

BARCLAYS PLC
Form 6-K
June 13, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 6-K

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

June 13, 2014

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):

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.

EXHIBIT INDEX

Barclays announces Results of Offer to Exchange Securities- dated 13 June 2014

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: June 13, 2014

By: /s/ Patrick Gonsalves

Patrick Gonsalves
Deputy Secretary

BARCLAYS BANK PLC
(Registrant)

Date: June 13, 2014

By: /s/ Patrick Gonsalves

Patrick Gonsalves
Joint Secretary

NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, INTO ANY JURISDICTION IN WHICH IT WOULD BE UNLAWFUL TO DO SO.

13 June 2014

BARCLAYS PLC AND BARCLAYS BANK PLC OFFER TO EXCHANGE EXISTING T1 SECURITIES FOR NEW AT1 SECURITIES: RESULTS ANNOUNCEMENT

On 15 May 2014, Barclays PLC ("Barclays") and Barclays Bank PLC ("Barclays Bank", and together with Barclays, the "Offerors") launched invitations to holders ("Holders") of certain existing Tier 1 securities (the "Existing T1 Securities") issued by Barclays Bank to offer to exchange any or all of such securities for new additional tier 1 securities (the "New AT1 Securities") to be issued by Barclays (the "Exchange Offers"), as the next step in the transition of the Group's capital structure.

Further to such invitations the Offerors hereby announce that, as of the Expiration Date for the Exchange Offers (being 11:59 p.m. (New York City time) on 12 June 2014), the aggregate principal amount of each Series of Existing T1 Securities validly tendered and accepted for exchange, and the aggregate principal amount of each Series of New AT1 Securities to be issued, is as set out in the tables below:

Sterling Exchange Offer

| Sterling T1 Securities | ISIN | Exchange Price (per £1,000 principal amount of Sterling T1 Securities) | Principal Amount Outstanding | Principal Amount Accepted for Exchange | Principal Amount Outstanding following Sterling Exchange Offer |
|--|--------------|--|------------------------------|--|--|
| 6% Callable Perpetual Core Tier One Notes | XS0150052388 | £1,040 principal amount of Sterling AT1 Securities | £90,501,000 | £77,962,000 | £12,539,000 |
| 5.3304% Step-up Callable Perpetual Reserve Capital Instruments | XS0248675364 | £960 principal amount of Sterling AT1 Securities | £81,481,000 | £46,108,000 | £35,373,000 |
| 6.3688% Step-up Callable Perpetual Reserve Capital Instruments | XS0305103482 | £1,050 principal amount of Sterling AT1 | £94,703,000 | £61,550,000 | £33,153,000 |

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Securities

| | | | | | |
|---|--------------|---|--------------|--------------|--------------|
| 6.0% | XS0222208539 | £1,030 | £750,000,000 | £540,700,000 | £209,300,000 |
| Non-Cumulative Callable Preference Shares | | principal amount of Sterling AT1 Securities | | | |

| | | | | | | |
|-------------------------------|--------------|--------------------------|---|---------------------|-------------------------|--|
| New AT1 Securities | ISIN | Initial Interest Rate | Reset Sterling Interest Margin | Conversion Price | First Call Date | Aggregate Principal Amount to be Issued |
| Sterling AT1 Securities | XS1068561098 | 7.00% | 5.084% | £1.65 | 15 September 2019 | £697,602,000 |

Euro Exchange Offer

| | | | | | |
|---|--------------|--|------------------------------------|---|--|
| Euro T1 Securities | ISIN | Exchange Price (per €1,000 principal amount of Euro T1 Securities) | Principal Amount Outstanding | Principal Amount Accepted for Exchange | Principal Amount Outstanding following Euro Exchange Offer |
| 4.75% | XS0214398199 | €1,000 | €1,400,000,000 | €1,081,440,000 | €318,560,000 |
| Non-Cumulative Callable Preference Shares | | principal amount of Euro AT1 Securities | | | |

| | | | | | | |
|------------------------|--------------|--------------------------|----------------------------------|---------------------|-------------------------|--|
| New AT1 Securities | ISIN | Initial Interest Rate | Reset Euro Interest Margin | Conversion Price | First Call Date | Aggregate Principal Amount to be Issued |
| Euro AT1 Securities | XS1068574828 | 6.50% | 5.875% | €2.02 | 15 September 2019 | €1,076,730,000 |

Dollar Exchange Offer

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| Dollar T1 Securities | ISIN / CUSIP | Exchange Price (per \$1,000 principal amount of Dollar T1 Securities) | Principal Amount Outstanding | Principal Amount Accepted for Exchange | Principal Amount Outstanding following Dollar Exchange Offer |
|--|--|---|------------------------------|--|--|
| 6.86% Callable Perpetual Core Tier One Notes | XS0155141830;US06738CAG42 / 06738CAG4 | \$1,135 principal amount of Dollar AT1 Securities | \$681,013,000 | \$111,813,000 | \$569,200,000 |
| 5.926% Step-up Callable Perpetual Reserve Capital Instruments | XS0269453139; US06739FEY34 / 06739FEY3 | \$1,090 principal amount of Dollar AT1 Securities | \$533,064,000 | \$374,067,000 | \$158,997,000 |
| 7.434% Step-up Callable Perpetual Reserve Capital Instruments | XS0322792010;US06739GAD16 / 06739GAD1 | \$1,155 principal amount of Dollar AT1 Securities | \$346,565,000 | \$229,414,000 | \$117,151,000 |
| 6.278% Non-Cumulative Callable Dollar Preference Shares, Series 1, evidenced in the form of American Depositary Shares, Series 1 | US06738C8284 / 06738C828 | \$1,060 principal amount of Dollar AT1 Securities | \$1,000,000,000 | \$418,670,000 | \$581,330,000 |

| New AT1 Securities | ISIN / CUSIP | Initial Interest Rate | Reset Dollar Interest Margin | Conversion Price | First Call Date | Aggregate Principal Amount to be Issued |
|-----------------------|---------------------------|-----------------------|------------------------------|------------------|-------------------|---|
| Dollar AT1 Securities | US06738EAB11 / 06738E AB1 | 6.625% | 5.022% | \$2.77 | 15 September 2019 | \$1,211,446,000 |

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The Exchange Offers have now expired and no further Existing T1 Securities will be accepted for exchange. The Existing T1 Securities that have not been accepted for exchange will remain outstanding following the Exchange Offers.

The Minimum New Issue Size has been satisfied in respect of each Exchange Offer.

On the Settlement Date (which is expected to be 17 June 2014), Holders of Existing T1 Securities accepted for exchange by the Offerors will receive a principal amount of New AT1 Securities as set out in the tables above under "Exchange Price", plus any applicable Cash Payment Amount and (if applicable) any cash amounts in lieu of fractional New AT1 Securities in the currency of the relevant Series of New AT1 Securities.

All the TONs and the RCIs accepted for exchange pursuant to the Exchange Offers will be cancelled. All the Preference Shares accepted for exchange pursuant to the Exchange Offers are expected to be bought back by Barclays Bank from Barclays and then cancelled by Barclays Bank.

The Exchange Offers remain subject to the terms and conditions set out in the prospectus dated 10 June 2014 (the "Prospectus") and the Form F-4 Registration Statement (the "Registration Statement") filed with the U.S. Securities and Exchange Commission (the "SEC") on 15 May 2014 (as amended on 5 June 2014), which was declared effective on 10 June 2014. Copies of the Prospectus and the Registration Statement are available for free by visiting EDGAR on the SEC website at www.sec.gov or from the Exchange Agents whose contact details are set out at the end of this announcement.

Capitalised terms used and not otherwise defined in this announcement have the meanings given in the Prospectus.

Further Information

A complete description of the terms and conditions of the Exchange Offers is set out in the Prospectus. Any questions or requests for assistance may be directed to the Dealer Managers or the Exchange Agents at their respective telephone numbers as set forth below. A Holder may also contact such Holder's broker, dealer, commercial bank, trust company or other nominee for assistance concerning the Exchange Offers.

The Dollar Exchange Agent is:

Global Bondholder Services Corporation

By Hand, Overnight Delivery or Mail

(Registered or Certified Mail
Recommended):

65 Broadway - Suite 404
New York, New York 10006
United States of America
Attn: Corporate Actions

By Facsimile Transmission

(for Eligible Institutions only): (212) 430-3775/3779

Email: info@gbsc-usa.com

Confirm by Telephone: (212) 430-3774

Toll free: (866) 470-4500

The Sterling and Euro Exchange Agent is:

Lucid Issuer Services Limited

By Hand, Overnight Delivery or Mail

By Facsimile Transmission

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(Registered or Certified Mail
Recommended):
Leroy House
436 Essex Road
London N1 3QP United Kingdom
Attn: Thomas Choquet / Yves Theis

(for Eligible Institutions only): +44 20 7067 9098
Email: barclays@lucid-is.com
Confirm by Telephone: +44 20 7704 0880

The Sole Global Coordinator and Lead Dealer Manager for the Exchange Offers is:

Barclays Capital Inc.
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United States

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Collect: +1 (212) 528-7581
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Email: us.lm@barclays.com
Attention: Liability Management Group

In Europe:
Tel: +44(0) 20 3134 8515
Fax: +44(0) 20 7516 7379
Email: eu.lm@barclays.com
Attention: Liability Management Group

The Joint Dealer Managers for the Dollar Exchange Offers are:

Banco Bilbao Vizcaya Argentaria, S.A.

One Canada Square
44th Floor
Canary Wharf
London E14 5AA
United Kingdom

In Europe:
Tel: + 44 (0)207 397 60 29
Attention: Gianmarco Deiana
Email: gianmarco.deiana@bbva.com

Merrill Lynch, Pierce Fenner & Smith
Incorporated

214 North Tryon Street, 21st Floor
Charlotte, NC 28255
United States

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U.S. Toll-Free: +1 (888) 292-0070
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Attention: Debt Advisory

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Wikblom

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United Kingdom

Attention: Liability Management Group
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United States

In the United States:
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Attention: Debt Capital Markets

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London EC4M 9AF
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In Europe:
Email: Intm@smbcnikko-cm.com

The Joint Dealer Managers for the Sterling Exchange Offer and the Euro Exchange Offer are:

Crédit Agricole Corporate and Investment
Bank

Broadwalk House
5 Appold Street
London EC2A 2DA
United Kingdom

In Europe:
Tel: +44 (0)20 7214 7140
Email: liability.management@ca-cib.com

Lloyds Securities Inc.

1095 Avenue of the Americas
New York, NY 10036
United States

Credit Suisse Securities (Europe)
Limited

One Cabot Square
Canary Wharf
London E14 4QJ
United Kingdom

In Europe:
Tel: +44 (0)20 7883 8763
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30, avenue Pierre Mendès-France
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Attention: Legal

In Europe:

Email: dcm.legal@swedbank.se

In Europe:

Tel: +33 1 58 55 27 89

Email: legal.bonds@natixis.com

Attention: Legal Bonds

UBS Limited

1 Finsbury Avenue
London EC2M 2PP
United Kingdom
Attention: Liability Management Group

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Tel: +44 (0)20 7567 0525

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mahmoud.abdelaal@ubs.com

Analyst and Investor Information

Further information for analysts and investors can be obtained from the following contacts at Barclays:

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Disclaimer

This announcement must be read in conjunction with the Prospectus. No offer or invitation to acquire or exchange any securities is being made pursuant to this announcement, and this announcement does not constitute an offer of any securities for sale. As described above, Barclays has filed a Registration Statement and Prospectus with the SEC in relation to the Exchange Offers.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

