
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.

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

10,000 European Barrier Quanto Autocallable Securities due January 2027 under the Global Structured Securities Programme (the "Securities")
Issue Price: EUR 1,000.00 per Security

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.

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 as supplemented on 19 August 2024, and the Securities Note relating to the GSSP EU Offering Memorandum dated 12 April 2024 (as supplemented on 14 June 2024 and 31 October 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/fixed-income-investors/prospectus-and-documents/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/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/#registrationdocument> and <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/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.

These Redeemable Certificates are FinSA Exempt Securities as defined in the Base Prospectus.

BARCLAYS

Pricing Supplement dated 23 January 2025

PART A – CONTRACTUAL TERMS

Provisions relating to the Securities

1	(a) Series:	NX00440202
	(b) Tranche:	1
2	Currencies:	
	(a) Issue Currency:	Euro (“EUR”)
	(b) Settlement Currency:	Euro (“EUR”)
3	Securities:	Redeemable Certificates
4	Notes:	Not Applicable
5	Redeemable Certificates:	Applicable
	(a) Number of Securities:	10,000 Securities
	(i) Tranche:	10,000 Securities
	(ii) Series:	10,000 Securities
	(b) Minimum Tradable Amount:	1 Security
6	Calculation Amount:	EUR 1,000 per Security
7	Issue Price:	EUR 1,000.00 per Security 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. 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:	23 January 2025
9	Scheduled Settlement Date:	21 January 2027, subject to adjustment in accordance with the Business Day Convention
10	Type of Security:	Share Linked Securities
11	Relevant Annex(es) which apply to the Securities:	Equity Linked Annex
12	Underlying Performance Type _(Interest) :	Single Asset
13	Underlying Performance Type _(Autocall) :	Single Asset
14	Underlying Performance Type _(Settlement) :	For the purpose of determination of the Final Performance: Single Asset
15	Downside Underlying Performance Type _(Settlement) :	Not Applicable

Provisions relating to interest (if any) payable

16	Interest Type:	In respect of each Interest Determination Date _(i) as specified in the table below, Fixed
	General Condition 13 (<i>Interest</i>)	In respect of each Interest Valuation Date _(i) , as specified in the table below, Phoenix with Memory
	(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 Valuation Dates:	Each of the dates set out in Table 1 below in the column entitled 'Interest Valuation Date(s)'.

- (c) 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

(i)	Interest Determination Date(s):	Interest Valuation Date(s):	Interest Barrier Percentage(s):	Fixed Interest Rate(s):		Interest Ex-Date(s):	Interest Record Date(s):	Interest Payment Date(s):
				Fixed Amount	Phoenix with Memory			
1	13 February 2025	N/A	N/A	0.6000%	N/A	19 February 2025	20 February 2025	21 February 2025
2	13 March 2025	N/A	N/A	0.6000%	N/A	19 March 2025	20 March 2025	21 March 2025
3	14 April 2025	N/A	N/A	0.6000%	N/A	22 April 2025	23 April 2025	24 April 2025
4	13 May 2025	N/A	N/A	0.6000%	N/A	19 May 2025	20 May 2025	21 May 2025
5	13 June 2025	N/A	N/A	0.6000%	N/A	19 June 2025	20 June 2025	23 June 2025
6	14 July 2025	N/A	N/A	0.6000%	N/A	18 July 2025	21 July 2025	22 July 2025
7	N/A	13 August 2025	65.00%	N/A	0.6000%	19 August 2025	20 August 2025	21 August 2025
8	N/A	15 September 2025	65.00%	N/A	0.6000%	19 September 2025	22 September 2025	23 September 2025
9	N/A	13 October 2025	65.00%	N/A	0.6000%	17 October 2025	20 October 2025	21 October 2025
10	N/A	13 November 2025	65.00%	N/A	0.6000%	19 November 2025	20 November 2025	21 November 2025
11	N/A	15 December 2025	65.00%	N/A	0.6000%	19 December 2025	22 December 2025	23 December 2025
12	N/A	13 January 2026	65.00%	N/A	0.6000%	19 January 2026	20 January 2026	21 January 2026
13	N/A	13 February 2026	65.00%	N/A	0.6000%	19 February 2026	20 February 2026	23 February 2026
14	N/A	13 March 2026	65.00%	N/A	0.6000%	19 March 2026	20 March 2026	23 March 2026
15	N/A	13 April 2026	65.00%	N/A	0.6000%	17 April 2026	20 April 2026	21 April 2026
16	N/A	13 May 2026	65.00%	N/A	0.6000%	19 May 2026	20 May 2026	21 May 2026
17	N/A	15 June 2026	65.00%	N/A	0.6000%	19 June 2026	22 June 2026	23 June 2026
18	N/A	13 July 2026	65.00%	N/A	0.6000%	17 July 2026	20 July 2026	21 July 2026
19	N/A	13 August 2026	65.00%	N/A	0.6000%	19 August 2026	20 August 2026	21 August 2026
20	N/A	14 September 2026	65.00%	N/A	0.6000%	18 September 2026	21 September 2026	22 September 2026
21	N/A	13 October 2026	65.00%	N/A	0.6000%	19 October 2026	20 October 2026	21 October 2026
22	N/A	13 November 2026	65.00%	N/A	0.6000%	19 November 2026	20 November 2026	23 November 2026
23	N/A	14 December 2026	65.00%	N/A	0.6000%	18 December 2026	21 December 2026	22 December 2026
24	N/A	13 January 2027	65.00%	N/A	0.6000%	19 January 2027	20 January 2027	21 January 2027

- (d) Information relating to the Fixed Rate: Applicable
- (i) Fixed Interest Type: Fixed Amount
- (ii) Fixed Interest Rate: Each of the percentages set out in Table 1 above in the column entitled 'Fixed Interest Rate(s)'.
- (e) Information relating to the Floating Rate: Not Applicable
- (f) Interest Period End Dates: Each Interest Payment Date, subject to adjustment in accordance with the Business Day Convention

- (g) Interest Barrier Percentages: Each of the percentages set out in Table 1 above in the column entitled 'Interest Barrier Percentage(s)'.

Provisions relating to Automatic Settlement (Autocall)

- 17 Automatic Settlement (Autocall) or Automatic Settlement (Autocall) (bearish) or Automatic Settlement (Autocall) (range): Automatic Settlement (Autocall) is Applicable
General Condition 14 (*Automatic Settlement (Autocall)*)
- (a) Autocall Observation Type: Discrete
- (b) Autocall Barrier Percentages: Each of the percentages set out in Table 2 below in the column entitled 'Autocall Barrier Percentage(s)'.
- (c) Autocall Barrier: Not Applicable
- (d) Autocall Lower Barrier: Not Applicable
- (e) Autocall Upper Barrier: Not Applicable
- (f) Autocall Settlement Percentages: Each of the percentages set out in Table 2 below in the column entitled 'Autocall Settlement Percentage(s)'.
- (g) Autocall Valuation Dates: Each date set out in Table 2 below in the column entitled 'Autocall Valuation Date(s)'.
- (h) Autocall Settlement Dates: Each date set out in Table 2 below in the column entitled 'Autocall Settlement Date(s)', subject to adjustment in accordance with the Business Day Convention.
- (i) Autocall Valuation Price: The valuation price of the Underlying Asset on the Autocall Valuation Date.
- (i) Averaging-out: Not Applicable
- (ii) Min Lookback-out: Not Applicable
- (iii) Max Lookback-out: Not Applicable
- (j) Autocall Reset Event: Not Applicable
- (k) Worst-of Memorizer: Not Applicable

Table 2

Autocall Valuation Date(s):	Autocall Barrier Percentage(s):	Autocall Settlement Percentage(s):	Autocall Settlement Date(s):
14 July 2025	100.00%	100.00%	22 July 2025
13 August 2025	100.00%	100.00%	21 August 2025
15 September 2025	100.00%	100.00%	23 September 2025
13 October 2025	100.00%	100.00%	21 October 2025
13 November 2025	100.00%	100.00%	21 November 2025
15 December 2025	100.00%	100.00%	23 December 2025
13 January 2026	95.00%	100.00%	21 January 2026
13 February 2026	95.00%	100.00%	23 February 2026
13 March 2026	95.00%	100.00%	23 March 2026
13 April 2026	95.00%	100.00%	21 April 2026
13 May 2026	95.00%	100.00%	21 May 2026
15 June 2026	95.00%	100.00%	23 June 2026
13 July 2026	90.00%	100.00%	21 July 2026
13 August 2026	90.00%	100.00%	21 August 2026
14 September 2026	90.00%	100.00%	22 September 2026
13 October 2026	90.00%	100.00%	21 October 2026
13 November 2026	90.00%	100.00%	23 November 2026
14 December 2026	90.00%	100.00%	22 December 2026

Provisions relating to Optional Early Settlement Event

18	Optional Early Settlement Event: General Condition 15 (<i>Optional Early Settlement Event</i>)	Not Applicable
19	Option type:	Not Applicable
Provisions relating to Final Settlement		
20	(a) Final Settlement Type: General Condition 16 (<i>Final Settlement</i>)	Capped
	(b) Settlement Method:	Cash or Physical
	(c) Trigger Event Type:	European (Final)
	(d) Strike Price Percentage:	100.00 per cent
	(e) Knock-in Barrier Type:	European
	(f) Knock-in Trigger Event:	Applicable Trigger Event Observation Date: 13 January 2027
	(g) Knock-in Barrier Percentage:	60.00 per cent
	(h) Downside:	Not Applicable
	(i) Unleveraged Put:	Applicable
Provisions relating to the Underlying Asset(s)		
21	Underlying Asset(s) _{(Interest/ Settlement/ Underlying Asset(s)_{(Final Settlement/ Underlying Asset(s)_{(Downside):}}} Underlying Asset(s) _(Autocall) SCHLUMBERGER LTD (the " Underlying Asset ")	
	(a) Initial Valuation Date:	13 January 2025
	(b) Share:	SCHLUMBERGER LTD
	(i) Exchange:	New York Stock Exchange
	(ii) Related Exchanges:	All Exchanges
	(iii) Underlying Asset Currency:	USD
	(iv) Bloomberg Screen:	SLB UN Equity
	(v) Refinitiv Screen:	SLB.N
	(vi) Underlying Asset ISIN:	AN8068571086
	(vii) Weight:	Not Applicable
	(ix) Scheduled Trading Days:	As defined as per the Equity Linked Annex
22	(a) Initial Price _(Interest) :	Relevant Price: Closing Price
	(i) Averaging-in:	Not Applicable
	(ii) Min Lookback-in:	Not Applicable
	(iii) Max Lookback-in:	Not Applicable
	(b) Initial Price _(Settlement) :	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:	13 January 2025
23	(a) Final Valuation Price:	In respect of an Underlying Asset and the Final Valuation Date, the Valuation Price of such Underlying Asset in respect of the Final Valuation Date.
	(b) Final Valuation Date:	13 January 2027

Provisions relating to disruption events

24	Additional Disruption Events: General Condition 43.1 (Definitions)	
(a)	Change in Law:	Applicable as per General Condition 43.1 (Definitions)
(b)	Currency Disruption Event:	Applicable as per General Condition 43.1 (Definitions)
(c)	Hedging Disruption:	Applicable as per General Condition 43.1 (Definitions)
(d)	Issuer Tax Event:	Applicable as per General Condition 43.1 (Definitions)
(e)	Extraordinary Market Disruption:	Applicable as per General Condition 43.1 (Definitions)
(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
25	Unlawfulness and Impracticability:	Limb (b) of Condition 32 of the General Conditions: Applicable
26	Early Cash Settlement Amount:	Market Value
27	Early Settlement Notice Period Number:	As specified in General Condition 43.1 (Definitions)
28	Entitlement Substitution:	Applicable
29	Unwind Costs:	Applicable
30	Settlement Expenses:	Not Applicable
31	Local Jurisdiction Taxes and Expenses:	Not Applicable
General provisions		
32	Form of Securities:	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable
33	Trade Date:	7 January 2025
34	Taxation Gross Up:	Applicable
35	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 of 1986, as amended, and regulations promulgated thereunder.
36	(i) Prohibition of Sales to EEA Retail Investors:	Not Applicable
	(ii) Prohibition of Sales to UK Retail Investors:	Applicable – see the cover page of this Pricing Supplement
	(iii) Prohibition of Sales to Swiss Retail Investors:	Applicable – see the cover page of this Pricing Supplement
37	Business Day:	As defined in General Condition 43.1
38	Business Day Convention:	Modified Following, subject to adjustment for Unscheduled Business Day Holiday.
39	Determination Agent:	Barclays Bank PLC
40	Registrar:	Not Applicable
41	Transfer Agent:	Not Applicable

42	(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
43		Registration Agent:	Not Applicable
44		Governing Law:	English Law

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. MOT (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

RATINGS

- 2 Ratings: The Securities have not been individually rated.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

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 21 January 2027 (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: General funding
- (b) Use of proceeds: Not Applicable
- (c) Estimated net proceeds: Not Applicable
- (d) Estimated total expenses: Not Applicable

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: SLB UN Equity
Refinitiv Screen Page: SLB.N

7 **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.

8 **OPERATIONAL INFORMATION**

(a) ISIN:	XS2931025030
(b) Common Code:	293102503
(c) Relevant Clearing System(s):	Euroclear, Clearstream
(d) Delivery:	Delivery free of payment
(e) Green Structured Securities:	No
(f) Green Index Linked Securities:	No

