

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Securities are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the "EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "UK Prospectus Regulation"). Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (as amended, the "UK PRIIPs Regulation") for offering or selling the Securities or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

MIFID II product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "MiFID II") and (ii) all channels for distribution of the Securities are appropriate. Any person subsequently offering, selling or recommending the Securities (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

Legal Entity Identifier (LEI): G5GSEF7VJP5I7OUK5573

EUR 30,000,000 Securities due June 2029

under the Global Structured Securities Programme (the "Securities")

Issue Price: 100.00 per cent

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**") and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms complete and should be read in conjunction with the GSSP Base Prospectus 9 which constitutes a base prospectus drawn up as separate documents (including the Registration Document dated 23 March 2021 and the Securities Note relating to the GSSP Base Prospectus 9 dated 17 July 2020 as supplemented on 23 December 2020, 29 January 2021 and 24 March 2021) for the purposes of Article 8(6) of the EU Prospectus Regulation (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the Prospectus Regulation. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of this Final Terms and the Base Prospectus.

The Base Prospectus, and any supplements thereto, are available for viewing at <https://home.barclays/investor-relations/structured-securities-prospectuses> 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 the Final Terms shall bear the same meanings when used herein.

The Registration Document and the supplements thereto are available for viewing at: <https://home.barclays/investor-relations/structuredsecurities-prospectuses/#registrationdocument> and <https://home.barclays/investor-relations/structuredsecurities-prospectuses/#registrationdocumentsupplement>.

Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

BARCLAYS

Final Terms dated 3 May 2021

PART A – CONTRACTUAL TERMS

Provisions relating to the Securities

- | | | | |
|-----|---|-------------|--|
| 1. | (a) Series: | | NX000284790 |
| | (b) Tranche: | | 1 |
| 2. | Currencies: | | |
| | (a) Issue Currency: | | Euro (“EUR”) |
| | (b) Settlement Currency: | | EUR |
| 3. | Securities: | | |
| | | | Notes |
| 4. | Notes: | | |
| | | | Applicable |
| | (a) Aggregate Nominal Amount as at the Issue Date: | | |
| | (i) Tranche: | | EUR 30,000,000 |
| | (i) (ii) Series: | | EUR 30,000,000 |
| | (b) Specified Denomination: | | EUR 1,000 |
| | (c) Minimum Tradable Amount: | | EUR 1,000 (and EUR 1,000 thereafter) |
| | | | During the life of the Securities, there may be no sales or partial redemptions or cancellations of Securities in amounts less than the Minimum Tradable Amount. |
| 5. | Certificates: | | |
| | | | Not Applicable |
| 6. | Calculation Amount: | | |
| | | | EUR 1,000 |
| 7. | Issue Price: | | |
| | | | 100.00% of par |
| | | | The Issue Price includes a commission element payable by the Issuer to the Authorised Offeror which will be no more than 0.5625% of the Issue Price. |
| 8. | Issue Date: | | |
| | | | 3 May 2021 |
| 9. | Scheduled Settlement Date: | | |
| | | | 11 June 2029 |
| 10. | Type of Security: | | |
| | | | Equity Index Linked Securities |
| 11. | Underlying Performance Type ^(Interest) : | | |
| | | | Single Asset |
| 12. | Underlying | Performance | Single Asset |
| | Type ^(Autocall) : | | |
| 13. | Underlying | Performance | Single Asset |
| | Type ^(Settlement) : | | |

Provisions relating to interest (if any) payable

- | | | |
|-----|---|--|
| 14. | Interest Type:
General Condition 9 (<i>Interest</i>) | In respect of each Interest Payment Date from (and including) 13 September 2021 to (and including) 11 June 2024: Fixed; and
In respect of each Interest Payment Date from (and including) 11 September 2024 to (and including) 11 June 2029: Snowball |
|-----|---|--|

- (a) Interest Payment Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Payment Date', subject to adjustment in accordance with the Business Day Convention.
- (b) Interest Valuation Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Valuation Date'.
- (c) Interest Determination Dates: Each of the dates set out in Table 1 below in the column entitled 'Interest Determination Date'.

Table 1

T	Interest Determination Date	Interest Valuation Date	Interest Barrier Percentage	Interest Payment Date
N/A	6 September 2021	N/A	N/A	13 September 2021
N/A	6 December 2021	N/A	N/A	13 December 2021
N/A	4 March 2022	N/A	N/A	11 March 2022
N/A	6 June 2022	N/A	N/A	13 June 2022
N/A	5 September 2022	N/A	N/A	12 September 2022
N/A	5 December 2022	N/A	N/A	12 December 2022
N/A	6 March 2023	N/A	N/A	13 March 2023
N/A	5 June 2023	N/A	N/A	12 June 2023
N/A	4 September 2023	N/A	N/A	11 September 2023
N/A	4 December 2023	N/A	N/A	11 December 2023
N/A	4 March 2024	N/A	N/A	11 March 2024
N/A	4 June 2024	N/A	N/A	11 June 2024
1	N/A	4 September 2024	90%	11 September 2024
2	N/A	4 December 2024	90%	11 December 2024
3	N/A	4 March 2025	90%	11 March 2025
4	N/A	4 June 2025	90%	11 June 2025
5	N/A	4 September 2025	90%	11 September 2025
6	N/A	4 December 2025	90%	11 December 2025
7	N/A	4 March 2026	90%	11 March 2026
8	N/A	4 June 2026	90%	11 June 2026
9	N/A	4 September 2026	90%	11 September 2026
10	N/A	4 December 2026	90%	11 December 2026

11	N/A	4 March 2027	90%	11 March 2027
12	N/A	4 June 2027	90%	11 June 2027
13	N/A	6 September 2027	90%	13 September 2027
14	N/A	6 December 2027	90%	13 December 2027
15	N/A	6 March 2028	90%	13 March 2028
16	N/A	5 June 2028	90%	12 June 2028
17	N/A	4 September 2028	90%	11 September 2028
18	N/A	4 December 2028	90%	11 December 2028
19	N/A	5 March 2029	90%	12 March 2029
20	N/A	Final Valuation Date	90%	Redemption Date

(d) (i) Fixed Interest Type: Fixed Amount

(ii) Fixed Interest Rate: In respect of each of the following Interest Payment Dates: 13 September 2021, 13 December 2021, 11 March 2022, 14 June 2022, 12 September 2022, 12 December 2022, 13 March 2023, 12 June 2023, 11 September 2023, 11 December 2023, 11 March 2024 and 11 June 2024: 0.75%; and

In respect of each of the following Interest Payment Dates: 11 September 2024, 11 December 2024, 11 March 2025, 11 June 2025, 11 September 2025, 11 December 2025, 11 March 2026, 11 June 2026, 11 September 2026, 11 December 2026, 11 March 2027, 11 June 2027, 13 September 2027, 13 December 2027, 13 March 2028, 12 June 2028, 11 September 2028, 11 December 2028, 12 March 2029 and the Redemption Date: 2.00%.

(e) Information relating to the Floating Rate: Not Applicable

(f) Interest Barrier Percentage: Each of the percentages set out in Table 1 above in the column entitled 'Interest Barrier Percentage'.

Provisions relating to Automatic Settlement (Autocall)

15. Automatic Settlement (Autocall): Applicable
General Condition 10 (*Automatic Settlement (Autocall)*)

(a) Autocall Observation Type: Discrete

(b) Autocall Barrier Percentage: 90%

(c) Autocall Settlement Percentage: 100%

(d) Autocall Valuation Dates: Each date set out in Table 2 below in the column entitled 'Autocall Valuation Date'.

(e) Autocall Settlement Date: Each date set out in Table 2 below in the column entitled 'Autocall Settlement Date'.

- (f) Autocall Valuation Price: The Valuation Price of the Underlying Asset on the Autocall Valuation Date
- (i) Averaging-out: Not Applicable
- (ii) Min Lookback-out: Not Applicable
- (iii) Max Lookback-out: Not Applicable
- (g) Autocall Reset Event: Not Applicable

Table 2

Autocall Valuation Date	Autocall Settlement Date
4 September 2024	11 September 2024
4 December 2024	11 December 2024
4 March 2025	11 March 2025
4 June 2025	11 June 2025
4 September 2025	11 September 2025
4 December 2025	11 December 2025
4 March 2026	11 March 2026
4 June 2026	11 June 2026
4 September 2026	11 September 2026
4 December 2026	11 December 2026
4 March 2027	11 March 2027
4 June 2027	11 June 2027
6 September 2027	13 September 2027
6 December 2027	13 December 2027
6 March 2028	13 March 2028
5 June 2028	12 June 2028
4 September 2028	11 September 2028
4 December 2028	11 December 2028
5 March 2029	12 March 2029

16. Optional Early Settlement Event: Not Applicable
 General Condition 11 (*Optional Early Settlement Event*)

Provisions relating to Final Settlement

17. (a) Final Settlement Type: General Condition 12 (*Final Settlement*) Capped
- (b) Settlement Method: Cash
- (c) Strike Price Percentage: 100.00 per cent.
- (d) Knock-in Barrier Type: European
- (e) Knock-in Barrier Percentage: 50.00 per cent.

Provisions relating to Nominal Call Event Settlement

18. Nominal Call Event Settlement: General Condition 13 (*Nominal Call Event Settlement*) Not Applicable
- (a) Nominal Call Threshold Percentage: Not Applicable

Provisions relating to Instalment Notes

19. Instalment Notes: General Condition 15 (*Settlement by Instalments*) Not Applicable

Provisions relating to the Underlying Asset(s)

20. Underlying Asset:
- (a) Initial Valuation Date: N/A
- (b) Index: S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement (Series 2) (EUR) TR
- (i) Exchange: Multi-Exchange
- (ii) Related Exchange: All Exchanges
- (iii) Underlying Asset Currency: EUR
- (iv) Bloomberg Screen: SPCEEDET <Index>
- (v) Refintiv Screen: Not Applicable
- (vi) Index Sponsor: S&P Dow Jones Indices LLC
- (vii) Weight: Not Applicable
- (viii) Pre-nominated Index: Not Applicable
21. (a) Initial Price_(Settlement): Means, the arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.
- (i) Averaging-in: Applicable
- Avering-In Dates: Each of the dates set out in the table below in the column entitled 'Avering-In Dates.'

i	Avering-In Dates
1	23 April 2021

2	30 April 2021
3	7 May 2021
4	14 May 2021
5	21 May 2021
6	28 May 2021
7	4 June 2021

- (ii) Min Lookback-in: Not Applicable
- (iii) Max Lookback-in: Not Applicable
- (b) Initial Valuation Date: N/A
- 22. (a) Final Valuation Price:
 - (i) Averaging-out: Not Applicable
 - (ii) Min Lookback-out: Not Applicable
 - (iii) Max Lookback-out: Not Applicable
- (b) Final Valuation Date: 4 June 2029

Provisions relating to disruption events

- 23. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 18 (*Consequences of Disrupted Days*)
 - (a) Omission: Not Applicable
 - (b) Postponement: Not Applicable
 - (c) Modified Postponement: Applicable
- 24. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 25 (*Adjustments to Valuation Dates and Reference Date*)
 - (a) Omission: Not Applicable
 - (b) Postponement: Not Applicable
- 25. Consequences of a Disrupted Day (in respect of an Averaging Date or Lookback Date): General Condition 37 (*Consequences upon a Reference Date becoming a Reference Date*)
 - (a) Omission: Not Applicable
 - (b) Postponement: Not Applicable
 - (c) Modified Postponement: Not Applicable
- 26. Additional Disruption Events: General Condition 65.1 (*Definitions*)
 - (a) Change in Law: Applicable

(b)	Currency Disruption Event:	Applicable
(c)	Hedging Disruption:	Applicable
(d)	Issuer Tax Event:	Applicable as per General Condition 65.1 (<i>Definitions</i>)
(e)	Extraordinary Market Disruption:	Applicable as per General Condition 65.1 (<i>Definitions</i>)
(f)	Increased Cost of Hedging:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(g)	Affected Jurisdiction Hedging Disruption:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(h)	Affected Jurisdiction Increased Cost of Hedging:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(i)	Increased Cost of Stock Borrow:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(j)	Loss of Stock Borrow:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(k)	Foreign Ownership Event:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(l)	Fund Disruption Event:	Not Applicable as per General Condition 65.1 (<i>Definitions</i>)
(m)	Fund Event:	Not Applicable
(n)	Potential Adjustment of Payment Events:	Not Applicable
27.	Early Cash Settlement Amount:	Market Value
28.	Early Settlement Notice Period Number:	As specified in General Condition 65.1 (<i>Definitions</i>)
29.	Substitution of Shares:	Not Applicable
30.	Entitlement Substitution:	Not Applicable
31.	FX Disruption Event:	Not Applicable
32.	Disruption Fallbacks: General Condition 20 (<i>Consequences of FX Disruption Events (FX)</i>)	Not Applicable
33.	Unwind Costs:	Not Applicable
34.	Settlement Expenses:	Not Applicable
35.	Local Jurisdiction Taxes and Expenses:	Not Applicable
36.	Consequences of a Fund Event: General Condition 27 (<i>Consequences of a Fund Event</i>)	Not Applicable

General provisions

37.	Form of Securities:	Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable NGN Form: Not Applicable Held under the NSS: Not Applicable
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		CGN Form: Applicable
		CDIs: Not Applicable
38.	Trade Date:	13 April 2021
39.	Additional Business Centre(s):	Not Applicable
40.	871(m) Securities:	Provisions are missing in TS The Issuer has determined that Section 871(m) of the US Internal Revenue Code is not applicable to the Securities.
41.	(i) Prohibition of Sales to EEA Retail Investors:	Not Applicable
	(ii) Prohibition of Sales to UK Retail Investors:	Applicable – see the cover page of these Final Terms
42.	Prohibition of Offer to Private Clients in Switzerland:	Applicable
43.	Business Day Convention:	Modified Following
44.	Determination Agent:	Barclays Bank PLC
45.	Registrar:	Not Applicable
46.	CREST Agent:	Not Applicable
47.	Transfer Agent:	Not Applicable
48.	(a) Names of Manager:	Barclays Bank Ireland PLC
	(b) Date of underwriting agreement:	Not Applicable
	(c) Names and addresses of secondary trading intermediaries and main terms of commitment:	Not Applicable
49.	Registration Agent:	Not Applicable
50.	Governing Law:	English law
51.	Relevant Benchmarks:	Amounts payable under the Securities are calculated by reference to S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement (Series 2) (EUR) TR (the "Index") which is provided by S&P Dow Jones Indices (the " Administrator "). As at the date of this Final Terms, the Administrator appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority (" ESMA ") pursuant to Article 36 of Regulation (EU) 2016/1011 (as amended, the " EU Benchmarks Regulation ").

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to Trading: Application has been made/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 Luxembourg Stock Exchange with effect from the Issue Date.
- (b) Estimate of total expenses related to admission to trading: EUR 3,000

2. RATINGS

Ratings: The Securities have not been individually rated.

3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: General funding
- (b) Use of proceeds: Not Applicable

4. YIELD

Not Applicable

5. PAST AND FUTURE PERFORMANCE OF UNDERLYING ASSET, AND OTHER INFORMATION CONCERNING THE UNDERLYING ASSET

Bloomberg Screen: SPCEEDET<Index>

Index Disclaimer: See the Schedule hereto

6. OPERATIONAL INFORMATION

- (a) ISIN: XS2269520040
- (b) Common Code: 226952004
- (c) Relevant Clearing System(s): Euroclear, Clearstream
- (d) Delivery: Delivery free of payment
- (e) Name and address of additional Paying Agent(s): Not Applicable
- (f) Intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable

Schedule

Index disclaimer:

The S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement (Series 2) (EUR) TR (the "**Index**") is a product of S&P Dow Jones Indices LLC or its affiliates ("**SPDJI**"), and has been licensed for use by Barclays. Standard & Poor's® and S&P® are registered trademarks of Standard & Poor's Financial Services LLC ("**S&P**"); Dow Jones® is a registered trademark of Dow Jones Trademark Holdings LLC ("**Dow Jones**"); and these trademarks have been licensed for use by SPDJI and sublicensed for certain purposes by Barclays. It is not possible to invest directly in an index. The Notes are not sponsored, endorsed, sold or promoted by SPDJI, Dow Jones, S&P, any of their respective affiliates (collectively, "**S&P Dow Jones Indices**"). S&P Dow Jones Indices do not make any representation or warranty, express or implied, to the owners of The Notes or any member of the public regarding the advisability of investing in securities generally or in The Notes particularly or the ability of the Index to track general market performance. Past performance of an index is not an indication or guarantee of future results. S&P Dow Jones Indices' only relationship to Barclays with respect to the Index is the licensing of the Index and certain trademarks, service marks and/or trade names of S&P Dow Jones Indices and/or its licensors. The Index is determined, composed and calculated by S&P Dow Jones Indices without regard to Barclays or The Notes. S&P Dow Jones Indices have no obligation to take the needs of Barclays or the owners of The Notes into consideration in determining, composing or calculating the Index. S&P Dow Jones Indices are not responsible for and have not participated in the determination of the prices, and amount of The Notes or the timing of the issuance or sale of The Notes or in the determination or calculation of the equation by which The Notes is to be converted into cash, surrendered or redeemed, as the case may be. S&P Dow Jones Indices have no obligation or liability in connection with the administration, marketing or trading of The Notes. There is no assurance that investment products based on the Index will accurately track index performance or provide positive investment returns. S&P Dow Jones Indices LLC is not an investment or tax advisor. A tax advisor should be consulted to evaluate the impact of any tax-exempt securities on portfolios and the tax consequences of making any particular investment decision. Inclusion of a security within an index is not a recommendation by S&P Dow Jones Indices to buy, sell, or hold such security, nor is it considered to be investment advice.

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SUMMARY

INTRODUCTION AND WARNINGS		
<p>The Summary should be read as an introduction to the Prospectus. Any decision to invest in the Securities should be based on consideration of the Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Prospectus or it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p> <p><i>You are about to purchase a product that is not simple and may be difficult to understand.</i></p>		
<p>Securities: EUR 30,000,000 Securities due June 2029 pursuant to the Global Structured Securities Programme (ISIN: XS2269520040) (the "Securities").</p>		
<p>The Issuer: The Issuer is Barclays Bank PLC. Its registered office is at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number: +44 (0)20 7116 1000) and its Legal Entity Identifier ("LEI") is G5GSEF7VJP517OUK5573</p>		
<p>Competent authority: The Base Prospectus was approved on 17 July 2020 by the Central Bank of Ireland of New Wapping Street, North Wall Quay, Dublin 1, D01 F7X3, Ireland (telephone number: +353 (0)1 224 6000).</p>		
KEY INFORMATION OF THE ISSUER		
Who is the Issuer of the Securities?		
<p>Domicile and legal form of the Issuer</p> <p>Barclays Bank PLC (the "Issuer") is a public limited company registered in England and Wales under number 1026167. The liability of the members of the Issuer is limited. It has its registered and head office at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number +44 (0)20 7116 1000). The Legal Entity Identifier (LEI) of the Issuer is G5GSEF7VJP517OUK5573.</p>		
<p>Principal activities of the Issuer</p> <p>The Group's businesses include consumer banking and payments operations around the world, as well as a top-tier, full service, global corporate and investment bank. The Group comprises of Barclays PLC together with its subsidiaries, including the Issuer. The Issuer's principal activity is to offer products and services designed for larger corporate, wholesale and international banking clients.</p> <p>The term the "Group" mean Barclays PLC together with its subsidiaries and the term "Barclays Bank Group" means Barclays Bank PLC together with its subsidiaries.</p>		
<p>Major shareholders of the Issuer</p> <p>The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC. Barclays PLC is the ultimate holding company of the Group.</p>		
<p>Identity of the key managing directors of the Issuer</p> <p>The key managing directors of the Issuer are James Staley (Chief Executive Officer and Executive Director) and Tushar Morzaria (Executive Director).</p>		
<p>Identity of the statutory auditors of the Issuer</p> <p>The statutory auditors of the Issuer are KPMG LLP ("KPMG"), chartered accountants and registered auditors (a member of the Institute of Chartered Accountants in England and Wales), of 15 Canada Square, London E14 5GL, United Kingdom.</p>		
What is the key financial information regarding the Issuer?		
<p>The Issuer has derived the selected consolidated financial information included in the table below for the years ended 31 December 2020 and 31 December 2019 from the annual consolidated financial statements of the Issuer for the years ended 31 December 2020 and 2019 (the "Financial Statements"), which have each been audited with an unmodified opinion provided by KPMG.</p>		
Consolidated Income Statement		
	As at 31 December	
	2020	2019
	(€m)	
Net interest income.....	3,160	3,907
Net fee and commission income.....	5,659	5,672
Credit impairment charges.....	(3,377)	(1,202)

Net trading income	7,076	4,073
Profit before tax	3,075	3,112
Profit/(loss) after tax	2,451	2,780

Consolidated Balance Sheet

	As at 31 December	
	2020	2019
	(£m)	
Total assets.....	1,059,731	876,672
Debt securities in issue	29,423	33,536
Subordinated liabilities	32,005	33,425
Loans and advances at amortised cost	134,267	141,636
Deposits at amortised cost	244,696	213,881
Total equity.....	53,710	50,615

Certain Ratios from the Financial Statements

	As at 31 December	
	2020	2019
	(%)	
Common Equity Tier 1 capital	14.2	13.9
Total regulatory capital.....	21.0	22.1
CRR leverage ratio.....	3.9	3.9

What are the key risks that are specific to the Issuer?

The Barclays Bank Group has identified a broad range of risks to which its businesses are exposed. Material risks are those to which senior management pay particular attention and which could cause the delivery of the Barclays Bank Group's strategy, results of operations, financial condition and/or prospects to differ materially from expectations. Emerging risks are those which have unknown components, the impact of which could crystallise over a longer time period. In addition, certain other factors beyond the Barclays Bank Group's control, including escalation of terrorism or global conflicts, natural disasters, pandemics and similar events, although not detailed below, could have a similar impact on the Barclays Bank Group.

- Material existing and emerging risks potentially impacting more than one principal risk:** In addition to material and emerging risks impacting the principal risks set out below, there are also material existing and emerging risks that potentially impact more than one of these principal risks. These risks are: (i) the impact of COVID-19; (ii) potentially unfavourable global and local economic and market conditions, as well as geopolitical developments; (iii) the UK's withdrawal from the EU; (iv) the impact of interest rate changes on the Barclays Bank Group's profitability; (v) the competitive environments of the banking and financial services industry; (vi) the regulatory change agenda and impact on business model; (vii) the impact of climate change on the Barclays Bank Group's business; and (viii) the impact of benchmark interest rate reforms on the Barclays Bank Group.
- Credit and Market risks:** Credit risk is the risk of loss to the Barclays Bank Group from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Barclays Bank Group. The Barclays Bank Group is subject to risks arising from changes in credit quality and recovery rates of loans and advances due from borrowers and counterparties in any specific portfolio. Market risk is the risk of loss arising from potential adverse change in the value of the Barclays Bank Group's assets and liabilities from fluctuation in market variables.
- Treasury and capital risk and the risk that the Issuer and the Barclays Bank Group are subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Barclays Bank Group which are (1) liquidity risk – the risk that the Barclays Bank Group is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount of stable funding and liquidity to support its assets, which may also be impacted by credit rating changes; (2) capital risk – the risk that the Barclays Bank Group has an insufficient level or composition of capital; and (3) interest rate risk in the banking book – the risk that the Barclays Bank Group is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its (non-traded) assets and liabilities. Under the Banking Act 2009, substantial powers are granted to the Bank of England (or, in certain circumstances, HM Treasury), in consultation with the United Kingdom Prudential Regulation Authority, the UK Financial Conduct Authority and HM Treasury, as appropriate as part of a special resolution regime. These powers enable the Bank of England (or any successor or replacement thereto and/or such other authority in the United Kingdom with the ability to exercise the UK Bail-in Power) (the "Resolution Authority") to implement various resolution measures and stabilisation options (including, but not limited to, the bail-in tool) with respect to a UK bank or investment firm and certain of its affiliates (as at the date of the Registration Document, including the Issuer) in circumstances in which the Resolution Authority is satisfied that the relevant resolution conditions are met.
- Operational and model risks:** Operational risk is the risk of loss to the Barclays Bank Group from inadequate or failed processes or systems, human factors or due to external events where the root cause is not due to credit or market risks. Model risk is the risk of potential adverse consequences from financial assessments or decisions based on incorrect or misused model outputs and reports.

- Conduct, reputation and legal risks and legal, competition and regulatory matters:** Conduct risk is the risk of detriment to customers, clients, market integrity, effective competition or the Barclays Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Reputation risk is the risk that an action, transaction, investment, event, decision or business relationship will reduce trust in the Barclays Bank Group's integrity and competence. The Barclays Bank Group conducts activities in a highly regulated market which exposes it and its employees to legal risk arising from (i) the multitude of laws and regulations that apply to the businesses it operates, which are highly dynamic, may vary between jurisdictions, and are often unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Barclays Bank Group's businesses and business practices. In each case, this exposes the Barclays Bank Group and its employees to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Barclays Bank Group to meet their respective legal obligations, including legal or contractual requirements. Legal risk may arise in relation to any number of the material existing and emerging risks summarised above.

KEY INFORMATION OF THE SECURITIES

What are the main features of the Securities?

Type and class of Securities being offered and admitted to trading, including security identification numbers

The Securities will be in the form of notes and will be uniquely identified by: Series number: NX000284790; ISIN: XS2269520040; Common Code: 226952004.

The Securities will be cleared and settled through Euroclear Bank S.A./N.V Clearstream Banking .

Currency, specified denomination, issue size and term of the Securities

The Securities will be issued in Euro ("EUR") (the "**Issue Currency**") and settled in the same currency (the "**Settlement Currency**"). The Securities are tradable in nominal and the specified denomination per Security is EUR 1,000. The issue size is EUR 30,000,000. The issue price is 100.00% of the Specified Denomination.

The issue date is 3 May 2021 (the "**Issue Date**"). Subject to early termination, the Securities are scheduled to redeem on 11 June 2029 (the "**Scheduled Settlement Date**").

Rights attached to the Securities

Potential return: The Securities will give each holder of Securities the right to receive potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on some (but not all) amendments to the terms and conditions of the Securities. The potential return will be in the form of: (i) one or more Interest Amounts, (ii) an Autocall Cash Settlement Amount, and/or (iii) a Final Cash Settlement Amount provided that if the Securities are early terminated, the potential return may be in the form of (i) an Early Cash Settlement Amount instead.

Taxation: All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes 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.

Events of default: If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the holders.

Limitations on rights

Early redemption following certain disruption events or due to unlawfulness or impracticability: The Issuer may redeem the Securities prior to their Scheduled Settlement Date following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Asset(s), taxation or the relevant currency of the Securities, or if it determines that the performance of any of its obligations under the Securities is unlawful or physically impracticable. If this occurs, investors will receive an "**Early Cash Settlement Amount**" equal to the fair market value of the Securities prior to their redemption.

Certain additional limitations:

- Notwithstanding that the Securities are linked to the performance of the Underlying Asset(s), holders do not have any rights in respect of the Underlying Asset(s).
- The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities.

- The Securities contain provisions for calling meetings of holders to consider matters affecting their interests generally and these provisions permit defined majorities to 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.

Governing law

The Securities will be governed by English law and the rights thereunder will be construed accordingly.

Description of the calculation of potential return on the Securities

Underlying Assets: The return on and value of the Securities is dependent on the performance of the following Underlying Asset:

Underlying Asset	Type	Initial Price	Initial Valuation Date
S&P Europe 50 ESG Select Equal Weight (BEL, DEU, FRA, NLD) 50 Point Decrement (Series 2) (EUR) TR Index	Index	Means, the arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.	N/A

For the purposes of determining an Interest Amount, Underlying Asset shall mean the Underlying Asset, for the purposes of determining Automatic Settlement (Autocall) Event, Underlying Asset shall mean the Underlying Asset, for the purposes of determining the Final Cash Settlement Amount, Underlying Asset shall mean the Underlying Asset.

Calculation Amount: Calculations in respect of amounts payable under the Securities are made by reference to the "Calculation Amount", being EUR 1,000.

Determination Agent: Barclays Bank PLC will be appointed to make calculations and determinations with respect to the Securities.

A – Interest

Interest Determination / Valuation Date	Interest Type
6 September 2021, 6 December 2021, 4 March 2022, 6 June 2022, 5 September 2022, 5 December 2022, 6 March 2023, 5 June 2023, 4 September 2023, 4 December 2023, 4 March 2024 and 4 June 2024	Fixed
4 September 2024, 4 December 2024, 4 March 2025, 4 June 2025, 4 September 2025, 4 December 2025, 4 March 2026, 4 June 2026, 4 September 2026, 4 December 2026, 4 March 2027, 4 June 2027, 6 September 2027, 6 December 2027, 6 March 2028, 6 June 2028, 4 September 2028, 4 December 2028, 5 March 2029 and the Redemption Date.	Snowball

Amount payable on each Security on each each Payment Date Date for which the Interest Type in respect of the corresponding Interest Determination Date is specified as Fixed is calculated by multiplying the Fixed Interest Rate (being 0.75% by the Calculation Amount and further multiplying by a fraction representing the number of days in the relevant interest calculation period over which interest has accrued.

Each Interest Payment Date and corresponding Interest Determination Date is as follows:

Interest Payment Date	Interest Determination Date
13 September 2021	6 September 2021
13 December 2021	6 December 2021
11 March 2022	4 March 2022

13 June 2022	6 June 2022
12 September 2022	5 September 2022
12 December 2022	5 December 2022
13 March 2023	6 March 2023
12 June 2023	5 June 2023
11 September 2023	4 September 2023
11 December 2023	4 December 2023
11 March 2024	4 March 2024
11 June 2024	4 June 2024

Each Security will only pay interest on an Interest Payment Date (for which the Interest Type in respect of the corresponding Interest Valuation Date is specified as Snowball) if the closing price or level of the Underlying Asset on the corresponding Interest Valuation Date is greater than or equal to its corresponding Interest Barrier. If this occurs, the amount of interest payable is calculated by:

- (1) multiplying the fixed rate of 2.00% by EUR 1,000; and then
- (2) multiplying the result by the number corresponding to that Interest Valuation Date (i.e. the number in the column headed 'T' in the table below).

Each Interest Payment Date, corresponding Interest Valuation Date, T and Interest Barrier Percentage is as follows:

T	Interest Valuation Date	Interest Payment Date	Interest Barrier Percentage
1	4 September 2024	11 September 2024	90% of the Initial Price
2	4 December 2024	11 December 2024	90% of the Initial Price
3	4 March 2025	11 March 2025	90% of the Initial Price
4	4 June 2025	11 June 2025	90% of the Initial Price
5	4 September 2025	11 September 2025	90% of the Initial Price
6	4 December 2025	11 December 2025	90% of the Initial Price
7	4 March 2026	11 March 2026	90% of the Initial Price
8	4 June 2026	11 June 2026	90% of the Initial Price
9	4 September 2026	11 September 2026	90% of the Initial Price
10	4 December 2026	11 December 2026	90% of the Initial Price
11	4 March 2027	11 March 2027	90% of the Initial Price
12	4 June 2027	11 June 2027	90% of the Initial Price
13	6 September 2027	13 September 2027	90% of the Initial Price
14	6 December 2027	13 December 2027	90% of the Initial Price
15	6 March 2028	13 March 2028	90% of the Initial Price
16	5 June 2028	12 June 2028	90% of the Initial Price
17	4 September 2028	11 September 2028	90% of the Initial Price
18	4 December 2028	11 December 2028	90% of the Initial Price
19	5 March 2029	12 March 2029	90% of the Initial Price
20	Final Valuation Date	Redemption Date	90% of the Initial Price

B – Automatic Settlement (Autocall)

The Securities will automatically redeem if the closing price or level of the Underlying Asset divided by its Initial Price is at or above its corresponding Autocall Barrier Percentage in respect of any Autocall Valuation Date. If this occurs, you will receive an Autocall Cash Settlement Amount equal to the Calculation Amount multiplied by 100% payable on the Autocall Settlement Date corresponding to such Autocall Valuation Date. The relevant Autocall Settlement Date may be postponed following the postponement of an Autocall Valuation Date due to a disruption event

Autocall Valuation Date	Autocall Settlement Date	Autocall Barrier Percentage
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4 September 2024	11 September 2024	90%
4 December 2024	11 December 2024	90%
4 March 2025	11 March 2025	90%
4 June 2025	11 June 2025	90%
4 September 2025	11 September 2025	90%
4 December 2025	11 December 2025	90%
4 March 2026	11 March 2026	90%
4 June 2026	11 June 2026	90%
4 Spetember 2026	11 Spetember 2026	90%
4 December 2026	11 December 2026	90%
4 March 2027	11 March 2027	90%
4 June 2027	11 June 2027	90%
6 September 2027	13 September 2027	90%
6 December 2027	13 December 2027	90%
6 March 2028	13 March 2028	90%
5 June 2028	12 June 2028	90%
4 September 2028	11 September 2028	90%
4 December 2028	11 December 2028	90%
5 March 2029	12 March 2029	90%

C – Final Settlement

If the Securities have not otherwise redeemed, each Security will be redeemed on the Scheduled Settlement Date by payment of the Final Cash Settlement Amount.

The Scheduled Settlement Date may be postponed following the postponement of the Final Valuation Date due to a disruption event.

The Final Cash Settlement Amount is calculated as follows:

- (i) if the Final Performance is greater than or equal to the Knock-in Barrier Percentage (being 50%), 100% multiplied by the Calculation Amount;
- (ii) otherwise, an amount calculated by dividing the Final Performance by the Strike Price Percentage (being 100%) and multiplying the result by the Calculation Amount.

Where:

"**Final Performance**" means the Final Valuation Price divided by the Initial Price(Settlement).

"**Final Valuation Date**" means 4 June 2029, subject to adjustment.

"**Final Valuation Price**" means, in respect of the Underlying Asset, the closing level in respect of the Underlying Asset on the Final Valuation Date.

"**Initial Price**" means, the arithmetic average of the Valuation Price of such Underlying Asset on each of the Averaging-in Dates as determined by the Determination Agent.

"**Avering-In Dates**" means, each of the dates set out in the table below in the column entitled 'Avering-In Dates.

i	Avering-In Dates
1	23 April 2021
2	30 April 2021
3	7 May 2021
4	14 May 2021
5	21 May 2021
6	28 May 2021
7	4 June 2021

Status of the Securities

The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.

Description of restrictions on free transferability of the Securities

The Securities are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act and must comply with transfer restrictions with respect to the United States. Securities held in a clearing system will be transferred in accordance with the rules, procedures and regulations of that clearing system. Subject to the foregoing, the Securities will be freely transferable.

Where will the Securities be traded?

Application is expected to be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the regulated market of Luxembourg Stock Exchange.

What are the key risks that are specific to the Securities?

The Securities are subject to the following key risks:

- **You may lose some or all of your investment in the Securities:** The terms of the Securities do not provide for a scheduled minimum payment at maturity and as such, depending on the performance of the Underlying Asset(s), you may lose some or all of your investment. You may also lose some or all of your investment if: (a) you sell your Securities before their scheduled maturity or expiry; (b) your Securities are early redeemed in certain extraordinary circumstances; or (c) the terms and conditions of your Securities are adjusted such that the amount payable or property deliverable to you is less than your initial investment.

- **There are risks associated with the valuation, liquidity and offering of the Securities:** The market value of your Securities may be lower than the issue price since the issue price may take into account the Issuer's and/or distributor's profit margin and costs in addition to the fair market value of the Securities. The market value of your Securities may be affected by the volatility, level, value or price of the Underlying Asset(s) at the relevant time, changes in interest rates, the Issuer's financial condition and credit ratings, the supply of and demand for the Securities, the time remaining until the maturity or expiry of the Securities and other factors. The price, if any, at which you will be able to sell your Securities prior to maturity may be substantially less than the amount you originally invested. Your Securities may not have an active trading market and the Issuer may not be under any obligation to make a market or repurchase the Securities prior to redemption. The Issuer may withdraw the public offer at any time. In such case, where you have already paid or delivered subscription monies for the relevant Securities, you 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.

- **You are subject to risks associated with the determination of amount payable under the Securities:**
The Securities bear interest at a rate that is contingent upon the performance of the Underlying Asset and may vary from one Interest Payment Date to the next. You may not receive any interest payments if the Underlying Asset do not perform as anticipated.

The Final Cash Settlement Amount is based on the performance of the Underlying Asset(s) as at the final valuation date only (rather than in respect of multiple periods throughout the term of the Securities). This means you may not benefit from any movement in level of the Underlying Asset(s) during the term of the Securities that is not maintained in the final performance as at the final valuation date.

The calculation of amount payable depends on the level, value or price of the Underlying Asset(s) reaching or crossing a 'barrier' during a specified period or specified dates during the term of the Securities. This means you may receive less (or, in certain cases, more) if the level, value or price of the Underlying Asset(s) crosses or reaches (as applicable) a barrier, than if it comes close to the barrier but does not reach or cross it (as applicable), and in certain cases you might receive no interest or coupon payments and/or could lose some or all of your investment.

As the Final Cash Settlement Amount is subject to a cap, the value of or return on your Securities may be significantly less than if you had purchased the Underlying Asset(s) directly.

The amount payable property deliverable on your Securities will be calculated based on an initial price and final price which is the arithmetic average of the applicable levels, prices or other applicable values of the Underlying Asset(s) on the specified averaging dates, rather than on one initial valuation date or final valuation date. This means that if the applicable level, price or value of the Underlying Asset(s) dramatically changes on one or more of the averaging dates, the amount payable property deliverable on your Securities may be significantly less than it would have been if the amount payable had been calculated by reference to a single value taken on an initial valuation date or final valuation date

- **Your Securities are subject to adjustments and early redemption:** Pursuant to the terms and conditions of the Securities, following the occurrence of certain disruption events or extraordinary events concerning the Issuer, its hedging arrangements, the Underlying Asset(s), taxation or the relevant currency of the Securities, the Determination Agent or the Issuer may take a number of remedial actions, including estimating the level of the Underlying Asset, substituting the Underlying Asset, and making adjustments to the terms and conditions of the Securities. Any of such remedial action may change the economic characteristics of the Securities and have a material adverse effect on the value of and return on the Securities. If no remedial action can be taken, or it is determined that the performance of any of the Issuer's obligations under the Securities is unlawful, the Issuer may early redeem the Securities by payment of an Early Cash Settlement Amount. If early redemption occurs, you may lose some or all of your investment because the Early Cash Settlement Amount may be lower than the price at which you purchase the Securities, or

may even be zero. You will also lose the opportunity to participate in any subsequent positive performance of the Underlying Asset(s) and be unable to realise any potential gains in the value of the Securities. You may not be able to reinvest the proceeds from an investment at a comparable return and/or with a comparable interest or coupon rate for a similar level of risk.

- **Risks relating to Underlying Asset that are equity indices:** Equity indices are composed of a synthetic portfolio of shares and provide investment diversification opportunities, but will be subject to the risk of fluctuations in both equity prices and the value and volatility of the relevant equity index. The Securities are linked to [a Barclays Index comprised of one or more] equity indices, and as such may not participate in dividends or any other distributions paid on the shares which make up such indices. Accordingly, you may receive a lower return on the Securities than you would have received if you had invested directly in those shares. The index sponsor can add, delete or substitute the components of an equity index at its discretion, and may also alter the methodology used to calculate the level of such index. These events may have a detrimental impact on the level of that index, which in turn could have a negative impact on the value of and return on the Securities
- **The Underlying Asset(s) are 'benchmarks' for the purposes of the EU Benchmarks Regulation (Regulation (EU) 2016/1011, as amended):** Pursuant to the EU Benchmarks Regulation, an Underlying Asset may not be used in certain ways by an EU supervised entity after 31 December 2021 if its administrator does not obtain authorisation or registration (or, if a non-EU entity, does not satisfy the "equivalence" conditions and is not "recognised" pending an equivalence decision or is not "endorsed" by an EU supervised entity). If this happens, a disruption event will occur and the Securities may be early redeemed. Further, the methodology or other terms of an Underlying Asset could be changed in order to comply with the requirements of the EU Benchmarks Regulation, and such changes could reduce or increase the level or affect the volatility of the published level of such Underlying Asset, which may in turn lead to adjustments to the terms of the Securities or early redemption.
- **Taxation risks:** The levels and basis of taxation on the Securities and any reliefs for such taxation will depend on your individual circumstances and could change at any time over the life of the Securities. This could have adverse consequences for you and you should therefore consult your own tax advisers as to the tax consequences to you of transactions involving the Securities.
- **Potential conflicts of interest:** Conflicts of interest may exist where Barclays Bank PLC or its affiliate: (i) acts in multiple capacities with respect to the Securities (e.g. acting as issuer, manager and determination agent) [and the Barclays Index (e.g. acting as index sponsor, index administrator, licensing agent, and/or publisher)]; (ii) enters into hedging transactions to cover the Issuer's exposure to the relevant cash amounts to be paid or assets to be delivered under the Securities as these fall due; and (iii) uses price contributions from its trading desks as a pricing source for an Underlying Asset. In light of such conflicts, the actions taken or determinations made by Barclays Bank PLC in relation to the Securities may not always be in the best interest of the holders. In addition to hedging transactions, Barclays Bank PLC may trade on the Underlying Asset(s) in the ordinary course of its business. Such trading could affect the market price of the Underlying Asset(s), which may in turn materially adversely affect the value and return on your Securities.

KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

Under which conditions and timetable can I invest in these Securities?

Terms and conditions of the offer

Not Applicable: the Securities have not been offered to the public.

Estimated total expenses of the issue and/or offer including expenses charged to investor by issuer/offeror

The Issuer will not charge any expenses to holders in connection with any issue of Securities.

Who is the offeror and/or the person asking for admission to trading?

See the item entitled "The Manager" above.

Why is the Prospectus being produced?

Use and estimated net amount of proceeds

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.

Underwriting agreement on a firm commitment basis

The offer of the Securities is not subject to an underwriting agreement on a firm commitment basis.

Description of any interest material to the issue/offer, including conflicting interests

The Manager may be paid fees in relation to the offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, or their affiliates (who may have interests in transactions in derivatives related to the Underlying Asset which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and holders.