

**Supplement Number 1 dated 25 August 2017  
To the Base Prospectus dated 3 July 2017**



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

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**\$20,000,000,000**  
**GLOBAL COLLATERALISED MEDIUM TERM NOTES**  
*supported by a limited recourse undertaking by Barclays CCP Funding LLP*

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This base prospectus supplement (the "Supplement") supplements, forms part of and should be read in conjunction with, the base prospectus dated 3 July 2017 (the "Base Prospectus") prepared by Barclays Bank PLC (the "Bank" or the "Issuer") with respect to its \$20,000,000,000 Global Collateralised Medium Term Note Series (the "Global Collateralised Medium Term Note Series").

The Supplement has been approved by the Central Bank of Ireland (the "Central Bank"), as competent authority under Directive 2003/71/EC (the "Prospectus Directive"). The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive. This Supplement constitutes a base prospectus supplement for the purposes of the Prospectus Directive.

Terms defined in the Base Prospectus have the same meanings when used in this Supplement.

The Issuer accepts responsibility for the information contained in this 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 Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Barclays CCP Funding LLP (the "LLP") accepts responsibility for the information contained in this Supplement relating to it and the LLP Undertakings. To the best of the knowledge of the LLP (having taken all reasonable care to ensure that such is the case), such information is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. To the extent that there is any inconsistency between any statement in herein and any statement in or incorporated by reference into the Base Prospectus, the statements herein will prevail.

Save as disclosed in this Supplement and in the previous supplements to the Base Prospectus, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the initial publication of the Base Prospectus.

This Supplement has been filed with and approved by the Central Bank as required by the Irish Prospectus (Directive 2003/71/EC) Regulations 2005.

## **Amendments to Cover Page, “Global Collateralised Medium Term Note Series Overview- Maximum Amount of the Series” and “Pro Forma Final Terms For Global Collateralised Medium Term Notes”**

References on the Cover Page and in the sections entitled “Global Collateralised Medium Term Note Series Overview- Maximum Amount of the Series” on page 4 of the Base Prospectus and “Pro Forma Final Terms For Global Collateralised Medium Term Notes” on page 107 of the Base Prospectus shall be revised by the deletion of references to \$10,000,000,000 as the maximum amount of the Series be replaced with references to \$20,000,000,000.

### **Amendments to “Forward-Looking Statements”**

The text of the section entitled “Forward-Looking Statements”, on page 54 of the Base Prospectus, shall be revised by the deletion of the first paragraph and the insertion of the following text:

This Base Prospectus and certain documents incorporated by reference herein contain certain forward-looking statements within the meaning of Section 21E of the US Securities Exchange Act of 1934, as amended, and Section 27A of the US Securities Act of 1933, as amended, with respect to the Group. The Bank cautions readers that no forward-looking statement is a guarantee of future performance and that actual results or other financial condition or performance measures could differ materially from those contained in the forward-looking statements. These forward-looking statements can be identified by the fact that they do not relate only to historical or current facts. Forward-looking statements sometimes use words such as ‘may’, ‘will’, ‘seek’, ‘continue’, ‘aim’, ‘anticipate’, ‘target’, ‘projected’, ‘expect’, ‘estimate’, ‘intend’, ‘plan’, ‘goal’, ‘believe’, ‘achieve’ or other words of similar meaning. Examples of forward-looking statements include, among others, statements or guidance regarding or relating to the Group’s future financial position, income growth, assets, impairment charges, provisions, notable items, business strategy, structural reform, capital, leverage and other regulatory ratios, payment of dividends (including dividend pay-out ratios and expected payment strategies), projected levels of growth in the banking and financial markets, projected costs or savings, original and revised commitments and targets in connection with the group strategy update as announced by Barclays PLC on March 1, 2016, rundown of assets and businesses within Barclays Non-Core, sell down of the Group’s interest in Barclays Africa Group Limited or the impact of any regulatory deconsolidation, estimates of capital expenditures and plans and objectives for future operations, projected employee numbers and other statements that are not historical fact. By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. These may be affected by changes in legislation, the development of standards and interpretations under International Financial Reporting Standards, evolving practices with regard to the interpretation and application of accounting and regulatory standards, the outcome of current and future legal proceedings and regulatory investigations, future levels of conduct provisions, future levels of notable items, the policies and actions of governmental and regulatory authorities, geopolitical risks and the impact of competition. In addition, factors including (but not limited to) the following may have an effect: capital, leverage and other regulatory rules (including with regard to the future structure of the Group) applicable to past, current and future periods; UK, US, Africa, Eurozone and global macroeconomic and business conditions; the effects of continued volatility in credit markets; market related risks such as changes in interest rates and foreign exchange rates; effects of changes in valuation of credit market exposures; changes in valuation of issued securities; volatility in capital markets; changes in credit ratings of any entities within the Group or any securities issued by such entities; the potential for one or more countries exiting the Eurozone; the implications of the exercise by the United Kingdom of Article 50 of the Treaty of Lisbon and the disruption that may result in the UK and globally from the withdrawal of the United Kingdom from the European Union; and the success of future acquisitions, disposals and other strategic transactions. A number of these influences and factors are beyond the Group’s control. As a result, the Group’s actual future results, dividend payments, and capital and leverage ratios may differ materially from the plans, goals, expectations and guidance set forth in the Group’s forward-looking statements. Additional risks and factors which may impact the Group’s future financial condition and performance are identified in the Group’s filings with the SEC, including in the Joint Annual Report (as defined in the “*Information Incorporated by Reference*” section below) which are available on the SEC’s website at [www.sec.gov](http://www.sec.gov).

### Amendments to “Information Incorporated by Reference”

The text of the section entitled “Information Incorporated by Reference”, on page 55 of the Base Prospectus, shall be revised by the deletion of the third, fourth and fifth bullet points, and the insertion of the following text:

; and

- the joint unaudited interim results announcement of Barclays PLC and the Bank as filed with the SEC on Form 6-K on 28 July 2017 in respect of the six months ended 30 June 2017 (“2017 Interim Results Announcement”) (available by clicking [here](http://ise.ie/debt_documents/6-K%20Form_e8ab9ecc-ad5f-43de-a611-a0847692809c.PDF) or by pasting the following link into a browser: [http://ise.ie/debt\\_documents/6-K%20Form\\_e8ab9ecc-ad5f-43de-a611-a0847692809c.PDF](http://ise.ie/debt_documents/6-K%20Form_e8ab9ecc-ad5f-43de-a611-a0847692809c.PDF)).

### Amendments to “Risk Factors”

The following text shall be deleted from under the heading “Risk Factors” on page 16 of the Base Prospectus:

#### Principal Risks relating to the Issuer

Material risks and their impact are described below in two sections: i) risks which senior management believes are likely to impact a “principal risk” (within the meaning of the Issuer’s Enterprise Risk Management Framework, each a “**Principal Risk**”); and ii) risks which senior management believes are likely to affect more than one Principal Risk. Certain risks below have been classified as an “**emerging risk**”, which is a risk that has the potential to have a significant detrimental effect on the Group’s performance, but currently the outcome and the time horizon for the crystallisation of its possible impact is more uncertain and more difficult to predict than for other risk factors that are not identified as emerging risks. The five Principal Risks are currently categorised as: (1) Credit Risk; (2) Market Risk; (3) Funding Risk; (4) Operational Risk; and (5) Conduct Risk.

The text of the section entitled “Material existing and emerging risks potentially impacting more than one Principal Risk – 7. Impairment” under the heading “Risk Factors”, on page 21 of the Base Prospectus shall be revised by the replacement of the last sentence of the first paragraph with the following text:

For more information, please refer to (i) Note 1 (Significant Accounting Policies) to the consolidated financial statements of Barclays PLC on pages 226 to 230 of the Joint Annual Report and (ii) Note 1 (Basis of Preparation) to the consolidated financial statements of Barclays PLC on page 52 of the 2017 Interim Results Announcement.

The text of the section entitled “Material existing and emerging risks by Principal Risk – Treasury and capital risk – Credit rating changes and the impact on funding costs” under the heading “Risk Factors”, on page 26 of the Base Prospectus shall be revised by the replacement of the last sentence of the paragraph with the following text:

For further information, please refer to (i) the Credit Ratings in the Liquidity Risk Performance section on page 172 of the Joint Annual Report and (ii) the Credit Ratings in the Treasury and Capital Risk section on pages 38 to 39 of the 2017 Interim Results Announcement.

The text of the section entitled “Material existing and emerging risks by Principal Risk – Operational risk – Critical accounting estimates and judgements” under the heading “Risk Factors”, on page 28 of the Base Prospectus shall be revised by the replacement of the third paragraph with the following text:

Details of legal, competition and regulatory matters to which the Group is currently exposed are set out in Note 19 (Legal, competition and regulatory matters) to the consolidated financial statements of Barclays PLC on pages 74 to 85 of the 2017 Interim Results Announcement.

The text of the section entitled “Material existing and emerging risks by Principal Risk – Legal risk” under the heading “Risk Factors”, on page 31 of the Base Prospectus shall be revised by the replacement of the first sentence of the fifth paragraph with the following text:

Details of legal, competition and regulatory matters to which the Group is currently exposed are set out in Note 19 (Legal, competition and regulatory matters) to the consolidated financial statements of Barclays PLC on pages 74 to 85 of the 2017 Interim Results Announcement.

### **Amendments to “Information Relating to the Issuer”**

The text of the section entitled “The Bank and the Group” under the heading “Information Relating to the Issuer”, on page 57 of the Base Prospectus, shall be revised by the deletion of the last sentence of the second paragraph and by the insertion of the following text after the fourth paragraph:

Based on the Bank Group’s unaudited financial information for the six months ended 30 June 2017, the Bank Group had total assets of £1,136,867m (30 June 2016: £1,351,958m), total net loans and advances<sup>1</sup> of £427,980m (30 June 2016: £473,962m), total deposits<sup>2</sup> of £488,162m (30 June 2016: £500,919m), and total shareholders’ equity of £66,167m (30 June 2016: £69,599m) (including non-controlling interests of £84m (30 June 2016: £2,976m)). The profit before tax from continuing operations of the Bank Group for the six months ended 30 June 2017 was £2,195m (30 June 2016: £3,017m) after credit impairment charges and other provisions of £1,054m (30 June 2016: £931m). The financial information in this paragraph is extracted from the unaudited consolidated financial statements of the Bank for the six months ended 30 June 2017.

The text of the section entitled “The Bank and the Group – Legal Proceedings” under the heading “Information Relating to the Issuer”, on page 57 of the Base Prospectus, shall be revised by the deletion of the existing text and the insertion of the following text:

For a description of the governmental, legal or arbitration proceedings that the Bank and the Group face, see (i) Note 13 (Provisions) to the consolidated financial statements of Barclays PLC and Note 19 (Legal, competition and regulatory matters) to the consolidated financial statements of Barclays PLC on page 70 and pages 74 to 85, respectively, of the 2017 Interim Results Announcement.

The text of the section entitled “The Bank and the Group – Directors” under the heading “Information Relating to the Issuer”, on page 58 of the Base Prospectus, shall be revised by the insertion of the following footnote at the bottom of the first page of the table of directors:

<sup>1</sup> On 19 July 2017, the Bank announced the appointment of Matthew Lester as a Non-Executive Director effective from 1 September 2017.

The text of the section entitled “The Bank and the Group – Significant Change Statement” under the heading “Information Relating to the Issuer”, on page 59 of the Base Prospectus, shall be revised by the insertion of "30 June 2017" in the place of "31 March 2017".

### **Amendments to “Summary of the Transaction Documents”**

The text of the section entitled “Custodial Agreements” under the heading “Summary of the Transaction Documents”, on page 74 of the Base Prospectus, shall be revised by the replacement of the fourth sentence of the first paragraph with the following text:

The Bank of New York Mellon, as Custodian, executed (a) a Collateral Management Master Agreement, dated as of 19 April 2007, with BCSL as collateral provider, (b) a Collateral Management Master Agreement, dated as of 19 April 2007, with the Bank as collateral provider, (c) a Collateral Management Master Agreement, dated as of 4 June 2013, with the LLP as collateral receiver, each as supplemented and otherwise amended by the side letter, dated as of 4 June 2013 (as such side letter may be amended as of the Second Amendment Closing Date), between the Bank, BCSL, The Bank of New York Mellon and the LLP and (d) with respect to the Restricted Securities Collateral, a Custody Agreement, dated on or about September 1, 2017, with the LLP and the Collateral Agent and a Collateral Monitoring Agent Master Service Level Agreement, dated on or about 1 September 2017, with the LLP, as client, the Collateral Agent, The Bank of New York Mellon, London Branch, as the restricted securities collateral custodian, and The Bank of New York Mellon SA/NV, Dublin Branch, as the collateral monitoring agent (collectively, the "CMMA").

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<sup>1</sup> Total net loans and advances include balances relating to both bank and customer accounts.

<sup>2</sup> Total deposits include deposits from bank and customer accounts.

The text of the section entitled “The Security Agreement (English Law) – Qualified Directing Investors” under the heading “Summary of the Transaction Documents”, on page 88 of the Base Prospectus, shall be revised by the replacement of the last sentence of the last paragraph with the following text:

Any such arrangement will be treated as a delivery in kind of the related European System Class Collateral to the European System Qualified Directing Investor, with the result that the Security Trustee will reduce the Payment Amounts due to the holder of each related Class in accordance with the valuation method described below.

The text of the section entitled “The Security Agreement (English Law) – European System Post-Acceleration Priority of Payments” under the heading “Summary of the Transaction Documents”, on page 89 of the Base Prospectus, shall be revised by the deletion of the second paragraph and the insertion of the following text:

In connection with any disposal of some or all of the European System Class Collateral for a European System Directing Investor Class: (i) to the extent such disposal is for cash, the Security Trustee shall apply the Net Cash Proceeds arising from such disposal in the order of priority set out in the Security Agreement (English Law); and (ii) to the extent such disposal is not for cash, the Security Trustee shall reduce the Payment Amounts due to the Holder of each related Class pursuant to the LLP Undertaking by an amount equal to the Market Value (calculated in accordance with the Repurchase Agreement to which such Class Collateral relates or if there is a more recent Credit Support Deed to which Class Collateral relates, in accordance with that Credit Support Deed) of the portion of the European System Class Collateral that is the subject of such disposal, such Market Value to be as determined by the applicable Custodian as of the close of business on the Business Day prior to such disposal; provided that, to the extent that (x) such Market Value of the portion of the European System Class Collateral that is the subject of such disposal exceeds (y) the Payment Amounts due to the Holder of each related Class pursuant to the LLP Undertaking, the Security Trustee will require such Holder to remit to the Security Trustee (for application under and in accordance with the Security Agreement (English Law)) an amount in immediately available funds equal to such difference prior to delivery of such European System Class Collateral.

The text of the section entitled “22. Definitions” under the heading “Terms and Conditions of the Global Collateralised Medium Term Notes”, on page 153 of the Base Prospectus, shall be revised by the replacement of the definition of “**CMMA**” with the following text:

“**CMMA**” means (i) the Collateral Management Master Agreement, dated as of 19 April 2007 by and between BCSL, as collateral provider, and The Bank of New York Mellon, (ii) the Collateral Management Master Agreement, dated as of 19 April 2007 by and between the Bank, as collateral provider, and The Bank of New York Mellon, (iii) the Collateral Management Master Agreement, dated as of 4 June 2013 by and between the LLP, as collateral receiver, and The Bank of New York Mellon, each as supplemented and otherwise amended by the side letter, dated as of 4 June 2013 (as such side letter may be amended as of the Second Amendment Closing Date), between The Bank of New York Mellon and the LLP, (iv) with respect to the Restricted Securities Collateral, a Custody Agreement, dated on or about September 1, 2017, with the LLP and the Collateral Agent and a Collateral Monitoring Agent Master Service Level Agreement, dated on or about September 1, 2017, with the LLP, as client, the Collateral Agent, The Bank of New York Mellon, London Branch, as the restricted securities collateral custodian, and The Bank of New York Mellon SA/NV, Dublin Branch, as the collateral monitoring agent and (v) any other Collateral Management Master Agreement, entered into by any Seller (other than BCSL or the Bank) and The Bank of New York Mellon, as the context may require.

The text of the section entitled “22. Definitions” under the heading “Terms and Conditions of the Global Collateralised Medium Term Notes”, on page 153 of the Base Prospectus, shall be revised by the replacement of the definition of “**CMSA**” with the following text:

“**CMSA**” means (i) the Collateral Management Service Agreement, dated on or about September 1, 2017, as amended by the Undertaking and Side Agreement, between the LLP and Clearstream Banking, société anonyme, (ii) the Collateral Management Service Agreement, dated as of 6 November 2006, as amended by the undertaking and side agreement dated as of 4 June 2013, between Barclays and Clearstream Banking, société anonyme, and/or (iii) the Collateral Management Service Agreement, entered into between any Seller (other than Barclays) and Clearstream Banking, société anonyme, as the context may require.

The text of the section entitled “22. Definitions” under the heading “Terms and Conditions of the Global Collateralised Medium Term Notes”, on page 162 of the Base Prospectus, shall be revised by the addition of the following definition in the appropriate alphabetical order:

**"Market Value"**, with respect to any Series, has the meaning set forth in the Series Definitions Schedule with respect to such Series. When determining the **"Market Value"** for purposes of making the calculation in Section 16.1(b)(ii) of the Security Agreement (English Law) or Section 6.04(b)(ii) of the Security Agreement (New York law) as applicable the Custodian shall compute Market Value in the same manner and as of the same time that “Default Market Value” is computed pursuant to paragraph 10(e)(i)(B)(cc) of the TBMA/ISMA Global Master Repurchase Agreement (2000 Version) on the basis that the seller is the defaulting party and the Security Trustee, acting on behalf of the Directing Investor Class, the non-defaulting party;