switzerland, unless the requirements of FinSA for such public distribution are complied with.

The Securities documented in these Final Terms are not being offered, sold or advertised, directly or indirectly, in Switzerland to retail clients (*Privatkundinnen und-kunden*) within the meaning of FinSA ("Retail Clients"). Neither these Final Terms nor any offering materials relating to the Securities may be available to Retail Clients in or from Switzerland. The offering of the Securities directly or indirectly, in Switzerland is only made by way of private placement by addressing the Securities (a) solely at investors classified as professional clients (*professionelle Kunden*) or institutional clients (*institutionelle Kunden*) within the meaning of FinSA ("Professional or Institutional Clients"), (b) at fewer than 500 Retail Clients, and/or (c) at investors acquiring securities to the value of at least CHF 100,000

**MIFID II product governance / Retail investors, professional investors and ECPs target market** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "MiFID II") (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice, portfolio management and non-advised sales, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Securities (a "Distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

The Securities and, as applicable, the Entitlements have not been and will not be, at any time, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or with any securities regulatory authority of any state or other jurisdiction of the United States. The Securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act ("Regulation S")) ("U.S. persons"), except in certain transactions exempt from the registration requirements of the Securities Act and applicable state securities laws.

The Securities are being offered and sold outside the United States to non-U.S. persons in reliance on Regulation S. Trading in the Securities and, as applicable, the Entitlements has not been approved by the U.S. Commodity Futures Trading Commission under the U.S. Commodity Exchange Act of 1936, as amended (the "**Commodity Exchange Act**") and the rules and regulations promulgated thereunder.

## PRICING SUPPLEMENT



### BARCLAYS BANK PLC

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

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

**5,000 Securities due May 2026 under the Global Structured Securities Programme (the "Tranche 1 Securities")**  
**Issue Price: USD 1,000.00 per Security**

This document constitutes the pricing supplement of the Securities (the "**Pricing Supplement**") described herein and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). This Pricing Supplement completes and should be read in conjunction with GSSP EU Offering Memorandum which constitutes a base prospectus drawn up as separate documents (including the Registration Document dated 3 April 2024 and the Securities Note relating to the GSSP EU Offering Memorandum dated 12 April 2024) (the "**Offering Memorandum**"). Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum.

THE OFFERING MEMORANDUM HAS NOT BEEN SUBMITTED TO, REVIEWED BY OR APPROVED BY, THE UNITED KINGDOM FINANCIAL CONDUCT AUTHORITY IN ITS CAPACITY AS COMPETENT AUTHORITY UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000 (AS AMENDED, THE "**FSMA**") OR BY THE CENTRAL BANK OF IRELAND IN ITS CAPACITY AS COMPETENT AUTHORITY UNDER REGULATION (EU) 2017/1129 (AS AMENDED, THE "**EU PROSPECTUS REGULATION**") OR BY ANY OTHER COMPETENT AUTHORITY IN THE EUROPEAN UNION OR BY ANY STOCK EXCHANGE WHICH CONSTITUTES A UK REGULATED MARKET FOR THE PURPOSES OF REGULATION (EU) NO 600/2014 AS IT FORMS PART OF UK DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018 (AS AMENDED, THE "**EUWA**") (AS AMENDED, "**UK MiFIR**") OR A REGULATED MARKET FOR THE PURPOSES OF DIRECTIVE 2014/65/EU (AS AMENDED, "**MiFID II**").

THIS MEANS THAT THE OFFERING MEMORANDUM DOES NOT COMPRISE (I) A BASE PROSPECTUS FOR THE PURPOSES OF (A) REGULATION (EU) 2017/1129 AS IT FORMS PART OF UK DOMESTIC LAW BY VIRTUE OF THE EUWA (AS AMENDED, THE "**UK PROSPECTUS REGULATION**") OR (B) ARTICLE 8 OF THE EU PROSPECTUS REGULATION OR (II) LISTING PARTICULARS FOR THE PURPOSES OF (A) SECTION 79 OF THE FSMA OR (B) ANY RULES OR REGULATIONS RELATED TO A LISTING ON ANY REGULATED MARKET UNDER MiFID II.

As a result of the Offering Memorandum not having been approved by any regulatory authority in its capacity as a competent authority, you should be aware that:

1. the Offering Memorandum may not include the type, level and detail of disclosure required by the UK Prospectus Regulation, the EU Prospectus Regulation or other UK or EU legislation concerning disclosure requirements; and
2. if you acquire Securities to which the Offering Memorandum relates you will not have any recourse to the Issuer under the liability regime relating to the UK Prospectus Regulation or the EU Prospectus Regulation, including but not limited to provisions for compensation arising under Section 90 of the FSMA, Section 1349 of the Irish Companies Act 2014 (as amended) or any similar legislation of the relevant Member States of the European Economic Area.

The Offering Memorandum has been prepared on the basis that (a) any offer of Securities in the United Kingdom will be made under an exemption in the UK Prospectus Regulation from the requirement to publish a prospectus for offers of such Securities and (b) any offer of Securities in a Member State of the European Economic Area will be made under an exemption in the EU Prospectus Regulation from the requirement to publish a prospectus for offers of such Securities. Accordingly, if you are making or intending to make an offer of Securities to which the Offering Memorandum as supplemented from time to time (by any supplement to the Offering Memorandum) relates, as amended or supplemented by the Pricing Supplement in the United Kingdom or any Member State of the European Economic Area, you must only do so in circumstances where no obligation to publish a prospectus under Section 85 of the FSMA or Article 3 of the EU Prospectus Regulation, as the case may be, arises. The Issuer has not authorised and will not authorise any offer of Securities which would require the Issuer or any other entity to publish a prospectus in respect of such offer.

The Offering Memorandum, and any supplements thereto, 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.

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 EU Offering Memorandum and not defined in the Pricing Supplement shall bear the same meanings when used herein.

**BARCLAYS**

**Final Terms dated 17 May 2024**

## PART A – CONTRACTUAL TERMS

### *Provisions relating to the Securities*

1	(a) Series:	NX00398557
	(b) Tranche:	1
2	Currencies:	
	(a) Issue Currency:	United States Dollars (“USD”)
	(b) Settlement Currency:	USD
3	Securities:	Redeemable Certificates
4	Notes:	Not Applicable
5	Redeemable Certificates:	Applicable
	(a) Number of Securities:	
	(i) Tranche:	5,000 Securities
	(ii) Series:	5,000 Securities
	(b) Minimum Tradable Amount:	1 Security
6	Calculation Amount:	USD 1,000 per Security
7	Issue Price:	USD 1,000.00 per Security
8	Issue Date:	17 May 2024
9	Scheduled Settlement Date:	14 May 2026, subject to adjustment in accordance with the Business Day Convention
10	Type of Security:	Index Linked Securities
11	Relevant Annex(es) which apply to the Securities:	Equity Linked Annex
12	Underlying Performance Type <sub>(Interest)</sub> :	Single Asset
13	Underlying Performance Type <sub>(Settlement)</sub> :	Single Asset
14	Downside Underlying Performance Type <sub>(Settlement)</sub> :	Not Applicable

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

15	Interest Type:	Drop Back
	General Condition 13 ( <i>Interest</i> )	
	(a) Interest Payment Dates:	Each of the dates set out in Table 1 below in the column entitled 'Interest Payment Date(s)', subject to adjustment in accordance with the Business Day Convention.
	(b) Interest Determination Dates:	Each of the dates set out in Table 1 below in the column entitled 'Interest Determination Date(s)'.
	(i) In-Period Setting:	Not Applicable
	(ii) Advance Setting:	Not Applicable
	(iii) Arrears Setting:	Not Applicable

**Table 1**

t	Interest Period Start Date(s):	Interest Period End Date(s):	Interest Determination Date(s)	Interest Payment Date(s)
1	Initial Valuation Date	7 May 2025	7 May 2025	14 May 2025
2	7 May 2025	Final Valuation Date	Final Valuation Date	Scheduled Settlement Date

(c) Interest Commencement Date: Not Applicable

	(d)	(i) Fixed Interest Type:	Not Applicable		
		(ii) Fixed Interest Rate:	Not Applicable		
	(e)	Information relating to the Floating Rate:	Not Applicable		
	(f)	Fixing Business Day:	Not Applicable		
	(g)	Interest Period End Date:	Each of the dates set out in Table 1 above in the column entitled 'Interest Period End Date'		
	(h)	Interest Rate:	4.90% per annum		
	(i)	FX Provisions:	Not Applicable		
	(j)	FX Conversion:	Not Applicable		
<b>Provisions relating to Automatic Settlement (Autocall)</b>					
16		Automatic Settlement (Autocall) or Automatic Settlement (Autocall) (bearish): General Condition 14 ( <i>Automatic Settlement (Autocall)</i> )	Not Applicable		
<b>Provisions relating to Optional Early Settlement Event</b>					
17		Optional Early Settlement Event: General Condition 15 ( <i>Optional Early Settlement Event</i> )	Not Applicable		
18		Option Type:	Not Applicable		
<b>Provisions relating to TARN Early Settlement Event</b>					
19		TARN Early Settlement Event: General Condition 22 ( <i>TARN Early Settlement Event</i> )	Not Applicable		
<b>Provisions relating to Final Settlement</b>					
20	(a)	Final Settlement Type: General Condition 16 ( <i>Final Settlement</i> )	Drop Back		
	(b)	Settlement Method:	Cash		
<b>Provisions relating to Drop Back</b>					
21		Drop Back Payout: General Condition 13.42 and General Condition 16.27	Applicable		
	(a)	Valuation Price Determination:	Applicable		
	(b)	Reinvestment Trigger Barrier Determination:	Not Applicable		
	(c)	Reinvestment Trigger Barrier and Reinvestment Allocation:		<b>i</b>	<b>Reinvestment Trigger Barrier<sup>(i)</sup></b> <b>Reinvestment Allocation<sup>(i)</sup></b>
				1	90.00% 25.00%
				2	85.00% 25.00%
				3	80.00% 25.00%
				4	75.00% 25.00%
	(d)	Initial Investment Allocation:			
	(e)	Initial Equity Investment Allocation:	0.00%		
	(f)	Initial Cash Allocation:	100.00%		
<b>Provisions relating to Nominal Call Event Settlement</b>					
22		Nominal Call Event Settlement: General Condition 17 ( <i>Nominal Call Event Settlement</i> )	Not Applicable		
<b>Provisions relating to Instalment Notes</b>					
23		Instalment Notes: General Condition 24	Not Applicable		

(Settlement by Instalments)

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

24	Underlying Asset(s) <sub>(Interest)</sub> / Underlying Asset(s) <sub>(Final Settlement)</sub> / Underlying Asset(s) <sub>(Downside)</sub> :	S&P 500 Index
(a)	Initial Valuation Date:	7 May 2024
(b)	Index:	S&P 500 Index
(i)	Exchanges:	Multi-exchange
(ii)	Related Exchanges:	All Exchanges
(iii)	Underlying Asset Currencies:	USD
(iv)	Bloomberg Screens:	SPX
(v)	Refinitiv Screens:	.SPX
(vi)	Index Sponsors:	S&P Dow Jones Indices LLC
(vii)	Weight:	Not Applicable
(viii)	Pre-nominated Indices:	Not Applicable
25	(a) Initial Price <sub>(Interest)</sub> :	Relevant Price: Closing Price
(i)	Averaging-in:	Not Applicable
(ii)	Min Lookback-in:	Not Applicable
(iii)	Max Lookback-in:	Not Applicable
(b)	Initial Price <sub>(Settlement)</sub> :	Relevant Price: Closing Price
(i)	Averaging-in:	Not Applicable
(ii)	Min Lookback-in:	Not Applicable
(iii)	Max Lookback-in:	Not Applicable
(c)	Initial Valuation Date:	7 May 2024
26	(a) Final Valuation Price:	The Valuation Price of the Underlying Asset on the Final Valuation Date.
(i)	Averaging-out:	Not Applicable
(ii)	Min Lookback-out:	Not Applicable
(iii)	Max Lookback-out:	Not Applicable
(b)	Final Valuation Date:	7 May 2026
27	Interim Valuation Price:	Not Applicable

**Provisions relating to disruption events**

28	Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): Equity Linked Condition 3 ( <i>Consequences of Disrupted Days</i> )	
(a)	Omission:	Not Applicable
(b)	Postponement:	Not Applicable
(c)	Modified Postponement:	Not Applicable
29	Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): Fund Linked Condition 1 ( <i>Adjustments to Valuation Dates and Reference Dates</i> )	Not Applicable
30	Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): Barclays Index Linked Condition 4 ( <i>Consequences upon a Reference Date becoming a Disrupted Day</i> )	Not Applicable
31	Additional Disruption Events: General Condition 43.1 ( <i>Definitions</i> )	

(a)	Change in Law:	Applicable as per General Condition 43.1 ( <i>Definitions</i> )
(b)	Currency Disruption Event:	Applicable as per General Condition 43.1 ( <i>Definitions</i> )
(c)	Hedging Disruption:	Applicable as per General Condition 43.1 ( <i>Definitions</i> )
(d)	Issuer Tax Event:	Applicable as per General Condition 43.1 ( <i>Definitions</i> )
(e)	Extraordinary Market Disruption:	Applicable as per General Condition 43.1 ( <i>Definitions</i> )
(f)	Increased Cost of Hedging:	Not Applicable
(g)	Affected Jurisdiction Hedging Disruption:	Not Applicable
(h)	Affected Jurisdiction Increased Cost of Hedging:	Not Applicable
(i)	Increased Cost of Stock Borrow:	Not Applicable
(j)	Loss of Stock Borrow:	Not Applicable
(k)	Foreign Ownership Event:	Not Applicable
(l)	Fund Disruption Event:	Not Applicable
(m)	Fund Event:	Not Applicable
(n)	Potential Adjustment of Payment Event:	Not Applicable
(o)	Barclays Index Disruption:	Not Applicable
32	Unlawfulness and Impracticability:	Limb (b) of Condition 32 of the General Conditions: Applicable
33	Early Cash Settlement Amount:	Market Value
34	Early Settlement Notice Period Number:	As specified in General Condition 43.1 ( <i>Definitions</i> )
35	Substitution of Shares:	Not Applicable
36	Entitlement Substitution:	Not Applicable
37	FX Disruption Event:	Not Applicable
38	Disruption Fallbacks: FX Linked Condition 1 ( <i>Consequences of FX Disruption Events (FX) (FX Linked Annex)</i> )	Not Applicable
39	Unwind Costs:	Not Applicable
40	Settlement Expenses:	Not Applicable
41	Local Jurisdiction Taxes and Expenses:	Not Applicable
42	Consequences of a Fund Event: Equity Linked Condition 3 ( <i>Consequences of a Fund Event</i> )	Not Applicable
<b>General provisions</b>		
43	Form of Securities:	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable
44	Trade Date:	6 May 2024
45	Taxation Gross Up:	Applicable
46	871(m) Securities:	The Issuer has determined that the Securities (without regard to any other transactions) should not be subject to U.S. withholding tax under Section 871(m) of the U.S. Internal Revenue Code and regulations promulgated thereunder.
47	(i) Prohibition of Sales to EEA Retail Investors:	Not Applicable
	(ii) Prohibition of Sales to UK Retail Investors:	Applicable – see the cover page of these Final Terms
	(iii) Prohibition of Sales to Swiss Retail Investors:	Applicable – see the cover page of these Final Terms
48	Business Day:	As defined in General Condition 43.1
49	Business Day Convention:	Modified Following, subject to adjustment for Unscheduled Business Day Holiday.

50	Determination Agent:	Barclays Bank PLC
51	Registrar:	Not Applicable
52	Transfer Agent:	Not Applicable
53	(a) Name 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
54	Registration Agent:	Not Applicable
55	Governing Law:	English Law
56	Relevant Benchmarks:	Amounts payable under the Securities are calculated by reference to S&P 500 Index which is provided by S&P Dow Jones Indices LLC (the " <b>Administrator</b> "). As at the date of this Final Terms, the Administrator does not appear 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> ").



## 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 admitted to trading on the EuroTLX Market, a multilateral trading facility organised and managed by Borsa Italiana S.p.A. (the "**EuroTLX Market**").

The Issuer has no duty to maintain the trading (if any) of the Securities on the relevant stock exchange(s) over their entire lifetime. The Securities may be suspended from trading and/or de-listed at any time in accordance with applicable rules and regulations of the relevant stock exchange(s).

(b) Estimate of total expenses related to admission to trading: Up to EUR 1,000

(c) Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and a description of the main terms of their commitment: Not Applicable

### 2 RATINGS

Ratings: The Securities have not been individually rated.

### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

The Issue Price includes a fee payable by the Issuer to Banca Generali S.p.A. as distributor which will be no more than 1.00% of the Issue Price and relates solely to the commission for the distribution of the Securities.

Furthermore, active marketing activities in respect of the Securities in Italy will be carried out by Banca Generali S.p.A. in the period commencing on (and including) the day on which the Securities are admitted to trading on the EuroTLX Market and ending on (and including) the date on which Banca Generali S.p.A. ceases to carry on active marketing activities in respect of the Securities in Italy, which date is expected to fall on or around the Final Valuation Date (the "**Marketing Period**"). The Issuer shall pay to Banca Generali S.p.A. a fee of 0.50 per cent (0.50%) of the Calculation Amount for each Security purchased on the EuroTLX Market during the Marketing Period for the active marketing activity in relation to the Securities to be performed by Banca Generali S.p.A. during the Marketing Period. Marketing fees can be revised down at the Issuer's discretion.

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

(a) Reasons for the offer: N/A  
(b) Use of proceeds: N/A  
(c) Estimated net proceeds: N/A  
(d) Estimated total expenses: N/A

### 5 YIELD

Not Applicable

### 6 PAST AND FUTURE PERFORMANCE OF UNDERLYING ASSET(S), AND OTHER INFORMATION CONCERNING THE UNDERLYING ASSET(S)

Details of the past and future performance and volatility of the Underlying Asset(s) may be obtained from:

Bloomberg Screen: SPX Index

Refinitiv Screen Page: .SPX

Index Disclaimers: See Schedule hereto

**7 POST ISSUANCE INFORMATION**

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

**8 OPERATIONAL INFORMATION**

(a) ISIN:	XS2762000540
(b) Common Code:	276200054
(c) Relevant Clearing System(s):	Euroclear, Clearstream
(d) Delivery:	Delivery free of payment

## INDEX DISCLAIMERS

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

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