FINAL TERMS

Barclays Bank Plc

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

GBP 10,000,000 Index linked Securities due October 2019 pursuant to the Global Structured Securities Programme (the "**Securities**")

Issue Price: 100 per cent. of par

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 7 dated 14 June 2013, which constitutes a base prospectus (the "**Base Prospectus**") for the purpose of the Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus is available for viewing at http://www.barclays.com/investorrelations/debtinvestors and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the Base Prospectus and not defined in this document shall bear the same meanings when used herein.

Barclays

Final Terms dated 13 September 2013

Part A – Contractual Terms

PROVISIONS RELATING TO THE SECURITIES

1	(a)	Series number:	NX000132780
	(b)	Tranche number:	1
2		Currency:	Pound Sterling ("**GBP**")
3		Securities:	Notes
4		Notes:	Applicable
	(a)	Aggregate Nominal Amount as at the Issue Date:	
		(i) Tranche:	GBP 10,000,000
		(ii) Series:	GBP 10,000,000
	(b)	Specified Denomination:	GBP 1.00
	(c)	Minimum Tradable Amount:	Not Applicable
5		Certificates:	Not Applicable
6		Issue Price:	100 per cent. of the Aggregate Nominal Amount
7		Issue Date:	13 September 2013
8		Scheduled Redemption Date:	25 October 2019
9		Calculation Amount:	GBP 1.00
10		Underlying Performance Type	Single Asset

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

11	(a)	Interest Type:	Fixed Rate Interest
	(b)	Fixed Rate Interest Type:	Fixed Amount
	(c)	Interest Rate:	5.6 per cent.
	(d)	ISDA Determination:	Not Applicable
	(e)	Screen Rate Determination:	Not Applicable
	(f)	Bank of England Base Rate Determination:	Not Applicable
	(g)	Conditional Interest:	Not Applicable
	(h)	Margin:	Not Applicable
	(i)	Minimum/Maximum Interest Rate:	Not Applicable
	(j)	Interest Commencement Date:	Not Applicable
	(k)	Interest Determination	Not Applicable

		Date:	
	(l)	Interest Period End Dates:	Not Applicable
	(m)	Linear Interpolation:	Not Applicable
	(n)	Interest Payment Dates:	20 October 2014 19 October 2015 18 October 2016 18 October 2017 18 October 2018 18 October 2019
	(o)	Day Count Fraction:	Not Applicable

PROVISIONS RELATING TO FINAL REDEMPTION

12	(a)	Redemption Type	American Barrier
	(b)	Settlement Currency:	GBP
	(c)	Settlement Method:	Cash
	(d)	Trigger Event Type:	Daily
	(e)	Strike Price Percentage:	100 per cent.
	(f)	Knock-in Barrier Percentage:	50 per cent.
	(g)	Knock-in Barrier Period Start Date:	21 October 2013
	(h)	Knock-in Barrier Period End Date:	18 October 2019

PROVISIONS RELATING TO NOMINAL CALL EVENT

13	Nominal Call Event:	Not Applicable

PROVISIONS RELATING TO THE UNDERLYING ASSET(S)

14	Underlying Asset:			
	(a)	Share:		Not Applicable
	(b)	Index:		The FTSE® 100 Index
		(i)	Exchange:	London Stock Exchange
		(ii)	Related Exchanges:	All Exchanges
		(iii)	Underlying Asset Currency:	Not Applicable
		(iv)	Bloomberg Code:	UKX <Index>
		(v)	Reuters Code:	Not Applicable
		(vi)	Index Sponsor:	FTSE International Limited
15	Initial Price:			The Valuation Price of the Underlying Asset on the Initial Valuation Date for such Underlying Asset

	(a) Averaging-in:	Not Applicable
	(b) Min Lookback-in:	Not Applicable
	(c) Max Lookback-in:	Not Applicable
	(d) Initial Valuation Date:	18 October 2013
16	Final Valuation Price:	The Valuation Price of the Underlying Asset on the Final Valuation Date for such Underlying Asset
	(a) Averaging-out:	Not Applicable
	(b) Min Lookback-out:	Not Applicable
	(c) Max Lookback-out:	Not Applicable
	(d) Final Valuation Date:	18 October 2019

PROVISIONS RELATING TO DISRUPTION EVENTS AND TAXES AND EXPENSES

17	Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date):	Not Applicable
18	FX Disruption Event:	Not Applicable
19	Local Jurisdiction Taxes and Expenses:	Not Applicable
20	Additional Disruption Events:	
	(a) Hedging Disruption:	Not Applicable
	(b) Increased Cost of Hedging:	Not Applicable
	(c) Affected Jurisdiction Hedging Disruption:	Not Applicable
	(d) Affected Jurisdiction Increased Cost of Hedging:	Not Applicable
	(e) Affected Jurisdiction:	Not Applicable
	(f) Increased Cost of Stock Borrow:	Not Applicable
	(g) Initial Stock Loan Rate:	Not Applicable
	(h) Maximum Stock Loan Rate:	Not Applicable
	(i) Loss of Stock Borrow:	Not Applicable
	(j) Fund Disruption Event:	Not Applicable
	(k) Foreign Ownership Event:	Not Applicable
	(l) Insolvency Filing:	Not Applicable
21	Change in Law – Hedging:	Not Applicable
22	Early Cash Settlement Amount:	Market Value
23	Early Redemption Notice Period Number:	10

GENERAL PROVISIONS

24	Form of Securities:		Global Bearer Securities: Permanent Global Security NGN Form: Not Applicable Held under the NSS: Not Applicable CGN Form: Applicable CDIs: Applicable
25	Trade Date:		6 September 2013
26	Additional Business Centre(s):		Not Applicable
27	Business Day Convention:		Following
28	Determination Agent:		Barclays Bank PLC
29	Common Depositary:		Not Applicable
30	Registrar:		Not Applicable
31	CREST Agent:		Not Applicable
32	Transfer Agent:		Not Applicable
33	(a)	Names of Manager:	Barclays Bank PLC
	(b)	Date of underwriting agreement:	Not Applicable
	(c)	Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
34	Registration Agent:		Not Applicable
35	Masse Category:		Not Applicable
36	Governing Law:		English Law

Part B – Other Information

1 **LISTING AND ADMISSION TO TRADING**

(i) Listing and Admission to Trading:	Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the London Stock Exchange with effect from the Issue Date.
(ii) Estimate of total expenses related to admission to trading:	Not Applicable

2 **RATINGS**

Ratings:	The Securities have not been individually rated.

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

Save for any fees payable to the Manager and save as discussed in the risk factor "Risks associated with conflicts of interest between the Issuer and purchasers of Securities", so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

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

(i) Reasons for the offer:	General funding
(ii) Estimated net proceeds:	Not Applicable
(iii) Estimated total expenses:	Not Applicable

5 **PERFORMANCE OF UNDERLYING ASSET AND OTHER INFORMATION CONCERNING THE UNDERLYING ASSET**

Bloomberg Screen: UKX <Index>and http://www.ftse.com

Index Disclaimer: FTSE® 100 Index

6 **OPERATIONAL INFORMATION**

(a) ISIN Code:	XS0939307202
(b) Common Code:	093930720
(c) Relevant Clearing System(s):	Clearstream
(d) Delivery:	Delivery free of payment.
(e) Name and address of additional Paying Agent(s):	Not Applicable

7 **DISTRIBUTION**

Name and address of financial intermediary/ies authorised to use the Base Prospectus ("**Authorised Offeror(s)**"):	Any financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC)
Offer period for which use of	The period from and including 13 September 2013 to but

the Base Prospectus is authorised by the Authorised Offeror(s):	excluding 19 September 2013 (the "**Offer Period**")
Other conditions for use of the Base Prospectus by the Authorised Offeror(s):	The Public Offer is only made in the United Kingdom (the "**Public Offer Jurisdiction**").

8 TERMS AND CONDITIONS OF THE OFFER

(i) Offer Price:	The Issue Price
(ii) Conditions to which the offer is subject:	The Issuer reserves the right to withdraw the offer for Securities at any time on or prior to the end of the Offer Period. Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror's' usual procedures.
(iii) Description of the application process:	An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the Offer Period. Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror.
(iv) Details of the minimum and/or maximum amount of application:	The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.
(v) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Investors will be notified by the Authorised Offeror of any possibility to reduce subscriptions and manner for refunding excess amount paid by applicants.
(vi) Details of method and time limits for paying up and delivering the Securities:	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(vii) Manner in and date on which results of the offer are to be made public:	Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.
(viii) Procedure for exercise of any right of pre-emption,	Not Applicable

	negotiability of subscription rights and treatment of subscription rights not exercised:	
(ix)	Whether tranche(s) have been reserved for certain countries:	Not Applicable
(x)	Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:	Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of such investor's application. No dealings in the Securities may take place prior to the Issue Date.
(xi)	Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Apart from the Offer Price, the Issuer is not aware of any expenses and taxes specifically charged to the subscriber or purchaser. Prior to making any investment decision, investors should seek independent professional advice as they deem necessary.
(xii)	Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:	Not Applicable
(xiii)	Country in which offer to the public takes place:	Public Offer Jurisdiction.

SUMMARY

Summaries are made up of disclosure requirements known as "elements". These elements are numbered in sections A – E (A.1 – E.7).

This Summary contains all the elements required to be included in a summary for these types of securities and issuer. Because some elements are not required to be addressed, there may be gaps in the numbering sequence of the elements.

Even though an element may be required to be inserted in the summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the element. In this case a short description of the element is included in the summary after the words "not applicable".

<table>
<tr><th colspan="3">Section A – Introduction and Warnings</th></tr>
<tr><td>A.1</td><td>Introduction and Warnings</td><td>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.

Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.

No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</td></tr>
<tr><td>A.2</td><td>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities, indication of offer period and conditions to consent for subsequent resale or final placement, and warning</td><td>The Issuer may provide its consent to the use of the Base Prospectus and Final Terms for subsequent resale or final placement of Securities by financial intermediaries, provided that the subsequent resale or final placement of Securities by such financial intermediaries is made during the offer period specified below. Such consent will be subject to conditions which are relevant for the use of the Base Prospectus.

The Issuer consents to the use of the Base Prospectus and these Final Terms with respect to the subsequent resale or final placement of Securities (a "Public Offer") which satisfies all of the following conditions:

(d) the Public Offer is only made in respect of the following tranche of securities: Tranche 1;

(e) the Public Offer is only made in the United Kingdom;

(f) the Public Offer is only made during the period from and including 13 September 2013, to, but excluding, 19 September 2013 (the "Offer Period");

the Public Offer is only made by a financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC) (an "Authorised Offeror") Information on the terms and conditions of an offer by any Authorised Offeror is to be provided at the time of that offer by the</td></tr>
</table>

		Authorised Offeror.
Section B –- Issuer		
B.1	**Legal and commercial name of the Issuer**	The Securities are issued by Barclays Bank PLC (the "**Issuer**").
B.2	**Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer**	The Issuer is a public limited company registered in England and Wales. The Issuer was incorporated on 7 August 1925 under the Colonial Bank Act 1925 and, on 4 October 1971, was registered as a company limited by shares under the Companies Act 1948 to 1967. Pursuant to The Barclays Bank Act 1984, on 1 January 1985, the Issuer was re-registered as a public limited company.
B.4b	**Known trends affecting the Issuer and industries in which the Issuer operates**	The business and earnings of the Issuer and its subsidiary undertakings (together, the "**Group**") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, U.S. and elsewhere, which are all subject to change. The regulatory response to the financial crisis has led and will continue to lead to very substantial regulatory changes in the UK, EU and U.S. and in other countries in which the Group operates. It has also (amongst other things) led to: (i) a more assertive approach being demonstrated by the authorities in many jurisdictions; and (ii) enhanced capital and liquidity requirements (for example pursuant to the fourth Capital Requirements Directive (CRD IV)). Any future regulatory changes may restrict the Group's operations, mandate certain lending activity and impose other, significant compliance costs. Known trends affecting the Issuer and the industry in which the Issuer operates include: • continuing political and regulatory scrutiny of the banking industry which is leading to increased or changing regulation that is likely to have a significant effect on the industry; • general changes in regulatory requirements, for example, prudential rules relating to the capital adequacy framework and rules designed to promote financial stability and increase depositor protection; • the U.S. Dodd-Frank Wall Street Reform and Consumer Protection Act, which contains far reaching regulatory reform (including restrictions on proprietary trading and fund-related activities (the so-called "**Volcker rule**")); • recommendations by the Independent Commission on Banking that: (i) the UK and EEA retail banking activities of a UK bank or building society should be placed in a legally distinct, operationally separate and economically independent entity (so-called "ring-fencing"); and (ii) the loss-absorbing capacity of ring-fenced banks and UK-headquartered global systemically important banks (such as the Issuer) should be increased to levels higher than the Basel 3 proposals; • investigations by the Office of Fair Trading into Visa and MasterCard credit and debit interchange rates, which may have an impact on the consumer credit

		industry; • investigations by regulatory bodies in the UK, EU and U.S. into submissions made by the Issuer and other panel members to the bodies that set various interbank offered rates such as the London Interbank Offered Rate ("**LIBOR**") and the Euro Interbank Offered Rate ("**EURIBOR**"); and • changes in competition and pricing environments.
B.5	**Description of the group and the Issuer's position within the group**	The Group is a major global financial services provider. The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Group.
B.9	**Profit forecast or estimate**	Not applicable; the Issuer has chosen not to include a profit forecast or estimate.
B.10	**Nature of any qualifications in audit report on historical financial information**	Not applicable; the audit report on the historical financial information contains no such qualifications.
B.12	**Selected key financial information; No material adverse change and no significant change statements**	Based on the Group's audited financial information for the year ended 31 December 2012, the Group had total assets of £1,490,747 million (2011: £1,563,402 million), total net loans and advances of £466,627 million (2011: £478,726 million), total deposits of £462,806 million (2011: £457,161 million), and total shareholders' equity of £62,894 million (2011: £65,170 million) (including non-controlling interests of £2,856 million (2011: £3,092 million)). The profit before tax from continuing operations of the Group for the year ended 31 December 2012 was £99 million (2011: £5,974 million) after credit impairment charges and other provisions of £3,596 million (2011: £3.802 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2012. There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2012. There has been no significant change in the financial or trading position of the Issuer or the Group since 31 December 2012.
B.13	**Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency**	On 12 February 2013, the Issuer announced the outcome of a strategic review. As a result of certain commitments made in the review, the Group incurred a restructuring charge of approximately £154 million in the first quarter of 2013 and expects to incur costs associated with implementing the restructuring plan of approximately £1 billion in 2013, £1 billion in 2014 and £0.7 billion in 2015. On 6 December 2012, the Issuer announced that it had agreed to combine the majority of its Africa operations (the "**Portfolio**") with Absa Group Limited ("**Absa**"). The proposed combination is to be effected by way of an acquisition by Absa of the Portfolio for a consideration of 129,540,636 Absa ordinary shares (representing a value of approximately £1.3 billion). As a result of the transaction, the Issuer's stake in Absa will increase from 55.5 per cent. to 62.3 per cent. On 9 October 2012, the Issuer announced that it had agreed to acquire the deposits, mortgages and business assets of ING Direct UK. Under the terms of the transaction,

		which completed on 5 March 2013, the Issuer acquired amongst other business assets a deposit book with balances of approximately £11.4 billion and a mortgage book with outstanding balances of approximately £5.3 billion. On 22 May 2012, the Issuer announced that it had agreed to dispose of the Issuer's entire holding in BlackRock, Inc. ("**BlackRock**") pursuant to an underwritten public offer and a partial buy-back by BlackRock. On disposal, the Issuer received net proceeds of approximately U.S.$5.5 billion (£3.5 billion).
B.14	**Dependency of the Issuer on other entities within the group**	The Group is a major global financial services provider. The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Group. The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.
B.15	**Description of the Issuer's principal activities**	The Group is a major global financial services provider engaged in retail and commercial banking, credit cards, investment banking, wealth management and investment management services with an extensive international presence in Europe, the United States, Africa and Asia.
B.16	**Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control**	The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings.
Section C – Securities		
C.1	**Type and class of Securities being offered and/or admitted to trading**	Securities (the "**Securities**") are derivative securities and are issued as a series of notes ("**Notes**") or certificates ("**Certificates**"). The Securities are transferable obligations of the Issuer and have the terms and conditions set out in this Base Prospectus (such terms and conditions, the "**General Conditions**"), as completed by the final terms document (the "**Final Terms**") for each particular issuance of Securities (the General Conditions as so completed, the "**Conditions**"). The Securities: • may bear interest at a fixed rate, a floating rate or at a rate that is determined by reference to the performance of one or more equity indices, shares, depository receipts and/or funds; and • if not redeemed early, will be redeemed on the scheduled redemption date at an amount which is dependent on the performance of one or more equity indices, shares, depository receipts and/or funds (each, an "**Underlying Asset**"). Securities will be cleared through a clearing system and may be held in bearer form. Certain Securities may be in dematerialised and uncertificated book-entry form. Title to cleared Securities will be determined by the books of the relevant clearing system

		Securities will be issued in one or more series (each a "**Series**") and each Series may be issued in tranches (each a "**Tranche**") on the same or different issue dates. The Securities of each Series are intended to be interchangeable with all other Securities of that Series. Each Series will be allocated a unique Series number and an identification code. **Interest:** The amount of interest payable on the Securities is determined by reference to a fixed rate of 5.6%. **Final redemption:** If the Securities have not redeemed early they will redeem on the scheduled redemption date and the cash payment you receive or underlying asset you are delivered (if any) will be determined by reference to the value of the Underlying Asset on a specified valuation date or dates during the life of the Securities. **Form:** The Securities are notes. The Securities will initially be issued in global bearer form and may be exchanged for definitive securities if the clearing system ceases doing business, or if the Issuer fails to make payments when due. Interests in the Securities will be constituted through the issuance of dematerialised depository interests ("**CDIs**"), issued held, settled and transferred through Euroclear UK & Ireland Limited (formerly known as CRESTCO Limited) ("**CREST**"). **Identification:** Series number: NX000132780; Tranche number: 1 **Identification Codes:** ISIN: XS0939307202, Common Code: 093930720 **Determination Agent:** Barclays Bank PLC (the "**Determination Agent**") will be appointed to make calculations and determinations with respect to the Securities. **Governing Law:** The Securities will be governed by English law.
C.2	**Currency**	Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. This issue of Securities will be denominated in pounds sterling ("**GBP").**
C.5	**Description of restrictions on free transferability of the Securities**	With respect to the United States, Securities offered and sold outside the United States to non-U.S. persons in reliance on "Regulation S" must comply with transfer restrictions. Securities held in any clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system. Subject to the above, the Securities will be freely transferable.
C.8	**Description of rights attached to the Securities and limitations to those rights; ranking of the Securities**	**Price:** Securities will be issued at a price and in such denominations as agreed between the Issuer and the relevant dealer(s) and/or manager(s) at the time of issuance. The issue price of this issue of Securities is 100 per cent. of par. **Status:** Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves. **Taxation:** All payments in respect of the Securities shall be made without withholding or deduction for or on account of any taxes imposed by the Issuer's country of incorporation (or any authority or political subdivision thereof or therein) unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, save in limited circumstances, be required

		to pay additional amounts to cover the amounts so withheld or deducted. **Additional Disruption Events**: If there is: (i) a change in applicable law, a currency disruption, an extraordinary market disruption or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities; or (ii) in respect of certain Securities, a hedging disruption or increased cost of hedging which adversely affects the hedging ability of the Issuer and/or any of its affiliates; or (iii) a disruptive event relating to the existence, continuity, trading, valuation, pricing or publication of the Underlying Asset, the terms and conditions of the Securities may be adjusted and/or the Securities may be redeemed early, without the consent of investors. Upon such an early redemption, investors will receive an amount equal to either the face value or the market value of the Securities (which, in respect of certain hedging disruptions may include deductions for hedging termination and funding breakage costs). **Events of default:** If the Issuer fails to make any payment due under the Securities (and such failure is not remedied within 30 days, or, in the case of interest, 15 days), the Securities will become immediately due and payable, upon notice being given by the holder (or, in the case of French law Securities, the representative of the holders). **Unlawfulness**: If the Issuer determines that the performance of any of its obligations under the Securities has become unlawful the Securities may be redeemed early at the option of the Issuer. **Meetings:** The Securities contain provisions for investors to call and attend meetings to vote upon proposed amendments to the terms of the Securities or to pass a written resolution in the absence of such a meeting. These provisions permit defined majorities to approve certain amendments that will bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.
C.11	**Listing and admission to trading**	Securities may be listed and admitted to trading on a regulated market in Belgium, Denmark, Finland, France, Ireland, Italy, Luxembourg, Malta, The Netherlands, Norway, Portugal, Spain, Sweden, Switzerland or the United Kingdom. Application is expected to be made by the Issuer to list the Securities on the official list of the UK Listing Authority and to admit the Securities to trading on the regulated market of the London Stock Exchange with effect from 13 September 2013.
C.15	**Description of how the value of the investment is affected by the value of the underlying**	The return on, and value of, Securities will be linked to the performance of one or more specified equity indices, shares, depository receipts and/or funds (each, an "**Underlying Asset**"). The Underlying Asset for this issue of Securities is: FTSE 100 Index Calculations in respect of amounts payable under the Securities are made by reference to a "**Calculation Amount**" (being GBP 1.00). Where the Calculation Amount is different from the specified denomination of the Securities, the amount payable will be scaled accordingly. INTEREST **Fixed Rate Interest:** Each Security will pay interest on the dates listed below (each, an "**Interest Payment Date**"), irrespective of the performance of the Underlying Asset, provided that the Security has not redeemed prior to the relevant Interest Payment

		Date. The interest amount per Calculation Amount payable on each Interest Payment Date will be calculated by multiplying the fixed interest rate (being 5.6%) by the Calculation Amount (being GBP 1.00). Each Interest Payment Date is set out below: **Interest Payment Date** 20 October 2014 19 October 2015 18 October 2016 18 October 2017 18 October 2018 18 October 2019. **FINAL REDEMPTION** If the Securities have not redeemed early they will redeem on the Scheduled Redemption Date. The amount payable on final redemption is dependent on each of the following: • The "Initial Price" of the Underlying Asset, which reflects the price or level of that asset near the issue date of the Securities; • "Final Valuation Price" of the Underlying Asset, which reflects the price or level of that asset near the Scheduled Redemption Date; and • The "Strike Price" of the Underlying Asset, which is calculated as 100% multiplied by the Initial Price of that asset; and • The "Knock-in Barrier Price" of the Underlying Asset, which is calculated as 50%multiplied by the Initial Price of that asset. **Initial Price:** The Initial Price of the Underlying Asset is the closing price or level of the Underlying Asset on 18 October 2013. **Final Valuation Price:** The Final Valuation Price of the Underlying Asset is the closing price or level of the Underlying Asset on 18 October 2019. **American Barrier redemption:** If (a) the Final Valuation Price is greater than or equal to the Strike Price OR (b) a "Trigger Event" has not occurred, each investor will receive a cash amount per Calculation Amount equal to the Calculation Amount (being GBP 1.00) on the Scheduled Redemption Date. A "**Trigger Event**" occurs if the closing price or level of the Underlying Asset on any scheduled trading day from and including 21 October 2013, to and including 18 October 2019 is less than its Knock-in Barrier Price. Otherwise: each investor will receive a cash amount per Calculation Amount on the Scheduled Redemption Date, calculated by dividing the Final Valuation Price by the Strike Price

		and multiplying the result by the Calculation Amount.
C.16	**Expiration or maturity date of the Securities**	The Securities are scheduled to redeem on the scheduled redemption date. This day is subject to postponement in circumstances where any day on which a valuation is scheduled to take place is a disrupted day. The scheduled redemption date of this issue of Securities is 25 October 2019.
C.17	**Settlement Procedure of derivative securities**	Securities will be delivered on the specified issue date either against payment of the issue price or free of payment of the issue price of the Securities. The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking *société anonyme*, CREST, Euroclear France, S.A., VP Securities, A/S, Euroclear Finland Oy, Norwegian Central Securities Depositary, Euroclear Sweden AB or SIX SIS Ltd. This issue of Securities will be delivered on 13 September 2013 (the "**Issue Date**")free of payment of the issue price of the Securities. This issue of Securities will be cleared and settled through Euroclear Bank S.A./N.V. Clearstream Banking *société anonyme*. Interests in the Securities will be constituted though the issuance of CDIs, issued held, settled and transferred through CREST, representing interests in the Securities underlying the CDIs. CDIs are independent securities under English law and will be issued by the CREST Depository. Holders of CDIs will not be entitled to deal in the Securities directly and all dealings in the Securities must be effected through CREST in relating to the holding of CDIs.
C.18	**Description of how the return on derivative securities takes place**	The return on, and value of, the Securities will be linked to the performance of the Underlying Asset. Payments of interest will not depend on the performance of the Underlying Asset during the life of the Securities. The value of the Securities and the redemption amount payable will depend on the performance of the Underlying Asset over the life of the Securities. If the Underlying Asset performs negatively over and/or during the life of the Securities, an investor may sustain a loss of part or all of the amount invested in the Securities. Interest and any amount payable if the Securities redeem before the Scheduled Redemption Date will be paid in cash. On the Scheduled Redemption Date, if the Securities have not redeemed early, the settlement will be paid in cash.
C.19	**Final reference price of underlying**	The final reference level of any equity index, or final reference price of any share, depository receipt and/or fund to which Securities are linked will be determined by the Determination Agent by reference to a publicly available source on a specified date or dates. The final valuation price of the Underlying Asset is the closing price or level of the Underlying Asset on 18 October 2019.
C.20	**Type of underlying**	Securities may be linked to one or more: • common shares; • depositary receipts representing common shares;

		• exchange traded funds ("**ETFs**") (being a fund, pooled investment vehicle, collective investment scheme, partnership, trust or other similar legal arrangement and holding assets, such as shares, bonds, indices, commodities, and/or other securities such as financial derivative instruments); and/or • equity indices. The Underlying Asset for this issue of Securities is: the FTSE™ 100 Index Information about the Underlying Asset is available at: http://www.ftse.com
Section D – Risks		
D.2	**Key information on the key risks that are specific to the Issuer**	**Credit Risk:** The Issuer is exposed to the risk of suffering loss if any of its customers, clients or market counterparties fails to fulfil its contractual obligations. The Issuer may also suffer loss where the downgrading of an entity's credit rating causes a fall in the value of the Issuer's investment in that entity's financial instruments. Weak or deteriorating economic conditions negatively impact these counterparty and credit-related risks. In recent times, the economic environment in the Issuer's main business markets (being Europe and the United States) have been marked by generally weaker than expected growth, increased unemployment, depressed housing prices, reduced business confidence, rising inflation and contracting GDP. Operations in the Eurozone remain affected by the ongoing sovereign debt crisis, the stresses being exerted on the financial system and the risk that one or more countries may exit the Euro. The current absence of a predetermined mechanism for a member state to exit the Euro means that it is not possible to predict the outcome of such an event and to accurately quantify the impact of such event on the Issuer's profitability, liquidity and capital. If some or all of these conditions persist or worsen, they may have a material adverse effect on the Issuer's operations, financial condition and prospects. **Market risk:** The Issuer may suffer financial loss if the Issuer is unable to adequately hedge its balance sheet. This could occur as a result of low market liquidity levels, or if there are unexpected or volatile changes in interest rates, credit spreads, commodity prices, equity prices and/or foreign exchange rates. **Liquidity risk:** The Issuer is exposed to the risk that it may be unable to meet its obligations as they fall due as a result of a sudden, and potentially protracted, increase in net cash outflows. These outflows could be principally through customer withdrawals, wholesale counterparties removing financing, collateral posting requirements or loan draw-downs. **Capital risk:** The Issuer may be unable to maintain appropriate capital ratios, which could lead to: (i) an inability to support business activity; (ii) a failure to meet regulatory requirements; and/or (iii) credit ratings downgrades. Increased regulatory capital requirements and changes to what constitutes capital may constrain the Issuer's planned activities and could increase costs and contribute to adverse impacts on the Issuer's earnings. **Legal and Regulatory-related risk:** Non-compliance by the Issuer with applicable laws, regulations and codes relevant to the financial services industry could lead to fines, public reprimands, damage to reputation, increased prudential requirements, enforced suspension of operations or, in extreme cases, withdrawal of authorisations to operate. **Reputation Risk**: Reputational damage reduces – directly or indirectly – the attractiveness of the Issuer to stakeholders and may lead to negative publicity, loss of

		revenue, litigation, regulatory or legislative action, loss of existing or potential client business, reduced workforce morale, and difficulties in recruiting talent. Sustained reputational damage could have a materially negative impact on the Issuer's licence to operate and the value of the Issuer's franchise, which in turn could negatively affect the Issuer's profitability and financial condition. **Infrastructure Resilience, Technology and Cyberspace risk:** The Issuer is exposed to risks from cyberspace to its systems. If customer or proprietary information held on, and/or transactions processed through these systems, is breached, there could be a materially negative impact on the Issuer's performance or reputation. **Taxation risk:** The Issuer may suffer losses arising from additional tax charges, other financial costs or reputational damage due to: failure to comply with or correctly assess the application of, relevant tax law; failure to deal with tax authorities in a timely, transparent and effective manner; incorrect calculation of tax estimates for reported and forecast tax numbers; or provision of incorrect tax advice.
D.6	**Key information on the key risks that are specific to the Securities; and risk warning that investors may lose value of entire investment**	**Investors in Securities may lose up to the entire value of their investment** The investor is exposed to the credit risk of the Issuer and will lose up to the entire value of their investment if the Issuer goes bankrupt or is otherwise unable to meet its payment obligations. Investors may also lose the value of their entire investment, or part of it, if: • the Underlying Asset performs in such a manner that the redemption amount or entitlement payable or deliverable to investors (whether at maturity or following any early redemption, and including after deduction of any applicable taxes and expenses) is less than the initial purchase price; • investors sell their Securities prior to maturity in the secondary market at an amount that is less than the initial purchase price; • the Securities are redeemed early for reasons beyond the control of the Issuer (such as following an additional disruption event) and the amount paid to investors is less than the initial purchase price; and/or • the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to investors and/or the value of the Securities is reduced. **Volatile market prices:** The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in currency exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness. **Return linked to performance of Underlying Asset:** The return payable on the Securities is linked to the change in value of the Underlying Asset over the life of the Securities. Any information about the past performance of any Underlying Asset should not be taken as an indication of how prices will change in the future. Investors will not have any rights of ownership, including, without limitation, any voting rights or rights to receive dividends, in respect of any Underlying Asset.
Section E – Offer		

E.2b	**Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks**	The net proceeds from each issue of Securities will be applied by the Issuer for its general corporate purposes, which include making a profit and/or hedging certain risks. If the Issuer elects at the time of issuance of Securities to make different or more specific use of proceeds, the Issuer will describe that use in the Final Terms. Not Applicable; the net proceeds will be applied by the Issuer for making profit and/or hedging certain risks.
E.3	**Description of the terms and conditions of offer**	The terms and conditions of any offer of Securities to the public may be determined by agreement between the Issuer and the dealer at the time of each issue. The Securities are offered subject to the following conditions: **Offer Price**: 100 per cent. of par **Conditions to which the offer is subject**: The Issuer reserves the right to withdraw the offer for Securities at any time on or prior to the end of the Offer Period. Following withdrawal of the offer, if any application has been made by any potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant by the Authorised Offeror in accordance with the Authorised Offeror's usual procedures. **Description of the application process**: An offer of the Securities may be made by the Manager or the Authorised Offeror other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the Offer Period. Applications for the Securities can be made in the Public Offer Jurisdiction through the Authorised Offeror during the Offer Period. The Securities will be placed into the Public Offer Jurisdiction by the Authorised Offeror. Distribution will be in accordance with the Authorised Offeror's usual procedures, notified to investors by the Authorised Offeror. **Details of the minimum and/or maximum amount of application**: The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror. **Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants**: Investors will be notified by the Authorised Offeror of any possibility to reduce subscriptions and manner for refunding excess amount paid by applicants **Details of the method and time limits for paying up and delivering the Securities**: Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof. **Manner in and date on which results of the offer are to be made public**: Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof. **Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:** Not Applicable **Categories of investors to which the Securities are offered and whether Tranche(s)**

		have been reserved for certain countries: Not Applicable **Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made**: Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of such investor's application. No dealings in the Securities may take place prior to the Issue Date. **Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place**: None
E.4	**Description of any interest material to the issue/offer, including conflicting interests**	The relevant dealers or manager may be paid fees in relation to any issue or offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, relevant dealers and/or manager or their affiliates (who may have interests in transactions in derivatives related to the Underlying Asset(s) which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and investors. Any dealer/manager and its affiliates may be engaged, and may in the future engage, in hedging transactions with respect to the Underlying Assets. Not Applicable; no person involved in the issue or offer has any interest, or conflicting interest, that is material to the issue or offer of Securities.
E.7	**Estimated expenses charged to investor by the Issuer/offeror**	The Issuer will not charge any expenses to investors in connection with any issue of Securities. Offerors may, however, charge expenses to investors. Such expenses (if any) will be determined by agreement between the offeror and the investors at the time of each issue. Not Applicable; no expenses will be charged to the investor by the issuer or the offerors.