



**In the Matter of
Barclays PLC and Barclays Bank PLC, Respondents.
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
ADMINISTRATIVE PROCEEDING
File No. 3-21181
BARCLAYS FAIR FUND
DISTRIBUTION PLAN NOTICE**

**The United States Securities and Exchange Commission authorized this Notice.
This is not a solicitation from a lawyer.**

Who is Eligible to Participate in the Fair Fund?

If you purchased or otherwise acquired Barclays American Depositary Receipts (“ADRs”) that traded on the New York Stock Exchange under the symbol BCS and/or Barclays ordinary shares that traded on the London Stock Exchange under the symbol BARC between June 26, 2019, and March 27, 2022, both dates inclusive (the “Relevant Period”), you may be entitled to receive payment from the Barclays Fair Fund, created in the captioned proceedings (the “Fair Fund”), subject to other provisions of the Plan of Distribution.¹ The Fair Fund will be allocated to harmed investors in two stages: first to investors who suffered Recognized Losses on Barclays ADRs, and then, from any remaining funds, to investors who suffered Recognized Losses on Barclays ordinary shares, due to Barclays’ violations. In the view of the Commission staff, this methodology constitutes a fair and reasonable allocation of the Fair Fund. Please review this Distribution Plan Notice in full to determine if and how you can make a claim.

The administration of the Fair Fund is governed by a Plan of Distribution (the “Plan”) approved by the United States Securities and Exchange Commission (the “Commission”) on August 1, 2025. The Plan provides for the distribution of a Fair Fund, comprised of civil money penalties paid by Barclays PLC (“Barclays”) and Barclays Bank PLC (“Barclays Bank”) (collectively, the “Respondents”) in the above-captioned matter. A copy of the Plan, which contains a description of eligibility and other conditions of participation, can be found at www.BarclaysFairFund.com. Pursuant to the Plan, you may be entitled to receive a monetary payment from the Fair Fund.

What is this All About?

On September 29, 2022, the Commission issued the Order instituting and simultaneously settling cease-and-desist proceedings against the Respondents. In the Order, the Commission found that Barclays Bank failed to put into place any internal control around the real-time tracking of securities being offered or sold from its shelf registration statement filed with the Commission. As a result of this failure, between June 26, 2019, and March 9, 2022, Barclays Bank offered and sold approximately \$17.7 billion of securities in excess of the amount that it had registered with the Commission, in violation of Sections 5(a) and 5(c) of the Securities Act. In connection with the over-issuances and internal control failure, Barclays and Barclays Bank restated their year-end 2021 audited financial statements filed with the Commission.

¹ Capitalized terms not otherwise defined herein have the meaning ascribed to them in the Plan of Distribution.

The Commission ordered the Respondents to pay a \$200,000,000.00 civil penalty to the Commission. The Commission ordered the funds paid pursuant to the Order be held in an account at the United States Treasury pending a decision whether the Commission, in its discretion, would seek to distribute the funds. On March 30, 2023, the Commission issued an order that created the Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty paid can be distributed to harmed investors.

On November 13, 2023, the Commission appointed KCC Class Action Services, LLC as the Fund Administrator for the Fair Fund, in accordance with the Plan of Distribution approved by the SEC. You can view and download a copy of the Plan on the Fund Administrator's webpage at www.BarclaysFairFund.com or on the SEC's website at www.sec.gov/files/litigation/admin/2025/34-103625-dp.pdf.

Who Should Submit a Claim?

If you purchased or otherwise acquired Barclays American Depositary Receipts ("ADRs") and/or Barclays ordinary shares between June 26, 2019, and March 27, 2022, both dates inclusive (the "Relevant Period"), you may be eligible for a distribution from the Fair Fund.

Excluded from the Fair Fund are: (a) The Respondents; (b) Present or former officers or directors of Respondents or any assigns, creditors, heirs, distributees, spouses, parents, dependent children or controlled entities of any of the foregoing Persons or entities; (c) Any employee or former employee of the Respondents or employee or former employee of any of its affiliates who has been terminated for cause or has otherwise resigned, in connection with the conduct described in the Order; (d) Any Person who, as of the Claims Bar Date, has been the subject of criminal charges related to the conduct described in the Order or any related Commission action; (e) Any firm, trust, corporation, officer, or other entity in which Respondents has or had a controlling interest; (f) The Fund Administrator, its employees, and those Persons assisting the Fund Administrator in its role as the Fund Administrator; or (g) Any purchaser or assignee of another Person's right to obtain a recovery from the Fair Fund for value; provided, however, that this provision shall not be construed to exclude those Persons who obtained such a right by gift, inheritance or devise.

Participation in the Barclays Fair Fund does not require you to release any rights or potential claims you may have against the Respondents, including but not limited to the Respondents' past and present directors, officers, promoters, advisers, agents, affiliates, nominees, assigns, creditors, or controlled entities. However, this limitation does not apply to matters arising from or related to the administration of the Fair Fund.

In order to be considered for eligibility, each Preliminary Claimant must submit a properly completed Claim Form, together with acceptable supporting documentation to the Fund Administrator on or before the Claims Bar Date of November 29, 2025, 11:59 PM, PST.

We encourage you to submit your claim via the online claim filing portal, on the website at www.BarclaysFairFund.com. Paper copies of the Claim Form will be made available upon request.

Determination of Distribution Payments

Distribution Payments shall be determined in accordance with the Plan, including the Plan of Allocation (Exhibit A to the Plan). You can view and download a copy of the Plan on the Fund Administrator's webpage at www.BarclaysFairFund.com.

How to File a Claim

If you believe you may be eligible for a Distribution Payment (see “Who Should Submit a Claim” above) and would like to be considered for a distribution from the Fair Fund, you must follow the instructions and submit a completed Claim Form.

We encourage you to file your Claim Form via the online filing portal on the Fair Fund website www.BarclaysFairFund.com. You may also submit your Claim Form by mail to the address below. The submission of the Claim Form and the receipt and acceptance of a distribution is not intended to be a release of rights and claims against any of the Respondents.

Claims Bar Date: November 29, 2025, 11:59 PM, PST

More Information:

Website: www.BarclaysFairFund.com

Email: Info@BarclaysFairFund.com

Write: *Barclays Fair Fund*
c/o KCC Class Action Services
Fund Administrator
P.O. Box 301175
Los Angeles, CA 90030-1175
U.S.A.

Phone: United States: 1-888-663-7195
United Kingdom: (0) 808-304-8623

Special Notice to Brokers and Nominees

If you purchased or held Barclays American Depositary Receipts (“ADRs”) and Barclays ordinary shares for the beneficial interest of a person or organization other than yourself, within fourteen (14) calendar days of receipt of this Distribution Plan Notice you must:

1. Request additional copies of the Distribution Plan Notice from the Fund Administrator, and, within fourteen (14) calendar days of receipt of such copies, send copies by first-class mail directly to beneficial owners; and/or
2. Provide a list of the names and last known addresses of the beneficial owners (preferably in Excel format) to the Fund Administrator by email to notifications@kccllc.com or by mail to the following address:

Barclays Fair Fund
c/o KCC Class Action Services
Fund Administrator
P.O. Box 301175
Los Angeles, CA 90030-1175
U.S.A.

If you choose to mail the Distribution Plan Notice yourself, an unlimited number of Plan Notices and Claim Forms may be downloaded from the website at www.BarclaysFairFund.com. **The Fund Administrator may provide no more than fifty (50) additional copies of Claims Packets for the purpose of distribution to beneficial owners.** If you choose the second option, KCC will send a copy of the Distribution Plan Notice and Claim Form to the persons and/or entities whose names and addresses you supply. All claims must be submitted by the Claims Bar Date.

In either case, you may obtain reimbursement for reasonable and documented administrative costs actually incurred in connection with forwarding the Distribution Plan Notice that would not have been incurred but for the obligation to forward the Distribution Plan Notice, upon submission of appropriate documentation to the Fund Administrator, see paragraph 45 of the Plan of Distribution.

In Consultation with the Commission staff, out-of-pocket expenses based on the following rates will be considered reasonable:

- A maximum of \$0.03 per Plan Notice and/or Claim Form, plus postage at the pre-sort postage rate per Plan Notice and/or Claim Form actually mailed;
- A maximum of \$0.05 per email of the Plan Notice with a link to online Claim Filing Portal; or
- \$0.20 per name, address, and email address provided to the Fund Administrator, up to a maximum amount of \$1,500.00.

Contact information for the Fund Administrator

You may obtain further information, file a claim, and download a copy of the paper Claim Form at the Fair Fund website at www.BarclaysFairFund.com. If you have any questions, please reach out to the Fund Administrator at:

Website: www.BarclaysFairFund.com

Email: Info@BarclaysFairFund.com

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