

Company Number 1026167

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

OF
BARCLAYS BANK PLC
("the Company")

Passed 24 April 2014

TUESDAY



The following ordinary and special resolutions were passed at the Annual General Meeting of the Members of the Company, duly convened and held on 24 April 2014

ORDINARY RESOLUTIONS

3 THAT, in substitution for all existing unexercised authorities, the Directors be hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 the "Act") to exercise all the powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares (within the meaning of section 540 of the Act) and to allot equity securities (within the meaning of section 560 of the Act) up to an aggregate nominal amount of £3,040,001,000, \$115,000,000 and €40,000,000 provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on the date five years from the date on which this resolution is passed (save that the Company may before expiry make an offer or agreement which would or might require shares or rights to subscribe for shares to be allotted after such expiry and the Directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired

SPECIAL RESOLUTIONS

4 THAT, subject to the passing of resolution 3 above, and in substitution for all existing unexercised authorities, the Directors be empowered, pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash, pursuant to the authority granted by resolution 3 and/or where the allotment constitutes an allotment of equity securities by virtue of section 560(3) of the Act, in each case free of the restriction in section 561 of the Act, such power to be limited to the allotment of equity securities pursuant to the authority granted by resolution 3, such allotment for the period expiring on the date five years from the date on which this resolution is passed and up to an aggregate nominal amount of £3,040,001,000, \$115,000,000 and €40,000,000, and that the power conferred on the Directors by this resolution shall also apply to the sale of treasury shares, which is an allotment of equity securities by virtue of section 560(2)(b) of the Act, but with the omission of the words 'pursuant to the authority conferred by resolution 3' from this resolution

5 THAT the directors be authorised to call general meetings (other than an AGM) at not less than 14 days' notice, such authority to expire at the end of the AGM of the Company to be held in 2015 or the close of business on 30 June 2015, whichever is the earlier

A handwritten signature in black ink, appearing to be "J. Smith", is written over the printed name of the Assistant Secretary.

Assistant Secretary,
Barclays Bank PLC