

1 September 2014

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 7/2014



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

Pursuant to the Global Structured Securities Programme

This prospectus supplement dated 1 September 2014 (the "**Prospectus Supplement**") is supplemental to and must be read in conjunction with each of the prospectuses set out in the table below (the "**Prospectuses**" and each a "**Prospectus**"), as prepared by Barclays Bank PLC (the "**Bank**") in its capacity as issuer (the "**Issuer**").

GSSP Base Prospectus 15 (as defined below) has been supplemented by Combined Supplement 2/2013, dated 23 December 2013 (the "**Combined Supplement 2/2013**"), Combined Supplement 3/2014, dated 4 April 2014 (the "**Combined Supplement 3/2014**") and Combined Supplement 4/2014, dated 5 June 2014 (the "**Combined Supplement 4/2014**"). GSSP Base Prospectus 6, GSSP Base Prospectus 11 and GSSP Base Prospectus 15 (each as defined below) have been supplemented by Combined Supplement 5/2014, dated 8 July 2014 (the "**Combined Supplement 5/2014**") and Combined Supplement 6/2014, dated 18 July 2014 (the "**Combined Supplement 6/2014**").

Prospectus:	Description:	Date of approval:
GSSP Base Prospectus 6 (" GSSP Base Prospectus 6 ")	Warrant Linked Securities	12 June 2014
GSSP Base Prospectus 11 (" GSSP Base Prospectus 11 ")	Equity Linked Certificates	11 June 2014
GSSP Base Prospectus 15 (" GSSP Base Prospectus 15 ")	Credit Linked Securities	22 October 2013

This Prospectus Supplement constitutes a prospectus supplement in respect of the Prospectuses for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 and amended on 3 July 2012 (the "**Luxembourg Law**").

Each of GSSP Base Prospectus 6 and GSSP Base Prospectus 11 incorporate by reference the registration document dated 3 June 2014 (the "**Registration Document**"), as prepared by the Bank, in its capacity as issuer pursuant to its Global Structured Securities Programme (the "**Programme**"). GSSP Base Prospectus 15 does not incorporate the Registration Document by reference or otherwise include such document as part of the Prospectus.

The purpose of this Prospectus Supplement is to supplement the information in the above listed Prospectuses in relation to certain regulatory proceedings.

Each of the Prospectuses shall be supplemented as follows:

(a) Information Incorporated by Reference

In respect of the each of the Base Prospectuses, the information appearing in '*Information Incorporated by Reference*' on pages:

- a) 58 to 61 of GSSP Base Prospectus 6;
- b) 43 to 45 of GSSP Base Prospectus 11; and
- c) 38 to 40 of GSSP Base Prospectus 15,

is updated by:

- I. including the following additional information to the list of documents incorporated by reference:

the joint unaudited Interim Results Announcement of the Issuer and Barclays PLC as filed with the United States Securities and Exchange Commission on Form 6-K on Film Number 141001645 on 30 July 2014 in respect of the six months ended 30 June 2014 (the "**Interim Results Announcement**"); and

- II. including the following additional information to the 'Documents Incorporated by Reference Cross-Reference List':

Interim Results Announcement

Performance Highlights	Pages 2 to 7
Condensed Consolidated Financial Statements	Pages 8 to 12
Results by Business	Pages 13 to 26
Barclays Results by Quarter	Pages 27 to 29
Performance Management	Pages 30 to 32
Risk Management	Page 33 to 52
Statement of Directors' Responsibilities	Page 53
Financial Statement Notes	Pages 54 to 87
Shareholder Information	Pages 88 to 89
Glossary	Pages 90 to 113

(b) Amendments to the Summary

- (i) **GSSP Base Prospectus 6 and GSSP Base Prospectus 11:**

In respect of each of GSSP Base Prospectus 6 and GSSP Base Prospectus 11, the information in the third column of Element B.12 of the Summary on pages:

10 to 11 of GSSP Base Prospectus 6; and

11 of GSSP Base Prospectus 11

is no longer relevant and shall be updated by replacing it with the following language:

Based on the Bank Group's audited financial information for the year ended 31 December 2013, restated to reflect the offsetting amendments to IAS 32, the Bank Group had total assets of £1,344,201m (2012 (restated): £1,512,777m), total net loans and advances of £474,059m (2012 (restated): £472,809m), total deposits of £487,647m (2012 (restated): £ 468,262m), and total shareholders' equity of £63,220m (2012: £59,923m) (including non-controlling interests of £2,211m (2012: £2,856m)). The profit before tax from continuing operations of the Bank Group for the year ended 31 December 2013 was £2,885m (2012: £650m) after credit impairment charges and other provisions of £3,071m (2012: £3,340m). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2013.

Based on the Bank Group's unaudited financial information for the six months ended 30 June 2014, the Bank Group had total assets of £1,315,492m (30 June 2013 (restated): £1,568,544m), total net loans and advances of £486,385m (30 June 2013 (restated): £522,026m), total deposits of £505,873m (30 June 2013 (restated): £541,671m), and total shareholders' equity of £65,119m (30 June 2013: £59,394m) (including non-controlling interests of £ 2,130m (30 June 2013: £2,620m)). The profit before tax from continuing operations of the Bank Group for the six months ended 30 June 2014 was £2,504m (30 June 2013: £1,648m) after credit impairment charges and other provisions of £1,086m (30 June 2013: £1,631m). The financial information in

this paragraph is extracted from the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2014 and the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2013 restated to reflect the offsetting amendments to IAS 32.

There has been no material adverse change in the prospects of the Issuer since 31 December 2013.

Not Applicable: there has been no significant change in the financial or trading position of the Bank Group since 30 June 2014.”

- (ii) In respect of each of GSSP Base Prospectus 6 and GSSP Base Prospectus 11, the information in the third column of Element B.13 of the Summary on pages:

11 of GSSP Base Prospectus 6; and

11 of GSSP Base Prospectus 11

is no longer relevant and shall be updated by replacing it with the following language:

“On 30 July 2014 Barclays PLC announced that the execution of the plan to meet the 3% PRA leverage ratio by 30 June 2014 had been successful, by reporting the following ratios: a fully loaded CRD IV CET1 ratio of 9.9% and a PRA leverage ratio of 3.4% as at 30 June 2014.

(c) Amendments to 'The Issuer and the Group'

(i) GSSP Base Prospectus 6 and GSSP Base Prospectus 11:

The information appearing in '*The Issuer and the Group*' on pages:

- 26 to 41 of the Registration Document incorporated by reference in GSSP Base Prospectus 6; and
- 26 to 41 of the Registration Document incorporated by reference in GSSP Base Prospectus 11,

is updated by including the following additional information:

- (A) Based on the Bank Group's audited financial information for the year ended 31 December 2013 restated to reflect the offsetting amendments to IAS 32, the Bank Group had total assets of £1,344,201m (2012 (restated): £1,512,777m), total net loans and advances of £474,059m (2012 (restated): £472,809m), total deposits of £487,647m (2012 (restated): £ 468,262m), and total shareholders' equity of £63,220m (2012: £59,923m) (including non-controlling interests of £2,211m (2012: £2,856m)). The profit before tax from continuing operations of the Bank Group for the year ended 31 December 2013 was £2,885m (2012: £650m) after credit impairment charges and other provisions of £3,071m (2012: £3,340m). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2013 restated to reflect the offsetting amendments to IAS 32.

The impact from the IAS 32 restatement was an increase of £31.4bn for 31 December 2013 and £24bn for 31 December 2012.

Total net loans and advances include balances relating to both bank and customer accounts. The impact from the IAS 32 restatement was an increase of £5.4bn for 31 December 2013, £8bn for 31 December 2012.

Total deposits include deposits from bank and customer accounts. The impact from the IAS 32 restatement was an increase of £4.9bn for 31 December 2013 and £5.8bn for 31 December 2012.

Based on the Bank Group's unaudited financial information for the six months ended 30 June 2014, the Bank Group had total assets of £1,315,492m (30 June 2013: (restated): £1,568,544m), total net loans and advances of £486,385m (30 June 2013: (restated): £522,026m), total deposits of £505,873m (30 June 2013: (restated): £541,671m), and total shareholders' equity of £65,119m (30 June 2013: £59,394m) (including non-controlling interests of £ 2,130m (30 June 2013: £2,620m)). The profit before tax from continuing operations of the Bank Group for the six months ended 30 June 2014 was £2,504m (30 June 2013: £1,648m) after credit impairment

charges and other provisions of £1,086m (30 June 2013: £1,631m). The financial information in this paragraph is extracted from the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2014 and the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2013 restated to reflect the offsetting amendments to IAS 32.

- (B) The information under the heading 'Significant Change Statement' is updated to state:

There has been no significant change in the financial or trading position of the Bank Group since 30 June 2014.

(ii) **GSSP Base Prospectus 15:**

The information appearing in '*Information relating to the Issuer*' on pages 41 to 55 of GSSP Base Prospectus 15 is updated by including the following information:

- (A) Based on the Group's audited financial information for the year ended 31 December 2013 restated to reflect the offsetting amendments to IAS 32, the Group had total assets of £1,344,201m (2012 (restated): £1,512,777m), total net loans and advances of £474,059m (2012 (restated): £472,809m), total deposits of £487,647m (2012 (restated): £468,262m), and total shareholders' equity of £63,220m (2012: £59,923m) (including non-controlling interests of £2,211m (2012: £2,856m)). The profit before tax from continuing operations of the Group for the year ended 31 December 2013 was £2,885m (2012: £650m) after credit impairment charges and other provisions of £3,071m (2012: £3,340m). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2013 restated to reflect the offsetting amendments to IAS 32.

The impact from the IAS 32 restatement was an increase of £31.4bn for 31 December 2013 and £24bn for 31 December 2012.

Total net loans and advances include balances relating to both bank and customer accounts. The impact from the IAS 32 restatement was an increase of £5.4bn for 31 December 2013, £8bn for 31 December 2012.

Total deposits include deposits from bank and customer accounts. The impact from the IAS 32 restatement was an increase of £4.9bn for 31 December 2013 and £5.8bn for 31 December 2012.

Based on the Group's unaudited financial information for the six months ended 30 June 2014, the Group had total assets of £1,315,492m (30 June 2013: (restated): £1,568,544m), total net loans and advances of £486,385m (30 June 2013: (restated): £522,026m), total deposits of £505,873m (30 June 2013: (restated): £541,671m), and total shareholders' equity of £65,119m (30 June 2013: £59,394m) (including non-controlling interests of £2,130m (30 June 2013: £2,620m)). The profit before tax from continuing operations of the Group for the six months ended 30 June 2014 was £2,504m (30 June 2013: £1,648m) after credit impairment charges and other provisions of £1,086m (30 June 2013: £1,631m). The financial information in this paragraph is extracted from the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2014 and the unaudited consolidated financial statements of the Issuer for the six months ended 30 June 2013 restated to reflect the offsetting amendments to IAS 32.

- (B) The information under the heading 'Significant Change Statement' is updated to state:

There has been no significant change in the financial or trading position of the Group since 30 June 2014.

(d) **Amendments in relation to regulatory matters**

(i) **GSSP Base Prospectus 6 and GSSP Base Prospectus 11:**

The information appearing in '*The Issuer and the Group - Legal, Competition and Regulatory Matters*' on pages:

- from 27 to 38 of the Registration Document incorporated by reference in GSSP Base Prospectus 6;
- from 27 to 38 of the Registration Document incorporated by reference in GSSP Base Prospectus 11,

is updated by including the following additional information:

On 5 August 2014, the U.S. Court of Appeals for the Second Circuit (Second Circuit) affirmed the rulings of the US District Court for the Southern District of New York (the "**SDNY Court**") in favour of the Group on certain claims with respect to its rights over assets it claims from the Sale.

On 5 August 2014, the Second Circuit issued an opinion affirming the rulings of the SDNY Court that the Group is entitled to receive \$1.1bn (£0.6bn) from the trustee in respect of 'clearance box' assets and the property held at various institutions in respect of the exchange traded derivatives accounts transferred to BCI in the Sale (the "**ETD Margin**").

It is possible that the trustee may dispute the Group's entitlement to certain of the ETD Margin notwithstanding the Second Circuit's rulings in favour of the Group.

(ii) **GSSP Base Prospectus 15:**

The information appearing in '*Information relating to the Issuer - Competition and Regulatory Matters*' on pages 43 to 54 of GSSP Base Prospectus 15 is updated by including the following information:

On 5 August 2014, the U.S. Court of Appeals for the Second Circuit (Second Circuit) affirmed the rulings of the US District Court for the Southern District of New York (the "SDNY Court") in favour of Barclays PLC and its subsidiary undertakings on certain claims with respect to its rights over assets it claims from the Sale.

On 5 August 2014, the Second Circuit issued an opinion affirming the rulings of the SDNY Court that the Group is entitled to receive \$1.1bn (£0.6bn) from the trustee in respect of 'clearance box' assets and the property held at various institutions in respect of the exchange traded derivatives accounts transferred to BCI in the Sale (the "ETD Margin").

It is possible that the trustee may dispute Barclays PLC and its subsidiary undertakings' entitlement to certain of the ETD Margin notwithstanding the Second Circuit's rulings in favour of Barclays PLC and its subsidiary undertakings.

(e) **Amendments to 'Legal Proceedings'**

(i) **GSSP Base Prospectus 6 and GSSP Base Prospectus 11:**

The information appearing in '*The Issuer and the Group – Legal Proceedings*' on page:

- 40 of the Registration Document incorporated by reference in GSSP Base Prospectus 6; and
- 40 of the Registration Document incorporated by reference in GSSP Base Prospectus 11,

is updated by including the following additional information:

Legal Proceedings

Save as disclosed in respect of the Citi Proceedings, ADS Proceedings, and the RMBS Proceedings (in each case under the section headed, "Legal, Competition and Regulatory Matters" above), and the Devonshire Proceedings, LIBOR Proceedings, FX Trading Proceedings, Benchmark Proceedings, FERC Proceedings, BDC Finance Proceedings, CDS Proceedings, Qatar Holding Proceedings and ATs and HFT Proceedings (in each case under the section headed, "Regulatory Inquiries" above) and Note 17 (Legal, Competition and Regulatory Matters) on pages 73 to 84 of the

Interim Results Announcement, there are no, and have not been, any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is 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.

(ii) **GSSP Base Prospectus 15:**

The information appearing in '*Information relating to the Issuer – Legal Proceedings*' on pages 54 to 55 of GSSP Base Prospectus 15 is updated by including the following information:

Legal Proceedings

Save as disclosed under 'The Issuer and the Group — Competition and Regulatory Matters' (under the headings 'Investigations into LIBOR, ISDAfix and other Benchmarks', 'Investigations into Foreign Exchange Trading', 'Interest Rate Hedging Products Redress', 'Payment Protection Insurance Redress', 'Federal Energy Regulatory Commission Investigation', 'Credit Default Swap (CDS) Antitrust Investigations', 'Investigations into Certain Agreements', and 'Alternative Trading Systems and High-Frequency Trading') and 'The Issuer and the Group — Legal Proceedings' under the headings 'Lehman Brothers' (as updated by the information in Combined Supplement 7/2014), 'American Depositary Shares', 'Mortgage Related Activity and Litigation', 'Devonshire Trust', 'LIBOR and other Benchmarks Civil Actions', 'Civil Action in Respect of Foreign Exchange Trading' and 'Other Legal and Regulatory Proceedings'), Note 28 (Provisions) on pages 301 to 302 of the Joint Annual Report, Note 30 (Legal, Competition and Regulatory Matters) on pages 303 to 309 of the Joint Annual Report and Note 17 (Legal, Competition and Regulatory Matters) on pages 73 to 84 of the Interim Results Announcement, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is 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 Group.

Terms defined in the Prospectuses shall, unless the context otherwise requires, have the same meanings when used in this Prospectus Supplement. This Prospectus Supplement is supplemental to, and should be read in conjunction with each Prospectus, (in the case of GSSP Base Prospectus 15) Combined Supplement 2/2013, Combined Supplement 3/2014 and Combined Supplement 4/2014 and (in the case of all Prospectuses) Combined Supplement 5/2014 and Combined Supplement 6/2014. To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in, or incorporated by reference into any Prospectus, the statements in (a) above shall prevail.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, 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. Investors should contact their distributor for further information. This right will expire on 3 September 2014.

References to each Prospectus shall hereafter mean the Prospectus as supplemented by (in the case of GSSP Base Prospectus 15) Combined Supplement 2/2013, Combined Supplement 3/2014 and Combined Supplement 4/2014 and (for all Prospectuses) Combined Supplement 5/2014, Combined Supplement 6/2014 and this Prospectus Supplement. The Issuer has taken all reasonable care to ensure that the information contained in each 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 Prospectuses which is capable of affecting the assessment of the securities issued pursuant to any Prospectus has arisen or been noted, as the case may be, since the publication of each of Prospectuses (as supplemented at the date hereof) issued by the Issuer.

This Prospectus Supplement has been approved by the *Commission de Surveillance du Secteur Financier*, which is the competent authority in the Grand Duchy of Luxembourg for the purposes of the Prospectus Directive and the relevant implementing measures in the Grand Duchy of Luxembourg, as a prospectus supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the Grand Duchy of Luxembourg for the purpose of giving information with regard to the issue of securities under the Programme. This supplement and any documents incorporated by reference will be published on www.bourse.lu.



The date of this Prospectus Supplement is 1 September 2014.