

13 December 2024

SUPPLEMENT 1/2024 TO THE GSSP PREFERENCE SHARE LINKED BASE PROSPECTUS



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

Pursuant to the Global Structured Securities Programme

Introduction

This supplement (the "**Supplement**") is supplemental to, and must be read in conjunction with, the Base Prospectus (as defined below), comprising the Securities Note relating to the GSSP Base Prospectus dated 21 June 2024 (the "**Preference Share Linked Base Prospectus Securities Note**") as prepared by Barclays Bank Ireland PLC in its capacity as issuer (the "**Issuer**") for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**"), and the Issuer's Registration Document 3/2024 dated 7 June 2024 (as supplemented on 29 August 2024 and as may be further supplemented from time to time, the "**Registration Document 3/2024**" or the "**Registration Document**"), which documents together constitute a base prospectus drawn up as separate documents for the purposes of Article 8 of the EU Prospectus Regulation (the "**Base Prospectus**") in respect of its Global Structured Securities Programme (the "**Programme**").

This Supplement constitutes a supplement in respect of the Base Prospectus for the purposes of Article 23 of the EU Prospectus Regulation. This Supplement has been approved as a supplementary prospectus by the Central Bank of Ireland as competent authority under the EU Prospectus Regulation. The Central Bank of Ireland only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the EU Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer or the quality of the securities (the "**Securities**") that are the subject of this Supplement. Investors should make their own assessment as to the suitability of investing in the Securities.

Terms defined in the Preference Share Linked Base Prospectus Securities Note shall, unless the context otherwise requires, have the same meanings when used in this Supplement. References to the Base Prospectus shall hereafter mean the Base Prospectus as supplemented by this Supplement.

To the best of the knowledge of the Issuer, the information contained in the Base Prospectus, as supplemented by this Supplement is in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly.



The date of this Supplement is 13 December 2024

Purpose

The purpose of this Supplement is to update and supplement certain terms relating to the Underlying Preference Share(s) in the sections "*Form of Final Terms*" and "*Terms and Conditions of the Preference Shares*" of the Preference Share Linked Base Prospectus Securities Note.

Updates and supplements

A) "*Form of Final Terms*"

The section entitled "*Form of Final Terms*" on pages 78 to 105 of the Preference Share Linked Base Prospectus Securities Note shall be amended, updated and supplemented by replacing the "Phoenix Type" items in paragraph 9(a) (*Redemption Valuation Type*) of the Form of Preference Share Confirmation on pages 93 to 34 with the following:

"[Phoenix Type: [Discrete Date Valuation] [One Touch – Daily] [One Touch – Continuous] [Daily Close]] (*only applicable if one of Phoenix without memory or Phoenix with memory is applicable*)".

B) "*Terms and Conditions of the Preference Shares*"

The section entitled "*Terms and Conditions of the Preference Shares*" on pages 109 to 223 of the Preference Share Linked Base Prospectus Securities Note shall be amended, updated and supplemented by:

- (a) inserting a new limb (d) under the definition of "Fixed Return Condition" on pages 154 to 155 in Preference Share General Condition 6.7 (*Phoenix without memory*) as follows:

"(d) "Daily Close" and a Fixed Return Observation Period ending on a Fixed Return Valuation Date:

- (A) if the Preference Share Confirmation specifies the 'Underlying Performance Type' to be 'Single Asset', the Valuation Price of the Reference Asset is at or above the corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period; or
- (B) if the Preference Share Confirmation specifies 'Underlying Performance Type' to be 'Worst-of', the Valuation Price of every Reference Asset is at or above its corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period; or
- (C) if the Preference Share Confirmation specifies 'Underlying Performance Type' to be 'Basket', the Basket Performance is at or above its corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period.";

- (b) replacing the introductory language at limb (b) of the definition of "T" on pages 157 to 158 in Preference Share General Condition 6.7 (*Phoenix without memory*) with the following:

"(b) "One Touch – Daily", "One Touch – Continuous" or "Daily Close", the total number of Fixed Return Valuation Dates in relation to which the Fixed Return Condition has been satisfied during the Fixed Return Observation Period ending on each such Fixed Return Valuation Date, provided that:";

- (c) inserting a new limb (d) under the definition of "Fixed Return Condition" on pages 161 to 162 in Preference Share General Condition 6.8 (*Phoenix with memory*) as follows:

"(d) "Daily Close" and a Fixed Return Observation Period ending on a Fixed Return Valuation Date:

- (A) if the Preference Share Confirmation specifies the 'Underlying Performance Type' to be 'Single Asset', the Valuation Price of the Reference Asset is at or above the corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period; or
 - (B) if the Preference Share Confirmation specifies 'Underlying Performance Type' to be 'Worst-of', the Valuation Price of every Reference Asset is at or above its corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period; or
 - (C) if the Preference Share Confirmation specifies 'Underlying Performance Type' to be 'Basket', the Basket Performance is at or above its corresponding Fixed Return Barrier on each Fixed Return Observation Date during such Fixed Return Observation Period.";
- (d) replacing the introductory language at limb (b) of the definition of "T" on pages 164 to 165 in Preference Share General Condition 6.8 (*Phoenix with memory*) with the following:
- "(b) "One Touch – Daily", "One Touch – Continuous" or "Daily Close", the ordinal number of the last Fixed Return Valuation Date in relation to which the Fixed Return Condition has been satisfied during the Fixed Return Observation Period ending on each such Fixed Return Valuation Date, provided that:".

Inconsistencies

To the extent that there is any inconsistency between (a) any statement in this Supplement (in relation to the Base Prospectus) and (b) any other statement in, or incorporated by reference in the Base Prospectus, the statements in (a) above shall prevail.

Withdrawal rights

In accordance with Article 23(2) of the EU Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to the Base Prospectus before this Supplement is published have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 18 December 2024.