



BARCLAYS BANK PLC

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

EUR 12,000,000 FX Linked Securities due May 2015 pursuant to the Global Structured Securities Programme

Issue Price: 100 per cent.

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 10 dated 30 August 2013, as supplemented on 10 October 2013, 23 December 2013 and 4 April 2014, 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 2 May 2014

## Part A – CONTRACTUAL TERMS

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|---|----|--|---|
| 1.  | a. | Series number:   | NX000147506   |
|   | b. | Tranche number:  | 1   |
| 2.  |    | Issue Currency:  | Euro (“EUR”)  |
| 3.  |    | Settlement Currency:   | EUR   |
| 4.  |    | Aggregate Nominal Amount as at the Issue Date:   |   |
|   | a. | Tranche:   | EUR 12,000,000  |
|   | b. | Series:  | EUR 12,000,000  |
| 5.  |    | Specified Denomination:  | EUR 1,000   |
| 6.  |    | Minimum Tradable Amount:   | Not Applicable  |
| 7.  |    | Issue Price:   | 100 per cent. of the Aggregate Nominal Amount   |
| 8.  | a. | Issue Date:  | 2 May 2014  |
|   | b. | Interest Commencement Date:  | Not Applicable  |
| 9.  |    | Scheduled Redemption Date:   | 5 May 2015  |
| 10.   |    | Calculation Amount:  | EUR 1,000   |
| 11.   |    | Underlying/Basket of Underlyings:  | EUR-USD exchange rate, being an amount expressed in United States dollar (“USD”) equivalent to one unit of Euro (“EUR”) |
| 12.   |    | FX Performance ( <i>General Condition 5 (Interest); General Condition 6 (Specified Early Redemption) and General Condition 7 (Final Redemption)</i> ): | Not Applicable  |
|   | a. | Performance:   | Decrease – FX(Initial)  |
|   | b. | FX Initial:  | 1.3861  |
|   | c. | Weight:  | Not Applicable  |
| 13.   |    | Fixing Source(s):  | Reuters Page ECB37 subject to the adjustment and fallback provisions  |
| 14.   |    | Fixing Time(s):  | 2:15 Frankfurt time   |
| 15.   |    | Strike Date:   | Not Applicable  |
| <b>Provisions relating to interest (if any) payable</b> |    |  |   |
| 16.   |    | Interest Type ( <i>General Condition 5 (Interest)</i> ):   | Not Applicable  |
| 17.   |    | Fixed Rate Interest provisions ( <i>General Condition 5.1 (Fixed Rate Interest)</i> ):   | Not Applicable  |

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|-----|--|----------------|
| 18. | Conditional Interest Provisions ( <i>General Condition 5.2 (Conditional Interest)</i> ):     | Not Applicable |
| 19. | Participation Interest Provisions ( <i>General Condition 5.3 (Participation Interest)</i> ): | Not Applicable |

**Provisions relating to specified early redemption**

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|-----|---|----------------|
| 20. | Specified Early Redemption ('Autocall') ( <i>General Condition Error! Reference source not found. (Specified Early Redemption)</i> ): | Not Applicable |
|-----|---|----------------|

**Provisions relating to final redemption**

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|-----|--|--|
| 21. | Final Redemption Type ( <i>General Condition 7(a) (Redemption Type)</i> ):                       | Participation Redemption                 |
| 22. | a. Final Observation Date:   | Final Observation Date:<br>28 April 2015 |
|     | b. Type of FX(t,i):  | Discrete Fixing                          |
| 23. | Fixed Redemption provisions ( <i>General Condition 7.1 (Fixed Redemption)</i> ):                 | Not Applicable                           |
| 24. | Participation Redemption provisions ( <i>General Condition 7.2 (Participation Redemption)</i> ): | Applicable                               |
|     | a. Capped Participation:   | Not Applicable                           |
|     | b. Fixed Redemption Percentage:  | 97.82 per cent.                          |
|     | c. Participation:  | 90 per cent.                             |
|     | d. Cap:  | Not Applicable                           |
|     | e. Upside Strike Shift:  | 0 per cent.                              |
| 25. | Market Plus Redemption provisions ( <i>General Condition 7.3 (Market Plus Redemption)</i> ):     | Not Applicable                           |
| 28. | Digital Redemption provisions ( <i>General Condition 7.4 (Digital Redemption)</i> ):             | Not Applicable                           |
| 29. | Digital Plus Redemption provisions ( <i>General Condition 7.5 (Digital Plus Redemption)</i> ):   | Not Applicable                           |
| 30. | Cash Plus Redemption provisions ( <i>General Condition 7.6 (Cash Plus Redemption)</i> ):         | Not Applicable                           |

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|-----|--|----------------|
| 31. | Barrier with Rebate Redemption provisions ( <i>General Condition 7.7 (Barrier with Rebate Redemption)</i> ): | Not Applicable |
| 32. | Tracker Redemption provisions ( <i>General Condition 7.8 (Tracker Redemption)</i> ):                         | Not Applicable |
| 33. | Supertracker Redemption provisions ( <i>General Condition 7.9 (Supertracker Redemption)</i> ):               | Not Applicable |

**FX Disruption Events and Adjustments**

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|-----|--|---|
| 34. | Disruption Fallbacks ( <i>General Condition 8(c) (Disruption Fallbacks)</i> ):   | To be applied first: Fallback Reference Price<br>To be applied second: Dealer Poll<br>To be applied third: Postponement<br>Currency Replacement |
| 35. | Change in Law – Hedging ( <i>General Condition 14 (Early Redemption or Adjustment following an Additional Disruption Event)</i> ):               | Not Applicable  |
| 36. | Hedging Disruption ( <i>General Condition 14 (Early Redemption or Adjustment following an Additional Disruption Event)</i> ):                    | Not Applicable  |
| 37. | Early Redemption Notice Period Number ( <i>General Condition 14 (Early Redemption or Adjustment following an Additional Disruption Event)</i> ): | Not Applicable  |

**Further Information**

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|-----|---|---|
| 38. | Form of Securities ( <i>General Condition 1.1 (Form of Securities)</i> ): | Global Bearer Securities: Temporary Global Security, exchangeable for a Permanent Global Security<br>NGN Form: Not Applicable<br>Held under the NSS: Not Applicable<br>CGN Form: Applicable<br>CDIs: Not Applicable |
| 39. | Trade Date:   | 28 February 2014  |
| 40. | FX Business Day Convention ( <i>FX Business Days</i> ):                   | Modified Following  |
| 41. | FX Financial Centres ( <i>FX Business Days</i> ):                         | In respect of the Underlying Asset: TARGET  |
| 42. | Additional Business Centre(s):  | Not Applicable  |

43.	Business Day Convention:	Modified Following
44.	Determination Agent:	Barclays Bank PLC
45.	Common Depository:	The Bank of New York Mellon
46.	Registrar:	Not Applicable
47.	CREST Agent:	Not Applicable
48.	Transfer Agent:	Not Applicable
49.	a. Name 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
50.	Registration Agent:	Not Applicable
51.	Masse Category ( <i>General Condition 15 (Events of Default) and General Condition 24.3 (Modifications of French Securities)</i> ):	Not Applicable
52.	Governing Law:	English Law
53.	Settlement Expenses:	Not Applicable
54.	Renouncement Notice Cut-Off Time:	Not Applicable

## Part B - OTHER INFORMATION

1. **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 NYSE Euronext Amsterdam

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 OFFER**

Save for any fees payable to the Managers 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. **YIELD**

Indication of yield: Not Applicable
6. **OPERATIONAL INFORMATION**
  - (i) ISIN: XS0989252019
  - (ii) Common Code: 098925201
  - (iii) Relevant Clearing System(s) Clearstream  
Euroclear
  - (iv) Delivery: Delivery free of payment.
  - (v) Name and address of additional Paying Agent(s) (if any): 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 Base Prospectus is authorised by the Authorised Offeror(s) ("**Offer Period**"):

From and including 7 April 2014 to but excluding 26 April 2014

Other conditions for use of the Base Prospectus by the Authorised Offeror(s):

The Public Offer is only made in The Netherlands (the "**Public Offer Jurisdiction**").

## 8. TERMS AND CONDITIONS OF THE OFFER

- (i) Offer Price: 100 per cent. of 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, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable
- (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

## 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'.

<b>Section A – Introduction and Warnings</b>		
<b>A.1</b>	<b>Introduction and Warnings</b>	<p>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.</p> <p>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.</p> <p>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.</p>
<b>A.2</b>	<b>Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities</b>	<p>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 in the Final Terms. Such consent may be subject to conditions which are relevant for the use of the Base Prospectus.</p> <p>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 "<b>Public Offer</b>") which satisfies all of the following conditions:</p> <ul style="list-style-type: none"> <li>(a) the Public Offer is only made in The Netherlands; and</li> <li>(b) the Public Offer is only made during the period from and including 7 April 2014, to but excluding, 26 April 2014 (the "<b>Offer Period</b>"); and</li> <li>(c) the Public Offer is made by any financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC) (each an "<b>Authorised Offeror</b>")</li> </ul> <p><b>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 Authorised Offeror.</b></p>

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. The Issuer is authorised under the Financial Services and Markets Act 2000 (FSMA) to operate a range of regulated activities within the UK and is subject to consolidated prudential supervision by the United Kingdom Prudential Regulation Authority (PRA).
B.4b	Known trends affecting the Issuer and industries in which the Issuer operates	<p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "<b>Group</b>") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US 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 US 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.</p> <p>Known trends affecting the Issuer and the industry in which the Issuer operates include:</p> <ul style="list-style-type: none"> <li>• 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;</li> <li>• 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;</li> <li>• the US 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'));</li> <li>• 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</li> </ul>

		<p>increased to levels higher than the Basel 3 proposals;</p> <ul style="list-style-type: none"> <li>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;</li> <li>investigations by regulatory bodies in the UK, EU and US 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</li> <li>changes in competition and pricing environments.</li> </ul>
B.5	Description of the group and the Issuer's position within the group	<p>The Group is a major global financial services provider.</p> <p>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.</p>
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	<p>Based on the Group's audited financial information for the year ended 31 December 2013, the Group had total assets of £1,312,840 million (2012: £1,488,761 million), total net loans and advances of £468,664 million (2012: £464,777 million), total deposits of £482,770 million (2012: £462,512 million), and total shareholders' equity of £63,220 million (2012: £59,923 million) (including non-controlling interests of £2,211 million (2012: £2,856 million)). The profit before tax from continuing operations of the Group for the year ended 31 December 2013 was £2,855 million (2012: £650 million) after credit impairment charges and other provisions of £3,071 million (2012: £3,340 million). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2013.</p> <p>There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2013.</p> <p>There has been no significant change in the financial or trading position of the Issuer or the Group since 31 December 2013.</p>
B.13	Recent events particular to the Issuer which are materially relevant to the evaluation of	<p>On 30 October 2013, Barclays PLC announced the following estimated ratios as at 30 September 2013 on a post-rights issue basis: Core Tier 1 ratio of 12.9 per cent., estimated fully loaded CRD IV CET1 ratio of 9.6 per cent., estimated fully loaded CRD IV leverage ratio of 2.9 per cent. and estimated PRA Leverage Ratio of 2.6 per cent. Barclays PLC also announced on 30 October that the execution</p>

	<b>Issuer's solvency</b>	<p>of the plan to meet the 3 per cent. PRA Leverage Ratio by June 2014 is on track.</p> <p>On 6 December 2012, the Issuer announced that it had agreed to combine the majority of its Africa operations (the "<b>Portfolio</b>") with Absa Group Limited ("<b>Absa</b>"). 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. The combination completed on 31 July 2013.</p> <p>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.</p> <p>On 22 May 2012, the Issuer announced that it had agreed to dispose of the Issuer's entire holding in BlackRock, Inc. ("<b>BlackRock</b>") pursuant to an underwritten public offer and a partial buy-back by BlackRock. On disposal, the Issuer received net proceeds of approximately US\$5.5 billion.</p>
<b>B.14</b>	<b>Dependency of the Issuer on other entities within the group</b>	<p>See B.5.</p> <p>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.</p> <p>The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings.</p>
<b>B.15</b>	<b>Description of the Issuer's principal activities</b>	<p>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.</p>
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	<p>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.</p>
<b>Section C - Securities</b>		
<b>C.1</b>	<b>Type and class of Securities being offered and/or admitted to trading</b>	<p>Securities (the "<b>Securities</b>") may be debt securities or, where the repayment terms are linked to the performance of one or more specified foreign exchange rates, derivative securities. The Securities are transferable obligations of the Issuer that are issued in accordance with the terms and conditions set out in the Base Prospectus, as completed by the Final Terms.</p> <p><b>Identification:</b> Series number: NX000147506; Tranche number: 1</p> <p><b>Identification Codes:</b> ISIN Code: XS0989252019; Common Code: 098925201.</p>

C.2	Currency	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency.</p> <p>The terms of Securities may provide that all amounts of interest and principal payable in respect of such Securities will be paid in a currency other than the currency in which they are denominated, in which case such payments shall be converted into the settlement currency at the prevailing exchange rate as determined by the Determination Agent.</p> <p>The Securities will be denominated in Euro ("EUR") (the "Issue Currency"). The Securities will be settled in Euro ("EUR") (the "Settlement Currency").</p>
C.5	Description of restrictions on free transferability of the Securities	<p>With respect to the United States, Securities that are offered and sold outside the United States to non-US persons in reliance on 'Regulation S' must comply with transfer restrictions. These transfer restrictions mean that the Securities may not be offered or sold within the United States or to, or for the account or benefit of, US persons, except in certain transactions exempt from the registration requirements of the US Securities Act of 1933, as amended.</p> <p>Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system.</p> <p>Subject to the above, the Securities will be freely transferable.</p>
C.8	Description of rights attached to the Securities including the ranking of the Securities and limitations to those rights	<p style="text-align: center;"><b>RIGHTS</b></p> <p>The Securities give the right to each holder of Securities to receive a potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and to vote on future amendments.</p> <p><b>Interest:</b> Securities will either pay (i) fixed rate interest, (ii) interest where payment is conditional upon the performance of one or more foreign exchange rates (conditional interest) or (iii) interest where the amount payable is linked to the performance of one or more foreign exchange rates (participation interest). In certain cases, the interest amount payable on an interest payment date may be subject to a cap and could be zero.</p> <p><b>Specified Early Redemption:</b> Securities may include an 'autocall' feature where the Securities will be redeemed prior to maturity if the performance of the underlying foreign exchange rate(s) is equal to or greater than a specified threshold, in which case the amount payable on each Security will be equal to the nominal amount of the Security (if the Issue Currency is different to the Settlement Currency, converted into the Settlement Currency at the prevailing exchange rate as determined by the Determination Agent) (the "<b>Specified Early Cash Settlement Amount</b>").</p> <p>The 'autocall' feature will not apply to the Securities.</p> <p><b>Final Redemption:</b> If Securities have not redeemed early, they will redeem on the scheduled redemption date and the amount paid will be either a fixed redemption amount that is not linked to one or more specified foreign exchange rates or a redemption amount linked to one or more specified foreign exchange rates (the "<b>Final Cash Settlement Amount</b>").</p>

	<p>The Final Cash Settlement Amount will be determined by reference to the performance of the underlying foreign exchange rate.</p> <p><b>Mandatory Early Redemption:</b> Securities may also be redeemed earlier than the scheduled redemption date for taxation reasons if performance of the Issuer's obligations becomes illegal or following the occurrence of a change in applicable law, certain currency disruption events or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities.</p> <p><b>Events of default:</b> If the Issuer fails to make any payment due under the Securities or breaches any other provision of the Securities (and such failure is not remedied within 30 days, or in the case of non-payment of interest 14 days), or the Issuer is subject to a winding-up order, the Securities will become immediately due and payable, upon notice being given by the holder (or, in the case of French Securities, the representative of the holders).</p> <p><b>Governing Law:</b> The Securities will be governed by English law.</p> <p><b>Renouncement:</b> Holders of Securities listed on Borsa Italiana S.p.A. may renounce the redemption of their Securities by delivering a notice to that effect.</p> <p style="text-align: center;"><b>STATUS</b></p> <p>Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p style="text-align: center;"><b>LIMITATIONS TO RIGHTS</b></p> <p><b>FX Disruption Events:</b> If the Determination Agent has determined that certain disruption events (each, an "FX Disruption Event") have occurred and are continuing in respect of specified settlement currencies under the Securities (including, but not limited to, an event that makes conversion or delivery of such specified settlement currencies impossible or impractical) then the Determination Agent shall apply alternative methods for calculating the performance of any or all foreign exchange rates, replace the foreign exchange rate with a different foreign exchange rate for the purposes of the Securities, and/or postpone the relevant valuation date, in each case if such option is specified to be applicable in the Final Terms. In the event that any valuation date is postponed as a result of such event, the relevant payment date under the Securities may also be postponed or otherwise adjusted (and no interest shall be payable in relation to such postponement). Alternatively the Determination Agent may deem such FX Disruption Event to be an additional disruption event and redeem the Securities early.</p> <p><b>Additional Disruption Events:</b> 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) if specified in the Final Terms, a disruption of the Issuer's ability to hedge its obligations under the Securities, or (iii) an FX Disruption Event and such event is deemed by the Determination Agent to constitute an additional disruption event, the terms and conditions of the Securities may be adjusted and/or the Securities may be redeemed early, without the consent of investors.</p> <p>Upon an early redemption investors will receive the market value of the</p>
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		<p>Securities, which in certain cases may include deductions for hedging termination and funding breakage costs.</p> <p><b>Unlawfulness:</b> 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.</p> <p><b>Taxation:</b> 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.</p> <p><b>Meetings:</b> 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.</p>								
C.11	Admission to trading	<p>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.</p> <p>Application is expected to be made by the Issuer to list the Securities on the official list and admit the Securities to trading on the regulated market of NYSE Euronext Amsterdam with effect from 2 May 2014.</p>								
C.15	Description of how the value of the investment is affected by the value of the underlying instrument	<p>See C.8.</p> <p>The return on, and value of, Securities will be linked to the performance of one or more specified foreign exchange rates (each, an "Underlying").</p> <p>The Underlying for the Securities is: EUR-USD exchange rate, being an amount expressed in USD equivalent to one unit of EUR (the "EUR-USD Rate").</p> <p><b>FX Performance:</b> The "FX Performance" at any time on any day will be equal to the performance of the Underlying.</p> <p><b>Performance:</b> At any time on any day, the "performance" of the Underlying will be calculated as the FX Initial (see below) of the Underlying minus the 'FX(t,i)' (see below) of the Underlying, and then divided by such FX Initial.</p> <p><b>FX Initial:</b> The "FX Initial" for the Underlying will be the exchange rate for the Underlying determined by the Determination Agent by reference to the Fixing Source specified for the Underlying in the table below at 2:15pm Frankfurt time on 28 April 2014, as set out in the Annex to the General Conditions (the "Fixing Sources").</p> <table border="0"> <tr> <td>Underlying:</td> <td>FX Initial:</td> <td>Fixing Source(s):</td> <td>Fixing Time(s):</td> </tr> <tr> <td>EUR-USD</td> <td>1.3861</td> <td>Reuters Page</td> <td>2:15pm</td> </tr> </table>	Underlying:	FX Initial:	Fixing Source(s):	Fixing Time(s):	EUR-USD	1.3861	Reuters Page	2:15pm
Underlying:	FX Initial:	Fixing Source(s):	Fixing Time(s):							
EUR-USD	1.3861	Reuters Page	2:15pm							

		<p>ECB37 subject to Frankfurt time adjustment and fallback provisions</p> <p>For any determination in respect of Final Redemption, the "FX(t,i) " for the Underlying at any time on any day (a "Rate Calculation Date") will be the exchange rate for such Underlying determined by the Determination Agent by reference to the Fixing Source(s) specified for the Underlying in the table below at the 'Fixing Time(s)' specified in respect of the Fixing Source in the table below on such Rate Calculation Date, as set out in the Annex to the General Conditions (the "Fixing Sources").</p> <table> <tr> <td>Underlying:</td> <td>Fixing Source(s):</td> <td>Fixing Time(s):</td> </tr> <tr> <td>EUR-USD</td> <td>Reuters Page ECB37</td> <td>2:15pm Frankfurt time</td> </tr> </table> <p>subject to adjustment and fallback provisions</p> <p style="text-align: center;"><b>INTEREST</b></p> <p>Not Applicable</p> <p style="text-align: center;"><b>SPECIFIED EARLY REDEMPTION</b></p> <p>Not Applicable</p> <p style="text-align: center;"><b>FINAL REDEMPTION</b></p> <p>The Securities are scheduled to redeem on 5 May 2015 (the "<b>Scheduled Redemption Date</b>") by payment by the Issuer of a Final Cash Settlement Amount in EUR per EUR 1,000 determined as set out below.</p> <p><b>Participation Redemption:</b> The Final Cash Settlement Amount payable will be equal to (i) EUR 1,000 multiplied by 97.82 per cent., plus (ii) an additional amount equal to (x) EUR 1,000 multiplied by (y) 90 per cent. and further multiplied by (z) an amount (subject to a minimum of zero equal to FX Performance(f) plus 0 per cent. (the "<b>Upside Strike Shift</b>").</p> <p>Where "<b>FX Performance(f)</b>" means the FX Performance at 2:15pm Frankfurt time on 28 April 2015 (the "<b>Final Observation Date</b>").</p>	Underlying:	Fixing Source(s):	Fixing Time(s):	EUR-USD	Reuters Page ECB37	2:15pm Frankfurt time
Underlying:	Fixing Source(s):	Fixing Time(s):						
EUR-USD	Reuters Page ECB37	2:15pm Frankfurt time						
C.16	Expiration or maturity date of the securities	<p>Securities with repayment terms that reference the performance of one or more specified foreign exchange rates are scheduled to redeem on the Scheduled Redemption Date.</p> <p>The Scheduled Redemption Date of the Securities will be 5 May 2015.</p>						
C.17	Settlement procedure of the derivative securities	<p>Securities that are derivative 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 (or in the case of Securities having a Settlement Currency different from the currency of denomination, the Settlement Currency</p>						

		<p>equivalent of the issue price). The Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>, CREST, Euroclear France, S.A., VP Securities, A/S, Euroclear Finland Oy, Norwegian Central Securities Depository, Euroclear Sweden AB or SIX SIS Ltd.</p> <p>Securities will be delivered on 2 May 2014 (the "Issue Date") free of payment of the issue price of the Securities.</p> <p>The Securities are cleared and settled through Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i>.</p>												
C.18	Description of how the return on derivative securities takes place	The return on, and value of, Securities that are derivative securities will be linked to the performance of one or more specified foreign exchange rates. In addition, any interest payments will be calculated by reference to a fixed rate or movements in one or more specified foreign exchange rates. Interest and any redemption amount payable will be paid in cash.												
C.19	Final reference price of the underlying	<p>The final reference price for the Underlying will be the exchange rate for such Underlying at 2:15pm Frankfurt time the 'Fixing Time(s)' specified in respect of the Fixing Source in the table below on 28 April 2015, as set out in the Annex to the General Conditions (the "Fixing Sources").</p> <table border="0"> <tr> <td>Underlying:</td> <td>Fixing Source(s):</td> <td>Fixing Time(s):</td> </tr> <tr> <td>EUR-USD</td> <td>Reuters Page ECB37</td> <td>2:15pm Frankfurt time</td> </tr> <tr> <td></td> <td>subject to adjustment</td> <td></td> </tr> <tr> <td></td> <td>and fallback provisions</td> <td></td> </tr> </table>	Underlying:	Fixing Source(s):	Fixing Time(s):	EUR-USD	Reuters Page ECB37	2:15pm Frankfurt time		subject to adjustment			and fallback provisions	
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EUR-USD	Reuters Page ECB37	2:15pm Frankfurt time												
	subject to adjustment													
	and fallback provisions													
C.20	Type of underlying	<p>The interest amount and the repayment amount in relation to certain Securities are calculated by reference to movements in one or more foreign exchange rates.</p> <p>Information on the Underlying can be found at the information source/screen page Reuters Page ECB37, subject to adjustment and fallback provisions.</p>												
<b>Section D – Risks</b>														
D.2	Key information on the key risks that are specific to the Issuer	<p><b>Credit Risk:</b> 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.</p> <p>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</p>												

		<p>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.</p> <p><b>Market risk:</b> 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.</p> <p><b>Liquidity risk:</b> 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.</p> <p><b>Capital risk:</b> 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.</p> <p><b>Legal and Regulatory-related risk:</b> 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.</p> <p><b>Reputation risk:</b> 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 and 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.</p> <p><b>Infrastructure Resilience, Technology and Cyberspace risk:</b> 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.</p> <p><b>Taxation risk:</b> 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.</p>
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D.3	Key information on the key risks that are specific to the Securities	<p><b>Investors in Securities may lose up to the entire value of their investment:</b> Even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, the investor is still 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 some or all of their investment if:</p> <ul style="list-style-type: none"> <li>• investors sell their Securities prior to maturity in the secondary market at an amount that is less than the initial purchase price;</li> <li>• the Securities are redeemed early for reasons beyond the control of the Issuer (such as following a change in applicable law or a tax event affecting the Issuer's ability to fulfil its obligations under the Securities) and the amount paid to investors is less than the initial purchase price; and/or</li> <li>• 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.</li> </ul> <p><b>Reinvestment risk / loss of yield:</b> Following an early redemption of the Securities for any reason, investors may be unable to reinvest the redemption proceeds at an effective yield as high as the yield on the Securities being redeemed.</p> <p><b>Volatile market prices:</b> 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.</p> <p><b>Underlying foreign exchange rates:</b> Securities will be exposed to the performance of one or more underlying foreign exchange rates. Foreign exchange rates are highly volatile and are determined by a wide range of factors including supply and demand for currencies, inflation, interest rates, economic forecasts, political issues, the convertibility of currencies and speculation.</p> <p><b>Risk of withdrawal of the public offering:</b> The Issuer reserves the right to withdraw the offer for reasons beyond its control, such as extraordinary events that in the reasonable discretion of the Issuer may be prejudicial to the offer. In such circumstances, the offer will be deemed to be null and void. In such case, investors who have already paid or delivered subscription monies for the relevant Securities will be entitled to reimbursement of such amounts, but will not receive any remuneration that may have accrued in the period between their payment or delivery of subscription monies and the reimbursement of the Securities.</p>
D.6	Risk warning that investors may	See D.3. In addition, the capital invested in the Securities is at risk. Depending on the performance of the Underlying(s), the redemption amount payable to

	lose value of entire investment or part of it	investors (whether at maturity or following any early redemption, and including after deduction of any applicable taxes and expenses) may be less than the initial purchase price and could be as low as zero. Consequently, investors may lose the value of their entire investment, or part of it.
<b>Section E – Offer</b>		
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.
E.3	Description of the terms and conditions of the offer	<p>The terms and conditions of any offer of Securities may be determined by agreement between the Issuer and the dealer at the time of each issue.</p> <p>The Securities are offered subject to the following conditions:</p> <p><b>Offer Price:</b> The Issue Price</p> <p><b>Conditions to which the offer is subject:</b> The Issuer reserves the right to withdraw the offer for Securities at any time on or prior to the end of the Offer Period.</p> <p>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.</p> <p><b>Description of the application process:</b> 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.</p> <p><b>Details of the minimum and/or maximum amount of application:</b> The minimum and maximum amount of application from the Authorised Offeror will be notified to investors by the Authorised Offeror.</p> <p><b>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</b> Investors will be notified by the Authorised Offeror of any possibility to reduce subscriptions and manner for refunding excess amount paid by applicants.</p>

		<p><b>Details of the method and time limits for paying up and delivering the Securities:</b> The period from and including 7 April 2014 until but excluding 26 April 2014.</p> <p><b>Manner in and date on which results of the offer are to be made public:</b> Investors will be notified by the Authorised Offeror of their allocations of Securities and the settlement arrangements in respect thereof.</p> <p><b>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</b> Not Applicable</p> <p><b>Whether Tranche(s) have been reserved for certain countries:</b> Not Applicable</p> <p><b>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:</b> Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of such investor's application.</p> <p>No dealings in the Securities may take place prior to the Issue Date.</p> <p><b>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:</b> Not Applicable</p>
E.4	<b>Description of any interest material to the issue/offer, including conflicting interests</b>	<p>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 which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and investors.</p> <p>Any Manager and its affiliates may be engaged, and may in the future engage, in hedging transactions with respect to the specified foreign exchange rates.</p>
E.7	<b>Estimated expenses charged to investor by issuer/offeror</b>	<p>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.</p> <p>Not Applicable; no expenses will be charged to the investor by the issuer or the offeror.</p>