

**NOTICE TO HOLDERS OF USD GBP 3,700,000 LEVERAGED NOTE LINKED TO SHILLER BARCLAYS CAPE U.S. CORE MID-MONTH SECTOR MARKET HEDGED GROSS TR GBP STRATEGY DUE AUGUST 2026 (THE “SECURITIES”) ISSUED PURSUANT TO THE GLOBAL STRUCTURED SECURITIES PROGRAMME OFFERING CIRCULAR DATED 13 APRIL 2023 (THE “OFFERING CIRCULAR”) (ISIN CODE: XS2581011389 / COMMON CODE: 258101138)**

This notice to holders of the Securities relates to the amended and restated pricing supplement dated 29 November 2023 (the “Amended and Restated Pricing Supplement”), replacing the original pricing supplement dated 21 August 2023 (the “Pricing Supplement”).

Pursuant to Condition 21.1 of the Base Conditions, the following provisions have been amended in the Amended and Restated Pricing Supplement to cure a technical drafting error.

In Part A of the Pricing Supplement, Paragraph 54 (871(m) Securities) has been deleted in its entirety, and replaced with the following:

“Under Section 871(m) of the U.S. Internal Revenue Code of 1986 (the “Code”) and regulations promulgated hereunder, actual and deemed payments on financial instruments that reference shares of one or more U.S. corporations (including an index that includes shares of one or more U.S. corporations) may be treated as ‘dividend equivalent amounts’. Dividend equivalent amounts are treated as U.S. source dividends subject to U.S. federal income tax withholding at a rate of 30 per cent. For instruments issued in 2021, regulations and guidance under Section 871(m) provide that only instruments that are “delta-one” transactions with respect to one or more underlying shares of U.S. corporations will be subject to withholding under Section 871(m). As of the Trade Date, we have determined that the Securities are “delta-one transactions” within the meaning of the Section 871(m) regulations with respect to one or more of the shares of U.S. corporations that are index constituents of the Underlying Asset (such shares with respect to which the Securities are delta one transactions, “U.S. Index Constituents”). Our determination is binding on investors. Dividend equivalent amounts on the Securities will be based on the amount of any actual dividends paid on each U.S. Index Constituent and will be equal to the product of: the per-share dividend amount of each U.S. Index Constituent, the applicable number of shares of such U.S. Index Constituent and the delta (which is one) of the Securities with respect to each U.S. Index Constituent. Information regarding each dividend equivalent amount and its respective amount of tax withheld and deposited with the IRS will be made available to Holders of the Securities in accordance with applicable regulations.

Barclays will withhold 30 per cent. of each dividend equivalent amount with respect to the Securities, and such withholding will occur at either the time the dividend is paid or at the close of the quarter upon which the dividend is paid even if distributions are not made on the Security at the time of such withholding. Upon remitting the amount of the withholding to the IRS, any increase in value of the Underlying Asset will reflect the amount of the dividend net of the withholding described above. Neither Barclays nor any other party will pay additional amounts to compensate a Holder for amounts withheld under Section 871(m). Non-U.S.

investors that are entitled to a lower rate of withholding under an applicable income tax treaty may be able to file a U.S. tax return to claim a refund for any amounts withheld in excess of the reduced amount that should have been withheld at the applicable rate of withholding under the income tax treaty. However, you may not receive the necessary information to enable you to properly claim a refund for any withholding in excess of the applicable treaty-based amount. In addition, the IRS may not credit you with withholding taxes remitted by us in respect of your Security for purposes of claiming a refund. Accordingly, Barclays does not make any assurances that a Holder will be able to recover any U.S. withholding taxes deducted in respect of dividend equivalent amounts. Finally, your resident tax jurisdiction may not permit you to take a credit for U.S. withholding taxes on dividend equivalent amounts.”

In all other respects, the Conditions of the Securities will remain in full effect.

Capitalised terms used but not otherwise defined herein shall have the meanings given to them in the Amended and Restated Pricing Supplement, as read in conjunction with the Offering Circular.

The date of this notice is 29 November 2023.

**Barclays Bank PLC**