

IMPORTANT NOTICE

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NOTHING IN THIS ELECTRONIC TRANSMISSION CONSTITUTES AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY THE SECURITIES OF THE ISSUING ENTITY. THE SECURITIES HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**") OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR ANY JURISDICTION, AND THE SECURITIES MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR THE BENEFIT OF, U.S. PERSONS (WITHIN THE MEANING OF REGULATION S UNDER THE SECURITIES ACT) UNLESS AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT IS AVAILABLE AND IN ACCORDANCE WITH ALL APPLICABLE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES. THE FOLLOWING FINAL TERMS MAY NOT BE FORWARDED OR DISTRIBUTED TO ANY OTHER PERSON AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER, AND IN PARTICULAR, MAY NOT BE FORWARDED TO ANY U.S. PERSON OR TO ANY U.S. ADDRESS. ANY FORWARDING, DISTRIBUTION OR REPRODUCTION OF THIS DOCUMENT IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS DIRECTIVE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS.

These Final Terms have been delivered to you on the basis that you are a person into whose possession these Final Terms may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located. By accessing these Final Terms, you shall be deemed to have confirmed and represented to us that (a) you have understood and agree to the terms set out herein, (b) you consent to delivery of the Final Terms by electronic transmission, (c) you are either (i) not a U.S. person (within the meaning of Regulation S under the Securities Act) and not acting for the account or benefit of a U.S. person and the electronic mail address that you have given to us and to which this e-mail has been delivered is not located in the United States, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands) or the District of Columbia or (ii) a qualified institutional buyer (as defined in Rule 144A under the Securities Act) and (d) if you are a person in the United Kingdom, then you are a person who (i) has professional experience in matters relating to investments or (ii) is a high net worth entity falling within Article 49(2)(a) to (d) of the Financial Services and Markets Act (Financial Promotion) Order 2005 or a certified high net worth individual within Article 48 of the Financial Services and Markets Act (Financial Promotion) Order 2005.

These Final Terms have been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently neither Gracechurch Card Programme Funding PLC (the "**Issuing Entity**") nor Barclays Bank PLC ("**Barclays**") nor any lead manager nor any dealer nor any person who controls, nor any director, officer, employee or agent of the Issuing Entity, Barclays or any dealer or any lead manager nor any affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the Final Terms distributed to you in electronic format and the hard copy version available to you on request from the Issuing Entity, Barclays or any lead manager or any dealer.

ADDITIONAL IMPORTANT INFORMATION

While you should consider carefully the combination of the Base Prospectus and the Final Terms, not all important information is contained in the Final Terms. Important information that you must consider carefully includes:

- (i) that in the event that any withholding or deduction for any taxes, duties, assessments or government charges of whatever nature is imposed, levied, collected, withheld or assessed on payments of principal or interest in respect of the notes or the coupons by the United Kingdom, or any other jurisdiction or any political subdivision or any authority in or of such jurisdiction having power to tax, the Issuing Entity or the Paying Agents shall make such payments after such withholding or deduction and neither the Issuing Entity nor the Paying Agents nor any other person will be required to make any additional payments to holders of notes in respect of such withholding or deduction;
- (ii) that the Issuing Entity will confirm to the Series Dealers in respect of the relevant Note Series that the relevant Final Terms, when read in conjunction with the Base Prospectus, contain all information which is (in the context of the Programme, the issue, offering and sale of the notes) material; that such information is true and accurate in all material respects and is not misleading in any material respect; that any opinions, predictions or intentions expressed in the Final Terms are honestly held or made and are not misleading in any material respect; that the Final Terms do not omit to state any material fact necessary to make such information, opinions, predictions or intentions (in the context of the Programme, the issue and offering and sale of the notes) not misleading in any material respect; and that all proper enquiries have been made to verify the foregoing;
- (iii) that no person has been or will be authorised to give any information or to make any representation not contained in or not consistent with the Final Terms or any other document entered into in relation to the Programme or any information supplied by the Issuing Entity or such other information as is in the public domain and, if given or made, such information or representation should not be relied upon as having been authorised by the Issuing Entity or any Series Dealer;
- (iv) that neither the delivery of the Final Terms in respect of a Note Series nor the offering, sale or delivery of any note shall, in any circumstances, create any implication that the information contained in the Final Terms is true subsequent to the date thereof or the date upon which any other Final Terms (in relation to any future issue of other notes) is produced or that there has been no adverse change, or any event reasonably likely to involve any adverse change, in the condition (financial or otherwise) of the Issuing Entity since the date thereof or, if later, the date upon which any other Final Terms (in relation to any future issue of other notes) is produced or that any other information supplied in connection with the Programme is correct at any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same;
- (v) that the distribution of the Final Terms and the offering, sale and delivery of the notes in certain jurisdictions may be restricted by law. Persons in possession of the Final Terms are required by the Issuing Entity and the Series Dealers to inform themselves about and to observe any such restrictions. For a description of certain restrictions on offers, sales and deliveries of notes and on the distribution of the Final Terms and other offering material relating to the notes, see "*Plan of Distribution*" in the Base Prospectus;
- (vi) that until a date that is 90 days after the date of each Final Terms, all Series Dealers effecting transactions in the relevant Note Series, whether or not participating in such distribution, may be required to deliver the appropriate Final Terms and the Base Prospectus. This is in addition to the obligation of Series Dealers to deliver a Final Terms and Base Prospectus when acting as the Series Dealer of the notes and with respect of their unsold allotment or subscription;
- (vii) that certain figures included in the Final Terms will have been subject to rounding adjustments; accordingly, figures shown for the same category presented in different tables may vary slightly and figures shown as totals in certain tables may not be an arithmetic aggregation of the figures which precede them;

- (viii) that the information about each Note Series issued pursuant to a Final Terms is in two separate documents: the Base Prospectus and the Final Terms. The Base Prospectus provides general information about each Note Series issued under the Programme, some of which may not apply to the all Note Series. With respect to each Note Series, the Final Terms pursuant to which it is issued is the "relevant Final Terms" or the "applicable Final Terms" referred to in the Base Prospectus;
- (ix) that Final Terms may be used to offer and sell Note Series only if accompanied by the Base Prospectus; and
- (x) that where a class of notes is specified as intended to be held under the New Safekeeping Structure for Eurosystem eligibility purposes, this simply means that the notes are intended upon issue to be deposited and registered with (or a nominee for) one of the ICSDs acting as common safekeeper and does not necessarily mean that the notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

The Final Terms will not specify:

Dealers:

- Barclays
- Bank of America Merrill Lynch
- RBC Capital Markets
- Santander Global Banking & Markets
- Wells Fargo Securities

Intended to be held in a manner which would allow Eurosystem eligibility: No

Employee benefit plans purchase of the Class A Notes pursuant to ERISA: Yes

Employee benefit plans purchase of the Class D Notes pursuant to ERISA: No

Debt or Equity for U.S. taxation purposes: Debt

SERIES 14-1 FINAL TERMS DATED 23 JULY 2014
(to the Base Prospectus dated 13 November 2013)

GRACECHURCH CARD PROGRAMME FUNDING PLC
Issuing Entity

(incorporated in England and Wales with limited liability under registered number 6714746)

Issue of £750,000,000 Series 14-1 Class A Floating Rate Asset-Backed Notes
£132,353,000 Series 14-1 Class D Floating Rate Asset-Backed Notes

under the Gracechurch Card Programme Funding plc medium term note programme
(ultimately backed by trust property in the Receivables Trust)

Barclays Bank PLC
Sponsor, Originator, Trust Cash Manager and Servicer
Barclaycard Funding PLC
depositor and MTN Issuing Entity

The Issuing Entity will issue:	Class A notes	Class D notes
Principal Amount	£750,000,000	£132,353,000
Interest rate	1 month Sterling LIBOR + 0.50%	1 month Sterling LIBOR + 0.00%
Interest Payment Dates	Each month, beginning on 15 September 2014	Each month, beginning on 15 September 2014
Scheduled Redemption Date	15 July 2019	15 July 2019
Final Redemption Date	15 July 2021	15 July 2021
Price to public	£750,000,000 or 100%	£132,353,000 or 100%

The notes have not been registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") or with any securities regulatory authority of any state or other jurisdiction of the United States, and may not be offered or sold within the United States, or to or for the account of, any U.S. Person, (as defined in Regulation S under the Securities Act ("**Regulation S**")) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the notes are being offered and sold: (i) within the United States (a) to "qualified institutional buyers" (each, a "**QIB**" within the meaning of Rule 144A under the Securities Act ("**Rule 144A**") in reliance on Rule 144A or (b) in reliance on Rule 506 of Regulation D under the Securities Act; and (ii) outside the United States in offshore transactions to non US Persons in reliance on Regulation S under the Securities Act. Prospective purchasers are hereby notified that sellers of the notes issued under the Programme may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A or Rule 506 of Regulation D of the Securities Act. Neither the United States Securities and Exchange Commission nor any state securities commission has approved or disapproved of these notes or determined if these Final Terms are truthful or complete. Any representation to the contrary is a criminal offence.

This document constitutes a final terms for the purposes of Article 5.4 of the Prospectus Directive and is supplemental to and must be read in conjunction with the Base Prospectus. Full information on the Issuing Entity and the offer of the notes is available only on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at the Specified Office of the Principal Paying Agent and at the registered office of the Issuing Entity during usual business hours on any weekday apart from Saturdays Sundays and public holidays and copies may be obtained from Barclays Bank PLC at the following address: Barclays Treasury 9th Floor Barclays Bank PLC 1 Churchill Place London E14 5HP for the attention of Head of Capital Issuance and Securitisation.

Arranger
Barclays

CONTENTS

	Page
TRANSACTION FEATURES.....	1
MTN NOTE SUPPORTING SERIES.....	3
SERIES INVESTOR INTEREST SUPPORTING MEDIUM TERM NOTE.....	4
PARTIES.....	5
OTHER SERIES OF NOTES AND MEDIUM TERM NOTE CERTIFICATES ISSUED	6
PORTFOLIO INFORMATION	8
PLAN OF DISTRIBUTION.....	14

TRANSACTION FEATURES

Class of notes	<i>Initial Principal Balance</i>	<i>£ Equivalent Initial Principal Balance</i>	<i>% of Total</i>
A.....	£750,000,000	£750,000,000	85.00%
D.....	£132,353,000	£132,353,000	15.00%

SERIES OF NOTES ISSUED

Series Number:	14-1	14-1
Class of notes:	A	D
Anticipated Ratings:	Standard & Poor's AAA(sf)/Moody's Aaa(sf)	Unrated
Rating Agencies:	Standard & Poor's, Moody's	None
Issue Date:	23 July 2014	23 July 2014
Issue Price:	100 per cent.	100 per cent.
Net Proceeds:	£750,000,000	£132,353,000
Specified Currency:	Class A notes are to be denominated in Sterling	Class D notes are to be denominated in Sterling
Minimum Denomination:	£100,000 and amounts in excess thereof which are integral multiples of £1,000	£100,000 and amounts in excess thereof which are integral multiples of £1,000
Specified Denomination(s):	£100,000 and amounts in excess thereof which are integral multiples of £1,000	£100,000 and amounts in excess thereof which are integral multiples of £1,000
Calculation Amount:	N/A	N/A
Subject to Repricing Arrangements:	No	No
Repricing Transfer Dates:	N/A	N/A
Fixed or Floating Designation:	Floating	Floating
Series Scheduled Redemption Date:	15 July 2019	15 July 2019
Final Redemption Date:	15 July 2021	15 July 2021
Initial Rate (if applicable):	N/A	N/A
Margin:	0.50 per cent.	0.00 per cent.
Liquidity Funding Margin (if applicable):	N/A	N/A
LIBOR/EURIBOR:	1-month Sterling LIBOR except for the first Interest Period where LIBOR will be based on the linear interpolation of one-month and two-month Sterling LIBOR	1-month Sterling LIBOR except for the first Interest Period where LIBOR will be based on the linear interpolation of one-month and two-month Sterling LIBOR
Day Count Fractions:	Actual/365 (fixed)	Actual/365 (fixed)
Interest Commencement Date:	23 July 2014	23 July 2014
Floating Rate Commencement Date (if applicable):	N/A	N/A
Interest Payment Dates:	The 15 th day of each calendar month	The 15 th day of each calendar month
First Interest Payment Date:	15 September 2014	15 September 2014
Interest Rate Calculations:	Condition 7(a)	Condition 7(a)
Listing:	The London Stock Exchange – Regulated Market	The London Stock Exchange – Regulated Market
Additional Business Centre:	TARGET2	TARGET2
Additional Financial Centre:	None	None
Additional Interest Margin:	None	None
Indemnification Amount:	£650,000	None
Expenses Loan Amount:	N/A	N/A
Expenses Loan Margin:	N/A	N/A
Related Swap Agreement (if any) subject to Redemption Protection Period:	No	No
Subject to Mandatory Transfer Arrangements:	No	No
Mandatory Transfer Date:	N/A	N/A
Internal Credit Support-Subordination:	Class D Notes	N/A
Call Date:	None	None

Clearing and Settlement:	Class A Rule 144A Global Note Certificates: Euroclear and Clearstream, Luxembourg
	Class A Regulation S Global Note Certificates: Euroclear and Clearstream, Luxembourg
	Class D Regulation S Global Note Certificates: Euroclear and Clearstream, Luxembourg
Business Day Convention:	Modified Following Business Day Convention
Estimated total expenses related to admission to trading:	£4,400
Required Retained Principal Percentage:	15%
Controlled Accumulation Period:	Close of business on 30 June 2018 through 30 June 2019
Closing Date:	23 July 2014
Form of Notes:	Registered
	Class A Rule 144A Global Note Certificates registered in the name a nominee for a Common Depository for Euroclear and Clearstream, Luxembourg.
	Class A Regulation S Global Note Certificates registered in the name of a nominee for a Common Depository for Euroclear and Clearstream, Luxembourg.
	Class D Regulation S Global Note Certificates registered in the name of a nominee for a Common Depository for Euroclear and Clearstream, Luxembourg.

MTN NOTE SUPPORTING SERIES

The Series 14-1 notes will be collateralised by the Series 14-1 Medium Term Note (the "**Related Medium Term Note**") which shall have the following terms as set out in the Series 14-1 medium term note supplement.

Designation for the purposes of the Security Trust Deed and MTN Cash Management Agreement:	Series 14-1
Issuance Date:	23 July 2014
Initial Principal Amount:	£882,353,000
Medium Term Note Certificate First Interest Payment Date:	15 September 2014
Medium Term Note Certificate Interest Payment Date:	The 15 th day of each calendar month
Medium Term Note Certificate Interest Period:	Monthly
Required Re-investment Amount:	£3,750,000
Series Scheduled Redemption Date:	15 July 2019
Additional Early Redemption Events:	None
Additional Amortisation Periods:	None
Listing	None
Initial Investor Interest:	£882,353,000
Class A Initial Investor Interest:	£750,000,000
Class B Initial Investor Interest:	N/A
Class C Initial Investor Interest:	N/A
Class D Initial Investor Interest:	£132,353,000
Medium Term Note Certificate Interest Rate:	1-month Sterling LIBOR + 0.425%, except for the first Interest Period where LIBOR will be based on the linear interpolation of one-month and two-month Sterling LIBOR

SERIES INVESTOR INTEREST SUPPORTING MEDIUM TERM NOTE

The Series 14-1 medium term note will be collateralised by the Series 14-1 Investor Interest (the "**Series Investor Interest**") which shall have the following terms as set out in the Series 14-1 supplement to the Declaration of Trust and Trust Cash Management Agreement.

Designation for the purposes of the Receivables Trust Deed Series 14-1 Supplement:

Issuance Date:	23 July 2014
Initial Principal Amount:	£882,353,000
First Payment Date:	15 September 2014
Class A Finance Rate:	1-month Sterling LIBOR + 0.50%, except for the first Interest Period where LIBOR will be based on the linear interpolation of one-month and two-month Sterling LIBOR
Class B Finance Rate:	N/A
Class C Finance Rate:	N/A
Class D Finance Rate:	1-month Sterling LIBOR + 0%, except for the first Interest Period where LIBOR will be based on the linear interpolation of one-month and two-month Sterling LIBOR
Series Scheduled Redemption Date:	15 July 2019
Series Final Redemption Date	15 July 2021
Controlled Deposit Amount:	£73,529,416.67
Additional Early Redemption Events:	None
Series Initial Investor Interest:	£882,353,000
Release Date:	N/A

The Controlled Accumulation Period Commencement Date in respect of Series 14-1 Investor Interest will be the first Business Day of July 2018 **provided, however, that** if on each Determination Date of the Controlled Accumulation Period, its length is determined to be less than 12 months, the Revolving Period may be extended and the start of the Controlled Accumulation Period will be postponed. The Controlled Accumulation Period will, in any event, begin no later than 31 May 2019.

The "**Series Cash Reserve Account Percentage**" shall be 0 per cent. in respect of Series 2014-1.

PARTIES

Issuing Entity:	Gracechurch Card Programme Funding plc.
Note Trustee:	The Bank of New York Mellon, acting through its London branch. The Note Trustee's address, at the date of these Final Terms, is One Canada Square, London E14 5AL, United Kingdom.
Principal Paying Agent and Agent Bank for the Notes:	The Bank of New York Mellon, acting through its London branch. The Principal Paying Agent will make payments of interest and principal when due on the notes. The Agent Bank will calculate the interest rates applicable to each class of notes. The Bank of New York Mellon's address in London is One Canada Square, London E14 5AL, United Kingdom.
Registrar:	The Bank of New York Mellon (Luxembourg) S.A.. The Registrar will maintain the Register. The Bank of New York Mellon (Luxembourg) S.A.'s address in Luxembourg is Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg.
Receivables Trustee:	Gracechurch Receivables Trustee Limited
MTN Issuing Entity, Investor Beneficiary and Depositor:	Barclaycard Funding PLC
Sponsor, Originator and Originator Beneficiary:	Barclays Bank PLC
Servicer:	Barclays Bank PLC
Security Trustee:	The Bank of New York Mellon, acting through its London Branch
Swap Counterparty:	N/A
Series 2014-1 Market Repricing Agent for the Series 2014-1 Notes:	N/A
Mandatory Purchaser for the Series 2014-1:	N/A

OTHER SERIES OF NOTES AND MEDIUM TERM NOTE CERTIFICATES ISSUED

Notes – Gracechurch Card Programme Funding plc and predecessors

The table below sets forth the principal characteristics of the other series previously issued by Gracechurch Card Programme Funding plc and other issuing entities that are outstanding at the date of these Final Terms, in connection with the Receivables Trust and the Receivables assigned by the Originator. Barclaycard will provide, without charge, to any prospective purchaser of the notes, a copy of the disclosure document for any such other publicly-issued Note Series.

Series 11-1

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A1	€430,000,000	1 Month EURIBOR +0.95%
Class A2	€415,000,000	1 Month Sterling LIBOR +1.10%
Class D	£138,000,000	1 Month Sterling LIBOR +2.00%
Relevant Issuance Date:	7 February 2011	
Scheduled Redemption Date:	15 January 2016	
Legal Final Redemption Date:	15 January 2018	

Series 11-4

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	€1,100,000,000	1 Month EURIBOR +0.75%
Class D	£170,200,000	1 Month Sterling LIBOR +1.50%
Relevant Issuance Date:	29 September 2011	
Scheduled Redemption Date:	15 September 2014	
Legal Final Redemption Date:	15 September 2016	

Series 12-1

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A1	\$450,000,000	1 Month USD LIBOR +0.70%
Class A2	€500,000,000	1 Month EURIBOR +0.80%
Class D	£123,539,000	1 Month Sterling LIBOR +1.20%
Relevant Issuance Date:	12 March 2012	
Scheduled Redemption Date:	15 February 2015	
Legal Final Redemption Date:	15 February 2017	

Series 12-3

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	\$600,000,000	1 Month USD LIBOR +0.85%
Class D	£66,955,000	1 Month Sterling LIBOR +1.35%
Relevant Issuance Date:	24 May 2012	
Scheduled Redemption Date:	15 May 2017	
Legal Final Redemption Date:	15 May 2019	

Series 12-4

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	\$725,000,000	1 Month USD LIBOR +0.70%
Class D	£82,204,000	1 Month Sterling LIBOR +1.05%
Relevant Issuance Date:	14 June 2012	
Scheduled Redemption Date:	15 June 2015	
Legal Final Redemption Date:	15 June 2017	

Series 13-1

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	£1,400,000,000	1 Month Sterling LIBOR +0.55%
Class D	£247,059,000	1 Month Sterling LIBOR +0.80%
Relevant Issuance Date:	20 November 2013	
Scheduled Redemption Date:	15 November 2015	
Legal Final Redemption Date:	15 November 2017	

Series 13-2

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	£1,400,000,000	1 Month Sterling LIBOR +0.65%
Class D	£247,059,000	1 Month Sterling LIBOR +0.90%
Relevant Issuance Date:	20 November 2013	
Scheduled Redemption Date:	15 November 2016	
Legal Final Redemption Date:	15 November 2018	

Series 13-3

<u>Class</u>	<u>Principal Balance</u>	<u>Interest Rate</u>
Class A	£1,400,000,000	1 Month Sterling LIBOR +0.75%
Class D	£247,059,000	1 Month Sterling LIBOR +1.00%
Relevant Issuance Date:	20 November 2013	
Scheduled Redemption Date:	15 November 2017	
Legal Final Redemption Date:	15 November 2019	

Medium Term Note Certificates – Barclaycard Funding PLC

<u>Series</u>	<u>Issuance Date</u>	<u>Tranche Size</u>	<u>Note Interest Rate currently in effect</u>	<u>Scheduled Redemption Date</u>	<u>Final Redemption Date</u>
11-1	7 February 2011	£919,581,415	one-month Sterling LIBOR plus 1.3523%	15 January 2016	15 January 2018
11-4	29 September 2011	£1,134,119,000	one-month Sterling LIBOR plus 1.3844%	15 September 2014	15 September 2016
12-1	12 March 2012	£823,591,394.35	one-month Sterling LIBOR plus 1.0317%	15 February 2015	15 February 2017
12-3	24 May 2012	£446,365,648.80	one-month Sterling LIBOR plus 0.9684%	15 May 2017	15 May 2019
12-4	14 June 2012	£548,022,555.65	one-month Sterling LIBOR plus 0.7135%	15 June 2015	15 June 2017
13-1	20 November 2013	£1,647,059,000	one-month Sterling LIBOR plus 0.5876%	15 November 2015	15 November 2017
13-2	20 November 2013	£1,647,059,000	one-month Sterling LIBOR plus 0.6876%	15 November 2016	15 November 2018
13-3	20 November 2013	£1,647,059,000	one-month Sterling LIBOR plus 0.7876%	15 November 2017	15 November 2019

PORTFOLIO INFORMATION

The following tables show information relating to the historic performance of Eligible Accounts originated using Barclays underwriting criteria. The receivables from these accounts will ultimately back the notes and comprise the Receivables Trust (the "**Securitised Portfolio**"). All Eligible Receivables arising on designated product lines, as described under "*The Receivables — Assignment of Receivables to the Receivables Trustee*" in the Base Prospectus, are included in the Securitised Portfolio.

No static pool data has been provided in relation to the Securitised Portfolio. Static pool data may indicate a different performance profile in relation to the Securitised Portfolio from that which is disclosed herein.

Receivable Yield Considerations

The following table sets forth the gross revenues from finance charges and fees billed to accounts in the Securitised Portfolio, for each of the years ended 2008, 2009, 2010, 2011, 2012 and 2013 the four months to the end of April 2014. Each table has been provided by Barclays Bank PLC. These revenues vary for each account based on the type and volume of activity for each account. The historical yield figures in these tables are calculated on an accrual basis. Collections of Receivables included in the Receivables Trust will be on a cash basis and may not reflect the historical yield experience in the table. For further detail, please see the Base Prospectus.

Securitised Portfolio Yield

(non percentage amounts are expressed in Sterling)

	4 months to end April 2014	Year ended					2008
		2013	2012	2011	2010	2009	
Average Receivables Outstanding	12,590,977,004	11,340,229,563	10,157,663,232	8,997,456,924	8,604,993,272	8,260,633,896	7,912,127,379
Finance Charges	483,766,480	1,330,545,351	1,200,967,389	1,044,622,534	1,078,864,053	1,049,309,495	1,040,640,454
Fees.....	64,353,259	178,741,790	171,679,544	136,556,652	98,102,719	122,338,650	130,649,203
Total Recoveries.....	23,350,125	55,822,163	62,784,728	92,550,937	72,034,902	20,859,857	65,586,180
Forex.....	9,079,715	30,091,198	28,930,800	26,428,383	22,808,262	25,690,015	29,818,986
Interchange.....	57,255,923	144,317,516	130,101,899	128,177,864	115,988,591	114,505,948	125,914,913
Yield from Finance Charges	11.52%	11.73%	11.82%	11.61%	12.54%	12.70%	13.15%
Yield from Fees.....	1.53%	1.58%	1.69%	1.52%	1.14%	1.48%	1.65%
Yield from Recoveries	0.57%	0.49%	0.62%	1.03%	0.84%	0.25%	0.83%
Yield from Forex.....	0.21%	0.27%	0.28%	0.29%	0.27%	0.31%	0.38%
Yield from Interchange	1.35%	1.27%	1.28%	1.42%	1.35%	1.39%	1.59%
Total Yield from Finance Charges, Fees, Total Recoveries, Forex and Interchange.....	15.18%	15.34%	15.69%	15.87%	16.14%	16.13%	17.60%

Footnote:

- (1) Average Receivables outstanding is the average of the month end balances for the period indicated.
- (2) Average Receivables outstanding is simply derived by taking the sum of gross securitised receivables and then dividing by 365 days per year. The same treatment is applied for the denominator to the Payment Rate.
- (3) The Receivables outstanding on the accounts consist of amounts due from obligors as posted to the accounts as of the date above.
- (4) Finance charges and fees are comprised of monthly periodic charges and other credit card fees net of adjustments made pursuant to Barclays' normal servicing procedures, including removal of incorrect or disputed monthly Periodic Finance Charges.
- (5) Yield percentages for the 4 months ending April 2014 are presented on an annualised basis.

Delinquency and Loss Experience

The following tables set forth the delinquency and loss experience of the Securitised Portfolio for each of the periods shown. The Securitised Portfolio includes platinum, gold and classic VISA® and MasterCard® credit cards, the Premier VISA® charge card and American Express credit card accounts. The Securitised Portfolio currently does not include the portfolio of credit card accounts purchased from Clydesdale Financial Services in May 2003, the portfolio of credit card accounts purchased from Discover Financial Service's UK operations in April 2008, the portfolio of Egg credit card accounts purchased from Citigroup on 1 March 2011 or the portfolio of small business credit card accounts purchased from MBNA Europe Bank in April 2011. Because the economic environment may change, we cannot assure you that the delinquency and loss experience of the Securitised Portfolio will be the same as the historical experience set forth below.

The delinquency statistics are obtained from billing cycle information as opposed to month end positions.

Delinquency and Loss Experience
Securitized Portfolio
(non percentage amounts are expressed in Sterling)

	Year ended													
	4 months to end Apr 2014		2013		2012		2011		2010		2009		2008	
	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables
Receivables Outstanding.....	12,519,261,929	100.00%	12,742,269,829	100.00%	10,747,201,819	100.00%	9,826,433,295	100.00%	8,681,107,123	100.00%	8,457,115,668	100.00%	8,247,662,787	100.00%
Receivables Delinquent up to 29 days	181,628,494	1.45%	217,359,359	1.71%	204,766,204	1.91%	208,152,767	2.12%	201,589,301	2.32%	199,161,704	2.35%	279,456,161	3.39%
30 to 59 days	72,979,950	0.58%	78,272,128	0.61%	74,338,880	0.69%	76,950,235	0.78%	84,893,298	0.98%	112,141,065	1.33%	90,538,402	1.10%
60 to 89 days	53,857,028	0.43%	52,058,600	0.41%	52,557,086	0.49%	54,867,791	0.56%	64,736,806	0.75%	77,506,725	0.92%	55,635,947	0.67%
90 to 119 days	41,278,108	0.33%	42,194,231	0.33%	37,649,738	0.35%	40,687,993	0.41%	51,807,648	0.60%	56,966,708	0.67%	41,282,609	0.50%
120 to 149 days	39,358,862	0.31%	34,341,133	0.27%	31,149,190	0.29%	34,762,012	0.35%	44,319,100	0.51%	47,680,950	0.56%	32,008,887	0.39%
150 to 179 days	33,539,876	0.27%	31,271,930	0.25%	28,777,915	0.27%	30,608,531	0.31%	37,223,228	0.43%	37,776,697	0.45%	26,385,448	0.32%
180 days or more.....	513,108	0.00%	305,712	0.00%	697,634	0.01%	132,904	0.00%	243,897	0.00%	1,246,266	0.01%	372,533	0.00%
Total 30 days or more Delinquent	241,526,932	1.93%	238,443,735	1.87%	225,170,444	2.10%	238,009,466	2.42%	283,223,977	3.27%	333,318,411	3.94%	246,223,826	2.98%

Notes:

Note 1 Receivable delinquent balances are as at the latest billing date before the dates shown. The percentages are computed as a percentage of Receivables as at the Dates shown.

Note 2 Includes accounts on repayment Programmes

Net Charge-Off Experience
Securitized Portfolio
(non percentage amounts are expressed in Sterling)

	Year ended													
	4 months to end Apr 2014		2013		2012		2011		2010		2009		2008	
	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables
Average Receivables Outstanding	12,590,977,004	100.00%	11,340,229,563	100.00%	10,157,663,232	100.00%	8,997,456,924	100.00%	8,604,993,272	100.00%	8,260,633,896	100.00%	7,912,127,379	100.00%
Total Gross Charge-Offs.....	151,542,708	3.60%	416,438,264	3.67%	414,742,521	4.08%	471,669,608	5.24%	609,266,896	7.08%	591,465,234	7.16%	499,085,097	6.31%
Recoveries	23,350,125	0.57%	55,822,163	0.49%	62,784,728	0.62%	92,550,937	1.03%	72,034,902	0.84%	20,859,857	0.25%	65,586,180	0.83%
Total Net Charge-Offs	128,192,583	3.06%	360,616,102	3.18%	351,957,793	3.46%	379,118,671	4.21%	537,231,994	6.24%	570,605,377	6.91%	433,498,917	5.48%
Total Net Charge-Offs as a percentage of Average Receivables Outstanding		3.06%		3.18%		3.46%		4.21%		6.24%		6.91%		5.48%

Notes:

(1) Average Receivables outstanding is the average of the month end balances during the period indicated.

(2) Total gross charge-offs are total principal and fee charge-offs before recoveries and do not include the amount of any reductions in average Receivables outstanding due to fraud, returned goods, customer disputes or other miscellaneous credit adjustments. See "The Receivables" in the accompanying Base Prospectus.

(3) Recoveries are payments received in respect of principal and fee amounts on accounts which have been previously written off.

(4) All percentages shown above are annualised.

Maturity Assumptions

The following table sets forth the highest and lowest cardholder monthly payment rates for the Securitised Portfolio during any month in the periods shown and the average cardholder monthly payment rates for all months during the periods shown, in each case calculated as a percentage of total opening monthly Receivables outstanding during the periods shown. Payment rates shown in the table are based on amounts which would be deemed payments of Principal Receivables and Finance Charge Receivables with respect to the related credit card accounts.

Cardholder Monthly Payment Rates Securitised Portfolio (non percentage amounts are expressed in Sterling)

	Year ended													
	4 months to end Apr 2014	2013		2012		2011		2010		2009		2008		
	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables	Receivables	Percentage of Total Receivables
Lowest.....	1,985,662,981	15.86%	1,458,292,965	12.55%	1,348,124,744	12.54%	1,210,469,728	12.32%	1,229,555,896	14.16%	1,238,277,163	14.64%	1,272,038,916	15.42%
Highest Month	2,159,581,949	17.25%	2,165,059,487	16.99%	1,777,660,392	16.54%	1,704,944,872	17.35%	2,120,060,489	24.42%	1,527,811,709	18.07%	1,650,784,525	20.02%
Monthly Average	2,109,085,666	16.85%	1,730,128,156	14.54%	1,565,721,229	14.57%	1,477,575,146	15.03%	1,439,287,739	16.58%	1,380,173,388	16.32%	1,492,255,899	18.09%

For further information, please see "*Maturity Assumptions*" in the Base Prospectus.

The following tables summarise the Securitised Portfolio by various criteria as of the billing dates of accounts in the month ending April 2014. Each table has been provided by Barclays Bank PLC and has not been audited. Because the future composition of the Securitised Portfolio may change over time, these tables are not necessarily indicative of the composition of the Securitised Portfolio at any time subsequent to the end of April 2014.

For an indication of the credit quality of the cardholders whose receivables are included in the Securitised Portfolio, investors should refer to the discussion under "*Barclaycard and the Barclaycard Card Portfolio*" in the accompanying base prospectus (page 102), and to the historical performance of the Securitised Portfolio included in these Final Terms.

In particular, significant indicators of the credit quality are the accountholders' payment behaviour summarised in the table "*Composition by Payment Behaviour — Securitised Portfolio*" (page 14) and the delinquency profile of the Securitised Portfolio set forth in the tables "*Composition by Period of Delinquency — Securitised Portfolio*" (page 14) and "*Delinquency and Loss Experience — Securitised Portfolio*" (page 10).

Composition by Account Balance Securitised Portfolio (April 2014)

Account Balance Range	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
Credit Balance.....	791,753	8.95%	-25,724,637	-0.21%
Nil Balance.....	2,817,136	31.84%	0	0.00%
£0.01 to £5,000.00	4,403,269	49.77%	5,805,789,876	46.37%
£5,000.01 to £10,000.00	655,228	7.41%	4,607,777,959	36.81%
£10,000.01 to £15,000.00	168,537	1.91%	1,944,139,587	15.53%
£15,000.01 to £20,000.00	9,299	0.11%	152,693,089	1.22%
£20,000.01 to £25,000.00	972	0.01%	21,603,562	0.17%
£25,000.01 and over.....	376	0.00%	12,982,492	0.10%
TOTAL.....	8,846,570	100.00%	12,519,261,929	100.00%

Composition by Credit Limit Securitised Portfolio (April 2014)

Credit Limit Range	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
Up to £500.00.....	504,393	5.70%	54,856,130	0.44%
£500.01 to £1,000.00	492,508	5.57%	161,349,055	1.29%
£1,000.01 to £1,500.00	334,499	3.78%	146,762,480	1.17%
£1,500.01 to £2,000.00	498,741	5.64%	228,858,097	1.83%
£2,000.01 to £2,500.00	312,588	3.53%	166,857,922	1.33%
£2,500.01 to £3,000.00	439,408	4.97%	246,283,769	1.97%
£3,000.01 to £3,500.00	517,918	5.85%	293,165,366	2.34%
£3,500.01 to £4,000.00	393,878	4.45%	287,309,793	2.29%
£4,000.01 to £4,500.00	352,607	3.99%	284,361,350	2.27%
£4,500.01 to £5,000.00	595,629	6.73%	500,381,846	4.00%
£5,000.01 to £10,000.00	2,950,115	33.35%	4,610,058,350	36.82%
£10,000.01 to £15,000.00	1,325,989	14.99%	4,787,533,796	38.24%
£15,000.01 to £20,000.00	113,348	1.28%	671,411,440	5.36%
£20,000.01 to £25,000.00	11,084	0.13%	54,849,333	0.44%
£25,000.01 and over.....	3,865	0.04%	25,223,205	0.20%
TOTAL.....	8,846,570	100.00%	12,519,261,929	100.00%

**Composition by Period of Delinquency
Securitised Portfolio (April 2014)**

Period of Delinquency (Days Contractually Delinquent)	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
Not Delinquent.....	8,694,791	98.28%	12,045,438,569	96.22%
Up to 29 days.....	67,504	0.76%	180,463,781	1.44%
30 to 59 days.....	23,803	0.27%	72,779,255	0.58%
60 to 89 days.....	15,972	0.18%	53,830,428	0.43%
90 to 119 days.....	12,128	0.14%	41,254,461	0.33%
120 to 149 days.....	11,364	0.13%	39,333,125	0.31%
150 to 179 days.....	9,440	0.11%	33,539,244	0.27%
180 days or more.....	90	0.00%	508,609	0.00%
Repayment Programme.....	11,478	0.13%	52,114,457	0.42%
TOTAL	8,846,570	100.00%	12,519,261,929	100.00%

**Composition by Account Age
Securitised Portfolio (April 2014)**

Account Age	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
0 to 3 Months.....	279,502	3.16%	469,443,678	3.75%
3 to 6 months.....	189,300	2.14%	319,823,245	2.55%
6 to 9 months.....	185,617	2.10%	313,252,803	2.50%
9 to 12 months.....	199,835	2.26%	344,633,824	2.75%
12 to 15 months.....	213,900	2.42%	363,974,314	2.91%
15 to 18 months.....	213,313	2.41%	319,382,406	2.55%
18 to 21 months.....	205,845	2.33%	321,673,633	2.57%
21 to 24 months.....	159,500	1.80%	236,757,149	1.89%
2 to 3 years.....	629,333	7.11%	976,478,660	7.80%
3 to 4 years.....	451,177	5.10%	733,119,187	5.86%
4 to 5 years.....	258,411	2.92%	402,734,813	3.22%
5 to 10 years.....	1,595,276	18.03%	2,254,418,172	18.01%
Over 10 years.....	4,265,561	48.22%	5,463,570,045	43.64%
TOTAL	8,846,570	100.00%	12,519,261,929	100.00%

**Composition by Payment Behaviour
Securitised Portfolio (April 2014)**

Account Age	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
Receivables Accounts with minimum payment made/no payment requested.....	4,650,949	52.57%	4,292,717,470	34.29%
Accounts with full payment made.....	1,706,092	19.29%	1,031,405,033	8.24%

For further information, please see "Maturity Assumptions" in the Base Prospectus.

**Geographic Distribution of Accounts
Securitized Portfolio (April 2014)**

Region	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
East Anglia.....	1,128,304	12.75%	1,582,346,078	12.64%
East Midlands.....	589,210	6.66%	850,432,221	6.79%
London.....	1,074,830	12.15%	1,415,649,823	11.31%
Northern Ireland.....	101,226	1.14%	182,010,968	1.45%
North East.....	288,981	3.27%	394,079,766	3.15%
North West.....	895,144	10.12%	1,318,055,145	10.53%
Scotland.....	415,372	4.70%	713,509,609	5.70%
South East.....	1,716,246	19.40%	2,477,457,891	19.79%
South West.....	686,835	7.76%	967,234,327	7.73%
Wales.....	377,979	4.27%	531,322,834	4.24%
West Midlands.....	709,219	8.02%	984,246,980	7.86%
Yorkshire & Humberside.....	631,368	7.14%	913,793,294	7.30%
Other.....	231,856	2.62%	189,122,994	1.51%
TOTAL.....	8,846,570	100.00%	12,519,261,929	100.00%

PLAN OF DISTRIBUTION

	<u>Class A Reg S Note</u>	<u>Class D Reg S Note</u>
ISIN:.....	XS1081251016	XS1081251289
Rule 144A ISIN:	XS1081754944	N/A
Common Code:.....	108125101	108125128
CUSIP.....	N/A	N/A

Signed by the issuing entity:

A handwritten signature in black ink, appearing to be 'K. Smith', is written over a horizontal dotted line.

GRACECHURCH CARD PROGRAMME FUNDING PLC
Per pro SFM Directors Limited, as Director

GENERAL INFORMATION

The admission of the Programme to listing on the Official List of the UKLA and to trading on the Regulated Market of the London Stock Exchange took effect on 13 November 2013. The listing of the notes on the Regulated Market of the London Stock Exchange will be expressed as a percentage of their Principal Amount (exclusive of accrued interest). Each Class of this Note Series intended to be admitted to listing on the Official List of the UKLA and to trading on the Regulated Market of the London Stock Exchange will be so admitted to listing and trading upon submission to the UKLA and the Regulated Market of the London Stock Exchange of these Final Terms and any other information required by the UKLA and the Regulated Market of the London Stock Exchange, subject in each case to the issue of the relevant notes. Prior to official listing, dealings will be permitted by the Regulated Market of the London Stock Exchange in accordance with its rules. Transactions will normally be effected for delivery on the third working day in London after the day of the transaction.

The Issuing Entity has approved the issue of these securities by board resolution dated 19 June 2014.