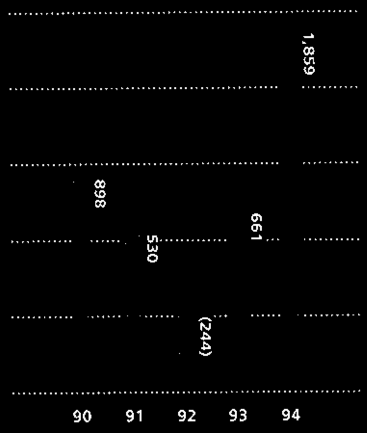
Reg No. 48839

What is Barclays?

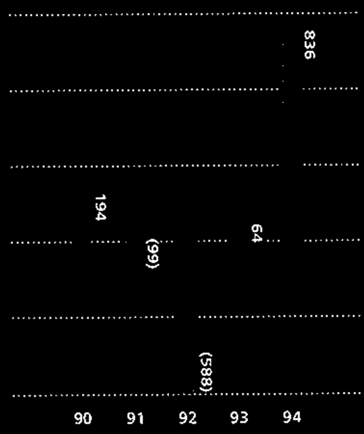
Barclays is a UK-based international financial services group. Its two principal businesses are the UK retail bank and BZW, its international investment bank. Barclays objective is to be one of the best financial services groups in the eyes of customers, staff and shareholders. By ensuring that the efforts of its staff are driven by the needs of the customer, the Group can best satisfy the requirements of its shareholders. The Group is committed to the highest standards of service, professionalism and integrity.

Financial highlights

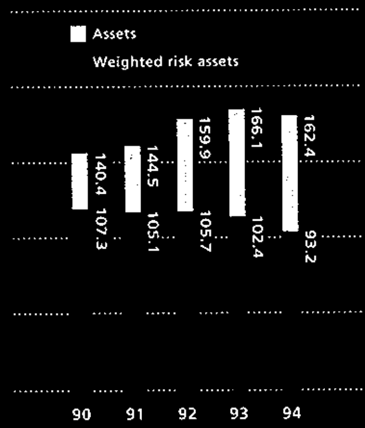
Profit before tax
£ m



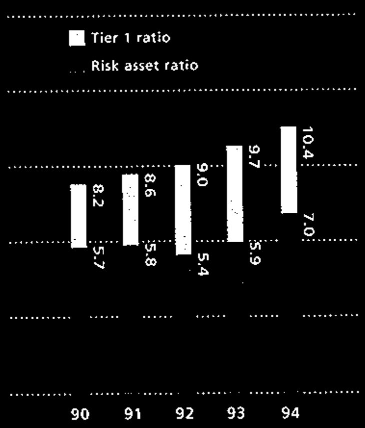
Profit retained
£ m



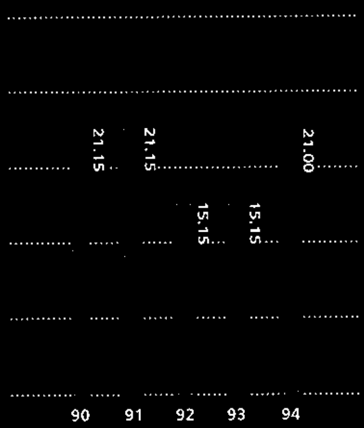
Weighted risk assets
£ bn



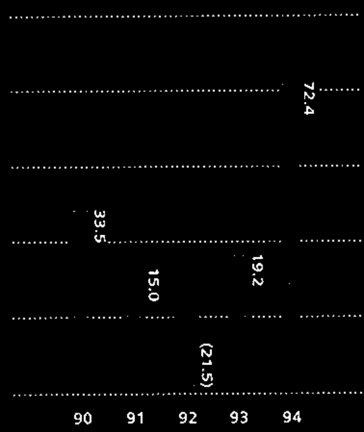
Capital ratios
%



Dividend per share
Pence



Earnings per share
Pence



For the year	1994 £m	1993 £m
Operating profit before provisions	**2,323**	2,563
Profit before tax	**1,859**	661
Profit attributable to shareholders	**1,179**	310
Profit retained	**836**	64

At the year end	£m	£m
Shareholders' funds	**6,161**	5,208
Loan capital	**3,541**	4,183
Total assets	**162,403**	166,051
Weighted risk assets	**93,238**	102,428

Per Ordinary Share	p	p
Earnings	**72.4**	19.2
Dividends	**21.00**	15.15

A breakdown of the profit before tax by business appears on page 38.

Andrew Buxton
Chairman

Our objective is to be one of the best financial services groups in the eyes of our customers, staff and shareholders

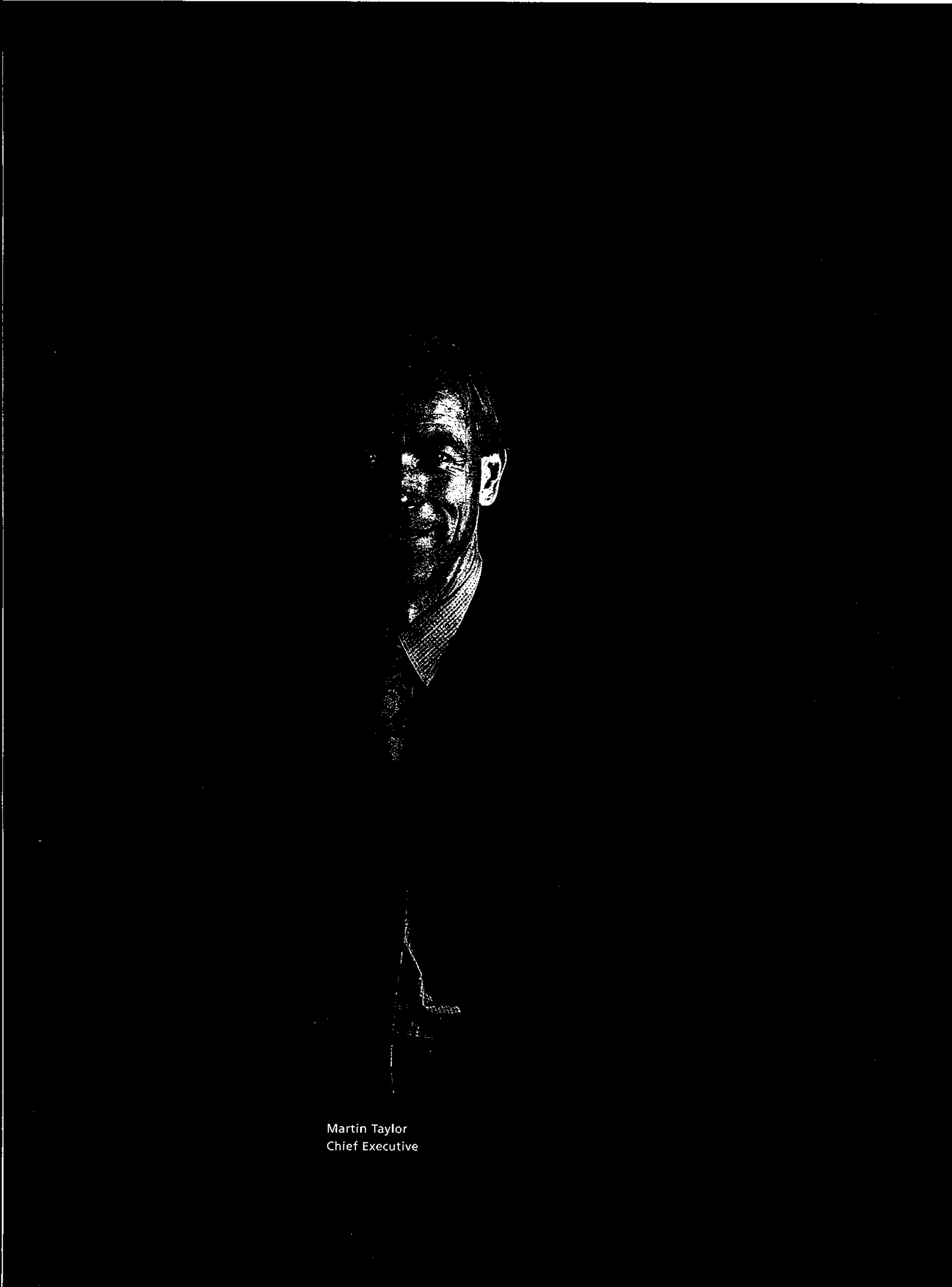
I hope that shareholders will feel pleased that their company is well on the way to recovering its full health. The increase in the dividend of 39% is evidence of that. We will continue to use the profits generated by the Group to provide progressive increases in dividends and to maintain a strong capital base.

There has been a great deal of investment and change over the last three years which, in 1994, brought record profitability and the strongest balance sheet for more than ten years. Operating income fell by 7%, primarily due to lower trading income and lower net interest income, as we reduce our assets. However, costs were well controlled and reduced by 5%. Although operating profit before provisions was down 9%, we certainly made progress in our aim of producing a result that will, in future, produce better returns for shareholders, through stable and steady growth. There is still, however, much to do in pursuit of the aim of making Barclays one of the best financial services groups in the eyes of its customers, staff and shareholders.

1994 was the first year in which Barclays separated the roles of chairman and chief executive. I believe that the split is bringing benefits to shareholders because it has enabled both me and Martin Taylor, who joined as chief executive on 1st January 1994, to have more time to develop both roles.

Profits rose substantially compared with 1993 but shareholders should not be surprised. Your company is capitalised at around £10bn and is a significant company by any standards. It should make substantial profits if it is to invest in the future and give its shareholders a proper return. The real problem for Barclays has been the relatively low average returns earned over the last ten years which resulted in low retained profits. Over the last three years we have concentrated on improving retained profits and cash flow, while at the same time investing heavily in technology to improve customer service and cut costs. We have continued to invest in our core activities, UK Banking Services and our international investment bank BZW, furthering our policy of investing in retail businesses where we have a significant market share and in our global business in order to serve the corporate customer.

It is essential that banks maintain a level of profitability and capital strength that enables them to retain the confidence of their customers and support the economy as it expands. There have been too many examples elsewhere in the world where bank capital has not stood the test of a recession or a disaster, which has resulted in central banks or governments mounting support operations. While central banks have a role in supporting markets and avoiding systemic risk if a bank gets into trouble, I do not believe that recapitalisation using state funds is justified in an industry in which there is already substantial over-capacity. Such rescues result in a



Martin Taylor
Chief Executive

world, is speeding up decisions and ensuring that our customers receive the most suitable service or product; and Lending Advisor, an expert loan evaluation system, is being used by managers to improve their decisions on lending to businesses. The staff have coped with the intense pressure caused by the very high level of change with enormous determination and loyalty.

In BZW, our investment bank, the especially favourable conditions of 1993 were followed by sharply rising long-term interest rates and steep falls in financial market volumes. In the circumstances, BZW coped very well. Development of its activities, particularly in Asia Pacific and in the area of debt and equity capital markets, continued at a rapid pace.

Looking across the Group, I have been impressed by a wide range of our businesses. Despite experiencing heavy competition, Barclaycard turned in first-class results. The successful retail franchise that we have built in Spain is now being echoed in Portugal. In France, although our market position in retail and investment banking is strengthening, we have some fundamental problems, primarily in the middle market banking operations, that remain to be addressed in 1995.

We continued to simplify the portfolio by selling businesses which, although attractive in their own right, had little relation to our more essential activities.

Some important changes were made in 1994 in the way the Group is organised. We clarified the distinction between the Group centre and the UK Bank – I believe to the benefit of both. We established our continental European retail businesses as a separate management grouping and, by bringing together our UK large corporate lending, financial institutions business and operating services activities, improved their co-operation with BZW's capital markets business. All these changes, along with new structures and alignments within UK Banking Services, are intended to sharpen senior management focus on our customers and the way we serve them. We can now deal with our large corporate customers on a far more co-ordinated basis, while, in the UK Bank, we are better able to distinguish between the needs not only of personal and business customers, but of different segments within these two core groups as well.

The only sound basis for the respect of the public is to offer excellent products to high levels of reliability at fair value and – in an industry which many still find unapproachable – in a friendly and business-like way. Rapid developments in technology and new financial instruments are changing the surface of the organisation at a sometimes bewildering speed, but the heart of Barclays remains its relationships with its customers and the skills of its staff.

Martin Taylor

Martin Taylor
Chief Executive

Sally Clarke and her Barclays manager Karl Terry at her restaurant in Kensington, West London. He is using portable multi-media technology to analyse her business needs.

We have achieved a better balance between risk and price. We have also aimed at giving better value for money and improved customer service

Our expanding network of Premier Banking units for the professional and executive customer and Barclaycall, our telephone banking service, are two examples of how we are developing services to give personal customers more choice and convenience. We extended our network of Barclaybank cash dispensers, now the largest of any UK bank, to include more non-branch locations such as supermarkets and invested heavily in customer service training for branch staff. All these actions were underpinned by the launch of our national customer complaints initiative to ensure that we listen to our customers and act quickly to put things right if we do not meet expectations.

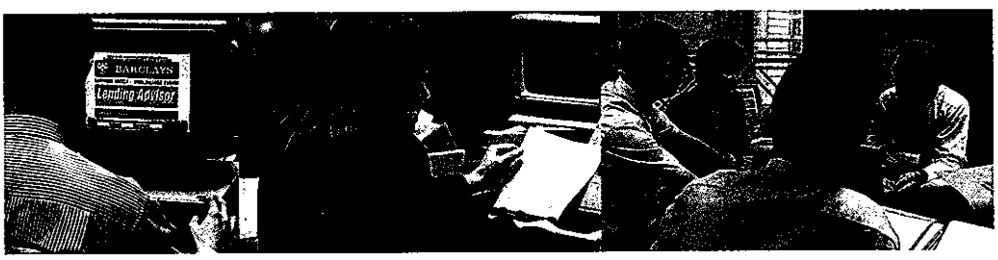
Investment in customer service has been supported by innovation in product development. Despite a relatively static housing market, we increased our sales of mortgages through the year with a range of fixed-rate, discount, variable and other mortgages. Our treasury expertise is being applied to the deposit range as well as mortgages. The stepped rate investment bond attracted longer-term balances and we received some 35,000 applications in three days for our fixed-rate TESSA.

Improved efficiency and reduced costs remain important objectives. Among several significant projects implemented in 1994 we automated many counter procedures and centralised the processing of regular payments. Counter terminals are now enabling cashiers to handle transactions more quickly and efficiently for our customers. Despite increased expenditure on such projects, we succeeded in broadly holding costs at 1993 levels.

Barclaycard

Barclaycard produced a significant increase in profits, with higher income and reduced provisions. The market leader in the UK for both card issuing and merchant services, Barclaycard has achieved this position through a long-standing focus on quality and customer service. Competition, particularly in card issuing, intensified through the year, but despite this Barclaycard had the highest level of new applications for six years and increased its market share. We continued to improve the value of our products to the customer through the Barclaycard/Ford link announced in December 1993. Some 20,000 cars have been bought using Barclaycard discounts.

We are investing for the long term in Barclaycard. There are two major programmes of technology investment in core processing to protect and develop the business in the future and we have established an emerging markets unit to identify and take advantage of the opportunities afforded by new technologies.



joint global co-ordinator and financial advisor to the British Government in its £4bn offer of shares in National Power and PowerGen. This mandate was one of a growing number of privatisations advised on and managed by BZW which have included Scottish Power, Scottish Hydro and Northern Ireland Electricity. During 1994, we advised on the privatisation of the Philippines National Steel Corporation, the government-owned network of airports in Australia and Israel's national airline, El Al.

In India we acted as lead manager for six Global Depositary Receipt (GDR) issues which made BZW top lead manager for Indian GDR issues in 1994. In Korea, Daewoo Corporation appointed BZW to handle a US$75m euroconvertible bond issue, the first Korean deal to achieve a nil coupon rate. In Asia Pacific the firm led US$900m of new issues.

BZW's public and private debt structuring and related derivative activities performed strongly and substantial progress was made in developing its position as a multi-currency Eurobond house. Out of a total of 52 issues, led or led jointly by BZW in 1994, some 60% by number were in currencies other than sterling. BZW's strength in derivatives continues to make an important contribution to the development of its fixed income product.

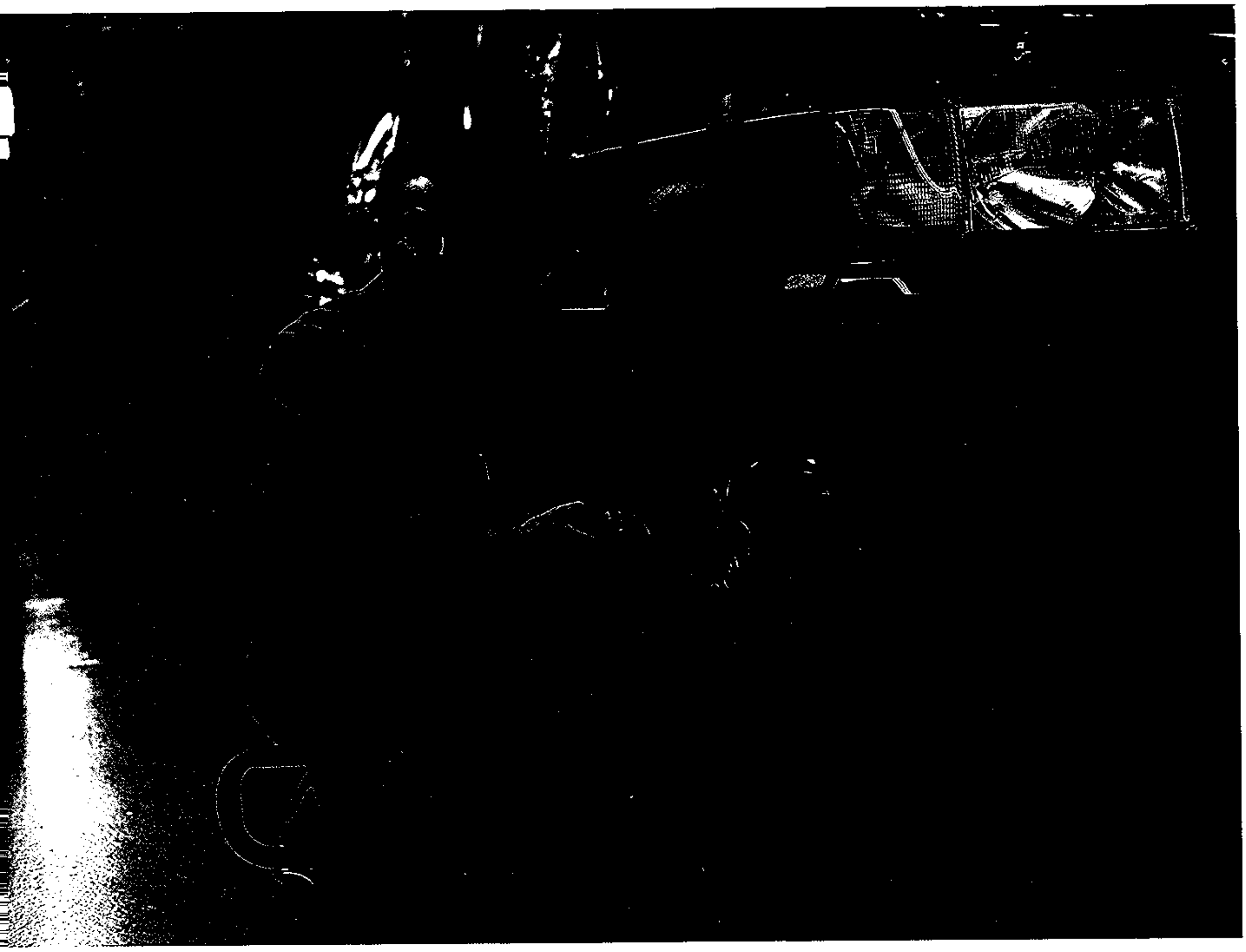
Secondary trading in government bonds made a satisfactory contribution despite difficult conditions.

During 1994 BZW brought its global money market and foreign exchange operations under a single management team to improve the way that short-term interest rate and foreign exchange products are priced, traded and delivered to clients.

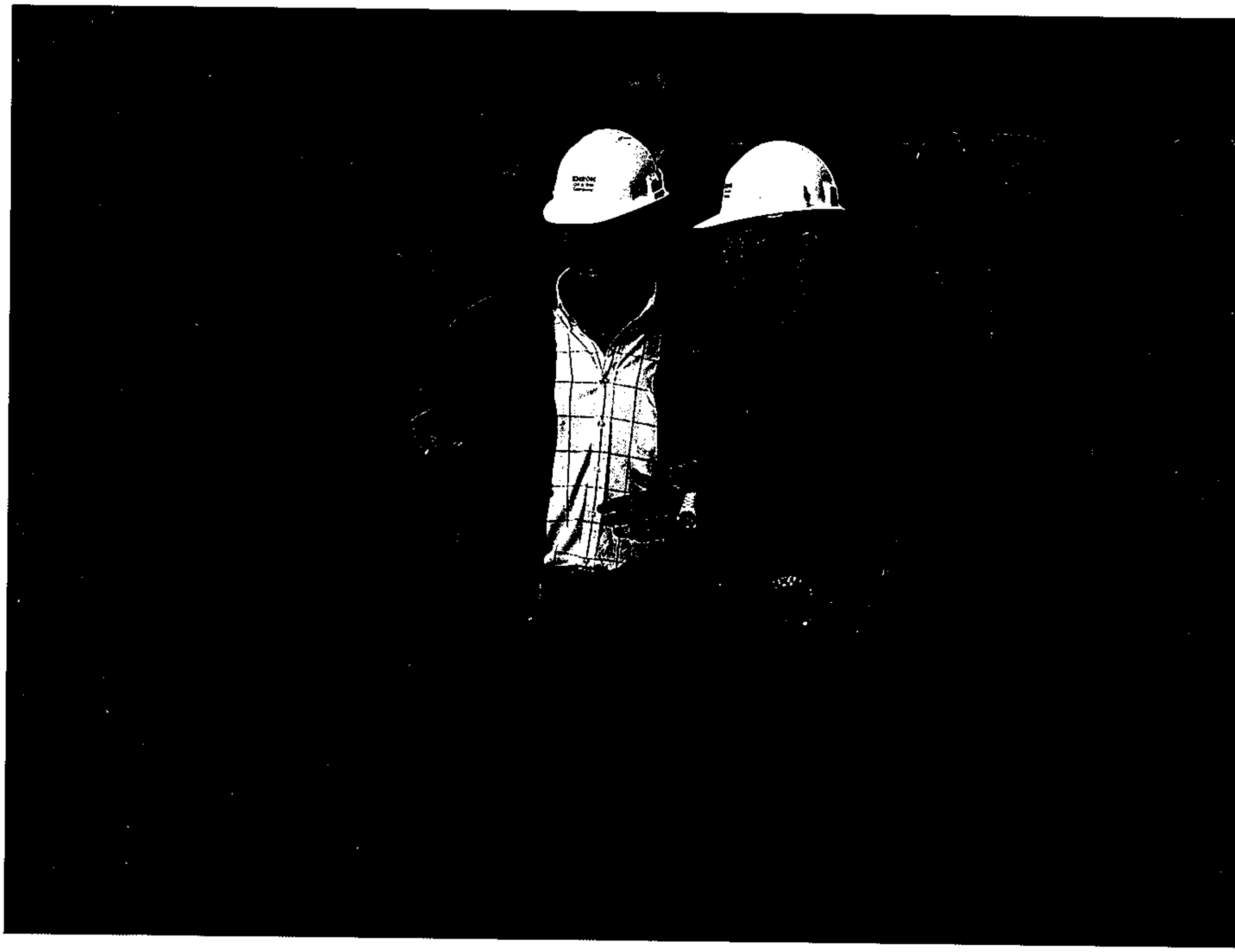
Underlying BZW's growing stature in primary market activities is its strength in world-wide distribution and secondary market operations. This ranges from its powerful 30-strong New York sales team, distributing international equities to US investors, to analysts and economists providing in-depth research on all of the world's major economies and 2,000 of its leading quoted companies.

Project finance is an area where the capital markets, together with syndicated debt, are playing an increasingly significant role and where BZW ranks as one of the world's top three project finance houses. Successful mandates in 1994 included the financing of a US$1.7bn refinery and a US$650m pulp and paper project in Thailand, a DM5bn power plant in India on behalf of Siemens of Germany and a US$650m power plant contract in Spain.

1994 was another buoyant year for BZW Asset Management which won substantial new business and undertook several successful projects with other



The Rover Group chose BZW Investment Management to manage pension assets valued at more than £1bn.



Enron, one of the world's largest integrated natural gas companies, is a long-standing client of BZW. In the United States, BZW arranged an innovative sale of Enron's gas production receivables through the commercial paper market.

Project finance is a business in which the capital markets, together with syndicated debt, are playing an increasingly significant role

areas within BZW and the Group. As a result of these initiatives the year ended with approximately £50bn under management and advice, despite large falls in the major market indices.

The year's successes included the launch early in the year of The India Fund, Inc which raised US$510m and the Israel Fund PLC which raised US$146.1m. Later in the year the BZW Commodities Trust Limited raised over US$125m. Quoted on the London Stock Exchange, this is the first closed-end company to offer exposure to commodities.

The bear market conditions which dominated 1994 have continued into the early months of 1995. There is however an expectation of an upturn in debt and equity markets activity during the second half of the year.

Corporate and Institutional Banking Services

Corporate and Institutional Banking Services (CIBS) was established in May 1994 as a portfolio of businesses bridging the Group's client and product relationships with large corporate and institutional customers.

The portfolio includes management of large corporate lending relationships with UK-based clients as well as syndications, trade finance and large value leasing; technology-based operating services including international payments and cash management, custody and registration services; and the financial institutions group which offers both lending and operating services to institutions such as insurance companies and investment houses and the correspondent banking network.

The linkages and positioning of the various functions are being reviewed to determine how these financial skills can most effectively be delivered to clients.

Although 1994 was a year of change, most of the individual businesses performed well and benefited from an overall reduction in new provisions as well as significant recoveries. The UK corporate banking group, including syndications, was brought closer to BZW's bank finance team, enabling better use of lending as part of an overall relationship with the client. In line with the Group's strategy of improving returns on assets, CIBS established robust pricing analysis and credit management systems.

Syndications itself had a very good year and will increasingly be able to deliver a global product through the linkage with BZW. Notable deals were a US$1bn facility for Salomon Brothers International Limited and a £470m transaction for Granada Group PLC. Working with BZW, which had advisory

and equity raising roles, syndications arranged £494m of senior debt finance for RJB Mining PLC in its buyout of the majority of British Coal.

Good contributions to profit were again made by large value leasing and the financial institutions group. The leasing business provides structured long-term leasing for large capital projects. During 1994 these included the financing of the new European passenger service terminal at Ashford with John Laing plc under the British Government's Private Finance Initiative.

The technology-based operating services continued to improve their efficiency and product range, and added a number of new clients including Dell Computer Corporation and ICL for cash management, and United Friendly Insurance plc for custody.

Other European Commercial Banking

The core business in this segment is the European Retail Banking Group, formed in May 1994, to bring together retail banking operations in continental Europe. Also included are middle market corporate banking and an impaired property lending portfolio in France.

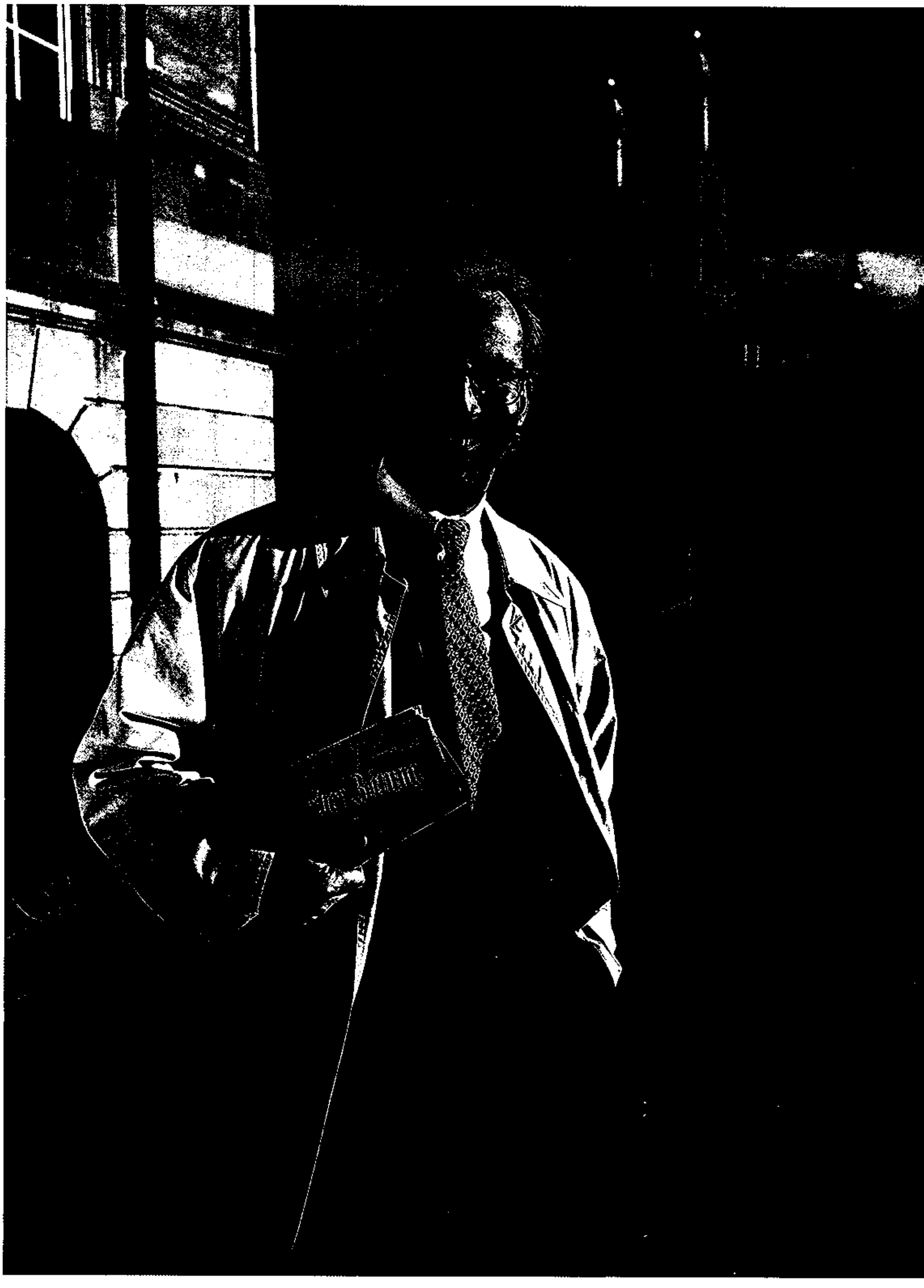
While retail banking continued to be profitable the overall loss in other European commercial banking, though less than in 1993, stemmed from further heavy provisions and operating costs in France.

The retail banking operations provide personal banking services to the medium and high net worth sectors of the personal banking market and have a reputation for high quality and innovative products and services. Business development is focused on managing customers' savings and investments and developing potential cross-border synergies.

In France, personal customer numbers have nearly doubled since 1992, assisted greatly by the 40 new-style retail branches in the Paris region. Building on the successful remunerated current account, the bank further expanded the product range with well-received savings products, notably in life assurance and performance guaranteed funds.

Although the Spanish results were down on 1993 the business did well in a difficult market, continuing its reputation for innovation. It was the first bank to launch a tiered deposit account which proved popular with customers and was quickly copied by competitors. The capped rate mortgage loans continued to grow. The life assurance business established a significant industry position.
The premier banking service for high net worth customers has been well accepted.

Capped-rate mortgages were introduced to Spain by Barclays and have proved highly popular among customers of the bank's extensive branch network.



A senior private banker en route to visit a client in Zurich. Barclays Private Banking provides a professional and confidential investment service in all the major financial and offshore centres worldwide.

Barclays Private Banking manages some US$20bn of assets for clients in more than 80 countries through a team of specialist private bankers

Our Portuguese operation performed well in extremely competitive conditions. With 70 branches now open we have a well established business with a strong brand and high profile, servicing medium and high net worth customers. Portugal and Spain have combined well in achieving cross-border synergies in computer operations.

In Germany, Merck Finck's results were affected by bad debt provisions in a difficult economy. Gibraltar achieved good results through rigorous cost control, tight management of its lending risks, and further growth in offshore retail deposits.

Other International and Private Banking

Good results were produced by the long-established retail banking businesses in Africa and the Caribbean. However, lower interest rates affected returns in the second half of the year, as did rising costs and increased competition, particularly in Africa where the South African banks are extending their influence.

Barclays has been given authority to open an office in Johannesburg. Its purpose is wholesale banking with an initial emphasis on trade finance as commercial relations between South Africa, the rest of the African continent and the world in general appear set for expansion.

The Group's Latin American business, which operates from our Miami office, concentrates on trade finance and the financial services sector.

In November 1994 we announced the sale of Barclays Business Credit, the asset-based finance operation in the United States. Though a profitable business, it did not fit Barclays strategy. The sale was completed in January 1995.

Barclays Private Banking operates a very distinct business, protecting and managing the personal assets of individuals with substantial wealth. It manages some US$20bn of assets for clients in more than 80 countries through a team of specialist private bankers operating from offices in the United Kingdom, Switzerland, the Americas, Asia and several off-shore centres. Its range of services includes investment management, multi-currency banking and trust and fiduciary services.

In 1994 Barclays Private Banking increased its team of specialist private bankers and its international representation with a new office in Bermuda. Despite these additional costs and difficult markets, profits for the year exceeded those of 1993.

diverse work force. Recruitment and subsequent selection for career development are based on skills and ability irrespective of sex, marital status, disability or race.

As a core sponsor and active member of the Employers' Forum on Disability, we are committed to providing equal opportunity to disabled people both at the recruitment stage and in employment. We display the British Government's 'two tick' symbol to communicate this commitment.

The UK Bank continues to help staff to combine work with family or other responsibilities by offering a range of flexible arrangements. These are open to both men and women and include the responsibility break which enables staff to take time off to care for an elderly, sick or disabled person when longer-term care becomes necessary, and the career break which allows staff to take up to two years off to care for their young children. In 1994 Barclays added parental leave to its portfolio of family friendly policies. This allows fathers to take a period of up to 12 weeks' unpaid leave at any time during the year following the birth of their child.

The Group remains an active supporter of the Opportunity 2000 campaign whose aims are to improve the quality and number of women in the workforce. The proportion of women in management positions continues to grow and now stands at 16%, while half the posts in the senior non-managerial grades, from which future managers are drawn, are now occupied by women.

The community

We recognise the need to contribute to the social and economic well being of the societies in which we operate.

Barclays is a founder member of the 'Per Cent Club' pledging a minimum of 0.5% of average pre-tax profits to support the community. Additionally, all Barclays operations outside the United Kingdom are encouraged to donate up to 1% of their profits to support their local communities. Worldwide contributions in 1994 totalled £7.5m (1993: £6.5m) and within this figure charitable donations in the United Kingdom totalled £1.8m (1993: £1.0m). Most of our budget is directed at sponsorships of charities and community bodies, as distinct from straight forward giving. Community policies are directed toward young people, elderly, disadvantaged and disabled people, education, the environment and the arts.

Two of our long-standing UK sponsorships concluded in 1994. Over seven years, Barclays Youth Music Theatre Awards involved more than

POSITIVE ABOUT DISABLED PEOPLE

Community involvement and commitment is part of our daily business. It is not an afterthought

100 schools. In a three-year programme, the Barclays Lifestart Challenge enabled some 70 youngsters who are disabled or come from disadvantaged backgrounds to participate in a three-week Outward Bound course. In three other major UK award schemes, to be repeated in 1995, local groups receive cash grants to help specific projects for the community, with additional grants for schemes which could serve as national models. The three schemes are Youth Action with Youth Clubs UK; Age Resource with Age Concern England; and Community Action with the Community Development Foundation.

Support is given to a small number of UK-based charities to assist in overseas work. For many years we have worked with Voluntary Service Overseas, and 1995 will be the third year of sponsorship for Sightsavers. In Barbados, Barclays bought and gave to the country an area of outstanding natural beauty, thus saving it from development. In Kenya, Barclays runs an innovative scheme by which vouchers can be bought and given to child street beggars who can redeem them only at centres which feed and clothe them and tend to their medical needs.

The RSPB, the County Wildlife Trusts and the Woodlands Trust continue to benefit through our environmental budget. We supported the Young National Trust Theatre for a seventh year, while the Barclays New Stages Awards encouraged new theatre for a sixth season. Sponsorship of the English Touring Opera – a company which encourages young professionals – allowed them to visit 26 locations during 1994. We shall again support their national tour in 1995.

Other major beneficiaries during 1994 included Homestart, the Abbeyfield Society, St John Ambulance and the 60th anniversary appeal of the Queen Elizabeth Foundation for Disabled People. We would like to thank all the volunteers and professional staff in the bodies we have supported for the positive way in which they have allowed us to work alongside them.

During 1994, we conducted a major study of our community and charitable activities with wide consultation. As a result more of our UK budget will be directed at locally-based activities, we are encouraging our staff to participate in more community work and we have just launched a major new programme, Barclays New Futures, with a budget of £6.5m over five years. This is aimed at secondary schools encouraging them to participate in community work of their own choosing. The 1994 report of Ofsted (Office for standards in education) expressed concern that schools were becoming

Summary directors' report

Profit attributable

The profit attributable to shareholders for the year amounted to £1,179 million compared with the 1993 profit of £310 million.

Second interim dividend

A second interim dividend for the year ended 31st December 1994 of 13p per Ordinary Share has been declared by the directors and will be paid on 16th May 1995 to shareholders registered at the close of business on 30th March 1995. No further dividends in respect of the year to 31st December 1994 are proposed.

With the first interim dividend of 8p per Ordinary Share that was paid on 13th October 1994, the total distribution for the year 1994 is 21p per Ordinary Share (1993 15.15p). The Ordinary dividends for the year, together with the dividends on the Staff Shares of 14p per share (1993 14p), absorb a total of £343 million (1993 £246 million), leaving a retained profit of £836 million (1993 £64 million).

Share dividends

Share dividends were offered in place of the above cash dividends, on the basis of one new Ordinary Share at 550p for every 63.5838 Ordinary Shares held in respect of the second interim dividend for 1993 paid on 13th May 1994 and one new Ordinary Share at 554.2p for every 69.275 Ordinary Shares held in respect of the first interim dividend for 1994 paid on 13th October 1994. More than 30,000 shareholders took advantage of these offers and 2,272,576 shares were issued in lieu of cash dividends. A share dividend in respect of the second interim dividend for 1994 is being offered to shareholders.

Audit Committee

Sir Nigel Mobbs DL *Chairman*
The Lord Lawson of Blaby PC
Shijuro Ogata
The Lord Wright of Richmond GCMG

The Audit Committee comprising non-executive directors of the company meets regularly with the Group's senior financial management, the external auditors and the internal audit department to consider, inter alia, the nature and scope of the audit and the reporting accountants' reviews (performed under the Companies Act 1985 and the Banking Act 1987), compliance reports and the effectiveness of the Group's systems of internal control.

Remuneration and Nominations Committee

Sir Denys Henderson *Chairman*
Mary Baker
Sir Derek Birkin TD
Sir Nigel Mobbs DL
Jan Peelen

The Remuneration and Nominations Committee comprising non-executive directors, which reports to the Board of Barclays Bank PLC, meets when necessary and makes recommendations on the remuneration of executive directors and other senior Group employees and approves any distribution under the company's profit sharing schemes to eligible UK employees. When meeting to consider the nomination of prospective directors, the chairman of Barclays Bank PLC and one other executive director may attend as ex-officio members.

The Executive Committee

The Executive Committee of Barclays Bank PLC meets weekly and performs Group management functions. It comprises Martin Taylor (chairman), Alastair Robinson (deputy chairman), David Band, Donald Brydon, Joseph De Feo, William Gordon, Carlos Martinez de Campos, Graham Pimlott and Oliver Stocken.

Board membership changes

The Lord Camoys DL and Sir James Spooner retired from the Board of Directors on 1st April and 5th May 1994 respectively.

Mrs Mary Baker, Mr David Band and Sir Denys Henderson retire by rotation at the annual general meeting and offer themselves for re-election. Mr Band has a service agreement with the Group terminable on one year's notice.

Barclays PLC

Barclays PLC is a non-trading investment holding company which owns the entire issued Ordinary share capital of Barclays Bank PLC, the main operating company of the Group. An extensive range of commercial and investment banking, insurance, financial and related services is provided in the names of Barclays Bank PLC and of certain subsidiary undertakings and these activities are reviewed in the preceding pages. The Group operates through more than 2,000 branches and some 250 offices in the United Kingdom and, overseas, through a further 1,000 branches and offices in more than 70 countries.

Annual general meeting

The annual general meeting will be held at The Queen Elizabeth II Conference Centre on 4th May 1995 and a notice convening the meeting is included in a separate letter to shareholders dated 5th April 1995 which accompanies this document.

By order of the Board
Howard Trust Secretary
6th March 1995

In order to improve the effectiveness of the annual general meeting, shareholders intending to ask a question are requested to register their name and the subject of their question at one of the question points in the hall. Shareholders will be asked to use one of the microphones in the hall when their question is called. For the hard of hearing, induction loops will be available and the meeting will be signed. The meeting location has access for wheelchairs.

Auditors' report

The auditors' report on the annual accounts of the Group for the year ended 31st December 1994 was unqualified and did not contain a statement under either section 237(2) (accounting records or returns inadequate or accounts not agreeing with records and returns) or 237(3) (failure to obtain necessary information and explanations) of the Companies Act 1985.

Statement of directors' responsibilities

The following statement, which should be read in conjunction with the auditors' statement set out on page 39, is made with a view to distinguishing for shareholders the respective responsibilities of the directors and of the auditors in relation to the accounts.

The directors are required by the Companies Act 1985 to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Group as at the end of the financial year and of the profit or loss for the financial year (the full accounts). They are also required to ensure that the annual review and summary financial statement is consistent with the full accounts and directors' report.

The directors consider that in preparing the full accounts, the Group has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and that all the accounting standards which they consider to be applicable have been followed.

The directors have responsibility for ensuring that the Group keeps accounting records which disclose with reasonable accuracy the financial position of the Group and which enable them to ensure that the accounts comply with the Companies Act 1985.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Summary group profit and loss account For the year ended 31st December 1994

	Note	1994 £m	1993 £m
Net interest income		**3,626**	3,897
Other income		**3,269**	3,480
Operating income		**6,895**	7,377
Operating expenses		**(4,572)**	(4,814)
Operating profit before provisions		**2,323**	2,563
Provisions for bad and doubtful debts		**(602)**	(1,869)
Provisions for contingent liabilities and commitments		**–**	(49)
Operating profit		**1,721**	645
Profit on disposal of Group undertakings	1	**107**	–
Write-down of surplus properties		**(4)**	(8)
Income from associated undertakings		**35**	24
Profit on ordinary activities before tax	2	**1,859**	661
Tax on profit on ordinary activities		**(608)**	(282)
Profit on ordinary activities after tax		**1,251**	379
Minority interests – equity and non-equity		**(72)**	(69)
Profit for the financial year attributable to the members of Barclays PLC		**1,179**	310
Dividends:			
First interim 8.00p per Ordinary Share (1993 6.50p)		**(130)**	(105)
Second interim 13.00p per Ordinary Share (1993 8.65p)		**(213)**	(141)
		(343)	(246)
Profit retained for the financial year		**836**	64
Directors' emoluments		**£3.7m**	£4.6m
Earnings per Ordinary Share		**72.4p**	19.2p

The summary financial statement on pages 36 to 39 was approved by the Board of Directors on 6th March 1995 and signed on its behalf by Mr ARF Buxton.

Summary consolidated balance sheet As at 31st December 1994

	Note	1994 £m	1994 £m	1993 £m	1993 £m
Assets					
Cash, treasury bills and other short-term funds			**10,296**		9,687
Loans and advances to banks			**28,922**		23,253
Loans and advances to customers			**83,774**		93,825
Loans subject to non-recourse finance arrangements		**659**		257	
Less: non-returnable finance		**(650)**		(254)	
			9		3
Debt securities and equity shares			**20,134**		21,966
Interests in associated undertakings			**43**		207
Tangible fixed assets	3		**2,127**		2,080
Other assets			**14,058**		12,138
			159,363		163,159
Long-term assurance fund assets attributable to policyholders			**3,040**		2,892
Total assets			**162,403**		166,051
Liabilities					
Deposits by banks			**27,007**		30,980
Customer accounts			**89,310**		89,905
Debt securities in issue			**8,848**		12,403
Other liabilities			**24,046**		19,672
Undated loan capital – convertible to preference shares			**320**		338
Undated and dated loan capital – non-convertible			**3,221**		3,845
Other subordinated liabilities – non-convertible			**121**		131
			152,873		157,274
Minority interests and shareholders' funds					
Minority interests – equity			**50**		44
Minority interests – non-equity			**279**		633
Called up share capital		**1,636**		1,624	
Reserves		**4,525**		3,584	
Shareholders' funds – equity	4		**6,161**		5,208
			6,490		5,885
			159,363		163,159
Long-term assurance fund liabilities to policyholders			**3,040**		2,892
Total liabilities and shareholders' funds			**162,403**		166,051

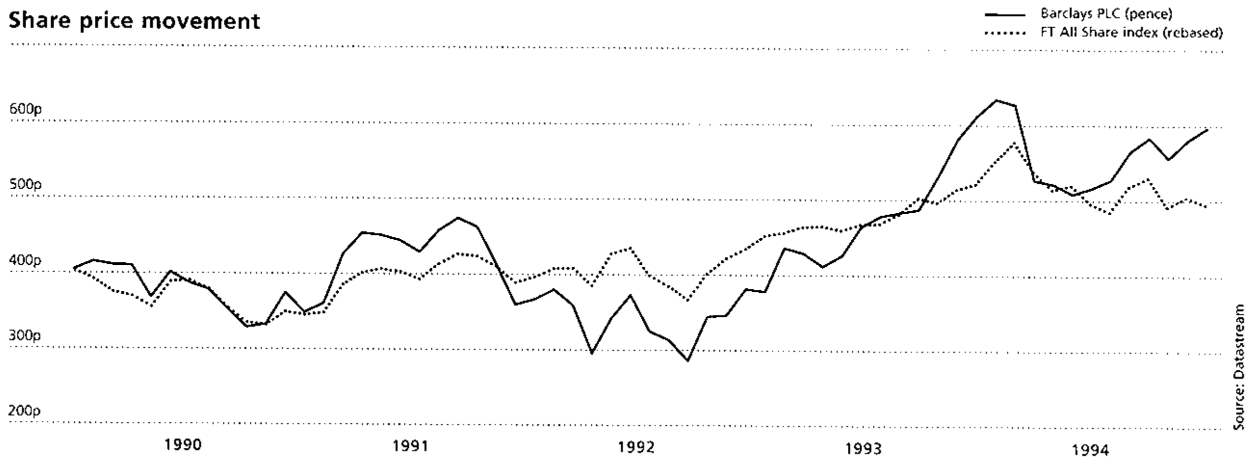
	Note	1994 £m	1993 £m
Memorandum items	7		
Contingent liabilities		**12,526**	16,835
Commitments		**43,067**	41,876

Shareholder information

Shareholdings at 31st December 1994

Classification of shareholders	Shareholders: Number	Shareholders: Percentage of total holders	Shares held: Number (millions)	Shares held: Percentage of called up Ordinary Shares
Personal holders	114,611	85.02	187.3	11.45
Nominee companies	14,105	10.46	1,140.5	69.75
Banks	2,740	2.03	10.9	0.67
Other companies	2,710	2.01	123.2	7.53
Insurance companies	574	0.43	129.7	7.93
Pension funds	62	0.05	43.7	2.67
Totals	134,802	100.00	1,635.3	100.00
Shareholding range				
1-100	14,440	10.71	0.4	0.03
101-250	10,874	8.07	2.0	0.12
251-500	17,672	13.11	6.7	0.41
501-1,000	28,790	21.36	21.3	1.30
1,001-5,000	51,798	38.42	112.6	6.89
5,001-10,000	6,575	4.88	44.9	2.75
10,001-25,000	2,333	1.73	34.3	2.09
25,001-50,000	661	0.49	23.6	1.44
50,001 and over	1,659	1.23	1,389.5	84.97
Totals	134,802	100.00	1,635.3	100.00

Share price movement



It is emphasised that past performance of the share price cannot be relied on as a guide to future performance.

Capital gains tax

Since 6th April 1988, the valuation at 31st March 1982 may be substituted for the original cost of shares purchased before that date. The market value of one share on 31st March 1982, adjusted for capitalisation issues in June 1982 and May 1990, was 266.1p. To arrive at the total cost of any holdings, the amount subscribed for rights taken up in 1985 and 1988 should be added to the value of the holding calculated as above.

When selling shares, shareholders may also be entitled to indexation relief, which is calculated on the value at 31st March 1982, on the cost of subsequent purchases from the date of purchase and on the subscription for rights from the date of that payment. Indexation relief applies only to reduce or extinguish capital gains. It cannot create or increase a capital loss.

Shareholders are advised to consult an office of Barclays Financial Services Limited if further information regarding possible tax liability in respect of their holdings of Barclays PLC shares is required.

Mandated dividends

Shareholders whose dividends are paid direct to a bank or building society account will receive, in early November, a single tax voucher relating to the second interim dividend(s) payable on 16th May and to the first interim dividend(s) for 1995, payable on 12th October.

Share dealing and single company PEPs

The Group offers a simplified postal dealing service for the purchase or sale of the company's shares. Barclays PLC single company PEPs are also available to shareholders. Leaflets describing these services are available from the Secretary at the Head Office address.

Shareholder enquiries

Investors who have any questions about their investment in Barclays, or about Barclays in general, may write to:

The Head of Investor Relations, Barclays Bank PLC, 54 Lombard Street, London EC3P 3AH or, in America, the Corporate Communications Vice President, Barclays Bank PLC, 75 Wall Street, New York, NY10265, USA.

Head office and registered office

54 Lombard Street, London EC3P 3AH.
Tel: 0171 699 5000.

Registrar

Barclays Registrars, Bourne House,
34 Beckenham Road, Beckenham, Kent, BR3 4TU.
Tel: 0181 650 4866.

ADR depository

Morgan Guaranty Trust Company of New York,
c/o Boston Financial Data Services,
2 Heritage Drive, North Quincy, MA 02171 USA.
Tel: (617) 774 4237.

Financial diary

Financial diary for 1995

Results for year 1994 announced	7th March
Annual review and summary financial statement and annual report posted to shareholders	5th April
Annual general meeting at The Queen Elizabeth II Conference Centre, Broad Sanctuary, Westminster, London SW1	4th May
Second interim dividends for year 1994 payable	16th May
1995 interim results announced	8th August
First interim dividends for year 1995 payable	12th October