

BARCLAYS PLC
Form 8-A12B
January 12, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-A
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Barclays PLC
(Exact name of Registrant as Specified in Its Charter)

England
(State of Incorporation or Organization)

13-4942190
(I.R.S. Employer Identification No.)

1 Churchill Place, London, United Kingdom
(Address of Principal Executive Office)

E14 5HP
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. ☒ x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. ☐ "

Securities Act registration statement file number to which this form relates:

No. 333-195645

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered
3.25% Fixed Rate Senior Notes due 2021

Name of each exchange on which
each class is to be registered
The New York Stock Exchange

4.375% Fixed Rate Senior Notes due 2026

The New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act: None

INFORMATION REQUIRED IN REGISTRATION STATEMENT

The Registrant has filed with the Securities and Exchange Commission (the Commission) pursuant to Rule 424(b) under the Securities Act of 1933 (Rule 424(b)) a prospectus dated May 2, 2014 (the Prospectus) and a prospectus supplement dated January 5, 2016 (the Prospectus Supplement) relating to the Securities (as defined below) registered hereunder included in the Registrant's automatic shelf Registration Statement on Form F-3 ASR (File No. 333-195645), which became automatically effective on May 2, 2014. The Registrant incorporates by reference the Prospectus and the Prospectus Supplement to the extent set forth below.

Item 1. Description of Registrant's Securities to be Registered.

This registration statement relates to (i) \$1,500,000,000 aggregate principal amount of 3.25% Fixed Rate Senior Notes due 2021 and (ii) \$2,500,000,000 aggregate principal amount of 4.375% Fixed Rate Senior Notes due 2026, to be issued by the Registrant (collectively, the Securities). Reference is made to the information set forth (i) under the heading Description of Debt Securities in the Prospectus and (ii) under the headings Description of Senior Notes and U.S. Federal Income Tax Considerations in the Prospectus Supplement, which information is incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits with respect to Form 8-A, the following exhibits are being filed with the Commission in connection with this Registration Statement:

- 4.1 Senior Debt Securities Indenture, between the Registrant and The Bank of New York Mellon, as Trustee, dated as of November 10, 2014 (incorporated by reference to the Current Report on Form 6-K, dated November 10, 2014 (Film No 141207282), filed by the Registrant with the Securities and Exchange Commission on November 10, 2014).
- 4.2 Officer's Certificate of Barclays PLC pursuant to Sections 1.02, 3.01 and 3.03 of the Senior Debt Indenture, dated as of January 12, 2016 (incorporated by reference to the Current Report on Form 6-K, dated January 12, 2016 (Film No 161337913), filed by the Registrant with the Securities and Exchange Commission on January 12, 2016).
- 4.3 Form of Global Security for the 3.25% Fixed Rate Senior Notes due 2021 (included in Exhibit 4.2).
- 4.4 Form of Global Security for the 4.375% Fixed Rate Senior Notes due 2026 (included in Exhibit 4.2).
- 99.1 Prospectus and Prospectus Supplement (incorporated herein to the extent provided above by reference to the Registrant's filings under the Registration Statement on Form F-3 ASR (File No. 333-195645) and Rule 424(b) filed with the Commission on May 2, 2014 and January 7, 2016, respectively).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

BARCLAYS PLC

(Registrant)

Date: January 12, 2016

By: /s/ Miray Muminoglu
Name: Miray Muminoglu
Title: Director, Capital Markets Execution

EXHIBIT INDEX

Exhibit No.	Description of Exhibit
4.1	Senior Debt Securities Indenture, between the Registrant and The Bank of New York Mellon, as Trustee, dated as of November 10, 2014 (incorporated by reference to the Current Report on Form 6-K, dated November 10, 2014 (Film No 141207282), filed by the Registrant with the Securities and Exchange Commission on November 10, 2014).
4.2	Officer's Certificate of Barclays PLC pursuant to Sections 1.02, 3.01 and 3.03 of the Senior Debt Indenture, dated as of January 12, 2016 (incorporated by reference to the Current Report on Form 6-K, dated January 12, 2016 (Film No 161337913), filed by the Registrant with the Securities and Exchange Commission on January 12, 2016).
4.3	Form of Global Security for the 3.25% Fixed Rate Senior Notes due 2021 (included in Exhibit 4.2).
4.4	Form of Global Security for the 4.375% Fixed Rate Senior Notes due 2026 (included in Exhibit 4.2)
99.1	Prospectus and Prospectus Supplement (incorporated herein to the extent provided above by reference to the Registrant's filings under the Registration Statement on Form F-3 ASR (File No. 333-195645) and Rule 424(b) filed with the Commission on May 2, 2014 and January 7, 2016, respectively).