

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

HKD 262,500,000 Fixed Coupon Notes due October 2029

Series: NX00424581

under the Global Structured Securities Programme

Issue Price: 100.00% of the Specified Denomination

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

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.

PROHIBITION OF SALES TO EEA 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 European Economic Area. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as

defined in Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**EU PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to retail investors in the European Economic Area has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the European Economic Area may be unlawful under the EU PRIIPs Regulation.

There is currently no universally accepted, global framework or definition (legal, regulatory or otherwise) as to what constitutes, an "ESG" (Environmental, Social or Governance), "green", "social", "sustainable", "climate-friendly" or an equivalently-labelled product, or as to what precise attributes are required for a particular investment, product or asset to be defined as "ESG", "green", "social", "sustainable", "climate-friendly" or such other equivalent label; nor can any assurance be given that such a globally accepted definition or consensus will develop over time. Save for any certification, standard, guideline, taxonomy, label and/or other regulatory or index inclusion criteria or voluntary guidelines specified in "Use of proceeds" below, the Securities are not intended to satisfy, in whole or in part, any present or future "ESG", "green", "sustainable", "climate-friendly" or equivalently-labelled certification, standard, guideline, taxonomy, label and/or other regulatory or index inclusion criteria or voluntary guidelines with which an investor or its investments may be expected to comply or otherwise seeks to have. For example, and without limitation, the Securities do not take into account any of the EU criteria for environmentally sustainable investments, including as set out under the EU Taxonomy Regulation (Regulation (EU) 2020/852) (or any equivalent regime); nor do they qualify as "sustainable investments" as defined under the Sustainable Finance Disclosure Regulations (Regulation (EU) 2019/2088) (or any equivalent regime).

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.

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 Circulars 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 Circulars.

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 the Supplemental Offering Circulars 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.

Barclays

Pricing Supplement dated 16 October 2024

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 come 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 in 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, AS APPLICABLE, THE ENTITLEMENTS, 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 9EU0 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 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (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 this 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 14th calendar day prior to the Trade Date of the Tranche 1 Securities.

Issuer:	Barclays Bank PLC
Manager(s):	Barclays Bank 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 Agents:	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:	NX00424581
	(ii) Tranche:	1
2	Issue Currency:	Hong Kong Dollar (“HKD”)
3	Notes:	Applicable
	(i) Aggregate Nominal Amount as at the Issue Date:	
	(a) Series:	HKD 262,500,000
	(b) Tranche:	HKD 262,500,000
	(ii) Specified Denomination:	HKD 100,000
	(iii) Minimum Tradable Amount:	HKD 100,000 (and HKD 100,000 thereafter)
	(iv) Calculation Amount as at the Trade Date and Issue Date:	HKD 100,000 per Security
	(v) Provisions relating to 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:	9 October 2024
7	Issue Date:	16 October 2024
8	Redemption Date:	16 October 2029 (the “ Scheduled Redemption Date ”), subject to adjustment in accordance with the Business Day Convention
9	Issue Price:	100.00% of the Specified Denomination
10	Relevant Annex(es) which apply to the Securities:	None
11	Interest:	Applicable
12	Interest Amount:	As per Conditions 4 (<i>Interest</i>) and 25 (<i>Definitions</i>) of the Base Conditions
13	Interest Rate(s):	Applicable
	(i) Fixed Rate:	3.76% per annum
	(ii) Floating Rate:	N/A
	(iii) Contingent Rate:	N/A
	(iv) Zero Coupon:	N/A
	(v) Bond Linked Securities – Fixed Coupon:	N/A
	(vi) Bond Linked Securities – Pass Through Interest:	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:	16 October 2024
19	Interest Determination Date:	N/A
20	Fixing Business Day:	N/A
21	Interest Calculation Periods:	As defined in Condition 25 (<i>Definitions</i>) of the Base Conditions
	(i) Interest Period End Dates:	16 th of October in each year, from (and including) 16 October 2025 to (and including) the Scheduled Redemption Date, in each case, unadjusted
	(ii) Interest calculation method for short or long Interest Calculation Periods:	N/A
22	Interest Payment Dates:	16 th of October in each year, from (and including) 16 October 2025 to (and including) the Scheduled Redemption Date, in each case, subject to adjustment in accordance with the Business Day Convention
23	Day Count Fraction:	30/360
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:	HKD
27	Settlement Number:	As defined in Condition 25 (<i>Definitions</i>) of the Base Conditions
28	Terms relating to Cash Settled Securities:	
	(i) Final Cash Settlement Amount:	An amount in the Settlement Currency equal to: 100.00% of the Calculation Amount per Security
	(ii) Early Cash Settlement Amount:	Par
	(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:	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:	N/A
	(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 Event(s):	N/A
36	Unlawfulness and Impracticability:	Limb (b) of Condition 15 of the Base Conditions: N/A
37	Share Linked Securities:	N/A
38	Index Linked Securities (Equity indices only):	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 (Section 2 of the Barclays Index Annex):	N/A
	(ii) Barclays Equity Index Linked Securities (Section 3 of the Barclays Index Annex):	N/A
	(iii) Barclays FX Index Linked Securities (Section 4 of the Barclays Index Annex):	N/A
	(iv) Barclays Interest Rate Index Linked Securities (Section 5 of the Barclays Index Annex):	N/A
	(v) Barclays Emerging Market Index Linked Securities (Section 6 of the Barclays Index Annex):	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	N/A

	Settlement Expenses:	
50	Business Day:	Hong Kong, and London (each, a “ Business Day Financial Centre ”) 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/or distributed, including the selling restrictions set out in this document and the Offering Circular. Investors in the Securities should seek specific advice before on-selling the Securities.</p> <p>No action has been or will be taken by the Issuer or the Manager or the Distributor that would permit a public offering of the Securities or possession or distribution of the Offering Circular, the Pricing Supplement or any offering material in relation to the Securities in any jurisdiction where action for that purpose is required. No offer, sale, re-sale or deliveries of the Securities or distribution of any offering material relating to the Securities, may be made in or from 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 (as the case may be).</p> <p>The Issuer and the Manager expressly disclaim any and all liability for any conduct of the Distributor in connection with the offer and sale of Securities that is not in strict compliance with all applicable laws and/or which makes any unauthorised representations.</p>
53	Applicable TEFRA exemption:	TEFRA is not applicable
54	871(m) Securities:	The Issuer has determined that Section 871(m) of the U.S. Internal Revenue Code of 1986, as amended, is not applicable to the Securities.
55	Central Depository:	N/A
56	Relevant Clearing System(s):	Euroclear and/or 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:	<p>ISIN: XS2674723866</p> <p>Common Code: 267472386</p>
60	Representation of holders of French securities – <i>Masse</i> :	N/A
61	Modifications to the Master Subscription	N/A

	Agreement and/or Agency Agreement:	
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:	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
63	Singapore Sales to Institutional Investors and Accredited Investors only:	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.
65	Governing law:	English law

PART B
Other Information

1 Listing and Admission to Trading

Application will 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 been individually rated by S&P Global Ratings and assigned a credit rating of “A+”

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 offer.

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

- | | | |
|-------|---------------------------|---|
| (i) | Reasons for the offer: | As set out in the “Use of Proceeds” section in paragraph (iv) below |
| (ii) | Estimated net proceeds: | N/A |
| (iii) | Estimated total expenses: | N/A |
| (iv) | Use of proceeds: | <p>An amount of funding equal to the net proceeds of the issue of the Securities (as at the date of issuance) will be allocated as funding for the financing and/or re-financing of assets (“Eligible Assets”) within the Green Eligible Asset Pool and Social Eligible Asset Pool, as described in Barclays Green & Social Notes Framework (which is provided on the Barclays investor relations website (https://home.barclays/investor-relations/fixed-income-investors/funding-and-liquidity/green-and-social-bonds) (or its successor website)).</p> <p>Eligible Assets are those which fall into the relevant eligible activity categories set out in the Green & Social Notes Framework, and which were originated or refinanced up to 36 months prior to inclusion in the Green Eligible Asset Pool and the Social Eligible Asset Pool.</p> <p>The Eligible Assets criteria have been designed by or on behalf of the Issuer to meet the 2021 International Capital Market Association (“ICMA”) Green Bond Principles (as updated in June 2021) and Social Bond Principles (as updated in June 2023) and, be compliant with the Climate Bonds Initiative's Climate Bond Standard (Version 4.0) as at the date of issuance of the Securities.</p> |

The Issuer will invest all of the net proceeds from Green and/or Social Notes in the financing and/or refinancing of Eligible Assets as soon as reasonably practicable. However, if it is unable to, any shortfall will be invested (at the Issuer's own discretion) in cash and short-term and liquid investments in accordance with its liquidity policy until additional Eligible Assets are available. The amount and asset types invested in will be disclosed on the Barclays investor relations website (<https://home.barclays/investor-relations/fixed-income-investors/funding-and-liquidity/green-and-social-bonds/> (or its successor website)).

Sustainalytics GmbH has provided a second party opinion dated 31 January 2023 in which they have stated their belief that the Green & Social Notes Framework complies with the core principles and key recommendations of the 2021 ICMA Green Bond Principles, Social Bond Principles and Sustainability Bond Guidelines (applicable as at the date of issuance of the Securities).

ISS Corporate Solutions has produced an independent limited assurance engagement verifier's report dated 13 September 2022 and 8 April 2024 in relation to conformance of the proposed issuance of Securities and the Programme and the Green & Social Notes Framework with the pre-issuance requirements of the Climate Bonds Initiative's Climate Bond Standard (Version 3.0 and Version 4.0), respectively. The Issuer has obtained confirmation from Climate Bonds Initiative that the certified Programme would be compliant with Version 4.0 and expects to transition to the latest version of the Climate Bond Standard. On the basis of these reports, a Pre-Issuance Certification dated 10 October 2024 has been obtained from the Climate Bonds Initiative. Such certification is solely in relation to the proposed use of proceeds and does not apply in respect of the payoff terms of the Securities. See "Disclaimer" hereto for the Climate Bonds Initiative disclaimer.

The Issuer will publish an investor report at least annually to include all outstanding applicable Securities on the Barclays investor relations website (<https://home.barclays/investor-relations/fixed-income-investors/funding-and-liquidity/green-and-social-bonds/> (or its successor website)). It is intended that each investor report will be accompanied by an independent assurance report.

All opinions and assurance reports will be made available on the Barclays investor relations website (<https://home.barclays/investor-relations/fixed-income-investors/funding-and-liquidity/green-and-social-bonds/> (or its successor website)).

5 Fixed Rate Securities Only - Yield

Indication of yield: 3.76% per annum

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

N/A

9 Operational Information

Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, *société anonyme* and the Central Moneymarkets Unit Service operated by the Hong Kong Monetary Authority (together with their addresses) and the relevant identification number(s): N/A

Delivery: Delivery free of payment

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

10 Third Party Fees

The Issue Price includes a commission element shared with a third party. Further details of the commission element are available upon request.

11 Green and/or Social Notes and/or Barclays ESG Index Linked Securities:

Green Notes:	No
Social Notes:	No
Green & Social Notes:	Yes
Barclays ESG Index Linked Securities:	No

ANNEX

CLIMATE BOND INITIATIVE DISCLAIMER

The certification of the Securities as Climate Bonds by the Climate Bonds Initiative was addressed solely to the board of directors of the Issuer and is not a recommendation to any person to purchase, hold or sell the Securities and such certification does not address the market price or suitability of the Securities for a particular investor. The certification also does not address the merits of the decision by the Issuer or any third party to participate in any Nominated Project and does not express and should not be deemed to be an expression of an opinion as to the Issuer or any aspect of any Nominated Project (including but not limited to the financial viability of any Nominated Project) other than with respect to conformance with the Climate Bond Standard.

In issuing or monitoring, as applicable, the certification, the Climate Bonds Initiative has assumed and relied upon and will assume and rely upon the accuracy and completeness in all material respects of the information supplied or otherwise made available to the Climate Bonds Initiative. The Climate Bonds Initiative does not assume or accept any responsibility to any person for independently verifying (and it has not verified) such information or to undertake (and it has not undertaken) any independent evaluation of any Nominated Project or the Issuer. In addition, the Climate Bonds Initiative does not assume any obligation to conduct (and it has not conducted) any physical inspection of any Nominated Project. The certification may only be used with the Securities and may not be used for any other purpose without the Climate Bonds Initiative's prior written consent.

The certification does not and is not in any way intended to address the likelihood of timely payment of interest when due on the Securities and/or the payment of principal at maturity or any other date.

The certification may be withdrawn at any time in the Climate Bonds Initiative's sole and absolute discretion and there can be no assurance that such certification will not be withdrawn.