

BARCLAYS

BARCLAYS BANK PLC

(Incorporated with limited liability in England)

as Issuer

£4,000,000,000
Debt Issuance Programme

This document is the Information Memorandum Addendum which accompanies and forms part of the “Information Memorandum” as defined in the Information Memorandum dated 30th October, 2000 in respect of the Programme. It supersedes all previous information memorandum addenda, amendments and supplements thereto in each case relating to the Debt Issuance Programme.

Application has been made for Notes issued under the Programme during the period of 12 months from the date of this document to be admitted to the Official List of the Financial Services Authority in its capacity as competent authority for the purposes of Part IV of the Financial Services Act 1986 (the “UK Listing Authority”) and to trading on the London Stock Exchange plc (the “London Stock Exchange”). Admission to the Official List together with admission to trading on the London Stock Exchange’s market for listed securities constitutes official listing on a stock exchange. The Information Memorandum (which includes this document) comprises listing particulars issued in compliance with the listing rules made under Section 142 of the Financial Services Act 1986 for the purpose of giving information about the issue of Notes during the above 12 month period and with regard to the Issuer. A copy of this document and the accompanying Information Memorandum, which together constitute listing particulars, have been delivered for registration to the Registrar of Companies in England and Wales in accordance with Section 149 of the above Act.

Arranger

Barclays Capital

Dealers

Barclays Capital

BNP PARIBAS

Goldman Sachs International

Merrill Lynch International

Morgan Stanley Dean Witter

Schroder Salomon Smith Barney

Barclays Capital France SA

Dresdner Kleinwort Benson

Lehman Brothers

J.P. Morgan Securities Ltd.

PaineWebber International (U.K.) Ltd.

UBS Warburg

Barclays Bank PLC (the “Bank” or the “Issuer”) accepts responsibility for the information contained in the Information Memorandum. To the best of the knowledge and belief of the Issuer, which has taken all reasonable care to ensure that such is the case, the information contained in the Information Memorandum is in accordance with the facts and does not omit anything likely to affect the import of such information.

Words and expressions defined in the Information Memorandum dated 30th October, 2000 and not defined in this document shall bear the same meanings when used herein.

The Information Memorandum should be read and construed with any amendment or supplement thereto and with any other documents incorporated by reference therein and, in relation to any Series of the Notes, should be read and construed together with the relevant Pricing Supplement(s).

The Dealers and the Trustee have not separately verified the information contained in this document. None of the Dealers or the Trustee makes any representation, express or implied, or accepts any responsibility as to the accuracy or completeness of this document or any documents incorporated by reference herein or any further information supplied in connection with any Notes or their distribution.

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The delivery of the Information Memorandum or any documents incorporated by reference therein does not at any time imply that the information contained therein concerning the Issuer is correct as of any time subsequent to the date thereof or that any other written information supplied in connection with the Notes is correct as of any time subsequent to the date indicated in the document containing the same. The Dealers and the Trustee expressly do not undertake to review the financial condition or affairs of the Issuer during the life of the Programme nor to advise any investor or potential investor in the Notes of any information coming to the attention of any of the Dealers or the Trustee. Investors should review, *inter alia*, the most recent published financial statements of the Issuer when evaluating the Notes.

The distribution of the Information Memorandum or any Pricing Supplement and the offering, sale or delivery of Notes in certain jurisdictions may be restricted by law. Persons into whose possession the Information Memorandum or any Pricing Supplement comes are required by the Issuer and the Dealers to inform themselves about and to observe any such restrictions. For a description of certain restrictions on offers, sales and deliveries of Notes and on the distribution of the Information Memorandum and other offering material relating to Notes, see “Plan of Distribution” in the Information Memorandum dated 30th October, 2000. In particular, the Notes have not been and will not be registered under the United States Securities Act of 1933 (as amended) and are instruments in bearer form which are subject to U.S. tax law requirements. Subject to certain exceptions, Notes may not be offered, sold or delivered within the United States or to U.S. persons. Neither the Information Memorandum nor any Pricing Supplement may be used for the purpose of an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

The Issuer has not authorised any offer of Notes to the public in the United Kingdom within the meaning of the POS Regulations. Notes may not lawfully be offered or sold to persons in the United Kingdom except in circumstances which do not result in an offer to the public in the United Kingdom

within the meaning of the POS Regulations or otherwise in compliance with all applicable provisions of the POS Regulations.

In the Information Memorandum, references to “euro” and “€” are to the currency introduced at the start of the third stage of European economic and monetary union pursuant to the Treaty, references to “U.S.\$” and “U.S. dollars” are to United States dollars, references to “£” and “sterling” are to pounds sterling, references to “¥” and “Yen” are to Japanese Yen, references to “DM” are to Deutsche Marks, references to “FRF” are to French francs and references to “ITL” are to Italian lire.

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DOCUMENTS INCORPORATED BY REFERENCE

The following documents shall be deemed to be incorporated in, and to form part of, the Information Memorandum:

- (1) the most recent Annual Report and Accounts and Interim Report of the Issuer published from time to time by it; and
- (2) all amendments and supplements to the Information Memorandum prepared from time to time by the Issuer,

save that (a) any statement in the Information Memorandum or in any Annual Report and Accounts or Interim Report of the Issuer shall be deemed to be modified or superseded for the purposes of the Information Memorandum to the extent that a statement contained in any subsequently published Annual Report and Accounts or Interim Report expressly or impliedly modifies or supersedes such earlier statement, provided that any such modifying or superseding statement shall not form part of the listing particulars issued in compliance with the listing rules made under Section 142 of the Financial Services Act 1986 and (b) any documents incorporated by reference do not form part of the listing particulars issued in compliance with the listing rules made under Section 142 of the Financial Services Act 1986.

THE BANK AND THE GROUP

Business

The Bank and its subsidiary undertakings (taken together the "Group") is a United Kingdom based financial services group engaged primarily in banking, investment banking and investment management. In terms of assets employed, it is one of the largest financial services groups in the United Kingdom. The Group also operates in many other countries around the world and is one of the leading providers of co-ordinated global services to multinational corporations and financial institutions from Group operations in the world's main financial centres. At 31st December, 1999, the total consolidated assets of the Group were £254,793 million, based on the audited balance sheet at that date. The whole of the issued ordinary share capital of the Bank is owned by Barclays PLC which is the ultimate holding company of the Group.

The profit before taxation of the Group in respect of the year ended 31st December, 1999 was £2,460* million after charging net credit risk provisions of £621 million. In 1998 the Group made a profit before taxation of £1,895* million after charging net credit risk provisions of £485 million.

On 3rd August, 2000, Barclays PLC announced an unaudited consolidated profit before taxation for the six months ended 30th June, 2000 of £1,842 million, after charging net credit risk provisions of £380 million. The profit before taxation for the corresponding period of 1999 was £967* million, after net credit risk provisions of £322 million.

Recent Developments

Acquisition by Barclays PLC of Woolwich plc

On 25th October, 2000, Barclays PLC announced that it had completed its acquisition of Woolwich plc. Following completion Woolwich plc and its subsidiary undertakings (taken together, the "Woolwich Group") have become part of the Group.

Under the terms of Barclays PLC's offer for Woolwich plc, the holders of ordinary shares in Woolwich plc were entitled to receive 0.1175 new ordinary shares in Barclays PLC and £1.64 for each ordinary share in Woolwich plc. The holders of ordinary shares in Woolwich plc also had the right to elect, subject to availability, to vary the proportions in which they receive new ordinary shares in Barclays PLC and cash. The holders of ordinary shares in Woolwich plc retained the interim dividend of 4.4p per ordinary share in Woolwich plc announced on 2nd August, 2000 and payable on 9th October, 2000 to the holders of ordinary shares in Woolwich plc on the register on 25th August, 2000.

A total of 176,405,111 new ordinary shares have been issued by Barclays PLC in respect of its acquisition of Woolwich plc. Dealing in such shares commenced on the London Stock Exchange on 26th October, 2000. A total of approximately £2,462,165,000 is to be paid to Woolwich plc shareholders in respect of Barclays acquisition of Woolwich plc.

Sir Brian Jenkins, Chairman of Woolwich plc, has been appointed a non-executive Deputy Chairman of Barclays PLC. Stephen Russell, Chief Executive of The Boots Company PLC and a non-executive director of Woolwich plc, has been appointed a non-executive director of Barclays PLC. John Stewart, Group Chief Executive of Woolwich plc, has been appointed Deputy Group Chief Executive of Barclays PLC with responsibility for Barclays Retail Financial Services, which will incorporate the Woolwich business. John Varley, an executive director of Barclays PLC, has assumed the new role of Group Director, Integration to focus on the integration of the operations of Woolwich plc and Barclays PLC.

On 2nd August, 2000, Woolwich plc announced an unaudited consolidated profit before taxation for the six months ended 30th June, 2000 of £232 million, after charging net credit risk provisions of £24 million. The restated profit before taxation for the corresponding period of 1999 was £254 million, after net credit risk provisions of £14 million. At 30th June, 2000, the total consolidated assets of the Woolwich Group were £36,284 million based on the unaudited balance sheet at that date.

*Profit before tax for the six months ended 30th June, 1999 reflects the impact of Financial Reporting Standard 16 (see Note 1, page 10). Profit before tax for the two years ended 31st December, 1999 does not reflect the impact of the Standard.

Capitalisation and Indebtedness

The following table sets out the authorised and issued share capital of the Bank and the Group shareholders' funds and indebtedness and contingent liabilities as at 30th June, 2000:

	<i>As of 30th June, 2000 £ million</i>
Share capital of the Bank	
Authorised ordinary share capital – shares of £1 each.....	2,500
Authorised preference share capital – shares of U.S.\$0.01 each ¹	1
Ordinary shares – issued and fully paid – 2,090 million shares ²	2,090
Preference shares – issued and fully paid ¹	0
Group shareholders' funds	
<i>Equity</i>	
Issued and fully paid ordinary share capital ²	2,090
Share premium ²	1,783
Revaluation reserve	37
Profit and loss account	5,327
<i>Non-equity</i>	
Issued and fully paid preference share capital ¹	0
Other shareholders' funds ³	539
Share premium ¹	140
Total shareholders' funds	9,916
Group indebtedness	
<i>Loan capital⁴</i>	
Undated loan capital – convertible to preference shares ⁵	330
Undated loan capital – non-convertible ⁵	1,475
Dated loan capital – non-convertible ⁶	2,943
	4,748
Debt securities in issue⁷	
Bonds and medium term notes.....	1,650
Other securities in issue	16,738
	18,388
Total indebtedness	23,136
Total capitalisation and indebtedness	33,052
Contingent liabilities⁸	
Acceptances and endorsements	1,494
Guarantees and assets pledged as collateral security	17,241
Other contingent liabilities	5,953
	24,688

1 At 30th June, 2000 the Bank had U.S.\$1,500,000 of authorised preference share capital comprising 150 million preference shares of U.S.\$0.01 each. 17 million preference shares were outstanding having been issued fully paid for a consideration of U.S.\$212.5 million (£140 million at the US\$/pound sterling exchange rate prevailing on 30th June, 2000), of which the nominal value was U.S.\$170,000 and the balance was share premium. The outstanding preference shares of the Bank comprise 8.5 million Series D1 and 8.5 million series D2 Non-cumulative Dollar-denominated Preference Shares. See note (o) on page 7 for information on the Series E Non-cumulative Dollar-Denominated Preference Shares of the Bank.

2 In connection with the transfer of the Woolwich Group from Barclays PLC to the Bank on 25th October, 2000 (see page 4) the Bank has agreed to issue to Barclays PLC 176 million £1 ordinary shares fully paid with a related increase in share premium of £3,182 million.

3 Other shareholders' funds consist of €850 million 7.5% step-up callable perpetual reserve capital instruments issued on 3rd May, 2000. On 19th September, 2000, the Bank issued US\$1,250 million 8.55% step-up callable perpetual reserve capital instruments (£886 million at the US\$/pound sterling exchange rate prevailing on 19th September, 2000).

4 At 30th June, 2000 Woolwich plc had in issue £699 million of dated loan capital and £148 million of undated loan capital.

5 See pages 6 and 7.

6 See pages 6 and 7.

7 At 30th June, 2000 the Woolwich Group had debt securities in issue of £7,930 million.

8 At 30th June, 2000 the Woolwich Group had no contingent liabilities.

Undated loan capital at 30th June, 2000 (Notes a and b)

£ million

The Bank:

Junior Undated Floating Rate Notes (U.S.\$121m.) (Notes c and f)	80
Undated Floating Rate Primary Capital Notes Series 1 (U.S.\$358m.) (Notes d and f)	237
Undated Floating Rate Primary Capital Notes Series 2 (U.S.\$442m.) (Notes d and f)	292
Undated Floating Rate Primary Capital Notes Series 3 (Notes d and f)	145
8% Convertible Capital Notes, Series E (U.S.\$500m.) (Notes d and o)	330
9.875% Undated Subordinated Notes (Notes d and p)	300
9% Permanent Interest Bearing Capital Bonds (Note d)	100
7.875% Undated Subordinated Notes (Notes d and q)	100
6.5% Undated Subordinated Notes (FRF 1bn.) (Notes d and g).....	96
5.03% Reverse Dual Currency Undated Subordinated Notes (Yen 8bn.) (Notes d and h)	50
5% Reverse Dual Currency Undated Subordinated Notes (Yen 12bn.) (Notes d and h) ..	75
	1,805
	1,805

Dated loan capital at 30th June, 2000 (Notes a, b and c)

£ million

The Bank:

Floating Rate Subordinated Notes 2000 (U.S.\$100m.) (Notes f, n and s)	62
5.875% Subordinated Notes 2000 (U.S.\$225m.) (Notes n and r)	140
5.95% Subordinated Notes 2001 (U.S.\$225m.) (Note n).....	140
9.5% Subordinated Redeemable Bonds 2001 (FRF 350m.)	34
Floating Rate Unsecured Capital Loan Stock 2006 (Note f)	4
Floating Rate Subordinated Notes 2006 (DM 350m.) (Note f)	113
Floating Rate Subordinated Notes 2006 (Yen 20bn.) (Note f).....	125
16% Unsecured Capital Loan Stock 2002/07.....	100
4.875% Step-up Callable Subordinated Notes 2008 (FRF 1bn.) (Note i)	96
Floating Rate Subordinated Notes 2008 (ITL 250bn.) (Note f)	81
Subordinated Floating Rate Notes 2008 (U.S.\$250m.)	165
Subordinated Floating Rate Notes 2009 (U.S.\$60m.) (Note f).....	40
Floating Rate Subordinated Step-up Callable Notes 2009 (U.S.\$550m.) (Note f)	363
Floating Rate Subordinated Step-up Callable Notes 2009 (U.S.\$115m.) (Note f)	76
7.4% Subordinated Notes 2009 (U.S.\$400m.)	264
Subordinated Fixed to CMS-Linked Notes 2009 (€31m.) (Note f).....	20
Floating Rate Subordinated Step-up Callable Notes 2009 (€150m.) (Note f).....	95
Variable Floating Rate Subordinated Notes 2009 (Yen 5bn.) (Note f)	31
12% Unsecured Capital Loan Stock 2010	25
Floating Rate Unsecured Capital Loan Stock 2010 (Note f).....	1
Fixed/Floating Rate Subordinated Notes 2011 (Yen 5bn.) (Note j).....	31
Floating Rate Subordinated Notes 2012 (Note f)	299
5.5% Subordinated Notes 2013 (DM 500m.) (Note k).....	162
Floating Rate Subordinated Notes 2019 (€50m.) (Note f).....	32
5.4% Reverse Dual Currency Subordinated Notes 2027 (Yen 15bn.) (Note 1)	94
6.33% Subordinated Notes 2032	50
Barclays Overseas Investment Company B.V.:	
Guaranteed Notes 2007 (Yen 15bn.) (Note m)	94
Barclays North American Capital Corporation:	
9 ³ / ₄ % Guaranteed Capital Notes 2021 (U.S.\$311m.)	206
	2,943
	2,943

Notes:

- (a) These figures take no account of liabilities between members of the Group. All loan capital is unsecured and, unless otherwise stated, unguaranteed. The majority of loan capital is prepayable at the option of the Bank subject to any necessary prior approval of the FSA.
- (b) Loan capital in foreign currencies is expressed in sterling at the exchange rates per £1 prevailing on 30th June, 2000 being: US\$1.5133; €1.5792; DM 3.0887; FRF 10.3590; ITL 3,057.79; Yen 160.14.
- (c) These Notes (the "Junior Notes") rank behind the claims against the Bank of depositors and other unsecured unsubordinated creditors and holders of dated loan capital.
- (d) These Notes rank behind the claims against the Bank of the holders of the Junior Notes.
- (e) The dated loan capital of the Bank has been issued on the basis that the claims thereunder against the Bank are subordinated to the claims of depositors and other unsecured unsubordinated creditors. The dated loan capital of Barclays Overseas Investment Company B.V. and of Barclays North American Capital Corporation carries the guarantee of the Bank which is subordinated on a similar basis.
- (f) These Notes bear interest at rates fixed periodically in advance based on London or European interbank rates.
- (g) These Notes bear a fixed rate of interest until 2009. After that date, in the event that the Notes are not redeemed, the Notes will bear interest at rates fixed periodically in advance based on European interbank rates.
- (h) These notes bear a fixed rate of interest until 2028 based on a U.S. dollar principal amount, but the coupons have been swapped, resulting in a Yen interest rate payable which is fixed periodically in advance based on London interbank rates. After that date, in the event that the Notes are not redeemed, the Notes will bear Yen interest at rates fixed periodically in advance based on London interbank rates.
- (i) These Notes bear a fixed rate of interest until 2003. After that date, in the event that the Notes are not redeemed, the Notes will bear interest at rates fixed periodically in advance based on European interbank rates.
- (j) These Notes bear a fixed rate of interest until 2006. After that date, in the event that the Notes are not redeemed, the Notes will bear interest at rates fixed periodically in advance based on London interbank rates.
- (k) These Notes bear a fixed rate of interest until 2008. After that date, in the event that the Notes are not redeemed, the Notes will bear interest at rates fixed periodically in advance based on London interbank rates.
- (l) These Notes bear a fixed rate of interest based on a U.S. dollar principal amount, but the coupons have been swapped, resulting in a Yen interest rate payable which is fixed periodically in advance based on London interbank rates.
- (m) The coupons on these Notes have been swapped until 2002, resulting in a Yen interest rate payable until then which is fixed periodically in advance based on London interbank rates. After that date, in the event that the Notes are not redeemed, the Notes will bear interest at rates fixed periodically in advance based on London interbank rates.
- (n) The Bank has swapped the proceeds of these Notes for sterling under three swaps the durations of which will match the respective terms of the Notes. The payment obligations of the Bank under these three swaps are subordinated so that the claims against the Bank in respect of the swaps rank *pari passu* with claims against the Bank in respect of its dated loan capital. The sterling values of these Notes in the figures set out above take into account these subordinated swaps.
- (o) These Notes are convertible, at the option of the Bank, into 40,000,000 Non-cumulative Dollar-denominated Preference Shares, Series E of the Bank ranking *pari passu* with its existing Preference Shares; at the date of this document no Series E Notes have been so converted.
- (p) These Notes are redeemable at the option of the Bank up to 2008 and on every fifth anniversary thereafter. In the event that the Notes are not redeemed, the coupon will be reset to a fixed margin over a reference gilt rate for a further period of 5 years.
- (q) These Notes are redeemable at the option of the Bank up to 2003 and on every tenth anniversary thereafter. In the event that the Notes are not redeemed, the coupon will be reset to a fixed margin over a reference gilt rate for a further period of 10 years.
- (r) These Notes matured on 15th July, 2000.
- (s) These Notes matured on 15th October, 2000.

On 9th October, 2000, the Bank issued €200 million 5.5% Subordinated Notes due October 2002, the proceeds of which have been swapped for sterling (£119 million) under a swap the duration of which will match the term of the Notes. On 13th October, 2000, the Bank swapped the proceeds of its issue of U.S.\$250 million Subordinated Floating Rate Notes 2008 for sterling (£171 million) under a swap the duration of which will match the term of the Notes. The payment obligations of the Bank under both these swaps are subordinated so that the claims against the Bank in respect of the swaps rank *pari passu* with claims against the Bank in respect of its dated loan capital.

On 24th October, 2000 the Bank issued £275 million 7.125% Undated Subordinated Notes. Save as mentioned in this paragraph and the paragraph immediately above and in Notes (r) and (s) above and save that following the acquisition of the Woolwich Group, the Group's loan capital includes the Woolwich plc loan capital mentioned in Note 4 on page 4, there has been no material change in the undated loan capital and dated loan capital of the Group since 30th June, 2000.

Directors

The Directors of the Bank, each of whose business address is 54 Lombard Street, London EC3P 3AH, their functions in relation to the Group and their principal outside activities (if any) of significance to the Group are as follows:

<i>Name</i>	<i>Functions within the Group</i>	<i>Principal outside activity</i>
Sir Peter Middleton GCB	Group Chairman	—
Matthew Barrett	Group Chief Executive	—
David Allvey	Group Finance Director	—
Christopher Lendrum	Chief Executive, Corporate Banking	—
John Stewart	Deputy Group Chief Executive	—
John Varley	Group Director, Integration	—
Sir Brian Jenkins GBE	Non-Executive Deputy Chairman	—
Sir Andrew Large	Non-Executive Deputy Chairman	—
David Arculus	Non-Executive Director	Chairman, IPC Group Ltd and Severn Trent plc

<i>Name</i>	<i>Functions within the Group</i>	<i>Principal outside activity</i>
Mary Baker	Non-Executive Director	—
Hilary Cropper CBE	Non-Executive Director	Chairman, F.I. Group PLC
Peter Jarvis CBE	Non-Executive Director	Chairman, Debenhams Plc
Sir Nigel Mobbs	Non-Executive Director	Chairman, Slough Estates plc
Sir Nigel Rudd DL	Non-Executive Director	Chairman, Williams Holdings PLC
Stephen Russell	Non-Executive Director	Chief Executive, The Boots Company PLC

Financial Statements

The financial statements set out on this page and pages 9 and 10 have been extracted without material adjustment from the unaudited consolidated accounts of the Group for the six months ended 30th June, 2000 and from the audited consolidated accounts of the Group for the two years ended 31st December, 1999.

Consolidated Profit and Loss Accounts

	<i>Half-year ended</i> 30.6.00 <i>(unaudited)</i> £m	<i>Year ended</i> 31.12.99 <i>(audited)</i> £m	<i>31.12.98</i> £m
Interest receivable:			
Interest receivable and similar income arising from debt securities	*	1,397	1,419
Other interest receivable and similar income.....	*	7,923	8,493
	<u>5,491</u>	<u>9,320</u>	<u>9,912</u>
Interest payable.....	(3,022)	(4,696)	(5,604)
Profit on redemption/repurchase of loan capital.....	2	3	3
	<u>2,471</u>	<u>4,627</u>	<u>4,311</u>
Net interest income.....	2,471	4,627	4,311
Fees and commissions receivable.....	1,769	3,207	3,008
Less: fees and commissions payable.....	(167)	(275)	(229)
Dealing profits.....	415	561	(33)
Other operating income.....	188	244	324
	<u>4,676</u>	<u>8,364</u>	<u>7,381</u>
Operating income.....	4,676	8,364	7,381
Administration expenses – staff costs.....	1,606	3,057	2,811
Administration expenses – other.....	902	1,807	1,829
Depreciation and amortisation.....	129	280	275
	<u>2,637</u>	<u>5,144</u>	<u>4,915</u>
Operating expenses.....	2,637	5,144	4,915
Operating profit before provisions.....	2,039	3,220	2,466
Provisions for bad and doubtful debts.....	376	621	492
Provisions for contingent liabilities and commitments.....	(1)	1	76
	<u>375</u>	<u>622</u>	<u>568</u>
Provisions.....	375	622	568
Operating profit.....	1,664	2,598	1,898
Loss on sale or restructuring of BZW.....	—	(30)	(3)
Profit/(Loss) on disposal of other Group undertakings.....	178	(108)	4
Write-down of fixed asset investments.....	—	—	(4)
	<u>1,842</u>	<u>2,460</u>	<u>1,895</u>
Profit on ordinary activities before tax (Note 1).....	1,842	2,460	1,895
Tax on profit on ordinary activities.....	488	649	533
	<u>1,354</u>	<u>1,811</u>	<u>1,362</u>
Profit on ordinary activities after tax.....	1,354	1,811	1,362
Minority interests – equity.....	(12)	(24)	(20)
	<u>1,342</u>	<u>1,787</u>	<u>1,342</u>
Profit attributable to the members of Barclays Bank PLC.....	1,342	1,787	1,342
Dividends payable to Barclays PLC.....	(618)	(1,404)	(1,214)
Dividends payable to preference shareholders and other appropriations.....	(22)	(28)	(25)
	<u>702</u>	<u>355</u>	<u>103</u>
Profit retained.....	702	355	103

* “Interest receivable and similar income arising from debt securities” and “Other interest receivable and similar income” are not provided in interim disclosures.

Consolidated Balance Sheets

	Half-year ended 30.6.00 (unaudited) £m	Year ended 31.12.99 (audited) £m	31.12.98 £m
Assets:			
Cash and balances at central banks	588	1,166	942
Items in course of collection from other banks	2,660	2,492	2,475
Treasury bills and other eligible bills.....	9,584	7,176	4,748
Loans and advances to banks – banking	9,678	13,071	20,316
– trading	30,607	29,585	16,296
	40,285	42,656	36,612
Loans and advances to customers – banking	99,893	95,006	81,469
– trading.....	34,547	18,532	14,641
	134,440	113,538	96,110
Debt securities	61,380	53,919	45,180
Equity shares	9,947	5,604	4,888
Interests in associated undertakings and joint ventures	97	106	150
Intangible fixed assets – goodwill	188	183	196
Tangible fixed assets	1,731	1,800	1,939
Other assets**	17,471	15,910	16,617
Prepayments and accrued income**	**	2,203	2,552
	278,371	246,753	212,409
Retail life-fund assets attributable to policyholders.....	8,014	8,040	7,085
Total assets	286,385	254,793	219,494
Liabilities:			
Deposits by banks – banking.....	39,624	26,915	25,951
– trading	19,908	17,571	8,469
	59,532	44,486	34,420
Customer accounts – banking.....	112,464	105,027	96,099
– trading	27,875	18,939	12,706
	140,339	123,966	108,805
Debt securities in issue	18,388	23,329	17,824
Items in course of collection due to other banks.....	1,252	1,400	1,279
Other liabilities***	43,815	35,119	33,350
Accruals and deferred income***	***	3,290	3,074
Provisions for liabilities and charges – deferred tax***	***	596	702
Provisions for liabilities and charges – other***	***	651	651
Balances due to Barclays PLC	295	484	414
Subordinated liabilities:			
Undated loan capital: convertible to preference shares	330	309	301
Undated loan capital: non-convertible	1,475	1,440	1,441
Dated loan capital: non-convertible.....	2,943	2,848	1,992
	268,369	237,918	204,253
Minority interests and shareholders' funds:			
Minority interests – equity	86	82	51
Called up share capital.....	2,090	2,088	2,076
Other shareholders' funds – non-equity	539	—	—
Reserves: equity	7,147	6,395	5,766
non-equity.....	140	270	263
Shareholders' funds – equity and non-equity	9,916	8,753	8,105
	10,002	8,835	8,156
	278,871	246,753	212,409
Retail life-fund liabilities to policyholders	8,014	8,040	7,085
Total liabilities and shareholders' funds	286,385	254,793	219,494

** "Prepayments and accrued income" are combined with "Other assets" in interim disclosure.

*** "Accruals and deferred income", "Provisions for liabilities and charges – deferred tax" and "Provisions for liabilities and charges – other" are combined with "Other liabilities" in interim disclosure.

Note 1

Changes to the Group's accounting policies have occurred following the adoption in 2000 of Financial Reporting Standard 15 "Tangible Fixed Assets" (FRS 15) and Financial Reporting Standard 16 "Current Tax" (FRS 16).

The Group has applied the transitional rules available under FRS 15. The revalued book amounts of fixed assets will be retained without subsequent revaluation subject to the requirement to test for impairment. This change has had no impact on reported profit or shareholders' funds.

In accordance with FRS 16 incoming dividends, interest and other income now exclude taxes, such as attributable tax credits, not payable wholly on behalf of the Group. This change in policy has resulted in a reduction in profit before tax for 1999 of £5 million of which £3 million occurred in the first six months with a commensurate reduction in the tax charge. Shareholders' funds are unchanged by this change in policy.

The audited figures for the two years ended 31st December, 1999 have not been restated to reflect the impact of FRS 16.

GENERAL INFORMATION

1. Save as otherwise disclosed herein, there has been no significant change in the financial or trading position of the Issuer or the Group since 30th June, 2000 and there has been no material adverse change in the financial position or prospects of the Issuer or the Group since 31st December, 1999.

2. No member of the Group is or has been involved in any legal or arbitration proceedings which may have, or have had during the twelve months preceding the date of this document, a significant effect on the Group's financial position nor, so far as the Issuer is aware, are any such proceedings pending or threatened.

3. The annual consolidated accounts of the Issuer and its subsidiaries for each of the two years ended 31st December, 1999 have been audited by PricewaterhouseCoopers, chartered accountants and registered auditors, 32 London Bridge Street, London SE1 9SY. The annual consolidated accounts of the Issuer and its subsidiaries for the year ended 31st December, 1997 were audited by Price Waterhouse, 32 London Bridge Street, London SE1 9SY.

The financial statements contained in this document in relation to the Group do not comprise statutory accounts within the meaning of Section 240 of the Companies Act 1985. The statutory accounts of the Bank for the three years ended 31st December, 1997, 1998 and 1999, which contain unqualified audit reports without any statement under Section 237(2) or (3) of that Act, have been delivered to the Registrar of Companies in England and Wales in accordance with Section 242 of the Act.

4. Copies of the following documents may be inspected during usual business hours on any weekday (Saturdays and public holidays excepted) at the registered office of the Issuer, currently 54 Lombard Street, London EC3P 3AH and at the specified office of each Paying Agent in the United Kingdom in each case for a period of 14 days from the date of this document and throughout the life of the Programme:

- (i) the Memorandum and Articles of Association of the Issuer;
- (ii) the Annual Report and Accounts of the Issuer for the financial years ended 31st December, 1998 and 1999, respectively, and the Interim Report of Barclays PLC for the six months ended 30th June, 2000, together with any subsequently published year end and interim financial statements;
- (iii) the Distribution Agreement;
- (iv) the Trust Deed;
- (v) the Agency Agreement;
- (vi) the current listing particulars in respect of the Programme;
- (vii) any supplementary listing particulars published since the most recent listing particulars were published;
- (viii) each Pricing Supplement issued in respect of listed Notes since the most recent listing particulars were published; and
- (ix) in the case of a syndicated issue of listed Notes, the syndication agreement (or equivalent document).

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