

30 March 2015

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 11/2015



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

Pursuant to the Global Structured Securities Programme

This prospectus supplement dated 30 March 2015 (the "**Prospectus Supplement**") is supplemental to and must be read in conjunction with each of the following registration document (the "**Registration Document**") and base prospectuses (the "**Base Prospectuses**" and each a "**Base Prospectus**") as prepared by Barclays Bank PLC in its capacity as issuer (the "**Issuer**").

Registration Document	Description	Date of approval
Registration Document	Registration Document 1/2014	3 June 2014
Base Prospectus	Description	Date of approval
iPath® Commodity Index Linked Exchange Traded Notes (" iPath® Commodity Index Linked Base Prospectus ")	Commodity Index Linked Exchange Trades Notes	5 June 2014
GSSP Base Prospectus 2 (" GSSP Base Prospectus 2 ")	Equity Linked Securities	6 June 2014
GSSP Base Prospectus 5 (" GSSP Base Prospectus 5 ")	Warrant Linked Securities	10 June 2014
iPath® Volatility Index Linked Exchange Traded Notes (" iPath® Volatility Index Linked Base Prospectus ")	Volatility Index Linked Exchange Trades Notes	2 July 2014
GSSP Base Prospectus 1 (" GSSP Base Prospectus 1 ")	Rate and Inflation Index Linked Securities	17 February 2015

This Prospectus Supplement constitutes a (i) registration document supplement in respect of the Registration Document and a (ii) base prospectus supplement in respect of each of the Base Prospectuses, in each case for the purposes of Directive 2003/71/EC (and amendments thereto) (the "**Prospectus Directive**") and for the purpose of Section 87G of the UK Financial Services and Markets Act 2000 ("**FSMA**").

The purpose of this Prospectus Supplement is to:

- a. incorporate by reference certain sections of the Joint Annual Report of the Issuer and Barclays PLC and the 2014 Issuer Annual Report (each as defined below);
- b. update each Summary to take into account new information relating to the financials
- c. supplement the section relating to The Issuer and the Group;
- d. state that there has been no significant change in the financial or trading position of the Bank Group since 31 December 2014;
- e. state that there has been no material adverse change in the prospects of the Issuer since 31 December 2014; and
- f. supplement the information relating to the Issuer and its subsidiary undertakings with certain information relating to legal proceedings.

Each of the Base Prospectuses incorporates the Registration Document by reference.

The Registration Document and each of the Base Prospectuses shall be supplemented as follows:

A) Information Incorporated by Reference

In respect of the Registration Document and each of the Base Prospectuses, the information appearing in '*Information Incorporated by Reference*' is updated by:

- (i) Incorporation by reference of the sections set out below from the joint Annual Report of the Issuer and Barclays PLC, as jointly filed with the US Securities and Exchange Commission (the "SEC") on Form 20-F on 3 March 2015 in respect of the financial years ended 31 December 2013 and 31 December 2014 (the "**Joint Annual Report**");

Corporate Governance Report	Page 2
Directors' report	Pages 3 to 42
Board of Directors	Pages 3 to 5
People	Pages 43 to 45
Remuneration Report	Pages 46 to 81
Risk Report	Pages 82 to 189
Financial Review	Pages 191 to 213
Notes to the Financial Statements	Pages 224 to 304
Shareholder Information	Pages 305 to 324
Additional Information	Pages 325 to 402
Independent Registered Public Accounting Firm's report for Barclays Bank PLC	Page 403
Barclays Bank PLC Data	Pages 404 to 421

- (ii) Incorporation by reference of the Annual Report of the Issuer containing the audited consolidated financial statements and the independent auditors' report of the Issuer in respect of the year ended 31 December 2014 (the "**2014 Issuer Annual Report**");

2014 Issuer Annual Report Cross Reference List

About Barclays – Strategic Report	Pages 1 to 25
Governance	Pages 26 to 27
Directors' Report	Pages 28 to 31
Statement of Directors' and Officers' responsibility	Page 32
Risk Review	Pages 33 to 134
Financial review	Pages 136 to 155
Key performance indicators	Pages 137 to 138
Income statement commentary	Page 139
Balance sheet commentary	Page 140
Analysis of results by business	Pages 141 to 142
Barclays Core	Page 143
Personal and Corporate Banking	Pages 144 to 145
Barclaycard	Pages 146 to 147
Africa Banking	Pages 148 to 149
Investment Bank	Pages 150 to 151
Head Office	Page 152
Barclays Non-Core	Pages 154 to 153
Financial Statements	Pages 156 to 167
Presentation of Information	Pages 157 to 158
Independent Auditors' report	Pages 159 to 160
Independent Registered Public Accounting Firm's report	Page 161
Consolidated financial statements	Pages 162 to 169
Consolidated income statement	Page 162
Consolidated statement of comprehensive income	Page 163
Consolidated balance sheet	Page 164
Consolidated statement of changes in equity	Pages 165 to 166
Consolidated cash flow statement	Page 167
Notes to financial statements	Pages 169 to 282

For the purposes of the prospectus rules made under section 73A of the FSMA and each of the above listed Base Prospectuses, the information incorporated by reference, either expressly or implicitly, into the Joint Annual Report or the 2014 Issuer Annual Report do not form part of any of the above listed Base Prospectuses.

Information in the Joint Annual Report which is not incorporated by reference into the above listed Base Prospectuses is either not relevant for the investor or is covered elsewhere in such Base Prospectuses.

The above document may be inspected: (i) during normal business hours at the registered office of the Issuer; or (ii) at <http://www.barclays.com/barclays-investor-relations/results-and-reports/results.html> .

B. Updates to the Summary

In respect of each Base Prospectus, the information appearing in the third column of Element B.12, the information is updated with the addition of the following language:

Based on the Bank Group's audited financial information for the year ended 31 December 2014, the Bank Group had total assets of £1,358,693 million (2013: £1,344,201 million), total net loans and advances of £470,424 million (2013: £474,059 million), total deposits of £486,258 million (2013: £ 487,647 million), and total shareholders' equity of £66,045 million (2013: £63,220 million) (including non-controlling interests of £2,251 million (2013: £2,211 million)). The profit before tax from continuing operations of the Bank Group for the year ended 31 December 2014 was £2,309 million (2013: £2,885 million) after credit impairment charges and other provisions of £2,168 million (2013: £3,071 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2014.

Not Applicable. There has been no significant change in the financial or trading position of the Bank Group since 31 December 2014.

There has been no material adverse change in the prospects of the Issuer since 31 December 2014.

C. Amendments to The Issuer and the Group

In respect of the Registration Document and each Base Prospectus, the information appearing in 'The Issuer and the Group' is updated with the following to disclose the most recent financial information:

Based on the Bank Group's audited financial information for the year ended 31 December 2014¹, the Bank Group had total assets of £1,358,693 million (2013: £1,344,201 million), total net loans and advances² of £470,424 million (2013: £474,059 million), total deposits³ of £486,258 million (2013: £ 487,647 million), and total shareholders' equity of £66,045 million (2013: £63,220 million) (including non-controlling interests of £2,251 million (2013: £2,211 million)). The profit before tax from continuing operations of the Bank Group for the year ended 31 December 2014 was £2,309 million (2013: £2,885 million) after credit impairment charges and other provisions of £2,168 million (2013: £3,071 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2014.

D. Amendments to Significant Change Statement

In respect of the Registration Document and each Base Prospectus, the information under the heading 'Significant Change Statement' is updated to state

¹ As noted in the financial statements of the Issuer for the year ended 31 December 2014, the prior year (2013) has been restated to reflect the IAS 32 (revised) standard.

² Total net loans and advances include balances relating to both bank and customer accounts.

³ Total deposits include deposits from bank and customer accounts.

There has been no significant change in the financial or trading position of the Bank Group since 31 December 2014.

E. Amendments to Material Adverse Change Statement

In respect of the Registration Document and each Base Prospectus, the information under the heading 'Material Adverse Change Statement' is updated to state:

There has been no material adverse change in the prospects of the Issuer since 31 December 2014.

F) Legal Proceedings

i. In respect of the Registration Document, the information is further supplemented with the following information in relation to legal proceedings:

Save as disclosed under Note 27 "Provisions" and Note 29 "Legal, competition and regulatory matters" to Notes to the financial statements of Barclays PLC as set out on pages 265 to 267 and 268 to 276 respectively of the Joint Annual Report, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuers are aware), which may have or have had during the 12 months preceding the date of this Registration Document, a significant effect on the financial position or profitability of the Issuer and/or the Bank Group.

ii. In respect of each Base Prospectus, the information is further supplemented with the following information in relation to legal proceedings:

Save as disclosed under Note 27 "Provisions" and Note 29 "Legal, competition and regulatory matters" to Notes to the financial statements of Barclays PLC as set out on pages 265 to 267 and 268 to 276 respectively of the Joint Annual Report, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuers are aware), which may have or have had during the 12 months preceding the date of this Base Prospectus, a significant effect on the financial position or profitability of the Issuer and/or the Bank Group.

Terms defined in the Registration Document and the Base Prospectuses shall, unless the context otherwise requires, have the same meanings when used in the Prospectus Supplement (in relation to the Registration Document or the relevant Base Prospectus (as applicable)). This Prospectus Supplement is supplemental to, and should be read in conjunction with the Registration Document and each Base Prospectus (as applicable) and other supplements to the Registration Document and relevant Base Prospectus (as applicable). To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement (in relation to the Registration Document or any Base Prospectus (as applicable)) and (b) any other statement in, or incorporated by reference in the Registration Document or any Base Prospectus (as applicable), the statements in (a) above shall prevail.

Investors should be aware of their rights under Section 87Q(4) to (6) of the Financial Services and Markets Act 2000. Investors who have agreed to purchase or subscribe for Securities before this supplement was published have the right, exercisable within two working days after the date on which this Prospectus Supplement is published, to withdraw their acceptances. Such right shall expire on 1 April 2015. Investors should contact the distributor from which they agreed to purchase or subscribe the Securities in order to exercise their withdrawal rights.

References to the Registration Document and each Base Prospectus shall hereafter mean, respectively, the Registration Document and the relevant Base Prospectus as supplemented by this Prospectus Supplement. The Issuer has taken all reasonable care to ensure that the information contained in the Registration Document and each Base Prospectus, as supplemented by this Prospectus Supplement, is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly. Save as disclosed in this Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in each of the Registration Document and Base Prospectuses which is capable of affecting the assessment of the securities issued pursuant to the Registration Document and any Base Prospectus has arisen or been noted, as the case may be, since the publication of each of the Registration Document and the Base Prospectuses (as supplemented at the date hereof) issued by the Issuer.

This Prospectus Supplement has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and the relevant implementing measures in the United Kingdom, as a prospectus supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the issue of securities under the Programme.



The date of this Prospectus Supplement is 30 March 2015

