

24 OCTOBER 2019

PROSPECTUS SUPPLEMENT

BP 1B SUPPLEMENT 2/2019



BARCLAYS BANK PLC
(Incorporated with limited liability in England and Wales)

Pursuant to the Global Structured Securities Programme

This prospectus supplement dated 24 October 2019 (the "**Prospectus Supplement**") is supplemental to, and must be read in conjunction with, GSSP Base Prospectus 1B dated 10 April 2019 (as supplemented by Supplement 1/2019 dated 3 September 2019) (as so supplemented, the "**Base Prospectus 1B**") as prepared by Barclays Bank PLC in its capacity as issuer (the "**Issuer**") in respect of its Global Structured Securities Programme (the "**Programme**"). This Prospectus Supplement constitutes a base prospectus supplement in respect of Base Prospectus 1B for the purposes of Directive 2003/71/EC (as amended and superseded), as implemented in Ireland by the Prospectus (Directive 2003/71/EC) Regulations 2005 (as amended by the Prospectus (Directive 2003/71/EC) Amending Regulations 2012, the "**Irish Prospectus Regulations**").

Terms defined in Base Prospectus 1B shall, unless the context otherwise requires, have the same meanings when used in this Prospectus Supplement.

The purpose of this Prospectus Supplement is to update certain information set out in the "General Information" section following changes in membership of the Issuer's Board of Directors and the name of Barclays Services Limited.

GENERAL INFORMATION

The paragraph headed "Recent Developments" inserted into the section entitled "General Information" on pages 352 to 355 of the Base Prospectus 1B shall be updated by:

- (a) deleting the information set out under the heading "Directors" in its entirety and replacing it with the following:

"Directors

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

| Name | Function(s) within the Issuer | Principal activities outside |
|---------------|-------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
| Nigel Higgins | Non-Executive Director and Chairman | Barclays PLC (Group Chairman and Non-Executive Director); Sadler's Wells (Chairman); Tetra Laval International S.A. (Non- |

| | | |
|-------------------|------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | | Executive Director) |
| James Staley | Executive Director and Chief Executive Officer | Barclays PLC (Executive Director and Group Chief Executive Officer); Institute of International Finance (Board Member); Bank Policy Institute (Board Member) |
| Tushar Morzaria | Executive Director | Barclays PLC (Executive Director and Group Finance Director); Main Committee of the 100 Group (Member); Sterling Risk Free References Rates Working Group (Chair) |
| Michael Ashley | Non-Executive Director | Barclays PLC (Non-Executive Director); Barclays Capital Securities Limited (Non-Executive Director); International Ethics Standards Board for Accountants (Member); Institute of Chartered Accountants in England & Wales' Ethics Standards Committee (Member); Charity Commission (Member); Cabinet Office Board (Member) |
| Tim Breedon | Non-Executive Director | Barclays PLC (Non-Executive Director); Barclays Capital Securities Ltd (Non-Executive Director); Apax Group Alpha Limited (Chairman) |
| Mary Anne Citrino | Non-Executive Director | Barclays PLC (Non-Executive Director); Ahold Delhaize N.V. (Non-Executive Director); Alcoa Corporation (Non-Executive Director); HP Inc (Non-Executive Director); The Blackstone Group L.P. (Senior Advisor) |
| Dawn Fitzpatrick | Non-Executive Director | Barclays PLC (Non-Executive Director); Soros Fund Management LLC (Chief Investment Officer); New York Federal Reserve's Investor Advisory Committee on Financial Markets (Member); |

| | | |
|------------------|------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | | Advisory Board and Investment Committee of the Open Society Foundations' Economic Justice Program (Member) |
| Mary Francis | Non-Executive Director | Barclays PLC (Non-Executive Director); Ensco plc (Non-Executive Director); The Institute of Business Ethics (Advisory Panel Member); U.K. Takeover Appeal Board (Member) |
| Matthew Lester | Non-Executive Director | Barclays PLC (Non-Executive Director); Capita plc (Non-Executive Director); Man Group plc (Non-Executive Director) |
| Diane Schueneman | Non-Executive Director | Barclays PLC (Non-Executive Director); Barclays US LLC (Non-Executive Director); Barclays Execution Services Limited (Chair) |

1. On 26 September 2019, the Issuer announced that Mohamed A. El-Erian would join the Issuer's Board of Directors on 1 January 2020.

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

- (ii) inserting a new sub-paragraph headed "Business of the Bank, the Bank Group and the Group" immediately before the sub-paragraph headed "Interim Financial Information" as follows:

"Business of the Bank, the Bank Group and the Group

The name of Barclays Services Limited is changed to "Barclays Execution Services Limited".

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement (in relation to Base Prospectus 1B) and (b) any other statement in, or incorporated by reference in Base Prospectus 1B, the statements in (a) above shall prevail.

Investors should be aware of their rights under Regulation 52 of the Irish Prospectus Regulations. Investors who have agreed to purchase or subscribe for Securities before this Prospectus Supplement was published have the right, exercisable within two working days after the date on which this Prospectus Supplement is published, to withdraw their acceptances. This right is exercisable up to, and including 28 October 2019. Investors should contact the distributor from which they agreed to purchase or subscribe the Securities in order to exercise their withdrawal rights.

References to Base Prospectus 1B shall hereafter mean Base Prospectus 1B as supplemented by this Prospectus Supplement. The Issuer accepts responsibility for the information contained in this Prospectus Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case), the information contained in this Prospectus Supplement is in accordance with the facts and contains no omission likely to affect the import of such information. Save as disclosed in this Prospectus Supplement, no significant new factor, material

mistake or inaccuracy relating to the information included in Base Prospectus 1B is capable of affecting the assessment of securities issued pursuant to Base Prospectus 1B has arisen or been noted, as the case may be, since the publication of Base Prospectus 1B (as supplemented at the date hereof) by the Issuer.

This Prospectus Supplement has been approved by the Central Bank of Ireland (the "**Central Bank**"), as competent authority under Directive 2003/71/EC (as amended and superseded). The Central Bank only approves this Prospectus Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Directive 2003/71/EC (as amended and superseded).



The date of this Prospectus Supplement is 24 October 2019