

**Supplement Number 2 dated 5 November 2021
to the Base Prospectus dated 7 May 2021**



BARCLAYS BANK PLC
(incorporated with limited liability in England and Wales)

as Issuer

£15,000,000,000
Debt Issuance Programme

This base prospectus supplement (the "**Supplement**") is supplemental to, forms part of and must be read in conjunction with, the base prospectus dated 7 May 2021, as supplemented by Supplement Number 1 dated 2 August 2021 (together, the "**Base Prospectus**") prepared by Barclays Bank PLC (the "**Issuer**") with respect to its £15,000,000,000 Debt Issuance Programme (the "**Programme**"). This Supplement constitutes a supplementary prospectus in respect of the Base Prospectus for the Issuer for the purposes of Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018, as amended (the "**UK Prospectus Regulation**").

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

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK 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 Base Prospectus shall be supplemented in the manner described below.

The purpose of this Supplement is to:

- (a) supplement the information set out in the section entitled "*Information Incorporated by Reference*" commencing on page 14 of the Base Prospectus, and additionally incorporate by reference into the Base Prospectus:
- the Supplement 2/2021 to the Registration Document dated 4 November 2021 ("**Supplement 2/2021**"); and
 - the announcement of the Issuer, as filed with the SEC on Form 6-K on 1 November 2021 in respect of the changes to the Board of Directors (the "**Board Changes Announcement**").

Supplement 2/2021 and the Board Changes Announcement have each been filed with the FCA and shall be deemed to be incorporated in, and form part of, the Base Prospectus as supplemented by this Supplement. Supplement 2/2021 and the Board Changes Announcement may be inspected during normal business hours

at Barclays Treasury, 1 Churchill Place, London, E14 5HP, United Kingdom and at the specified office of the Principal Paying Agent, at One Canada Square, London, E14 5AL, United Kingdom during the life of the Notes issued pursuant to the Base Prospectus. Supplement 2/2021 is also available in electronic form at <https://www.home.barclays/barclays-investor-relations.html>. The Board Changes Announcement has also been filed with the SEC and is available in electronic form on the SEC's website at <https://www.sec.gov/Archives/edgar/data/0000312069/000165495421011543/a8709q.htm>; and

- (b) amend the section entitled "*The Issuer, the Barclays Bank Group and the Group*" on page 101 of the Base Prospectus by deleting it in its entirety and replacing it with the following:

"THE ISSUER, THE BARCLAYS BANK GROUP AND THE GROUP

For information in respect of the Issuer, the Barclays Bank Group and the Group, prospective investors are referred to the section entitled "*The Issuer, the Barclays Bank Group and the Group*" on pages 24 to 26 of the Registration Document, pages 3 to 4 of Supplement 1/2021 and pages 2 to 3 of Supplement 2/2021, which are referred to in, and incorporated by reference into, this Base Prospectus as set out in, "*Information Incorporated by Reference*" on page 14 of this Base Prospectus."

IMPORTANT NOTICES

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 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 Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

Any information contained in the documents specified above which is not incorporated by reference in the Base Prospectus is either not relevant for prospective investors for the purposes of Article 6(1) of the UK Prospectus Regulation or is covered elsewhere in the Base Prospectus.

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 UK Prospectus Regulation except where such information or other documents are specifically incorporated by reference into this Supplement.

This Supplement shall be available on or around the date hereof in electronic form at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

5 November 2021