

# Amended and Restated 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

CNY 3,559,000,000 Fixed Coupon Notes due March 2024 (the "Securities"), comprising:

- (1) CNY 1,905,000,000 Fixed Coupon Callable Notes due March 2024 issued on 24 March 2022 ("Tranche 1")
- (2) CNY 234,000,000 Fixed Coupon Callable Notes due March 2024 issued on 6 April 2022 ("Tranche 2")
- (3) CNY 405,000,000 Fixed Coupon Callable Notes due March 2024 issued on 27 April 2022 ("Tranche 3")
- (4) CNY 230,000,000 Fixed Coupon Callable Notes due March 2024 issued on 10 May 2022 ("Tranche 4")
- (5) CNY 650,000,000 Fixed Coupon Callable Notes due March 2024 issued on 14 July 2022 ("Tranche 5")
- (6) CNY 200,000,000 Fixed Coupon Callable Notes due March 2024 issued on 10 August 2022 ("Tranche 6")
- (7) CNY 19,000,000 Fixed Coupon Callable Notes due March 2024 issue date 17 August 2022 ("Tranche 7")
- (8) CNY 150,000,000 Fixed Coupon Callable Notes due March 2024 issued on 26 August 2022 ("Tranche 8")

Series: NX00326281

under the Global Structured Securities Programme

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Tranche 1, Tranche 2, Tranche 3, Tranche 4, Tranche 5, Tranche 6, Tranche 7 and Tranche 8 Issue Price:  
100% of par

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**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 ("EEA"). 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 EEA has been prepared and therefore offering or selling the Securities or

otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

**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 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.

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

This document constitutes the amended and restated pricing supplement of the Securities (the "**Pricing Supplement**" or the "**Amended and Restated 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 17 June 2022 save in respect of the Conditions which are extracted from the Offering Circular dated 18 June 2021, as supplemented by the Supplemental Offering Circulars dated 25 August 2021, 23 December 2021 and 21 March 2022 and are attached hereto.

#### **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 dated 18 June 2021 and the Supplemental Offering Circulars dated 25 August 2021, 23 December 2021 and 21 March 2022. 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 dated 18 June 2021 and the Supplemental Offering Circulars dated 25 August 2021, 23 December 2021 and 21 March 2022. 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.

US withholding on dividend equivalent amounts: If in item 51 '*871(m) Securities*' below the Pricing Supplement provides that the Issuer has determined that the Securities are subject to US withholding tax under Section 871(m) of the US Internal Revenue Code and regulations promulgated thereunder, then certain actual or deemed payments on the Securities held by non-US investors generally will be subject to US withholding tax of 30 per cent without regard to any reduced rate that may apply under a treaty, as more fully described in '*US federal tax treatment of Non-US 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.

The information relating to the Reference Asset(s) and contained herein has been accurately extracted from publicly available sources. The Issuer confirms that this information has been accurately reproduced and that, as far as the Issuer is aware and is able to ascertain from the relevant information, no facts have been omitted which would render the reproduced information inaccurate or misleading.

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**Barclays**

Amended and Restated Pricing Supplement dated 20 December 2022

(replacing the amended and restated pricing supplement dated 31 March 2022, the pricing supplement dated 6 April 2022, the amended and restated pricing supplement dated 12 May 2022, the amended and restated pricing supplement dated 30 May 2022, and the pricing supplements dated 14 July 2022, 10 August 2022, 17 August 2022 and 26 August 2022)

## 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, registered under the US 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 may not be offered or sold within the United States or to, or for the account or benefit of, US persons (as defined in Regulation S under the Securities Act ("**Regulation S**")) ("**US persons**").

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 US tax law requirements. Subject to certain exceptions, the Securities may not at any time be offered, sold or delivered in the United States or its possessions or to United States persons (as defined in the US Internal Revenue Code of 1986, as amended), nor may any United States persons at any time trade or maintain a position in such Securities.

### **REGULATORY REVIEW AND IMPORTANT INFORMATION FOR PROSPECTIVE INVESTORS:**

THE OFFERING CIRCULAR 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 ANY 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 CIRCULAR DOES NOT COMPRISE (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.

As a result of the Offering Circular not having been approved by any regulatory authority in its capacity as a competent authority, you should be aware that:

- the Offering Circular 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
- if you acquire Securities to which the Offering Circular 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 or any similar legislation of the relevant Member States of the European Economic Area.

The Offering Circular 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 Circular as supplemented from time to time (by any Supplemental Offering Circular) 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.

**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.**

The Securities documented in this Pricing Supplement may be considered structured products in Switzerland pursuant to Article 70 the Swiss Financial Services Act of 15 June 2018 ("**FinSA**") and are not subject to supervision by the Swiss Financial Market Supervisory Authority ("**FINMA**"). None of the Securities constitute a participation in a collective investment scheme within the meaning of the Collective Investment Schemes Act of 23 June 2006 ("**CISA**") and are neither subject to the authorisation nor the supervision by the FINMA and investors do not benefit from the specific investor protection provided under the CISA. Investors bear the credit risk of the Issuer.

**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 18 June 2021, as may be supplemented up to, and including the relevant Trade Date of the Securities.

Issuer:	Barclays Bank PLC
Manager:	Barclays Bank PLC
Determination Agent:	Barclays Bank PLC
Issue and Paying Agent:	The Bank of New York Mellon
Registrar:	N/A
CREST Agent:	N/A
Paying Agents:	The Bank of New York Mellon The Bank of New York Mellon SA/NV, Luxembourg Branch
Transfer Agent:	N/A
Exchange Agent:	N/A
Additional Agents:	N/A

THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE US SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”). SUBJECT TO CERTAIN EXCEPTIONS, THE SECURITIES MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR ITS POSSESSIONS OR TO UNITED STATES PERSONS (AS DEFINED IN THE US INTERNAL REVENUE CODE OF 1986 (THE “CODE”). THIS PRICING SUPPLEMENT HAS BEEN PREPARED BY THE ISSUER FOR USE IN CONNECTION WITH THE OFFER AND SALE OF THE SECURITIES OUTSIDE THE UNITED STATES TO NON-U.S. PERSONS IN RELIANCE ON REGULATION S. FOR A DESCRIPTION OF THESE AND CERTAIN FURTHER RESTRICTIONS ON OFFERS AND SALES OF THE SECURITIES AND DISTRIBUTION OF THIS PRICING SUPPLEMENT, THE OFFERING CIRCULAR AND THE SUPPLEMENTAL OFFERING CIRCULARS, SEE “PURCHASE AND SALE” IN THE OFFERING CIRCULAR.

THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE US 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 OR THE SUPPLEMENTAL OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

- 1 (i) Series: NX00326281
- (ii) Tranche: 1,2,3,4,5,6,7 and 8
- 2 Issue Currency: Chinese Renminbi ("CNY") which trades in the interbank market in Hong Kong (commonly referred to as "CNH" or "offshore renminbi")
- 3 Notes: Applicable
- (i) Aggregate Nominal Amount as at the Issue Date:
- (a) Series: CNY 3,559,000,000
- (b) Tranche:
- Tranche 1: CNY 1,671,000,000
- Tranche 2: CNY 234,000,000
- Tranche 3: CNY 405,000,000
- Tranche 4: CNY 230,000,000
- Tranche 5: CNY 650,000,000
- Tranche 6: CNY 200,000,000
- Tranche 7: CNY 19,000,000
- Tranche 8: CNY 150,000,000
- (ii) Specified Denomination: CNY 1,000,000
- (iii) Minimum Tradable Amount: CNY 1,000,000 (and the Specified Denomination thereafter)
- During the life of the Securities, there may be no sales or partial redemptions of Securities in amounts less than the Minimum Tradable Amount.
- (iv) Calculation Amount as at the Trade Date and Issue Date: Specified Denomination per Security
- 4 Certificates: N/A
- 5 Form:
- (i) Global/Definitive/Uncertificated and dematerialised: Global Bearer Securities: Permanent Global Security
- (ii) NGN Form: N/A
- (iii) Held under the NSS: N/A
- (iv) CGN Form: Applicable
- (v) CDIs: N/A
- 6 Trade Date:

Tranche 1:	10 March 2022
Tranche 2:	30 March 2022
Tranche 3:	13 April 2022

7 Issue Date:

Tranche 4:	26 April 2022
Tranche 5:	5 July 2022
Tranche 6:	1 August 2022
Tranche 7:	10 August 2022
Tranche 8:	18 August 2022
Tranche 1:	24 March 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 2:	6 April 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 3:	27 April 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 4:	10 May 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 5:	14 July 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 6:	10 August 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 7:	17 August 2022, subject to adjustment in accordance with the Business Day Convention
Tranche 8:	Tranche 8: 26 August 2022, subject to



		adjustment in accordance with the Business Day Convention																
8	Redemption Date:	24 March 2024, subject to adjustment in accordance with the Business Day Convention																
9	Issue Price:	<table><tr><td>Tranche 1:</td><td>100% of par</td></tr><tr><td>Tranche 2:</td><td>100% of par</td></tr><tr><td>Tranche 3:</td><td>100% of par</td></tr><tr><td>Tranche 4:</td><td>100% of par</td></tr><tr><td>Tranche 5:</td><td>100% of par</td></tr><tr><td>Tranche 6:</td><td>100% of par</td></tr><tr><td>Tranche 7:</td><td>100% of par</td></tr><tr><td>Tranche 8:</td><td>100% of par</td></tr></table>	Tranche 1:	100% of par	Tranche 2:	100% of par	Tranche 3:	100% of par	Tranche 4:	100% of par	Tranche 5:	100% of par	Tranche 6:	100% of par	Tranche 7:	100% of par	Tranche 8:	100% of par
Tranche 1:	100% of par																	
Tranche 2:	100% of par																	
Tranche 3:	100% of par																	
Tranche 4:	100% of par																	
Tranche 5:	100% of par																	
Tranche 6:	100% of par																	
Tranche 7:	100% of par																	
Tranche 8:	100% of par																	
10	The following Relevant Annex shall apply to the Securities:	N/A																
11	Interest:	Applicable																
12	Interest Amount:	As calculated under Paragraph 13 (i) and in accordance with Conditions 4 (Interest) and 25 (Definitions) of the Base Conditions																
13	Interest Rate:																	
	(i) Fixed Rate:	4.00% 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:	N/A																
15	CMS Rate Determination:	N/A																
16	Margin:	N/A																
17	Minimum/Maximum Interest Rate:	N/A																
18	Interest Commencement Date:	Tranche 1: 24 March 2022 Tranche 2: 24 March 2022 Tranche 3: 24 March 2022 Tranche 4: 24 March 2022 Tranche 5: 24 March 2022																

		Tranche 6: 24 March 2022
		Tranche 7: 24 March 2022
		Tranche 8: 24 March 2022
		in each case subject to adjustment in accordance with the Business Day Convention
19	Interest Determination Date:	N/A
20	Interest Calculation Periods:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(i) Interest Period End Dates:	24th of March in each year, from (and including) 24 March 2023 to (and including) 24 March 2024; unadjusted
	(ii) Interest calculation method for short or long Interest Calculation Periods:	N/A
21	Interest Payment Dates:	24th of March in each year, from (and including) 24 March 2023 to (and including) 24 March 2024, in each case, subject to adjustment in accordance with the Business Day Convention
22	Day Count Fraction:	Act/Act
23	Fall back 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
24	Settlement Method:	(i) For the purposes of Condition 5.1 ( <i>Redemption and redemption by instalments</i> ) of the Base Conditions: Cash Settlement (ii) For the purposes of Condition 5.4 ( <i>Early redemption and/or adjustment following the occurrence of an Additional Disruption Event</i> ) of the Base Conditions: Cash Settlement
25	Settlement Currency:	CNY All payments in CNY in respect of a Security will be made solely by transfer to a bank account denominated in CNY and maintained in accordance with applicable laws and regulations in Hong Kong
26	Settlement Number:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
27	Terms relating to Cash Settled Securities:	

	(i) Final Cash Settlement Amount:	An amount in the Settlement Currency equal to $100\% \times \text{Calculation Amount per Security}$
	(ii) Early Cash Settlement Amount:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(iii) Early Cash Redemption Date:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
28	Terms relating to Physically Delivered Securities:	N/A
29	Nominal Call Event:	N/A
30	Call Option:	N/A
31	Put Option:	N/A
32	Specified Early Redemption Event:	N/A
33	Maximum and Minimum Redemption Requirements:	N/A
34	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) Cessation of CREST Eligibility:	N/A
	(vii) Other Additional Disruption Event(s):	N/A
35	Share Linked Securities:	N/A
36	Index Linked Securities ( <i>Equity indices only</i> ):	N/A
37	Inflation Linked Securities:	N/A
38	FX Linked Securities:	N/A
39	Credit Linked Securities:	N/A
40	Commodity Linked Securities:	N/A

41	(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
42	Short Form Barclays Index Annex Securities:	N/A
43	Bond Linked Securities:	N/A
44	Fund Linked Securities:	N/A
45	Hybrid Basket Linked Securities:	N/A
46	Additional provisions relating to Taxes and Settlement Expenses:	N/A
47	Business Day:	With regard to payments: As defined in Condition 25 (Definitions) of the Base Conditions.
48	Additional Business Centre(s):	London, Beijing and Hong Kong
49	Non-US 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 this document and the Offering Circular. Investors in this Product should seek specific advice before on-selling this Product.</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. Each purchaser or distributor of the Securities represents and agrees that it will not purchase, offer, sell, re-sell or deliver the Securities or, have in its possession or distribute, the Offering Circular, any other offering material or any Pricing Supplement, in any jurisdiction except in compliance with the applicable laws</p>

		and regulations of such jurisdiction and in a manner that will not impose any obligation on the Issuer or the Manager (as the case may be).
50	Applicable TEFRA exemption:	TEFRA is not applicable
51	871(m) Securities:	The Issuer has determined that Section 871(m) of the US Internal Revenue Code is not applicable to the Securities.
52	Business Day Convention:	Modified Following
53	Central Depository:	N/A
54	Relevant Clearing Systems:	Euroclear Clearstream
55	If syndicated, names of Managers:	N/A
56	(i) Details relating to Partly Paid Securities:	N/A
	(ii) Details relating to Instalment Notes:	N/A
57	Relevant securities codes:	ISIN: XS2357991038 Common Code: 235799103
58	Representation of holders of French securities – Masse:	N/A
59	Modifications to the Master Subscription Agreement and/or Agency Agreement:	N/A
60	(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
61	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.  <b>Delay or Postponement of Payments and Settlement</b>  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, payment or settlement will occur on the later of either (i) the scheduled payment or settlement date or (ii) the second Business Day following the date on which such price or level is determined. No additional amounts shall be payable or deliverable by the Issuer because of

such postponement.

If the date on which any amount is payable in respect of any Security or Coupon is not a Business Day then payment will not be made until the next succeeding day which is a Business Day. No additional amounts shall be payable because of such postponement.

62      Governing law:

English law

**PART B**  
**Other Information**

**1 Listing and Admission to Trading**

Listing:

Application is expected to be made by the Issuer (or on its behalf) for the Tranche 8 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 Tranche 8 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 7 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 Tranche 7 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 6 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 Tranche 6 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 5 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 Tranche 5 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 4 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 Tranche 4 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 3 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 Tranche 3 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 2 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 Tranche 2 Issue Date.

Application has been made by the Issuer (or on its behalf) for the Tranche 1 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 Tranche 1 Issue Date.

## 2 Ratings

Ratings:

The Securities have been individually rated by S&P 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 issue 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: N/A

**5 Fixed Rate Securities Only - Yield**

Indication of yield: 4.00% per annum

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

N/A

**7 Performance of Reference Asset(s) and Other Information Concerning the Reference 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 Reference 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 Agents(s) (if any):

N/A

Green Structured Securities:

No

Green Index Linked Securities:

No

Intended to be held in a manner which would allow Eurosystem eligibility:

No since unsecured debt instruments issued by credit institutions established outside the European Union are not Eurosystem eligible.

**Third Party Fees**

The Issue Price includes a commission element shared with a third party, further details of which are available upon request.