

**Public Offer in Italy**

Issued under the Barclays Bank PLC GSSP EU Base Prospectus

Series Number: NX00491361 | Tranche: 1

Product Code: 201710-015

**ISIN:** XS3072813507

**Common Code:** 307281350

**RIC:** XS3072813507=BARL

## European Barrier Autocallable Equity Linked Securities linked to KERING CAPITAL AT RISK

POTENTIAL INVESTORS SHOULD READ THE "IMPORTANT NOTE TO POTENTIAL INVESTORS" INCLUDED IN THIS TERM SHEET BELOW

**PRODUCT DETAILS**

<b>Issuer</b>	Barclays Bank PLC ("Barclays" or the "Issuer") with LEI: G5GSEF7VJP5I7OUK5573. It is a bank incorporated in England with its registered head office at 1 Churchill Place, London E14 5HP, England, and authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority.
<b>Issuer Rating (Long Term)</b>	As of the date of this Term Sheet, A1 (Moody's); last updated 29/01/2020 / A+ (S&P); last updated 19/05/2023 / A+ (Fitch); last updated 20/12/2018
<b>Type of Security</b>	Redeemable Certificate
<b>Trade Date</b>	16 July 2025
<b>Issue Date</b>	2 September 2025
<b>Final Valuation Date</b>	14 August 2028
<b>Scheduled Settlement Date</b>	21 August 2028, subject to adjustment in accordance with the Business Day Convention
<b>Issue Currency</b>	Euro ("EUR")
<b>Number of Securities</b>	10,000 Securities
<b>Minimum Tradable Amount</b>	1 Security
<b>Calculation Amount</b>	EUR 1,000 per Security
<b>Issue Price</b>	EUR 1,000.00 per Security
<b>Settlement Method</b>	Cash
<b>Settlement Currency</b>	EUR

**UNDERLYING ASSETS**

i	Underlying Asset	Asset Class	Exchange	Related Exchange	Underlying Asset Currency	Initial Valuation Date	Initial Price	Relevant Price	Strike Price (100.00% of the Initial Price displayed to 4 d.p.)	Knock-in Barrier Price (Knock-in Barrier Percentage, being 50.00% of the Initial Price displayed to 4 d.p.)
1	KERING (Bloomberg Screen: KER FP Equity; ISIN: FRO000121485; Refinitiv Screen: PRTP.PA)	Share	Euronext Paris	All Exchanges	EUR	12 August 2025	213.35	Closing Price	213.3500	106.6750

"**Closing Price**" means the price of the Share or the level of the Index (as applicable) at the time the official closing price of the relevant Share is published by the relevant Exchange or at which time the official closing level of the relevant Index is calculated and published by the relevant Index Sponsor (as applicable) on any relevant Scheduled Trading Day, as observed by the Determination Agent.

"**d.p.**" means decimal places.

"**Initial Price**" means, in respect of an Underlying Asset, the Relevant Price of such Underlying Asset in respect of the Initial Valuation Date, as determined by the Determination Agent.

**INTEREST**

<b>Interest Type</b>	Fixed															
<b>Fixed Interest Type</b>	Fixed Amount															
<b>Fixed Interest Rate</b>	0.56%															
<b>Interest Amount</b>	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 Determination Date and payable on the corresponding Interest Payment Date as follows:															
	Fixed Interest Rate x Calculation Amount															
<b>Interest Determination Date(s), Interest Ex-Date(s), Interest Record Date(s) and Interest Payment Date(s)</b>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>i</th> <th>Interest Determination Date(s)</th> <th>Interest Ex-Date(s)</th> <th>Interest Record Date(s)</th> <th>Interest Payment Date(s)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>12 September 2025</td> <td>17 September 2025</td> <td>18 September 2025</td> <td>19 September 2025</td> </tr> <tr> <td>2</td> <td>13 October 2025</td> <td>16 October 2025</td> <td>17 October 2025</td> <td>20 October 2025</td> </tr> </tbody> </table>	i	Interest Determination Date(s)	Interest Ex-Date(s)	Interest Record Date(s)	Interest Payment Date(s)	1	12 September 2025	17 September 2025	18 September 2025	19 September 2025	2	13 October 2025	16 October 2025	17 October 2025	20 October 2025
i	Interest Determination Date(s)	Interest Ex-Date(s)	Interest Record Date(s)	Interest Payment Date(s)												
1	12 September 2025	17 September 2025	18 September 2025	19 September 2025												
2	13 October 2025	16 October 2025	17 October 2025	20 October 2025												

3	12 November 2025	17 November 2025	18 November 2025	19 November 2025
4	12 December 2025	17 December 2025	18 December 2025	19 December 2025
5	12 January 2026	15 January 2026	16 January 2026	19 January 2026
6	12 February 2026	17 February 2026	18 February 2026	19 February 2026
7	12 March 2026	17 March 2026	18 March 2026	19 March 2026
8	13 April 2026	16 April 2026	17 April 2026	20 April 2026
9	12 May 2026	15 May 2026	18 May 2026	19 May 2026
10	12 June 2026	17 June 2026	18 June 2026	19 June 2026
11	13 July 2026	16 July 2026	17 July 2026	20 July 2026
12	12 August 2026	17 August 2026	18 August 2026	19 August 2026
13	14 September 2026	17 September 2026	18 September 2026	21 September 2026
14	12 October 2026	15 October 2026	16 October 2026	19 October 2026
15	12 November 2026	17 November 2026	18 November 2026	19 November 2026
16	14 December 2026	17 December 2026	18 December 2026	21 December 2026
17	12 January 2027	15 January 2027	18 January 2027	19 January 2027
18	12 February 2027	17 February 2027	18 February 2027	19 February 2027
19	12 March 2027	17 March 2027	18 March 2027	19 March 2027
20	12 April 2027	15 April 2027	16 April 2027	19 April 2027
21	12 May 2027	17 May 2027	18 May 2027	19 May 2027
22	14 June 2027	17 June 2027	18 June 2027	21 June 2027
23	12 July 2027	15 July 2027	16 July 2027	19 July 2027
24	12 August 2027	17 August 2027	18 August 2027	19 August 2027
25	13 September 2027	16 September 2027	17 September 2027	20 September 2027
26	12 October 2027	15 October 2027	18 October 2027	19 October 2027
27	12 November 2027	17 November 2027	18 November 2027	19 November 2027
28	13 December 2027	16 December 2027	17 December 2027	20 December 2027
29	12 January 2028	17 January 2028	18 January 2028	19 January 2028
30	14 February 2028	17 February 2028	18 February 2028	21 February 2028
31	13 March 2028	16 March 2028	17 March 2028	20 March 2028
32	12 April 2028	19 April 2028	20 April 2028	21 April 2028
33	12 May 2028	17 May 2028	18 May 2028	19 May 2028
34	12 June 2028	15 June 2028	16 June 2028	19 June 2028
35	12 July 2028	17 July 2028	18 July 2028	19 July 2028
36	14 August 2028	17 August 2028	18 August 2028	21 August 2028

#### AUTOMATIC SETTLEMENT (AUTOCALL)

<b>Automatic Settlement (Autocall)</b>	Applicable - Automatic Settlement (Autocall) applies															
<b>Autocall Observation Type</b>	Discrete															
<b>Magnetic Autocall Barrier</b>	Not Applicable															
<b>Autocall Cash Settlement Amount</b>	If an Automatic Settlement (Autocall) Event occurs in respect of an Autocall Valuation Date, then, provided that no redemption, purchase or cancellation of the Securities has occurred prior to the relevant Autocall Settlement Date, each Security will be redeemed (in whole) on the Autocall Settlement Date corresponding to such Autocall Valuation Date at a cash amount per Calculation Amount in the Settlement Currency, calculated as follows: Autocall Settlement Percentage x Calculation Amount															
<b>Automatic Settlement (Autocall) Event</b>	If the Autocall Performance is greater than or equal to the relevant Autocall Barrier in relation to an Autocall Valuation Date an Automatic Settlement (Autocall) Event shall occur.															
<b>Autocall Barrier</b>	Means, in relation to the Relevant Underlying Asset and an Autocall Valuation Date, the Autocall Barrier Percentage applicable in respect of such Autocall Valuation Date.															
<b>Autocall Performance</b>	Means, in relation to an Autocall Valuation Date, the Autocall Valuation Price divided by the Initial Price, each in relation to the sole Underlying Asset (the "Relevant Underlying Asset").															
<b>Autocall Valuation Price</b>	Means, in relation to an Underlying Asset and an Autocall Valuation Date, the Valuation Price of such Underlying Asset in respect of the Autocall Valuation Date.															
<b>Autocall Valuation Date(s), Autocall Barrier Percentage(s), Autocall Settlement Percentage(s) and Autocall Settlement Date(s)</b>	<table border="1"> <thead> <tr> <th>i</th><th>Autocall Valuation Date(s)</th><th>Autocall Barrier Percentage(s)</th><th>Autocall Settlement Percentage(s)</th><th>Autocall Settlement Date(s)</th></tr> </thead> <tbody> <tr> <td>1</td><td>12 February 2026</td><td>100.00%</td><td>100.00%</td><td>19 February 2026</td></tr> <tr> <td>2</td><td>12 March 2026</td><td>99.00%</td><td>100.00%</td><td>19 March 2026</td></tr> </tbody> </table>	i	Autocall Valuation Date(s)	Autocall Barrier Percentage(s)	Autocall Settlement Percentage(s)	Autocall Settlement Date(s)	1	12 February 2026	100.00%	100.00%	19 February 2026	2	12 March 2026	99.00%	100.00%	19 March 2026
i	Autocall Valuation Date(s)	Autocall Barrier Percentage(s)	Autocall Settlement Percentage(s)	Autocall Settlement Date(s)												
1	12 February 2026	100.00%	100.00%	19 February 2026												
2	12 March 2026	99.00%	100.00%	19 March 2026												

3	13 April 2026	98.00%	100.00%	20 April 2026
4	12 May 2026	97.00%	100.00%	19 May 2026
5	12 June 2026	96.00%	100.00%	19 June 2026
6	13 July 2026	95.00%	100.00%	20 July 2026
7	12 August 2026	94.00%	100.00%	19 August 2026
8	14 September 2026	93.00%	100.00%	21 September 2026
9	12 October 2026	92.00%	100.00%	19 October 2026
10	12 November 2026	91.00%	100.00%	19 November 2026
11	14 December 2026	90.00%	100.00%	21 December 2026
12	12 January 2027	89.00%	100.00%	19 January 2027
13	12 February 2027	88.00%	100.00%	19 February 2027
14	12 March 2027	87.00%	100.00%	19 March 2027
15	12 April 2027	86.00%	100.00%	19 April 2027
16	12 May 2027	85.00%	100.00%	19 May 2027
17	14 June 2027	84.00%	100.00%	21 June 2027
18	12 July 2027	83.00%	100.00%	19 July 2027
19	12 August 2027	82.00%	100.00%	19 August 2027
20	13 September 2027	81.00%	100.00%	20 September 2027
21	12 October 2027	80.00%	100.00%	19 October 2027
22	12 November 2027	79.00%	100.00%	19 November 2027
23	13 December 2027	78.00%	100.00%	20 December 2027
24	12 January 2028	77.00%	100.00%	19 January 2028
25	14 February 2028	76.00%	100.00%	21 February 2028
26	13 March 2028	75.00%	100.00%	20 March 2028
27	12 April 2028	74.00%	100.00%	21 April 2028
28	12 May 2028	73.00%	100.00%	19 May 2028
29	12 June 2028	72.00%	100.00%	19 June 2028
30	12 July 2028	71.00%	100.00%	19 July 2028

#### FINAL REDEMPTION / SETTLEMENT

<b>Final Settlement Type</b>	Capped
<b>Final Cash Settlement Amount</b>	Provided none of an Automatic Settlement (Autocall) Event, a Nominal Call 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:
	a Knock-in Trigger Event has not occurred,
	then:
	$100\% \times \text{Calculation Amount}$
	(ii) Otherwise:
	$\text{Max}[0, (\text{FP} - \text{SPP}) + 100\%] \times \text{Calculation Amount}$
<b>Barrier Type</b>	Knock-in Barrier
<b>Knock-in Barrier Type</b>	European
<b>Unleveraged Put</b>	Applicable
<b>Underlying Performance Type</b>	Single Asset
<b>Downside</b>	Not Applicable
<b>Knock-in Barrier Percentage</b>	50.00%
<b>Strike Price Percentage ("SPP")</b>	100.00%
<b>Knock-in Trigger Event</b>	The Valuation Price of the sole Underlying Asset in respect of the Trigger Event Observation Date is below the Knock-in Barrier Price of such Underlying Asset as determined by the Determination Agent.
<b>Trigger Event Type</b>	European (Final)
<b>Trigger Event Observation Date</b>	Means, in respect of an Underlying Asset, the Final Valuation Date, provided in any event, if the specified Trigger Event Observation Date is not a Scheduled Trading Day in respect of the Underlying Asset, the immediately succeeding such Scheduled Trading Day.
<b>Final Valuation Price</b>	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.

<b>Valuation Price</b>	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.
<b>Final Performance ("FP")</b>	The Final Valuation Price divided by the Initial Price.
<b>ASSET PROVISIONS</b>	
<b>Substitution of Shares</b>	Substitution of Shares – Standard is applicable
<b>Entitlement Substitution</b>	N/A
<b>Scheduled Trading Day</b>	As per Equity Linked Annex
<b>Valuation Date(s)</b>	The Initial Valuation Date, each Autocall Valuation Date and the Final Valuation Date
<b>Maximum Number of Postponement Days</b>	Eight Scheduled Trading Days
<b>Valuation Time</b>	Means in relation to an Underlying Asset, (a) for the purposes of determining whether a Market Disruption Event has occurred, the Scheduled Closing Time on the relevant Exchange. 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 and (b) in all other circumstances, the time at which the official closing level of the relevant Index is calculated and published by the relevant Index Sponsor or the official closing price of the relevant Share is published by the relevant Exchange (as applicable).
<b>Local Jurisdiction Taxes and Expenses</b>	N/A
<b>ADDITIONAL DISRUPTION EVENT AND ADJUSTMENT OR EARLY REDEMPTION/CANCELLATION</b>	
<b>Adjustments and Early Redemption/Cancellation</b>	<b>Potential Adjustment Event:</b> Equity Linked Condition 2.1 ( <i>Potential Adjustment Events</i> ) applies.
<b>Adjustment for Disrupted Days</b>	Equity Linked Condition 3 ( <i>Consequences of Disrupted Days</i> ) applies.
<b>Delay or Postponement of Payments and Settlement</b>	If the determination of a price or level used to calculate any amount payable or deliverable on any payment or settlement date is delayed or postponed pursuant to the terms and conditions of the Securities, payment or settlement will occur on the later of either (i) the scheduled payment or settlement date or (ii) three Business Days following the date on which such price or level is determined. This provision shall prevail in case any payment or settlement date is brought forward as a result of the operation of the Preceding or Modified Following Business Day Convention. No additional amounts shall be payable or deliverable by the Issuer because of such postponement.
<b>Additional Disruption Events</b>	The Issuer may either (i) require the Determination Agent to make an adjustment to the terms of the Securities or (ii) at any time from (and including) the Issue Date to (and including) the Redemption Date, Final Physical Redemption Date, Exercise Cash Settlement Date or Exercise Physical Settlement Date (as the case may be) on giving not less than 10 Business Days' irrevocable notice to the Securityholders, redeem all of the Securities early on the Early Cash Redemption Date if any Additional Disruption Event occurs. The " <b>Additional Disruption Events</b> " are: <ul style="list-style-type: none"> <li>- Issuer Tax Event, Extraordinary Market Disruption</li> <li>- Change in Law (Limb (b) shall apply), Currency Disruption Event</li> <li>- Hedging Disruption</li> <li>- Insolvency Filing, Merger Event, Nationalisation, Insolvency, Delisting, Tender Offer</li> </ul> <b>In the event that an Additional Disruption Event has occurred prior to the Final Terms being made available, the Issuer will act in accordance with the terms and conditions set out in the Base Prospectus, and may reference terms of this Term Sheet.</b>
<b>Unlawfulness and Impracticability</b>	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.
<b>Early Cash Settlement Amount</b>	Market Value
<b>Unwind Cost</b>	Applicable
<b>Early Cash Settlement Date</b>	As defined in the General Conditions
<b>Notices</b>	The Issuer or the Determination Agent shall give notice to the Securityholders of any adjustment or redemption/cancellation as soon as practicable following the occurrence of the event triggering such adjustment or redemption/cancellation. Failure by the Issuer or the Determination Agent to publish or give notice shall not affect the validity or effectiveness of any such adjustment or redemption/cancellation. Notices to Securityholders will be given pursuant to the General Conditions.
<b>Additional Acknowledgment</b>	Without prejudice to the other provisions of this Term Sheet, by agreeing to purchase the proposed Securities on the basis of the terms and conditions set forth in this or any subsequent Term Sheet, you agree and acknowledge that Barclays Group may have banking or other commercial relationships with the issuer of the Shares underlying the Securities and may engage in proprietary trading in the Shares or the Index(es) (as applicable) or options, futures, derivatives or other instruments relating to the Shares or the Index(es) (as applicable) (such trading may include trading deemed appropriate by Barclays Group to hedge its market risk on the Securities and other transactions relating to the Shares or the Index(es) (as applicable) between Barclays Group and you or between Barclays Group and third parties, it being understood that no reliance is made by you on the manner or method in which Barclays Group may establish, maintain, adjust or unwind its hedging positions), and that such trading may affect the price of the Shares or the Index(es) (as applicable) and consequently the amounts payable or deliverable under the Securities. Such trading may be affected at any time, including at any time during the period from (and including) the date of this Term Sheet up to (and including) the Scheduled Settlement Date of the Securities.

You also acknowledge that various potential conflicts of interest may arise from the overall activities of Barclays Group. Barclays Group engages in a wide range of commercial and investment banking, brokerage, funds management, hedging transactions and investment and other activities for their own account or the account of others. Such activities may involve or otherwise affect the Shares in a manner that may cause consequences adverse to the Securities or otherwise create conflicts of interests in connection with the Securities. Barclays Group and/or its respective officers and directors may engage in any such activities without regard to the Securities or the effect that such activities may directly or indirectly have on any Securities.

In addition, Barclays Group may from time to time act in other capacities with regard to the Shares, including as participating dealer, market maker and/or in an agency capacity. Furthermore, Barclays Group may also issue other derivative instruments in respect of the Shares and the introduction of such competing products into the market place may affect the value of the Securities. Such activities could present certain conflicts of interest and may affect the value of the Securities.

## TERMS AND CONDITIONS OF THE OFFER

### Authorised Offer(s)

#### (a) Public Offer:

#### (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 Offerors"):

#### (c) Jurisdiction(s) where the offer may take place (together, the "Public Offer Jurisdiction(s)"):

#### (d) Offer period, including any possible amendments, during which the offer will be open and for which use of the Base Prospectus is authorised by the Authorised Offeror(s) (together, the "Offer Period"):

#### (e) Offer Price:

#### (f) Total amount of offer:

#### (g) Conditions to which the offer is subject:

An offer of the Securities may be made, subject to the conditions set out below by the Authorised Offerors (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.

In relation to the Primary Offer Period (specified in (d) immediately below), each financial intermediary specified in (i) and (ii) below:

- (i) **Specific consent:** Banca Generali S.p.A., Via Machiavelli 4, 34132 Trieste, Italy and its LEI is 815600903231FA2E7698 (the "Initial Authorised Offeror") and each financial intermediary expressly named as an Authorised Offeror on the Issuer's website (<https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-final-terms>); and
- (ii) **General consent:** Not Applicable.

In relation to the Secondary Offer Period (specified in (d) immediately below), each financial intermediary specified in (i) and (ii) below:

- (i) **Specific consent:** Not Applicable; and
- (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.

Italy

#### Primary Offer Period

- (i) In case of subscription at the office (*filiali*), from and including 30 July 2025 to and including 12 August 2025 (the "Primary Offer Period"); and
- (ii) Door to Door Selling: In case of door-to-door selling, from and including 30 July 2025 to and including 12 August 2025

in each case, subject to any early termination of the Primary Offer Period or withdrawal of the offer, as described below.

#### Secondary Offer Period

Active marketing activities in respect of the Securities in the Public Offer Jurisdiction(s) (specified in (c) immediately above) will be carried out by Banca Generali S.p.A. in the period commencing on (and including) the day on which the Securities are admitted to trading on the EuroTLX Market and ending on (and including) the date on which Banca Generali S.p.A. ceases to carry on active marketing activities in respect of the Securities in the Public Offer Jurisdiction(s) (specified in (c) immediately above), which date is expected to fall on or around 14 August 2028, subject to early termination of the Securities (the "Secondary Offer Period")

In relation to the Primary Offer Period, the Issue Price. The Issue Price includes a fee payable by the Issuer to the Initial Authorised Offeror which will be no more than 3.000% of the Issue Price and relates solely to the distribution of the Securities by the Initial Authorised Offeror during the Primary Offer Period

In relation to the Secondary Offer Period, the Securities will be offered at the market price which will be determined by the Manager on a continuous basis in accordance with the market conditions then prevailing. Depending on market conditions, the Offer Price shall be equal, higher or lower than the Issue Price of the Securities. Equita SIM S.p.A. (in its capacity as appointed specialist under the EuroTLX Market rules) (the "Specialist") will publish offer prices (and bid prices) at which the Specialist is prepared to sell (and purchase) the Securities on the EuroTLX Market during the Secondary Offer Period.

10,000 Securities

#### Primary Offer Period

In the event that during the Primary Offer Period, the requests exceed the amount of the offer to prospective investors, the Issuer will proceed to early terminate the Primary 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 Primary Offer Period.

Following withdrawal of the offer during the Primary Offer Period, 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 relevant Authorised Offeror in relation to the Primary Offer Period in accordance with the relevant Authorised Offeror's usual procedures.

The Authorised Offeror(s) in relation to the Primary Offer Period are responsible for the notification of any withdrawal right applicable in relation to the offer of the Securities to potential investors.

#### **Secondary Offer Period**

The Secondary Offer Period is subject to adjustment by or on behalf of the Issuer in accordance with the applicable regulations and any adjustments to such period will be set out in one or more notices to be made available on the Issuer's website.

#### **(h) Description of the application process:**

##### **Primary Offer Period**

An offer of the Securities may be made by the Authorised Offerors in relation to the Primary Offer Period other than pursuant to Article 1(4) of the EU Prospectus Regulation in Italy (the "**Public Offer Jurisdiction**") during the Primary Offer Period.

Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offerors in relation to the Primary Offer Period during the Primary Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offerors in relation to the Primary Offer Period. Distribution will be in accordance with the relevant Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror in relation to the Primary Offer Period.

##### *Subscription at the offices (filiali) of the Authorised Offerors in relation to the Primary Offer Period*

Investors may apply for the subscription of the Securities during normal Italian banking hours at the offices (*filiali*) of any Authorised Offeror in relation to the Primary Offer Period by filling in, duly executing (also by appropriate attorneys) and delivering a specific acceptance form (the "**Acceptance Form**") from (and including) 30 July 2025 to (and including) 12 August 2025, subject to any early closing of the Primary Offer Period or cancellation of the Offer of the Securities during the Primary Offer Period. Acceptance forms are available at each Distributor's office.

Any application shall be made to the relevant Authorised Offerors in relation to the Primary Offer Period.

##### *Door-to-door selling*

The Securities may also be distributed by the Authorised Offerors in relation to the Primary Offer Period through door-to-door selling by means of tied agents, being financial advisors authorised to make off-premises offers (*consulenti finanziari abilitati all'offerta fuori sede*) pursuant to Articles 30 and 31 of the Legislative Decree 24 February 1998, No. 58, as amended and supplemented (the "**Italian Financial Services Act**") from (and including) 30 July 2025 to (and including) 12 August 2025 subject to any early closing of the Primary Offer Period or cancellation of the Offer of the Securities during the Primary Offer Period.

The Authorised Offerors in relation to the Primary Offer Period intending to distribute the Securities through door-to-door selling (*fuori sede*) pursuant to Article 30 of the Italian Financial Services Act will collect the Acceptance Forms through the tied agents (*consulenti finanziari abilitati all'offerta fuori sede*) pursuant to Article 31 of the Italian Financial Services Act.

Pursuant to Article 30, paragraph 6, of the Italian Financial Services Act, the validity and enforceability of contracts entered into through door-to-door selling is suspended for a period of 7 (seven) days beginning on the date of subscription by the relevant investor. Within such period investors may notify the relevant Authorised Offeror in relation to the Primary Offer Period and/or financial advisor of their withdrawal without payment of any charge or commission.

##### **Secondary Offer Period**

Active marketing activities in respect of the Securities in the Public Offer Jurisdiction will be carried out by Banca Generali S.p.A. commencing on (and including) the day on which the Securities are admitted to trading on the EuroTLX Market. Accordingly, an offer of the Securities may be made by the Manager or the Authorised Offerors in relation to the Secondary Offer Period other than pursuant to Article 1(4) of the EU Prospectus Regulation in the Public Offer Jurisdiction during the Secondary Offer Period, i.e. the period commencing on (and including) the day on which the Securities are admitted to trading on the EuroTLX Market and ending on (and including) the date on which Banca Generali S.p.A. ceases to carry on active marketing activities in respect of the Securities in the Public Offer Jurisdiction, which date is expected to fall on or around 14 August 2028, subject to early termination of the Securities.

In relation to the Secondary Offer Period, Securities may be purchased from any Authorised Offeror in relation to the Secondary Offer Period approved and admitted to trading on the EuroTLX Market by Borsa Italiana S.p.A. (each, an "**Authorised Intermediary**"), and purchase and settlement of the Securities shall be in accordance with the usual rules of the EuroTLX Market.

#### **(i) 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.

#### **(j) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:**

Not Applicable

#### **(k) 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.

#### **(l) 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.

<b>(m) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</b>	Not Applicable
<b>(n) Whether tranche(s) have been reserved for certain countries:</b>	In relation to the Primary Offer Period, offers may be made through the Authorised Offeror in relation to the Primary Offer Period in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made through the Authorised Offerors in relation to the Primary Offer Period pursuant to an exemption from the obligation under the EU Prospectus Regulation as implemented in such countries to publish a prospectus. In relation to the Secondary Offer Period, not applicable.
<b>(o) Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:</b>	In relation to the Primary Offer Period, applicants will be notified directly by the Authorised Offeror of the success of their application. No dealings in the Securities may take place prior to the Issue Date. In relation to the Secondary Offer Period, not applicable. No dealings in the Securities may take place prior to the first day of trading of the Securities on the EuroTLX Market.
<b>(p) Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</b>	Prior to making any investment decision, investors should seek independent professional advice as they deem necessary. Expenses, taxes and other fees may be charged by the Authorised Offeror. Potential purchasers of Securities should check with the relevant Authorised Offeror.

## GENERAL INFORMATION

<b>Programme</b>	Barclays Bank PLC Global Structured Securities Programme
<b>Base Offering Document</b>	GSSP EU Base Prospectus dated 11 April 2025 (as supplemented from time to time), available for viewing free of charge at: <a href="https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/">https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/</a>
<b>Relevant Annex</b>	Equity Linked Annex
<b>Status of the Securities</b>	Unsecured and Unsubordinated
<b>Form of the Securities</b>	Global Bearer Securities: Permanent Global Security
<b>Applicable TEFRA Exemption</b>	TEFRA: Not Applicable
<b>Manager(s)</b>	Barclays Bank Ireland PLC
<b>Determination Agent</b>	Barclays Bank PLC
<b>Issue and Paying Agent</b>	The Bank of New York Mellon, London Branch
<b>Business Days</b>	With respect to payments only: a TARGET Settlement Day and a Clearing System Business Day
<b>Business Day Convention</b>	With regard to all payment dates, unless otherwise specified: Modified Following, subject to adjustment for Unscheduled Business Day Holiday
<b>Listing and Admission to Trading</b>	Borsa Italiana – EuroTLX (EU MTF)
<b>Relevant Clearing System(s)</b>	Euroclear and/or Clearstream
<b>Governing Law</b>	English law
<b>Jurisdiction</b>	Courts of England

## TAX AND SECONDARY MARKET INFORMATION

<b>Taxation Gross Up</b>	Applicable
<b>Tax</b>	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.
<b>U.S. Federal Tax Treatment of Non-U.S. Holders</b>	The Issuer has determined that Section 871(m) of the U.S. Internal Revenue Code of 1986, as amended, is not applicable to the Securities.
<b>Secondary Market</b>	<b>Indicative Prices:</b> 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. For the avoidance of doubt this provision does not amount to a commitment to repurchase the Securities on any day at any price. Any indicative price provided: (a) may not necessarily reflect Barclays' internal books and records or its theoretical valuation models and may not reflect reserves and other adjustments made to model valuations in its internal books and records, (b) may not contain all factors that may affect Barclays' own valuation of the instrument or derivatives transaction described herein, (c) does not imply firm bids or offers, or actual traded levels (if any), (d) may vary significantly from valuation levels available from other sources, and (e) does not imply a theoretical liquidation value.
<b>Bid-Offer Spread:</b>	Where Barclays does make 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.
<b>Quoting Type</b>	Secondary market prices are quoted in percentage and 'dirty'; meaning accrued interest is included in the price.
<b>Third Party Fees</b>	A fee of up to 3.000% of the Issue Price will be paid to Banca Generali S.p.A. (the "Distributor"). The Issuer shall also pay to Banca Generali S.p.A. a fee of 0.50 per cent (0.50%) of the Calculation Amount for each Security purchased on the EuroTLX market during the Secondary Offer Period (as defined below) for the active

## IMPORTANT NOTE TO POTENTIAL INVESTORS

### To investors in all jurisdictions:

Investors are bound by all applicable laws and regulations of the relevant jurisdiction(s) in which the Securities are to be offered, sold and distributed, including the selling restrictions set out in this Term Sheet, the Base Prospectus (as defined below) and the Final Terms. Investors in the Securities should seek specific advice before on-selling the Securities.

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. No purchase, offer, sale, re-sale or deliveries of the Securities and no making available or distribution of this Term Sheet, the Base Prospectus, the Final Terms and any other offering material, 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(s) (as the case may be) may be made.

This Term Sheet is a non-binding summary of the economic terms of the Securities and does not purport to be exhaustive. It is provided for information and discussion purposes only. It does not constitute or imply any offer, solicitation or commitment on the part of the Issuer.

Only the Final Terms which will be available no later than on the Issue Date together with the Base Prospectus dated 11 April 2025 (as may be amended or supplemented up to, and including, the Trade Date) ("Base Prospectus") which contains all further relevant terms and conditions shall form the entire and legally binding documentation for the Securities. Accordingly, the Final Terms should always be read together with the Base Prospectus. Any capitalised terms not defined in this Term Sheet will have the meaning as defined in the Final Terms and the Base Prospectus. Even though a translation into other languages might be available, it is only the Final Terms and Base Prospectus in English which are legally binding. Copies of these documents are available from the Issuer, the Manager(s) and the Issue and Paying Agent.

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. See the risk factors set out in the section headed "**Risk Factors**" of this Term Sheet, the Base Prospectus and the Final Terms.

Investors should note that Barclays publishes annual and quarterly financial statements and securities may be offered and/or issued at a time when such publication is imminent.

### To United States investors:

The Securities have not been, and will not be, at any time, registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or with any securities regulatory authority of any state or other jurisdiction of the United States, and the Securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act).

### To investors in the European Economic Area:

This document is an advertisement.

No offer of Securities has been, or will be, made to the public in any Member State of the European Economic Area except that an offer of such Securities may be made to the public in that Member State:

- (a) at any time to any legal entity which is a qualified investor as defined in the EU Prospectus Regulation;
- (b) at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the EU Prospectus Regulation), subject to obtaining the prior consent of the relevant Manager or Managers nominated by the Issuer for any such offer;
- (c) at any time in any other circumstances falling within Article 1(4) of the EU Prospectus Regulation; or
- (d) other than pursuant to Article 1(4) of the EU Prospectus Regulation (a "**Public Offer**"), whereby following the date of publication of a prospectus in relation to such Securities which has been approved by the competent authority in the home Member State of the Issuer and (if the Issuer's home Member State is different from the Member State in which the Securities are being offered to the public) notified to the competent authority in that Member State, provided that any such prospectus has subsequently been completed by the Final Terms contemplating such Public Offer, in accordance with the EU Prospectus Regulation, in the period beginning and ending on the dates specified in such prospectus or Final Terms, as applicable, and the Issuer has consented in writing to its use for the purpose of that Public Offer,

provided that no such offer of Securities referred to in (a) to (c) (inclusive) above shall require the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the EU Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the EU Prospectus Regulation.

For the purposes of this provision, the expression an "**offer of Securities to the public**" in relation to any Securities in any Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Securities to be offered so as to enable an investor to decide to purchase or subscribe for the Securities and the expression "**EU Prospectus Regulation**" means Regulation (EU) 2017/1129, as amended.

**THIS PRODUCT IS SUITABLE FOR RETAIL INVESTORS IN THE EUROPEAN ECONOMIC AREA.** For such purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the EU Prospectus Regulation.

### To investors in the United Kingdom:

This document is not an advertisement.

No offer of Securities has been, or will be, made to the public in the United Kingdom except that an offer of such Securities may be made to the public in the United Kingdom:

- (a) at any time to any legal entity which is a qualified investor as defined in Article 2 of the UK Prospectus Regulation;
- (b) at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in Article 2 of the UK Prospectus Regulation) in the United Kingdom subject to obtaining the prior consent of the relevant Manager or Managers nominated by the Issuer for any such offer;
- (c) at any time in any other circumstances falling within section 86 of the Financial Services and Markets Act 2000 of the United Kingdom (as amended, the "**FSMA**"),

provided that no such offer of Securities referred to in (a) to (c) above shall require the Issuer or any Manager to publish a prospectus pursuant to section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation.

For the purposes of this provision, the expression an “**offer of Securities to the public**” in relation to any Securities means the communication in any form and by any means of sufficient information on the terms of the offer and the Securities to be offered so as to enable an investor to decide to purchase or subscribe for the Securities and the expression “**UK Prospectus Regulation**” means Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the “EUWA”) and regulations made thereunder.

**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.

*To investors in Switzerland:*

The Securities do not constitute an investment in a collective investment scheme in the meaning of the Swiss Federal Act on Collective Investment Schemes (“CISA”) and are neither subject to the CISA nor to the supervision of the Swiss Financial Market Supervisory Authority (“FINMA”).

This document is an advertisement and neither a prospectus pursuant to articles 40 et seqq. of the Swiss Federal Act on Financial Services of 15 June 2018, as amended (“FinSA”) nor a key information document (*Basisinformationsblatt*) relating to the Securities (a “KID”) pursuant to FinSA.

**PROHIBITION OF SALES TO SWISS RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to and may not be offered, sold or otherwise made available to any retail investor in Switzerland. For these purposes a “**retail investor**” means a person who is not a professional or institutional client, as defined in article 4 para. 3, 4 and 5 and article 5 para. 1 and 2 of the Swiss Federal Act on Financial Services of 15 June 2018, as amended (“FinSA”). Consequently, no key information document required by FinSA for offering or selling the Securities or otherwise making them available to retail investors in Switzerland has been prepared and therefore, offering or selling the Securities or making them available to retail investors in Switzerland may be unlawful under FinSA.

The Securities are not intended to qualify as eligible debt securities for purposes of the minimum requirement for own funds and eligible liabilities (“MREL”) as set out under the Bank Recovery and Resolution Directive (EU) 2014/59, as implemented in the UK (or local equivalent, for example TLAC).

## RISK FACTORS

THESE RISK FACTORS HIGHLIGHT ONLY SOME OF THE RISKS OF THE SECURITIES (ALSO REFERRED TO HEREIN AS THE “PRODUCT”) DESCRIBED IN THIS DOCUMENT AND MUST BE READ IN CONJUNCTION WITH THE RISK FACTOR SECTIONS IN THE BASE 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 A DEPOSIT AND 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.
ISSUER CREDIT RISK	INVESTORS WILL BE EXPOSED TO BARCLAYS’ CREDIT RISK. If Barclays becomes insolvent it will not be able to make income or principal payments under the Product and in such event the Product may return zero. A decline in Barclays’ credit quality 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 AT MATURITY	THE CAPITAL INVESTED IN THIS PRODUCT IS AT RISK. Investors may receive at maturity of the Product less than the capital invested in the Product.
CAPITAL AT RISK ON EARLY REDEMPTION / CANCELLATION	THE PRODUCT MAY BE REDEEMED OR CANCELLED BEFORE ITS SCHEDULED REDEMPTION/SETTLEMENT DATE. IF THE PRODUCT IS REDEEMED OR CANCELLED EARLY, INVESTORS MAY RECEIVE BACK LESS THAN THEIR ORIGINAL INVESTMENT IN THE PRODUCT, OR EVEN ZERO. The amount payable to an investor upon 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 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 Barclays Bank PLC as 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 investor losing some or all of the value of the investment in the Securities.

**NO INVESTMENT IN OR  
RIGHTS TO ANY UNDERLYING  
ASSET**

AN INVESTMENT IN THE PRODUCT IS NOT THE SAME AS AN INVESTMENT IN ANY UNDERLYING ASSETS REFERENCED BY THE PRODUCT. An investor in the Product has no ownership of, or rights to, any Underlying Asset referenced by the Product. The market value of the Product may not reflect movements in the price of such Underlying Asset. Payments made under the Product may differ from payments made under any Underlying Asset.

**ADJUSTMENTS**

THE TERMS OF THE PRODUCT MAY BE ADJUSTED BY BARCLAYS UPON CERTAIN EVENTS TAKING PLACE WHICH IMPACT AN UNDERLYING ASSET.

**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.

**INFLATION RISK**

The 'real yield' of the Securities, which corresponds to their yield minus the inflation rate, could be negative if the current economic environment of high inflation continues throughout the lifetime of the Securities.

**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 SETTLEMENT OF THE PRODUCT. The events giving rise to Disrupted Days are described in the Base Prospectus.

**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.

**AUTOCALL**

The terms of your Securities provide that they will be automatically redeemed prior to the scheduled redemption date or automatically cancelled prior to the scheduled settlement date if an automatic redemption event or automatic cancellation event occurs. An automatic redemption event or automatic cancellation 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 event or automatic cancellation event occurs, you will be paid an early cash redemption amount or early cancellation 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 event or automatic cancellation event does not occur during the term of your Securities, you may lose some or all of your investment at maturity or expiry, depending on the performance of the Underlying Asset(s) and the specific terms and conditions of your Securities.

**There are risks where your Securities have a minimum scheduled redemption amount or minimum scheduled cancellation amount feature**

If your Securities do not provide for a minimum scheduled redemption amount or minimum scheduled cancellation amount payable at maturity, you may lose some or all of your investment, depending on the performance of the Underlying Asset(s).

If your Securities do provide for a minimum scheduled redemption amount or minimum scheduled cancellation amount payable at maturity, you must hold them until maturity or expiry; otherwise, you may receive less than your original invested amount if you sell your Securities prior to maturity or expiry (assuming that you are able to sell them). All payment and delivery obligations of the Issuer under the Securities are subject to the credit risk of the Issuer: if the Issuer fails or goes bankrupt or enters into a resolution regime, you will lose some or all of your investment.

**Additionally, it is possible that the minimum scheduled redemption amount or minimum scheduled cancellation amount may be less than the original invested amount**

If investors acquire the Securities (whether on issuance or in the secondary market) for an amount that is higher than the minimum scheduled redemption amount or minimum scheduled cancellation amount, they risk losing the difference between the price paid for the Securities and the minimum scheduled redemption amount at maturity or the minimum scheduled cancellation amount at expiry.

**BARRIER**

**There are risks where your Securities have a "barrier" feature**

If the calculation of interest or the calculation of any redemption amount depends on the level, value or price of the Underlying Asset(s) reaching or crossing one or more 'barriers' during a specified period or specified dates during the term of the Securities, such interest or redemption amount may alter dramatically depending on whether any such barrier is reached or crossed (as applicable). This means you 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 you might receive no interest payments and/or could lose some or all of your investment.

#### FINAL PERFORMANCE ONLY

#### There are risks where the redemption of your Securities depends only on the final performance

If your Securities determine the redemption 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) then you 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 reflected in the final performance.

#### DISCLAIMERS

##### BARCLAYS GROUP

This communication has been prepared by Barclays Group.

**"Barclays Group"** means Barclays Bank PLC, Barclays Bank Ireland PLC, Barclays 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 and/or liquidity provider, 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 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 ANY UNDERLYING ASSET REFERENCED BY THE PRODUCT. It is not obligated to disclose any such information to investors or counterparties.

##### 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 investor 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 investor of the transaction described herein. The investor 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. The value of any investment may also fluctuate as a result of market changes. Barclays Group is not obliged to inform the recipients of this communication of any change to such opinions or estimates.

##### NOT FOR FORWARD CIRCULATION

This term sheet is a communication between Barclays and its distributor client or direct institutional investor client. This document is being directed at persons who are professionals and is not intended for retail customer use.

##### 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.

##### COPYRIGHT

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