

PRICING SUPPLEMENT

13 April 2017

Investec Bank plc

Issue of USD 20,000,000 Range Accrual Notes linked to the SPDR Gold Shares Fund and credit linked to RALLYE SA due 2019 under the £2,000,000,000 Impala Bonds Programme

The Offering Memorandum referred to below (as completed by this Pricing Supplement) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "Relevant Member State") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances. The expression "Prospectus Directive" means Directive 2003/71/EC (as amended by Directive 2008/11/EC, Directive 2010/73/EU and Directive 2008/78/EU) and includes any relevant implementing measures in the Relevant Member State.

Prospective investors considering acquiring any Notes should understand the risks of transactions involving the Notes and should reach an investment decision only after carefully considering the suitability of the Notes in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Notes will have on their overall investment portfolio) and the information contained in the Offering Memorandum and this Pricing Supplement. Prospective investors should consider carefully the risk factors set out under "*Risk Factors*" in the Offering Memorandum referred to below as well as the additional risk factors set out in Annex 4 hereto.

PART A – CONTRACTUAL TERMS

This document constitutes the pricing supplement ("Pricing Supplement") relating to the issue of the Tranche of Notes described herein for the purposes of listing on the Official List of the Irish Stock Exchange and must be read in conjunction with the Offering Memorandum dated 3 March 2017 as supplemented from time to time (the "Offering Memorandum") which, together with this Pricing Supplement, constitute listing particulars for the purposes of listing on the Official List of the Irish Stock Exchange and trading on its Global Exchange Market.

Unless otherwise defined herein, terms used herein shall be deemed to be defined as such for the purposes of the Conditions, the Terms and the Additional Terms set forth in the Offering Memorandum.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing at and copies may be obtained from <http://treasury.investec.co.uk/institutions/impala-bonds/Impala-Bonds.html> and during normal working hours from Investec Bank plc, 2 Gresham Street, London EC2V 7QP, and from Deutsche Bank AG, London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB.

The Offering Memorandum does not comprise (i) a prospectus for the purposes of Part VI of the Financial Services and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC as amended (the "Prospectus Directive"). The Offering Memorandum has been prepared solely with regard to Notes that are not to be admitted to listing or trading on any regulated market for the purposes of Directive 2004/39/EC and not to be offered to the public in a Member State (other than pursuant to one or more of the exemptions set out in Article 3.2 of the Prospectus Directive).

1.	Issuer:	Investec Bank plc
2.	(a) Series Number:	325
	(b) Tranche Number:	1
3.	Specified Currency or Currencies:	USD
4.	Aggregate Nominal Amount:	
	(a) Series:	USD 20,000,000
	(b) Tranche:	USD 20,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(a) Specified Denominations:	USD 150,000, and integral multiples of USD1,000 in excess thereof up to and including USD299,000.
	(b) Calculation Amount:	USD 1,000
7.	(a) Issue Date:	18 April 2017
	(b) Interest Commencement Date:	Strike Date
	(c) Trade Date:	30 March 2017
8.	Maturity Date:	20 December 2019

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|-----|---|---|
| 9. | Interest Basis: | Fixed Rate, provided that the Rate of interest will be determined in accordance with Annex 1 (<i>Equity/Index/Fund/Multi Underlying Linked Note Provisions</i>) to this Pricing Supplement. |
| 10. | Redemption/Payment Basis: | Redemption at par |
| 11. | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 12. | Call Option: | Applicable |
| 13. | Put Option: | Not Applicable |
| 14. | (a) Security Status: | Unsecured Notes |
| | (b) Date Board approval for issuance of Notes obtained: | Not Applicable |
| 15. | Method of distribution: | Non-syndicated |

16. Redenomination on Euro Event: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

17. Fixed Rate Note Provisions Not Applicable

(a) Rate(s) of Interest: Determined in accordance with Annex 1 (*Equity/Index/Fund/Multi Underlying Linked Note Provisions*) to this Pricing Supplement.

(b) Interest Payment Date(s): Each date specified in the column headed "*Interest Payment Date*" below, and no interest shall accrue or be payable in respect of the period from and including 13 December 2019 to and including the Maturity Date.

Fixed Interest Period		Interest Payment Date
<i>From and including</i>	<i>to but excluding</i>	
Strike Date	3 July 2017	11 July 2017
3 July 2017	3 October 2017	11 October 2017
3 October 2017	3 January 2018	10 January 2018
3 January 2018	3 April 2018	10 April 2018
3 April 2018	3 July 2018	11 July 2018
3 July 2018	3 October 2018	11 October 2018
3 October 2018	3 January 2019	10 January 2019
3 January 2019	3 April 2019	10 April 2019
3 April 2019	3 July 2019	11 July 2019
3 July 2019	3 October 2019	10 October 2019
3 October 2019	13 December 2019 (short last stub)	The Maturity Date

(c) Fixed Coupon Amount(s): Not Applicable

(d) Day Count Fraction: Actual/Actual (ICMA)

(e) Determination Date(s): Each of the Strike Date, 3 July 2017, 3 October 2017, 3 January 2018, 3 April 2018, 3 July 2018, 3 October 2018, 3 January 2019, 3 April 2019, 3 July 2019 and 3 October 2019.

18. Floating Rate Note Provisions Not Applicable

19. Coupon Deferral Not Applicable

20. Zero Coupon Notes Not Applicable

PROVISIONS RELATING TO REDEMPTION

21. Final Redemption Amount of each USD 1,000 per Calculation Amount

Note:

22. Early Redemption Amount:

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions): Fair Market Value

23. Issuer Call Option

Applicable

(a) Optional Redemption Date(s): Any Business Day prior to the Maturity Date

(b) Notice period (if other than as set out in the Conditions): Not Applicable

(c) Optional Redemption Amount of each Note and method, if any, of calculation of such amount(s): Fair Market Value

(d) If redeemable in part: Not Applicable

24. Noteholder Put Option

Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. Form of Notes:

Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event.

26. Additional Financial Centre(s) or other special provisions relating to Payment Days:

Not Applicable

27. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):

No

28. Details relating to Instalment Notes:

Not Applicable

DISTRIBUTION

29. (a) If syndicated, names and addresses of Managers:

Not Applicable

(b) Date of Subscription Agreement:

Not Applicable

30. If non-syndicated, name and address of relevant Dealer:

Investec Bank plc, 2 Gresham Street, London EC2V 7QP.

31. Total commission and concession:

Not Applicable

32. Selling Restrictions:

United States of America:

Reg. S Compliance Category: 2

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Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "Prospectus Directive"): The denomination of the Notes is greater than or equal to EUR 100,000.00 (or equivalent amount in another currency).

Additional selling restrictions: Not Applicable

TAXATION

33. Taxation: Condition 7A (*Taxation - No Gross up*) applies.

SECURITY

34. Security Provisions: Not Applicable

CREDIT LINKAGE

35. Credit Linkage: Applicable

(a) Form of Credit Linkage: Simplified Credit Linkage

(b) Credit Linked Portion: 100 per cent. of the Notes

(c) CDS Event Redemption Amount: Option B

(d) Reference Entities:

Name of Reference Entity	Reference Entity Weighting (%)	Reference Entity Removal Date
RALLYE SA	100	Not Applicable

(e) Recovery Rate: General Recovery Rate

(f) Reference Entity Reference Obligation: Not Applicable

(g) Seniority Level: Not Applicable

(h) Quotation Amount: Not Applicable


(i) Recovery Rate Gearing: Not Applicable

(j) Reference Entity Removal Provisions: Not Applicable

(k) Parallel Credit Linkage Provisions: Not Applicable

RESPONSIBILITY

Signed on behalf of the Issuer:

By: 
.....
Duly authorised

Charles Stott
Authorised Signatory

By: 
.....
Duly authorised

Robert Dale
Authorised Signatory

PART B – OTHER INFORMATION

1. LISTING

- (i) Listing: Official List of the Irish Stock Exchange
- (ii) Admission to trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Global Exchange Market with effect from the Issue Date.

2. RATINGS

Ratings: The Notes to be issued have not been rated.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

As discussed in the "Subscription and Sale" section of the Offering Memorandum, the Issuer has agreed to reimburse the Dealers certain of their expenses in connection with the update of the Programme and the issue of Notes under the Programme and to indemnify the Dealers against certain liabilities incurred by them in connection therewith.

The Notes may be on-sold by the Dealer to certain authorised offerors ("Authorised Offerors") at a discount to the Issue Price. Such discount (the "re-offer spread") will be retained by the Authorised Offerors.

Save for the interests disclosed above, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: Information not required
- (ii) Estimated net proceeds: Information not required
- (iii) Estimated total expenses: Information not required

5. PERFORMANCE AND VOLATILITY OF THE UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING

Information about the past and the further performance of the underlying and its volatility can be found on Bloomberg.

The Issuer does not intend to provide post-issuance information.

6. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1592862319
- (ii) Common Code: 159286231
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment

- (v) Additional Paying Agent(s) (if any): Not Applicable
- (vi) Common Depositary: Deutsche Bank AG, London Branch
- (vii) Calculation Agent: Investec Bank plc
- is Calculation Agent to make calculations? Yes
 - if not, identify calculation agent: Not Applicable

ANNEX 1
EQUITY/INDEX/MULTI UNDERLYING LINKED NOTE PROVISIONS

1.	Type of Note	Equity Linked Note
2.	Type of Underlying	Single ETF Share
3.	Redemption and Interest Payment Provisions:	
(i)	<i>Kick Out Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(ii)	<i>Kick Out Notes without Capital at Risk Redemption Provisions</i>	Not Applicable
(iii)	<i>Phoenix Kick Out Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(iv)	<i>Upside Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(v)	<i>Upside Notes without Capital at Risk Redemption Provisions</i>	Not Applicable
(vi)	<i>N Barrier (Income) Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(vii)	<i>Range Accrual (Income) Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(viii)	<i>Range Accrual (Income) Notes without Capital at Risk Redemption Provisions:</i>	Not Applicable
(ix)	<i>Reverse Convertible Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(x)	<i>Dual Underlying Kick Out Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(xi)	<i>Dual Underlying Upside Notes with Capital at Risk Redemption Provisions</i>	Not Applicable
(xii)	<i>Provisions for determining Interest Rate for Series 325 :</i>	

Rate of Interest

The Rate of Interest payable in respect of the Notes for any Fixed Interest Period on the relevant Interest Payment Date shall be a rate determined by the Calculation Agent in accordance with the following formula:

$[\text{Relevant Rate} \times \text{Accrual Factor}] + [\text{Additional Interest Relevant Rate} \times \text{Additional Accrual Factor}]$

where:

"**Accrual Factor**" is calculated as the actual number of Exchange Business Days during the relevant Fixed Interest Period for which the Price of ETF Shares is greater than or equal to the Range Lower Level divided by the actual number of Exchange Business Days during such Fixed Interest Period;

"**Additional Accrual Factor**" is calculated as the actual number of Exchange Business Days during the relevant Fixed Interest Period for which the Price of ETF Shares is greater than or equal to the Additional Interest Range Lower Level divided by the actual number of Exchange Business Days during such Fixed Interest Period;

"**Additional Interest Range Lower Level**" means USD 142.00;

"**Additional Interest Relevant Rate**" means 2.50 per cent. per annum; and

"**Relevant Rate**" means 3.00 per cent. per annum; and

"**Range Lower Level**" means USD 109.00.

4. Additional Provisions

- (i) Underlying(s):
 - ETF Share: SPDR Gold Shares Fund (ISIN: US78463V1070, Bloomberg Code (GLD UP))
 - ETF Share Currency: U.S. Dollar
 - Exchange: New York Stock Exchange plc
- (ii) Averaging Dates Market Disruption: Not Applicable
- (iii) Additional Disruption Events: Hedging Disruption, Increased Cost of Hedging, Insolvency Filing and Change of Law
- (iv) Business Day: A day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in London.
- (v) Valuation Time: In respect of each ETF Share, the closing time on the relevant Exchange.
- (vi) Strike Date: 3 April 2017
- (vii) Initial Index Level: Not Applicable
- (viii) Initial Averaging: Not Applicable
- (ix) Automatic Early Redemption: Not Applicable
- (ix) Automatic Early Redemption Averaging: Not Applicable
- (xi) Barrier Condition: Not Applicable
- (xii) Barrier Averaging: Not Applicable
- (xiii) Final Index Level: Not Applicable
- (xiv) Final Averaging: Not Applicable
- (xv) Fund Documents: Not Applicable
- (xvi) Fund Business Day: Not Applicable
- (xvii) Fund Service Provider: Not Applicable
- (xviii) NAV Trigger Percentage: Not Applicable
- (xix) Number of NAV Publication Days: Not Applicable
- (xx) Minimum AUM Level: Not Applicable
- (xxi) Delayed redemption on Occurrence of an

Extraordinary Fund
Event:

(xxii) Delayed Payment Cut- Not Applicable
Off Date: