

2 June 2015

PROSPECTUS SUPPLEMENT

COMBINED SUPPLEMENT 12/2015



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

**Pursuant to the Global Structured Securities Programme**

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This prospectus supplement dated 2 June 2015 (the "**Prospectus Supplement**") is supplemental to and must be read in conjunction with each of the prospectuses set out in the table below (the "**Prospectuses**" and each a "**Prospectus**"), as prepared by Barclays Bank PLC (the "**Bank**") in its capacity as issuer (the "**Issuer**").

GSSP Base Prospectus 6 and GSSP Base Prospectus 11 (each as defined below) have been supplemented by Combined Supplement 5/2014, dated 8 July 2014 (the "**Combined Supplement 5/2014**"), Combined Supplement 6/2014, dated 18 July 2014 (the "**Combined Supplement 6/2014**") and Combined Supplement 7/2014, dated 1 September 2014 (the "**Combined Supplement 7/2014**") and GSSP Base Prospectus 6, GSSP Base Prospectus 9 and GSSP Base Prospectus 11 (as defined below) have been supplemented by Combined Supplement 8/2014, dated 12 September 2014 (the "**Combined Supplement 8/2014**"), Combined Supplement 9/2014, dated 24 November 2014 (the "**Combined Supplement 9/2014**"), Combined Supplement 10/2015, dated 2 March 2015 (the "**Combined Supplement 10/2015**") and Combined Supplement 11/2015, dated 30 March 2015 (the "**Combined Supplement 11/2015**").

<b>Prospectus:</b>	<b>Description:</b>	<b>Date of approval:</b>
GSSP Base Prospectus 6 ("GSSP Base Prospectus 6")	Warrant Securities	Linked 12 June 2014
GSSP Base Prospectus 9 ("GSSP Base Prospectus 9")	Multi Asset Securities	Linked 19 August 2014
GSSP Base Prospectus 11 ("GSSP Base Prospectus 11")	Equity Certificates	Linked 11 June 2014

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

Each Prospectus incorporates by reference the registration document dated 3 June 2014 (the "**Registration Document**"), as prepared by the Bank, in its capacity as issuer pursuant to its Global Structured Securities Programme (the "**Programme**").

The purpose of this Prospectus Supplement is to:

- a. incorporate by reference the registration document of Barclays Bank PLC, dated 2 June 2015;
- b. incorporate by reference the Q1 2015 Results Announcement (as defined below);
- c. incorporate by reference the May 2015 Announcement (as defined below);
- d. update each Summary in relation to the no significant change statement;;
- e. state that there has been no significant change in the financial or trading position of the Bank Group since 31 March 2015; and
- f. supplement the information relating to the Issuer and its subsidiary undertakings with certain information relating to legal proceedings.

Each of the Prospectuses shall be supplemented as follows:

#### **Information Incorporated by Reference**

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

- 58 to 61 of GSSP Base Prospectus 6;
- 90 to 93 GSSP Base Prospectus 9;
- 43 to 45 of GSSP Base Prospectus 11,

is updated by:

- A. Incorporation by reference of the registration document of Barclays Bank PLC, dated 2 June 2015 (the "**Registration Document**") and approved by the Financial Conduct Authority (the "**FCA**") in its capacity as competent authority in the United Kingdom (the "**UK Listing Authority**").

Registration Document Cross Reference List:

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- B. Incorporation by reference of the unaudited Q1 2015 Results Announcement as filed with the SEC on Form 6-K on 29 April 2015 in respect of the three months ended 31 March 2015 in respect of the Issuer and Barclays PLC (the “**Q1 2015 Results Announcement**”).

Q1 2015 Results Announcement Cross Reference List:

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- C. In respect of each of the Base Prospectuses, the information appearing in '*Information Incorporated by Reference*' is updated by:

Incorporation by Reference in its entirety of the announcement of the Issuer and Barclays PLC as filed with the SEC on Form 6-K on 20 May 2015 in respect of the foreign exchange and ISDAFix settlements (the “**May 2015 Announcement**”).

For the purposes of the prospectus rules made under section 73A of the FSMA and each of the above listed Base Prospectuses, the information incorporated by reference, either expressly or implicitly, into the Registration Document, the Q1 2015 Results Announcement or the May 2015 Announcement do not form part of any of the above listed Base Prospectuses.

Information in the Registration Document, the Q1 2015 Results Announcement or the May 2015 Announcement which is not incorporated by reference into the above listed Base Prospectuses is either not relevant for the investor or is covered elsewhere in such Base Prospectuses.

The above document may be inspected: (i) during normal business hours at the registered office of the Issuer; or (ii) at

<http://www.barclays.com/barclays-investor-relations/results-and-reports/results.html> .

**D. Updates to the Summary**

In respect of each Base Prospectus, the information appearing in the last paragraph of the third column of Element B.12, the information on pages:

10 to 11 of GSSP Base Prospectus 6;

13 to 14 of GSSP Base Prospectus 9; and

11 of GSSP Base Prospectus 11

is replaced with the addition of the following language:

Not Applicable. There has been no significant change in the financial or trading position of the Bank Group since 31 March 2015.

**E. Amendments to Significant Change Statement**

In respect of each Base Prospectus, the information under the heading 'Significant Change Statement' in GSSP Base Prospectus 6, on page 411 of GSSP Base Prospectus 9 and GSSP Base Prospectus 11 is updated to state:

There has been no significant change in the financial or trading position of the Bank Group since 31 March 2015.

**F. Legal Proceedings**

In respect of each Base Prospectus, the information

in GSSP Base Prospectus 6, on page 411 of GSSP Base Prospectus 9 and GSSP Base Prospectus 11 is further supplemented with the following information in relation to legal proceedings:

Save as disclosed under Note 27 "Provisions" and Note 29 "Legal, competition and regulatory matters" to Notes to the financial statements of Barclays PLC as set out on pages 265 to 267 and 268 to 276 respectively of the Joint Annual Report, the references to the additional provisions primarily relating to Foreign Exchange and Payment Protection Insurance and claims management costs (PPI) redress set out on pages 3-7, 9 and 10 of the Q1 2015 Results Announcement and the May 2015 Announcement, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuers are aware), which may have or have had during the 12 months preceding the date of this Base Prospectus, a significant effect on the financial position or profitability of the Issuer and/or the Bank Group.

Terms defined in the Prospectuses shall, unless the context otherwise requires, have the same meanings when used in this Prospectus Supplement. This Prospectus Supplement is supplemental to, and should be read in conjunction with each Prospectus, (in the case of GSSP Base Prospectus 6 and GSSP Base Prospectus 11) Combined Supplement 5/2014, Combined Supplement 6/2014 and Combined Supplement 7/2014, (in the case of GSSP Base Prospectus 6, GSSP Base Prospectus 9 and GSSP Base Prospectus 11) Combined Supplement 8/2014, Combined Supplement 9/2014 and Combined Supplement 10/2015. To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in, or incorporated by reference into any Prospectus, the statements in (a) above shall prevail.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have agreed to purchase or subscribe for Securities before this supplement was published have the right, exercisable within a minimum of two working days after the date on which this Prospectus Supplement is published, to withdraw their acceptances. Investors should contact their distributor for further information. This right will expire on 4 June 2015.

References to each Prospectus shall hereafter mean the Prospectus as supplemented by (for GSSP Base Prospectus 6 and GSSP Base Prospectus 11) Combined Supplement 5/2014, Combined Supplement 6/2014, Combined Supplement 7/2014, (for GSSP Base Prospectus 6, GSSP Base Prospectus 9 and GSSP Base Prospectus 11) Combined Supplement 8/2014, Combined Supplement 9/2014, Combined Supplement 10/2015 and this Prospectus Supplement. The Issuer has taken all reasonable care to ensure that the information contained in each Prospectus, as supplemented by this Prospectus Supplement, is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly. Save as disclosed in this Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in each of the Prospectuses which is capable of affecting the assessment of the securities issued pursuant to any Prospectus has arisen or been noted, as the case may be, since the publication of each of the Prospectuses (as supplemented at the date hereof) issued by the Issuer.

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



The date of this Prospectus Supplement is 2 June 2015.