

AMENDED AND RESTATED FINAL TERMS

Amended and Restated Final Terms dated 20 June 2019 amending and restating the Final Terms dated 19 June 2019.

IMPORTANT – PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The Notes 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 European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU, as amended ("MiFID II"); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended or superseded), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014, as amended (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

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

Final Terms dated 20 June 2019

BARCLAYS PLC

Legal entity identifier (LEI): 213800 LBQA 1Y9L22JB70

Issue of AUD 140,000,000 4.30 per cent. Notes due June 2034

under the **£60,000,000,000 Debt Issuance Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes (the "**Conditions**") set forth in the base prospectus dated 5 March 2019 and the supplemental base prospectus dated 26 April 2019 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of Directive 2003/71/EC, as amended or superseded, and as implemented by any relevant implementing measure in the relevant Member State (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus.

Full information on the Issuer and the offer of the Notes described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base

Prospectus and these Final Terms have been published on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

1. (i) Issuer: Barclays PLC
2. (i) Series Number: 247
(ii) Tranche Number: 1
(iii) Date on which the Notes become fungible: Not Applicable
3. Specified Currency or Currencies: Australian Dollar ("AUD")
4. Aggregate Nominal Amount:
(i) Series: AUD 140,000,000
(ii) Tranche: AUD 140,000,000
5. Issue Price: 100 per cent. of the Aggregate Nominal Amount
6. (i) Specified Denominations: AUD 250,000
(ii) Calculation Amount: AUD 250,000
7. (i) Issue Date: 21 June 2019
(ii) Interest Commencement Date: Issue Date
8. Maturity Date: 21 June 2034
9. Interest Basis: 4.30 per cent. Fixed Rate
(see paragraph 16 below)
10. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11. Change of Interest or Redemption/Payment Basis: Not Applicable
12. Put/Call Options: Issuer Call
13. (i) Status of the Notes: Senior Notes
(ii) Date of approval for issuance of Notes obtained: 4 March 2019

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| 14. | Senior Notes Waiver of Set-off: | Applicable |
| 15. | Condition 15(b) (<i>Restrictive Events of Default</i>): | Applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 16. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate of Interest: | 4.30 per cent. Per annum payable semi-annually in arrear on each Interest Payment Date |
| | (ii) Interest Payment Dates: | 21 June and 21 December in each year, commencing on 21 December 2019 |
| | (iii) Fixed Coupon Amounts: | AUD 5,375 per Calculation Amount payable on each Interest Payment Date |
| | (iv) Broken Amount(s): | Not Applicable |
| | (v) Day Count Fraction: | Actual/Actual (ICMA) |
| | (vi) Party responsible for calculating the amount payable: | Not Applicable |
| 17. | Reset Note Provisions | Not Applicable |
| 18. | Floating Rate Note Provisions | Not Applicable |
| 19. | Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 20. | Call Option | Applicable |
| | (i) Early Redemption Amount (Tax): | AUD 250,000 |
| | (ii) Optional Redemption Amount (Loss Absorption Disqualification Event) (for Senior Notes only): | AUD 250,000 |
| 21. | Put Option | Not Applicable |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 22. | Form of Notes: | Registered Notes: |
| | | Unrestricted Global Certificate registered in the name of a nominee for |

a common depository for Euroclear and
Clearstream, Luxembourg

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| 23. | New Global Note: | No |
| 24. | Additional Financial Centre(s) or
other special provisions relating to
payment dates: | Sydney |
| 25. | Talons for future Coupons to be
attached to Definitive Notes: | No |
| 26. | Spot Rate: | Not Applicable |
| 27. | Relevant Benchmarks: | Not Applicable |

SIGNED on behalf of **BARCLAYS PLC**:



By:

Duly authorised

PART B – OTHER INFORMATION

1. LISTING

- (i) Listing and admission to trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: £3,375

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:

S&P Global Ratings Europe Limited
("Standard & Poor's"): BBB

Moody's Investors Service Ltd.
("Moody's"): Baa3

Fitch Ratings Limited ("Fitch"): A

Each of Moody's, Standard & Poor's and Fitch is established in the European Economic Area (the "EEA") and is registered under Regulation (EC) No. 1060/2009 (as amended) (the "CRA Regulation"). As such, each of Moody's, Standard & Poor's and Fitch is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

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

Save as discussed in "*Subscription and Sale*", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest that is material to the offer.

The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. **USE OF PROCEEDS**

The net proceeds of the issue will be used for general corporate purposes of the Issuer and its subsidiaries and/or the Group and may be used to strengthen further the capital base of the Issuer and its subsidiaries and/or the Group.

5. ***Fixed Rate Notes only* – YIELD**

Indication of yield: 4.30 per cent. per annum

The indicative yield is calculated at the Issue Date on the basis of an assumed Issue Price of 100%. It is not an indication of an individual investor's actual or future yield.

6. **OPERATIONAL INFORMATION**

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| (i) | CUSIP Number | Not Applicable |
| (ii) | ISIN: | XS2014463926 |
| (iii) | Common Code: | 201446392 |
| (iv) | FISN: | BARCLAYS PLC/4.3EMTN 20340621, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN code |
| (v) | CFI Code: | DTFXFR, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN code |
| (vi) | CINS Code: | Not Applicable |
| (vii) | CMU Instrument Number: | Not Applicable |
| (ix) | Any clearing system(s) other than Euroclear, Clearstream Luxembourg, DTC or the CMU Service and the relevant identification number(s): | Not Applicable |
| (x) | Delivery: | Delivery against payment |

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| (xi) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (xii) | Green Notes: | No |
| (xiii) | Intended to be held in a manner which would allow Eurosystem eligibility: | No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met. |

7. DISTRIBUTION

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| (i) | U.S. Selling Restrictions: | Reg. S Compliance Category 2. TEFRA not applicable |
| (ii) | Method of distribution: | Syndicated |
| (iii) | If syndicated | Applicable |
| (a) | Names of Managers: | <p><i>Sole Bookrunner:</i></p> <p>Barclays Bank PLC</p> <p><i>Co-Lead Managers:</i></p> <p>Australia and New Zealand Banking Group Limited</p> <p>Commonwealth Bank of Australia</p> <p>National Australia Bank Limited</p> <p>Nomura International plc</p> <p>Westpac Banking Corporation (ABN 33 007 457 141)</p> |

The Co-Lead Managers will act as co-lead managers without any allocation or underwriting commitment.

- (b) Stabilisation Manager(s) Not Applicable
 (if any):
- (iv) If non-syndicated, name and Not Applicable
 address of Dealer: