

**AMENDED AND RESTATED
NOTICE OF DRAWDOWN UNDER THE INTERCOMPANY LOAN AGREEMENT**

Barclays Bank UK PLC
Issue of Series 2018-1 £1,250,000,000 Floating Rate Covered Bonds due 2023 (the Covered Bonds)
irrevocably and unconditionally guaranteed as to payment of principal and interest by
Barclays Covered Bonds LLP
under the
€35 billion Global Covered Bond Programme

From: Barclays Covered Bonds LLP (LLP)
To: Barclays Bank UK PLC (the **Issuer**)
Copy: Citicorp Trustee Company Limited (the **Security Trustee**)

Date: 9 January 2018,
as amended and restated on
[9 April] 2020

We refer to the agreement between, *inter alios*, ourselves, the Issuer and the Security Trustee (as from time to time amended, varied, novated or supplemented (the **Intercompany Loan Agreement**)) dated 18 December 2007, whereby an Intercompany Loan was made available to us. Terms defined in the Intercompany Loan Agreement shall have the same meaning in this Request.

We hereby give you notice that, pursuant to the Intercompany Loan Agreement and upon the terms and subject to the conditions contained therein, we wish the following Term Advances to be made available to us in accordance with Appendix 1 hereto.

We confirm that following the making of the Term Advance requested, the aggregate of the Sterling Equivalents of the principal amounts outstanding of all Term Advances will not exceed the Sterling Equivalent of the amount of the Total Credit Commitment.

The net proceeds of this drawdown should be credited to our account numbered 88002292 (IBAN: GB15PNBP16567188002292, SWIFT: PNBPG2L).

We hereby confirm that no LLP Event of Default is outstanding that has not been waived or remedied to the satisfaction of the Security Trustee or would result from the making of such Term Advance(s).

Yours faithfully

per pro Intertrust Directors 1 Limited, as Director
for and on behalf of Congadale Limited, Member of
Barclays Covered Bonds LLP

APPENDIX 1

PRINCIPAL AMOUNT AND CURRENCY OF RELATED SERIES	TERM ADVANCES	DRAWDOWN DATE/ EFFECTIVE DATE OF TERM ADVANCES	CURRENCY OF TERM ADVANCES	INTEREST RATE APPLICABLE TO PRINCIPAL AMOUNT	LOAN INTEREST PERIOD APPLICABLE TO TERM ADVANCE
£1,250,000,000	£1,250,000,000	9 January 2018	GBP	SONIA +[●] per cent. per annum Floating Rate payable quarterly in arrear from, and including [9April 2020] [Effective Date to be inserted] to, but excluding the Final Maturity Date and SONIA +[●] per cent, per annum Floating Rate payable monthly in arrear from, and including, the Final Maturity Date to, but excluding, the Extended Due for Payment Date	Each period from, and including, a Specified Interest Payment Date (as specified in the Final Terms for the Covered Bonds) to, but excluding, the next Specified Interest Payment Date up to, but excluding, the Final Maturity Date or, as applicable, the Extended Due for Payment Date