

Edgar Filing: BARCLAYS PLC - Form 6-K

BARCLAYS PLC  
Form 6-K  
February 01, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13A-16 OR 15D-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

February, 2007

Barclays PLC and  
Barclays Bank PLC  
(Names of Registrants)

1 Churchill Place  
London E14 5HP  
England  
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

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This Report is a joint Report on Form 6-K filed by Barclays PLC and Barclays Bank PLC. All of the issued ordinary share capital of Barclays Bank PLC is owned by Barclays PLC.

This Report comprises:

Information given to The London Stock Exchange and furnished pursuant to General Instruction B to the General Instructions to Form 6-K.

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EXHIBIT INDEX

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1. Director/PDMR Shareholding dated 9 January 2007
2. Base Rate Change dated 11 January 2007
3. Partial Repurchase dated 12 January 2007
4. Partial Repurchase dated 17 January 2007
5. Partial Repurchase dated 18 January 2007
6. Total Voting Rights dated 19 January 2007
7. Partial Repurchase dated 22 January 2007
8. Partial Repurchase dated 24 January 2007
9. ERR dated 24 January 2007
10. Notice dated 25 January 2007

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each of the registrants has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BARCLAYS PLC  
(Registrant)

Date: February 1, 2007

By: /s/ Patrick Gonsalves  
-----  
Patrick Gonsalves  
Deputy Secretary

BARCLAYS BANK PLC  
(Registrant)

Date: February 1, 2007

By: /s/ Patrick Gonsalves  
-----  
Patrick Gonsalves  
Joint Secretary

Exhibit 1.

9 January 2007

Director/PDMR shareholding: Disclosure Rules 3.1.4R(1) (a) and 3.1.4R(1) (b)

The trustee of the Barclays Group Sharepurchase Plan ("the Plan"), an HM Revenue and Customs approved all-employee share plan, informed the Company on 8 January 2007 that it had on 8 January 2007 purchased, and now held as bare trustee of the Plan, the following ordinary shares in the capital of Barclays PLC for the following directors/Persons Discharging Managerial Responsibility (PDMRs) at a price of 762.00p per share:

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Director/PDMR	Number of Shares
Mr G A Hoffman	16
Mr J S Varley	16
Mr L C Dickinson	14

The Plan now includes Matching Shares provided by the Company on a 1:1 basis up to the first GBP600 per annum invested by the participant under the Plan. The number of shares purchased on 8 January 2007 for each director/PDMR above includes the Matching Shares.

The revised total shareholding for each director following these transactions is as follows:

Director	Beneficial Holding	Non Beneficial Holding
Mr G A Hoffman	319,202	-
Mr J S Varley	375,069	-

In addition to these transactions, the trustees of all the Barclays Group employees' benefit trusts hold a total of 165,645,889 ordinary shares in Barclays PLC. The executive directors of Barclays PLC are amongst the potential beneficiaries under these trusts and are therefore regarded for Companies Act purposes as being interested in the Barclays PLC ordinary shares held in them.

Exhibit 2.

11 January 2007

### BARCLAYS BANK INCREASING BASE RATE

Barclays Bank is increasing its base rate by 0.25 per cent to 5.25 per cent with effect from today, 11 January 2007.

Exhibit 3.

Barclays Bank PLC

Barclays Bank Series S049 ISIN XS0249213520-

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Maturity date 23 Mar 07 - GBP 5,272,000

Please be advised that the following issue has been repurchased for GBP 28,000 on 04 Jan 2007.

The outstanding balance will therefore be GBP 5,244,000.

Please amend your records accordingly.

Exhibit 4.

Barclays Bank PLC

Barclays Bank Series S065 ISIN XS0254088452 -  
Maturity Date 14 May 07 - GBP 3,459,000

Please be advised that the above issue has been repurchased for GBP 14,000 on 09 Jan 2007. The outstanding balance will therefore be GBP 3,445,000

Please amend your records accordingly.

Exhibit 5

BARCLAYS BANK PLC Barclays Bank Series 7325 ISIN XS0271073206 -  
Maturity Date 30 Oct 08 - USD 14,500,000

Please be advised the following issue has been repurchased for USD 200,000 on 17 Jan 07.

The outstanding balance will therefore be USD 14,300,000

Please amend your records accordingly.

Exhibit 6

19 January 2007

Barclays PLC - Voting Rights and Capital

In conformity with the Transparency Directive's transitional provision 6, Barclays PLC's issued share capital consists of 6,535,642,885 ordinary shares with voting rights and 875,000 staff shares with voting rights as at 15 January 2007. There are no ordinary shares held in Treasury.

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Therefore, the total number of voting rights in Barclays PLC is 6,536,517,885.

The above figure (6,536,517,885) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, Barclays PLC under the FSA's Disclosure and Transparency Rules.

Exhibit 7.

Barclays Bank PLC

Barclays Bank Series S049 ISIN XS0249213520 -  
Maturity Date 23 Mar 07 - GBP 5,244,000

Please be advised the following issue has been repurchased for GBP 49,000 on 12 Jan 07

The outstanding balance will therefore be GBP 5,195,000

Exhibit 8

Barclays Bank PLC Barclays Bank PLC Series 6560 ISIN XS0258069136

Maturity Date 16 Jul 2007 - DKK 100,000,000

Please be advised that the following issue has been repurchased for DKK 500,000 on 19 Jan 07. The outstanding balance will therefore be DKK 99,500,000

Please amend your records accordingly.

Exhibit 9

Barclays Bank PLC

Barclays Bank PLC Series 5814 ISIN XS0246270986  
Maturity Date 18 Sep 2007 - EUR 389,231,000

Please be advised that the following issue has been repurchased for EUR 10,000 on 19 Jan 2007. The outstanding balance will therefore be EUR 389,221,000

Please amend your records accordingly.

Exhibit 10

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THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

Barclays Bank PLC

(Incorporated with limited liability in England and Wales)

(the "Issuer")

Series 2006 -AQ

USD 30,000,000 Principal Protected CDO Coupon Linked Notes due 2021

pursuant to a USD 5,000,000,000 Credit Linked Note Programme

(the "Notes")

### NOTICE

NOTICE IS HEREBY GIVEN that the Issuer has made the following changes to the Prospectus dated 28 March 2006 relating to the Notes. Terms used in this announcement shall have the same meanings as terms used in the Prospectus unless otherwise defined.

Amendments to the Supplement (set out at Schedule 1 to the Prospectus)

1. Paragraph 11(vii) has been amended by:

(a) inserting the following paragraph after sub-paragraph (ii) (Additional Amounts) as a new sub-paragraph (iii) (Reference Tranche Payment Amounts):

#### "Reference Tranche Payment Amounts

(iii) In addition, on the Reference Tranche Payment Date, the Issuer shall pay in respect of each Note an amount equal to the Relevant Proportion of the Reference Tranche Payment Amount in respect of each Note to Noteholders.";

(b) re-numbering sub-paragraph (iii) as sub-paragraph (iv);

(c) deleting the semicolon at the end of the definition of "Base Interest Amount" and substituting "." therefor;

(d) deleting the semicolon at the end of the definition of "Credit Linked Factor" and substituting "." therefor;

(e) inserting the following definitions after the definition of "Loss Amount":

"Reference Tranche Determination Date" means the day falling two Business Days prior to the Reference Tranche Payment Date.

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"Reference Tranche Loss Amount" means an amount equal to the difference between the Principal Amount and the outstanding notional amount of the Reference Tranche Swap Transaction as of Reference Tranche Determination Date.

"Reference Tranche Payment Amount" means an amount equal to (i) the Principal Amount less (ii) the Reference Tranche Loss Amount less (iii) Swap Costs, as determined by the Calculation Agent in its sole discretion as of the Reference Tranche Determination Date.

"Reference Tranche Payment Date" means (A) where the Issuer exercises its right to redeem the Notes pursuant to paragraph 35 (Optional Redemption), the Scheduled Maturity Date; and (B) in all other cases, 20 December 2016; provided that, in all cases, the Reference Tranche Payment Date may be postponed to a date necessary to settle all potential and outstanding Credit Events under the Reference Tranche Swap Transaction, as determined by the Calculation Agent.

"Reference Tranche Swap Transaction" means a hypothetical tranching portfolio credit derivative transaction entered into between the Issuer and a hypothetical counterparty under which the Issuer sells credit protection but receives no credit protection premium payments, with an effective date of 21 September 2006, a scheduled termination date of 20 December 2016, an initial notional amount equal to Principal Amount, an attachment point equal to 0.0% and an exhaustion (detachment) point equal to 3.0%, which references the portfolio of reference entities comprising Series 7 (Version 1) of the Dow Jones CDX.NA.IG index."; and

(f) deleting the word "three" and substituting "two" therefor in the first line of the sub-paragraph after the definition of "Residual Swap Costs";

2. Paragraph 24(ix) has been amended by deleting the number "3" and substituting "2" therefor in the last line of the paragraph after sub-paragraph (b).

3. Paragraph 31 has been amended by deleting the paragraph in its entirety and substituting the following therefor:

"The Notes have been admitted to the official list of the Irish Stock Exchange and to trading on its regulated market. No assurance can be given that such admission will be maintained."

4. Paragraph 33 has been amended by deleting the paragraph in its entirety and substituting the following therefor:

"As of 3 March 2006, Fitch Inc ("Fitch") has assigned a rating of AA+ in respect of timely and full payment of 100% of the Principal Amount of the Notes on the Final Maturity Date where the Notes are not subject to redemption in accordance with paragraph 35 (Optional Redemption). In addition, where the Issuer exercises its right to redeem the Notes in accordance with paragraph 35 (Optional Redemption), as of 3 March 2006, Fitch has assigned a rating of AA+ in respect of timely and full payment of 76.5% of the Principal Amount of the Notes on the

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Scheduled Maturity Date (21 March 2016), or the Deferred Maturity Date where an Extension Notice is effective. These ratings are in respect of principal only and do not address the likelihood of receiving interest.

A credit rating is not a recommendation to buy, sell or hold a security and may be subject to revision or withdrawal at any time by the assigning rating agency. There can be no assurance that Fitch will continue to monitor their rating of the Notes during the life of the Notes or that such rating may not be downgraded or withdrawn."

Amendments to Schedule I (CSO Portfolio Annex) to the Supplement

5. Schedule I has been amended by deleting the CSO Portfolio Annex in its entirety and substituting therefor the amended and restated CSO Portfolio Annex as set out in the Appendix hereto.

Amendments to Schedule IV (Amendments to the 2003 ISDA Credit Derivatives Definitions and the Conditions) to the Supplement

6. Section 1 (Additional Definitions) of Schedule IV has been amended by:

(a) deleting the definition of "CSO Loss Amount" in its entirety and substituting the following therefor:

"CSO Loss Amount" means in respect of a CSO on any day, the lesser of:

(1) the CSO Maximum Loss Amount; and

(2) the excess of:

(i) the sum of:

(a) with respect to all Reference Entities in such CSO as to which an Event Determination Date has occurred on or prior to such day, but the related Cash Settlement Date has not occurred on or prior to such day, the aggregate of the Reference Entity Notional Amounts for such Reference Entities

plus

(b) with respect to all Reference Entities in such CSO the Cash Settlement Date for which has occurred on or prior to such day, the aggregate of the Cash Settlement Amounts for such Reference Entities

plus

(c) with respect to all Reference Entities in such CSO which have been specified in an Extension Notice that is effective on or prior to such day, the aggregate of the Reference Entity Notional Amounts for such Reference Entities

minus

(d) if such day occurs after the Extension Date, with respect to all Reference Entities specified in an Extension Notice but with respect to which an Event Determination Date did not occur on or prior to the Extension Date, the aggregate of the Reference Entity Notional Amounts for such Reference Entities,

over



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(ii) the CSO Subordination Amount

PROVIDED THAT, in the case of CSO 2 only, the CSO Loss Amount of such CSO shall be expressed as a negative number for the purposes of determining the Aggregate CSO Loss Amount and in all cases as the same may be adjusted from time to time in accordance with the Noteholder Adjustment Option."; and

(b) inserting a new definition after the definition of "CSO Loss Amount" as follows:

"CSO Maximum Loss Amount" means, in respect of a CSO, the CSO Reference Portfolio Notional Amount multiplied by the CSO Detachment Point for such CSO."

7. Section 3(C) (Noteholder Adjustment Option) of Schedule IV has been amended by:

(a) deleting the words "sum of the" in the eighth line thereof;

(b) deleting the word "Amounts" and substituting "Amount" therefor in the ninth line thereof; and

(c) deleting the words "and CSO 2" in the ninth line thereof.

8. The following disclaimers have been inserted after Schedule IV:

"Dow Jones(R) and CDXTM are service marks of Dow Jones & Company, Inc. and CDS Indexco LLC (the "Index Sponsor"), respectively, and have been licensed for use by Barclays Bank PLC.

The Index referenced herein is the property of the Index Sponsor. Each party acknowledges and agrees that the transaction hereunder is not sponsored, endorsed or promoted by Dow Jones & Company, Inc. ("Dow Jones"), the Index Sponsor or any members of the Index Sponsor (Dow Jones, the Index Sponsor, together with its members, the "Index Parties"). The Index Parties make no representation whatsoever, whether express or implied, and hereby expressly disclaim all warranties (including, without limitation, those of merchantability or fitness for a particular purpose or use), with respect to the Index or any data included therein or relating thereto, and in particular disclaim any warranty either as to the quality, accuracy and/or completeness of the Index or any data included therein, the results obtained from the use of the Index, the composition of the Index at any particular time on any particular date or otherwise, and/or the creditworthiness of, or likelihood of the occurrence of a Credit Event with respect to, any entity in the Index at any particular time on any particular date or otherwise. The Index Parties shall not be liable (whether in negligence or otherwise) to the parties or any other person for any error in the Index, and the Index Parties are under no obligation to advise the parties or any person of any error therein. The Index Parties make no representation whatsoever, whether express or implied, as to the advisability of entering into the transaction hereunder, the ability of the Index to track relevant markets' performances, or otherwise relating to the Index or any transaction or product with respect thereto, or of assuming any risks in connection therewith. The Index Parties have no obligation to take the needs of any party into consideration in determining, composing or calculating the Index. Neither party to this transaction, nor any Index Party, shall have any liability to any party for any act or failure to act by the Index Parties in

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connection with the determination, adjustment, calculation or maintenance of the Index. Although the Calculation Agent will obtain information concerning the Index from sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made, and no responsibility is accepted by either party, its Affiliates or the Calculation Agent, as to the accuracy, completeness or timeliness of information concerning the Index. Each party (including the Noteholder) acknowledges that the other party (including the Issuer) or one of its Affiliates may be, or may be affiliated with, an Index Party and, as such, may be able to affect or influence the determination, adjustment or maintenance of the Index. For purposes of Sections 9.1(b)(iii) and (iv) of the Credit Derivatives Definitions, references to "each party" therein shall be deemed to include each Index Party."

9. Notwithstanding the date of this notice, the amendments were deemed to take effect from 7 November 2006.

This Notice is given by the Issuer.

Dated: 25th January 2007

Contact Person: Joanna Urbanska  
JP Morgan Bank (Ireland) Plc

Tel No: +353 1 542 6976

### APPENDIX

#### AMENDED AND RESTATED CSO PORTFOLIO ANNEX

Date of last amendment: as of 7 November 2006

	CSO 1* (Asian)	CSO 2* (CDX4)
CSO Attachment Point:	0.00%	0.00%
CSO Detachment Point:	30.00%	100.00%
Individual CSO Notional Amount:	USD 750,000,000	USD 150,000,000
Number of Reference Entities per CSO:	50	125

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No.	Reference Entity	Specified Reference Obligation Description (ISIN / CUSIP)	Senior or Subordinated (Blank means Senior)	Transaction Type	Industry	Country
1	AIFUL CORPORATION	JP310504B356		Japanese Corporate	1 Financial intermediaries	Japan
2	BANGKOK BANK PUBLIC BANK COMPANY	USY0606WBQ25	Subordinated	Asian Corporate	1 Banking	Thailand
3	CATHAY FINANCIAL HOLDING COMPANY LIMITED	XS0148186421		Asian Corporate	1 Banking	Taiwan
4	CHARTERED SEMICONDUCTOR MANUFACTURING LIMITED	US16133RAC07		Singapore Corporate	1 Electronics	Singapore
5	CITIC PACIFIC LIMITED	USG2154WAA02		Asian Corporate	1 Diversified/ Conglomerate Manufacturing	Hong Kong
6	FREEMPORT-MCMORAN COPPER & GOLD INC.	US35671DAG07		Asian Corporate	1 Nonferrous metals / minerals	Indonesia
7	FUBON FINANCIAL HOLDING COMPANY LIMITED	XS0174661354		Asian Corporate	1 Banking	Taiwan
8	GENTING BERHAD	XS0200561180		Asian Corporate	1 Hotels, Motels, Inns and Gaming	Malaysia
9	GLOBE TELECOM, INC.	USY27257AC12		Asian Corporate	1 Telecommunications	Philippines
10	GS CALTEX CORPORATION	USY5275KAP04		Asian Corporate	1 Oil and Gas	S Korea
11	HONGKONG LAND HOLDINGS LIMITED	US43858PAA57		Asian Corporate	1 Buildings and Real Estate	Hong Kong
12	HUTCHISON WHAMPOA LIMITED	USG4672CAB12		Asian Corporate	1 Diversified/ Conglomerate Service	Hong Kong
13	HYSAN DEVELOPMENT COMPANY LIMITED	XS0142270759		Asian Corporate	1 Buildings and Real Estate	Hong Kong
14	HYUNDAI MOTOR COMPANY	USU45439AA15		Asian Corporate	1 Automobile	S Korea
15	ICICI BANK LIMITED	XS0178885876		Asian Corporate	1 Banking	India
16	IOI CORPORATION BERHAD	XS0212370869		Asian Corporate	1 Farming and Agriculture	Malaysia
17	ISLAMIC REPUBLIC OF PAKISTAN	XS0186560602		Asian Sovereign	1 Sovereign	Pakistan
18	JARDINE STRATEGIC HOLDINGS LIMITED	USG50757AA42		Asian Corporate	1 Diversified/ Conglomerate Service	Hong Kong
19	KINGDOM OF THAILAND	US88322KAC53		Asian Sovereign	1 Governmental Agencies/ Sovereigns	Thailand
20	MALAYAN BANKING BERHAD	XS0148980344	Subordinated	Asian Corporate	1 Banking	Malaysia

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21	MARUBENI CORPORATION	JP387760B519		Japan Corporate	1	Conglomerates	Japan
22	NATIONAL POWER CORPORATION	US637193BB85		Asian Corporate	1	Utilities	Philippines
23	NIPPON SHEET GLASS COMPANY, LIMITED	XS0191286284		Japanese Corporate	1	Building & Development	Japan
24	NOBLE GROUP LIMITED	USG6542TAB73		Asian Corporate	1	Surface Transport	Hong Kong
25	NTPC LIMITED	XS0187395933		Asian Corporate	1	Utilities	India
26	OKI ELECTRIC INDUSTRY COMPANY, LIMITED	XS0204124530		Japanese Corporate	1	Electronics/ electrical	Japan
27	PCCW-HKT TELEPHONE LIMITED	USG6955FAA96		Asian Corporate	1	Telecommunications	Hong Kong
28	PHILIPPINE LONG DISTANCE TELEPHONE COMPANY	US71825PAD06		Asian Corporate	1	Telecommunications	Philippines
29	PT BANK NEGARA INDONESIA (PERSERO) TBK	XS0158156553	Subordinated	Emerging Market Corporate	1	Financial intermediaries	Indonesia
30	PT BANK RAKYAT INDONESIA	XS0176862323		Asian Corporate	1	Financial intermediaries	Indonesia
31	PT INDOSAT TBK	USN44507AA44		Asian Corporate	1	Telecommunications	Indonesia
32	PTT PUBLIC COMPANY LIMITED	US69367CAA36		Asian Corporate	1	Oil and Gas	Thailand
33	RELIANCE INDUSTRIES LIMITED	US759470AC16		Asian Corporate	1	Chemicals, Plastics and Rubber	India
34	REPUBLIC OF INDONESIA	USY20721AA74		Asian Sovereign	1	Governmental Agencies/ Sovereigns	Indonesia
35	REPUBLIC OF THE PHILIPPINES	US718286AP29		Asian Sovereign	1	Governmental Agencies/ Sovereigns	Philippines
36	SHINHAN BANK	XS0176216611	Subordinated	Asian Corporate	1	Banking	S Korea
37	SINO-FOREST CORPORATION	USC83912AA02		Asian Corporate	1	Farming and Agriculture	China
38	SK CORPORATION	XS0130288268		Asian Corporate	1	Oil and Gas	S Korea
39	SOCIALIST REPUBLIC OF VIETNAM	XS0085134905		Asian Sovereign	1	Sovereign	Vietnam
40	SOFTBANK CORP.	JP343610B593		Japanese Corporate	1	Business equipment & services	Japan
41	STATE BANK OF INDIA	XS0207576397		Asian Corporate	1	Governmental Agencies/ Sovereigns	India
42	TAKEFUJI CORPORATION	USJ81335AH45		Japanese Corporate	1	Financial intermediaries	Japan
43	TATA MOTORS LIMITED	USY8548TAF85		Asian Corporate	1	Automobile	India
44	TATA POWER COMPANY	XS0212687809		Asian Corporate	1	Utilities	India
45	TENAGA NASIONAL BERHAD	USY85859AJ80		Asian Corporate	1	Utilities	Malaysia
46	THAI OIL PUBLIC COMPANY LIMITED	XS0221448557		Asian Corporate	1	Oil and Gas	Thailand
47	THE AROMATICS (THAILAND) PUBLIC COMPANY LIMITED	XS0225169068		Asian Corporate	1	Chemicals & Plastics	Thailand

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48	THE WHARF (HOLDINGS) LIMITED	US962258AB56	Asian Corporate	1	Buildings and Real Estate	Hong Kong
49	VEDANTA RESOURCES PLC	XS0206424672	Asian Corporate	1	Diversified Natural Resources, Precious Metals & Minerals	India
50	WAN HAI LINES LIMITED	XS0223450445	Asian Corporate	1	Cargo Transport	Taiwan
51	ACE LIMITED	US00440EAC12	North American IG	1	Insurance	Bermuda
52	AETNA INC	US00817YAB48	North American IG	1	Insurance	United States
53	ALBERTSON'S INCORPORATED	US013104AJ31	North American IG	1	Grocery	United States
54	ALCAN INC	US013716AR64	North American IG	1	Mining, Steel, Iron and Non Precious Metals	Canada
55	ALCOA INCORPORATED	013817AD3	North American IG	1	Mining, Steel, Iron and Non Precious Metals	United States
56	ALLTEL CORPORATION	US020039DB64	North American IG	1	Telecommunications	United States
57	ALTRIA GROUP INC	US02209SAA15	North American IG	1	Beverage, Food and Tobacco	United States
58	AMERICAN AXLE & MANUFACTURING INCORPORATED	US02406PAE07	North American IG	1	Automobile	United States
59	AMERICAN ELECTRIC POWER COMPANY INC	025537AD3	North American IG	1	Utilities	United States
60	AMERICAN EXPRESS COMPANY	US025816AQ27	North American IG	1	Banking	United States
61	AMERICAN INTERNATIONAL GROUP INC	026874AP2	North American IG	1	Insurance	United States
62	AMGEN INC	031162AE0	North American IG	1	Healthcare, Education and Childcare	United States
63	ANADARKO PETROLEUM CORPORATION	US032511AT44	North American IG	1	Oil and Gas	United States
64	ARROW ELECTRONICS INC	US042735AL41	North American IG	1	Electronics	United States
65	AUTOZONE INC	US053332AC61	North American IG	1	Retail Stores	United States
66	BAXTER INTERNATIONAL INC	US071813AM10	North American IG	1	Healthcare, Education and Childcare	United States
67	BELLSOUTH CORPORATION	US079860AB83	North American IG	1	Telecommunications	United States
68	BOEING CAPITAL CORPORATION	US097014AG93	North American IG	1	Aerospace and Defense	United States
69	BRISTOL-MYERS SQUIBB COMPANY INCORPORATED	US110122AG36	North American IG	1	Healthcare, Education and Childcare	United States
70	BURLINGTON NORTHERN SANTA FE CORPORATION	US12189TAT16	North American IG	1	Cargo Transport	United States
71	CAMPBELL SOUP COMPANY	134429AS8	North American IG	1	Beverage, Food and Tobacco	United States
72	CAPITAL ONE BANK	US14040EHK10	North American IG	1	Banking	United States
73	CARDINAL HEALTH INC	US14149YAF51	North American IG	1	Healthcare, Education and	United States

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74	CARNIVAL CORPORATION	US143658AH53	North American IG	1	Childcare Leisure, Amusement, Entertainment	United States
75	CATERPILLAR INCORPORATED	US149123BH31	North American IG	1	Machinery (Non-Agriculture, Non-Construction, Non-Electronic)	United States
76	CENDANT CORPORATION	US151313AP87	North American IG	1	Diversified/ Conglomerate Service	United States
77	CENTEX CORPORATION	US152312AG95	North American IG	1	Buildings and Real Estate	United States
78	CENTURYTEL INCORPORATED	US156700AG13	North American IG	1	Telecommunications	United States
79	CIGNA CORPORATION	US125509BG36	North American IG	1	Insurance	United States
80	CINGULAR WIRELESS LLC	US17248RAF38	North American IG	1	Telecommunications	United States
81	CIT GROUP INCORPORATED	US125581AB41	North American IG	1	Banking	United States
82	CLEAR CHANNEL COMMUNICATIONS INC	US184502AK84	North American IG	1	Broadcasting & Entertainment	United States
83	COMCAST CABLE COMMUNICATIONS LLC	US20029PAL31	North American IG	1	Broadcasting & Entertainment	United States
84	COMPUTER SCIENCES CORPORATION	US205363AE42	North American IG	1	Electronics	United States
85	CONAGRA FOODS INC	205887BA9	North American IG	1	Beverage, Food and Tobacco	United States
86	CONOCOPHILLIPS	20825CAE4	North American IG	1	Oil and Gas	United States
87	CONSTELLATION ENERGY GROUP INC	US210371AH31	North American IG	1	Utilities	United States
88	COUNTRYWIDE HOME LOANS INCORPORATED	22237LMY5	North American IG	1	Banking	United States
89	COX COMMUNICATIONS INCORPORATED	US224044AY38	North American IG	1	Broadcasting & Entertainment	United States
90	CSX CORPORATION	US126408AP85	North American IG	1	Cargo Transport	United States
91	CVS CORPORATION	US126650AV25	North American IG	1	Retail Stores	United States
92	DEERE & COMPANY	244199BB0	North American IG	1	Farming and Agriculture	United States
93	DEVON ENERGY CORPORATION	US251799AA02	North American IG	1	Oil and Gas	United States
94	DOMINION RESOURCES INC	25746UAJ8	North American IG	1	Utilities	United States
95	DUKE ENERGY CORPORATION	US264399DW34	North American IG	1	Utilities	United States
96	EASTMAN CHEMICAL COMPANY	US277432AE06	North American IG	1	Chemicals, Plastics and Rubber	United States
97	EASTMAN KODAK COMPANY	US277461BD00	North American IG	1	Chemicals, Plastics and Rubber	United States
98	EI DUPONT DE NEMOURS & COMPANY	US263534BN84	North American IG	1	Chemicals, Plastics and Rubber	United States
99	EOP OPERATING LP	US268766BU59	North American IG	1	Buildings and Real Estate	United States
100	FEDERAL HOME LOAN MORTGAGE	US3134A4HF43	North American IG	1	Governmental Agencies/	United States

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101	CORPORATION FEDERAL NATIONAL MORTGAGE ASSOCIATION	31359MPF4	North American IG	1	Sovereigns Governmental Agencies/ Sovereigns	United States
102	FEDERATED DEPARTMENT STORES INC	US31410HAS04	North American IG	1	Retail Stores	United States
103	FIRSTENERGY CORPORATION	US337932AB30	North American IG	1	Utilities	United States
104	FORD MOTOR CREDIT COMPANY	US345397TZ65	North American IG	1	Banking	United States
105	GENERAL ELECTRIC CAPITAL CORPORATION	US36962GYY42	North American IG	1	Banking	United States
106	GENERAL MILLS INCORPORATED	US370334AS36	North American IG	1	Beverage, Food and Tobacco	United States
107	GENERAL MOTORS ACCEPTANCE CORPORATION	US370425SE16	North American IG	1	Banking	United States
108	GOODRICH CORPORATION	US382388AP13	North American IG	1	Aerospace and Defense	United States
109	HALLIBURTON COMPANY	US406216AR24	North American IG	1	Oil and Gas	United States
110	HARRAH'S OPERATING COMPANY INC	US413627AN01	North American IG	1	Hotels, Motels, Inns and Gaming	United States
111	HEWLETT-PACKARD COMPANY	US428236AG84	North American IG	1	Electronics	United States
112	HILTON HOTELS CORPORATION	US432848AX77	North American IG	1	Hotels, Motels, Inns and Gaming	United States
113	HONEYWELL INTERNATIONAL INC	438516AK2	North American IG	1	Machinery (Non-Agriculture, Non-Construction, Non-Electronic)	United States
114	INGERSOLL-RAND COMPANY	US456866AG74	North American IG	1	Machinery (Non-Agriculture, Non-Construction, Non-Electronic)	United States
115	INTERNATIONAL BUSINESS MACHINES CORPORATION	459200BA8	North American IG	1	Electronics	United States
116	INTERNATIONAL LEASE FINANCE CORPORATION	US459745EZ45	North American IG	1	Finance	United States
117	INTERNATIONAL PAPER COMPANY	US460146BN29	North American IG	1	Printing and Publishing	United States
118	JONES APPAREL GROUP INC	480081AG3	North American IG	1	Textiles and Leather	United States
119	KERR-MCGEE CORPORATION	US492386AS68	North American IG	1	Oil and Gas	United States
120	KRAFT FOODS INC	US50075NAB01	North American IG	1	Beverage, Food and Tobacco	United States
121	LEAR CORPORATION	US521865AE52	North American IG	1	Automobile	United States
122	LENNAR CORPORATION	US526057AG99	North American IG	1	Buildings and Real Estate	United States
123	LIBERTY MEDIA CORPORATION	530718AC9	North American IG	1	Broadcasting & Entertainment	United States
124	LOCKHEED MARTIN CORPORATION	US539830AL32	North American IG	1	Aerospace and Defense	United States
125	LOEWS CORPORATION	US540424AE80	North American IG	1	Insurance	United States
126	MARRIOTT	US571900AQ27	North	1	Hotels, Motels,	United States

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127	INTERNATIONAL INC MAYTAG CORPORATION	US57859HBU77	American IG North American IG	1	Inns and Gaming Home and Office Furnishings, Housewares, and Durable Consumer Products	State Unite State
128	MBIA INSURANCE CORPORATION		North American Monoline	1	Insurance	Unite State
129	MBNA CORPORATION	US55263ECE32	North American IG	1	Banking	Unite State
130	MCDONALD'S CORPORATION	US58013MDM38	North American IG	1	Personal, Food and Miscellaneous	Unite State
131	MCKESSON CORPORATION	US58155QAA13	North American IG	1	Healthcare, Education and Childcare	Unite State
132	MEADWESTVACO CORPORATION	US583334AA59	North American IG	1	Printing and Publishing	Unite State
133	METLIFE INCORPORATED	US59156RAC25	North American IG	1	Insurance	Unite State
134	MOTOROLA INCORPORATED	US620076AR03	North American IG	1	Electronics	Unite State
135	NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION	US637432CU74	North American IG	1	Utilities	Unite State
136	NEWELL RUBBERMAID INCORPORATED	US651229AB28	North American IG	1	Home and Office Furnishings, Housewares, and Durable Consumer Products	Unite State
137	NEWS AMERICA INC	US652482AM25	North American IG	1	Broadcasting & Entertainment	Unite State
138	NORDSTROM INC	US655664AG59	North American IG	1	Retail Stores	Unite State
139	NORFOLK SOUTHERN CORPORATION	655844AE8	North American IG	1	Cargo Transport	Unite State
140	NORTHROP GRUMMAN CORPORATION	US666807AT91	North American IG	1	Aerospace and Defense	Unite State
141	OMNICOM GROUP INC	681919AM8	North American IG	1	Broadcasting & Entertainment	Unite State
142	PROGRESS ENERGY INC	743263AD7	North American IG	1	Utilities	Unite State
143	PULTE HOMES INC	US745867AL56	North American IG	1	Buildings and Real Estate	Unite State
144	RAYTHEON COMPANY INC	US755111BH39	North American IG	1	Aerospace and Defense	Unite State
145	ROHM & HAAS COMPANY	US775371AR80	North American IG	1	Chemicals, Plastics and Rubber	Unite State
146	SAFEWAY INCORPORATED	US786514BF54	North American IG	1	Grocery	Unite State
147	SBC COMMUNICATIONS INC.	US78387GAK94	North American IG	1	Telecommunications	Unite State
148	SEARS ROEBUCK ACCEPTANCE CORPORATION	US812404BG50	North American IG	1	Retail Stores	Unite State
149	SEMPRA ENERGY	US816851AF69	North American IG	1	Utilities	Unite State
150	SIMON PROPERTY GROUP LP	US828807AQ09	North American IG	1	Buildings and Real Estate	Unite State



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151	SOUTHWEST AIRLINES COMPANY	US844741AV08	North American IG	1	Personal Transportation	United States
152	SPRINT CORPORATION	US852060AS17	North American IG	1	Telecommunications	United States
153	SUPERVALU INC	US868536AR44	North American IG	1	Grocery	United States
154	TARGET CORPORATION	US87612EAH99	North American IG	1	Retail Stores	United States
155	TEXTRON FINANCIAL CORPORATION	US883199AQ42	North American IG	1	Aerospace and Defense	United States
156	THE ALLSTATE CORPORATION	US020002AK77	North American IG	1	Insurance	United States
157	THE CHUBB CORPORATION	US171232AF85	North American IG	1	Insurance	United States
158	THE DOW CHEMICAL COMPANY	US260543BR36	North American IG	1	Chemicals, Plastics and Rubber	United States
159	THE HARTFORD FINANCIAL SERVICES GROUP INCORPORATED	US416515AE42	North American IG	1	Insurance	United States
160	THE KROGER COMPANY	US501044CE98	North American IG	1	Grocery	United States
161	THE WALT DISNEY COMPANY	US25468PBX33	North American IG	1	Broadcasting & Entertainment	United States
162	TIME WARNER INC	00184AAF2	North American IG	1	Broadcasting & Entertainment	United States
163	TRANSOCEAN INC	US893830AE99	North American IG	1	Oil and Gas	United States
164	TYSON FOODS INC	US902494AM53	North American IG	1	Beverage, Food and Tobacco	United States
165	UNION PACIFIC CORPORATION	907818CN6	North American IG	1	Cargo Transport	United States
166	VALERO ENERGY CORPORATION	US91913YAD22	North American IG	1	Oil and Gas	United States
167	VERIZON GLOBAL FUNDING CORPORATION	US92344GAL05	North American IG	1	Telecommunications	United States
168	VIACOM INC.	US925524AJ95	North American IG	1	Broadcasting & Entertainment	United States
169	WAL-MART STORES INC	US931142BE24	North American IG	1	Retail Stores	United States
170	WASHINGTON MUTUAL INCORPORATED	US939322AL70	North American IG	1	Banking	United States
171	WELLS FARGO & COMPANY	US94974BAZ31	North American IG	1	Banking	United States
172	WEYERHAEUSER COMPANY	US962166BP84	North American IG	1	Containers, Packaging and Glass	United States
173	WHIRLPOOL CORPORATION	US963320AK24	North American IG	1	Home and Office Furnishings, Housewares, and Durable Consumer Products	United States
174	WYETH	US983024AA80	North American IG	1	Healthcare, Education and Childcare	United States
175	XL CAPITAL LIMITED	US98372PAF53	North American IG	1	Insurance	Bermuda
176	DBS BANK LIMITED	USY20337AJ30	Subordinated Singapore Corporate		Banking	Singapore
177	KOOKMIN BANK	XS0159385870	Asian Corporate		Banking	South Korea

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178	KOREA DEPOSIT INSURANCE CORPORATION	XS0139879711	Asian Corporate	Governmental Agencies/ Sovereigns	S Kor
179	KOREA DEVELOPMENT BANK	US500630BG24	Asian Corporate	Governmental Agencies/ Sovereigns	S Kor
180	KOREA ELECTRIC POWER CORPORATION	USY48406BA27	Asian Corporate	Utilities	S Kor
181	KT CORPORATION	US48268FAA03	Asian Corporate	Telecommunications	S Kor
182	MALAYSIA	US560904AF11	Asian	Governmental Sovereigns	Malay
183	MALAYSIA INTERNATIONAL SHIPPING CORPORATION BERHAD	USY60808AB18	Asian Corporate	Cargo Transport	Malay
184	MTR CORPORATION LIMITED	XS0184198157	Asian Corporate	Personal Transportation	Hong
185	PETROLIAM NASIONAL BERHAD	USY68856AA47	Asian Corporate	Oil and Gas	Malay
186	POSCO	US730450AD51	Asian Corporate	Mining, Steel, Iron and Non Precious Metals	S Kor
187	REPUBLIC OF KOREA	US50064FAC86	Asian Sovereign	Governmental Agencies/ Sovereigns	S Kor
188	ROAD KING INFRASTRUCTURE LIMITED	XS0194987607	Asian Corporate	Building & Development	Hong
189	SAMSUNG ELECTRONICS COMPANY LIMITED	US796050AE22	Asian Corporate	Electronics	S Kor
190	SINGAPORE TELECOMMUNICATIONS LIMITED	USY79985AC46	Singapore Corporate	Telecommunications	Singa
191	SWIRE PACIFIC LIMITED	USY83310AB11	Asian Corporate	Diversified/ Conglomerate Service	Hong
192	TELEKOM MALAYSIA BERHAD	XS0200959384	Asian Corporate	Telecommunications	Malay
193	UNITED OVERSEAS BANK LIMITED	USY9244WAW92	Subordinated Singapore Corporate	Banking	Singa

"1" indicates that such Reference Entity is a member of such CSO

1. Barclays Bank PLC has used reasonable efforts to verify the names of the Reference Entities and details of the Specified Reference Obligations contained in this CSO Portfolio Annex. Such information has been verified for each Reference Entity by reference to publicly available information. Publicly available information can be inaccurate or outdated, and as a result, corrections to the details of Reference Entities and Specified Reference Obligations may need to be made from time to time if such information turns out to be inaccurate or outdated including after the Issue Date.

2. The columns under the headings "Specified Reference Obligation" refer to the specified details as at the issue date of the relevant obligation and do not take account of any subsequent changes.

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3. A Reference Entity may be identified as such by virtue of being an issuer of the Specified Reference Obligation. In situations where there are co-issuers of such Specified Reference Obligation, such co-issuers have not been identified.

4. A Reference Entity may be identified as such by virtue of a guarantee of such Reference Entity in respect of the Specified Reference Obligation. Such Reference Entity may not be the sole guarantor of such Specified Reference Obligation.

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