

THESE SECURITIES DO NOT CONSTITUTE COLLECTIVE INVESTMENT SCHEMES IN THE MEANING OF THE SWISS FEDERAL ACT ON COLLECTIVE INVESTMENT SCHEMES ("CISA"). ACCORDINGLY, HOLDERS OF THE SECURITIES DO NOT BENEFIT FROM PROTECTION UNDER THE CISA OR SUPERVISION BY THE SWISS FINANCIAL MARKET SUPERVISORY AUTHORITY ("FINMA").

## Pricing Supplement

# BARCLAYS BANK PLC

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

## GLOBAL STRUCTURED SECURITIES PROGRAMME

for the issue of Securities

BARCLAYS BANK PLC

Legal Entity Identifier: G5GSEF7VJP5I7OUK5573

USD 1,000,000 Worst-of Quanto Autocallable Reverse Convertible Notes due December 2022

under the Global Structured Securities Programme

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Issue Price: 100.00% of par

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### What is this document?

This document constitutes the Pricing Supplement of the Securities (the "Pricing Supplement") described herein and is prepared in connection with the Offering Circular under the Global Structured Securities Programme established by Barclays Bank PLC (the "Issuer") and is supplemental to the Offering Circular dated 19 June 2020 as supplemented by the Supplemental Offering Circulars from time to time.

### What other documents do I need to read?

This Pricing Supplement sets out the specific details of your particular issuance of Securities and supplements the terms and conditions and disclosure set out in the Offering Circular including any Supplemental Offering Circulars. Therefore, full information on the Issuer and the Securities is only available on the basis of the combination of this Pricing Supplement and the Offering Circular including any Supplemental Offering Circulars. The Offering Circular and any Supplemental Offering Circular are available for viewing and copies may be obtained from the registered office of the Issuer and by electronic version from the Issue and Paying Agent whose specified office for the time being is in Zurich.

Capitalised terms used in this Pricing Supplement, if not defined in this Pricing Supplement, have the meanings given to them in the Offering Circular and/or any Supplemental Offering Circular.

### What should I consider before investing in Securities issued under the Pricing Supplement?

Investment in Securities that are issued under this Pricing Supplement involve a significant degree of risk and if you invest in them you should be prepared to sustain a loss of all or part of your investment. You should not acquire any Securities unless (i) you understand the nature of the relevant transaction, the complexity of the transaction, the risks inherent in securities and the extent of your exposure to potential loss and (ii) any investment in such Securities is consistent with your overall investment strategy. Before investing in the Securities you should consider carefully whether the Securities you are considering acquiring are suitable in light of your investment objectives, financial capabilities and expertise. You should also consult your own business, financial, investment, legal, accounting, regulatory, tax and other professional advisers to assist you in determining the suitability of the Securities for you as an investment.

US withholding on dividend equivalent amounts: If in item 51 '*871(m) Securities*' below the Pricing Supplement provides that the Issuer has determined that the Securities are subject to US withholding tax under Section 871(m) of the US Internal Revenue Code and regulations promulgated thereunder, then certain actual or deemed payments on the Securities held by non-US investors generally will be subject to US withholding tax of 30 per cent without regard to any reduced rate that may apply under a treaty, as more fully described in '*US federal tax treatment of Non-US Holders*' in the Taxation section of the Offering Circular. No additional amounts will be payable in respect of such withholding taxes.

Prospective investors are urged to read the section headed "*Risk Factors*" in the Offering Circular as supplemented by the Supplement/Supplemental Offering Circular/Pricing Supplement for a discussion of certain matters that should be considered when making a decision to invest in the Securities.

**Who is responsible for the content of this Pricing Supplement?**

The Issuer accepts responsibility for the information contained in this Pricing Supplement. To the best of its knowledge and belief the information contained in this Pricing Supplement is in accordance with the facts and does not contain anything likely to affect its import.

Except as disclosed in this Pricing Supplement and the Offering Circular, there has been no significant change in the financial position or financial performance of the Issuer since 30 June 2020 and no material adverse change in the prospects of the Issuer since 31 December 2019.

**Barclays**

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Pricing Supplement dated 2 December 2020

## Distribution

The distribution or delivery of this document and the offer of the Securities in certain jurisdictions may be restricted by law. Persons into whose possession this Pricing Supplement comes are required by the Issuer to inform themselves about and to observe any such restrictions. Details of selling restrictions for various jurisdictions are set out in "*Purchase and Sale*" in the Offering Circular.

In particular, the Securities have not been, and will not be, registered under the US Securities Act of 1933, as amended (the "**Securities Act**"), or with any securities regulatory authority of any state or other jurisdiction of the United States, and may not be offered or sold within the United States or to, or for the account or benefit of, US persons (as defined in Regulation S under the Securities Act ("**Regulation S**")) ("**US persons**"). Trading in the Securities has not been approved by the US Commodity Futures Trading Commission under the US Commodity Exchange Act of 1936, as amended. Securities in bearer form may be subject to US tax law requirements. Subject to certain exceptions, the Securities may not at any time be offered, sold or delivered within the United States or its possessions or to United States persons (as defined in the US Internal Revenue Code of 1986, as amended), nor may any United States persons at any time trade or maintain a position in such Securities.

### REGULATORY REVIEW AND IMPORTANT INFORMATION FOR PROSPECTIVE INVESTORS:

THE OFFERING CIRCULAR HAS NOT BEEN SUBMITTED TO, REVIEWED BY OR APPROVED BY THE UNITED KINGDOM FINANCIAL CONDUCT AUTHORITY IN ITS CAPACITY AS COMPETENT AUTHORITY UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000 (THE "FSMA") OR ANY OTHER REGULATORY AUTHORITY IN ITS CAPACITY AS COMPETENT AUTHORITY IN THE EU OR THE LONDON STOCK EXCHANGE PLC OR ANY OTHER STOCK EXCHANGE WHICH CONSTITUTES A REGULATED MARKET FOR THE PURPOSES OF DIRECTIVE 2014/65/EU AND REGULATION (EU) NO 600/2014 (TOGETHER, AS AMENDED, "MiFID II/MiFIR").

THIS MEANS THAT THE OFFERING CIRCULAR DOES NOT COMPRISE (I) A BASE PROSPECTUS FOR THE PURPOSES OF ARTICLE 8 OF REGULATION (EU) 2017/1129 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (AS AMENDED, THE "PROSPECTUS REGULATION"), OR (II) LISTING PARTICULARS FOR THE PURPOSES OF SECTION 79 OF THE FSMA OR ANY OTHER RULES OR REGULATIONS RELATED TO A LISTING ON ANY REGULATED MARKET FOR THE PURPOSES OF MiFID II /MiFIR OF ANY STOCK EXCHANGE.

As a result of the Offering Circular not having been approved by any regulatory authority in its capacity as a competent authority, you should be aware that:

- the Offering Circular may not include the type, level and detail of disclosure required by the Prospectus Regulation or other UK or EU legislation concerning disclosure requirements; and
- if you acquire Securities to which the Offering Circular relates you will not have any recourse to the Issuer under any Prospectus Regulation related liability regime, including but not limited to provisions for compensation arising under Section 90 of the FSMA.

The Offering Circular has been prepared on the basis that any offer of Securities in a Member State of the European Economic Area or the United Kingdom (each, a "**Relevant State**") will be made under an exemption in the Prospectus Regulation from the requirement to publish a prospectus for offers of such Securities. Accordingly, if you are making or intending to make an offer of Securities to which the Offering Circular as supplemented from time to time (by any Supplemental Offering Circular) relates, as amended or supplemented by the Pricing Supplement in any Relevant State, you must only do so in circumstances where no obligation to publish a prospectus under Article 3 of the Prospectus Regulation arises. The Issuer has not authorised and will not authorise any offer of Securities which would require the Issuer or any other entity to publish a prospectus in respect of such offer.

Securities issued pursuant to the Programme may be unlisted or an application may be made for Securities to be listed on any stock exchange other than any stock exchange or market which constitutes a regulated market for the purposes of MiFID II/MiFIR. Please refer to Part B "*Listing and Admission to Trading*" for information on if this offer of Securities is unlisted or listed and details on this.

### Swiss Distribution Rules

This document is neither a prospectus according to Art 652a or Art 1156 of the Swiss Code of Obligations nor a simplified prospectus according to Art 5 of the CISA.

As of the entry into force of the new prospectus rules pursuant to the Swiss Federal Act on Financial Services ("**FinSA**"), the Securities may only be publicly offered, sold or advertised, directly or indirectly, in, into or from Switzerland if a prospectus pursuant to the prospectus requirements of Article 40 et seqq. FinSA is prepared and approved by a Reviewing Office pursuant to Article 51 et seqq. FinSA. Pursuant to Article 108 para. 1 of the Swiss Federal Ordinance on Financial Services ("**FinSO**"), these prospectus rules must be complied with as of the end of a transition period ending six months after FINMA has authorized the first Reviewing Office, at the earliest on 1 December 2020. In such case, for any such further offers of Securities after such date, the prospectus rules of FinSA may require the disclosure of additional information and entail additional costs for the authorization by the Reviewing Office.

This document is not a key investor document (*Basisinformationsblatt*) relating to the Securities (a "KID") in the sense of Art. 58 et seqq. of FinSA.

These Securities do not constitute an investment in a collective investment scheme and are neither subject to the CISA nor to the supervision of FINMA. Therefore, investors in these Securities are not eligible for the specific investor protection under the CISA. Investors bear the Issuer Risk. Furthermore, the Securities do not benefit from any depositor protection under Article 37B of the Swiss Federal Law on Banks and Savings Banks (Swiss Banking Act) or other forms of deposit insurance under any other law as might be applicable to these Securities.

## Part A

### Terms and Conditions of the Securities

The Securities shall have the following terms and conditions, which shall complete, modify and/or amend the Base Conditions and/or any applicable Relevant Annex(es) set out in the Offering Circular dated 19 June 2020.

THESE SECURITIES ARE SWISS SECURITIES. SECURITYHOLDERS SHOULD REFER TO THE PROVISIONS OF THE SWISS SECURITIES ANNEX OF THE OFFERING CIRCULAR WHICH SHALL APPLY TO THE SECURITIES.

Issuer:	Barclays Bank PLC
Manager:	Barclays Bank PLC
Determination Agent:	Barclays Bank PLC
Issue and Paying Agent:	BNP Paribas Securities Services, Paris, Zurich Branch
Registrar:	N/A
CREST Agent:	N/A
Paying Agents:	N/A
Transfer Agent:	N/A
Exchange Agent:	N/A
Additional Agents:	N/A

THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE US SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"). THE SECURITIES MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, US PERSONS (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT ("REGULATION S")). THIS PRICING SUPPLEMENT HAS BEEN PREPARED BY THE ISSUER FOR USE IN CONNECTION WITH THE OFFER AND SALE OF THE SECURITIES OUTSIDE THE UNITED STATES TO NON-US PERSONS IN RELIANCE ON REGULATION S. TRADING IN THE SECURITIES HAS NOT BEEN APPROVED BY THE US COMMODITIES FUTURES TRADING COMMISSION UNDER THE US COMMODITY EXCHANGE ACT OF 1936, AS AMENDED AND THE RULES AND REGULATIONS THEREUNDER. FOR A DESCRIPTION OF THESE AND CERTAIN FURTHER RESTRICTIONS ON OFFERS AND SALES OF THE SECURITIES AND DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING CIRCULAR AND THE SUPPLEMENTAL OFFERING CIRCULAR, SEE "PURCHASE AND SALE" AND "CLEARANCE AND SETTLEMENT - TRANSFER RESTRICTIONS FOR REGISTERED SECURITIES" IN THE OFFERING CIRCULAR AND THE SUPPLEMENTAL OFFERING CIRCULAR.

EACH PURCHASER OF REGISTERED SECURITIES WILL BE DEEMED, BY ITS ACCEPTANCE OF PURCHASE OF ANY SUCH REGISTERED SECURITIES, TO HAVE MADE CERTAIN REPRESENTATIONS AND AGREEMENTS INTENDED TO RESTRICT THE RESALE OR OTHER TRANSFER OF SUCH REGISTERED SECURITIES AS SET OUT IN "CLEARANCE AND SETTLEMENT - TRANSFER RESTRICTIONS FOR REGISTERED SECURITIES".

THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE US SECURITIES AND EXCHANGE COMMISSION, ANY STATE SECURITIES COMMISSION IN THE UNITED STATES OR ANY OTHER U.S. REGULATORY AUTHORITY, AND NONE OF THE FOREGOING AUTHORITIES HAS PASSED UPON OR ENDORSED THE MERITS OF THE OFFERING OF SECURITIES OR THE ACCURACY OR THE ADEQUACY OF THIS PRICING SUPPLEMENT OR THE OFFERING CIRCULAR OR THE SUPPLEMENTAL OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

SWISS FEDERAL ACT: THE SECURITIES DO NOT CONSTITUTE COLLECTIVE INVESTMENT SCHEMES WITHIN THE MEANING OF THE SWISS FEDERAL ACT ON COLLECTIVE INVESTMENT SCHEMES ("CISA"). ACCORDINGLY, HOLDERS OF THE SECURITIES DO NOT BENEFIT FROM PROTECTION UNDER THE CISA OR SUPERVISION BY THE SWISS FINANCIAL MARKET SUPERVISORY AUTHORITY FINMA.

These Securities are Swiss Securities. Securityholders should refer to the provisions of the Swiss Securities Annex to the Offering Circular which shall apply to the Securities.

1	(i) Series:	NX00266620
	(ii) Tranche:	1
2	Issue Currency:	United States Dollar ("USD") (the "Issue Currency")
3	Notes:	Applicable
	(i) Aggregate Nominal Amount as at the Issue Date:	USD 1,000,000
	(ii) Specified Denomination:	USD 1,000
	(iii) Minimum Tradable Amount:	USD 1,000 (and USD 1,000 thereafter)
	(iv) Calculation Amount as at the Trade Date and Issue Date:	USD 1,000 per Security
	(v) Provisions relating to redenomination:	N/A
4	Certificates:	N/A
5	Form:	
	(i) Global / Definitive /Uncertificated and dematerialised:	Uncertificated Securities in dematerialised form, in accordance with article 973c of the Swiss Federal Code of Obligations
	(ii) NGN Form:	N/A
	(iii) Held under the NSS:	N/A
	(iv) CGN Form:	N/A
	(v) CDIs:	N/A
	(vi) Form of Swiss Securities:	Dematerialised Securities
6	Trade Date:	18 November 2020
7	Issue Date:	2 December 2020
8	Redemption Date:	2 December 2022
9	Issue Price:	100.00% of par
10	The following Relevant Annex(es) shall apply to the Securities:	Equity Linked Annex Swiss Securities Annex
11	Interest:	Applicable
12	Interest Amount:	Provided that a Specified Early Redemption Event has not occurred prior to the Interest Valuation Date in respect of the relevant Interest Payment Date, the Securityholder shall receive an amount determined by the Determination Agent in accordance with the following:  1.60% x Calculation Amount

Where:

"Interest Valuation Date" means each date set out in the

table below in the column entitled "Interest Valuation Date(s)".

Interest Valuation Date(s)	Interest Payment Date(s)
18 February 2021	2 March 2021
18 May 2021	2 June 2021
18 August 2021	2 September 2021
18 November 2021	2 December 2021
18 February 2022	2 March 2022
18 May 2022	2 June 2022
18 August 2022	2 September 2022
18 November 2022	2 December 2022

- 13 Interest Rate(s):
- (i) Fixed Rate: N/A
  - (ii) Floating Rate: N/A
  - (iii) Contingent Rate: N/A
  - (iv) Zero Coupon: N/A
  - (v) Bond Linked Securities - Fixed Coupon: N/A
  - (vi) Bond Linked Securities - Pass Through Interest: N/A
- 14 Floating Rate Determination: N/A
- 15 CMS Rate Determination: N/A
- 16 Margin: N/A
- 17 Minimum/Maximum Interest Rate: N/A
- 18 Interest Commencement Date: N/A
- 19 Interest Determination Date: N/A
- 20 Interest Calculation Periods: N/A
- (i) Interest Period End Dates: N/A
  - (ii) Interest Calculation method for short or long Interest Calculation Periods: N/A
- 21 Interest Payment Date(s): Each date set out in the table above in the column entitled "Interest Payment Date(s)".
- 22 Day Count Fraction: N/A
- 23 Fallback provisions, rounding provisions, denominator and any other terms relating to N/A



the method of calculating interest, if different from those set out in the Base Conditions:

24 Settlement Method:

- (i) For the purposes of Condition 5.1 (*Redemption and Redemption by Installments*) of the Base Conditions:

Cash or Physical Settlement

- (ii) For the purposes of Condition 5.5 (*Early Redemption following the Occurrence of a Specified Early Redemption Event*) of the Base Conditions:

Cash Settlement

Each Security will be redeemed by the Issuer at either the Final Cash Settlement Amount or the Final Physical Redemption Entitlement, determined by the Determination Agent in accordance with the following:

- (a) If in respect of the Worst Performing Reference Asset, the Valuation Price on the Final Valuation Date is at or above the relevant Strike Price, the Securityholder shall receive the Final Cash Settlement Amount.
- (b) Otherwise, the Securityholder shall receive the Final Physical Redemption Entitlement.

Where:

"**Initial Price**" means, in respect of a Reference Asset, the Valuation Price on the Initial Valuation Date, as specified in the Appendix.

"**Initial Valuation Date**" means 18 November 2020.

"**Final Valuation Date**" means 18 November 2022.

"**Strike Price**" means, in respect of a Reference Asset, 70.00% of the Initial Price of that Reference Asset as specified in the Appendix.

"**Valuation Price**" means, in respect of a Valuation Date and any relevant Scheduled Trading Day, the price of the Reference Asset at the Valuation Time on such day, as determined by the Determination Agent.

"**Valuation Date**" and "**Valuation Time**" have the meaning set out in Paragraph 35.

"**Worst Performing Reference Asset**" means the Reference Asset with the lowest performance calculated as follows:

$$\frac{V_{(i)Final}}{V_{(i)Initial}}$$

Where:

" $V_{(i)Final}$ " is the Valuation Price of Reference Asset<sub>(i)</sub> on the Final Valuation Date.

" $V_{(i)Initial}$ " is the Initial Price of Reference Asset<sub>(i)</sub>.

Provided that where more than one Reference Asset has the same lowest performance, the Determination Agent shall in its sole discretion select which of the Reference Assets with the same lowest performance shall be the Worst Performing Reference Asset.

- 25 Settlement Currency: USD
- 26 Settlement Number: As defined in Condition 25 (*Definitions*) of the Base Conditions
- 27 Terms relating to Cash Settled Securities: Applicable
- (i) Final Cash Settlement Amount: 100% x Calculation Amount
- (ii) Early Cash Settlement Amount: As defined in Condition 25 (*Definitions*) of the Base Conditions
- (iii) Early Cash Redemption Date: As defined in Condition 25 (*Definitions*) of the Base Conditions
- 28 Terms relating to Physically Delivered Securities: Applicable
- (i) Final Physical Redemption Entitlement: The maximum whole number of units of the Worst Performing Reference Asset less than or equal to the relevant Underlying Entitlement determined by the Determination Agent, provided that no fraction of the Worst Performing Reference Asset shall be delivered and Securityholders will be entitled to receive an amount in USD rounded to the nearest unit of such currency determined on the basis of the Valuation Price of the Worst Performing Reference Asset on the Final Valuation Date and the relevant Exchange Rate, in lieu of such fraction.
- Where:
- "**Exchange Rate**" means, in respect of a Reference Asset, the prevailing exchange rate at the Valuation Time on the Final Valuation Date expressed as the number of units of the Reference Asset Currency equivalent to one unit of the Issue Currency, determined by the Determination Agent in its sole discretion.
- "**Strike Price**" means, in respect of a Reference Asset, 70.00% of the Initial Price of that Reference Asset as specified in the Appendix.
- "**Underlying Entitlement**" means the Calculation Amount divided by the Strike Price of the Worst Performing Reference Asset multiplied by the Exchange Rate for the Worst Performing Reference Asset.
- (ii) Final Physical Redemption Date: Redemption Date

(iii) Physical Delivery Date(s):	Final Physical Redemption Date
(iv) Entitlement Substitution:	Applicable
(v) Relevant Settlement Day:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
(vi) Disruption Cash Settlement Price:	As defined in Condition 25 ( <i>Definitions</i> ) of the Base Conditions
29 Nominal Call Event:	N/A
30 Call Option:	N/A
31 Put Option:	N/A
32 Specified Early Redemption Event:	Applicable

If the Valuation Price of each Reference Asset on any Autocall Valuation Date is at or above its respective Autocall Barrier, the Issuer shall notify the Securityholder upon the occurrence of such event and shall redeem all of the Securities (in whole only) early at the Specified Early Cash Settlement Amount on the Specified Early Cash Redemption Date.

Where:

"**Autocall Barrier**" means, in respect of a Reference Asset, 100.00% of the Initial Price of that Reference Asset, as specified in the Appendix.

"**Autocall Valuation Date**" means each date set out in the table below in the column entitled "Autocall Valuation Date(s)".

Autocall Valuation Date(s)	Specified Early Cash Redemption Date(s)
18 February 2021	2 March 2021
18 May 2021	2 June 2021
18 August 2021	2 September 2021
18 November 2021	2 December 2021
18 February 2022	2 March 2022
18 May 2022	2 June 2022
18 August 2022	2 September 2022

"**Initial Price**" means, in respect of a Reference Asset, the Valuation Price on the Initial Valuation Date, as specified in the Appendix.

(i) Automatic Early Redemption:	Applicable
(ii) Cash Settled Securities:	Applicable

	(a) Specified Early Cash Settlement Amount:	100% x Calculation Amount
	(b) Specified Early Cash Redemption Date(s):	Each date set out in the table above in the column entitled "Specified Early Cash Redemption Date(s)".
	(iii) Physically Delivered Securities:	N/A
	(iv) Specified Early Redemption Notice Period:	At least 5 Business Days
33	Maximum and Minimum Redemption Requirements:	N/A
34	Additional Disruption Events:	
	(i) The following constitute Additional Disruption Event(s):	
	(a) Change in Law:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(b) Currency Disruption Event:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(c) Issuer Tax Event:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(d) Extraordinary Market Disruption:	Applicable as per Condition 25 ( <i>Definitions</i> ) of the Base Conditions
	(ii) Hedging Disruption:	Applicable as per the Equity Linked Conditions
	(iii) Increased Cost of Hedging:	N/A
	(iv) Affected Jurisdiction Hedging Disruption:	N/A
	(v) Affected Jurisdiction Increased Cost of Hedging:	N/A
	(vi) Affected Jurisdiction:	N/A
	(vii) Cessation of CREST Eligibility:	N/A
	(viii) Other Additional Disruption Event(s):	Applicable See also 35(xii)
35	Share Linked Securities:	Applicable
	(i) Share(s) (each a "Reference Asset"):	As set out in the Appendix
	(ii) Exchange(s):	As set out in the Appendix
	(iii) Related Exchange(s):	As set out in the Appendix
	(iv) Exchange Rate(s):	As set out above
	(v) Weighting for each Reference Asset comprising the Basket of Reference Assets:	N/A
	(vi) Initial Price of each Reference Asset:	N/A

(vii)	Number of Shares:	N/A
(viii)	Substitution of Shares:	Substitution of Shares - Standard is applicable.
(ix)	Valuation Date:	(i) Initial Valuation Date; (ii) Each Interest Valuation Date; (iii) Each Autocall Valuation Date; and (iv) Final Valuation Date
(x)	Valuation Time:	The time at which the official closing price of the Reference Asset is published by the relevant Exchange.
(xi)	Averaging:	N/A
(xii)	The following constitute Additional Disruption Event(s) in respect of Share Linked Securities:	
	(a) Foreign Ownership Event:	N/A
	(b) Insolvency Filing:	Applicable as per the Equity Linked Conditions
	(c) Increased Cost of Stock Borrow:	N/A
	(d) Loss of Stock Borrow:	N/A
	(e) Fund Disruption Event:	N/A
	(f) Merger Event:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.2 ( <i>Merger Events</i> )
	(g) Nationalisation:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(h) Insolvency:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(i) Delisting:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.3 ( <i>Nationalisation, Insolvency and Delisting</i> )
	(j) Tender Offer:	If deemed by the Issuer in accordance with the Equity Linked Condition 2.4 ( <i>Tender Offers</i> )
(xiii)	FX Disruption Event:	N/A
(xiv)	FX Inbound Valuation Disruption Event:	N/A
(xv)	Market Access Dividend and Rights Issue Provisions:	N/A
(xvi)	Dividend Exchange Rate:	N/A
(xvii)	Stock Dividends and Rights Issue – Cash only:	N/A
(xviii)	FINI Early Redemption Event:	N/A

	(xix) ODI Early Redemption Event:	N/A
	(xx) China Connect Early Redemption Event:	N/A
	(xxi) China A Early Redemption Event:	N/A
	(xxii) China B Early Redemption Event:	N/A
	(xxiii) China Restriction Early Redemption Event:	N/A
	(xxiv) Local Jurisdiction Taxes and Expenses:	N/A
	(xxv) China Connect Service:	N/A
	(xxvi) Other adjustments:	N/A
36	Index Linked Securities:	N/A
37	Inflation Linked Securities:	N/A
38	FX Linked Securities:	N/A
39	Credit Linked Securities:	N/A
40	Commodity Linked Securities:	N/A
41	(i) Barclays Commodity Index Linked Securities ( <i>Section 2 of the Barclays Index Annex</i> ):	N/A
	(ii) Barclays Equity Index Linked Securities ( <i>Section 3 of the Barclays Index Annex</i> ):	N/A
	(iii) Barclays FX Index Linked Securities ( <i>Section 4 of the Barclays Index Annex</i> ):	N/A
	(iv) Barclays Interest Rate Index Linked Securities ( <i>Section 5 of the Barclays Index Annex</i> ):	N/A
	(v) Barclays Emerging Market Index Linked Securities ( <i>Section 6 of the Barclays Index Annex</i> ):	N/A
	(vi) Barclays Multi-Asset Index Linked Securities ( <i>Section 7 of the Barclays Index Annex</i> ):	N/A
42	Short Form Barclays Index Annex Securities:	N/A
43	Bond Linked Securities:	N/A
44	Fund Linked Securities:	N/A
45	Hybrid Basket Linked Securities:	N/A
46	Additional provisions relating to Taxes and Settlement Expenses:	<b>Swiss Taxation</b>

The following is a summary only of the Issuer's understanding of current law and practice in Switzerland relating to the taxation of the Securities.

It does not address the tax consequences of an investment in the Securities in any jurisdiction other than Switzerland. Because this summary does not address all tax considerations under Swiss law and does not consider the specific tax situation of an investor, prospective investors are recommended to consult their personal tax advisors as to the tax consequences of the purchase, ownership, sale or redemption of the Securities including, in particular, the effect of tax laws of any other jurisdiction. Tax laws and the practice can change, possibly with retroactive effect.

An investor shall be liable for all current and future taxes and duties resulting from an investment in the Securities.

#### **Swiss Withholding Tax ("Verrechnungssteuer")**

The Securities are not subject to Swiss Withholding Tax.

#### **Swiss Securities Transfer Tax ("Umsatzabgabe")**

Secondary market transactions are subject to Swiss Securities Transfer Tax provided a Swiss Securities Dealer in terms of the Swiss Stamp Duty Act is involved in the transaction and no exemption applies. Furthermore, if the underlying asset is delivered at maturity and a Swiss Securities Dealer in terms of the Swiss Stamp Duty Act is involved in the transaction and no exemption applies, the transfer is also subject to Swiss Securities Transfer Tax.

#### **Swiss Income Tax ("Einkommenssteuer")**

For private investors with domicile in Switzerland holding the Securities as private assets, the interest component\* of the periodic payments is subject to Swiss Federal Direct Tax ("**Direkte Bundessteuer**"). The cantonal and communal income tax treatment can differ from the tax treatment for the Federal Direct Tax. However, in general the tax treatments correspond.

\* each to be converted into Swiss Francs at the prevailing exchange rate on the relevant interest payment date or at redemption (if applicable).

#### **Automatic Exchange of Information in Tax Matters ("Automatischer Informationsaustausch")**

Switzerland has concluded a multilateral agreement with the European Union (the "EU") on the international automatic exchange of information ("AEOI") in tax matters. The agreement applies to all 27 EU member

states and certain other jurisdictions. Such agreement remains applicable to the United Kingdom and Gibraltar during the transition period or until the United Kingdom definitively leaves the EU single market and the customs union. Also, Switzerland has entered into the multilateral competent authority agreement on the automatic exchange of financial account information ("MCAA"), and based on the MCAA, a number of bilateral AEOI agreements with other countries. Once the United Kingdom has left the EU single market (probably on 1 January 2021), the AEOI between Switzerland and the United Kingdom (and Gibraltar) should continue based on the MCAA. Based on such agreements and the implementing laws of Switzerland, Switzerland commenced collecting, or will commence collecting, data in respect of financial assets held in, and income derived thereon and credited to, accounts or deposits with a paying agent in Switzerland, including, as the case may be, this product, for the benefit of individuals resident in a EU member state, the United Kingdom (and Gibraltar) or other treaty state from 2017 or a later date, and began exchanging, or will begin exchanging, the data from 2018 or a later date, in each case depending on the date of effectiveness of the relevant agreement. Switzerland has signed and intends to sign further AEOI agreements with further countries. An up-to-date list of the AEOI agreements of Switzerland in effect or signed and becoming effective, including the dates of commencement of data collection and data exchange, can be found on the website of the State Secretariat for International Financial Matters SIF, [www.sif.admin.ch](http://www.sif.admin.ch).

- 47 Business Day: As defined in Condition 25 (*Definitions*) of the Base Conditions
- 48 Additional Business Centre(s): New York City
- 49 Non-U.S. Selling Restrictions: Investors are bound by all applicable laws and regulations of the relevant jurisdiction(s) in which the Securities are to be offered, sold and distributed, including the selling restrictions set out in this document and the Offering Circular. Investors in this Product should seek specific advice before on-selling this Product.
- No action has been made or will be taken by the Issuer that would permit a public offering of the Securities or possession or distribution of any offering material in relation to the Securities (save for Switzerland) in any jurisdiction where action for that purpose is required. Each purchaser or distributor of the Securities represents



and agrees that it will not purchase, offer, sell, re-sell or deliver the Securities or, have in its possession or distribute, the Offering Circular, any other offering material or any Pricing Supplement, in any jurisdiction except in compliance with the applicable laws and regulations of such jurisdiction and in a manner that will not impose any obligation on the Issuer or the Manager (as the case may be).

50	Applicable TEFRA exemption:	TEFRA is not applicable
51	871(m) Securities:	The Issuer has determined that Section 871(m) of the US Internal Revenue Code is not applicable to the Securities.
52	Business Day Convention:	Modified Following
53	Central Depository:	N/A
54	Relevant Clearing System(s):	SIX SIS AG, Clearstream and Euroclear (booked at SIX SIS AG)
55	If syndicated, names of Managers:	N/A
56	(i) Details relating to Partly Paid Securities:	N/A
	(ii) Details relating to Installment Notes:	N/A
57	Relevant securities codes:	ISIN: CH0583205429 Common Code: 220244989 Valorenummer: 58320542
58	Representation of holders of French Securities – Masse:	N/A
59	Modifications to the Master Subscription Agreement and/or Agency Agreement:	N/A
60	Prohibition of Sales to EEA and UK Retail Investors:	Not Applicable
61	Additional Conditions and/or modification to the Conditions of the Securities:	For the avoidance of doubt all scheduled payment and/or settlement dates are subject to adjustment in accordance with the applicable Business Day Convention.

**Delay or Postponement of Payments and Settlement**

If the determination of a price or level used to calculate any amount payable or deliverable on any payment or settlement date is delayed or postponed, payment or settlement will occur on the later of either (i) the scheduled payment or settlement date or (ii) the second Business Day following the date on which such price or level is determined. No additional amounts shall be payable or deliverable by the Issuer because of such postponement.

If the date on which any amount is payable in respect of

any Security is not a Business Day then payment will not be made until the next succeeding day which is a Business Day. No additional amounts shall be payable because of such postponement.

62 Governing Law:

Swiss Law (as set out in the Swiss Securities Annex)

**Part B  
Other Information**

- 1 Listing and Admission to Trading** Application will be made by the Issuer (or on its behalf) for the Securities to be listed on the official list of the Irish Stock Exchange trading as Euronext Dublin (“Euronext Dublin”) and admitted to trading on the Global Exchange Market (“GEM”) of Euronext Dublin.
- 2 Ratings** The Securities have not been individually rated.
- 3 Interests of Natural and Legal Persons Involved in the Issue**  
Save as discussed in "Purchase and Sale", so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the issue.
- 4 Reasons for the Offer, Estimated Net Proceeds and Total Expenses**
- |                                 |                 |
|---------------------------------|-----------------|
| (i) Reasons for the offer:      | General funding |
| (ii) Estimated net proceeds:    | N/A             |
| (iii) Estimated total expenses: | N/A             |
- 5 Fixed Rate Securities Only - Yield**  
Indication of yield: N/A
- 6 Floating Rate Securities Only - Historic Interest Rates**  
N/A
- 7 Performance of Reference Asset(s) and Other Information Concerning the Reference Asset(s) and/or Other Underlying**  
N/A
- 8 Post issuance information**  
The Issuer does not intend to provide post-issuance transaction information regarding the Securities and the performance of the Reference Asset(s), unless required to do so by applicable law or regulation.
- 9 Operational Information**
- |   |                          |
|---|--------------------------|
| Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking société anonyme (together with their addresses) and the relevant identification number(s): | N/A                      |
| Delivery:   | Delivery free of payment |
| Names and addresses of additional Paying Agent(s) (if any):   | N/A                      |
| Intended to be held in a manner which would allow Eurosystem eligibility:   | N/A                      |

Distribution fee of 0.750% p.a. included in the Issue Price.



APPENDIX

i	Reference Asset	Type	Bloomberg Code (for identification purposes only)	ISIN	Exchange	Related Exchange	Reference Asset Currency	Initial Price	Strike Price (70.00% of Initial Price displayed to 4 d.p.)	Autocall Barrier (100.00% of Initial Price displayed to 4 d.p.)
1	EDF	Share	EDF FP	FR0010242511	Euronext Paris	All Exchanges	EUR	11.6200	8.1340	11.6200
2	ENGIE	Share	ENGI FP	FR0010208488	Euronext Paris	All Exchanges	EUR	12.2100	8.5470	12.2100
3	VEOLIA ENVIRONNEMENT	Share	VIE FP	FR0000124141	Euronext Paris	All Exchanges	EUR	18.8150	13.1705	18.8150

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

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