

BARCLAYS PLC
Form FWP
January 04, 2017

Free Writing Prospectus

Filed Pursuant to Rule 433

Reg-Statement No. 333-195645

USD 1.50bn 4.950% Fixed Rate Senior Notes due 2047

Pricing Term Sheet

Issuer:	Barclays PLC
Notes:	USD 1.50bn 4.950% Fixed Rate Senior Notes due 2047
Expected Issue Ratings¹:	Baa2 (Moody's) / BBB (S&P) / A (Fitch)
Status:	Senior Debt / Unsecured
Legal Format:	SEC registered
Principal Amount:	USD 1,500,000,000
Trade Date:	January 3, 2017
Settlement Date:	January 10, 2017 (T+5)
Maturity Date:	January 10, 2047
Coupon:	4.950%
Interest Payment Dates:	Semi-annually in arrear on January 10 and July 10 in each year, commencing on July 10, 2017 and ending on the Maturity Date
Coupon Calculation:	30/360, following, unadjusted
Business Days:	New York, London
Preliminary Prospectus Supplement	Preliminary Prospectus Supplement dated January 3, 2017 (the Preliminary Prospectus Supplement). If there is any discrepancy or contradiction between this Pricing Term Sheet and the Preliminary Prospectus Supplement, this Pricing Term Sheet shall prevail.
U.K. Bail-in Power Acknowledgement:	Yes. See section entitled Description of Senior Notes Agreement with Respect to the Exercise of U.K. Bail-in Power in the Preliminary Prospectus Supplement.

¹ Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

Optional Redemption

The Issuer may redeem the Notes at any time outstanding, at its option, in whole or, from time to time, in part, at any time on or after July 10, 2017, at an amount equal to the higher of (i) 100% of the principal amount of the notes to be redeemed and (ii) as determined by the Determination Agent (as defined in the Preliminary Prospectus Supplement), the sum of the present values of the remaining scheduled payments of principal and interest on the notes to be redeemed (not including accrued and unpaid interest, if any, on the principal amount of the notes) discounted to the redemption date on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate (as defined in the Preliminary Prospectus Supplement) plus 30 basis points, together with, in either case of (i) or (ii) above, accrued and unpaid interest, if any, on the principal amount of the notes to be redeemed to (but excluding) the redemption date, as further described and subject to the conditions specified in the Preliminary Prospectus Supplement (the **Make-Whole Redemption**).

The Notes are not redeemable at the option of the Issuer, except pursuant to the **Make-Whole Redemption** and/or the **Tax Redemption** (as described below).

Tax Redemption

If there is a Tax Event (as defined in the Preliminary Prospectus Supplement), the Issuer may, at its option, at any time, redeem the notes, in whole but not in part, at a redemption price equal to 100% of their principal amount, together with any accrued but unpaid interest to (but excluding) the date fixed for redemption, as further described and subject to the conditions specified in the Preliminary Prospectus Supplement.

Benchmark Treasury:

T 2 ¼ 08/15/46

Spread to Benchmark:

190bps

Reoffer Yield:

4.956%

Issue Price:

99.907%

Underwriting Discount:

0.875%

Net Proceeds:

USD 1,485,480,000

Sole Bookrunner:

Barclays Capital Inc.

Co-managers:

ANZ Securities, Inc.; BBVA Securities Inc.; BMO Capital Markets Corp.; BNP Paribas Securities Corp.; Capital One Securities, Inc.; CastleOak Securities, L.P.; CIBC World Markets Corp.; Credit Suisse Securities (USA) LLC; ING Financial Markets LLC; Mischler Financial Group, Inc.; PNC Capital Markets LLC; Samuel A. Ramirez & Company, Inc.; Scotia Capital (USA) Inc.; Skandinaviska Enskilda Banken AB (publ); SMBC Nikko Securities America, Inc.; Standard Chartered Bank; TD Securities (USA) LLC; U.S. Bancorp Investments, Inc.; Wells Fargo Securities, LLC; The Williams Capital Group, L.P.

Risk Factors:

An investment in the notes involves risks. See **Risk Factors** section beginning on page S-11 of the Preliminary Prospectus Supplement.

Denominations:	USD 200,000 and integral multiples of USD 1,000 in excess thereof
ISIN/CUSIP:	US06738EAV74 / 06738E AV7
Settlement:	DTC; Book-entry; Transferable
Documentation:	To be documented under the Issuer's shelf registration statement on Form F-3 (No. 333-195645) and to be issued pursuant to the Senior Debt Indenture dated November 10, 2014 between the Issuer and The Bank of New York Mellon acting through its London Branch, as trustee (the "Trustee")
Listing:	We will apply to list the notes on the New York Stock Exchange
Governing Law:	New York law
Definitions:	Unless otherwise defined herein, all capitalized terms have the meaning set forth in the Preliminary Prospectus Supplement

The Issuer has filed a registration statement (including a prospectus dated May 2, 2014 (the Prospectus) and the Preliminary Prospectus Supplement) with the U.S. Securities and Exchange Commission (SEC) for this offering. Before you invest, you should read the Prospectus and the Preliminary Prospectus Supplement for this offering in that registration statement, and other documents the Issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by searching the SEC online database (EDGAR®) at *www.sec.gov*. Alternatively, you may obtain a copy of the Prospectus and the Preliminary Prospectus Supplement from Barclays Capital Inc. by calling 1-888-603-5847.