

25 November 2015

REGISTRATION DOCUMENT SUPPLEMENT

SUPPLEMENT 5/2015



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

Pursuant to the Global Structured Securities Programme

This supplement dated 25 November 2015 (the "**Supplement**") is supplemental to and must be read in conjunction with the Registration Document 2/2015 dated 2 June 2015 (the "**2 June 2015 Registration Document**") of Barclays Bank PLC (the "**Bank**") in its capacity as issuer (the "**Issuer**"), Combined Supplement 1/2015 dated 29 June 2015, Supplement 2/2015 to the Registration Document dated 7 August 2015, Supplement 3/2015 to the Registration Document dated 2 September 2015 and Supplement 4/2015 to the Registration Document dated 24 September 2015 as supplemented up to the date of this Supplement, the "**Registration Document**").

This Supplement constitutes a supplement for the purposes of Directive 2003/71/EC (and amendments thereto) (the "**Prospectus Directive**") and for the purpose of Section 87G of the UK Financial Services and Markets Act 2000 ("**FSMA**").

This Supplement incorporates by reference the joint unaudited Interim Management Statement of Barclays PLC and the Bank as filed with the United States Securities and Exchange Commission ("**SEC**") on Form 6-K on 29 October 2015 (the "**Q3 2015 Interim Management Statement**").

The purpose of this Supplement is to update certain sections of the Registration Document as a result of the release of the Q3 2015 Interim Management Statement.

Updates to Risk Factors

The second paragraph in Paragraph (v) (*Legal, competition and regulatory matters*) under the sub-section entitled "Operational risk" shall be updated as follows:

'Details of material legal, competition, and regulatory matters to which the Group is currently exposed are set out in Note 17 (*Legal, competition and regulatory matters*) to the financial statements of Barclays PLC contained in the Q2 2015 Results Announcement and page 6 of the Q3 2015 Interim Management Statement. In addition to those material ongoing matters, the Group is engaged in numerous other legal proceedings in various jurisdictions which arise in the ordinary course of business, as well as being subject to requests for information, investigations and other reviews by regulators and other authorities in connection with business

activities in which the Group is or has been engaged. In light of the uncertainties involved in legal, competition and regulatory matters, there can be no assurance that the outcome of a particular matter or matters will not be material to the Group's results of operations or cash flow for a particular period, depending on, among other things, the amount of the loss resulting from the matter(s) and the amount of income otherwise reported for the period.'

Updates to Information Incorporated by Reference

- (i) The following shall be included in the list of documents incorporated by reference:

'the joint unaudited Interim Management Statement of Barclays PLC and the Bank as filed with the SEC on Form 6-K on 29 October 2015 in respect of the nine months ended 30 September 2015 (the "Q3 2015 Interim Management Statement").'

- (i) Additionally, the following sections set out in the cross reference table below with regard to the Q3 2015 Interim Management Statement and the Q2 2015 Results Announcement shall be incorporated by reference into the Registration Document. For the avoidance of doubt, information in the Q3 Interim Management Statement and the Q2 2015 Results Announcement which is not set out below is not incorporated by reference into the Registration Document, unless previously stated as incorporated by reference by previous supplement:

'Q3 2015 Interim Management Statement Cross Reference List

Exhibit 99.1 – Results of Barclays PLC Group as of, and for the nine months ended, 30 September 2015	Pages 2 to 114 of Exhibit 99.1
Performance Highlights	Pages 1 to 3
Group Performance Review	Pages 4 to 6
Results by Business	Pages 7 to 11
Quarterly Results Summary	Pages 12 to 13
Quarterly Core Results by Business	Pages 14 to 17
Performance Management	Pages 18 to 20
Returns and equity by business	Pages 18 to 19
Margins and balances	Page 20
Condensed Consolidated Financial Statement	Pages 21 to 23
Capital	Pages 24 to 25
Leverage	Page 26
Shareholder Information	Page 27
Appendix 1 – Glossary	Pages 28 to 51

Amendments to the section entitled "Directors"

On 28 October 2015, the Company and the Bank announced the appointment of James E. Staley as Chief Executive Officer of the Company and the Bank. Mr Staley will take up his role, and join the Boards of the Company and the Bank as a Director, with effect from 1 December 2015. Mr McFarlane's function will revert to Chairman as at 30 November 2015. Crawford Gillies joined SSE plc as Senior Independent Director in June 2015. Dambisa Moyo joined Seagate Technology as Non-Executive Director in October 2015. Sir Michael Rake was appointed Chairman of Worldpay Group PLC in July 2015.

The information incorporated by reference, either expressly or implicitly, into the Q2 2015 Results Announcement or the Q3 2015 Interim Management Statement do not form part of this Supplement and/or the Registration Document.

Information in the Q2 2015 Results Announcement or the Q3 Interim Management Statement which is not incorporated by reference into the Registration Document is either not relevant for the investor or is covered elsewhere in the Registration Document or previous supplement.

The Q2 2015 Results Announcement may be inspected, free of charge at the registered office of the Issuer; or at:
<http://www.home.barclays/barclays-investor-relations/results-and-reports/results.html>.

The Q3 2015 Interim Management Statement may be inspected free of charge at the registered office of the Issuer; or at:
<http://www.home.barclays/barclays-investor-relations/results-and-reports/results.html>.

Updates to the Issuer and the Group

- (i) The sub-section entitled "Legal, Competition and Regulatory Matters" and the subsequent disclosures are updated as follows:

'For a description of the governmental, legal or arbitration proceedings that the Bank and the Group face, see Note 11 (*Provisions*) and Note 17 (*Legal, competition and regulatory matters*) to the financial statements of Barclays PLC on pages 68 to 69 and pages 71 to 85, respectively, of the Q2 2015 Results Announcement and page 6 of the Q3 2015 Interim Management Statement.'

The sub-section entitled "General Information – Significant Change Statement" shall be updated as follows:

"There has been no significant change in the financial or trading position of the Bank Group since 30 September 2015."

Terms defined in the Registration Document shall, unless the context otherwise requires, have the same meanings when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with the Registration Document and any other supplements to the Registration Document. To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference in the Registration Document, the statements in (a) above shall prevail.

Investors should be aware of their rights under Section 87Q(4) to (6) of the Financial Services and Markets Act 2000. Investors who have agreed to purchase or subscribe for Securities before this Supplement was published have the right, exercisable within two working days after the date on which this Supplement is published, to withdraw their acceptances. Such right shall expire on 30 November 2015. Investors should contact the distributor from which they agreed to purchase or subscribe the Securities in order to exercise their withdrawal rights.

References to the Registration Document shall hereafter mean, respectively, the Registration Document as supplemented by this Supplement. The Issuer has taken all reasonable care to ensure that the information contained in the Registration Document, as supplemented by this Supplement, is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly. Save as disclosed in this Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in the Registration Document which is capable of affecting the assessment of the securities issued pursuant to the Registration Document has arisen or been noted, as the case may be, since the publication of the Registration Document (as supplemented at the date hereof) issued by the Issuer.

This Supplement has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and the relevant implementing measures in the United Kingdom, as a supplement issued in compliance with the Prospectus Directive and the relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the issue of securities under the Programme.



The date of this Supplement is 25 November 2015