TERM SHEET
(05/04/2024)

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RIC: [TBD]=BARL

Series Number: NX00395860
Listed Public Offer in Italy
Issued under the GSSP EU Base Prospectus (the "Base Prospectus", as defined below)
Advertisement. The Base Prospectus and any supplements are available at https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/ and the Final Terms, when published, will be available at https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-final-terms/.
Product Code: 201710-015

Worst-of European Barrier All Coupon Autocallable Certificates linked to a Basket of Shares

CAPITAL AT RISK

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 ("**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.

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. The Securities may not be publicly offered, directly or indirectly, in Switzerland within the meaning of FinSA and no application has or will be made to admit the Securities to trading on any trading venue (exchange or multilateral trading facility) in Switzerland. Neither the Base Prospectus, the Final Terms nor any other offering or marketing material relating to the Securities constitutes a prospectus pursuant to the FinSA, and neither the Base Prospectus, the Final Terms nor any other offering or marketing material relating to the Securities may be publicly distributed or otherwise made publicly available in Switzerland.

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.

MIFID II product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**") (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice, portfolio management and non- advised sales, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Securities (a "**Distributor**") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

SUMMARY TERMS

THIS TERM SHEET IS A NON-BINDING SUMMARY OF THE ECONOMIC TERMS AND DOES NOT PURPORT TO BE EXHAUSTIVE. THE BINDING TERMS AND CONDITIONS WILL BE SET OUT IN THE FINAL TERMS WHICH COMPLETES THE TERMS AND CONDITIONS IN THE BASE PROSPECTUS. INVESTORS MUST READ ALL OF THESE DOCUMENTS AND COPIES ARE AVAILABLE FROM THE ISSUER AND THE ISSUE AND PAYING AGENT.

- **The Risk Factors set out in the Base Prospectus and this Term Sheet highlight some, but not all, of the risks of investing in this investment product.**
- **The Issuer makes no representations as to the suitability of this investment product for any particular investor nor as to the future performance of this investment product.**
- **Prior to making any investment decision, investors should satisfy themselves that they fully understand the risks relating to this investment product and seek professional advice as they deem necessary.**
- **All capitalised terms not defined herein have the meanings ascribed to them in the Base Prospectus.**

PRODUCT DETAILS

Issuer	Barclays Bank PLC ("**Barclays**" or the "**Issuer**")
Issuer Rating (Long Term)	A1 (Moody's); last updated 29/01/2020 / A+ (S&P); last updated 19/05/2023 / A+ (Fitch); last updated 20/12/2018
Type of Security	Certificates
Currency	Euro ("**EUR**")
Number of Securities	30,000 Securities
Minimum Tradable Amount	1 Security
Calculation Amount	EUR 100 per Security
Issue Price	EUR 100 per Security
Trade Date	05 April 2024
Issue Date	15 April 2024
Scheduled Settlement Date	19 April 2027, subject to adjustment in accordance with the Business Day Convention
Underlying Asset	A basket comprised of 3 Shares, each of which is set out in the Appendix.
Relevant Benchmark	Not Applicable
Green Securities	No
Green Index Linked Securities	No

INTEREST OR COUPON

Interest Type

Phoenix with memory

Interest Amount

Means, provided that no redemption, purchase or cancellation of the Securities has occurred prior to the relevant Interest Payment Date, an amount calculated on each Interest Valuation Date and payable on the corresponding Interest Payment Date as follows:

(i) If the Interest Payment Condition is satisfied on the relevant Interest Valuation Date, then:

[Fixed Interest Rate x Calculation Amount] + [Y x Fixed Interest Rate x Calculation Amount]

(ii) Otherwise, zero.

Y

Means the number of previous Interest Valuation Dates in respect of which no interest was payable (after which interest shall be considered to have been payable in respect of such previous Interest Valuation Date(s)).

Interest Payment Condition

Means, in respect of an Interest Valuation Date, the Valuation Price of every Underlying Asset on such Interest Valuation Date is at or above its corresponding Interest Barrier.

Interest Barrier Percentage(s), Interest Valuation Date(s), Fixed Interest Rate(s),

Interest Valuation Date(s):	Interest Barrier Percentage(s):	Fixed Interest Rate(s):	Interest Ex-Date(s):	Interest Record Date(s):	Interest Payment Date(s):
13 May 2024	60.00%	0.9500%	16 May 2024	17 May 2024	20 May 2024
12 June 2024	60.00%	0.9500%	17 June 2024	18 June 2024	19 June 2024

Interest Ex-Date(s), Interest Record Date(s) and Interest Payment Date(s)

12 July 2024	60.00%	0.9500%	17 July 2024	18 July 2024	19 July 2024
12 August 2024	60.00%	0.9500%	15 August 2024	16 August 2024	19 August 2024
12 September 2024	60.00%	0.9500%	17 September 2024	18 September 2024	19 September 2024
14 October 2024	60.00%	0.9500%	17 October 2024	18 October 2024	21 October 2024
12 November 2024	60.00%	0.9500%	15 November 2024	18 November 2024	19 November 2024
12 December 2024	60.00%	0.9500%	17 December 2024	18 December 2024	19 December 2024
13 January 2025	60.00%	0.9500%	16 January 2025	17 January 2025	20 January 2025
12 February 2025	60.00%	0.9500%	17 February 2025	18 February 2025	19 February 2025
12 March 2025	60.00%	0.9500%	17 March 2025	18 March 2025	19 March 2025
14 April 2025	60.00%	0.9500%	17 April 2025	22 April 2025	23 April 2025
12 May 2025	60.00%	0.9500%	15 May 2025	16 May 2025	19 May 2025
12 June 2025	60.00%	0.9500%	17 June 2025	18 June 2025	19 June 2025
14 July 2025	60.00%	0.9500%	17 July 2025	18 July 2025	21 July 2025
12 August 2025	60.00%	0.9500%	15 August 2025	18 August 2025	19 August 2025
12 September 2025	60.00%	0.9500%	17 September 2025	18 September 2025	19 September 2025
13 October 2025	60.00%	0.9500%	16 October 2025	17 October 2025	20 October 2025
12 November 2025	60.00%	0.9500%	17 November 2025	18 November 2025	19 November 2025
12 December 2025	60.00%	0.9500%	17 December 2025	18 December 2025	19 December 2025
12 January 2026	60.00%	0.9500%	15 January 2026	16 January 2026	19 January 2026
12 February 2026	60.00%	0.9500%	17 February 2026	18 February 2026	19 February 2026
12 March 2026	60.00%	0.9500%	17 March 2026	18 March 2026	19 March 2026
13 April 2026	60.00%	0.9500%	16 April 2026	17 April 2026	20 April 2026
12 May 2026	60.00%	0.9500%	15 May 2026	18 May 2026	19 May 2026
12 June 2026	60.00%	0.9500%	17 June 2026	18 June 2026	19 June 2026
13 July 2026	60.00%	0.9500%	16 July 2026	17 July 2026	20 July 2026
12 August 2026	60.00%	0.9500%	17 August 2026	18 August 2026	19 August 2026
14 September 2026	60.00%	0.9500%	17 September 2026	18 September 2026	21 September 2026
12 October 2026	60.00%	0.9500%	15 October 2026	16 October 2026	19 October 2026
12 November 2026	60.00%	0.9500%	17 November 2026	18 November 2026	19 November 2026
14 December 2026	60.00%	0.9500%	17 December 2026	18 December 2026	21 December 2026
12 January 2027	60.00%	0.9500%	15 January 2027	18 January 2027	19 January 2027
12 February 2027	60.00%	0.9500%	17 February 2027	18 February 2027	19 February 2027
12 March 2027	60.00%	0.9500%	17 March 2027	18 March 2027	19 March 2027
12 April 2027	60.00%	0.9500%	15 April 2027	16 April 2027	19 April 2027

Each Interest Payment Date shall be subject to adjustment by the applicable Business Day Convention.

Business Day Convention Modified Following

Interest Barrier Means, in respect of an Underlying Asset and an Interest Valuation Date, the Interest Barrier Percentage applicable in respect of such Interest Valuation Date multiplied by the Initial Price of such Underlying Asset.

SETTLEMENT

Final Settlement Type Capped

Barrier Type Knock-in Barrier

Knock-in Barrier Type European

Underlying Performance Type Worst-of

Settlement Method Cash

Downside Not Applicable

Settlement Currency	Euro ("**EUR**")
Initial Valuation Date	12 April 2024
Initial Price ("IP")	Means, in respect of an Underlying Asset: The Valuation Price of such Underlying Asset on the Initial Valuation Date, as specified in the Appendix.
Strike Price Percentage ("SPP")	100.00%
Strike Price	Means, in respect of an Underlying Asset, the Strike Price Percentage multiplied by the Initial Price of such Underlying Asset, as specified in the Appendix.
Knock-in Barrier Percentage	60.00%
Knock-in Barrier Price	Means, in respect of an Underlying Asset, the Knock-in Barrier Percentage multiplied by the Initial Price of such Underlying Asset, as specified in the Appendix.
Final Valuation Price ("FVP")	Means, in respect of an Underlying Asset: The Valuation Price of such Underlying Asset on the Final Valuation Date as determined by the Determination Agent.
Valuation Price	Means, in respect of any relevant day and an Underlying Asset, the price or level of such Underlying Asset at the Valuation Time on such day, as determined by the Determination Agent.
Final Valuation Date	12 April 2027
Worst Performing Underlying Asset	Means, in relation to a Scheduled Trading Day, the Underlying Asset with the lowest Asset Performance calculated on such day as follows: $$\frac{V_{STD}}{V_{Initial}}$$ Where: "$\mathbf{V_{STD}}$" is the Valuation Price of the relevant Underlying Asset in respect of the relevant Scheduled Trading Day; and "$\mathbf{V_{Initial}}$" is the Initial Price of the relevant Underlying Asset, provided that where more than one Underlying Asset has the same lowest Asset Performance, the Determination Agent shall select which of the Underlying Assets with the same lowest Asset Performance shall be the Worst Performing Underlying Asset.
Final Cash Settlement Amount	Provided none of an Automatic Settlement (Autocall) Event, a Nominal Call Event, an Optional Early Settlement Event or any other settlement or purchase or cancellation of the Securities has occurred, a cash amount per Calculation Amount in the Settlement Currency determined by the Determination Agent in accordance with the following: (i) if: FP ≥ Knock-in Barrier Percentage, then: 100% × Calculation Amount (ii) Otherwise: (FP/SPP) x Calculation Amount
Final Performance ("FP")	In respect of the Worst Performing Underlying Asset as of the Final Valuation Date, the Final Valuation Price divided by the Initial Price.
Valuation Time	Means in relation to an Underlying Asset, the Scheduled Closing Time on the relevant Exchange on the relevant Valuation Date, Lookback Date or Averaging Date, as the case may be, in relation to such Underlying Asset. If the relevant Exchange closes prior to its Scheduled

Closing Time and the specified Valuation Time is after the actual closing time for its regular trading session, then the Valuation Time shall be such actual closing time.

AUTOMATIC SETTLEMENT (AUTOCALL)

Autocall Valuation Date(s), Autocall Barrier Percentage(s), Autocall Settlement Percentage(s) and Autocall Settlement Date(s)

(i)	Autocall Valuation Date(s):	Autocall Barrier Percentage(s):	Autocall Settlement Percentage(s):	Autocall Settlement Date(s):
1	14 April 2025	100.00%	122.80%	23 April 2025
2	13 April 2026	100.00%	111.40%	20 April 2026

Automatic Settlement (Autocall) Event

If the Autocall Performance is greater than or equal to the relevant Autocall Barrier Percentage in relation to an Autocall Valuation Date$_{(i)}$ an Automatic Settlement (Autocall) Event shall occur.

Autocall Performance

In respect of the Worst Performing Underlying Asset as of such Autocall Valuation Date$_{(i)}$, the Autocall Valuation Price divided by the Initial Price.

Autocall Valuation Price

The Valuation Price of the Underlying Asset on the Autocall Valuation Date$_{(i)}$.

Autocall Cash Settlement Amount

Autocall Settlement Percentage × Calculation Amount

Valuation Price

Means, in respect of any relevant day and an Underlying Asset, the price or level of such Underlying Asset at the Valuation Time on such day, as determined by the Determination Agent.

ADDITIONAL DISRUPTION EVENT AND ADJUSTMENT OR EARLY SETTLEMENT

Additional Disruption Event

If any of the following events occur, the Issuer may, at any time from (and including) the Issue Date to (and including) the Scheduled Settlement Date, either (i) require the Determination Agent to make an adjustment to the terms of the Securities or (ii) on giving not less than 10 Business Days notice to the Securityholders, redeem or cancel all of the Securities early at the Early Cash Settlement Amount, as the case may be, on the Early Cash Settlement Date:

Change in Law

Issuer Tax Event

Currency Disruption Event

Extraordinary Market Disruption

Hedging Disruption

The Issuer shall specify whether the Securityholders may elect to receive Shares in lieu of the Early Cash Settlement Amount in cash upon the occurrence of an Additional Disruption Event. The Securityholder will receive an Early Cash Settlement Amount in cash if (A) the Issuer does not specify that the Securityholders may elect to receive Shares in lieu of the Early Cash Settlement Amount in cash, or (B) the Issuer does so specify but (1) the Securityholder specifies 'Cash Settlement' in the Settlement Election Notice, or (2) the Issuer does not receive the Settlement Election Notice indicating 'Physical Settlement' before 5:00 pm (London Time) on the 5th Business Day following the publication of the Additional Disruption Event Redemption Notice.

Administrator / Benchmark Event if so designated by the Determination Agent

Merger Event, Nationalisation, Insolvency, Insolvency Filing, Delisting or Tender Offer

Please see the Base Prospectus for further details.

Delay or Postponement of Payments and Settlement

If the date on which any amount is payable or deliverable is not a Business Day, then payment or delivery will not be made until the next succeeding day which is a Business Day.

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 third Business Day following the date on which such price or level is determined.

No additional amounts shall be payable or deliverable because of such postponement.

Substitution of Shares

Substitution of Shares – Standard, Applicable

If any Share is affected by an Extraordinary Event (each such Share an "**Affected Share**" and together the "**Affected Shares**") then, in addition to the Issuer's right to adjust or redeem or cancel the Securities, the Issuer has the option to substitute the Affected Shares with

	substitute shares (the "**Substitute Shares**") as selected by the Determination Agent as of the Announcement Date or the Tender Offer Date or such other date as the Determination Agent may deem appropriate, as the case may be. The Determination Agent shall notify the Securityholders as soon as practicable after the selection of the Substitute Shares. In the event that the Determination Agent determines that it cannot replace an Affected Share or determine a Substitute Share, the Issuer may determine that the relevant event constitutes an Additional Disruption Event.
Adjustments and Early Settlement	Potential Adjustment Event: If, in respect of a Share, (i) there occurs a subdivision, consolidation or reclassification of the Share, or (ii) a distribution, dividend, extraordinary dividend, repurchase of the Shares or similar corporate action is declared by the Share Company, or (iii) an event that may have a diluting or concentrative effect on the theoretical value of the Share (each, a "**Potential Adjustment Event**"), and which in each case the Determination Agent determines has a diluting or concentrative effect on the theoretical value of the Share, then (x) the Determination Agent may make an adjustment to the Share, any amounts payable under the Securities and/or any of the other terms of the Securities, taking into account any costs incurred by or on behalf of the Issuer as a result of such Potential Adjustment Event, as determined by the Determination Agent, or (y) the Issuer may deliver to the Securityholder one or more additional Securities and/or pay to the Securityholder a cash amount to account for the diluting or concentrative effect of such Potential Adjustment Event.
Early Cash Settlement Amount	An amount in respect of each Calculation Amount for each Security in the Settlement Currency equal to the market value of such Security (in respect of such Calculation Amount) following the event triggering the early redemption or cancellation (including the value of accrued interest (if applicable)). Such amount being determined as soon as reasonably practicable following the event giving rise to the early redemption or cancellation of the Securities and by reference to such factors as the Determination Agent considers to be appropriate including, without limitation: (i) market prices or values for the Underlying Asset(s) and other relevant economic variables (such as interest rates and, if applicable, exchange rates) at the relevant time; (ii) the remaining life of the Securities had they remained outstanding to scheduled maturity or cancellation and/or any scheduled early redemption or cancellation date; (iii) the value at the relevant time of any minimum redemption, settlement or cancellation amount which would have been applicable had the Securities remained outstanding to scheduled maturity or cancellation and/or any scheduled early redemption or cancellation date; (iv) internal pricing models; and (v) prices at which other market participants might bid for securities similar to the Securities.
Unwind Costs	Not Applicable
Early Cash Settlement Date	In respect of an early redemption or cancellation following an Additional Disruption Event, settlement or cancellation for Unlawfulness or Impracticability, the date specified in the redemption notice given to the Securityholders by, or on behalf of, the Issuer or the Determination Agent.
OTHER TERMS	
Valuation Date Disruption	In respect of Shares in a Basket, in the event that any Valuation Date is a Disrupted Day (as described in the Base Prospectus) in relation to each Share affected by the occurrence of a Disrupted Day (each an "**Affected Share**"), the relevant valuation will be postponed for up to eight Scheduled Trading Days. After this time, (1) the next Scheduled Trading Day which is not a Disrupted Day (up to the eighth) shall be deemed to be the Valuation Date; and (2) the Determination Agent will make the relevant determination by estimating the price of the Affected Share that would have prevailed on such Scheduled Trading Day. In respect of each Share not affected by the occurrence of a Disrupted Day, the Valuation Date shall be the Scheduled Valuation Date.
Unlawfulness or Impracticability	The Issuer may redeem or cancel the Securities by giving notice to Securityholders if it determines that, as a result of certain extrinsic factors, the performance by the Issuer or any of its Affiliates of any obligation under the Securities is or will become unlawful or impracticable.

	Limb (b) in respect of the Issuer's and/or Affiliate's Hedge Positions is applicable. See the General Conditions for more details.
Non-compliance with Benchmarks Regulation:	If, in respect of the Securities, it (i) is or would be unlawful at any time under Regulation (EU) 2016/1011 of 8 June 2016 and amending directives 2008/48/EC and 2014/17/EU and Regulation (EU) 596/2014 (as may be amended from time to time, the Benchmarks Regulation) or (ii) would contravene any applicable licensing requirements, in each case, for the Determination Agent or Issuer (as applicable) to make a determination or carry out some other action which it would otherwise be obliged to do under the terms and conditions of the Securities, then the Determination Agent and the Issuer (as applicable) shall not be obliged to make such determination or carry out such other action and shall be excused performance thereof without incurring any liability whatsoever to Securityholders.
Notices	The Issuer or Determination Agent shall give notice to the Securityholders of any adjustment, redemption or cancellation as soon as practicable following the occurrence of the event triggering such adjustment, redemption and cancellation. Failure by the Issuer or Determination Agent to publish or give notice shall not affect the validity or effectiveness of any such adjustment, redemption and cancellation.

GENERAL INFORMATION

Programme	Barclays Bank PLC Global Structured Securities Programme
Base Prospectus	The Securities will be issued under the GSSP EU Base Prospectus dated 12 April 2024 pursuant to the Programme, saved that the terms and conditions of the Securities will remain those set out in the GSSP EU Base Prospectus dated 13 April 2023 as supplemented up to the Trade Date. Each version of the GSSP EU Base Prospectus is available for viewing free of charge at: https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/
Relevant Annex	Equity Linked Annex
Status	Unsecured and Unsubordinated
Form	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable
Manager	Barclays Bank Ireland PLC
Issue and Paying Agent	The Bank of New York Mellon, London Branch
Business Days	As defined in General Condition 41.2
Business Day Convention	With regard to all payment dates in this Term Sheet, unless otherwise specified: Modified Following, subject to adjustment for Unscheduled Business Day Holiday.
Listing Venue	Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the multilateral trading facility of EuroTLX managed by Borsa Italiana S.p.A. on or around the Issue Date.
Listing Date	On or around the Issue Date
Determination Agent	Barclays Bank PLC
Relevant Clearing System	Euroclear / Clearstream Luxembourg
Governing Law	English Law
Jurisdiction	Courts of England
Documentation	The full terms and conditions of the Securities (including Terms used but not defined in this Term Sheet) will be set out in the Base Prospectus as completed by the Final Terms.

SELLING RESTRICTIONS, TAX AND SECONDARY MARKET INFORMATION

Selling Restrictions	Investors are bound by the selling restrictions of the relevant jurisdiction(s) in which the Securities are to be sold as set out in the Base Prospectus.

	In addition to those described in the Base Prospectus, 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 (save for Italy) 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 Base Prospectus, any other offering material or any Final Terms, in any jurisdiction except in compliance with the applicable laws and regulations of such jurisdiction and in a manner that will not impose any obligation on the Issuer or Manager (as the case may be) and the Determination Agent. **Further, these Securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered, sold, re-sold or delivered within the United States or to, or for, the benefit of, United States Persons. This Term Sheet may not be distributed in the United States.**
Prohibition of Sales to EEA Retail Investors	Not Applicable
Prohibition of Sales to UK Retail Investors	Applicable – see the cover page of this Term Sheet
Prohibition of Sales to Swiss Retail Investors	Applicable – see the cover page of this Term Sheet
Tax	An outline of the tax treatment is given in the Base Prospectus. The relevant tax laws and the regulations of the tax authorities are subject to change. The Issuer expressly excludes all liability in respect of any tax implications relating to investing in the Securities.
Taxation Gross Up	Applicable
U.S. Federal Tax Treatment of Non-U.S. Holders	The Issuer has determined that Section 871(m) of the U.S. Internal Revenue Code is not applicable to the Securities.
Secondary Market	Indicative Prices: Barclays will endeavour to provide daily indicative bid prices for the repurchase of Securities with a view to agreeing the repurchase of such Securities within a reasonable period thereafter; in all cases subject to (i) the existence of normal market and funding conditions as determined by Barclays in its sole discretion and (ii) applicable laws and regulations. Where Barclays makes a market in accordance with the above, it will endeavour to provide liquidity in the Securities within a 1.00% bid/offer spread under normal market conditions. For the avoidance of doubt this provision does not amount to a commitment to make a market on any day at any price.
Third Party Fees	A fee may be paid for marketing activities in respect of the issue.
Terms and Condition of the Offer	
Authorised Offer(s)	
(a) Public Offer:	An offer of the Securities may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (b) immediately below) other than pursuant to Article 1(4) of the EU Prospectus Regulation in the Public Offer Jurisdiction(s) (specified in (c) immediately below) during the Offer Period (specified in (d) immediately below) subject to the conditions set out in the Base Prospectus and in (e) immediately below.
(b) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place (together the "Authorised Offeror(s)"):	Each financial intermediary specified in (i) and (ii) below: (i) Specific consent: Not Applicable (ii) General consent: Applicable: each financial intermediary which (A) is authorised to make such offers under Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments (as amended, "**MiFID II**"), including under any applicable implementing measure in each relevant jurisdiction, and (B) accepts such offer by publishing on its website the Acceptance Statement.
(c) Jurisdiction(s) where the offer may take place (together, the "Public Offer Jurisdictions(s)"):	Italy
(d) Offer period for which use of the Base Prospectus is authorised by the	From (and including) the Issue Date to (and including) the Final Valuation date.

	Authorised Offeror(s) (the "Offer Period"):	
(e)	**Other conditions for use of the Base Prospectus by the Authorised Offeror(s):**	Not Applicable
Other terms and conditions of the offer		
(f)	**Offer Price:**	The Issue Price
(g)	**Total amount of offer:**	30,000 Securities
(h)	**Conditions to which the offer is subject:**	In the event that during the Offer Period, the requests exceed the amount of the offer to prospective investors, the Issuer will proceed to early terminate the Offer Period and will immediately suspend the acceptances of further requests. The Issuer reserves the right to withdraw the offer for Securities at any time prior to the end of the Offer Period. Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror's usual procedures. The effectiveness of the offer is subject to the adoption of the resolution of admission to trading of the Securities on EuroTLX on or around the Issue Date. As such, the Issuer undertakes to file the application for the Securities to be admitted to trading on the EuroTLX in time for the adoption of such resolution.
(i)	**Time period, including any possible amendments, during which the offer will be open and description of the application process:**	The Offer Period
(j)	**Description of the application process:**	An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 1(4) of the EU Prospectus Regulation in Italy (the "**Public Offer Jurisdiction**") during the Offer Period. Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror.
(k)	**Details of the minimum and/or maximum amount of application:**	The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.
(l)	**Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:**	Not Applicable
(m)	**Details of method and time limits for paying up and delivering the Securities:**	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(n)	**Manner in and date on which results of the offer are to be made public:**	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(o)	**Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:**	Not Applicable
(p)	**Whether tranche(s) have been reserved for certain countries:**	Not Applicable
(q)	**Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:**	Not Applicable

(r)	**Amount of any expenses and taxes specifically charged to the subscriber or purchaser:**	Not Applicable
(s)	**Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:**	Not Applicable

APPENDIX

i	Underlying Asset	Type	Underlying Asset Currency	Bloomberg or Refinitiv Code (for identification purposes only)	Exchange	Related Exchange	ISIN	Initial Price	Strike Price (100.00% of the Initial Price displayed to 4 d.p.)	Knock-in Barrier Price (60.00% of the Initial Price displayed to 4 d.p.)	Autocall Barrier (100.00% of the Initial Price displayed to 4 d.p.)	Individual Pricing
1	BANCO BPM SPA	Share	EUR	BAMI IM	Borsa Italiana S.p.A	All Exchanges	IT0005218380	TBD	TBD	TBD	TBD	Applicable
2	BPER BANCA	Share	EUR	BPE IM	Borsa Italiana S.p.A	All Exchanges	IT0000066123	TBD	TBD	TBD	TBD	Applicable
3	UNICREDIT SPA	Share	EUR	UCG IM	Borsa Italiana S.p.A	All Exchanges	IT0005239360	TBD	TBD	TBD	TBD	Applicable

RISK FACTORS

THESE RISK FACTORS HIGHLIGHT ONLY SOME OF THE RISKS OF THE PRODUCT DESCRIBED IN THIS DOCUMENT (THE "PRODUCT") AND MUST BE READ IN CONJUNCTION WITH THE RISK FACTOR SECTIONS IN THE PROSPECTUS. INVESTORS MUST BE CAPABLE OF ASSESSING AND UNDERSTANDING THE RISKS OF INVESTING IN THE PRODUCT. WHERE A POTENTIAL INVESTOR DOES NOT UNDERSTAND OR WOULD LIKE FURTHER INFORMATION ON THE RISKS OF THE PRODUCT, THE POTENTIAL INVESTOR SHOULD SEEK PROFESSIONAL ADVICE BEFORE MAKING ANY INVESTMENT DECISION.

NO GOVERNMENT OR OTHER PROTECTION	THIS PRODUCT IS NOT PROTECTED BY THE FINANCIAL SERVICES COMPENSATION SCHEME or any other government or private protection scheme.
BARCLAYS FINANCIAL STANDING	INVESTORS ARE EXPOSED TO BARCLAYS' FINANCIAL STANDING. If Barclays becomes insolvent, Barclays may not be able to make any payments under the Product and investors may lose their capital invested in the Product. A decline in Barclays' financial standing is likely to reduce the market value of the Product and therefore the price an investor may receive for the Product if they sell it in the market.
CREDIT RATINGS	CREDIT RATINGS MAY BE LOWERED OR WITHDRAWN WITHOUT NOTICE. A rating is not a recommendation as to Barclays' financial standing or an evaluation of the risks of the Product.
VOLATILITY	THE PERFORMANCE OF THIS PRODUCT MAY CHANGE UNPREDICTABLY. This unpredictable change is known as "volatility" and may be influenced by the performance of any underlying asset as well as external factors including financial, political and economic events and other market conditions.
CAPITAL AT RISK	THE CAPITAL INVESTED IN THIS PRODUCT IS AT RISK. Investors may receive back less than the capital invested in the Product.
CAPITAL AT RISK ON EARLY SETTLEMENT	THE PRODUCT MAY BE REDEEMED OR CANCELLED BEFORE ITS SCHEDULED MATURITY DATE OR EXPIRY DATE. IF THE PRODUCT IS REDEEMED EARLY OR CANCELLED, INVESTORS MAY RECEIVE BACK LESS THAN THEIR ORIGINAL INVESTMENT IN THE PRODUCT, OR EVEN ZERO. The amount payable to an investor on an early redemption or cancellation may factor in Barclays' costs of terminating hedging and funding arrangements associated with the Product.
SELLING RISK	AN INVESTOR MAY NOT BE ABLE TO FIND A BUYER FOR THE PRODUCT SHOULD THE INVESTOR WISH TO SELL THE PRODUCT. If a buyer can be found, the price offered by that buyer may be lower than the price that an investor paid for the Product or the amount an investor would otherwise receive at the maturity or expiry of the Product.
BAIL-IN RISK	The EU Directive establishing a framework for the recovery and resolution of credit institutions and investment firms (the "**BRRD**") was published in the EU Official Journal on 12 June 2014. The BRRD gives certain powers under a "bail-in tool" to national supervisory authorities with respect to certain institutions (which could include the Issuer) in circumstances where a national supervisory authority has determined that such an institution is likely to fail. In the United Kingdom, the majority of the requirements of the BRRD have been implemented into national law in the Banking Act, including the introduction of the bail-in tool as of 1 January 2015. The Banking Act confers substantial powers on a number of UK authorities designed to enable them to take a range of actions in relation to UK banks and certain of their Affiliates in the event a bank in the same group is considered to be failing or likely to fail. This bail-in tool includes the ability to cancel all or part of the principal and/or interest of any unsecured liabilities or to convert certain debt claims into equity or other securities of the issuer or another person. These powers could be exercised in respect of the Securities. As a result, the exercise of any resolution power or any suggestion of any such exercise could materially adversely affect the value of the Securities and could lead to the investors losing some or all of the value of their investment in the Securities.
NO INVESTMENT IN OR RIGHTS TO UNDERLYING ASSETS	AN INVESTMENT IN THE PRODUCT IS NOT THE SAME AS AN INVESTMENT IN THE UNDERLYING ASSETS REFERENCED BY THE PRODUCT. An investor in the Product has no ownership of, or rights to, the underlying assets referenced by the Product. The market value of the Product may not reflect movements in the price of such underlying assets. Payments made under the Product may differ from payments made under the underlying assets.

ADJUSTMENTS	THE TERMS OF THE PRODUCT MAY BE ADJUSTED BY BARCLAYS UPON CERTAIN EVENTS TAKING PLACE WHICH IMPACT THE UNDERLYING ASSETS, INCLUDING MARKET DISRUPTION EVENTS.
SMALL HOLDINGS	SMALL HOLDINGS MAY NOT BE TRANSFERABLE. Where the Product terms specify a minimum tradable amount, investors will not be able to sell the Product unless they hold at least such minimum tradable amount.
INTEREST RATE RISK	INVESTORS IN THE PRODUCT WILL BE EXPOSED TO INTEREST RATE RISK. Changes in interest rates will affect the performance and value of the Product. Interest rates may change suddenly and unpredictably.
PAYMENTS	PAYMENTS FROM BARCLAYS MAY BE SUBJECT TO DEDUCTIONS FOR TAX, DUTY, WITHHOLDING OR OTHER PAYMENTS REQUIRED BY LAW.
OVER-ISSUANCE	THE ISSUER MAY ISSUE MORE SECURITIES THAN THOSE WHICH ARE TO BE INITIALLY SUBSCRIBED OR PURCHASED BY INVESTORS. The Issuer (or the Issuer's affiliates) may hold such Securities for the purpose of meeting any future investor interest or to satisfy market making requirements. Prospective investors in the Securities should not regard the issue size of any Series as indicative of the depth or liquidity of the market for such Series or of the demand for such Series.
OTHER RISKS	THIS DOCUMENT CANNOT DISCLOSE ALL POSSIBLE RISKS OF THE PRODUCT. Before investing, investors must be satisfied that they have sufficient information and understand the risks related to the Product so as to make an informed investment decision. If investors are uncertain as to whether they have sufficient information, they should seek independent professional advice before investing.
FOREIGN EXCHANGE RISK	INVESTORS ARE EXPOSED TO FOREIGN EXCHANGE RISK. Foreign exchange rates may change suddenly and unpredictably. Changes in the exchange rate between an investor's home currency and the Product currency or settlement currency may impact the performance of the Product and an investor's return.
LEVERAGE	THIS PRODUCT MAY BECOME LEVERAGED. Leverage increases the investor's exposure to the underlying assets referenced by the Product and amplifies the investor's losses and gains.
INTERACTION RISK	THIS PRODUCT COMBINES DIFFERENT FINANCIAL COMPONENTS AND EXPOSURES WHICH MAY INTERACT UNPREDICTABLY AND COULD AFFECT THE PERFORMANCE OF THE PRODUCT.
PERFORMANCE OF SHARES	THE PERFORMANCE OF SHARES IS UNPREDICTABLE. It depends on financial, political, economic and other events as well as the share issuers' earnings, market position, risk situation, shareholder structure and distribution policy.
SHARE ISSUER ACTION	THE SHARE ISSUER IS NOT INVOLVED IN THE PRODUCT. The issuer of the shares may take actions that adversely affect the value and performance of the Product.
PHYSICAL DELIVERY	THE SHARES MAY BE PHYSICALLY DELIVERED. Where shares are physically delivered to an investor, the value of such shares when sold by such investor may be less than the investor's original investment in the Product or the value of the Product on redemption or cancellation.
DISRUPTED DAYS	IF THE DETERMINATION AGENT DETERMINES THAT A DISRUPTED DAY HAS OCCURRED THIS MAY CHANGE THE SCHEDULED DATE OF THE VALUATION AND REDEMPTION OR CANCELLATION OF THE PRODUCT. The events giving rise to Disrupted Days are described in the Prospectus.
INTEREST OR COUPON LINKED TO ONE OR MORE UNDERLYING ASSET(S)	The Securities may bear interest at a rate that is contingent upon the performance of one or more Underlying Asset(s) and may vary from one interest payment date to the next. The interest rate reflected by any given interest payment may be less than the rate that the Issuer (or any other bank or deposit-taking institution) may pay in respect of fixed rate Securities for an equivalent period and the relevant interest payment may be as low as zero. If interest payments are contingent upon the performance of one or more Underlying Asset(s), the investor should be aware of the risk that they may not receive any interest payments if the Underlying Asset(s) do not meet the performance criteria.
'MEMORY' INTEREST OR COUPON FEATURE	The payment of interest or coupon will be conditional on the value or performance of the Underlying Asset. The interest or coupon amount payable will be zero on an interest or coupon payment date if the Underlying Asset does not perform in accordance with the terms

of the Securities. If the Underlying Asset meets the performance criteria on a future date, the interest or coupon payable will be an amount for the current interest or coupon payment date plus any amounts from previous interest or coupon payment dates where interest or coupon was not paid. The investor will not be paid any interest or coupon or other allowance for the deferred payments of interest or coupon and it is possible that the Underlying Asset never meets the performance criteria, meaning that the investor will not receive any interest or coupon at all for the lifetime of the Securities.

'CAP'

The ability to participate in any positive change in the value of the Underlying Asset(s) (or any positive change in floating interest rates) will be limited, no matter how much the level, price or other value of the Underlying Asset(s) (or floating interest rates) rises above the cap level over the life of the Securities. Accordingly, the value of or return on the Securities may be significantly less than if the investor had purchased the Underlying Asset(s) (or invested in instruments which pay an uncapped floating rate of interest) directly.

A BASKET OF UNDERLYING ASSET(S)

The investor will be exposed to the performance of each Underlying Asset in the basket and should refer to the relevant risk factors in this section relating to each of the asset classes represented. The investor should also consider the level of interdependence or 'correlation' between each of the basket constituents with respect to the performance of the basket. If the Underlying Asset(s) are correlated, the performance of the Underlying Asset(s) in the basket can be expected to move in the same direction.

The performance of basket constituents may be moderated or offset by one another. This means that, even in the case of a positive performance of one or more constituents, the performance of the basket as a whole may be negative if the performance of the other constituents is negative to a greater extent.

'WORST-OF' FEATURE

The investor will be exposed to the performance of the Underlying Asset(s) which has the worst performance, rather than the basket as a whole.

This means that, regardless of how the other Underlying Asset(s) perform, if the worst performing Underlying Asset in the basket fails to meet a relevant threshold or barrier for the payment of interest or the calculation of any redemption amount, the investor might receive no interest payments or return on the initial investment and could lose some or all of the investment.

'BARRIER' FEATURE

The calculation of interest or coupon or the calculation of any settlement amount depends on the level, value or price of the Underlying Asset(s) reaching or crossing a 'barrier' during a specified period or specified dates during the term of the Securities, therefore such interest or coupon or settlement amount may alter dramatically depending on whether the barrier is reached or crossed (as applicable). This means the investor may receive less (or, in certain cases, more) if the level, value or price of the Underlying Asset(s) crosses or reaches (as applicable) a barrier, than if it comes close to the barrier but does not reach or cross it (as applicable), and in certain cases the investor might receive no interest or coupon payments and/or could lose some or all of the investment.

FINAL PERFORMANCE

The Securities determine the settlement amount based on the performance of the Underlying Asset(s) as at the final valuation date only (rather than in respect of multiple periods throughout the term of the Securities) therefore the investor may not benefit from any movement in level, value or price of the Underlying Asset(s) during the term of the Securities that is not maintained in the final performance.

AUTOCALL

The terms of your Securities provide that they will be automatically redeemed prior to the scheduled redemption date if an automatic redemption (autocall) event occurs. An automatic redemption (autocall) event will occur if the level, price, value or performance of the Underlying Asset(s) breaches one or more specified thresholds on one or more specified dates. In the event that such an automatic redemption (autocall) event occurs, you will be paid an early redemption amount equal to the Calculation Amount. In such case, you may not be able to reinvest the proceeds from an investment at a comparable return and/or with a comparable interest rate for a similar level of risk. You should consider such reinvestment risk in light of other available investments before you purchase the Securities. In the event that an automatic redemption (autocall) event does not occur during the term of your Securities, you may lose some or all of your investment at maturity, depending on the performance of the Underlying Asset(s) and the specific terms and conditions of your Securities.

DISCLAIMERS

BARCLAYS GROUP	This communication has been prepared by Barclays Group. "**Barclays Group**" means Barclays Bank PLC, Barclays PLC, Barclays Bank Ireland PLC and any of their subsidiaries, affiliates, ultimate holding company and any subsidiaries or affiliates of such holding company.
CONFLICT OF INTERESTS	BARCLAYS GROUP IS A FULL SERVICE INVESTMENT BANK. In the normal course of offering investment banking products and services to clients, Barclays Group may act in several capacities (including issuer, market maker, underwriter, distributor, index sponsor, swap counterparty and calculation agent) simultaneously with respect to a Product, giving rise to potential conflict of interests which may impact the performance of a Product.
BARCLAYS GROUP POSITIONS	Barclays Group, its affiliates and associated personnel may at any time acquire, hold or dispose of long or short positions (including hedging and trading positions) and trade or otherwise effect transactions for their own account or the account of their customers in the products referred to herein which may impact the performance of a Product.
PRIVATE INFORMATION	BARCLAYS GROUP MAY HAVE PRIVATE INFORMATION ABOUT ANY PRODUCT AND/OR THE UNDERLYING ASSETS REFERENCED BY THE PRODUCT. It is not obligated to disclose any such information to investors or counterparties.
FOR INFORMATION ONLY	THIS DOCUMENT IS PROVIDED FOR INFORMATION PURPOSES ONLY AND IS SUBJECT TO CHANGE. IT IS INDICATIVE ONLY AND IS NOT BINDING.
NO OFFER	Barclays Group is not offering to sell or seeking to buy any Product or enter into any transaction. Any offer or entry into any transaction requires Barclays Group's subsequent formal agreement which will be subject to internal approvals and execution of binding transaction documents.
NO LIABILITY	Neither Barclays Group nor any of its directors, officers, employees, representatives or agents, accepts any liability whatsoever for any direct, indirect or consequential losses (in contract, tort or otherwise) arising from the use of this communication or its contents or reliance on the information contained herein, except to the extent this would be prohibited by law or regulation.
NO ADVICE	Barclays Group is acting solely as principal and not as fiduciary. Barclays Group does not provide, and has not provided, any investment advice or personal recommendation to the investors in relation to the transaction and/or any related securities described herein and is not responsible for providing or arranging for the provision of any general financial, strategic or specialist advice, including legal, regulatory, accounting, model auditing or taxation advice or services or any other services in relation to the transaction and/or any related securities described herein. Accordingly Barclays Group is under no obligation to, and shall not, determine the suitability for the investors of the transaction described herein. The investors must determine, on their own behalf or through independent professional advice, the merits, terms, conditions and risks of the transaction described herein.
THIRD PARTY INFORMATION	Barclays Group is not responsible for information stated to be obtained or derived from third party sources or statistical services.
DISTRIBUTION	All laws and regulations in any relevant jurisdiction(s) must be complied with when offering, marketing or selling a Product or distributing offering materials.
PAST & SIMULATED PAST PERFORMANCE	Any past or simulated past performance including back-testing, modelling or scenario analysis contained in this document is no indication as to future performance.

No representation is made as to the accuracy of the assumptions made within, or completeness of, any modelling, scenario analysis or back-testing.

OPINIONS SUBJECT TO CHANGE All opinions and estimates are given as of the date hereof and are subject to change. Barclays Group is not obliged to inform investors and counterparties of any change to such opinions or estimates.

REGULATORY DISCLOSURE Information relating to an investment may be disclosed when required by regulators or other authorities, including tax authorities.

TAX DISCLOSURE All discussions and any related materials relating to the tax treatment or tax structure of any transactions described in this document (including any attachments) may be disclosed without limitation. This authorisation of tax disclosure supersedes anything to the contrary contained in this document or otherwise communicated.

CONFIDENTIAL This communication is confidential and is for the benefit and internal use of the recipient for the purpose of considering the securities/transaction described herein, and no part of it may be reproduced, distributed or transmitted without the prior written permission of Barclays Group.

ABOUT BARCLAYS GROUP Barclays Group offers premier investment banking products and services to its clients through Barclays Bank PLC and Barclays Bank Ireland PLC. Barclays Bank PLC is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. Barclays Bank PLC is a member of the London Stock Exchange. Barclays Bank PLC is registered in England No. 1026167. Registered Office: 1 Churchill Place, London E14 5HP. Barclays Bank Ireland PLC is authorised and regulated by the Central Bank of Ireland. Barclays Bank Ireland PLC is registered in Ireland No. 396330. Registered Office: One Molesworth Street, Dublin 2, Ireland D02 RF29.

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TERM SHEET
(05/04/2024)

ISIN: XS2751790861
Common Code: 275179086

RIC: [TBD]=BARL

Series Number: NX00395856
Listed Public Offer in Italy
Issued under the GSSP EU Base Prospectus (the "Base Prospectus", as defined below)
Advertisement. The Base Prospectus and any supplements are available at https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/ and the Final Terms, when published, will be available at https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-final-terms/.
Product Code: 201710-015

Worst-of European Barrier All Coupon Autocallable Certificates linked to a Basket of Shares

CAPITAL AT RISK

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 ("**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.

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. The Securities may not be publicly offered, directly or indirectly, in Switzerland within the meaning of FinSA and no application has or will be made to admit the Securities to trading on any trading venue (exchange or multilateral trading facility) in Switzerland. Neither the Base Prospectus, the Final Terms nor any other offering or marketing material relating to the Securities constitutes a prospectus pursuant to the FinSA, and neither the Base Prospectus, the Final Terms nor any other offering or marketing material relating to the Securities may be publicly distributed or otherwise made publicly available in Switzerland.

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.

MIFID II product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**") (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice, portfolio management and non- advised sales, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Securities (a "**Distributor**") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

SUMMARY TERMS

THIS TERM SHEET IS A NON-BINDING SUMMARY OF THE ECONOMIC TERMS AND DOES NOT PURPORT TO BE EXHAUSTIVE. THE BINDING TERMS AND CONDITIONS WILL BE SET OUT IN THE FINAL TERMS WHICH COMPLETES THE TERMS AND CONDITIONS IN THE BASE PROSPECTUS. INVESTORS MUST READ ALL OF THESE DOCUMENTS AND COPIES ARE AVAILABLE FROM THE ISSUER AND THE ISSUE AND PAYING AGENT.

- **The Risk Factors set out in the Base Prospectus and this Term Sheet highlight some, but not all, of the risks of investing in this investment product.**
- **The Issuer makes no representations as to the suitability of this investment product for any particular investor nor as to the future performance of this investment product.**
- **Prior to making any investment decision, investors should satisfy themselves that they fully understand the risks relating to this investment product and seek professional advice as they deem necessary.**
- **All capitalised terms not defined herein have the meanings ascribed to them in the Base Prospectus.**

PRODUCT DETAILS

Issuer	Barclays Bank PLC ("**Barclays**" or the "**Issuer**")
Issuer Rating (Long Term)	A1 (Moody's); last updated 29/01/2020 / A+ (S&P); last updated 19/05/2023 / A+ (Fitch); last updated 20/12/2018
Type of Security	Certificates
Currency	Euro ("**EUR**")
Number of Securities	30,000 Securities
Minimum Tradable Amount	1 Security
Calculation Amount	EUR 100 per Security
Issue Price	EUR 100 per Security
Trade Date	05 April 2024
Issue Date	15 April 2024
Scheduled Settlement Date	19 April 2027, subject to adjustment in accordance with the Business Day Convention
Underlying Asset	A basket comprised of 4 Shares, each of which is set out in the Appendix.
Relevant Benchmark	Not Applicable
Green Securities	No
Green Index Linked Securities	No

INTEREST OR COUPON

Interest Type

Phoenix with memory

Interest Amount

Means, provided that no redemption, purchase or cancellation of the Securities has occurred prior to the relevant Interest Payment Date, an amount calculated on each Interest Valuation Date and payable on the corresponding Interest Payment Date as follows:

(i) If the Interest Payment Condition is satisfied on the relevant Interest Valuation Date, then:

[Fixed Interest Rate x Calculation Amount] + [Y x Fixed Interest Rate x Calculation Amount]

(ii) Otherwise, zero.

Y

Means the number of previous Interest Valuation Dates in respect of which no interest was payable (after which interest shall be considered to have been payable in respect of such previous Interest Valuation Date(s)).

Interest Payment Condition

Means, in respect of an Interest Valuation Date, the Valuation Price of every Underlying Asset on such Interest Valuation Date is at or above its corresponding Interest Barrier.

Interest Barrier Percentage(s), Interest Valuation Date(s), Fixed Interest Rate(s),

Interest Valuation Date(s):	Interest Barrier Percentage(s):	Fixed Interest Rate(s):	Interest Ex-Date(s):	Interest Record Date(s):	Interest Payment Date(s):
13 May 2024	60.00%	1.0000%	16 May 2024	17 May 2024	20 May 2024
12 June 2024	60.00%	1.0000%	17 June 2024	18 June 2024	19 June 2024

Interest Ex-Date(s), Interest Record Date(s) and Interest Payment Date(s)

12 July 2024	60.00%	1.0000%	17 July 2024	18 July 2024	19 July 2024
12 August 2024	60.00%	1.0000%	15 August 2024	16 August 2024	19 August 2024
12 September 2024	60.00%	1.0000%	17 September 2024	18 September 2024	19 September 2024
14 October 2024	60.00%	1.0000%	17 October 2024	18 October 2024	21 October 2024
12 November 2024	60.00%	1.0000%	15 November 2024	18 November 2024	19 November 2024
12 December 2024	60.00%	1.0000%	17 December 2024	18 December 2024	19 December 2024
13 January 2025	60.00%	1.0000%	16 January 2025	17 January 2025	20 January 2025
12 February 2025	60.00%	1.0000%	17 February 2025	18 February 2025	19 February 2025
12 March 2025	60.00%	1.0000%	17 March 2025	18 March 2025	19 March 2025
14 April 2025	60.00%	1.0000%	17 April 2025	22 April 2025	23 April 2025
12 May 2025	60.00%	1.0000%	15 May 2025	16 May 2025	19 May 2025
12 June 2025	60.00%	1.0000%	17 June 2025	18 June 2025	19 June 2025
14 July 2025	60.00%	1.0000%	17 July 2025	18 July 2025	21 July 2025
12 August 2025	60.00%	1.0000%	15 August 2025	18 August 2025	19 August 2025
12 September 2025	60.00%	1.0000%	17 September 2025	18 September 2025	19 September 2025
13 October 2025	60.00%	1.0000%	16 October 2025	17 October 2025	20 October 2025
12 November 2025	60.00%	1.0000%	17 November 2025	18 November 2025	19 November 2025
12 December 2025	60.00%	1.0000%	17 December 2025	18 December 2025	19 December 2025
12 January 2026	60.00%	1.0000%	15 January 2026	16 January 2026	19 January 2026
12 February 2026	60.00%	1.0000%	17 February 2026	18 February 2026	19 February 2026
12 March 2026	60.00%	1.0000%	17 March 2026	18 March 2026	19 March 2026
13 April 2026	60.00%	1.0000%	16 April 2026	17 April 2026	20 April 2026
12 May 2026	60.00%	1.0000%	15 May 2026	18 May 2026	19 May 2026
12 June 2026	60.00%	1.0000%	17 June 2026	18 June 2026	19 June 2026
13 July 2026	60.00%	1.0000%	16 July 2026	17 July 2026	20 July 2026
12 August 2026	60.00%	1.0000%	17 August 2026	18 August 2026	19 August 2026
14 September 2026	60.00%	1.0000%	17 September 2026	18 September 2026	21 September 2026
12 October 2026	60.00%	1.0000%	15 October 2026	16 October 2026	19 October 2026
12 November 2026	60.00%	1.0000%	17 November 2026	18 November 2026	19 November 2026
14 December 2026	60.00%	1.0000%	17 December 2026	18 December 2026	21 December 2026
12 January 2027	60.00%	1.0000%	15 January 2027	18 January 2027	19 January 2027
12 February 2027	60.00%	1.0000%	17 February 2027	18 February 2027	19 February 2027
12 March 2027	60.00%	1.0000%	17 March 2027	18 March 2027	19 March 2027
12 April 2027	60.00%	1.0000%	15 April 2027	16 April 2027	19 April 2027

Each Interest Payment Date shall be subject to adjustment by the applicable Business Day Convention.

Business Day Convention Modified Following

Interest Barrier Means, in respect of an Underlying Asset and an Interest Valuation Date, the Interest Barrier Percentage applicable in respect of such Interest Valuation Date multiplied by the Initial Price of such Underlying Asset.

SETTLEMENT

Final Settlement Type Capped

Barrier Type Knock-in Barrier

Knock-in Barrier Type European

Underlying Performance Type Worst-of

Settlement Method Cash

Downside Not Applicable

Settlement Currency	Euro ("**EUR**")
Initial Valuation Date	12 April 2024
Initial Price ("IP")	Means, in respect of an Underlying Asset: The Valuation Price of such Underlying Asset on the Initial Valuation Date, as specified in the Appendix.
Strike Price Percentage ("SPP")	100.00%
Strike Price	Means, in respect of an Underlying Asset, the Strike Price Percentage multiplied by the Initial Price of such Underlying Asset, as specified in the Appendix.
Knock-in Barrier Percentage	60.00%
Knock-in Barrier Price	Means, in respect of an Underlying Asset, the Knock-in Barrier Percentage multiplied by the Initial Price of such Underlying Asset, as specified in the Appendix.
Final Valuation Price ("FVP")	Means, in respect of an Underlying Asset: The Valuation Price of such Underlying Asset on the Final Valuation Date as determined by the Determination Agent.
Valuation Price	Means, in respect of any relevant day and an Underlying Asset, the price or level of such Underlying Asset at the Valuation Time on such day, as determined by the Determination Agent.
Final Valuation Date	12 April 2027
Worst Performing Underlying Asset	Means, in relation to a Scheduled Trading Day, the Underlying Asset with the lowest Asset Performance calculated on such day as follows: $$\frac{V_{STD}}{V_{Initial}}$$ Where: "$\mathbf{V_{STD}}$" is the Valuation Price of the relevant Underlying Asset in respect of the relevant Scheduled Trading Day; and "$\mathbf{V_{Initial}}$" is the Initial Price of the relevant Underlying Asset, provided that where more than one Underlying Asset has the same lowest Asset Performance, the Determination Agent shall select which of the Underlying Assets with the same lowest Asset Performance shall be the Worst Performing Underlying Asset.
Final Cash Settlement Amount	Provided none of an Automatic Settlement (Autocall) Event, a Nominal Call Event, an Optional Early Settlement Event or any other settlement or purchase or cancellation of the Securities has occurred, a cash amount per Calculation Amount in the Settlement Currency determined by the Determination Agent in accordance with the following: (i) if: FP ≥ Knock-in Barrier Percentage, then: 100% × Calculation Amount (ii) Otherwise: (FP/SPP) x Calculation Amount
Final Performance ("FP")	In respect of the Worst Performing Underlying Asset as of the Final Valuation Date, the Final Valuation Price divided by the Initial Price.
Valuation Time	Means in relation to an Underlying Asset, the Scheduled Closing Time on the relevant Exchange on the relevant Valuation Date, Lookback Date or Averaging Date, as the case may be, in relation to such Underlying Asset. If the relevant Exchange closes prior to its Scheduled

Closing Time and the specified Valuation Time is after the actual closing time for its regular trading session, then the Valuation Time shall be such actual closing time.

AUTOMATIC SETTLEMENT (AUTOCALL)

Autocall Valuation Date(s), Autocall Barrier Percentage(s), Autocall Settlement Percentage(s) and Autocall Settlement Date(s)

(i)	Autocall Valuation Date(s):	Autocall Barrier Percentage(s):	Autocall Settlement Percentage(s):	Autocall Settlement Date(s):
1	14 April 2025	100.00%	124.00%	23 April 2025
2	13 April 2026	100.00%	112.00%	20 April 2026

Automatic Settlement (Autocall) Event

If the Autocall Performance is greater than or equal to the relevant Autocall Barrier Percentage in relation to an Autocall Valuation Date$_{(i)}$ an Automatic Settlement (Autocall) Event shall occur.

Autocall Performance

In respect of the Worst Performing Underlying Asset as of such Autocall Valuation Date$_{(i)}$, the Autocall Valuation Price divided by the Initial Price.

Autocall Valuation Price

The Valuation Price of the Underlying Asset on the Autocall Valuation Date$_{(i)}$.

Autocall Cash Settlement Amount

Autocall Settlement Percentage × Calculation Amount

Valuation Price

Means, in respect of any relevant day and an Underlying Asset, the price or level of such Underlying Asset at the Valuation Time on such day, as determined by the Determination Agent.

ADDITIONAL DISRUPTION EVENT AND ADJUSTMENT OR EARLY SETTLEMENT

Additional Disruption Event

If any of the following events occur, the Issuer may, at any time from (and including) the Issue Date to (and including) the Scheduled Settlement Date, either (i) require the Determination Agent to make an adjustment to the terms of the Securities or (ii) on giving not less than 10 Business Days notice to the Securityholders, redeem or cancel all of the Securities early at the Early Cash Settlement Amount, as the case may be, on the Early Cash Settlement Date:

Change in Law

Issuer Tax Event

Currency Disruption Event

Extraordinary Market Disruption

Hedging Disruption

The Issuer shall specify whether the Securityholders may elect to receive Shares in lieu of the Early Cash Settlement Amount in cash upon the occurrence of an Additional Disruption Event. The Securityholder will receive an Early Cash Settlement Amount in cash if (A) the Issuer does not specify that the Securityholders may elect to receive Shares in lieu of the Early Cash Settlement Amount in cash, or (B) the Issuer does so specify but (1) the Securityholder specifies 'Cash Settlement' in the Settlement Election Notice, or (2) the Issuer does not receive the Settlement Election Notice indicating 'Physical Settlement' before 5:00 pm (London Time) on the 5th Business Day following the publication of the Additional Disruption Event Redemption Notice.

Administrator / Benchmark Event if so designated by the Determination Agent

Merger Event, Nationalisation, Insolvency, Insolvency Filing, Delisting or Tender Offer

Please see the Base Prospectus for further details.

Delay or Postponement of Payments and Settlement

If the date on which any amount is payable or deliverable is not a Business Day, then payment or delivery will not be made until the next succeeding day which is a Business Day.

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 third Business Day following the date on which such price or level is determined.

No additional amounts shall be payable or deliverable because of such postponement.

Substitution of Shares

Substitution of Shares – Standard, Applicable

	If any Share is affected by an Extraordinary Event (each such Share an "**Affected Share**" and together the "**Affected Shares**") then, in addition to the Issuer's right to adjust or redeem or cancel the Securities, the Issuer has the option to substitute the Affected Shares with substitute shares (the "**Substitute Shares**") as selected by the Determination Agent as of the Announcement Date or the Tender Offer Date or such other date as the Determination Agent may deem appropriate, as the case may be. The Determination Agent shall notify the Securityholders as soon as practicable after the selection of the Substitute Shares. In the event that the Determination Agent determines that it cannot replace an Affected Share or determine a Substitute Share, the Issuer may determine that the relevant event constitutes an Additional Disruption Event.
Adjustments and Early Settlement	Potential Adjustment Event: If, in respect of a Share, (i) there occurs a subdivision, consolidation or reclassification of the Share, or (ii) a distribution, dividend, extraordinary dividend, repurchase of the Shares or similar corporate action is declared by the Share Company, or (iii) an event that may have a diluting or concentrative effect on the theoretical value of the Share (each, a "**Potential Adjustment Event**"), and which in each case the Determination Agent determines has a diluting or concentrative effect on the theoretical value of the Share, then (x) the Determination Agent may make an adjustment to the Share, any amounts payable under the Securities and/or any of the other terms of the Securities, taking into account any costs incurred by or on behalf of the Issuer as a result of such Potential Adjustment Event, as determined by the Determination Agent, or (y) the Issuer may deliver to the Securityholder one or more additional Securities and/or pay to the Securityholder a cash amount to account for the diluting or concentrative effect of such Potential Adjustment Event.
Early Cash Settlement Amount	An amount in respect of each Calculation Amount for each Security in the Settlement Currency equal to the market value of such Security (in respect of such Calculation Amount) following the event triggering the early redemption or cancellation (including the value of accrued interest (if applicable)). Such amount being determined as soon as reasonably practicable following the event giving rise to the early redemption or cancellation of the Securities and by reference to such factors as the Determination Agent considers to be appropriate including, without limitation: (i) market prices or values for the Underlying Asset(s) and other relevant economic variables (such as interest rates and, if applicable, exchange rates) at the relevant time; (ii) the remaining life of the Securities had they remained outstanding to scheduled maturity or cancellation and/or any scheduled early redemption or cancellation date; (iii) the value at the relevant time of any minimum redemption, settlement or cancellation amount which would have been applicable had the Securities remained outstanding to scheduled maturity or cancellation and/or any scheduled early redemption or cancellation date; (iv) internal pricing models; and (v) prices at which other market participants might bid for securities similar to the Securities.
Unwind Costs	Not Applicable
Early Cash Settlement Date	In respect of an early redemption or cancellation following an Additional Disruption Event, settlement or cancellation for Unlawfulness or Impracticability, the date specified in the redemption notice given to the Securityholders by, or on behalf of, the Issuer or the Determination Agent.
OTHER TERMS	
Valuation Date Disruption	In respect of Shares in a Basket, in the event that any Valuation Date is a Disrupted Day (as described in the Base Prospectus) in relation to each Share affected by the occurrence of a Disrupted Day (each an "**Affected Share**"), the relevant valuation will be postponed for up to eight Scheduled Trading Days. After this time, (1) the next Scheduled Trading Day which is not a Disrupted Day (up to the eighth) shall be deemed to be the Valuation Date; and (2) the Determination Agent will make the relevant determination by estimating the price of the Affected Share that would have prevailed on such Scheduled Trading Day. In respect of each Share not affected by the occurrence of a Disrupted Day, the Valuation Date shall be the Scheduled Valuation Date.
Unlawfulness or Impracticability	The Issuer may redeem or cancel the Securities by giving notice to Securityholders if it determines that, as a result of certain extrinsic factors, the performance by the Issuer or any

	of its Affiliates of any obligation under the Securities is or will become unlawful or impracticable. Limb (b) in respect of the Issuer's and/or Affiliate's Hedge Positions is applicable. See the General Conditions for more details.
Non-compliance with Benchmarks Regulation:	If, in respect of the Securities, it (i) is or would be unlawful at any time under Regulation (EU) 2016/1011 of 8 June 2016 and amending directives 2008/48/EC and 2014/17/EU and Regulation (EU) 596/2014 (as may be amended from time to time, the Benchmarks Regulation) or (ii) would contravene any applicable licensing requirements, in each case, for the Determination Agent or Issuer (as applicable) to make a determination or carry out some other action which it would otherwise be obliged to do under the terms and conditions of the Securities, then the Determination Agent and the Issuer (as applicable) shall not be obliged to make such determination or carry out such other action and shall be excused performance thereof without incurring any liability whatsoever to Securityholders.
Notices	The Issuer or Determination Agent shall give notice to the Securityholders of any adjustment, redemption or cancellation as soon as practicable following the occurrence of the event triggering such adjustment, redemption and cancellation. Failure by the Issuer or Determination Agent to publish or give notice shall not affect the validity or effectiveness of any such adjustment, redemption and cancellation.

GENERAL INFORMATION

Programme	Barclays Bank PLC Global Structured Securities Programme
Base Prospectus	The Securities will be issued under the GSSP EU Base Prospectus dated 12 April 2024 pursuant to the Programme, saved that the terms and conditions of the Securities will remain those set out in the GSSP EU Base Prospectus dated 13 April 2023 as supplemented up to the Trade Date. Each version of the GSSP EU Base Prospectus is available for viewing free of charge at: https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/
Relevant Annex	Equity Linked Annex
Status	Unsecured and Unsubordinated
Form	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable
Manager	Barclays Bank Ireland PLC
Issue and Paying Agent	The Bank of New York Mellon, London Branch
Business Days	As defined in General Condition 41.2
Business Day Convention	With regard to all payment dates in this Term Sheet, unless otherwise specified: Modified Following, subject to adjustment for Unscheduled Business Day Holiday.
Listing Venue	Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the multilateral trading facility of EuroTLX managed by Borsa Italiana S.p.A. on or around the Issue Date.
Listing Date	On or around the Issue Date
Determination Agent	Barclays Bank PLC
Relevant Clearing System	Euroclear / Clearstream Luxembourg
Governing Law	English Law
Jurisdiction	Courts of England
Documentation	The full terms and conditions of the Securities (including Terms used but not defined in this Term Sheet) will be set out in the Base Prospectus as completed by the Final Terms.

SELLING RESTRICTIONS, TAX AND SECONDARY MARKET INFORMATION

Selling Restrictions	Investors are bound by the selling restrictions of the relevant jurisdiction(s) in which the Securities are to be sold as set out in the Base Prospectus. In addition to those described in the Base Prospectus, 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 (save for Italy) 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 Base Prospectus, any other offering material or any Final Terms, in any jurisdiction except in compliance with the applicable laws and regulations of such jurisdiction and in a manner that will not impose any obligation on the Issuer or Manager (as the case may be) and the Determination Agent. **Further, these Securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered, sold, re-sold or delivered within the United States or to, or for, the benefit of, United States Persons. This Term Sheet may not be distributed in the United States.**
Prohibition of Sales to EEA Retail Investors	Not Applicable
Prohibition of Sales to UK Retail Investors	Applicable – see the cover page of this Term Sheet
Prohibition of Sales to Swiss Retail Investors	Applicable – see the cover page of this Term Sheet
Tax	An outline of the tax treatment is given in the Base Prospectus. The relevant tax laws and the regulations of the tax authorities are subject to change. The Issuer expressly excludes all liability in respect of any tax implications relating to investing in the Securities.
Taxation Gross Up	Applicable
U.S. Federal Tax Treatment of Non-U.S. Holders	The Issuer has determined that Section 871(m) of the U.S. Internal Revenue Code is not applicable to the Securities.
Secondary Market	Indicative Prices: Barclays will endeavour to provide daily indicative bid prices for the repurchase of Securities with a view to agreeing the repurchase of such Securities within a reasonable period thereafter; in all cases subject to (i) the existence of normal market and funding conditions as determined by Barclays in its sole discretion and (ii) applicable laws and regulations. Where Barclays makes a market in accordance with the above, it will endeavour to provide liquidity in the Securities within a 1.00% bid/offer spread under normal market conditions. For the avoidance of doubt this provision does not amount to a commitment to make a market on any day at any price.
Third Party Fees	A fee may be paid for marketing activities in respect of the issue.

Terms and Condition of the Offer

Authorised Offer(s)

(a)	**Public Offer:**	An offer of the Securities may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (b) immediately below) other than pursuant to Article 1(4) of the EU Prospectus Regulation in the Public Offer Jurisdiction(s) (specified in (c) immediately below) during the Offer Period (specified in (d) immediately below) subject to the conditions set out in the Base Prospectus and in (e) immediately below.
(b)	**Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place (together the "Authorised Offeror(s)"):**	Each financial intermediary specified in (i) and (ii) below: (i) Specific consent: Not Applicable (ii) General consent: Applicable: each financial intermediary which (A) is authorised to make such offers under Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments (as amended, "**MiFID II**"), including under any applicable implementing measure in each relevant jurisdiction, and (B) accepts such offer by publishing on its website the Acceptance Statement.
(c)	**Jurisdiction(s) where the offer may take place (together, the "Public Offer Jurisdictions(s)"):**	Italy

(d)	**Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s) (the "Offer Period"):**	From (and including) the Issue Date to (and including) the Final Valuation date.
(e)	**Other conditions for use of the Base Prospectus by the Authorised Offeror(s):**	Not Applicable
Other terms and conditions of the offer		
(f)	**Offer Price:**	The Issue Price
(g)	**Total amount of offer:**	30,000 Securities
(h)	**Conditions to which the offer is subject:**	In the event that during the Offer Period, the requests exceed the amount of the offer to prospective investors, the Issuer will proceed to early terminate the Offer Period and will immediately suspend the acceptances of further requests. The Issuer reserves the right to withdraw the offer for Securities at any time prior to the end of the Offer Period. Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror's usual procedures. The effectiveness of the offer is subject to the adoption of the resolution of admission to trading of the Securities on EuroTLX on or around the Issue Date. As such, the Issuer undertakes to file the application for the Securities to be admitted to trading on the EuroTLX in time for the adoption of such resolution.
(i)	**Time period, including any possible amendments, during which the offer will be open and description of the application process:**	The Offer Period
(j)	**Description of the application process:**	An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 1(4) of the EU Prospectus Regulation in Italy (the "**Public Offer Jurisdiction**") during the Offer Period. Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror.
(k)	**Details of the minimum and/or maximum amount of application:**	The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.
(l)	**Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:**	Not Applicable
(m)	**Details of method and time limits for paying up and delivering the Securities:**	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(n)	**Manner in and date on which results of the offer are to be made public:**	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(o)	**Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:**	Not Applicable
(p)	**Whether tranche(s) have been reserved for certain countries:**	Not Applicable
(q)	**Process for notification to applicants of the amount allotted and indication**	Not Applicable

	whether dealing may begin before notification is made:	
(r)	**Amount of any expenses and taxes specifically charged to the subscriber or purchaser:**	Not Applicable
(s)	**Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:**	Not Applicable

APPENDIX

i	Underlying Asset	Type	Underlying Asset Currency	Bloomberg or Refinitiv Code (for identification purposes only)	Exchange	Related Exchange	ISIN	Initial Price	Strike Price (100.00% of the Initial Price displayed to 4 d.p.)	Knock-in Barrier Price (60.00% of the Initial Price displayed to 4 d.p.)	Autocall Barrier (100.00% of the Initial Price displayed to 4 d.p.)	Individual Pricing
1	STELLANTIS NV	Share	EUR	STLAM IM	Borsa Italiana S.p.A	All Exchanges	NL00150001Q9	TBD	TBD	TBD	TBD	Applicable
2	FERRARI NV	Share	EUR	RACE IM	Borsa Italiana S.p.A	All Exchanges	NL0011585146	TBD	TBD	TBD	TBD	Applicable
3	BANCO BPM SPA	Share	EUR	BAMI IM	Borsa Italiana S.p.A	All Exchanges	IT0005218380	TBD	TBD	TBD	TBD	Applicable
4	STMICROELECTRONICS NV	Share	EUR	STMMI IM	Borsa Italiana S.p.A	All Exchanges	NL0000226223	TBD	TBD	TBD	TBD	Applicable

RISK FACTORS

THESE RISK FACTORS HIGHLIGHT ONLY SOME OF THE RISKS OF THE PRODUCT DESCRIBED IN THIS DOCUMENT (THE "PRODUCT") AND MUST BE READ IN CONJUNCTION WITH THE RISK FACTOR SECTIONS IN THE PROSPECTUS. INVESTORS MUST BE CAPABLE OF ASSESSING AND UNDERSTANDING THE RISKS OF INVESTING IN THE PRODUCT. WHERE A POTENTIAL INVESTOR DOES NOT UNDERSTAND OR WOULD LIKE FURTHER INFORMATION ON THE RISKS OF THE PRODUCT, THE POTENTIAL INVESTOR SHOULD SEEK PROFESSIONAL ADVICE BEFORE MAKING ANY INVESTMENT DECISION.

NO GOVERNMENT OR OTHER PROTECTION	THIS PRODUCT IS NOT PROTECTED BY THE FINANCIAL SERVICES COMPENSATION SCHEME or any other government or private protection scheme.
BARCLAYS FINANCIAL STANDING	INVESTORS ARE EXPOSED TO BARCLAYS' FINANCIAL STANDING. If Barclays becomes insolvent, Barclays may not be able to make any payments under the Product and investors may lose their capital invested in the Product. A decline in Barclays' financial standing is likely to reduce the market value of the Product and therefore the price an investor may receive for the Product if they sell it in the market.
CREDIT RATINGS	CREDIT RATINGS MAY BE LOWERED OR WITHDRAWN WITHOUT NOTICE. A rating is not a recommendation as to Barclays' financial standing or an evaluation of the risks of the Product.
VOLATILITY	THE PERFORMANCE OF THIS PRODUCT MAY CHANGE UNPREDICTABLY. This unpredictable change is known as "volatility" and may be influenced by the performance of any underlying asset as well as external factors including financial, political and economic events and other market conditions.
CAPITAL AT RISK	THE CAPITAL INVESTED IN THIS PRODUCT IS AT RISK. Investors may receive back less than the capital invested in the Product.
CAPITAL AT RISK ON EARLY SETTLEMENT	THE PRODUCT MAY BE REDEEMED OR CANCELLED BEFORE ITS SCHEDULED MATURITY DATE OR EXPIRY DATE. IF THE PRODUCT IS REDEEMED EARLY OR CANCELLED, INVESTORS MAY RECEIVE BACK LESS THAN THEIR ORIGINAL INVESTMENT IN THE PRODUCT, OR EVEN ZERO. The amount payable to an investor on an early redemption or cancellation may factor in Barclays' costs of terminating hedging and funding arrangements associated with the Product.
SELLING RISK	AN INVESTOR MAY NOT BE ABLE TO FIND A BUYER FOR THE PRODUCT SHOULD THE INVESTOR WISH TO SELL THE PRODUCT. If a buyer can be found, the price offered by that buyer may be lower than the price that an investor paid for the Product or the amount an investor would otherwise receive at the maturity or expiry of the Product.
BAIL-IN RISK	The EU Directive establishing a framework for the recovery and resolution of credit institutions and investment firms (the "**BRRD**") was published in the EU Official Journal on 12 June 2014. The BRRD gives certain powers under a "bail-in tool" to national supervisory authorities with respect to certain institutions (which could include the Issuer) in circumstances where a national supervisory authority has determined that such an institution is likely to fail. In the United Kingdom, the majority of the requirements of the BRRD have been implemented into national law in the Banking Act, including the introduction of the bail-in tool as of 1 January 2015. The Banking Act confers substantial powers on a number of UK authorities designed to enable them to take a range of actions in relation to UK banks and certain of their Affiliates in the event a bank in the same group is considered to be failing or likely to fail. This bail-in tool includes the ability to cancel all or part of the principal and/or interest of any unsecured liabilities or to convert certain debt claims into equity or other securities of the issuer or another person. These powers could be exercised in respect of the Securities. As a result, the exercise of any resolution power or any suggestion of any such exercise could materially adversely affect the value of the Securities and could lead to the investors losing some or all of the value of their investment in the Securities.
NO INVESTMENT IN OR RIGHTS TO UNDERLYING ASSETS	AN INVESTMENT IN THE PRODUCT IS NOT THE SAME AS AN INVESTMENT IN THE UNDERLYING ASSETS REFERENCED BY THE PRODUCT. An investor in the Product has no ownership of, or rights to, the underlying assets referenced by the Product. The market value of the Product may not reflect movements in the price of such underlying assets. Payments made under the Product may differ from payments made under the underlying assets.

ADJUSTMENTS	THE TERMS OF THE PRODUCT MAY BE ADJUSTED BY BARCLAYS UPON CERTAIN EVENTS TAKING PLACE WHICH IMPACT THE UNDERLYING ASSETS, INCLUDING MARKET DISRUPTION EVENTS.
SMALL HOLDINGS	SMALL HOLDINGS MAY NOT BE TRANSFERABLE. Where the Product terms specify a minimum tradable amount, investors will not be able to sell the Product unless they hold at least such minimum tradable amount.
INTEREST RATE RISK	INVESTORS IN THE PRODUCT WILL BE EXPOSED TO INTEREST RATE RISK. Changes in interest rates will affect the performance and value of the Product. Interest rates may change suddenly and unpredictably.
PAYMENTS	PAYMENTS FROM BARCLAYS MAY BE SUBJECT TO DEDUCTIONS FOR TAX, DUTY, WITHHOLDING OR OTHER PAYMENTS REQUIRED BY LAW.
OVER-ISSUANCE	THE ISSUER MAY ISSUE MORE SECURITIES THAN THOSE WHICH ARE TO BE INITIALLY SUBSCRIBED OR PURCHASED BY INVESTORS. The Issuer (or the Issuer's affiliates) may hold such Securities for the purpose of meeting any future investor interest or to satisfy market making requirements. Prospective investors in the Securities should not regard the issue size of any Series as indicative of the depth or liquidity of the market for such Series or of the demand for such Series.
OTHER RISKS	THIS DOCUMENT CANNOT DISCLOSE ALL POSSIBLE RISKS OF THE PRODUCT. Before investing, investors must be satisfied that they have sufficient information and understand the risks related to the Product so as to make an informed investment decision. If investors are uncertain as to whether they have sufficient information, they should seek independent professional advice before investing.
FOREIGN EXCHANGE RISK	INVESTORS ARE EXPOSED TO FOREIGN EXCHANGE RISK. Foreign exchange rates may change suddenly and unpredictably. Changes in the exchange rate between an investor's home currency and the Product currency or settlement currency may impact the performance of the Product and an investor's return.
LEVERAGE	THIS PRODUCT MAY BECOME LEVERAGED. Leverage increases the investor's exposure to the underlying assets referenced by the Product and amplifies the investor's losses and gains.
INTERACTION RISK	THIS PRODUCT COMBINES DIFFERENT FINANCIAL COMPONENTS AND EXPOSURES WHICH MAY INTERACT UNPREDICTABLY AND COULD AFFECT THE PERFORMANCE OF THE PRODUCT.
PERFORMANCE OF SHARES	THE PERFORMANCE OF SHARES IS UNPREDICTABLE. It depends on financial, political, economic and other events as well as the share issuers' earnings, market position, risk situation, shareholder structure and distribution policy.
SHARE ISSUER ACTION	THE SHARE ISSUER IS NOT INVOLVED IN THE PRODUCT. The issuer of the shares may take actions that adversely affect the value and performance of the Product.
PHYSICAL DELIVERY	THE SHARES MAY BE PHYSICALLY DELIVERED. Where shares are physically delivered to an investor, the value of such shares when sold by such investor may be less than the investor's original investment in the Product or the value of the Product on redemption or cancellation.
DISRUPTED DAYS	IF THE DETERMINATION AGENT DETERMINES THAT A DISRUPTED DAY HAS OCCURRED THIS MAY CHANGE THE SCHEDULED DATE OF THE VALUATION AND REDEMPTION OR CANCELLATION OF THE PRODUCT. The events giving rise to Disrupted Days are described in the Prospectus.
INTEREST OR COUPON LINKED TO ONE OR MORE UNDERLYING ASSET(S)	The Securities may bear interest at a rate that is contingent upon the performance of one or more Underlying Asset(s) and may vary from one interest payment date to the next. The interest rate reflected by any given interest payment may be less than the rate that the Issuer (or any other bank or deposit-taking institution) may pay in respect of fixed rate Securities for an equivalent period and the relevant interest payment may be as low as zero. If interest payments are contingent upon the performance of one or more Underlying Asset(s), the investor should be aware of the risk that they may not receive any interest payments if the Underlying Asset(s) do not meet the performance criteria.
'MEMORY' INTEREST OR COUPON FEATURE	The payment of interest or coupon will be conditional on the value or performance of the Underlying Asset. The interest or coupon amount payable will be zero on an interest or coupon payment date if the Underlying Asset does not perform in accordance with the terms

of the Securities. If the Underlying Asset meets the performance criteria on a future date, the interest or coupon payable will be an amount for the current interest or coupon payment date plus any amounts from previous interest or coupon payment dates where interest or coupon was not paid. The investor will not be paid any interest or coupon or other allowance for the deferred payments of interest or coupon and it is possible that the Underlying Asset never meets the performance criteria, meaning that the investor will not receive any interest or coupon at all for the lifetime of the Securities.

'CAP'

The ability to participate in any positive change in the value of the Underlying Asset(s) (or any positive change in floating interest rates) will be limited, no matter how much the level, price or other value of the Underlying Asset(s) (or floating interest rates) rises above the cap level over the life of the Securities. Accordingly, the value of or return on the Securities may be significantly less than if the investor had purchased the Underlying Asset(s) (or invested in instruments which pay an uncapped floating rate of interest) directly.

A BASKET OF UNDERLYING ASSET(S)

The investor will be exposed to the performance of each Underlying Asset in the basket and should refer to the relevant risk factors in this section relating to each of the asset classes represented. The investor should also consider the level of interdependence or 'correlation' between each of the basket constituents with respect to the performance of the basket. If the Underlying Asset(s) are correlated, the performance of the Underlying Asset(s) in the basket can be expected to move in the same direction.

The performance of basket constituents may be moderated or offset by one another. This means that, even in the case of a positive performance of one or more constituents, the performance of the basket as a whole may be negative if the performance of the other constituents is negative to a greater extent.

'WORST-OF' FEATURE

The investor will be exposed to the performance of the Underlying Asset(s) which has the worst performance, rather than the basket as a whole.

This means that, regardless of how the other Underlying Asset(s) perform, if the worst performing Underlying Asset in the basket fails to meet a relevant threshold or barrier for the payment of interest or the calculation of any redemption amount, the investor might receive no interest payments or return on the initial investment and could lose some or all of the investment.

'BARRIER' FEATURE

The calculation of interest or coupon or the calculation of any settlement amount depends on the level, value or price of the Underlying Asset(s) reaching or crossing a 'barrier' during a specified period or specified dates during the term of the Securities, therefore such interest or coupon or settlement amount may alter dramatically depending on whether the barrier is reached or crossed (as applicable). This means the investor may receive less (or, in certain cases, more) if the level, value or price of the Underlying Asset(s) crosses or reaches (as applicable) a barrier, than if it comes close to the barrier but does not reach or cross it (as applicable), and in certain cases the investor might receive no interest or coupon payments and/or could lose some or all of the investment.

FINAL PERFORMANCE

The Securities determine the settlement amount based on the performance of the Underlying Asset(s) as at the final valuation date only (rather than in respect of multiple periods throughout the term of the Securities) therefore the investor may not benefit from any movement in level, value or price of the Underlying Asset(s) during the term of the Securities that is not maintained in the final performance.

AUTOCALL

The terms of your Securities provide that they will be automatically redeemed prior to the scheduled redemption date if an automatic redemption (autocall) event occurs. An automatic redemption (autocall) event will occur if the level, price, value or performance of the Underlying Asset(s) breaches one or more specified thresholds on one or more specified dates. In the event that such an automatic redemption (autocall) event occurs, you will be paid an early redemption amount equal to the Calculation Amount. In such case, you may not be able to reinvest the proceeds from an investment at a comparable return and/or with a comparable interest rate for a similar level of risk. You should consider such reinvestment risk in light of other available investments before you purchase the Securities. In the event that an automatic redemption (autocall) event does not occur during the term of your Securities, you may lose some or all of your investment at maturity, depending on the performance of the Underlying Asset(s) and the specific terms and conditions of your Securities.

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