

Together, we go further.



Global Sharepurchase

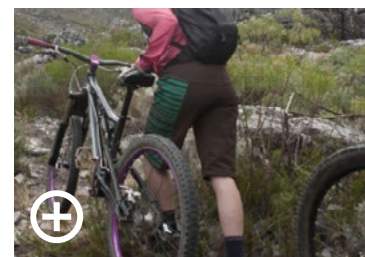
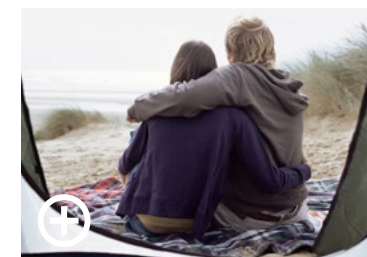
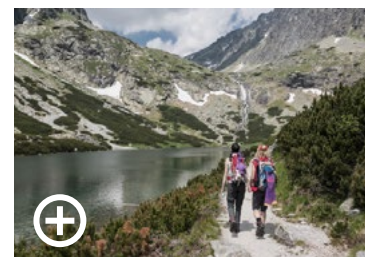
Welcome

Dear Colleague,

Barclays is committed to enabling you to become a Barclays Shareholder. The Global Sharepurchase Plan is a flexible and easy way to acquire Barclays shares. We have compiled this booklet to provide you with the key information you need to understand how Global Sharepurchase works.

Yours faithfully

Barclays



This booklet is intended as a summary. If there is any conflict between this booklet and the rules, terms and conditions or any applicable local legislation, then the rules, terms and conditions or applicable local legislation shall take precedence. Barclays operates Global Sharepurchase at its discretion and is under no obligation to operate the plan in any given year.



Invest in Barclays shares and we'll match your contributions up to the local currency equivalent of £600 per year.

Buy shares and we'll match

Global Sharepurchase is a share plan for colleagues. It is a flexible and easy way to buy Barclays shares, and what's more, we'll match your contributions up to the local currency equivalent of £600 per year.

The amounts will be deducted from your salary with a minimum local currency equivalent of £10, up to a maximum local currency equivalent of £1,500 per year (or 10% of your Global Sharepurchase salary*, if lower) and the shares will be held on your behalf for three years.

Global Sharepurchase is open to all eligible colleagues** and you can join at any time.

Although Global Sharepurchase is a convenient way of investing in Barclays, it might not be for everyone. You will be buying Barclays shares and, like all shares, their value can go down as well as up.

You should consider seeking independent financial and/or tax advice before making your decision.

This brochure uses UK sterling amounts. Equivalent local currency minimum and maximum contribution limits will be calculated each year at prevailing exchange rates normally before the start of the plan year in January. The current limits can be found by **clicking here** or going to **computershare.com/globalsharepurchase** under 'Help', 'Plan Documentation'. All contributions to Global Sharepurchase will be in your local currency.

- * Global Sharepurchase salary may include basic salary, additional fixed pay, cash incentive award and other monthly earnings; the precise definition will vary depending on business area and country.
- ** You must have been employed by the Barclays Group for one month prior to joining Global Sharepurchase and be employed by a participating company, in a participating country. Your receipt of an invitation to participate is indicative of your eligibility.

Why join Global Sharepurchase?

It's flexible

You can invest the same amount every month or make lump sum investments. You can join at any time. What's more, you can change, stop and restart your contributions at any time but if you are subject to the Group Share Dealing Code, or are subject to the Heightened Controls per the Conduct Risk Manual (Appendix E) or the Global Investments Policy you cannot do this during a close period.

All Barclays employees are prohibited from placing any of the above requests for 2 business days prior to quarterly and annual results being announced.

You can invest up to the local currency equivalent of £1,500 (or 10% of Global Sharepurchase salary, if lower) in a calendar year ("the plan year"). The shares you buy are called partnership shares.

You	+Barclays	+Dividends
<ul style="list-style-type: none"> You can make monthly or lump sum investments. Contributions are made from your salary, or any cash incentive award you may receive. Partnership shares are available immediately.* 	<ul style="list-style-type: none"> Monthly, or lump sum. Investments within each plan year will be matched by Barclays up to the local currency equivalent of £600. Matching shares are available at the third anniversary from the date of award. 	<ul style="list-style-type: none"> Whenever a dividend is paid by Barclays it will be used to buy more shares. Dividend shares associated with your partnership shares are available immediately. You will only start to receive dividend shares on your matching shares once they have been held for at least three years.
Partnership shares	Matching shares	Dividend shares

* The implications of withdrawing your partnership shares before the third anniversary are explained in the 'What happens next?' section

Why join Global Sharepurchase?...cont'd



Information

You can find more information on being a Barclays shareholder, including the latest share price, on [barclays.com](https://www.barclays.com).

We will match your contributions

For the local currency equivalent of the first £600 that you invest within each plan year, we will match the shares that you buy. These are called matching shares.

There are conditions attached to matching shares and in some circumstances you may lose them (see the 'Leaving Barclays' section).

And you could get dividend shares

After you've bought your shares, any dividend paid by Barclays will be used to buy more shares, so you can build up your investment even more. These are called dividend shares.

Remember you can:

- Stop or restart your monthly investment.
- Change the amount of your monthly investment.
- Make a lump sum investment.
- Withdraw your partnership shares from Global Sharepurchase at any time, although you may lose your associated matching shares.

If you are subject to the Group Share Dealing Code, or are subject to the Heightened Controls per the Conduct Risk Manual (Appendix E) or the Global Investments Policy you cannot join Global Sharepurchase or change your contribution amount during a close period. All Barclays employees are prohibited from placing any of the above requests for 2 business days prior to quarterly and annual results being announced.



Sell

You can sell any of your partnership shares at any time via the Global Sharepurchase Website in Real Time*. However, if you do so within three years of the respective purchase, you will normally forfeit the associated matching shares. If you are subject to the Group Share Dealing Code, or are subject to the Heightened Controls per the Conduct Risk Manual (Appendix E) or the Global Investments Policy you cannot sell shares during a close period and during an open trading window must seek the relevant approval. All Barclays employees are prohibited from placing a sale request for 2 business days prior to quarterly and annual results being announced.

*Subject to the trading exchange opening times

An example

The table below shows how Global Sharepurchase with matching shares works. The number of Barclays shares that are bought for you by Computershare, the plan administrator, will depend upon the amount of your investment, prevailing currency exchange rates, and the market value of Barclays shares. The full amount of your contribution will be invested.

The example in this table shows a participant choosing to invest £50 on a regular monthly basis and also shows the option of making a lump sum investment of £500 at any time during the year.

This table uses UK sterling amounts. All contributions to Global Sharepurchase will be in your local currency, and exchanged into UK sterling (at the prevailing rate) to buy the shares.

	INVESTMENT		SHARE PRICE AT TIME OF PURCHASE**	NO OF SHARES
MONTH 1	You invest £50		£50 at £2 per share	25
	Barclays invests £50		£50 at £2 per share	25
MONTH 2	You invest £50		£50 at £2.50 per share	20
	Barclays invests £50		£50 at £2.50 per share	20
MONTH 3	You invest £500		£500 at £2.22 per share	225
	Barclays invests £500		£500 at £2.22 per share	225
MONTH 4	You invest £50		£50 at £2 per share	25
	£600 matching limit reached		n/a	0
TOTAL	£650	£600	£1,250	565

■ Partnership shares (your investment)

■ Matching shares (Barclays investment for you)

** For illustrative purposes only. Fractional shares will be allocated where possible.

Step-by-step guide

Step 1

Can I join?

You can join Global Sharepurchase if you have been employed within the Barclays Group, by a participating company, in a participating country, for at least one month. Receipt of an invitation to participate is indicative of your eligibility.

Step 2

What do I need to think about?

Read through this booklet and other materials provided to you so that you understand how Global Sharepurchase works.

Decide when and how much you want to invest. Remember the Global Sharepurchase limits.

Decide whether to get independent financial and/or tax advice before making your decision.

If you require more help, please contact the Global Sharepurchase helpline. The phone numbers can be found on the last page of this booklet or under the 'Contact Us' section of the Global Sharepurchase website. Visit computershare.com/globalsharepurchase.

Step 3

How do I join?

You can join at any time, but to start investing at the earliest opportunity you need to apply before the last calendar day of the month. Your deduction will be taken from your next salary payment with the first purchase being made the following month.

For example, if you enrol between the 1st and the 31st of March your first deduction will be in April and your first purchase will be 7th of May. The website allows you to contribute a monthly amount and/or a lump sum amount.

Join online at computershare.com/globalsharepurchase and follow the web enrolment guide which can be found under 'Help', 'Plan Documentation'.

Step 4

What happens next?

Contributions will be automatically taken from your salary.

Thailand - [Click here](#)

Hong Kong - [Click here](#)

Staying informed

Your payslip will show the amount that has been deducted for Global Sharepurchase, please contact the Global Sharepurchase helpline if your contribution isn't shown. The Global Sharepurchase share price is available by accessing computershare.com/globalsharepurchase, where you can also see your contributions and run a statement to view your shareholding and transactions at any time.

What happens next?

Partnership shares

The money that you contribute is used to buy Barclays shares which we will call partnership shares. These shares are bought by Computershare, the plan administrator, who then holds them on your behalf in a nominee account.

The purchase dates are set in advance and are usually the 7th calendar day of each month (or next UK business day). The number of partnership shares that are bought for you will depend on the amount you choose to invest, the value of Barclays shares and the prevailing exchange rate used to convert your contribution into Sterling.

You can track the number of shares you have purchased at computershare.com/globalsharepurchase.

You can take your partnership shares out at any time but if they have been in Global Sharepurchase less than three years since the date they were purchased, you will normally lose any matching shares associated with those partnership shares.

Matching shares

Barclays will award you a matching share for every partnership share purchased up to a value of the local currency equivalent of £600 per year.

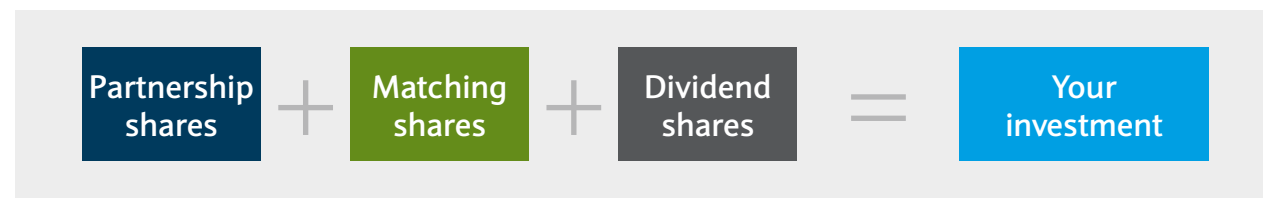
However, in order to keep these matching shares, you must normally meet two conditions on the third anniversary of award:

- You must still be employed by the Barclays Group; and
- You must still be holding all of your respective partnership shares within Global Sharepurchase.

Dividend shares

Whenever Barclays pays a dividend to ordinary shareholders, the cash received on your Global Sharepurchase shares will be used to buy more 'dividend shares' on your behalf.

- Partnership shares are eligible to receive dividends immediately.
- Matching shares are only eligible to receive dividends after they have been held for three years.
- Dividend shares are eligible to receive dividends immediately.



Tax information

Below we outline the tax implications of joining Global Sharepurchase so that you understand what is expected of you as a Barclays employee and a member of the plan. All references to tax mean any tax or social security that is applicable in your jurisdiction.

You contributions to Global Sharepurchase – Partnership Shares

Contributions are deducted from your net pay, i.e. salary after the deduction of tax.

This means that there is no further tax payable on the investment you make.

There is no vest period for Partnership Shares. They are yours to do with as you wish at any time, however if you remove them within three years of the purchase date, you may lose any associated Matching Shares.

Barclays contributions to Global Sharepurchase – Matching Shares

Any Matching Shares that are awarded to you may be subject to tax at the date of Vest, which is three years after the date of award.

If at the time of Vest you are residing in a jurisdiction which is participating in the plan, Computershare will report 100% of the value of the vest to your local payroll. Your local payroll will then deduct the appropriate tax from your salary in the month following vest (if withholding is required), or report the benefit to the local authorities as required (if withholding is not required).

If you have worked in more than one jurisdiction during the three year period leading to a Vest, or your current payroll is not a participating payroll then it is your responsibility to pay over and/or report appropriate tax liabilities in those jurisdictions.

The date of vest for an eligible leaver is your leave date.

Please be aware that tax may be payable on any increase in the value of your Partnership, Matching and Dividend shares when you sell them.

For more information please read the 'General Tax Guide' by [clicking here](#), or go to computershare.com/globalsharepurchase, 'Help', 'Plan Documentation'.

If you have further queries you should consider seeking independent tax advice.



If you leave Barclays, your shares must be withdrawn from Global Sharepurchase. Depending on your reason for leaving and the length of time you have held your shares, you may forfeit some of your matching shares. Once Computershare has been notified that you have left Barclays, they will send you a letter or email with details of your shares and the choices available to you for removing them from the plan – these include selling or transferring your shares. If you have not registered a home address or personal email address this information will be available at computershare.com/globalsharepurchase

Please note the choices available to you as a leaver will be dependent on your jurisdiction.

Leaving Barclays

Reasons for leaving	Leaving BEFORE third anniversary of purchase/award	Leaving AFTER third anniversary of purchase/award
<ul style="list-style-type: none"> • Injury • Disability • Redundancy • Death • Sale of your part of Barclays out of the Group • Retirement at normal retirement age 	You keep all your shares including partnership shares, matching shares and dividend shares.	You keep all your shares including partnership shares, matching shares and dividend shares.
<ul style="list-style-type: none"> • Resignation • Dismissal, gross misconduct • Any other reason 	You keep your partnership shares and any dividend shares. However, you will lose your matching shares.	You keep all your partnership and dividend shares and any matching shares that were awarded more than 3 years ago.

As a leaver if we do not receive your instruction via the website within 30 days from the date of your leaver letter outlining your choices, we will transfer your Shares to the Computershare Vested Share Account (“VSA”).

You can view your holding in the VSA, via your online account using the same log-in details.

You can subsequently sell or transfer your Shares from the VSA at any time.

Please note that only whole shares can be transferred to the VSA, therefore, any fractional shares held will be removed and sold with the proceeds being donated to Barclays chosen charity.

Questions & answers

When does the Global Sharepurchase plan year run?

The Global Sharepurchase plan year runs from January to December. However the enrolment window, for contributions to be made within that plan year, is open from early December (prior to the start of the plan year) through to late November.

Why is there a delay in being able to change my contribution amount after I have initially enrolled on the website?

Due to internal processes there may be a delay of up to a week if you wish to change your contribution amount online after you have initially enrolled. After this initial delay you will be able to amend your contribution amount via the 'change' link, located under the 'Contributions' tab.

Who owns the shares?

You own the partnership shares as soon as they are purchased for you and are entitled to dividends and other shareholder rights. The shares are held on your behalf by Computershare.

Your matching shares are awarded in the form of a future entitlement to receive shares. You will not normally own these shares until the third anniversary of award, provided you are still employed by the Barclays Group and have not sold any of your respective partnership shares.

Is there a discount on the cost of the shares?

The price of the shares is not discounted. However, Barclays gives you the right to receive one free share for each share you buy up to the local currency equivalent of £600 per year.

You will not receive any matching shares on partnership shares purchased in excess of the local currency equivalent of £600 per year. Also, there are no dealing, commission or stamp duty costs for you to pay on the purchase of your shares.

How do I sell my shares/transfer them out of Global Sharepurchase?

You can do this at any time online, please read the Global Sharepurchase web guide held under 'Help', 'Plan Documentation'. Alternatively, you can contact Computershare, the plan administrator, at globalsharepurchase@computershare.com or telephone the Global Sharepurchase helpline (see last page of this booklet) to request a paper 'Form of Direction' to complete and return by post.

Remember, you may forfeit your matching shares if you take your partnership shares out early and there may also be tax to pay on any remaining matching shares. If you are subject to the Group Share Dealing Code, or are subject to the Heightened Controls per the Conduct Risk Manual (Appendix E) or the Global Investments Policy you cannot sell shares during a close period and during an open trading window must seek the relevant approval. All Barclays employees are prohibited from placing a sale

request for 2 business days prior to quarterly and annual results being announced.

What rights do I have as a shareholder?

You are entitled to any dividends paid by Barclays on your partnership shares.

These will be allocated to you in the form of dividend shares. You are also entitled to voting rights on your partnership and dividend shares.

How soon after my request will the sale occur?

Sale requests submitted online will be completed in real time during opening hours of the London Stock Exchange (8:00am to 4:30pm GMT). Online requests submitted outside of these times will be processed when the market re-opens. Paper requests will be completed on the date of receipt if received before 11 am UK time, otherwise on the next UK working day.

What are the costs if I decide to sell/transfer my shares out of Global Sharepurchase?

- You can sell your shares for 0.30% with a minimum fee of £25.00.
- The cost of wiring funds to a non-UK bank account is £20.00.
- You can transfer shares electronically to a broker for £27.50.
- You can transfer shares in to your name and receive a paper certificate for £10.00.

Questions & answers...cont'd



How long will it take to receive my sale proceeds?

Proceeds will be sent to your nominated bank account three working days after the sale. The length of time it will take for you to receive these proceeds may vary depending on your location.

What happens if I leave Barclays?

Your reason for leaving and your local jurisdiction will determine how the shares in the plan are treated. In all circumstances, Computershare will contact you with full details of how you can either sell your shares or have the shares transferred in to your name.

Note: You will need to update your registered home address and personal email address on the website so Computershare can contact you following your leaving.

How will my partnership and matching shares be taxed?

A general tax guide can be found by [clicking here](#) or at computershare.com/globalsharepurchase under 'Help', 'Plan Documentation'.

However, you should consider seeking independent tax advice.

What happens to my shares if I transfer employment to another company within the Barclays Group or move to another country?

If the company that you transfer to is a participating

company located in a participating country, then you can continue to invest in the plan. The overall maximum contribution of £1,500 will remain unchanged but will be reflected in the local currency of the country you move to.

If you make a regular monthly contribution under the plan, this will also be converted into the local currency of the country you move to and your regular monthly contribution will continue.

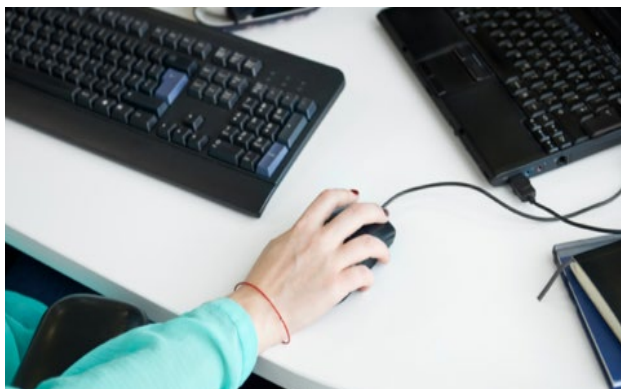
If you transfer to a non-participating company or a non-participating country, you can continue to hold your shares within Global Sharepurchase but your contributions must cease¹.

How do I find out what approvals are required from Barclays Compliance?

Group Share Dealing Code, or are subject to the Heightened Controls per the Conduct Risk Manual (Appendix E) or the Global Investments Policy you cannot join Global Sharepurchase or change your contribution amount during a close period.

Additionally, if you are subject to any of the above policies you cannot sell shares during a close period and during an open trading window must seek the relevant approval. All Barclays employees are prohibited from placing any of the above requests for 2 business days prior to quarterly and annual results being announced.

¹ A move to Canada or China will require the removal of all shares held under the plan, you must inform us if you are moving to Canada or China.



Contact us

Barclays Global Sharepurchase helpline

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(Barclays Capital internal global dial 8719 6044)
Japan +81 3 4530 5801
Indonesia, Singapore,
South Korea and Taiwan +65 6308 3335
(Barclays internal global dial 8308 3335)
UK Direct Dial +44 117 378 8132

Universal Toll Free Number* +800 1020 1080

* Use of universal toll free numbers may not be supported by your local telephone service provider or may be chargeable. In the event you are not able to use the universal toll free number, you may dial the local numbers. Charges will depend upon your local telephone service provider.

Email: globalsharepurchase@computershare.com



Barclays Global Sharepurchase team at Computershare, the plan administrator

Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol
BS13 8AE
United Kingdom



Website: computershare.com/globalsharepurchase

The following additional information is being provided in order for the 2010 offer under the Barclays PLC Global Sharepurchase Plan to fall within Article 4.1(e) and Article 4.2(f) of the Prospectus Directive (2003/71/EC), which is the employee share plan exemption from producing a prospectus.

Additional information on Barclays PLC (the issuer), including the current share price, can be found on the Company's website: barclays.com.

The reasons for the offer under Global Sharepurchase are set out in this booklet.

The maximum number of ordinary shares in the capital of Barclays PLC that can be purchased and awarded under Global Sharepurchase as at 16 September 2010 is 12,047,977,201 and the minimum number is nil, if no employees choose to take up the offer under Global Sharepurchase.

The Company can decide whether to use newly issued or existing shares in connection with Global Sharepurchase. Shares issued under this plan shall rank equally in all respects with shares of the same class then in issue. Participants in Global Sharepurchase will only be entitled to dividends on the shares or be entitled to vote in respect of the shares once they have purchased partnership shares and once the matching shares have vested and they become the legal owner of the shares. Precise details of the rights attaching to the shares, which are ordinary shares, are set out in the Barclays PLC Articles of Association.

If you would like a copy of the Articles of Association, please contact globalsharepurchase@computershare.com who will provide you with a copy. Similarly, if you do not have a copy of the rules of Global Sharepurchase and would like one, please contact globalsharepurchase@computershare.com.