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31 May 2017

PROPOSED PLACING OF APPROXIMATELY 187 MILLION ORDINARY SHARES IN BARCLAYS AFRICA GROUP LIMITED ("BAGL")

Further to the announcement today, confirming that Barclays has received the necessary regulatory approvals to further sell down its position in BAGL and enter into agreements with BAGL governing the terms on which separation will occur, Barclays today announces its intention to sell approximately 187 million ordinary shares (the "Placing Shares") in BAGL (the "Placing"), representing approximately 22% of BAGL's issued share capital. This follows the initial placing that Barclays undertook on 5 May 2016 of 103.6 million shares representing 12.2% of the issued share capital of BAGL.

As previously announced, Barclays' intention is to divest its shareholding in BAGL to a level which will permit Barclays to de-consolidate BAGL from a regulatory perspective and, prior to that, from an accounting perspective. This Placing further progresses Barclays' intentions in both these respects. Barclays' target long-term shareholding in BAGL is around 15%.

The Placing Shares are being offered to institutional investors by way of an accelerated bookbuild placing, which is open with immediate effect. The Public Investment Corporation SOC Limited ("PIC") has confirmed its participation as an anchor investor in the Placing for approximately 59 million shares, representing 7% of BAGL's issued share capital. The terms of the PIC commitment reflect PIC's requirement for regulatory approvals in certain African jurisdictions. Delivery of the Placing Shares to be taken up by PIC is expected to occur at a later date following receipt of the necessary regulatory approvals.

Barclays Bank PLC, acting through its investment bank ("Barclays Investment Bank") is acting as lead global coordinator (the "Lead Global Co-ordinator"). Citigroup Global Markets Limited, Deutsche Bank AG, London branch, and UBS Limited are acting as co-global coordinators (the "Co-Global Co-ordinators") and J.P. Morgan Securities plc (which conducts its UK investment banking activities as J.P. Morgan Cazenove) and Morgan Stanley & Co. International plc are acting as joint bookrunners (together with the Lead Global Co-ordinator and the Co-Global Co-ordinators, the "Joint Bookrunners"). BNP Paribas and Société Générale Corporate & Investment Banking are acting as co-bookrunners (the "Co-Bookrunners" and, together with the Joint Bookrunners, the "Banks").

All of the remaining ordinary shares in BAGL held by Barclays PLC or its subsidiaries (excluding the 1.5% which Barclays has agreed to contribute towards the establishment of a black economic empowerment scheme and any shares held by BAGL and its subsidiaries) not sold in the Placing will be subject to a lock-up restriction from today until 90 days after settlement. During this period, the lock-up restriction may be

waived with the consent of the Co-Global Co-ordinators (such consent not to be unreasonably withheld or delayed).

The final number of Placing Shares to be placed and the price per Placing Share will be agreed by Barclays and the Banks at the close of the bookbuild process, and the results of the Placing will be announced as soon as practicable thereafter.

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LEI Code: 213800LBQA1Y9L22JB70