

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the "EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "**UK Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "**UK PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

**PROHIBITION OF SALES TO SWISS RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to and may not be offered, sold or otherwise made available to any retail investor in Switzerland. For these purposes a "retail investor means a person who is not a professional or institutional client, as defined in article 4 para. 3, 4 and 5 and article 5 para. 1 and 2 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.

## FINAL TERMS



**BARCLAYS BANK PLC**

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

**Up to EUR 150,000,000 Securities due May 2025 under the Global Structured Securities Programme (the "Securities")**  
**Issue Price: 100.00 per cent**

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**") and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms complete and should be read in conjunction with the GSSP Base Prospectus 9 which constitutes a base prospectus drawn up as separate documents (including the Registration Document dated 23 March 2021 as supplemented on 5 August 2021 and 11 November 2021, and the Securities Note relating to the GSSP Base Prospectus 9 dated 1 July 2021, as supplemented on 5 August 2021, 6 September 2021 and 11 November 2021, for the purposes of Article 8(6) of the EU Prospectus Regulation (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of this Final Terms and the Base Prospectus. A summary of the individual issue of the Securities is annexed to this Final Terms.<sup>1</sup>

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<sup>1</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.

The Base Prospectus, and any supplements thereto, are available for viewing at <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

The Registration Document and the supplements thereto are available for viewing at: <https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/#registrationdocument> and [https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/#registrationdocumentsupplement<sup>2</sup>](https://home.barclays/investor-relations/fixed-income-investors/prospectus-and-documents/structured-securities-prospectuses/#registrationdocumentsupplement2)

## **BARCLAYS**

**Amended and Restated Final Terms dated 18 April 2022**

**(replacing the original Final Terms dated 18 April 2022)**

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<sup>2</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.

## PART A – CONTRACTUAL TERMS

### *Provisions relating to the Securities*

1. (a) Series: NX00327642  
(b) Tranche: 1
2. Settlement Currency:
  - (a) Issue Currency Euro (“EUR”)
  - (b) Settlement Currency: EUR
3. Securities: Notes
4. Notes: Applicable
  - (a) Aggregate Nominal Amount as at the Issue Date:
    - (i) Tranche: Up to EUR 150,000,000
    - (ii) Series: Up to EUR 150,000,000
  - (b) Specified Denomination: EUR 1,000
  - (c) Minimum Tradable Amount: N/A
5. Certificates: Not Applicable
6. Calculation Amount: EUR 1,000
7. Issue Price: 100.00 per cent of the Aggregate Nominal Amount

The Issue Price includes a commission element payable by the Issuer to the Initial<sup>3</sup> Authorised Offeror which will be no more than 0.90 per cent. of the Issue Price. Investors in the Securities intending to invest through an intermediary (including by way of introducing broker) should request details of any such commission or fee payment from such intermediary before making any purchase hereof.
8. Issue Date: 11 May 2022
9. Scheduled Settlement Date: 12 May 2025
10. Type of Security: Floating Rate Linked Securities

### *Provisions relating to interest (if any) payable*

11. Interest Type: In respect of each Interest Payment Date, Floating  
General Condition 9 (*Interest*)
  - (a) Interest Payment Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Payment Date', subject to adjustment in accordance with the Business Day Convention
  - (b) Interest Valuation Dates: Not Applicable

Table 1

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<sup>3</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.

<b>Interest Determination Date</b>	<b>Interest Payment Date</b>
9 May 2022	11 August 2022
9 August 2022	11 November 2022
9 November 2022	13 February 2023
9 February 2023	11 May 2023
9 May 2023	11 August 2023
9 August 2023	13 November 2023
9 November 2023	12 February 2024
8 February 2024	13 May 2024
9 May 2024	12 August 2024
8 August 2024	11 November 2024
7 November 2024	11 February 2025
7 February 2025	12 May 2025

(c) (i) Fixed Interest Type: Not Applicable

(ii) Fixed Interest Rate: Not Applicable

(d) Information relating to the Floating Rate: Not Applicable

(i) CMS Rate Determination: Not Applicable

(ii) Floating Rate Determination:

– Reference Rate: EURIBOR

– Designated Maturity: 3 Months

– Offered Quotation: Applicable

– Arithmetic Mean: Applicable

– Interest Determination Date: Each of the dates set out in Table 1 above in the column entitled 'Interest Determination Date'.

– Relevant Screen Page: Refinitiv Screen EURIBOR01 Page

– Relevant Screen Time: 11:00 a.m. Brussels time

– Relevant Interbank Market:	Eurozone interbank market
– Lookback suspension period of Compound SOFR:	/ Not Applicable
– Pre-nominated Index:	Not Applicable
– Linear Interpolation:	Not Applicable
(iii) Margin:	0.00 per cent.
(iv) Minimum Interest Rate:	0.85 per cent.
(v) Maximum Interest Rate:	1.50 per cent.
(e) Day Count Fraction:	30/360

***Provisions relating to Automatic Settlement (Autocall)***

12. Automatic Settlement (Autocall): General Condition 10 ( <i>Automatic Settlement (Autocall)</i> )	Not Applicable
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***Provisions relating to Optional Early Redemption***

13. Optional Early Settlement Event: General Condition 11 ( <i>Optional Early Settlement Event</i> )	Not Applicable
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***Provisions relating to Final Settlement***

14. (a) Final Settlement Type: General Condition 12 ( <i>Final Settlement</i> )	Fixed
(b) Settlement Method:	Cash
(c) Protection Level:	100.00 per cent.

***Provisions relating to Drop Back***

15. Drop Back Payout: General Condition 9.39 and General Condition 12.27	Not Applicable
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***Provisions relating to Nominal Call Event Settlement***

16. Nominal Call Event Settlement: General Condition 13 ( <i>Nominal Call Event Settlement</i> )	Not Applicable
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***Provisions relating to Instalment Notes***

17. Instalment Notes: General Condition 15 ( <i>Settlement by Instalments</i> )	Not Applicable
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***Provisions relating to the Underlying Asset(s)***

- |   |                |
|---|----------------|
| 18. Underlying Asset:                         | Not Applicable |
| 19. (a) Initial Price <sub>(Interest)</sub> : | Not Applicable |
| (i) Averaging-in:                             | Not Applicable |
| (ii) Min Lookback-in:                         | Not Applicable |
| (iii) Max Lookback-in:                        | Not Applicable |
| (b) Initial Valuation Date:                   | Not Applicable |
| 20. (a) Final Valuation Price:                | Not Applicable |
| (i) Averaging-out:                            | Not Applicable |
| (ii) Min Lookback-out:                        | Not Applicable |
| (iii) Max Lookback-out:                       | Not Applicable |
| (b) Final Valuation Date:                     | Not Applicable |
| 21. Interim Valuation Price                   | Not Applicable |

***Provisions relating to disruption events***

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|--|----------------|
| 22. Consequences of a Disrupted Day<br>(in respect of an Averaging Date or<br>Lookback Date): General<br>Condition 18 ( <i>Consequences of<br/>Disrupted Days</i> )                                  |                |
| (a) Omission:  | Not Applicable |
| (b) Postponement:  | Not Applicable |
| (c) Modified Postponement:   | Not Applicable |
| 23. Consequences of a Disrupted Day<br>(in respect of an Averaging Date or<br>Lookback Date):<br>General Condition 25 ( <i>Adjustments<br/>to Valuation Dates and Reference<br/>Date</i> )           |                |
| (a) Omission:  | Not Applicable |
| (b) Postponement:  | Not Applicable |
| 24. Consequences of a Disrupted Day<br>(in respect of an Averaging Date or<br>Lookback Date):<br>General Condition 37<br>( <i>Consequences upon a Reference<br/>Date becoming a Reference Date</i> ) |                |
| (a) Omission:  | Not Applicable |
| (b) Postponement:  | Not Applicable |
| (c) Modified Postponement:   | Not Applicable |

25. Additional Disruption Events:  
General Condition 65.1  
*(Definitions)*
- (a) Change in Law: Applicable as per General Condition 65.1 *(Definitions)*
  - (b) Currency Disruption Event: Applicable as per General Condition 65.1 *(Definitions)*
  - (c) Hedging Disruption: Applicable as per General Condition 65.1 *(Definitions)*
  - (d) Issuer Tax Event: Applicable as per General Condition 65.1 *(Definitions)*
  - (e) Extraordinary Market Disruption: Applicable as per General Condition 65.1 *(Definitions)*
  - (f) Increased Cost of Hedging: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (g) Affected Jurisdiction Hedging Disruption: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (h) Affected Jurisdiction Increased Cost of Hedging: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (i) Increased Cost of Stock Borrow: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (j) Loss of Stock Borrow: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (k) Foreign Ownership Event: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (l) Fund Disruption Event: Not Applicable as per General Condition 65.1 *(Definitions)*
  - (m) Fund Event: Not Applicable
  - (n) Potential Adjustment of Payment Events: Not Applicable
26. Early Cash Settlement Amount: Market Value
27. Early Settlement Notice Period Number: As specified in General Condition 55.1 *(Definitions)*
28. Substitution of Shares: Not Applicable
29. Entitlement Substitution: Not Applicable
30. FX Disruption Event: Not Applicable
31. Disruption Fallbacks:  
General Condition 20  
*(Consequences of FX Disruption Events (FX))*: Not Applicable
32. Unwind Costs: Applicable
33. Settlement Expenses: Not Applicable
34. Local Jurisdiction Taxes and Expenses: Not Applicable

35. Consequences of a Fund Event: General Condition 27 ( <i>Consequences of a Fund Event</i> )	Not Applicable
 <b>General provisions</b>	
36. Form of Securities:	Global Bearer Securities: Permanent Global Security  TEFRA: Not Applicable  NGN Form: Applicable  Held under the NSS: Not Applicable  CGN Form: Not Applicable
37. Trade Date:	29 March 2022
38. 871(m) Securities:	The Issuer has determined that Section 871(m) of the US Internal Revenue Code is not applicable to the Securities.
39. (i) Prohibition of Sales to EEA Retail Investors:	Not Applicable
(ii) Prohibition of Sales to UK Retail Investors:	Applicable – see cover page of these Final Terms
(iii) Prohibition of Sales to Swiss Retail Investors	Applicable – see cover page of these Final Terms
40. Additional Business Centre(s):	London
41. Business Day Convention:	Modified Following
42. Determination Agent:	Barclays Bank PLC
43. Registrar:	Not Applicable
44. Transfer Agent:	Not Applicable
45. (a) Names and addresses of Manager:	Barclays Bank Ireland PLC
(b) Date of underwriting agreement:	Not Applicable
(c) Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
46. Registration Agent:	Not Applicable
47. Governing Law:	English law
48. Relevant Benchmarks:	Amounts payable under the Securities are calculated by reference to EURIBOR which is provided by European Money Markets Institute. (the " <b>Administrator</b> "). As at the date of these Final Terms, the Administrator appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority (" <b>ESMA</b> ") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the " <b>EU</b>



**Benchmarks Regulation").**

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- (a) Listing and Admission to Trading: Application has been made/is expected to be made to the Irish Stock Exchange plc trading as Euronext Dublin for the securities to be admitted to the official list and trading on its regulated market with effect from the Issue Date.
- (b) Estimate of total expenses related to admission to trading: EUR 1,000
- (c) Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and a description of the main terms of their commitment: Not Applicable

### **2. RATINGS**

Ratings: The Securities have not been individually rated.

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

- (a) Reasons for the offer: General funding
- (b) Use of proceeds: Not Applicable
- (c) Estimated net proceeds: Up to EUR 150,000,000
- (d) Estimated total expenses: EUR 1,000. The Issuer will not charge any expenses to holders in connection with any issue of Securities. Offerors may, however, charge expenses to holders. Such expenses (if any) will be determined by agreement between the offeror and the holders at the time of each issue.

### **4. YIELD**

Not Applicable

### **5. HISTORIC INTEREST RATES**

Details of historic EURIBOR rates can be obtained from Refinitiv Screen EURIBOR01 Page.

### **6. POST ISSUANCE INFORMATION**

The Issuer will not provide any post-issuance information with respect to the Underlying Asset, unless required to do so by applicable law or regulation.

### **7. OPERATIONAL INFORMATION**

- (a) ISIN: XS2366907090
- (b) Common Code: 236690709
- (c) Relevant Clearing System(s): Euroclear, Clearstream

- (d) Delivery: Delivery free of payment
- (e) Name and address of additional Paying Agent(s) Not Applicable
- (f) Intended to be held in a manner which would allow Eurosystem eligibility: No since unsecured debt instruments issued by credit institutions established outside the European Union are not Eurosystem eligible.
- (g) Green Structured Notes: No
- (h) Green Index Linked Notes: No

## 8. TERMS AND CONDITIONS OF THE OFFER

### 8.1 Authorised Offer(s)

- (a) Public Offer: An offer of the Notes 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:** Banco BPI, S.A. (the "**Initial Authorised Offeror(s)**") and each financial intermediary expressly named as an Authorised Offeror on the Issuer's website (<https://home.barclays/investor-relations/structured-income-investors/prospectus-and-documents/structured-securities-final-terms>)
  - (ii) **General consent:** Not Applicable<sup>4</sup>
- (c) Jurisdiction(s) where the offer may take place (together, the "**Public Offer Jurisdictions(s)**"): Portugal
- (d) Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s): From and including 18 April 2022 to and including 6 May 2022 (the "**Offer Period**")
- (e) Other conditions for use of the Base Prospectus by the Authorised Offeror(s): Not Applicable
- (f) Other terms and conditions of the offer
- (g) Offer Price: The Issue Price

<sup>4</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.

- (h) Total amount of offer: Up to EUR 150,000,000
- (i) Conditions to which the offer is subject: 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.
- (j) Time period, including any possible amendments, during which the offer will be open and description of the application process: From and including 18 April 2022 to and including 6 May 2022.
- (k) 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 Portugal (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.
- (l) 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.
- (m) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable
- (n) 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.
- (o) 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.
- (p) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable
- (q) Whether tranche(s) have been reserved for certain countries: Offers may be made through the Authorised Offeror in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made through the Authorised Offeror pursuant to an exemption from

the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus.

- (r) Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: 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.
- (s) Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Prior to making any investment decision, investors should seek independent professional advice as they deem necessary.
- (t) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: Banco BPI, S.A., Av. da Boavista, N.º 1117, 4100-129 Porto,<sup>5</sup> Portugal

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<sup>5</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.

## SUMMARY

### INTRODUCTION AND WARNINGS

The Summary should be read as an introduction to the Prospectus. Any decision to invest in the Securities should be based on consideration of the Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Prospectus or it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.

*You are about to purchase a product that is not simple and may be difficult to understand.*

**Securities:** Up to EUR 150,000,000 Securities due May 2025 pursuant to the Global Structured Securities Programme (ISIN: XS2366907090) (the "Securities").

**The Issuer:** The Issuer is Barclays Bank PLC. Its registered office is at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number: +44 (0)20 7116 1000) and its Legal Entity Identifier ("LEI") is G5GSEF7VJP5I7OUK5573

**The Authorised Offeror:** The Authorised Offeror is Banco BPI, S.A. with its address at Rua Av. da Boavista, N.º 1117, 4100-129 Porto, Portugal, (telephone number: +351 22 207 50 00) and its LEI is 3DM5DPGI3W6OU6GJ4N92.

**Competent authority:** The Base Prospectus was approved on 1 July 2021 by the Central Bank of Ireland of New Wapping Street, North Wall Quay, Dublin 1, D01 F7X3, Ireland (telephone number: +353 (0)1 224 6000).

### KEY INFORMATION OF THE ISSUER

#### Who is the Issuer of the Securities?

**Domicile and legal form of the Issuer:** Barclays Bank PLC (the "Issuer") is a public limited company registered in England and Wales under number 1026167. The liability of the members of the Issuer is limited. It has its registered and head office at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number +44 (0)20 7116 1000). The Legal Entity Identifier (LEI) of the Issuer is G5GSEF7VJP5I7OUK5573.

**Principal activities of the Issuer:** The Group's businesses include consumer banking and payments operations around the world, as well as a top-tier, full service, global consumer and investment bank. The Group comprises of Barclays PLC together with its subsidiaries, including the Issuer. The Issuer's principal activity is to offer products and services designed for larger corporate, wholesale and international banking clients.

The term the "Group" mean Barclays PLC together with its subsidiaries and the term "Barclays Bank Group" means Barclays Bank PLC together with its subsidiaries.

**Major shareholders of the Issuer:** The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC. Barclays PLC is the ultimate holding company of the Group.

**Identity of the key managing directors of the Issuer:** The key managing directors of the Issuer are C.S. Venkatakrishnan (Chief Executive Officer and Executive Director) and Tushar Morzaria (Executive Director).

**Identity of the statutory auditors of the Issuer:** The statutory auditors of the Issuer are KPMG LLP ("KPMG"), chartered accountants and registered auditors (a member of the Institute of Chartered Accountants in England and Wales), of 15 Canada Square, London E14 5GL, United Kingdom.

#### What is the key financial information regarding the Issuer?

The Issuer has derived the selected consolidated financial information included in the table below for the years ended 31 December 2020 and 31 December 2019 from the annual consolidated financial statements of the Issuer for the years ended 31 December 2020 and 2019 (the "Financial Statements"), which have each been audited with an unmodified opinion provided by KPMG. The selected financial information included in the table below for the six months ended 30 June 2021 and 30 June 2020 was derived from the unaudited Interim Results Announcement of the Issuer in respect of the six months ended 30 June 2021.

#### Consolidated Income Statement

	<u>As at 30 June (unaudited)</u>		<u>As at 31 December</u>	
	<u>2021</u>	<u>2020</u>	<u>2020</u>	<u>2019</u>
	(£m)		(£m)	
Net interest income.....	1,523	1,671	3,160	3,907
Net fee and commission income.....	3,200	2,879	5,659	5,672
Credit impairment charges.....	288	(2,674)	(3,377)	(1,202)
Net trading income.....	3,467	4,225	7,076	4,073
Profit before tax.....	3,334	1,523	3,075	3,112
Profit/(loss) after tax.....	2,723	1,293	2,451	2,780

#### Consolidated Balance Sheet

	<b>As at 30 June</b> <b>(unaudited)</b>	<b>As at 31 December</b>	
	<b>2021</b>	<b>2020</b>	<b>2019</b>
	(£m)	(£m)	
Total assets .....	1,064,337	1,059,731	876,672
Debt securities in issue .....	42,931	29,423	33,536
Subordinated liabilities .....	29,045	32,005	33,425
Loans and advances at amortised cost .....	133,815	134,267	141,636
Deposits at amortised cost .....	249,732	244,696	213,881
Total equity .....	53,696	53,710	50,615

#### Certain Ratios from the Financial Statements

	<b>As at 30 June</b> <b>(unaudited)</b>	<b>As at 31 December</b>	
	<b>2021</b>	<b>2020</b>	<b>2019</b>
	(%)	(%)	
Common Equity Tier 1 capital .....	13.9	14.2	13.9
Total regulatory capital.....	21.2	21.0	22.1
CRR leverage ratio .....	3.6	3.9	3.9

#### What are the key risks that are specific to the Issuer?

The Barclays Bank Group has identified a broad range of risks to which its businesses are exposed. Material risks are those to which senior management pay particular attention and which could cause the delivery of the Barclays Bank Group's strategy, results of operations, financial condition and/or prospects to differ materially from expectations. Emerging risks are those which have unknown components, the impact of which could crystallise over a longer time period. In addition, certain other factors beyond the Barclays Bank Group's control, including escalation of terrorism or global conflicts, natural disasters, pandemics and similar events, although not detailed below, could have a similar impact on the Barclays Bank Group.

- **Material existing and emerging risks potentially impacting more than one principal risk:** In addition to material and emerging risks impacting the principal risks set out below, there are also material existing and emerging risks that potentially impact more than one of these principal risks. These risks are: (i) the impact of COVID-19; (ii) potentially unfavourable global and local economic and market conditions, as well as geopolitical developments; (iii) the UK's withdrawal from the EU; (iv) the impact of interest rate changes on the Barclays Bank Group's profitability; (v) the competitive environments of the banking and financial services industry; (vi) the regulatory change agenda and impact on business model; (vii) the impact of climate change on the Barclays Bank Group's business; and (viii) the impact of benchmark interest rate reforms on the Barclays Bank Group.
- **Credit and Market risks:** Credit risk is the risk of loss to the Barclays Bank Group from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Barclays Bank Group. The Barclays Bank Group is subject to risks arising from changes in credit quality and recovery rates of loans and advances due from borrowers and counterparties in any specific portfolio. Market risk is the risk of loss arising from potential adverse change in the value of the Barclays Bank Group's assets and liabilities from fluctuation in market variables.
- **Treasury and capital risk and the risk that the Issuer and the Barclays Bank Group are subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Barclays Bank Group which are (1) liquidity risk – the risk that the Barclays Bank Group is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount of stable funding and liquidity to support its assets, which may also be impacted by credit rating changes; (2) capital risk – the risk that the Barclays Bank Group has an insufficient level or composition of capital; and (3) interest rate risk in the banking book – the risk that the Barclays Bank Group is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its (non-traded) assets and liabilities. Under the Banking Act 2009, substantial powers are granted to the Bank of England (or, in certain circumstances, HM Treasury), in consultation with the United Kingdom Prudential Regulation Authority, the UK Financial Conduct Authority and HM Treasury, as appropriate as part of a special resolution regime. These powers enable the Bank of England (or any successor or replacement thereto and/or such other authority in the United Kingdom with the ability to exercise the UK Bail-in Power) (the "**Resolution Authority**") to implement various resolution measures and stabilisation options (including, but not limited to, the bail-in tool) with respect to a UK bank or investment firm and certain of its affiliates (as at the date of the Registration Document, including the Issuer) in circumstances in which the Resolution Authority is satisfied that the relevant resolution conditions are met.
- **Operational and model risks:** Operational risk is the risk of loss to the Barclays Bank Group from inadequate or failed processes or systems, human factors or due to external events where the root cause is not due to credit or market risks. Model risk is the risk of potential adverse consequences from financial assessments or decisions based on incorrect or misused model outputs and reports.
- **Conduct, reputation and legal risks and legal, competition and regulatory matters:** Conduct risk is the risk of detriment to customers, clients, market integrity, effective competition or the Barclays Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Reputation risk is the risk that an action, transaction, investment, event,

decision or business relationship will reduce trust in the Barclays Bank Group's integrity and competence. The Barclays Bank Group conducts activities in a highly regulated market which exposes it and its employees to legal risk arising from (i) the multitude of laws and regulations that apply to the businesses it operates, which are highly dynamic, may vary between jurisdictions, and are often unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Barclays Bank Group's businesses and business practices. In each case, this exposes the Barclays Bank Group and its employees to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Barclays Bank Group to meet their respective legal obligations, including legal or contractual requirements. Legal risk may arise in relation to any number of the material existing and emerging risks summarised above.

## KEY INFORMATION OF THE SECURITIES

### What are the main features of the Securities?

#### *Type and class of Securities being offered and admitted to trading, including security identification numbers*

The Securities will be in the form of notes and will be uniquely identified by: Series number: NX00327642; Tranche Number: 1; ISIN: XS2366907090; Common Code: 236690709.

The Securities will be cleared and settled through Euroclear Bank S.A./N.V. or Clearstream Banking *société anonyme*.

#### *Currency, specified denomination, calculation amount, issue size and term of the Securities*

The Securities will be issued in Euro ("EUR") (the "Issue Currency") and settled in the same currency (the "Settlement Currency"). The Securities are tradable in nominal and the specified denomination per Security is EUR 1,000. The calculation amount is EUR 1,000 per Security, subject to reduction by instalments (the "Calculation Amount"). The issue size is up to EUR 150,000,000. The issue price is 100% of the Specified Denomination.

The issue date is 11 May 2022 (the "Issue Date"). Subject to early termination, the Securities are scheduled to redeem on 12 May 2025 (the "Scheduled Settlement Date").

#### *Rights attached to the Securities*

**Potential return:** The Securities will give each holder of Securities the right to receive potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on some (but not all) amendments to the terms and conditions of the Securities. The potential return will be in the forms of: (i) one or more Interest Amounts and (ii)<sup>6</sup> a Final Cash Settlement Amount, provided that if the Securities are early terminated, the potential return may be in the form of an Early Cash Settlement Amount instead.

**Taxation:** All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, save in limited circumstances, be required to pay additional amounts to cover the amounts so withheld or deducted.

**Events of default:** If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the holder.

#### *Limitations on rights*

**Early redemption following certain disruption events or due to unlawfulness or impracticability:** The Issuer may redeem the Securities prior to their Scheduled Settlement Date following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Assets, taxation or the relevant currency of the Securities, or if it determines that the performance of any of its obligations under the Securities is unlawful or physically impracticable. If this occurs, investors will receive an "Early Cash Settlement Amount" equal to the fair market value of the Securities prior to their redemption.

#### **Certain additional limitations:**

- The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, to monetise the Securities, (where applicable) to postpone scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities.
- The Securities contain provisions for calling meetings of holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.

#### *Governing law*

The Securities will be governed by English law and the rights thereunder will be construed accordingly.

#### *Description of the calculation of potential return on the Securities*

**Calculation Amount:** Calculations in respect of amounts payable under the Securities are made by reference to the Calculation Amount, as may be reduced in respect of Redemption in Instalments (see below).

<sup>6</sup> Amended by the Amended and Restated Final Terms dated 18 April 2022.



**Indicative amounts:** If the Securities are being offered by way of a Public Offer and any specified product values are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, indicative minimum amount, an indicative maximum amount or indicative amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.

**Determination Agent:** Barclays Bank PLC will be appointed to make calculations and determinations with respect to the Securities.

#### A – Interest

The Interest Amount payable on each Security on each Interest Payment Date will be calculated by multiplying the applicable Rate of Interest by the Calculation Amount and then by a Day Count Fraction representing the number of days in the relevant interest calculation period over which interest has accrued. The "**Rate of Interest**" for each interest calculation period will be equal to the sum of (i) a floating rate, as determined on the Interest Determination Date for such interest calculation period, and the (ii) "**Margin**", which is 0.00%, provided that the resulting sum is not greater than the cap percentage (being 1.50%) or less than the floor percentage (being 0.85%).

The floating rate in respect of an interest calculation period will be the quotation for EURIBOR in EUR with a maturity of 3 months that appears on Refinitiv Screen Page EURIBOR01 at 11:00 a.m. (Brussels time) on the Interest Determination Date for such interest calculation period

Interest Determination Dates*	Interest Payment Dates	Day Count Fraction
9 May 2022	11 August 2022	30/360
9 August 2022	11 November 2022	30/360
9 November 2022	13 February 2023	30/360
9 February 2023	11 May 2023	30/360
9 May 2023	11 August 2023	30/360
9 August 2023	13 November 2023	30/360
9 November 2023	12 February 2024	30/360
8 February 2024	13 May 2024	30/360
9 May 2024	12 August 2024	30/360
8 August 2024	11 November 2024	30/360
7 November 2024	11 February 2025	30/360
7 February 2025	12 May 2025	30/360

#### B – Final Settlement

If the Securities have not otherwise redeemed, each Security will be redeemed on the Scheduled Settlement Date by payment of the Final Cash Settlement Amount.

The Final Cash Settlement Amount is calculated by multiplying the Protection Level (being 100%) by the Calculation Amount.

**Status of the Securities:** The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.

**Description of restrictions on free transferability of the Securities:**

The Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act and must comply with transfer restrictions with respect to the United States. Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system. Subject to the foregoing, the Securities will be freely transferable.

#### Where will the Securities be traded?

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of the Irish Stock Exchange Trading plc as Euronext Dublin.

#### What are the key risks that are specific to the Securities?

The Securities are subject to the following key risks:

**You may lose some or all of your investment in the Securities:** Even though your Securities are repayable at par, you may lose up to the entire value of your investment if the Issuer fails or is otherwise unable to meet its payment or delivery obligations. You may also lose some or all of your investment if: (a) you sell your Securities before their scheduled maturity or expiry; (b) your Securities are early redeemed in certain extraordinary circumstances; or (c) the terms and conditions of your Securities are adjusted such that the amount payable or property deliverable to you is less than your initial investment.

**There are risks associated with the valuation, liquidity and offering of the Securities:** The market value of your Securities may be lower than the issue price since the issue price may take into account the Issuer's and/or distributor's profit margin and costs in addition to the fair market value of the Securities. The market value of your Securities may be affected by the volatility or price of the Underlying Assets at the relevant time, changes in interest rates, the Issuer's financial condition and credit ratings, the supply of and demand for the Securities, the time remaining until the maturity or expiry of the Securities and other factors. The price, if any, at which you will be able to sell your Securities prior to maturity may be substantially less than the amount you originally invested. Your Securities may not have an active trading market and the Issuer may not be under any obligation to make a market or repurchase the Securities prior to redemption. The Issuer may withdraw the public offer at any time. In such case, where you have already paid or delivered subscription monies for the relevant Securities, you will be entitled to reimbursement of such amounts, but will not receive any remuneration that may have accrued in the period between their payment or delivery of subscription monies and the reimbursement of the Securities.

**You are subject to risks associated with the determination of amount payable under the Securities:**

In order to receive the scheduled minimum amount at maturity, you must hold them until maturity. If the Securities are early redeemed, they may return less than the scheduled minimum amount, or even zero.

**Your Securities are subject to adjustments and early redemption:** Pursuant to the terms and conditions of the Securities, following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Assets, taxation or the relevant currency of the Securities, the Determination Agent or the Issuer may take a number of remedial actions, including estimating the price of the Underlying Assets, substituting the Underlying Assets, and making adjustments to the terms and conditions of the Securities. Any of such remedial action may change the economic characteristics of the Securities and have a material adverse effect on the value of and return on the Securities. If no remedial action can be taken, or it is determined that the performance of any of the Issuer's obligations under the Securities is unlawful or physically impracticable, the Issuer may early redeem the Securities by payment of an Early Cash Settlement Amount. If early redemption occurs, you may lose some or all of your investment because the Early Cash Settlement Amount may be lower than the price at which you purchase the Securities, or may even be zero. You will also lose the opportunity to participate in any subsequent positive performance of the Underlying Assets and be unable to realise any potential gains in the value of the Securities. You may not be able to reinvest the proceeds from an investment at a comparable return and/or with a comparable interest or coupon rate for a similar level of risk.

**Risks relating to floating interest rate:** The Interest Amount payable over the term of the Securities may vary and many extrinsic factors could affect the performance of the floating interest rate, which could fluctuate up or down. Fluctuations that have occurred in the past should not be taken as an indication of future performance. Further, the occurrence of a discontinuance and/or declared non-representativeness of the floating interest rate may lead to the replacement of such rate in accordance with the specified alternative methodologies (in which case, the economic characteristics of the Securities may change in a materially negative manner) or the early redemption of the Securities (in which case, the holders will lose all future interest payments).

## KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

### Under which conditions and timetable can I invest in these Securities?

#### *Terms and conditions of the offer*

The terms and conditions of any offer of Securities to the public may be determined by agreement between the Issuer and the Authorised Offeror at the time of each issue.

The Securities are offered for subscription in Portugal during the period from (and including) 18 April 2022 to (and including) 6 May 2022 (the "Offer Period") and such offer is subject to the following conditions:

- Offer Price: The Issue Price.
- Conditions to which the offer is subject: 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.
- 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 Portugal (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.
- 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.
- Details of the 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.
- 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.
- Categories of holders to which the Securities are offered and whether Tranche(s) have been reserved for certain countries: Offers may be made through the Authorised Offeror in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made through the Authorised Offeror pursuant to an exemption from the obligation under the Prospectus Regulation to publish a prospectus.

<ul style="list-style-type: none"> <li>• Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: 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.</li> <li>• Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: Banco BPI SA, Av. da Boavista, N.º 1117, 4100-129 Porto, Portugal</li> </ul>
<p><b><i>Estimated total expenses of the issue and/or offer including expenses charged to investor by issuer/offeror</i></b></p> <p>The estimated total expenses of the issue and/or offer are EUR 1,000.</p> <p>The Issuer will not charge any expenses to holders in connection with any issue of Securities. Offerors may, however, charge expenses to holders. Such expenses (if any) will be determined by agreement between the offeror and the holders at the time of each issue.</p>
<p align="center"><b>Who is the offeror and/or the person asking for admission to trading?</b></p>
<p>See the item entitled "The Authorised Offeror(s)" above.</p> <p>The Issuer is the entity offering and requesting for admission to trading of the Securities.</p>
<p align="center"><b>Why is the Prospectus being produced?</b></p>
<p><b><i>Use and estimated net amount of proceeds</i></b></p> <p>The net proceeds from each issue of Securities will be applied by the Issuer for its general corporate purposes, which include making a profit and/or hedging certain risks.</p>
<p><b><i>Underwriting agreement on a firm commitment basis</i></b></p> <p>The offer of the Securities is not subject to an underwriting agreement on a firm commitment basis.</p>
<p><b><i>Description of any interest material to the issue/offer, including conflicting interests</i></b></p> <p>The Manager or Authorised Offeror may be paid fees in relation to any issue or offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, Manager or Authorised Offeror or their affiliates (who may have interests in transactions in derivatives related to the Underlying Assets which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and holders.</p> <p>The Authorised Offeror will be paid aggregate commissions equal to no greater than 0.90%. Any Authorised Offeror and its affiliates may engage, and may in the future engage, in hedging transactions with respect to the Underlying Assets.</p>

## RESUMO

### INTRODUÇÃO E AVISOS

O Resumo deve ser lido como uma introdução ao Prospeto. Qualquer decisão de investir nos Valores Mobiliários deve basear-se na consideração do Prospeto como um todo por parte do investidor. Em certas circunstâncias, o investidor poderá perder parte ou a totalidade do capital investido. Nos casos em que uma reclamação relativa às informações contidas no Prospeto seja apresentada em tribunal, o investidor queixoso poderá, de acordo com a lei nacional, ter de arcar com os custos de tradução do Prospeto antes do início do processo judicial. A responsabilidade civil é atribuída apenas às pessoas que apresentaram o Resumo, incluindo qualquer tradução do mesmo, mas apenas quando o Resumo for enganoso, impreciso ou inconsistente quando lido em conjunto com as outras partes do Prospeto ou não for fornecido, quando lido em conjunto com o outras partes do Prospeto, informações essenciais para ajudar os investidores a considerar a possibilidade de investir nos Valores Mobiliários.

**Está prestes a comprar um produto que não é simples e poderá ser difícil de entender.**

**Valores Mobiliários:** Até EUR 150.000.000 em Valores Mobiliários com vencimento em Maio de 2025, de acordo com o Global Structured Securities Program (ISIN: XS2366907090) (os "Valores Mobiliários").

**O Emitente:** O emitente é o Barclays Bank PLC. A sua sede social localiza-se em 1 Churchill Place, Londres, E14 5HP, Reino Unido (número de telefone: +44 (0)20 7116 1000) e seu identificador de entidade jurídica ("LEI") é o G5GSEF7VJP517OUK5573

**O Oferente Autorizado:** O Oferente Autorizado é o Banco BPI, S.A., com endereço na Av. da Boavista, N.º 1117, 4100-129 Porto, Portugal e telefone +351 22 207 50 00) e LEI 3DM5DPGI3W6OU6GJ4N92.

**Autoridade competente:** O Prospeto de Base foi aprovado a 1 de julho de 2021 pelo Banco Central da Irlanda em New Wapping Street, North Wall Quay, Dublin 1, D01 F7X3, Irlanda (número de telefone: +353 (0)1 224 6000).

### PRINCIPAIS INFORMAÇÕES SOBRE O EMITENTE

#### Quem é o Emitente dos valores mobiliários?

**Domicílio e forma jurídica do emitente:** O Barclays Bank PLC (o "Emitente") é uma empresa pública limitada registada na Inglaterra e no País de Gales sob o número 1026167. A responsabilidade dos membros do emitente é limitada. Sede social sita em 1 Churchill Place, London, E14 5HP, Reino Unido (número de telefone +44 (0)20 7116 1000). O Identificador de Pessoa Jurídica (LEI) do emissor é G5GSEF7VJP517OUK5573.

**Principais atividades do emitente:** Os negócios do Grupo incluem operações bancárias e pagamentos ao consumidor em todo o mundo, além de um banco de primeira linha, serviço completo, consumidor global e banco de investimentos. O Grupo é constituído pelo Barclays PLC, juntamente com as suas subsidiárias, incluindo o Emitente. A principal atividade do Emitente é oferecer produtos e serviços concebidos para grandes clientes bancários empresariais, grossistas e internacionais.

O termo "**Grupo**" refere-se ao Barclays PLC em conjunto com as suas subsidiárias e o termo "**Barclays Bank Group**" refere-se ao Barclays Bank PLC em conjunto com as suas subsidiárias.

**Principais acionistas do emitente:** A totalidade do capital social ordinário emitido pelo Emitente pertence ao Barclays PLC. O Barclays PLC é a empresa-mãe final do grupo.

**Identidade dos principais administradores do Emitente:** Os principais diretores administrativos do emitente são C.S. Venkatakrishnan (CEO e Diretor Executivo) e Tushar Morzaria (Diretor Executivo).

**Identidade dos revisores oficiais de contas do Emitente:** Os revisores oficiais de contas do Emitente são a KPMG LLP ("KPMG"), revisores oficiais de contas e auditores registados (membro do Institute of Chartered Accountants na Inglaterra e no País de Gales), 15 Canada Square, London E14 5GL, Reino Unido.

#### Quais são as principais informações financeiras sobre o Emitente?

O Emitente obteve as informações financeiras consolidadas incluídas na tabela *infra*, para os anos encerrados a 31 de dezembro de 2020 e 31 de dezembro de 2019, a partir das demonstrações financeiras consolidadas anuais do Emitente para os anos encerrados a 31 de dezembro de 2020 e 2019 (as "**Demonstrações Financeiras**"), que foram auditadas com uma opinião inalterada fornecida pela KPMG. As informações financeiras selecionadas incluídas na tabela abaixo para os seis meses findos em 30 de junho de 2021 e 30 de junho de 2020 foram derivadas do Anúncio de Resultados Interino não auditado do Emitente em relação aos seis meses encerrados em 30 de junho de 2021.

<b>Demonstração de Resultados Consolidada</b>				
	<b>Em 30 de junho (não auditado)</b>		<b>Em 31 de dezembro</b>	
	<b>2021</b>	<b>2020</b>	<b>2020</b>	<b>2019</b>
	<i>(£m)</i>		<i>(£m)</i>	
Rendimento líquido de juros	1.523	1.671	3.160	3.907
Rendimento líquido de taxas e comissões	3.200	2.879	5.659	5.672
Imparidades de crédito libertadas/(encargos)	288	(2.674)	(3.377)	(1.202)

Resultado líquido de transações em mercado	3.467	4.225	7.076	4.073
Lucros antes de impostos	3.334	1.523	3.075	3.112
Lucro/(prejuízo) após impostos	2.723	1.293	2.451	2.780
<b>Balanzo Consolidado</b>				
	<b>Em 30 de junho (não auditado)</b>		<b>Em 31 de dezembro</b>	
	<b>2021</b>		<b>2020</b>	<b>2019</b>
	<i>(£m)</i>		<i>(£m)</i>	
Total do ativo	1.064.337		1.059.731	876.672
Valores mobiliários de dívida em emissão	42.931		29.423	33.536
Responsabilidades subordinadas	29.045		32.005	33.425
Empréstimos e adiantamentos a custo amortizado	133.815		134.267	141.636
Depósitos a custo amortizado	249.732		244.696	213.881
Fundos próprios	53.696		53.710	50.615
<b>Determinados Rácios das Demonstrações Financeiras</b>				
	<b>Em 30 de junho (não auditado)</b>		<b>Em 31 de dezembro</b>	
	<b>2021</b>		<b>2020</b>	<b>2019</b>
	<i>(%)</i>		<i>(%)</i>	
Capital Próprio Comum de Nível 1 ( <i>Tier 1</i> )	13,9		14,2	13,9
Capital regulatório total	21,2		21,0	22,1
Rácio de alavancagem (CRR)	3,6		3,9	3,9

#### Quais são os principais riscos específicos do emitente?

Os riscos materiais são aqueles a que a administração presta particular atenção e que podem fazer com que a estratégia, os resultados das operações, a situação financeira e/ou as perspectivas do Grupo Barclays Bank sejam materialmente diferentes das expectativas. Os riscos emergentes são aqueles que têm componentes desconhecidas, e cujo impacto poderia cristalizar-se durante um período de tempo mais longo. Adicionalmente, outros fatores fora do controle do Grupo Barclays Bank, incluindo o agravamento do terrorismo ou conflitos globais, catástrofes naturais, pandemias e eventos semelhantes, embora não detalhados abaixo, podem ter um impacto semelhante no Grupo Barclays Bank.

- **Riscos materiais existentes e emergentes com potencial impacto em mais do que um risco principal:** Para além dos riscos materiais e emergentes com impacto nos principais riscos abaixo indicados, existem também riscos materiais existentes e emergentes que potencialmente têm impacto em mais do que um destes riscos principais. Estes riscos são: (i) o impacto da COVID-19; (ii) as condições económicas e de mercado globais e locais potencialmente desfavoráveis, bem como desenvolvimentos geopolíticos; (iii) o crescimento do produto interno bruto global enfraquecido, (iv) a retirada do Reino Unido da UE; (v) o impacto da alteração das taxas de juro na rentabilidade do Grupo Barclays Bank; (vi) os ambientes competitivos da indústria bancária e dos serviços financeiros; (vii) a agenda das alterações regulamentares e o impacto no modelo de negócio; (viii) o impacto das alterações climáticas no Grupo Barclays Bank; e (ix) o impacto das reformas das taxas de juro de referência sobre o Grupo Barclays Bank.
- **Riscos de Crédito e de Mercado:** O risco de crédito é o risco de perda para o Grupo Barclays Bank decorrente do incumprimento por parte de clientes, consumidores ou contrapartes, das suas obrigações para com os membros do Grupo Barclays Bank. O Grupo Barclays Bank está sujeito a riscos decorrentes de alterações na qualidade de crédito e taxas de recuperação de empréstimos e adiantamentos devidos por mutuários e contrapartes em qualquer carteira específica. Risco de mercado é o risco de perda decorrente

de uma potencial alteração adversa no valor dos ativos e passivos do Grupo Barclays Bank devido à flutuação das variáveis de mercado.

- **Risco de tesouraria e de capital e o risco de o Emitente e o Grupo Barclays Bank estarem sujeitos a poderes de resolução substanciais:** Há três tipos primários de tesouraria e risco de capital enfrentados pelo Grupo Barclays Bank, que são: (1) risco de liquidez - o risco de que o Grupo Barclays Bank seja incapaz de cumprir as suas obrigações contratuais ou contingentes ou que não tenha o montante de financiamento e liquidez estáveis adequados para suportar os seus ativos, que também podem ser afetados por alterações de notação de crédito; (2) risco de capital - o risco de que o Grupo Barclays Bank tenha um nível ou composição de capital insuficiente; e (3) risco de taxa de juro na carteira bancária - o risco de que o Grupo Barclays Bank esteja exposto à volatilidade do capital ou dos rendimentos devido a um desfazamento entre as exposições às taxas de juro dos seus ativos e passivos (não negociados). Ao abrigo da Lei Bancária de 2009 (*Banking Act 2009*), são concedidos poderes substanciais ao Banco de Inglaterra (ou, em certas circunstâncias, ao Tesouro do Reino Unido (*HM Treasury*)), em concertação com a Autoridade de Regulamentação Prudencial do Reino Unido (*United Kingdom Prudential Regulation Authority*), a Autoridade de Conduta Financeira do Reino Unido (*UK Financial Conduct Authority*) e Tesouro do Reino Unido, como parte de um regime de resolução especial. Estes poderes permitem ao Banco de Inglaterra (ou a qualquer sucessor ou substituto deste e/ou outra autoridade no Reino Unido com a capacidade de exercer o Poder de Fiança do Reino Unido) (a "**Autoridade de Resolução**" ("*Resolution Authority*") implementar várias medidas de resolução e opções de estabilização (incluindo, entre outros, o instrumento de fiança) no que respeita a um banco ou empresa de investimento do Reino Unido e algumas das suas subsidiárias (à data do Documento de Registo, incluindo o Emitente) em circunstâncias em que a Autoridade de Resolução considera que estão preenchidas as condições de resolução pertinentes.
- **Riscos operacionais e de modelo:** O risco operacional é o risco de perda para o Grupo Barclays Bank devido a processos ou sistemas inadequados ou falhados, fatores humanos ou devido a eventos externos em que a causa principal não seja devida a riscos de crédito ou de mercado. O risco de modelo é o risco de potenciais consequências adversas de avaliações ou decisões financeiras baseadas em resultados e relatórios de modelo incorretos ou mal utilizados.
- **Riscos de conduta, de reputação e jurídico e de medidas legais, de concorrência e regulamentares:** O risco de conduta é o risco de prejuízo para os consumidores, clientes, integridade do mercado, concorrência efetiva ou para o Grupo Barclays Bank devido ao fornecimento inadequado de serviços financeiros, incluindo casos de conduta dolosa ou negligente. Risco de reputação é o risco de que uma ação, transação, investimento, evento, decisão ou relação comercial reduza a confiança na integridade e competência do Grupo Barclays Bank. O Grupo Barclays Bank conduz atividades num mercado altamente regulamentado que o expõe a riscos legais decorrentes (i) da multiplicidade de leis e regulamentos aplicáveis aos negócios que opera, que são altamente dinâmicas, podem variar entre jurisdições e são frequentemente pouco claras na sua aplicação a circunstâncias particulares, especialmente em áreas novas e emergentes; e (ii) a natureza diversificada e evolutiva dos negócios e práticas comerciais do Grupo Barclays Bank. Em qualquer caso, o Grupo Barclays Bank fica exposto ao risco de perda ou à imposição de sanções, danos ou multas pelo fracasso dos membros do Grupo Barclays Bank em cumprir as respetivas obrigações legais, incluindo requisitos legais ou contratuais. O risco legal pode surgir em relação a uma série de fatores de risco, resumidos acima.

## PRINCIPAIS INFORMAÇÕES SOBRE OS VALORES MOBILIÁRIOS

### Quais são as principais características dos Valores Mobiliários?

#### *Tipo e classe de valores mobiliários oferecidos e admitidos à negociação, incluindo números de identificação de segurança*

Os Valores Mobiliários terão a forma de notas e serão identificados exclusivamente através do: Número de série: NX00327642; Tranche número: 1; ISIN: XS2366907090; Código comum: 236690709.

Os Valores Mobiliários serão apurados e liquidados através do Euroclear Bank S.A./N.V. ou Clearstream Banking *société anonyme*.

#### *Moeda, denominação especificada, valor do cálculo, tamanho da emissão e prazo dos Valores Mobiliários*

Os Valores Mobiliários serão emitidos em Euros ("EUR") (a "**Divisa de Emissão**") e liquidados na mesma moeda (a "**Divisa de Liquidação**"). Os Valores Mobiliários são negociáveis em valores nominais e a denominação especificada por título é de 1,000 EUR. O montante de cálculo é de 1,000 EUR por título, sujeito a redução em parcelas (o "**Montante de cálculo**"). O tamanho da emissão é de até 150.000.000 EUR. O preço de emissão é de 100% da Denominação Especificada.

A data de emissão é 11 de maio de 2022 (a "**Data de emissão**"). Sujeitos a rescisão antecipada, os Valores Mobiliários estão programados para liquidação final a 12 de maio de 2025 (a "**Data de Liquidação Programada**").

#### *Direitos associados aos Valores Mobiliários*

**Retorno potencial:** Os Valores Mobiliários concederão a cada titular dos Valores Mobiliários o direito de receber um retorno potencial sobre os Valores Mobiliários, juntamente com certos direitos acessórios, como o direito de receber notificação de certas determinações e eventos e o direito de votar em algumas (mas não todas) emendas aos termos e condições dos Valores Mobiliários. O retorno potencial será na forma de: (i) um ou mais Montantes de Juros e (ii) um Montante Final de Liquidação em Numerário. Se os Valores Mobiliários tiverem<sup>7</sup> sido liquidados antecipadamente, o potencial retorno poderá ser, alternativamente, na forma de Montante de Liquidação Antecipada em Numerário.

<sup>7</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

**Tributação:** Todos os pagamentos relativos aos Valores Mobiliários serão efetuados sem retenção na fonte ou dedução de ou por conta de quaisquer impostos do Reino Unido, a menos que tal retenção ou dedução seja exigida por lei. Caso tal retenção ou dedução seja exigida por lei, o Emitente, salvo em circunstâncias limitadas, deverá pagar valores adicionais para cobrir os valores retidos ou deduzidos.

**Eventos de inadimplência:** Se o Emitente deixar de efetuar qualquer pagamento devido sob os Valores Mobiliários ou violar qualquer outro termo e condição dos Valores Mobiliários de forma que seja materialmente prejudicial aos interesses dos titulares (e essa falha não tenha sido sanada dentro de 30 dias, ou, no caso de juros, 14 dias), ou caso o Emitente esteja sujeito a uma ordem de liquidação, então (sujeito, no caso de juros, ao Emitente ter sido impedido de pagar por uma disposição legal obrigatória), os Valores Mobiliários passarão imediatamente a ser considerados devidos e pagáveis, mediante notificação do titular.

#### *Limitações de direitos*

**Liquidação antecipada após certos eventos de interrupção ou devido a ilegalidade ou impraticabilidade:** O Emitente poderá liquidar os Valores Mobiliários antes da Data de Liquidação Programada após a ocorrência de certos eventos de interrupção ou eventos extraordinários relativos ao Emitente, aos seus acordos de cobertura de posições, aos Ativos Subjacentes, à tributação ou à divisa relevante dos Valores Mobiliários, ou se se determinar que o desempenho de qualquer uma das suas obrigações sob os Valores Mobiliários é ilegal ou fisicamente impraticável. Se tal ocorrer, os investidores receberão um "**Montante de Liquidação Antecipada em Numerário**" igual ao valor justo de mercado dos Valores Mobiliários antes da sua liquidação antecipada.

#### **Certas limitações adicionais:**

- Os termos e condições dos Valores Mobiliários permitem que o Emitente e o Agente de Determinação (conforme o caso), na ocorrência de certos eventos e em determinadas circunstâncias, sem o consentimento dos titulares, faça ajustes nos termos e condições dos Valores Mobiliários, liquidar os Valores Mobiliários antes da maturidade, monetizar os Valores Mobiliários, (quando aplicável) adiar a avaliação dos Ativos Subjacentes ou pagamentos programados sob os Valores Mobiliários, alterar a divisa na qual os Valores Mobiliários são denominados, substituir os Ativos Subjacentes, substituir o Emitente por outra entidade permitida, sujeita a determinadas condições, e tomar outras ações relacionadas com os Valores Mobiliários e com os Ativos Subjacentes.
- Os Valores Mobiliários contêm disposições para convocar assembleias de obrigacionistas para considerar assuntos que afetam os seus interesses em geral, e estas disposições permitem que maiorias definidas vinculem todos os titulares, inclusive aqueles que não compareceram para votar na reunião relevante bem como os que votaram de ao contrário da maioria.

#### *Lei aplicável*

Os Valores Mobiliários serão regidos pela lei inglesa e os direitos decorrentes serão interpretados de acordo com esta.

#### *Descrição do cálculo do potencial retorno sobre os Valores Mobiliários*

**Montante de cálculo:** Os cálculos referentes aos valores a pagar de acordo com os Valores Mobiliários são feitos por referência ao Montante do Cálculo.

**Montantes indicativos:** Se os Valores Mobiliários forem oferecidos mediante Oferta Pública e determinados parâmetros<sup>8</sup> do produto não forem fixados ou determinados no início do Período da Oferta (incluindo qualquer montante, nível, percentagem, preço, taxa ou outro valor em relação aos termos dos Valores Mobiliários que não tenham sido fixados ou determinados até ao início da Oferta Pública), os valores desse produto incluirão um montante indicativo, um montante mínimo indicativo, um montante máximo indicativo ou qualquer combinação destes. Nesse caso, o(s) valor(es) relevante(s) desse produto serão o(s) valor(es) determinado(s) pelo Emitente com base nas condições de mercado no final do Período da Oferta. A informação sobre o valor relevante do produto será publicada antes da Data de Emissão.

**Agente de Determinação:** O Barclays Bank PLC será nomeado para fazer cálculos e determinações em relação aos Valores Mobiliários.

#### **A – Juros**

O Montante de Juros a pagar por cada Valor Mobiliário em cada Data de Pagamento de Juros será calculado multiplicando a “**Taxa de Juro**” aplicável pelo Montante de Cálculo e pela Base, que representa o número de dias existente nesse período de cálculo de juros., A “**Taxa de Juro**” para cada período de cálculo de juros será igual à soma de (i) uma taxa variável, que será definida na Data de Determinação de Juros para esse período<sup>9</sup> de cálculo de juros, e de (ii) uma Margem, a qual é 0%. A **Taxa de Juro** resultante desta soma nunca poderá ser superior ao juro máximo (1.5%) nem inferior ao juro mínimo (0.85%).

A taxa variável usada para cada período de cálculo de juros será a cotação para a EURIBOR em EUR com um vencimento de 3 meses divulgada no Ecrã da Refinitiv, página EURIBOR01, às 11h00 horas, hora de Bruxelas, na data de determinação de Juros, para esse período de cálculo de juros.

<b>Datas de Determinação de Juros*</b>	<b>Datas de Pagamento de Juros</b>	<b>Base</b>
9 Maio 2022	11 Agosto 2022	30/360
9 Agosto 2022	11 Novembro 2022	30/360

<sup>8</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

<sup>9</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

9 Novembro 2022	13 Fevereiro 2023	30/360
9 Fevereiro 2023	11 Maio 2023	30/360
9 Maio 2023	11 Agosto 2023	30/360
9 Agosto 2023	13 Novembro 2023	30/360
9 Novembro 2023	12 Fevereiro 2024	30/360
8 Fevereiro 2024	13 Maio 2024	30/360
9 Maio 2024	12 Agosto 2024	30/360
8 Agosto 2024	11 Novembro 2024	30/360
7 Novembro 2024	11 Fevereiro 2025	30/360
7 Fevereiro 2025	12 Maio 2025	30/360

### B - Liquidação final

Se os Valores Mobiliários não tiverem sido liquidados de outra forma, cada Valor Mobiliário será liquidado na Data de Liquidação Programada mediante o pagamento do Montante Final da Liquidação em Numerário. A Data de Liquidação Programada pode ser adiada após o adiamento da Data de Avaliação Final devido a um evento de interrupção.

O Montante Final da Liquidação em Numerário é calculado multiplicando o Nível de Proteção (100%) pelo Montante de Cálculo.

**Situação dos valores mobiliários:** Os Valores Mobiliários são obrigações diretas, não subordinadas e não garantidas da Emissora e têm a mesma classificação entre si.

#### **Descrição das restrições à livre transferibilidade dos Valores Mobiliários:**

Os Valores Mobiliários são oferecidos e vendidos fora dos Estados Unidos a pessoas fora dos EUA, de acordo com o Regulamento S, de acordo com a Lei de Valores Mobiliários, e devem cumprir as restrições de transferência com relação aos Estados Unidos. Os valores mobiliários mantidos num sistema de compensação serão transferidos de acordo com as regras, procedimentos e regulamentos desse sistema de compensação. Sujeito ao acima exposto, os Valores Mobiliários serão livremente transferíveis.

#### **Onde serão os Valores Mobiliários negociados?**

É esperado que o Emitente (ou em seu nome) solicite que os Valores Mobiliários sejam admitidos à negociação no mercado regulamentado da Irish Stock Exchange Trading plc como Euronext Dublin.

#### **Quais são os principais riscos que são específicos aos Valores Mobiliários?**

Os Valores Mobiliários estão sujeitos aos seguintes riscos principais:

**Poderá perder parte ou todo o seu investimento nos Valores Mobiliários:** Apesar de os Valores Mobiliários<sup>10</sup> serem amortizados a 100% no seu vencimento, pode perder uma parte ou a totalidade do seu investimento<sup>11</sup> se o Emitente não cumprir com as suas obrigações contratuais. Também poderá perder parte ou todo o seu investimento se: (a) vender os seus Valores Mobiliários antes do seu vencimento ou maturidade programada; (b) os seus Valores Mobiliários tiverem sido resgatados antecipadamente em determinadas circunstâncias extraordinárias; ou (c) os termos e condições dos seus Valores Mobiliários sejam ajustados de modo que o valor a pagar ou a propriedade a entregar seja menor que o seu investimento inicial.

**Existem riscos associados à avaliação, liquidez e oferta dos Valores Mobiliários:** O valor de mercado dos seus Valores Mobiliários pode ser menor que o preço de emissão, uma vez que o preço de emissão pode ter em consideração a margem de lucro e os custos do Emitente e/ou distribuidor, além do valor justo de mercado dos Valores Mobiliários. O valor de mercado dos seus Valores Mobiliários poderá ser afetado pela volatilidade ou preço dos Ativos Subjacentes no momento relevante, por alterações às taxas de juros, pela condição financeira e classificações de crédito do Emitente, pela oferta e procura dos Valores Mobiliários, o tempo restante até o vencimento ou maturidade dos Valores Mobiliários e outros fatores. O preço, se algum, pelo qual poderá vender os seus Valores Mobiliários antes da maturidade pode ser substancialmente menor do que o valor que investiu inicialmente. Os seus Valores Mobiliários poderão não ter um mercado de negociação ativo e o Emitente poderá não ter nenhuma obrigação de criar um mercado ou de voltar a comprar os Valores Mobiliários antes da liquidação final. O Emitente pode retirar a oferta pública a qualquer momento. Caso tal venha a acontecer, onde já pagou ou entregou o dinheiro da assinatura pelos Valores Mobiliários relevantes, terá direito ao reembolso desses valores, mas não receberá nenhuma remuneração que possa ter acumulado no período entre o pagamento ou a entrega do dinheiro da assinatura e o reembolso dos Valores Mobiliários.

<sup>10</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

<sup>11</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.



**Está sujeito a riscos associados à determinação do montante a pagar sob os Valores Mobiliários:** Para receber a totalidade do montante investido no vencimento dos Valores Mobiliários, tem de os manter até essa data. Se os Valores Mobiliários<sup>12</sup> forem vendidos antes do seu vencimento, poderá receber um montante inferior ao investido.

**Os seus Valores Mobiliários estão sujeitos a ajustes e à liquidação antecipada:** De acordo com os termos e condições dos Valores Mobiliários, após a ocorrência de certos eventos de interrupção ou eventos extraordinários relacionados com o Emitente, os seus acordos de cobertura de posições, Ativos Subjacentes, tributação ou a divisa relevante dos Valores Mobiliários, o Agente de Determinação ou o Emitente poderão tomar um conjunto de ações corretivas, incluindo a estimativa do preço dos Ativos Subjacentes, substituição dos Ativos Subjacentes e ajustes nos termos e condições dos Valores Mobiliários. Qualquer uma dessas medidas corretivas pode alterar as características económicas dos Valores Mobiliários e ter um efeito adverso relevante no valor e no retorno dos Valores Mobiliários. Se nenhuma ação corretiva puder ser tomada ou se for determinado que o desempenho de qualquer uma das obrigações do Emitente sob os Valores Mobiliários é ilegal ou fisicamente impraticável, o Emitente poderá liquidar antecipadamente os Valores Mobiliários mediante o pagamento de um Valor de Liquidação Antecipada. Se ocorrer uma liquidação antecipada, poderá perder parte ou todo o seu investimento porque o Montante da Liquidação Antecipada em Numerário poderá ser menor que o preço pelo qual comprou os Valores Mobiliários, podendo inclusive ser zero. Perderá também a oportunidade de participar em qualquer desempenho positivo subsequente dos Ativos Subjacentes e não poderá obter quaisquer ganhos potenciais no valor dos Valores Mobiliários. Poderá não conseguir reinvestir os recursos de um investimento com um retorno comparável e/ou com uma taxa de juros ou de cupão comparável para um nível de risco semelhante.

**Riscos relacionados com taxa de juro variável:** O Montante de Juros a pagar durante a vida dos Valores Mobiliários pode variar e muitos fatores externos podem afetar o desempenho da taxa de juro variável, que pode variar para cima ou para baixo. As flutuações que tenham ocorrido no passado não devem ser consideradas como uma indicação de desempenho futuro. Além disso, a ocorrência de uma descontinuidade e/ou não representatividade declarada da taxa de juro variável pode levar à substituição dessa taxa, de acordo com as metodologias alternativas especificadas (caso em que as características económicas dos Valores Mobiliários podem mudar de forma materialmente negativa) ou ao reembolso antecipado dos Valores Mobiliários (caso em que os titulares perderão todos os pagamentos futuros de juros).

## INFORMAÇÕES IMPORTANTES SOBRE A OFERTA DE VALORES MOBILIÁRIOS AO PÚBLICO E/OU A ADMISSÃO À NEGOCIAÇÃO EM MERCADO REGULAMENTADO

### Sob quais condições e cronograma posso investir nesses valores mobiliários?

#### *Termos e condições da oferta*

Os termos e condições de qualquer oferta de Valores Mobiliários ao público podem ser determinados por acordo entre o Emitente e o Oferente Autorizado no momento de cada emissão.

Os Valores Mobiliários são oferecidos para subscrição em Portugal durante o período de 18 de Abril de 2022 (inclusive) até 6 de Maio de 2022 (inclusive) (o "Período da Oferta") e esta oferta está sujeita às seguintes condições:

- **Preço de oferta:** O preço de emissão.
- **Condições às quais a oferta está sujeita:** O Emitente reserva o direito de retirar a oferta de Valores Mobiliários a qualquer momento antes do final do período de oferta. Após a retirada da oferta, se algum pedido tiver sido feito por qualquer investidor em potencial, cada investidor em potencial não terá o direito de assinar ou adquirir os Valores Mobiliários, e quaisquer pedidos serão automaticamente cancelados e qualquer dinheiro da compra será devolvido ao subscritor pelo Oferente Autorizado, de acordo com os procedimentos habituais do Oferente Autorizado.
- **Descrição do processo de oferta:** Pode ser feita pelo Gestor ou pelo Oferente Autorizado uma oferta de Valores Mobiliários que não esteja de acordo com o Artigo 1 (4) do Regulamento do Prospeto da EU em Portugal (a "**Jurisdição da Oferta Pública**") durante o Período da Oferta. A subscrição dos Valores Mobiliários pode ser feita na Jurisdição da Oferta Pública por meio do Oferente Autorizado durante o Período da Oferta. Os Valores Mobiliários serão colocados na Jurisdição da Oferta Pública pelo Oferente Autorizado. A distribuição será realizada de acordo com os procedimentos habituais do Oferente Autorizado, notificados aos investidores pelo Oferente Autorizado.
- **Informação detalhada sobre a quantidade mínima e/ou máxima de aplicação:** A quantidade mínima e máxima de oferta do Oferente Autorizado será notificada aos investidores pelo Oferente Autorizado.
- **Informação detalhada relacionada com métodos e prazos de pagamento e entrega dos Valores Mobiliários:** Os investidores serão notificados pelo Oferente Autorizado sobre as suas alocações de Valores Mobiliários e os acordos de liquidação em relação a estes.
- **Forma e data em que os resultados da oferta serão divulgados:** Os investidores serão notificados pelo Oferente Autorizado sobre as suas alocações de Valores Mobiliários e os acordos de liquidação em relação a estes.
- **Categorias de titulares aos quais os Valores Mobiliários são oferecidos e se a(s) Tranche(s) foram reservados para determinados países:** As ofertas podem ser feitas através do Oferente Autorizado na Jurisdição da Oferta Pública a qualquer pessoa. As ofertas (se alguma) em outros países do EEE serão feitas apenas por meio do Oferente Autorizado, de acordo com uma isenção da obrigação prevista no Regulamento do Prospeto de publicar um prospeto.
- **Processo para notificação aos subscritores do valor atribuído e a indicação se a negociação pode começar antes da notificação:** Os subscritores serão notificados diretamente pelo Oferente Autorizado do sucesso da sua subscrição. Nenhuma negociação nos Valores Mobiliários pode ocorrer antes da Data de Emissão.
- **Nome(s) e endereço(s), na medida que estes sejam conhecidos pelo emitente, dos licitadores nos diversos países em que a oferta ocorre:** Banco BPI, S.A.,<sup>13</sup> Av. da Boavista, N.º 1117, 4100-129 Porto, Portugal.

*Despesas totais estimadas da emissão e/ou oferta, incluindo as despesas cobradas ao investidor pelo emitente/oferente*

<sup>12</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

<sup>13</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.

<p>As despesas totais estimadas da emissão e/ou oferta são de 1.000 EUR.</p> <p>O Emitente não cobrará aos detentores nenhuma despesa relacionada com qualquer emissão de Valores Mobiliários. No entanto, os oferentes podem cobrar despesas aos titulares. Tais despesas (se alguma) serão determinadas por acordo entre o oferente e os titulares no momento de cada emissão.</p>
<p><b>Quem é o oferente e/ou a pessoa que solicita a admissão à negociação?</b></p>
<p>O Emitente é a entidade que solicitará a admissão em bolsa dos valores mobiliários.</p>
<p><b>Porque é que este Prospeito está a ser feito?</b></p>
<p><i>Uso e valor líquido estimado dos recursos</i></p> <p>O produto líquido de cada emissão de Valores Mobiliários será aplicado pelo Emitente para os seus objetivos empresariais gerais, que incluem obter lucro e/ou proteção de certos riscos.</p>
<p><i>Contrato de subscrição com base num compromisso firme</i></p> <p>A oferta dos Valores Mobiliários não está sujeita a um contrato de subscrição com base num compromisso firme.</p>
<p><i>Descrição de qualquer interesse material para a emissão/oferta, incluindo conflito de interesses</i></p> <p>O Gestor ou Oferente Autorizado poderá receber taxas relacionadas a qualquer emissão ou oferta de Valores Mobiliários. Poderão existir potenciais conflitos de interesse entre o Emitente, o Agente de Determinação, o Gestor ou o Oferente Autorizado ou as suas afiliadas (que podem ter interesses em transações de derivativos relacionados com os ativos subjacentes que podem, mas não se destinam a, afetar adversamente o preço de mercado, a liquidez ou valor dos Valores Mobiliários) e titulares.</p> <p>O Oferente Autorizado receberá uma comissão agregada máxima de 0.90%.<sup>14</sup> Qualquer Oferente Autorizado e as suas afiliadas podem envolver-se, e no futuro envolver-se, em cobertura de posições relacionadas com os Ativos Subjacentes.</p>

<sup>14</sup> Alterado pelos Termos Finais Alterados e Reformulados de 18 de abril de 2022.