



Companies House

**CS01** (ef)

**Confirmation Statement**

Company Name: **Barclays Bank PLC**

Company Number: **01026167**



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Company Name: **Barclays Bank PLC**

Company Number: **01026167**

Confirmation **01/04/2020**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>EURO</b>	Number allotted	<b>31856</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>3185600</b>
	<b>SHARES</b>		

Currency: **EUR**

Prescribed particulars

**140,000 EURO 4.75% NON-CUMULATIVE CALLABLE PREFERENCE SHARES OF €100 EACH (THE '4.75% PREFERENCE SHARES') WERE ISSUED ON 15 MARCH 2005 FOR A CONSIDERATION OF €1,383.3M (£966.7M), OF WHICH THE NOMINAL VALUE WAS €14M AND THE BALANCE WAS SHARE PREMIUM. 108,144 OF THE 4.75% PREFERENCE SHARES WERE BOUGHT BACK AND CANCELLED ON 18 JUNE 2014. THE 4.75% PREFERENCE SHARES ENTITLE THE HOLDERS THEREOF TO RECEIVE EURO NON-CUMULATIVE CASH DIVIDENDS OUT OF DISTRIBUTABLE PROFITS OF BARCLAYS BANK PLC, ANNUALLY AT A FIXED RATE OF 4.75% PER ANNUM ON THE AMOUNT OF €10,000 PER PREFERENCE SHARE UNTIL 15 MARCH 2020, AND THEREAFTER QUARTERLY AT A RATE RESET QUARTERLY EQUAL TO 0.71% PER ANNUM ABOVE THE EURO INTERBANK OFFERED RATE FOR THREE-MONTH EURO DEPOSITS. THE 4.75% PREFERENCE SHARES ARE REDEEMABLE AT THE OPTION OF BARCLAYS BANK PLC, IN WHOLE BUT NOT IN PART ONLY, ON 15 MARCH 2020, AND ON EACH DIVIDEND PAYMENT DATE THEREAFTER AT €10,000 PER SHARE PLUS ANY DIVIDENDS ACCRUED FOR THE THEN CURRENT DIVIDEND PERIOD TO THE DATE FIXED FOR REDEMPTION. HOLDERS OF THE 4.75% PREFERENCE SHARES ARE NOT ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND, OR VOTE AT, ANY GENERAL MEETING OF BARCLAYS BANK PLC. BARCLAYS BANK PLC IS NOT PERMITTED TO CREATE A CLASS OF SHARES RANKING AS REGARDS PARTICIPATION IN THE PROFITS OR ASSETS OF BARCLAYS BANK PLC IN PRIORITY TO THE 4.75% PREFERENCE SHARES, SAVE WITH THE SANCTION OF A SPECIAL RESOLUTION OF A SEPARATE GENERAL MEETING OF THE HOLDERS OF THE 4.75% PREFERENCE SHARES (REQUIRING A MAJORITY OF NOT LESS THAN THREE-FOURTHS OF THE HOLDERS OF THE 4.75% PREFERENCE SHARES VOTING AT THE SEPARATE GENERAL MEETING) OR WITH THE CONSENT IN WRITING OF THE HOLDERS OF THREE-FOURTHS OF THE 4.75% PREFERENCE SHARES. EXCEPT AS DESCRIBED ABOVE, THE HOLDERS OF 4.75% PREFERENCE SHARES HAVE NO RIGHT TO PARTICIPATE IN THE SURPLUS ASSETS OF BARCLAYS BANK PLC.**

<b>Class of Shares:</b>	<b>CUMULATIVE</b>	Number allotted	<b>1000</b>
	<b>CALLABLE</b>	Aggregate nominal value:	<b>1000</b>
	<b>PREFERENCE</b>		
	<b>SHARES</b>		
Currency:	<b>GBP</b>		

Prescribed particulars

**1,000 STERLING CUMULATIVE CALLABLE PREFERENCE SHARES OF £1 EACH (THE '£1 PREFERENCE SHARES') WERE ISSUED ON 31 DECEMBER 2004 AT NIL PREMIUM. THE £1 PREFERENCE SHARES ENTITLE THE HOLDERS THEREOF TO RECEIVE STERLING CUMULATIVE CASH DIVIDENDS OUT OF DISTRIBUTABLE PROFITS OF BARCLAYS BANK PLC, SEMI-ANNUALLY AT A RATE RESET SEMI-ANNUALLY EQUAL TO THE STERLING INTERBANK OFFERED RATE FOR SIX-MONTH STERLING DEPOSITS. BARCLAYS BANK PLC SHALL BE OBLIGED TO PAY SUCH DIVIDENDS IF (1) IT HAS PROFITS AVAILABLE FOR THE PURPOSE OF DISTRIBUTION UNDER THE COMPANIES ACT 2006 AS AT EACH DIVIDEND PAYMENT DATE, AND (2) IT IS SOLVENT ON THE RELEVANT DIVIDEND PAYMENT DATE, PROVIDED THAT A CAPITAL REGULATIONS CONDITION IS SATISFIED ON SUCH DIVIDEND PAYMENT DATE. THE DIVIDENDS SHALL NOT BE DUE AND PAYABLE ON THE RELEVANT DIVIDEND PAYMENT DATE EXCEPT TO THE EXTENT THAT BARCLAYS BANK PLC COULD MAKE SUCH PAYMENT AND STILL BE SOLVENT IMMEDIATELY THEREAFTER. BARCLAYS BANK PLC SHALL BE CONSIDERED SOLVENT ON ANY DATE IF (1) IT IS ABLE TO PAY ITS DEBTS TO SENIOR CREDITORS AS THEY FALL DUE, AND (2) ITS AUDITORS HAVE REPORTED WITHIN THE PREVIOUS SIX MONTHS THAT ITS ASSETS EXCEED ITS LIABILITIES. IF BARCLAYS BANK PLC SHALL NOT PAY, OR SHALL PAY ONLY IN PART, A DIVIDEND FOR A PERIOD OF SEVEN DAYS OR MORE AFTER THE DUE DATE FOR PAYMENT, THE HOLDERS OF THE £1 PREFERENCE SHARES MAY INSTITUTE PROCEEDINGS FOR THE WINDING-UP OF BARCLAYS BANK PLC. NO REMEDY AGAINST BARCLAYS BANK PLC SHALL BE AVAILABLE TO THE HOLDER OF ANY £1 PREFERENCE SHARES FOR THE RECOVERY OF AMOUNTS OWING IN RESPECT OF £1 PREFERENCE SHARES OTHER THAN THE INSTITUTION OF PROCEEDINGS FOR THE WINDING-UP OF BARCLAYS BANK PLC AND/OR PROVING IN SUCH WINDING-UP. ON A WINDING-UP OR OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY BARCLAYS BANK PLC OF ANY OF ITS ISSUED SHARES, OR A REDUCTION OF SHARE CAPITAL, PERMITTED BY THE ARTICLES OF BARCLAYS BANK PLC AND UNDER APPLICABLE LAW), THE ASSETS OF BARCLAYS BANK PLC AVAILABLE TO SHAREHOLDERS SHALL BE APPLIED IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ORDINARY SHARES AND ANY OTHER CLASS OF SHARES IN THE CAPITAL OF**

BARCLAYS BANK PLC THEN IN ISSUE RANKING JUNIOR TO THE £1 PREFERENCE SHARES ON SUCH A RETURN OF CAPITAL AND PARI PASSU ON SUCH A RETURN OF CAPITAL WITH THE HOLDERS OF ANY OTHER CLASS OF SHARES IN THE CAPITAL OF BARCLAYS BANK PLC THEN IN ISSUE (OTHER THAN ANY CLASS OF SHARES IN THE CAPITAL OF BARCLAYS BANK PLC THEN IN ISSUE RANKING IN PRIORITY TO THE £1 PREFERENCE ON A WINDING-UP OR OTHER SUCH RETURN OF CAPITAL), IN PAYMENT TO THE HOLDERS OF THE £1 PREFERENCE SHARES OF A SUM EQUAL TO THE AGGREGATE OF: (1) AN AMOUNT EQUAL TO THE DIVIDENDS ACCRUED THEREON FOR THE THEN CURRENT DIVIDEND PERIOD (AND ANY ACCUMULATED ARREARS THEREOF) TO THE DATE OF THE COMMENCEMENT OF THE WINDING-UP OR OTHER SUCH RETURN OF CAPITAL, AND (2) AN AMOUNT EQUAL TO £1 PER £1 PREFERENCE SHARE. AFTER PAYMENT OF THE FULL AMOUNT OF THE LIQUIDATING DISTRIBUTIONS TO WHICH THEY ARE ENTITLED, THE HOLDERS OF THE £1 PREFERENCE SHARES WILL HAVE NO RIGHT OR CLAIM TO ANY OF THE REMAINING ASSETS OF BARCLAYS BANK PLC AND WILL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN SUCH RETURN OF CAPITAL. THE £1 PREFERENCE SHARES ARE REDEEMABLE AT THE OPTION OF BARCLAYS BANK PLC, IN WHOLE BUT NOT IN PART ONLY, SUBJECT TO THE COMPANIES ACT 2006 AND ITS ARTICLES. HOLDERS OF THE £1 PREFERENCE SHARES ARE NOT ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND, OR VOTE AT, ANY GENERAL MEETING OF BARCLAYS BANK PLC.

Class of Shares:	ORDINARY	Number allotted	2342558515
Currency:	GBP	Aggregate nominal value:	2342558515

Prescribed particulars

EVERY MEMBER WHO IS PRESENT IN PERSON OR BY PROXY, OR REPRESENTED AT ANY GENERAL MEETING OF BARCLAYS BANK PLC AND WHO IS ENTITLED TO VOTE ON THE RESOLUTION HAS ONE VOTE ON A SHOW OF HANDS. ON A POLL, EVERY MEMBER WHO IS PRESENT OR REPRESENTED AND WHO IS ENTITLED TO VOTE HAS ONE VOTE FOR EVERY SHARE HELD. IN THE CASE OF JOINT HOLDERS ONLY THE VOTE OF THE SENIOR HOLDER (AS DETERMINED BY ORDER IN THE SHARE REGISTER) OR HIS PROXY MAY BE COUNTED. NO MEMBER IS ENTITLED TO VOTE, EITHER IN PERSON OR BY PROXY IF ANY SUM PAYABLE IN RESPECT OF THE SHARE REMAINS UNPAID. IN RELATION TO A MEMBER'S SHAREHOLDING, THAT MEMBER IS NOT ENTITLED TO VOTE THAT SHARE OR EXERCISE ANY OTHER RIGHT IN RELATION TO A MEETING OF BARCLAYS BANK PLC UNLESS THE BOARD OTHERWISE DETERMINE. IF ANY MEMBER, OR ANY OTHER PERSON APPEARING TO BE INTERESTED IN ANY OF BARCLAYS

BANK PLC'S ORDINARY SHARES, IS SERVED WITH A NOTICE UNDER SECTION 793 OF THE COMPANIES ACT 2006 AND DOES NOT SUPPLY BARCLAYS BANK PLC WITH THE INFORMATION REQUIRED IN THE NOTICE, THEN THE BOARD, IN ITS ABSOLUTE DISCRETION, MAY DIRECT THAT THAT MEMBER SHALL NOT BE ENTITLED TO ATTEND OR VOTE AT ANY MEETING OF BARCLAYS BANK PLC. THE BOARD MAY FURTHER DIRECT THAT IF THE SHARES OF THE DEFAULTING MEMBER REPRESENT 0.25% OR MORE OF THE ISSUED SHARES OF THE RELEVANT CLASS, THAT DIVIDENDS OR OTHER MONIES PAYABLE ON THOSE SHARES SHALL BE RETAINED BY BARCLAYS BANK PLC UNTIL THE DIRECTION CEASES TO HAVE EFFECT AND THAT NO TRANSFER OF THOSE SHARES SHALL BE REGISTERED (OTHER THAN CERTAIN SPECIFIED 'EXCEPTED TRANSFERS'). A DIRECTION CEASES TO HAVE EFFECT SEVEN DAYS AFTER BARCLAYS BANK PLC HAS RECEIVED INFORMATION REQUESTED, OR WHEN BARCLAYS BANK PLC IS NOTIFIED THAT AN 'EXCEPTED TRANSFER' TO A THIRD PARTY HAS OCCURRED, OR AS THE BOARD OTHERWISE DETERMINES. SUBJECT TO THE PROVISIONS OF THE ARTICLES AND APPLICABLE LEGISLATION, BARCLAYS BANK PLC MAY DECLARE DIVIDENDS ON THE ORDINARY SHARES BY ORDINARY RESOLUTION, BUT SUCH DIVIDEND MAY NOT EXCEED THE AMOUNT RECOMMENDED BY THE BOARD. THE BOARD MAY ALSO PAY INTERIM OR FINAL DIVIDENDS IF IT APPEARS THEY ARE JUSTIFIED BY BARCLAYS BANK PLC'S FINANCIAL POSITION. THE DIRECTORS MAY MAKE CALLS UPON THE MEMBERS IN RESPECT OF ANY MONIES UNPAID ON THEIR SHARES. A PERSON UPON WHOM A CALL IS MADE REMAINS LIABLE EVEN IF THE SHARES IN RESPECT OF WHICH THE CALL IS MADE HAVE BEEN TRANSFERRED. INTEREST WILL BE CHARGEABLE ON ANY UNPAID AMOUNT CALLED AT A RATE DETERMINED BY THE BOARD (OF NOT MORE THAN 20%). BARCLAYS BANK PLC ALSO HAS A LIEN OVER ALL PARTLY PAID SHARES OF BARCLAYS BANK PLC FOR ALL MONIES PAYABLE OR CALLED ON THAT SHARE AND OVER THE DEBTS AND LIABILITIES OF A MEMBER TO BARCLAYS BANK PLC. IF ANY MONIES WHICH ARE THE SUBJECT OF THE LIEN REMAIN UNPAID AFTER A NOTICE FROM THE BOARD DEMANDING PAYMENT, BARCLAYS BANK PLC MAY SELL SUCH SHARES.

<b>Class of Shares:</b>	<b>DOLLAR</b>	Number allotted	<b>58133</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>5813300</b>
	<b>SHARES</b>		

Currency: **USD**

Prescribed particulars

**100,000 US DOLLAR 6.278% NON-CUMULATIVE CALLABLE PREFERENCE SHARES OF US\$100 EACH (THE '6.278% PREFERENCE SHARES'), REPRESENTED BY 100,000**

AMERICAN DEPOSITARY SHARES, SERIES 1, WERE ISSUED ON 8TH JUNE 2005 FOR A CONSIDERATION OF US\$995.4M (£548.1M), OF WHICH THE NOMINAL VALUE WAS US\$10M AND THE BALANCE WAS SHARE PREMIUM. 41,867 OF THE 6.278% PREFERENCE SHARES WERE BOUGHT BACK AND CANCELLED ON 18 JUNE 2014. THE 6.278% PREFERENCE SHARES ENTITLE THE HOLDERS THEREOF TO RECEIVE US DOLLAR NON-CUMULATIVE CASH DIVIDENDS OUT OF DISTRIBUTABLE PROFITS OF BARCLAYS BANK PLC, SEMI-ANNUALLY AT A FIXED RATE OF 6.278% PER ANNUM ON THE AMOUNT OF US\$10,000 PER PREFERENCE SHARE UNTIL 15TH DECEMBER 2034, AND THEREAFTER QUARTERLY AT A RATE RESET QUARTERLY EQUAL TO 1.55% PER ANNUM ABOVE THE LONDON INTERBANK OFFERED RATE FOR THREE-MONTH US DOLLAR DEPOSITS. THE 6.278% PREFERENCE SHARES ARE REDEEMABLE AT THE OPTION OF BARCLAYS BANK PLC, IN WHOLE BUT NOT IN PART ONLY, ON 15TH DECEMBER 2034, AND ON EACH DIVIDEND PAYMENT DATE THEREAFTER AT US\$10,000 PER SHARE PLUS ANY DIVIDENDS ACCRUED FOR THE THEN CURRENT DIVIDEND PERIOD TO THE DATE FIXED FOR REDEMPTION. HOLDERS OF THE 6.278% PREFERENCE SHARES ARE NOT ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND, OR VOTE AT, ANY GENERAL MEETING OF BARCLAYS BANK PLC. BARCLAYS BANK PLC IS NOT PERMITTED TO CREATE A CLASS OF SHARES RANKING AS REGARDS PARTICIPATION IN THE PROFITS OR ASSETS OF BARCLAYS BANK PLC IN PRIORITY TO THE 6.278% PREFERENCE SHARES, SAVE WITH THE SANCTION OF A SPECIAL RESOLUTION OF A SEPARATE GENERAL MEETING OF THE HOLDERS OF THE 6.278% PREFERENCE SHARES (REQUIRING A MAJORITY OF NOT LESS THAN THREE-FOURTHS OF THE HOLDERS OF THE 6.278% PREFERENCE SHARES VOTING AT THE SEPARATE GENERAL MEETING) OR WITH THE CONSENT IN WRITING OF THE HOLDERS OF THREE-FOURTHS OF THE 6.278% PREFERENCE SHARES. EXCEPT AS DESCRIBED ABOVE, THE HOLDERS OF THE 6.278% PREFERENCE SHARES HAVE NO RIGHT TO PARTICIPATE IN THE SURPLUS ASSETS OF BARCLAYS BANK PLC.

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## Statement of Capital (Totals)

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Currency:	EUR	Total number of shares:	31856
		Total aggregate nominal value:	3185600
		Total aggregate amount unpaid:	0
Currency:	GBP	Total number of shares:	2342559515

Total aggregate nominal **2342559515**

value:

Total aggregate amount **0**

unpaid:

Currency: **USD**

Total number of shares: **58133**

Total aggregate nominal **5813300**

value:

Total aggregate amount **0**

unpaid:

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement



# Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,  
Judicial Factor