

**Pricing Supplement**



**BARCLAYS BANK PLC**

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

**GLOBAL STRUCTURED SECURITIES PROGRAMME**

**for the issue of Securities**

**BARCLAYS BANK PLC**

**Legal Entity Identifier: G5GSEF7VJP5I7OUK5573**

USD 10,800,000 Note "ORION" due February 2027

Series: NX00451491

under the Global Structured Securities Programme

Issue Price: 98.83% of the Specified Denomination

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These Notes are FinSA Exempt Securities as defined in the Offering Circular

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

**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.

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 implemented in the UK (or local equivalent, for example TLAC).

### **What is this document?**

This document constitutes the Pricing Supplement of the Securities (the "**Pricing Supplement**") described herein and is prepared in connection with the Offering Circular under the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**") and is supplemental to the Offering Circular dated 12 April 2024 as supplemented by the Supplemental Offering Circulars from time to time.

### **What other documents do I need to read?**

This Pricing Supplement sets out the specific details of your particular issuance of Securities and supplements the terms and conditions and disclosure set out in the Offering Circular including any Supplemental Offering Circulars. Therefore, full information on the Issuer and the Securities is only available on the basis of the combination of this Pricing Supplement and the Offering Circular including any Supplemental Offering Circulars. The Offering Circular and any Supplemental Offering Circular are available for viewing and copies may be obtained from the registered office of the Issuer and by electronic version from the Issue and Paying Agent whose specified office for the time being is in London.

Capitalised terms used in this Pricing Supplement, if not defined in this Pricing Supplement, have the meanings given to them in the Offering Circular and/or any Supplemental Offering Circular.

### **What should I consider before investing in Securities issued under the Pricing Supplement?**

Investment in Securities that are issued under this Pricing Supplement involve a significant degree of risk and if you invest in them you should be prepared to sustain a loss of all or part of your investment. You should not acquire any Securities unless (i) you understand the nature of the relevant transaction, the complexity of the transaction, the risks inherent in securities and the extent of your exposure to potential loss and (ii) any investment in such Securities is consistent with your overall investment strategy. Before investing in the Securities you should consider carefully whether the Securities you are considering acquiring are suitable in light of your investment objectives, financial capabilities and expertise. You should also consult your own business, financial, investment, legal, accounting, regulatory, tax and other professional advisers to assist you in determining the suitability of the Securities for you as an investment.

U.S. withholding on dividend equivalent amounts: If in the item headed '*871(m) Securities*' below the Pricing Supplement provides that the Issuer has determined that the Securities are 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, then certain actual or deemed payments on the Securities held by non-U.S. investors generally will be subject to U.S. withholding tax of 30 per cent without regard to any reduced rate that may apply under a treaty, as more fully described in '*U.S. federal tax treatment of Non-U.S. Holders*' in the Taxation section of the Offering Circular. No additional amounts will be payable in respect of such withholding taxes.

Prospective investors are urged to read the section headed '*Risk Factors*' in the Offering Circular as supplemented by any Supplemental Offering Circular and this Pricing Supplement for a discussion of certain matters that should be considered when making a decision to invest in the Securities.

### **Who is responsible for the content of this Pricing Supplement?**

The Issuer accepts responsibility for the information contained in this Pricing Supplement. To the best of its knowledge and belief the information contained in this Pricing Supplement is in accordance with the facts and does not contain anything likely to affect its import.

The information relating to the Underlying Asset(s) and contained herein has been accurately extracted from publicly available sources. The Issuer confirms that any information from third party sources has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by such third party source, no facts have been omitted which would render the reproduced information inaccurate or misleading.

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**Barclays**

Pricing Supplement dated 26 February 2025

## Distribution

The distribution or delivery of this document and the offer of the Securities in certain jurisdictions may be restricted by law. Persons into whose possession this Pricing Supplement comes are required by the Issuer to inform themselves about and to observe any such restrictions. Details of selling restrictions for various jurisdictions are set out in 'Purchase and Sale' in the Offering Circular.

In particular, the Securities 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, and 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**").

In relation to Securities which are being offered and sold outside the United States in reliance on Regulation S only, there are restrictions on the Issuer and its Affiliates (including Barclays Bank PLC in its role as Manager) making sales of Securities in the United States, including for market making purposes.

Trading in the Securities has not been approved by the U.S. Commodity Futures Trading Commission under the U.S. Commodity Exchange Act of 1936, as amended. Securities in bearer form may be subject to U.S. tax law requirements. Subject to certain exceptions Securities in bearer form may not at any time be offered, sold or delivered within the United States or its possessions to, or for the account or benefit of, United States persons (as defined in the U.S. Internal Revenue Code of 1986, as amended), nor may any United States persons at any time trade or maintain a position in such Securities.

**THE SECURITIES COMPRISE BEARER SECURITIES THAT ARE SUBJECT TO U.S. TAX LAW REQUIREMENTS. ANY UNITED STATES PERSON WHO HOLDS THIS OBLIGATION WILL BE SUBJECT TO LIMITATIONS UNDER THE UNITED STATES INCOME TAX LAWS, INCLUDING THE LIMITATIONS PROVIDED IN SECTIONS 165(j) AND 1287(a) OF THE CODE.**

**THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION, ANY STATE SECURITIES COMMISSION IN THE UNITED STATES OR ANY OTHER U.S. REGULATORY AUTHORITY, AND NONE OF THE FOREGOING AUTHORITIES HAS PASSED UPON OR ENDORSED THE MERITS OF THE OFFERING OF SECURITIES OR THE ACCURACY OR THE ADEQUACY OF THIS PRICING SUPPLEMENT OR THE OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.**

**THE OFFERING CIRCULAR DOES NOT COMPRISE AND HAS NOT BEEN APPROVED BY ANY REGULATORY AUTHORITY OR STOCK EXCHANGE AS (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 EUROPEAN UNION (WITHDRAWAL) ACT 2018 (AS AMENDED, THE "EUWA") (AS AMENDED, THE "UK PROSPECTUS REGULATION") OR (B) ARTICLE 8 OF REGULATION (EU) 2017/1129 (AS AMENDED, 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.**

**Securities issued pursuant to the Programme may be unlisted or an application may be made for Securities to be listed on any stock exchange other than any stock exchange or market which constitutes a UK regulated market for the purposes of UK MiFIR or a regulated market for the purposes of MiFID II. Please refer to Part B 'Listing and Admission to Trading' for information on if this offer of Securities is unlisted or listed and details on this.**

Neither the Offering Circular nor this Pricing Supplement 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 Pricing Supplement 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 this Pricing Supplement 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.

**SWISS FEDERAL ACT ON COLLECTIVE INVESTMENT SCHEMES: THE SECURITIES DO NOT CONSTITUTE COLLECTIVE INVESTMENT SCHEMES WITHIN THE MEANING OF THE SWISS FEDERAL ACT ON COLLECTIVE INVESTMENT SCHEMES ("CISA"). ACCORDINGLY, HOLDERS OF THE SECURITIES DO NOT BENEFIT FROM PROTECTION UNDER THE CISA OR SUPERVISION BY THE SWISS FINANCIAL MARKET SUPERVISORY AUTHORITY FINMA.**

## PART A

### Terms and Conditions of the Securities

The Securities shall have the following terms and conditions, which shall complete, modify and/or amend the Base Conditions and/or any applicable Relevant Annex(es) set out in the Offering Circular dated 12 April 2024, as may be supplemented up to, and including, the Trade Date of the Tranche 1 Securities.

Issuer:	Barclays Bank PLC
Manager:	Barclays Bank Ireland PLC
Determination Agent:	Barclays Bank PLC
Issue and Paying Agent:	The Bank of New York Mellon, London Branch
Registrar:	N/A
CREST Agent:	N/A
Paying Agent:	N/A
Transfer Agent:	N/A
Exchange Agent:	N/A
CMU Lodging and Paying Agent:	N/A
CMU Registrar:	N/A
CMU Transfer Agent:	N/A
Additional Agents:	N/A

### Provisions relating to the Securities

1.	(i) Series:	NX00451491
	(ii) Tranche:	1
2.	Issue Currency:	United States Dollar ("USD")
3.	Notes:	Applicable
	(i) Aggregate Nominal Amount as at the Issue Date:	
	(a) Series:	USD 10,800,000
	(b) Tranche:	USD 10,800,000
	(ii) Specified Denomination:	USD 1,000
	(iii) Minimum Tradable Amount:	USD 1,000 (and USD 1,000 thereafter)
	(iv) Calculation Amount as at the Trade Date and Issue Date:	USD 1,000 per Security
	(v) Provisions relating to the redenomination:	N/A
4.	Redeemable Certificates:	N/A
5.	Form:	
	(i) Global / Definitive / Uncertificated and dematerialised:	Global Bearer Securities: Permanent Global Security
	(ii) CDIs:	N/A
6.	Trade Date:	11 February 2025
7.	Issue Date:	26 February 2025
8.	Redemption Date:	26 February 2027 (the " <b>Scheduled Redemption Date</b> "), subject to adjustment in accordance with the Business Day Convention.
9.	Issue Price:	98.83% of the Specified Denomination
10.	Relevant Annex(es) which apply to the Securities:	Equity Linked Annex
11.	Interest:	N/A
12.	Interest Amount:	N/A
13.	Interest Rate(s):	N/A
14.	Floating Rate Determination – Reference Rate:	N/A
15.	Floating Rate Determination – CMS Rate:	N/A
16.	Margin:	N/A
17.	Minimum/Maximum Interest Rate:	N/A
18.	Interest Commencement Date:	N/A
19.	Interest Determination Date:	N/A
20.	Fixing Business Day:	N/A
21.	Interest Calculation Periods:	N/A
22.	Interest Payment Dates:	N/A
23.	Day Count Fraction:	N/A

24. Fallback provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest, if different from those set out in the Base Conditions:	N/A
25. Settlement Method:	For the purposes of Condition 5.1 ( <i>Redemption and redemption by instalments</i> ) of the Base Conditions: Cash Settlement
26. Settlement Currency:	USD
27. Settlement Number:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
28. Terms relating to Cash Settled Securities:	Applicable
(i) Final Cash Settlement Amount:	<p>Provided that no event that may lead to the early redemption or termination of the Securities has occurred prior to the Redemption Date as determined by the Determination Agent, on the Redemption Date, each Security will be redeemed by the Issuer at a cash amount determined by the Determination Agent in accordance with the following:</p> <p>A cash amount equal to:</p> <p>Calculation Amount <math>\times</math> [100% + max(0%, Orion Basket Return)]</p> <p>Where:</p> <p>“<b>Barrier Level</b>” means 150.00%.</p> <p>“<b>Final Price(i)</b>” means, in respect of an Underlying Asset(i), the Valuation Price of the Underlying Asset(i) on the Final Valuation Date.</p> <p>“<b>Initial Price(i)</b>” means, in respect of an Underlying Asset(i), the Valuation Price of the Underlying Asset(i) on the Initial Valuation Date, as specified in the Underlying Asset table above.</p> <p>“<b>Knock-Out Event</b>” means: For an Underlying Asset(i) a Knock-Out Event is deemed to have occurred if, on the Final Valuation Date, the Valuation Price of Underlying Asset(i) is at or above Barrier Level <math>\times</math> Initial Price(i).</p> <p>“<b>Orion Basket Return</b>” means the arithmetic average of each Underlying Asset Return(i).</p> <p>“<b>Rebate</b>” means 29.00%.</p> <p>“<b>Underlying Asset Return(i)</b>” means:</p> <p>(a) For Underlying Asset(i), if no Knock-Out Event is deemed to have occurred, the Underlying Asset Return(i) is recorded as [Final Price(i) / Initial Price(i) – 100%]; or</p> <p>(b) For Underlying Asset(i), if a Knock-Out Event is deemed to have occurred, the Underlying Asset Return(i) is recorded as Rebate.</p> <p>“<b>Valuation Price</b>” means, in respect of an Underlying Asset(i) and in respect of any relevant Scheduled Trading Day, the price of the Underlying Asset(i) at the Valuation Time on such day, as determined by the Determination Agent.</p>
(ii) Early Cash Settlement Amount:	Market Value
(iii) Early Cash Redemption Date:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions



29. Terms relating to Physically Delivered Securities:	N/A
30. Nominal Call Event:	N/A
31. Call Option:	N/A
32. Put Option:	N/A
33. Specified Early Redemption Event:	N/A
34. Maximum and Minimum Redemption Requirements:	
(i) Minimum Number/Minimum Nominal Amount:	N/A
(ii) Daily Maximum Number/Daily Maximum Amount:	N/A
35. Additional Disruption Events:	
(i) The following constitute Additional Disruption Event(s):	
(a) Change in Law:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
(b) Currency Disruption Event:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
(c) Issuer Tax Event:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
(d) Extraordinary Market Disruption:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
(ii) Hedging Disruption:	Applicable as per the Equity Linked Conditions
(iii) Increased Cost of Hedging:	N/A
(iv) Affected Jurisdiction Hedging Disruption:	N/A
(v) Affected Jurisdiction Increased Cost of Hedging:	N/A
(vi) Affected Jurisdiction:	N/A
(vii) Cessation of CREST Eligibility:	N/A
(viii) Other Additional Disruption Events:	Applicable See also Paragraph 37(xviii) of this Pricing Supplement
36. Unlawfulness and Impracticability:	Limb (b) of Condition 15 of the Base Conditions: Applicable
37. Share Linked Securities:	Applicable
(i) Share(s) (each an " <b>Underlying Asset</b> "):	A basket comprised of 8 Shares, each of which is set out in the Schedule.
(ii) Exchange(s):	In respect of each Underlying Asset, as set out in the Schedule
(iii) Related Exchange(s):	In respect of each Underlying Asset, as set out in the Schedule
(iv) Exchange Rate(s):	N/A
(v) Weighting for each Underlying Asset comprising the Basket of Underlying	N/A

	Assets:	
(vi)	Initial Price of each Underlying Asset:	Mean the Initial Price(i), as set out in Paragraph 28(i) of this Pricing Supplement.
(vii)	Initial Valuation Date:	11 February 2025
(viii)	Final Valuation Price of each Underlying Asset:	Mean the Final Price(i), as set out in Paragraph 28(i) of this Pricing Supplement.
(ix)	Final Valuation Date:	11 February 2027
(x)	Number of Shares:	N/A
(xi)	Substitution of Shares:	Substitution of Shares - Standard is applicable.
(xii)	Valuation Date:	The Initial Valuation Date and the Final Valuation Date
	(a) Cut-off date for postponement of Valuation Date:	N/A
(xiii)	Maximum Number of Postponement Days:	Eight (8) Scheduled Trading Days
(xiv)	Valuation Time:	As per the Equity Linked Annex
(xv)	Averaging:	N/A
(xvi)	Observation Dates:	N/A
(xvii)	Observation Period:	N/A
(xviii)	The following constitute Additional Disruption Event(s) in respect of Share Linked Securities:	
	(a) Foreign Ownership Event:	N/A
	(b) Insolvency Filing:	Applicable as per the Equity Linked Conditions
	(c) Increased Cost of Stock Borrow:	N/A
	(d) Loss of Stock Borrow:	N/A
	(e) Fund Disruption Event:	N/A
	(f) Merger Event:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.2 ( <i>Merger Events</i> )
	(g) Nationalisation:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(h) Insolvency:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(i) Delisting:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(j) Tender Offer:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.4 ( <i>Tender Offers</i> )
(xix)	FX Disruption Event ( <i>Equity Linked Annex</i> ):	N/A
(xx)	FX Inbound Valuation Disruption Event:	N/A
(xxi)	Market Access Dividend and Rights Issue Provisions:	N/A

(xxii)	Dividend Exchange Rate:	N/A
(xxiii)	Stock Dividends and Rights Issue – Cash only:	N/A
(xxiv)	FINI Early Redemption Event:	N/A
(xxv)	ODI Early Redemption Event:	N/A
(xxvi)	China Connect Early Redemption Event:	N/A
(xxvii)	China Early Redemption Event:	N/A
(xxviii)	China Regulatory Disruption Event:	N/A
(xxix)	China Restriction Early Redemption Event:	N/A
(xxx)	IPI Early Redemption Event:	N/A
(xxxi)	Local Jurisdiction Taxes and Expenses:	Applicable
(xxxii)	China Connect Service:	N/A
(xxxiii)	Other adjustments:	N/A
38.	Index Linked Securities ( <i>Equity indices only</i> ):	N/A
39.	Inflation Linked Securities:	N/A
40.	FX Linked Securities:	N/A
41.	Credit Linked Securities:	N/A
42.	Commodity Linked Securities:	N/A
43.	(i) Barclays Commodity Index Linked Securities ( <i>Section 2 of the Barclays Index Annex</i> ):	N/A
	(ii) Barclays Equity Index Linked Securities ( <i>Section 3 of the Barclays Index Annex</i> ):	N/A
	(iii) Barclays FX Index Linked Securities ( <i>Section 4 of the Barclays Index Annex</i> ):	N/A
	(iv) Barclays Interest Rate Index Linked Securities ( <i>Section 5 of the Barclays Index Annex</i> ):	N/A
	(v) Barclays Emerging Market Index Linked Securities ( <i>Section 6 of the Barclays Index Annex</i> ):	N/A
44.	Short Form Barclays Index Annex Securities:	N/A
45.	Bond Linked Securities:	N/A
46.	Fund Linked Securities:	N/A
47.	Hybrid Basket Linked Securities:	N/A
48.	Unwind Costs:	Applicable
49.	Additional provisions relating to Taxes and Settlement Expenses:	N/A

50. Business Day:	With respect to payments only, New York City (each a “ <b>Business Day Financial Centre</b> ”) and a Clearing System Business Day
51. Business Day Convention:	Modified Following, subject to adjustment for Unscheduled Business Day Holiday
52. Non-U.S. Selling Restrictions:	<p>Investors are bound by all applicable laws and regulations of the relevant jurisdiction(s) in which the Securities are to be offered, sold and distributed, including the selling restrictions set out in the Offering Circular and this Pricing Supplement. Investors in the Securities should seek specific advice before on-selling the Securities.</p> <p>No action has been made or will be taken by the Issuer that would permit a public offering of the Securities or possession or distribution of any offering material in relation to the Securities in any jurisdiction where action for that purpose is required. No purchase, offer, sale, re-sale or deliveries of the Securities and no making available or distribution of the Offering Circular, this Pricing Supplement and any other offering material, in any jurisdiction except in compliance with the applicable laws and regulations of such jurisdiction and in a manner that will not impose any obligation on the Issuer or Manager(s) (as the case may be) may be made.</p>
53. Applicable TEFRA exemption:	TEFRA is not applicable
54. 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.
55. Central Depository:	N/A
56. Relevant Clearing System(s):	Euroclear Clearstream
57. If syndicated, names of Managers:	N/A
58. (i) Details relating to Partly Paid Securities:	N/A
(ii) Details relating to Instalment Notes:	N/A
59. Relevant securities codes:	ISIN: XS2953142143 Common Code: 295314214
60. Representation of holders of French securities – <i>Masse</i> :	N/A
61. Modifications to the Master Subscription Agreement and/or Agency Agreement:	N/A
62. (i) Prohibition of Sales to UK Retail Investors:	Applicable – see the cover page of this Pricing Supplement
(ii) Prohibition of Sales to EEA Retail Investors:	Not Applicable
(iii) Prohibition of Sales to Swiss	Applicable – see the cover page of this Pricing Supplement

Investors:

63. Singapore Sales to Institutional Investors and Accredited Investors only: Not Applicable
64. Additional Conditions and/or modification to the Conditions of the Securities: For the avoidance of doubt all scheduled payment and/ or settlement dates are subject to adjustment in accordance with the applicable Business Day Convention.
- Delay or Postponement of Payments and Settlement**
- If the determination of a price or level used to calculate any amount payable or deliverable on any payment or settlement date is delayed or postponed pursuant to the terms and conditions of the Securities, payment or settlement will occur on the later of either (i) the scheduled payment or settlement date or (ii) two Business Days following the date on which such price or level is determined. This provision shall prevail in case any payment or settlement date is brought forward as a result of the operation of the Preceding or Modified Following Business Day Convention. No additional amounts shall be payable or deliverable by the Issuer because of such postponement.
65. Governing law: English law

## PART B

### Other Information

1 **Listing and Admission to Trading**

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list of the Irish Stock Exchange trading as Euronext Dublin ("**Euronext Dublin**") and admitted to trading on the Global Exchange Market ("**GEM**") of Euronext Dublin on or around the Issue Date.

2 **Ratings**

The Securities have not been individually rated.

3 **Interests of Natural and Legal Persons Involved in the Issue**

Save as discussed in '*Purchase and Sale*', so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the issue.

4 **Reasons for the Offer, Estimated Net Proceeds and Total Expenses**

(i) Reasons for the offer:	General Funding
(ii) Estimated net proceeds:	N/A
(iii) Estimated total expenses:	N/A
(iv) Use of proceeds:	Not Applicable

5 **Fixed Rate Securities Only - Yield**

Indication of yield: N/A

6 **Floating Rate Securities Only - Historic Floating Rates**

N/A

7 **Performance of Underlying Asset(s) and Other Information Concerning the Underlying Asset(s)**

N/A

8 **Post-issuance Information**

The Issuer does not intend to provide post-issuance transaction information regarding the Securities and the performance of the Underlying Asset(s), unless required to do so by applicable law or regulation.

9 **Operational Information**

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking *société anonyme* (together with their addresses) and the relevant identification number(s): N/A

Delivery: Delivery free of payment

Names and addresses of additional Paying Agent(s) (if any): N/A

10 **Third Party Fees:**

No commissions or distribution fees have been paid to any third party.

**Schedule**

<b>i</b>	<b>Underlying Asset</b>	<b>Type</b>	<b>Bloomberg Code (for identification purposes only)</b>	<b>ISIN</b>	<b>Underlying Asset Currency</b>	<b>Exchange</b>	<b>Related Exchange</b>	<b>Relevant Price</b>	<b>Initial Price</b>
1	ALPHABET INC- CL A	Share	GOOGL UW Equity	US02079K3059	USD	NASDAQ	All Exchanges	Closing Price	185.32
2	AMAZON.COM INC	Share	AMZN UW Equity	US0231351067	USD	NASDAQ	All Exchanges	Closing Price	232.76
3	APPLE INC	Share	AAPL UW Equity	US0378331005	USD	NASDAQ	All Exchanges	Closing Price	232.62
4	META PLATFORMS INC- CLASS A	Share	META UW Equity	US30303M1027	USD	NASDAQ	All Exchanges	Closing Price	719.80
5	MICROSOFT CORP	Share	MSFT UW Equity	US5949181045	USD	NASDAQ	All Exchanges	Closing Price	411.44
6	NVIDIA CORP	Share	NVDA UW Equity	US67066G1040	USD	NASDAQ	All Exchanges	Closing Price	132.80
7	TESLA INC	Share	TSLA UW Equity	US88160R1014	USD	NASDAQ	All Exchanges	Closing Price	328.50
8	BROADCOM INC	Share	AVGO UW Equity	US11135F1012	USD	NASDAQ	All Exchanges	Closing Price	235.04