



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

**EUR 150,000,000 Securities due June 2038 under the Global Structured Securities Programme
(the "Securities")**

Series: NX00365590

Issued pursuant to the Global Structured Securities Programme

What is this document?

The Securities were issued by Barclays Bank PLC on 9 June 2023 under its Global Structured Securities Programme (the "**Programme**"). This document (the "**Prospectus**") constitutes a prospectus pursuant to Regulation (EU) 2017/1129 of the European Parliament and of the Council (as amended, the "**EU Prospectus Regulation**") for the purpose of the application by the Issuer for the listing and admission to trading of the Securities on the regulated market of the Irish Stock Exchange (trading as Euronext Dublin).

Who is the Issuer?

The issuer of the Securities is Barclays Bank PLC (the "**Issuer**"). The payment of any amount due under the Securities is subject to the Issuer's financial position and its ability to meet its obligations. This Prospectus, including the Registration Document and other information incorporated by reference into this Prospectus (see '*Information Incorporated by Reference*' below), contains information describing the Issuer's business activities as well as certain financial information and material risks faced by the Issuer.

What are the Securities?

The Securities are in the form of Notes issued by the Issuer under the Programme. The terms and conditions of the Securities comprise:

- the Terms and Conditions of the Securities (the "**General Conditions**") as incorporated in relevant part by reference from the 2022 GSSP Base Prospectus 1B (see '*Information Incorporated by Reference*' below); and
- the specific terms of the Securities (the "**Specific Terms**"), which amend, supplement and complete the General Conditions, as set out in '*Specific Terms*' below.

The potential return on the Securities is dependent on the performance of the 30-Year EUR EURIBOR ICE Swap Rate-11:00 (referred to in this Prospectus as "**CMS Rate 1**") and of the the 2-Year EUR EURIBOR ICE Swap Rate-11:00 (referred to in this Prospectus as "**CMS Rate 2**", and, together with CMS Rate 1, the "**Underlying Assets**").

What information is incorporated by reference?

The Prospectus incorporates by reference certain information from the 2022 GSSP Base Prospectus 1B, the Registration Document and other documents (see '*Information Incorporated by Reference*' below). You should read this document together with such information incorporated by reference. Documents will be made available at the registered office of the Issuer and at <https://home.barclays/investor-relations/structured-securities-prospectuses/>.

What are the principal risks?

Your investment is subject to the ability of the Issuer to meet its payment obligations under the Securities. Depending on the respective performance of the Underlyings, you may or may not receive any interest on the Securities.

Before purchasing the Securities, you should consider in particular the information described in '*Risk Factors*' below, together with the other information in the Prospectus.

Important Notice

The Securities have not been, and will not be, registered, at any time, under the U.S. Securities Act of 1933. The Securities may not be offered, sold, transferred, pledged, assigned, delivered, exercised or redeemed within the United States or to, or for the account or benefit of, any U.S. person. See also "*United States selling restrictions*" and "*Purchase and Sale*" below for further information in respect of restrictions and requirements for the offer, sale and purchase of the Securities.

Definitions relating to Barclays entities

In this Document, "**Group**" or "**Barclays**" mean Barclays PLC together with its subsidiaries, the term "**Barclays Bank Group**" means Barclays Bank PLC together with its subsidiaries and the term "**Barclays Group**" means Barclays PLC and Barclays Bank PLC together with their subsidiaries.

13 July 2023

IMPORTANT INFORMATION

IF ANY ACTION IS TAKEN BY THE RESOLUTION AUTHORITY AGAINST THE ISSUER OR IF THE ISSUER BECOMES INSOLVENT OR BANKRUPT OR OTHERWISE FAILS TO MAKE ITS PAYMENT OR DELIVERY OBLIGATIONS ON THE SECURITIES, YOU MAY LOSE SOME OR ALL OF YOUR ORIGINAL INVESTMENT.

DEPENDING ON THE RESPECTIVE PERFORMANCE OF THE UNDERLYINGS, YOU MAY OR MAY NOT RECEIVE ANY INTEREST ON THE SECURITIES.

INVESTING IN SECURITIES INVOLVES CERTAIN RISKS, AND YOU SHOULD FULLY UNDERSTAND THESE BEFORE YOU INVEST. SEE '*RISK FACTORS*' BELOW.

Regulatory approval for the purposes of the EU Prospectus Regulation

This Prospectus has been approved by the Central Bank of Ireland (the "**Central Bank**") in its capacity as competent authority in the Republic of Ireland under the EU Prospectus Regulation. The Central Bank only approves this Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by the EU Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer or the quality of the Securities that are the subject of this Prospectus. Investors should make their own assessment as to the suitability of investing in the Securities.

Listing and Admission to Trading

Application has been made to the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**") for the Securities issued to be listed on the Official List of Euronext Dublin and admitted to trading on its regulated market (a regulated market for the purposes of Directive 2004/39/EC on Markets in Financial Instruments). This Prospectus will be published on the website of Euronext Dublin (<https://live.euronext.com/en/markets/dublin>), for so long as the Securities are listed on Euronext Dublin.

No compensation arrangements

Any failure by the Issuer to make payments or deliveries due under the Securities would not of itself give rise to any claim for compensation on the grounds of such a failure. You would not have a claim for compensation against the UK's Financial Services Compensation Scheme. For more information regarding Issuer risk, please see the section of the Registration Document headed '*Risk Factors*' (which is incorporated by reference into this Prospectus).

No investment advice

The Prospectus is not and does not purport to be investment advice. Unless expressly agreed otherwise with a particular investor, neither the Issuer nor the Manager is acting as an investment adviser, providing advice of any other nature, or assuming any fiduciary obligation to any investor in Securities.

Independent evaluation

Nothing set out or referred to in, or incorporated by reference into, this Prospectus is intended to provide the basis of any credit or other evaluation (except in respect of any purchase of Securities described herein) or should be considered as a recommendation by the Issuer or the Manager that any recipient of this Prospectus (or any document referred to herein) should purchase the Securities.

An investor should not purchase the Securities unless they understand the extent of their exposure to potential loss. Investors are urged to read (i) the risks described in the section of this Prospectus headed '*risk factors*' and (ii) the risks described in the section headed '*Risk Factors*' of the Registration Document, together with the other information in this Prospectus (including any information incorporated by reference) before investing in the Securities.

Investors should note that (i) the risks described in the section of this Prospectus headed '*Risk Factors*' and (ii) the risks described in the section headed '*Risk Factors*' of the Registration Document are not the only risks that the Issuer faces or that may arise because of the nature of the Securities. The Issuer has described only those risks relating to its operations and to the Securities that it considers to be material.

There may be additional risks that the Issuer currently considers not to be material or of which it is not currently aware.

Given the nature, complexity and risks inherent in the Securities (and investments relating to the Underlying Assets), the Securities may not be suitable for an investor's investment objectives in the light of his or her financial circumstances. Investors should consider seeking independent advice to assist them in determining whether the Securities are a suitable investment for them or to assist them in evaluating the information contained in or incorporated by reference into this Prospectus.

You have sole responsibility for the management of your tax and legal affairs including making any applicable filings and payments and complying with any applicable laws and regulations. Neither the Issuer nor any of its Affiliates will provide you with tax or legal advice and you should obtain your own independent tax and legal advice tailored to your individual circumstances. The tax treatment of structured products, such as the Securities, can be complex; the tax treatment applied to an individual depends on their circumstances. The level and basis of taxation may alter during the term of any product.

Amounts due to be paid to you are described on a gross basis, i.e. without calculating any tax liability. The Issuer shall make no deduction for any tax, duty, or other charge unless required by law.

Potential for discretionary determinations by the Determination Agent and the Issuer under the Securities

Under the terms and conditions of the Securities, following the occurrence of certain events relating to the Issuer, the Issuer's hedging arrangements, the Underlying Assets, taxation, the relevant currency or other matters, the Issuer or the Determination Agent may determine to take one of the actions available to it in order to deal with the impact of such event on the Securities or the Issuer or both. These actions may include (i) adjustment to the terms and conditions of the Securities, (ii) substitution of the Underlying Assets or (iii) early redemption of the Securities. Any such discretionary determination by the Issuer or Determination Agent could have a material adverse impact on the value of and return on the Securities. See, in particular, the section of this Prospectus headed '*Risk Factors*' below.

Distribution

The distribution or delivery of this Prospectus and any offer or sale of Securities in certain jurisdictions may be restricted by law. This Prospectus does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offering or solicitation. Other than as expressly described in this Prospectus, no action is being taken to permit an offering of Securities or the delivery of this Prospectus in any jurisdiction. Persons into whose possession this Prospectus comes 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 the section of the Offering Memorandum headed '*Purchase and Sale*' (which is incorporated by reference into this Prospectus).

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 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 of the Swiss Federal Act on Financial Services of 15 June 2018, as amended ("**FINSA**"). 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.

None of the Securities constitute a participation in a collective investment scheme within the meaning of the CISA and are neither subject to the authorisation nor the supervision by the Swiss Financial Market Supervisory Authority FINMA ("**FINMA**") and investors do not benefit from the specific investor protection provided under the CISA.

United States selling restrictions

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 Ireland PLC in its role as Manager) making sales of Securities in the United States, including for market making purposes.

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. The Securities may not be offered and sold within the United States, or to or for the benefit of U.S. persons (as defined in Regulation S under the Securities Act ("**Regulation S**")) ("**U.S. persons**"), except in certain transactions exempt from the registration requirements of the Securities Act and applicable state securities laws. The Securities are being offered and sold outside the United States to non-U.S. persons in reliance on Regulation S. Trading in the Securities has not been approved by the U.S. Commodities Futures Trading Commission under the U.S. Commodity Exchange Act of 1936 (the "**Commodity Exchange Act**"), and the rules and regulations promulgated thereunder.

Securities in bearer form may be subject to U.S. tax law requirements (as described below). Subject to certain exceptions, the Securities may not be offered, sold or delivered within the United States or its possessions or to, or for the account or benefit of, United States persons (as defined in in the U.S. Internal Revenue Code of 1986, as amended, (the "**Code**") and the regulations thereunder).

For a description of these and certain further restrictions on offers, sales and transfers of Securities and delivery of this Prospectus, see the section of the Offering Memorandum headed '*Purchase and Sale*' (which is incorporated by reference into this Prospectus).

THE SECURITIES HAVE NOT BEEN AND WILL NOT BE 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, NOR HAVE ANY OF THE FOREGOING AUTHORITIES PASSED UPON OR ENDORSED THE MERITS OF THE OFFERING OF SECURITIES OR THE ACCURACY OR THE ADEQUACY OF

THE OFFERING DOCUMENTS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

US foreign account tax compliance withholding

THE FOREIGN ACCOUNT TAX COMPLIANCE ACT ("FATCA") IS PARTICULARLY COMPLEX AND ITS CURRENT AND FUTURE APPLICATION TO THE ISSUER, THE SECURITIES AND INVESTORS IS UNCERTAIN AT THIS TIME. YOU SHOULD CONSULT YOUR OWN TAX ADVISERS TO OBTAIN A MORE DETAILED EXPLANATION OF FATCA AND TO LEARN HOW THIS LEGISLATION MIGHT AFFECT YOU IN YOUR PARTICULAR CIRCUMSTANCE, INCLUDING HOW THE FATCA RULES MAY APPLY TO PAYMENTS RECEIVED UNDER THE SECURITIES BOTH CURRENTLY AND IN THE FUTURE.

Change of Circumstances

Neither the delivery of this Prospectus (including any information incorporated by reference in this Prospectus), nor any sale of Securities, shall create any impression that information in such documents relating to the Issuer is correct at any time subsequent to the date of the Prospectus or that any other information supplied in connection with the Securities or the Programme is correct as of any time subsequent to the date of the relevant document containing the same (the foregoing being without prejudice to the Issuer's obligations under applicable rules and regulations).

Representations

In connection with the issue and sale of Securities, no person has been authorised to give any information or to make any representation not contained in or consistent with the Prospectus and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer. The Issuer does not accept responsibility for any information not contained in this Prospectus. This document does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offering or solicitation and no action is being taken to permit an offering of the Securities or the distribution of this Prospectus in any jurisdiction where action is required.

Calculations and determinations

Unless otherwise specified, all calculations and determinations in respect of the Securities shall be made by Barclays Bank PLC (acting in such capacity, the "**Determination Agent**").

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RISK FACTORS

You should only invest in the Securities after assessing these principal risks, including the risks applicable to the Underlying Assets. The risks described in this section can be cumulative and apply simultaneously which may unpredictably affect the Securities. Specifically, no assurance can be given as to the effect that any combination of risk factors may have on the value of and return on the Securities. The effect of any one factor may be offset or magnified by the effect of another factor. The risks below are not exhaustive and there may be additional risks and uncertainties that are not presently known to the Issuer or that the Issuer currently believes to be immaterial but that could have a material impact on the business, operations, financial condition or prospects of the Issuer or the value of and return on the Securities.

You should consider carefully the following discussion of risks to help you decide whether or not the Securities are suitable for you.

Investors should consider the following relevant risk factors:

1. the 'Risk Factors' set out on pages 1 to 23 of the Registration Document and which are incorporated by reference herein (see '*Information Incorporated by Reference*' below); and
2. the 'Risk Factors' set out on pages 16 to 89 of the GSSP EU Base Prospectus (save Risk Factors 2.20 to 2.23, 3.12 to 3.13, 3.17 to 3.19 and 4.12 to 4.61) and which are incorporated by reference herein (see '*Information Incorporated by Reference*' below).

INFORMATION INCORPORATED BY REFERENCE

The information set out under paragraph 2 (*Information incorporated by reference*) below contained in the documents set out under paragraph 1 (*Source documents*) below have been previously published and/or filed with the Central Bank and/or Euronext Dublin and shall be incorporated into, and form part of, this Prospectus:

1. Source documents

- (a) the registration document of the Issuer dated 16 March 2023 (the "**Registration Document**") approved by the Central Bank in its capacity as competent authority in the Republic of Ireland (available at [https://home.barclays/content/dam/home-barclays/documents/investor-relations/fixed-income-investors/2023/BBPLC%20Registration%20Document%20Update%202023%20-%20CBI%20Registration%20Document%20\(16%20March%202023\)\(10254617033.1\).pdf](https://home.barclays/content/dam/home-barclays/documents/investor-relations/fixed-income-investors/2023/BBPLC%20Registration%20Document%20Update%202023%20-%20CBI%20Registration%20Document%20(16%20March%202023)(10254617033.1).pdf));
- (b) the Issuer's GSSP EU Base Prospectus dated 13 April 2023 ("**GSSP EU Base Prospectus**") (available at [https://home.barclays/content/dam/home-barclays/documents/investor-relations/prospectuses-and-documentation/GSSP%20BBPLC%20EU%20Base%20Prospectus%20\(Multi%20Asset\)%20\(CBI\)%202023%20-%20Approved%2013%20April%202023.pdf](https://home.barclays/content/dam/home-barclays/documents/investor-relations/prospectuses-and-documentation/GSSP%20BBPLC%20EU%20Base%20Prospectus%20(Multi%20Asset)%20(CBI)%202023%20-%20Approved%2013%20April%202023.pdf));
- (c) the GSSP Base Prospectus 1B dated 25 August 2022 (the "**2022 GSSP Base Prospectus 1B**") (available at <https://home.barclays/content/dam/home-barclays/documents/investor-relations/fixed-income-investors/2022/BBPLC-BP1B-2022.pdf>);
- (d) the Annual Report of the Issuer, as filed with the United States Securities and Exchange Commission (the "**SEC**") on Form 20-F on 15 February 2023 in respect of the years ended ended 31 December 2022 and 31 December 2021 (the "**2022 Annual Report**") (available at <https://home.barclays/content/dam/home-barclays/documents/investor-relations/reports-and-events/annual-reports/2022/20F/Barclays-Bank-PLC-Form-20-F-%202022.pdf>); and
- (e) the Annual Report of the Issuer, as filed with the SEC on Form 20-F/A on 23 May 2022 in respect of the years ended 31 December 2021 and 31 December 2020 (the "**2021 Annual Report**") (available at https://home.barclays/content/dam/home-barclays/documents/investor-relations/reports-and-events/annual-reports/2021/BBPLC-2021-12-31-20F_A%20Final.pdf).

Documents and information incorporated by reference in the above documents does not form part of this Prospectus.

2. Information incorporated by reference

The information specified in the table below is incorporated into this Prospectus by reference. Any information contained in any of the documents specified in paragraph 1 (*Source documents*) above which is not listed in the cross-reference lists below is not incorporated by reference in the Prospectus and is either not relevant for investors for the purposes of Article 6(1) of the EU Prospectus Regulation or is covered elsewhere in the Prospectus. Any documents incorporated by reference into the above documents shall not thereby be deemed to have been incorporated by reference into this Prospectus.

From the Registration Document

Definitions and Interpretation	Page iv
Risk Factors	Pages 1 to 23
Forward-Looking Statements	Page 25
The Issuer, the Barclays Bank Group and the Group (excluding the section entitled "Directors")	Pages 26 to 28
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From the GSSP EU Base Prospectus

Risk Factors (excluding risk factors 2.20 to 2.23, 3.12 to 3.13, 3.17 to 3.19 and 4.12 to 4.61)	Pages 16 to 89
General Description of the Programme	Pages 13 to 15
Clearance and Settlement	Page 732
Taxation	Pages 733 to 793
Purchase and Sale	Pages 794 to 805

From the 2022 GSSP Base Prospectus 1B

Terms and Conditions of the Securities	
A. Introduction	Page 54
B. Form, Title, Transfer, Calculations and Payments under the Securities	Pages 55 to 68
C. Interest, Optional Early Redemption and Final Redemption	Pages 68 to 133
D. Inflation Index Disruption Events	Pages 133 to 137
F. General Provisions	Pages 137 to 197
Form of Final Terms	Pages 198 to 245

From the 2022 Annual Report

Whole document (excluding the section entitled "Exhibit Index" on page 267)

From the 2021 Annual Report

Report of Independent Registered Public Accounting Firm	Pages 102 to 104
Consolidated financial statements	Pages 105 to 114
Notes to the financial statements	Pages 115 to 202

The above documents may be inspected: (i) during normal business hours at the registered office of the Issuer; (ii) at <http://www.barclays.com/barclays-investor-relations/results-and-reports/results.html> and <https://home.barclays/investor-relations/structured-securities-prospectuses/> (as applicable); and (iii) at the specified office of the Issue and Paying Agent as described in the section entitled 'General Information' below.

SPECIFIC TERMS

The terms and conditions of the Securities comprise:

- the Terms and Conditions of the Securities (the "**General Conditions**") as incorporated in relevant part by reference from the 2022 GSSP Base Prospectus 1B (see '*Information Incorporated by Reference*' above); and
- the following specific terms of the Securities, which includes "Part A – Contractual Terms" and "Part B – Other Information" below (collectively, the "**Specific Terms**"), which specific terms amend, supplement and complete the General Conditions.

All references in the General Conditions to "Final Terms" shall be deemed to be to "Specific Terms".

In the event of any inconsistency between the General Conditions and the Specific Terms, the Specific Terms shall prevail.

PART A – CONTRACTUAL TERMS

- | | | | |
|----|---|--|-----------------------|
| 1. | (a) | Series number: | NX00365590 |
| | (b) | Tranche number: | 1 |
| 2. | Currencies: | | |
| | (a) | Issue Currency: | Euro (“ EUR ”) |
| | (b) | Settlement Currency: | EUR |
| 3. | Exchange Rate: | | |
| | Not Applicable | | |
| 4. | Securities: | | |
| | (a) | Aggregate Nominal Amount as at the Issue Date: | |
| | (i) | Tranche: | EUR 150,000,000 |
| | (ii) | Series: | EUR 150,000,000 |
| | (b) | Specified Denomination: | EUR 1,000 |
| | (c) | Minimum Tradable Amount: | EUR 1,000 |
| 5. | Issue Price: | | |
| | 100% of the Specified Denomination | | |
| 6. | Issue Date: | | |
| | 9 June 2023 | | |
| 7. | Interest Commencement Date: | | |
| | Issue Date | | |
| 8. | Scheduled Redemption Date: | | |
| | 9 June 2038, subject to adjustment in accordance with the Business Day Convention | | |
| 9. | Calculation Amount: | | |
| | EUR 1,000 | | |

Provisions relating to interest (if any) payable

- | | | |
|-----|-------------------|---|
| 10. | Type of Interest: | Fixed Rate Interest from (and including) the Issue Date to (but excluding) 9 June 2025; and |
| | | Digital Interest from (and including) 9 June 2025 to (but excluding) the Scheduled Redemption Date; |
| | | subject to exercise of Conversion Option in respect of applicable Conversion Periods. |
| | (a) | Interest Payment Date(s): |
| | | 9 June of each year, adjusted in accordance with the Business Day Convention |
| | (b) | Interest Period End Date(s): |
| | | 9 June of each year, without adjustment |
| | (c) | Rolled up Interest: |
| | | Not Applicable |

	Zero Floor per Period	Not Applicable
11.	Switch Option:	Not Applicable
12.	Conversion Option:	Applicable
	- Cut-off Time:	2:00 pm London time
	- Minimum Number of Option Exercise Business Days Cut off:	Fifth Option Exercise Business Day
	- Notice Delivery Email Address(es):	mtnsntradingemea@barclays.com arasto.soltanipajoh@barclays.com katrin.Petersen@barclayscapital.com
	- Option Exercise Centre(s):	London and Frankfurt
	- Maximum Exercise Number:	Five
13.	Fixing Date – Interest:	Not Applicable
14.	Fixing Time – Interest:	Not Applicable
15.	Fixed Rate Interest provisions:	Applicable
	(a) Fixed Rate:	3.00%
	(b) Day Count Fraction:	Actual/Actual (ICMA)
	(c) Range Accrual:	Not Applicable
	(d) Global Floor:	Not Applicable
16.	Floating Rate Interest provisions:	Not Applicable
17.	Inverse Floating Rate Interest provisions:	Not Applicable
18.	Inflation-Linked Interest provisions:	Not Applicable
19.	Digital Interest provisions:	Applicable in respect of the period from (and including) 9 June 2025 to (but excluding) the Scheduled Redemption Date
		Base Condition 7.5(d) (<i>Determination of Digital Rate of Interest</i>) shall be amended and restated as follows:
		“The rate of interest (the " Digital Rate of Interest ") for a Relevant Interest Calculation Period will be equal to:
		(i) Digital Rate 1, if the difference between CMS Rate 1 minus CMS Rate 2 in respect of the relevant Interest Observation Date is less than the Strike;
		(ii) Digital Rate 2, if the difference between CMS Rate 1 minus CMS Rate 2 in respect of the relevant Interest Observation Date is greater than the Strike; or
		(iii) the greater of Digital Rate 1 and Digital Rate 2, if the difference between CMS Rate 1 minus CMS Rate 2 in respect of the relevant Interest Observation Date is equal to the Strike.”
	(a) Digital Rate 1:	
	(i) Fixed Rate:	0.00% per annum
	(ii) Floating Rate:	Not Applicable
	(iii) CMS Rate:	Not Applicable
	(iv) Cape Rate:	Not Applicable

(v)	Curve Rate:	Not Applicable			
(vi)	Floor Rate:	Not Applicable			
(b)	Digital Rate 2:				
(i)	Fixed Rate:	7.13% per annum			
(ii)	Floating Rate:	Not Applicable			
(iii)	CMS Rate:	Not Applicable			
(iv)	Cape Rate:	Not Applicable			
(v)	Curve Rate:	Not Applicable			
(vi)	Floor Rate:	Not Applicable			
(c)	Day Count Fraction:	Actual/Actual (ICMA)			
(d)	Floating Rate:				
(i)	Strike:	0.00%			
(ii)	Floating Rate Determination – Reference Rate:	Not Applicable			
(iii)	Floating Rate Determination – CMS Rate:	Applicable			
		CMS Rate 1		CMS Rate 2	
–	Specified Swap Rate:	EUR	EURIBOR ICE Swap Rate-11:00	EUR	EURIBOR ICE Swap Rate-11:00
–	Reference Currency:	EUR		EUR	
–	Designated Maturity:	30 Years		2 Years	
–	Relevant Screen Page:	Bloomberg	Page: EUAMDB30 Index	Bloomberg	Page: EUAMDB02 Index
–	Relevant Time:	11:00 a.m.	Central European time	11:00 a.m.	Central European time
–	Recommended Fallback Rate:	Not Applicable		Not Applicable	
–	Temporary Non-Publication Fallback – Alternative Rate:	Applicable		Applicable	
–	Spread-Linked Rate One _(t) Cap:	Not Applicable		Not Applicable	
–	Spread-Linked Rate One _(t) Floor:	Not Applicable		Not Applicable	
–	Spread-Linked Rate Two _(t) Cap:	Not Applicable		Not Applicable	
–	Spread-Linked Rate Two _(t) Floor:	Not Applicable		Not Applicable	
(e)	Details of any short or long Interest calculation Period:	Not Applicable			

(f) Global Floor:	Not Applicable
20. Spread-Linked Interest provisions:	Not Applicable
21. Decompounded Floating Rate Interest provisions:	Not Applicable
22. Zero Coupon Provisions:	Not Applicable
Provisions relating to redemption	
23. (a) Optional Early Redemption:	Not Applicable
(b) Option Type:	Not Applicable
24. Call provisions	Not Applicable
25. Put provisions	Not Applicable
26. Final Redemption Type:	Bullet Redemption
27. Bullet Redemption provisions:	Applicable
Final Redemption Percentage:	100%
28. Inflation-Linked Redemption provisions:	Not Applicable
29. Early Cash Settlement Amount:	Greater of Market Value and Par
Final Redemption Floor Unwind Costs:	Applicable
30. Fixing Date – Redemption:	Not Applicable
31. Fixing Time – Redemption:	Not Applicable
32. Change in Law:	Applicable
33. Currency Disruption Event:	Applicable
34. Issuer Tax Event:	Applicable
35. Extraordinary Market Disruption:	Applicable
36. Hedging Disruption:	Applicable
37. Increased Cost of Hedging:	Not Applicable
Disruptions	
38. Settlement Expenses:	Not Applicable
39. FX Disruption Fallbacks (General Condition (<i>Consequences of FX Disruption Events</i>):	Not Applicable
General Provisions	
40. Form of Securities:	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable
41. Trade Date:	26 May 2023
42. Taxation Gross Up:	Not Applicable
43. Prohibition of Sales to UK Retail Investors:	Applicable
44. Prohibition of Sales to EEA Retail Investors:	Applicable
45. Prohibition of Swiss Retail Investors:	Applicable
46. Early Redemption Notice Period Number:	10
47. Business Day:	TARGET and a Clearing System Business Day
48. Business Day Convention:	Following subject to adjustment for Unscheduled Business Day Holiday
49. Determination Agent:	Barclays Bank PLC
50. Registrar:	Not Applicable

51. Transfer Agent: Not Applicable
52. (a) Names and addresses of Manager: Barclays Bank Ireland PLC of One Molesworth Street, Dublin 2, Ireland, D02 RF29
- (b) Date of underwriting agreement: Not Applicable
- (c) Names and addresses of secondary trading intermediaries and main terms of commitment: Not Applicable
53. Registration Agent: Not Applicable
54. Governing law: English law
55. Belgian Securities: Not Applicable
56. Relevant Benchmarks: Amounts payable under the Securities are calculated by reference to EURIBOR which is provided by ICE Benchmark Administration (the "**Administrator**"). As at the date of this Pricing Supplement, the Administrator does not appear on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority ("**ESMA**") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the "**EU Benchmarks Regulation**").
- As far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply, such that ICE Benchmark Administration is not currently required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement or equivalence).

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to Trading: The Issuer has applied for the listing and admission to trading of the Securities on the regulated market of the Irish Stock Exchange (trading as Euronext Dublin)
- (b) Estimate of total expenses related to admission to trading: EUR 1000

2. RATINGS

Ratings: The Securities have not been individually rated.

3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (c) Reasons for the offer: General funding
- (d) Use of proceeds: Not Applicable
- (e) Estimated net proceeds: EUR 150,000,000
- (f) Estimated total expenses: EUR 1000

4. YIELD

Not Applicable

5. HISTORIC FLOATING RATES

Details of historic Reference Rate can be obtained from the website of the rate administrator.

6. OPERATIONAL INFORMATION

- (i) ISIN: XS2514232961
- (ii) Common Code: 251423296
- (iii) Relevant Clearing System(s) Clearstream
Euroclear
- (iv) Delivery: Delivery against payment.
- (v) Name and address of additional Paying Agent(s): Not Applicable
- (vi) Green Structured Securities: No

DIRECTORS**Directors**

The Directors of the Bank, each of whose business address is 1 Churchill Place, London E14 5HP, United Kingdom, their functions in relation to the Bank and their principal outside activities (if any) of significance to the Bank are as follows:

<i>Name</i>	<i>Function(s) within the Bank</i>	<i>Principal outside activities</i>
Nigel Higgins	Chairman and Non-Executive Director	Group Chairman, Barclays PLC; Chairman, Sadler's Wells; Non-Executive Director, Tetra Laval Group; Non-Executive Director, Garsington Opera Limited
C.S. Venkatakrishnan	Chief Executive and Executive Director	Group Chief Executive and Executive Director, Barclays PLC; Board Member, Institute of International Finance; Advisory Member of the Board, Massachusetts Institute of Technology Golub Centre for Finance and Policy; Member of Leadership Council, UN Environment Programme Finance Initiative Leadership Council; Chair, Corporate Partnerships Board, The Royal Marsden Cancer Charity
Anna Cross	Executive Director	Group Finance Director and Executive Director, Barclays PLC
Robert Berry	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays Capital Securities Limited; Board President, Alina Lodge; Trustee, High Watch Recovery Center*
Mohamed A. El-Erian	Non-Executive Director	Non-Executive Director, Barclays PLC; Lead Independent Director, Under Armour Inc.; Chief Economic Advisor, Allianz SE; Chairman, Gramercy Funds Management; Senior Advisor, Investcorp Bank BSC; President, Queens' College, Cambridge University
Dawn Fitzpatrick	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays Capital Securities Limited; Chief Executive Officer and Chief Investment Officer, Soros Fund Management LLC; Member, Advisory Board and Investment Committee of the Open Society Foundations' Economic Justice Programme; Member of Advisory Council, The Bretton Woods Committee
Mary Francis	Non-Executive Director	Non-Executive Director, Barclays PLC; Senior Independent Director, PensionBee Group PLC; Member, UK Takeover Appeal Board
Marc Moses	Non-Executive Director	Non-Executive Director, Barclays PLC

Directors

<i><u>Name</u></i>	<i><u>Function(s) within the Bank</u></i>	<i><u>Principal outside activities</u></i>
Diane Schueneman	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays US LLC; Chair, Barclays Execution Services Limited
Julia Wilson	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays Capital Securities Limited

*Robert Berry was recently appointed as a Trustee of High Watch Recovery Center following the merger with Alina Lodge, of which Robert Berry is the existing Board President.

No potential conflicts of interest exist between any duties to the Bank, of the Directors listed above, and their private interests and/or other duties.

IMPORTANT LEGAL INFORMATION

Ratings

The credit ratings included or referred to in this Prospectus will be treated for the purposes of Regulation (EC) No 1060/2009 on credit rating agencies as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (as amended) (the "**UK CRA Regulation**") as having been issued by Fitch Ratings Limited ("**Fitch**"), Moody's Investors Service Ltd. ("**Moody's**") and S&P Global Ratings UK Limited ("**S&P**"), each of which is established in the United Kingdom and has been registered under the UK CRA Regulation. The ratings Fitch, Moody's and S&P have given in relation to this Prospectus are endorsed by Fitch Ratings Ireland Limited, Moody's Deutschland GmbH and S&P Global Ratings Europe Limited respectively, each of which is established in the European Economic Area ("**EEA**") and registered under Regulation (EU) No 1060/2009 on credit rating agencies (as amended, the "**EU CRA Regulation**").

As at the date of this Prospectus, the short term unsecured obligations of Barclays Bank PLC are rated A-1 by S&P¹, P-1 by Moody's² and F1 by Fitch³ and the long-term unsecured unsubordinated obligations of the Issuer are rated A+ by S&P⁴, A1 by Moody's⁵ and A+ by Fitch⁶.

Responsibility

The Issuer accepts responsibility for the information contained in this Prospectus. To the best of the knowledge of the Issuer, the information contained in this Prospectus is in accordance with the facts and contains no omission likely to affect the import of such information.

Hyper-links to websites

For the avoidance of doubt, the content of any website to which a hyper-link is provided shall not form part of this Prospectus.

Notes on Issuer ratings: The information in these footnotes has been extracted from information made available by each rating agency (as at the date of this Prospectus) referred to below. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by such rating agencies, no facts have been omitted which would render the reproduced information inaccurate or misleading.

¹ A short-term obligation rated 'A-' is rated in the highest category by S&P. The obligor's capacity to meet its financial commitment on the obligation is strong. Within this category, certain obligations are designated with a plus sign (+). This indicates that the obligor's capacity to meet its financial commitment on these obligations is extremely strong.

² 'P-1' Issuers (or supporting institutions) rated Prime-1 have a superior ability to repay short-term debt obligations.

³ An 'F1' rating indicates the highest short-term credit quality and the strongest intrinsic capacity for timely payment of financial commitments; may have an added '+' to denote any exceptionally strong credit feature.

⁴ An obligation rated 'A+' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong. The addition of a plus sign shows the relative standing within the rating category.

⁵ Obligations rated 'A' are considered upper-medium grade and are subject to low credit risk. Note: Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from 'Aa' through 'Caa'. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

⁶ An 'A' rating indicates high credit quality and denotes expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings.

GENERAL INFORMATION

Significant Change Statement

There has been no significant change in the financial position or financial performance of the Issuer or the Barclays Bank Group since 31 December 2022.

Material Adverse Change Statement

There has been no material adverse change in the prospects of the Issuer or the Barclays Bank Group since 31 December 2022.

Legal proceedings

Save as disclosed under Note 25 (*Legal, competition and regulatory matters*) to the condensed consolidated financial statements of the Issuer as set out on pages 174 to 179 of the 2022 Annual Report, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during the 12 months preceding the date of this Prospectus which may have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer and/or the Barclays Bank Group.

Authorisation and Consents

The establishment of the Programme and the issue of Securities pursuant to the Programme have been duly authorised by the Chief Financial Officer of the Issuer, exercising the delegated authority of the of the Board of Directors of the Issuer, on 31 March 2023.

The Issuer has obtained all necessary consents, approvals and authorisations in connection with establishing and updating the Programme and will obtain all such consents, approvals and authorisations in connection with the issue and performance of the Securities.

Use of proceeds

The Issuer intends to apply the net proceeds from the sale of the Securities either for hedging purposes or for general corporate purposes.

Relevant Clearing Systems

The Securities are accepted for clearance through Euroclear, Clearstream. The common code allocated by Euroclear and Clearstream are set out in the Specific Terms, together with the International Securities Identification Number (the "**ISIN**"). Transactions will be effected for settlement in accordance with the Relevant Rules. The address of Euroclear is 1 Boulevard du Roi Albert II, B-1210 Brussels, Belgium, and the address of Clearstream is 42 Avenue JF Kennedy, L-1855 Luxembourg.

Documents Available

For as long as this Prospectus remains in effect or any Securities remain outstanding, copies of the following documents will, when available, be made available during usual business hours on a weekday (Saturdays, Sundays and public holidays excepted) for inspection and, in the case of (b) and (c) below, shall be available for collection free of charge at the registered office of the Issuer and at: <http://www.barclays.com/barclays-investor-relations/results-and-reports/results.html>, <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/> and <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-final-terms/> (as applicable) and at the specified office of the Issue and Paying Agent.

- (a) the constitutional documents of the Issuer;
- (b) the documents set out in the '*Information Incorporated by Reference*' section of this Prospectus;
- (c) the documents included or referred to in the Registration Document;
- (d) all future annual reports and semi-annual and quarterly financial statements of the Issuer;

- (e) the Master Subscription Agreement;
- (f) the Master Agency Agreement;
- (g) the Deed of Covenant;

Post-issuance Information

The Issuer does not intend to provide any post-issuance information in relation to the Securities or the performance of the Underlying Assets, except if required by any applicable laws and regulations.

Forward-Looking Statements

This Prospectus incorporates the section entitled "Forward-Looking Statements" on page 25 of the Registration Document.

ISSUER

Barclays Bank PLC

Registered Office
1 Churchill Place
London E14 5HP
United Kingdom

MANAGER

Barclays Bank Ireland PLC

One Molesworth Street
Dublin 2
Ireland, D02 RF29

ISSUE AND PAYING AGENT

The Bank of New York Mellon, London Branch

160 Queen Victoria Street
London EC4V 4LA
United Kingdom

DETERMINATION AGENT

Barclays Bank PLC
1 Churchill Place
London E14 5HP
United Kingdom

LEGAL ADVISERS TO THE MANAGER

in respect of English law

Ashurst LLP

London Fruit & Wool Exchange
1 Duval Square
London E1 6PW
United Kingdom