Devlin William
Form 4
February 24, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Devlin William

(Last) (First) (Middle)

3 BALA PLAZ EAST, SUITE 300

(Street)

BALA CYNWYD, PA 19004

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Global Indemnity plc [GBLI]

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) __X__ Other (specify below)
Chief Operating/Claims Officer / Global Indemnity Group

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Ordinary Shares	02/22/2012		F		851	D	$ 19.41	8,522	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Devlin William 3 BALA PLAZ EAST, SUITE 300 BALA CYNWYD, PA 19004			Chief Operating/Claims Officer	Global Indemnity Group

Signatures

/s/Linda Hohn Attorney-in-fact	02/24/2012
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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Dividends

. It is our policy to declare and pay dividends on a quarterly basis. We will pay a third interim cash dividend for 2012 of 1p per share on 7 December 2012

Outlook

. Performance during October continues to be affected by the challenging economic environment and subdued market volumes. We continue to be cautious about the environment in which we operate and have positioned the Bank accordingly with an intense focus on costs, returns and capital. We remain confident in the strength of our market positions, our robust risk management and the benefits of our universal banking model

Results by Business

UK RBB	Nine Months Ended 30.09.12 £m	Nine Months Ended 30.09.11 £m	% Change
Adjusted basis			
Total income net of insurance claims	3,335	3,527	(5)
Credit impairment charges and other provisions	(198)	(380)	(48)
Net operating income	3,137	3,147	-
Operating expenses	(1,991)	(1,950)	2
Other net income	-	1	
Adjusted profit before tax	1,146	1,198	(4)
Adjusting items			
Provision for PPI redress	(850)	(400)	
Statutory profit before tax	296	798	(63)
Performance Measures			
Adjusted return on average equity	16.9%	16.7%	
Adjusted return on average risk weighted assets	3.3%	3.3%	
Adjusted cost: income ratio	60%	55%	
Return on average equity	4.4%	11.0%	
Return on average risk weighted assets	0.9%	2.2%	
Cost: income ratio	85%	67%	
Loan loss rate (bps)	21	42	
Balance Sheet Information	30.09.12	30.06.12	
Loans and advances to customers at amortised cost	£126.0bn	£123.4bn	
Customer deposits	£114.5bn	£113.9bn	

2012 compared to 2011

- Adjusted profit before tax decreased 4% to £1,146m. Statutory profit before tax was £296m (2011: £798m) after £850m (2011: £400m) provision for PPI redress, including claims management costs

  - Solid growth in new mortgage lending and customer deposits more than offset by higher funding costs and reduced structural hedge contribution

  - Reduction in impairment principally in personal unsecured lending

- Income declined 5% to £3,335m reflecting higher funding costs and reduced contribution from structural hedges in particular non recurrence of gains from the disposal of hedging instruments in Q3 11

. Credit impairment charges decreased 48% to £198m reflecting improvements across all portfolios, principally in personal unsecured lending

- Loan loss rate reduced to 21bps (2011: 42bps)

- 90 day arrears rates on UK Personal Loans improved by 43bps to 1.35%

. Operating expenses, excluding the PPI provision and claims management costs, increased 2% to £1,991m

Q3 12 compared to Q2 12

. Adjusted profit before tax decreased 3% to £400m, principally reflecting a non recurring impairment release in Q2 12. Statutory loss before tax of £150m (Q212: profit of £412m) reflecting an additional £550m provision for PPI redress

. Loans and advances to customers increased 2% to £126.0bn reflecting solid growth in mortgage balances. Customer deposits continued to grow to £114.5bn (30 June 2012: £113.9bn)

. Plans have been announced to acquire from ING Direct UK a deposit book with balances of £10.9bn and a mortgage book with outstanding balances of £5.6bn (as at 31 August 2012). The mortgage book had a loan to value ratio of 50% and is being acquired at an approximate 3% discount. The deposit book is being acquired at par. Completion is subject to regulatory approval and is expected to occur early in Q2 13

Results by Business

Europe RBB	Nine Months Ended 30.09.12	Nine Months Ended 30.09.11	
	£m	£m	% Change
Adjusted and statutory basis			
Total income net of insurance claims	705	979	(28)
Credit impairment charges and other provisions	(233)	(178)	31
Net operating income	472	801	(41)
Operating expenses	(632)	(920)	(31)
Other net income	9	10	
Adjusted and statutory loss before tax	(151)	(109)	39
Performance Measures			
Return on average equity	(7.6%)	(3.9%)	
Return on average risk weighted assets	(1.0%)	(0.6%)	
Cost: income ratio	90%	94%	
Loan loss rate (bps)	76	52	

Balance Sheet Information	30.09.12	30.06.12
Loans and advances to customers at amortised cost	£40.1bn	£41.2bn
Customer deposits	£18.1bn	£18.4bn

2012 compared to 2011

- Loss before tax increased 39% to £151m
  - Decrease in income reflecting the challenging economic environment in Europe
  - Offset by lower costs following restructuring charges in 2011 and subsequent cost savings

- Income declined 28% to £705m reflecting lower volumes, reduced margins and non recurrence of gains from the disposal of hedging instruments in Q3 11

- Credit impairment charges increased 31% to £233m due to deterioration in credit performance across Europe reflecting current economic conditions
  - Loan loss rate increased to 76bps (2011: 52bps)
  - 90 day arrears rates for home loans deteriorated by 12bps to 0.83% reflecting deterioration across all countries, most notably in Spain

- Operating expenses decreased 31% to £632m reflecting restructuring charges of £129m in 2011 and related cost savings

Q3 12 compared to Q2 12

- Loss before tax increased by £10m to £59m driven by a decline in income reflecting the challenging economic environment in Europe, partially offset by cost savings

- Loans and advances to customers decreased 3% to £40.1bn reflecting the strategy to reduce the net funding mismatch. Customer deposits decreased 2% to £18.1bn principally reflecting competitive pricing pressures

Results by Business

	Nine Months	Nine Months

Africa RBB	Ended 30.09.12 £m	Ended 30.09.11 £m	% Change
Adjusted basis			
Total income net of insurance claims	2,390	2,710	(12)
Credit impairment charges and other provisions	(501)	(378)	33
Net operating income	1,889	2,332	(19)
Operating expenses	(1,564)	(1,774)	(12)
Other net income	5	3	
Adjusted profit before tax	330	561	(41)
Adjusting items			
Gains on acquisitions and disposals	-	2	
Statutory profit before tax	330	563	(41)
Performance Measures			
Adjusted return on average equity	4.9%	9.6%	
Adjusted return on average risk weighted assets	0.9%	1.6%	
Return on average equity	4.9%	9.7%	
Return on average risk weighted assets	0.9%	1.6%	
Cost: income ratio	65%	65%	
Loan loss rate (bps)	197	138	
Balance Sheet Information	30.09.12	30.06.12	
Loans and advances to customers at amortised cost	£32.5bn	£34.1bn	
Customer deposits	£21.9bn	£22.3bn	

2012 compared to 2011

. Profit before tax decreased 41% to £330m

- Higher credit impairment charges primarily in South African home loans recovery book

- Adverse currency movements reflecting depreciation of major African currencies against Sterling

. Income declined 12% to £2,390m principally reflecting currency movements and non recurrence of gains from the disposal of Group hedging instruments in Q3 11

- Excluding the impact of currency movements income is broadly in line

- Credit impairment charges increased 33% to £501m principally reflecting higher loss given default rates and higher levels of write-offs in the South African home loans recovery book

  - Loan loss rate increased to 197bps (2011: 138bps)

  - However 90 day arrears rate for home loans improved by 100bps to 2.20% reflecting improved new business and continuing low interest rate environment

- Operating expenses decreased by 12% to £1,564m reflecting currency movements and reduced costs in local currency

Q3 12 compared to Q2 12

- Profit before tax decreased 42% to £56m mainly reflecting higher operating costs driven by the timing of staff related and investment spend, while impairment charges in the South African home loans recovery book remained elevated

- Loans and advances to customers decreased 5% to £32.5bn reflecting adverse currency movements. Customer deposits decreased 2% to £21.9bn reflecting currency movements, partially offset by growth in local currency deposits in South Africa

Results by Business

Barclaycard	Nine Months Ended 30.09.12	Nine Months Ended 30.09.11	
	£m	£m	% Change
Adjusted basis			
Total income net of insurance claims	3,072	3,112	(1)
Credit impairment charges and other provisions	(714)	(988)	(28)
Net operating income	2,358	2,124	11
Operating expenses	(1,232)	(1,201)	3
Other net income	24	26	
Adjusted profit before tax	1,150	949	21
Adjusting items			
Provision for PPI redress	(150)	(600)	
Goodwill impairment	-	(47)	
Statutory profit before tax	1,000	302	231

Performance Measures

Adjusted return on average equity	22.7%	18.4%
Adjusted return on average risk weighted assets	3.4%	2.8%
Adjusted cost: income ratio	40%	39%
Return on average equity	19.5%	4.3%
Return on average risk weighted assets	2.9%	0.8%
Cost: income ratio	45%	59%
Loan loss rate (bps)	291	423
Balance Sheet Information	30.09.12	30.06.12
Loans and advances to customers at amortised cost	£30.9bn	£30.6bn
Customer deposits	£2.4bn	£2.0bn

2012 compared to 2011

. Adjusted profit before tax improved 21% to £1,150m. Statutory profit before tax was £1,000m (2011: £302m) after £150m (2011: £600m) provision for PPI redress, including claim management costs, and goodwill impairment in 2011

- Solid profit growth within the UK and International businesses

- Lower impairment reflecting improved delinquency performances

- Strong returns with adjusted return on average equity improving to 22.7% (2011: 18.4%)

. Income remained in line with prior year at £3,072m (2011: £3,112m) reflecting continued growth across the business and contributions from 2011 portfolio acquisitions, offset by higher funding costs and non recurrence of gains
from the disposal of hedging instruments in Q3 11

. Credit impairment charges decreased 28% to £714m reflecting lower charges in the European and US cards portfolios, driven by improved delinquency performances

- Loan loss rate reduced to 291bps (2011: 423bps)

- 30 day arrears rates for consumer cards in UK down 26bps to 2.46%, in the US down 76bps to 2.48% and in South Africa down 13bps to 4.93%

. Operating expenses, excluding the PPI provision and claims management costs, increased 3% to £1,232m reflecting portfolio acquisitions and investment spend

Q3 12 compared to Q2 12

- Adjusted profit before tax decreased 2% to £397m reflecting a non recurring impairment release in Q2 12. Profit before tax reduced £157m to £247m, reflecting an additional £150m provision for PPI redress

- Loans and advances to customers increased 1% to £30.9bn. Customer deposits increased £0.4bn to £2.4bn through deposit funding initiatives in the US and Germany

Results by Business

Investment Bank	Nine Months Ended 30.09.12	Nine Months Ended 30.09.11	
	£m	£m	% Change
Adjusted and statutory basis			
Fixed Income, Currency and Commodities	5,945	5,354	11
Equities and Prime Services	1,507	1,446	4
Investment Banking	1,497	1,521	(2)
Principal Investments	180	196	(8)
Total income	9,129	8,517	7
Credit impairment charges and other provisions	(346)	(3)	
Net operating income	8,783	8,514	3
Operating expenses	(5,613)	(5,831)	(4)
Other net income	35	15	
Adjusted profit before tax and profit before tax	3,205	2,698	19
Performance Measures			
Return on average equity	14.2%	12.0%	
Return on average risk weighted assets	1.6%	1.3%	
Cost: income ratio	61%	68%	
Cost: net operating income ratio	64%	68%	
Compensation: income ratio	39%	46%	
Loan loss rate (bps)	24	3	
Balance Sheet Information	30.09.12	30.06.12	
Loans and advances to banks and customers at amortised cost	£186.2bn	£185.9bn	
Customer deposits	£105.9bn	£114.5bn	
Assets contributing to adjusted gross leverage	£628.2bn	£650.4bn	
Risk weighted assets	£180.4bn	£190.6bn	

2012 compared to 2011

- Profit before tax increased 19% to £3,205m, primarily driven by income growth of 7% and a reduction in operating expenses of 4% despite a £193m charge relating to the Investment Banking allocation of the £290m penalty arising from the industry wide investigation into the setting of inter-bank offered rates

- Total income increased 7% to £9,129m

- Fixed Income, Currency and Commodities (FICC) income improved 11% to £5,945m, reflecting higher contributions from the Rates, Commodities and Emerging Markets businesses, partially offset by lower contributions from Foreign Exchange

- Equities and Prime Services income increased 4% to £1,507m, reflecting improved performance in cash equities, despite subdued market volumes

- Investment Banking income was comparable to 2011 at £1,497m, with improved performance in financial advisory offset by reduced performance in equity underwriting given lower deal activity. Debt underwriting revenues were in line with the prior year

- Credit impairment charges of £346m (2011: £3m) primarily related to ABS CDO Super Senior positions and higher losses on single name exposures in H1 12. The prior year included a non recurring release of £223m

- Operating expenses decreased 4% to £5,613m, due to an 11% decline in total performance costs to £1,384m. Non-performance costs also decreased 1% to £4,229m whilst absorbing the £193m charge relating to the setting of inter-bank offered rates

- Cost to net operating income ratio of 64% (2011: 68%) within target range of 60% to 65%. The compensation to income ratio improved to 39% (2011: 46%)

- Return on average equity of 14.2% (2011: 12.0%) and return on average risk weighted assets of 1.6% (2011: 1.3%)

Results by Business

Q3 12 compared to Q2 12

- Profit before tax decreased 6% to £937m, with a 13% reduction in income partially offset by credit impairment charges decreasing to £23m (Q2 12: £248m). Operating expenses decreased 6% on the prior quarter driven by reduced non-performance costs

- Total income of £2,633m was down 13% on the strong performance in Q2 12 reflecting a reduction in FICC income of 20%, partially offset by a 26% increase in Equities and Prime Services. Investment Banking revenues were comparable to the prior quarter

- Assets contributing to adjusted gross leverage decreased 3% to £628bn reflecting decreases in cash and balances at central banks and trading portfolio assets, partially offset by an increase in reverse repurchase agreements

- Risk weighted assets decreased 5% to £180bn driven by business risk reductions, which includes legacy sell downs, and foreign exchange movements. The benefit of risk reduction was partially offset by increases from adopting revised guidance from the FSA requiring higher loss given default assumptions on sovereign exposures

Q3 12 compared to Q3 11

- Profit before tax increased 141% to £937m driven by a 17% increase in income and a significant reduction in credit impairment charges. Operating expenses decreased 4%, with a reduction of 9% in non-performance costs, more than offsetting an increase in the charge for bonuses deffered from prior years

- Total income was up 17% reflecting improved performance in FICC by 10%, Equities and Prime Services by 58% and Investment Banking by 25%

Results by Business

Corporate Banking	Nine Months Ended 30.09.12	Nine Months Ended 30.09.11	%
	£m	£m	Change
Adjusted basis			
Total income net of insurance claims	2,205	2,398	(8)
Credit impairment charges and other	(635)	(895)	(29)

provisions			
Net operating income	1,570	1,503	4
Operating expenses	(1,130)	(1,337)	(15)
Other net income	4	1	
Adjusted profit before tax	444	167	166
Adjusting items			
Provision for interest rate hedging products redress	(450)	-	
Losses on disposal of Barclays Bank Russia	-	(64)	
Statutory (loss)/profit before tax	(6)	103	(106)
Adjusted profit/(loss) before tax by geographic segment			
UK	681	592	15
Europe	(290)	(434)	(33)
Rest of the World	53	9	
Corporate Banking	444	167	166
Performance Measures			
Adjusted return on average equity	5.6%	2.1%	
Adjusted return on average risk weighted assets	0.6%	0.3%	
Adjusted cost: income ratio	51%	56%	
Return on average equity	(0.7%)	1.0%	
Return on average risk weighted assets	(0.0%)	0.1%	
Cost: income ratio	72%	56%	
Loan loss rate (bps)	126	164	
Balance Sheet Information	30.09.12	30.06.12	
Loans and advances to customers at amortised cost	£62.1bn	£64.0bn	
Loans and advances to customers at fair value	£17.5bn	£17.3bn	
Customer deposits	£91.4bn	£88.5bn	

2012 compared to 2011

. Adjusted profit before tax improved £277m to £444m, including a gain of £61m (2011: loss of £72m) on the net valuation of fair value loans. Statutory loss before tax was £6m (2011: £103m profit), after charging £450m provision for interest rate hedging products redress

- UK adjusted profit before tax improved 15% to £681m reflecting the gains on fair value loans and improved credit impairment partially offset by increased funding costs. UK statutory profit before tax decreased £361m to £231m after a £450m provision for interest rate hedging products redress

- Europe loss before tax improved £144m to £290m principally due to reduced credit impairment charges in Spain of £271m (2011: £415m), although credit conditions remain challenging, and improved operating expenses benefiting from progress in restructuring businesses

- Rest of the World adjusted profit before tax improved £44m to £53m reflecting lower operating expenses following the prior year restructuring and disposal of Barclays Bank Russia (BBR). Rest of the World statutory profit before tax improved £108m to £53m reflecting the prior year loss on disposal of BBR

Q3 12 compared to Q2 12

. Adjusted profit before tax declined 23% to £98m with lower income following restructuring certain non-UK businesses. Statutory profit before tax improved £421m to £98m, reflecting the £450m provision for interest rate hedging products redress in Q2 12

. Loans and advances to customers declined 3% to £62.1bn reflecting significant progress in restructuring businesses in Europe. Customer deposits increased 3% to £91.4bn primarily driven by growth in the UK

Results by Business

Wealth and Investment Management	Nine Months Ended 30.09.12	Nine Months Ended 30.09.11	
	£m	£m	% Change
Adjusted and statutory basis			
Total income net of insurance claims	1,334	1,295	3
Credit impairment charges and other provisions	(25)	(31)	(19)
Net operating income	1,309	1,264	4
Operating expenses	(1,109)	(1,109)	-
Other net expense	-	(2)	
Adjusted profit before tax and profit before tax	200	153	31
Performance Measures			
Return on average equity	11.2%	10.7%	
Return on average risk weighted assets	1.6%	1.5%	
Cost: income ratio	83%	86%	
Loan loss rate (bps)	16	22	
Balance Sheet Information	30.09.12	30.06.12	
Loans and advances to customers at amortised cost	£19.9bn	£19.8bn	
Customer deposits	£52.2bn	£50.0bn	
Total client assets	£177.6bn	£176.1bn	

2012 compared to 2011

- Profit before tax increased 31% to £200m

- Continue to execute strategic investment programme with a focus on building productive capacity and delivering a step change in the client experience

- Income increased by 3% to £1,334m driven by the High Net Worth businesses

- Operating expenses were flat as the continued cost of the strategic investment programme was offset by cost control initiatives

Q3 12 compared to Q2 12

- Profit before tax increased 30% to £79m, principally due to reduced operating expenses

- Client assets increased 1% to £177.6bn (30 June 2012: £176.1bn) principally reflecting net new assets in High Net Worth businesses

- Loans and advances to customers increased 1% to £19.9bn. Customer deposits increased 4% to £52.2bn

Results by Business

Head Office and Other Operations	Nine Months Ended 30.09.12 £m	Nine Months Ended 30.09.11 £m
Adjusted basis		
Total income net of insurance claims	177	(238)
Credit impairment charges and other provisions	(5)	2
Net operating income	172	(236)
Operating expenses	(561)	(319)
Other net income	19	-
Adjusted loss before tax	(370)	(555)
Adjusting items		
Own credit	(4,019)	2,971
Impairment and gain/(loss) on disposal of BlackRock investment	227	(1,858)

Statutory (loss)/profit before tax	(4,162)	558

2012 compared to 2011

- Adjusted loss before tax improved 33% to £370m

  - Adjusted income improved to £177m (2011: loss of £238m), principally due to changes in the value of hedges relating to employee share awards. These were closed out during Q1 12

  - Operating expenses increased to £561m (2011: £319m) due to higher costs relating to the Financial Services Compensation Scheme and a £97m charge relating to the allocation to Head Office and Other Operations of the £290m penalty arising from the industry wide investigation into the setting of interbank offered rates

- Statutory loss before tax was £4,162m (2011: £558m profit), including ans pwn credit charge of £4,019m (2011: £2,971m gain) partially offset by the impact of the BlackRock investment disposal

Q3 12 compared to Q2 12

- Q3 12 adjusted loss before tax improved to £181m (Q2 12: £272m) due to a £115m reduction in operating expenses reflecting non recurrence of the penalty arising from the investigation into interbank offered rates recognised in Q2 12

Appendix I - Quarterly Results Summary

UK RBB	Q312	Q212	Q112	Q411	Q311	Q211	Q111
	£m	£m	£m	£m	£m	£m	£m
Adjusted basis							
Total income net of insurance claims	1,130	1,128	1,077	1,129	1,273	1,170	1,084
Credit impairment charges and other provisions	(76)	(46)	(76)	(156)	(105)	(131)	(144)
Net operating income	1,054	1,082	1,001	973	1,168	1,039	940
Operating expenses 1	(654)	(671)	(666)	(752)	(675)	(622)	(653)
Other net income/(expense)	-	1	(1)	1	1	(1)	1
Adjusted profit before tax	400	412	334	222	494	416	288

Adjusting items

Provision for PPI redress 1	(550)	-	(300)	-	-	(400)	-
Statutory (loss)/profit before tax	(150)	412	34	222	494	16	288

Europe RBB
Adjusted basis

Total income net of insurance claims	219	243	243	247	375	309	295
Credit impairment charges and other provisions	(76)	(85)	(72)	(83)	(62)	(47)	(69)
Net operating income	143	158	171	164	313	262	226
Operating expenses	(204)	(211)	(217)	(291)	(263)	(368)	(289)
Other net income	2	4	3	2	2	4	4
Adjusted (loss)/profit before tax	(59)	(49)	(43)	(125)	52	(102)	(59)

Adjusting items

Goodwill impairment	-	-	-	(427)	-	-	-
Statutory (loss)/profit before tax	(59)	(49)	(43)	(552)	52	(102)	(59)

Africa RBB
Adjusted basis

Total income net of insurance claims	765	795	830	861	940	906	864
Credit impairment charges and other provisions	(180)	(214)	(107)	(88)	(108)	(126)	(144)
Net operating income	585	581	723	773	832	780	720
Operating expenses	(531)	(485)	(548)	(505)	(613)	(586)	(575)
Other net income	2	1	2	1	-	1	2
Adjusted profit before tax	56	97	177	269	219	195	147

Adjusting items

Gains on acquisitions and disposals	-	-	-	-	2	-	-
Statutory profit before tax	56	97	177	269	221	195	147

Barclaycard
Adjusted basis

Total income net of insurance claims	1,046	1,036	990	983	1,140	1,012	960
Credit impairment charges and other provisions	(254)	(228)	(232)	(271)	(340)	(344)	(304)
Net operating income	792	808	758	712	800	668	656
Operating expenses 1	(402)	(412)	(418)	(458)	(430)	(400)	(371)
Other net income	7	8	9	5	8	7	11
Adjusted profit before tax	397	404	349	259	378	275	296
Adjusting items							
Provision for PPI redress1	(150)	-	-	-	-	(600)	-
Goodwill impairment	-	-	-	-	-	(47)	-
Statutory profit/(loss) before tax	247	404	349	259	378	(372)	296

1 The provision for PPI redress includes claims management costs relating to Q2 12 (UK RBB: £13m, Barclaycard: £15m) and Q1 12 (UK RBB: £11m, Barclaycard: £13m), previously recorded within operating expenses as a non-adjusting item.

Appendix I - Quarterly Results Summary

Investment Bank	Q312 £m	Q212 £m	Q112 £m	Q411 £m	Q311 £m	Q211 £m	Q111 £m
Adjusted and statutory basis							
Fixed Income, Currency and Commodities	1,581	1,968	2,396	971	1,438	1,715	2,201
Equities and Prime Services	534	423	550	305	338	563	545
Investment Banking	487	501	509	506	389	520	612
Principal Investments	31	140	9	36	89	99	8
Total income	2,633	3,032	3,464	1,818	2,254	2,897	3,366
Credit impairment (charges)/releases and other provisions	(23)	(248)	(75)	(90)	(114)	80	31
Net operating income	2,610	2,784	3,389	1,728	2,140	2,977	3,397
Operating expenses	(1,680)	(1,788)	(2,145)	(1,458)	(1,758)	(2,006)	(2,067)
Other net income/(expense)	7	6	22	(3)	6	6	3
Adjusted profit before tax and profit before tax	937	1,002	1,266	267	388	977	1,333

Corporate Banking
Adjusted basis

Total income net of insurance claims	678	703	824	710	830	817	751
Credit impairment charges and other provisions	(210)	(218)	(207)	(252)	(283)	(327)	(285)
Net operating income	468	485	617	458	547	490	466
Operating expenses	(376)	(357)	(397)	(422)	(436)	(459)	(442)
Other net income/(expense)	6	(1)	(1)	1	2	2	(3)
Adjusted profit before tax	98	127	219	37	113	33	21
Adjusting items							
Goodwill impairment	-	-	-	(123)	-	-	-
Provision for interest rate hedging products redress	-	(450)	-	-	-	-	-
Losses on disposal	-	-	-	(9)	-	(64)	-
Statutory profit/(loss) before tax	98	(323)	219	(95)	113	(31)	21

Wealth and Investment Management
Adjusted and statutory basis

Total income net of insurance claims	442	441	451	449	447	426	422
Credit impairment charges and other provisions	(6)	(12)	(7)	(10)	(12)	(9)	(10)
Net operating income	436	429	444	439	435	417	412
Operating expenses	(358)	(367)	(384)	(384)	(369)	(375)	(365)
Other net income/(expense)	1	(1)	-	(1)	(1)	-	(1)
Adjusted profit before tax and profit before tax	79	61	60	54	65	42	46

Head Office and Other Operations
Adjusted basis

Total (expense)/income net of insurance claims	(41)	(41)	259	15	(258)	12	8
Credit impairment (charges)/releases and other provisions	-	(3)	(2)	(1)	1	(3)	4
Net operating (expense)/income	(41)	(44)	257	14	(257)	9	12
Operating expenses (excluding UK bank levy)	(136)	(251)	(174)	(144)	(115)	(124)	(80)
UK bank levy	-	-	-	(325)	-	-	-
Other net (expense)/income	(4)	23	-	-	-	-	-

Adjusted (loss)/profit before tax	(181)	(272)	83	(455)	(372)	(115)	(68)
Adjusting items							
Own credit	(1,074)	(325)	(2,620)	(263)	2,882	440	(351)
Impairment and gain/(loss) on disposal of BlackRock investment	-	227	-	-	(1,800)	(58)	-
Gains on debt buy-backs	-	-	-	1,130	-	-	-
(Losses)/gains on acquisitions and disposals	-	-	-	(23)	1	(3)	2
Statutory (loss)/profit before tax	(1,255)	(370)	(2,537)	389	711	264	(417)

Appendix II - Margins and Income by Geography

Analysis of Net Interest Margin

	UK RBB margin	Europe RBB margin	Africa RBB margin1	Barclay-card margin	Corporate Banking margin1	Wealth and Investment Management margin	Total RBB, Corporate and Wealth margin	RBB, Corporate and Wealth interest income
Nine Months Ended 30.09.12	%	%	%	%	%	%	%	£m
Customer asset margin/ interest income	1.09	0.82	3.25	9.34	1.18	0.64	2.11	5,025
Customer liability margin/ interest income	0.97	0.45	2.38	nm	1.07	1.12	1.11	2,320
Non-customer generated margin/ interest income	0.36	0.35	0.22	(0.66)	0.14	0.25	0.22	989
Net interest margin/ income	1.39	1.07	3.13	8.68	1.26	1.23	1.86	8,334
Average customer assets (£m)	123,217	41,241	34,084	32,072	68,048	19,325	317,987	n/a
Average customer liabilities (£m)	111,044	15,034	22,255	nm	81,833	49,182	279,348	n/a
Nine Months Ended 30.09.11								
Customer asset margin/ interest income	1.25	0.91	2.93	9.59	1.53	0.78	2.23	5,303
Customer liability margin/ interest income	0.85	0.59	2.67	nm	0.91	0.97	1.03	2,077
Non-customer generated margin/ interest income	0.48	0.51	0.38	0.13	0.35	0.38	0.41	1,805
	1.54	1.33	3.21	9.72	1.56	1.30	2.09	9,185

Net interest margin/ income								
Average customer assets (£m)	117,540	43,693	39,178	29,973	69,881	17,143	317,408	n/a
Average customer liabilities (£m)	107,276	18,021	23,884	nm	76,249	43,957	269,387	n/a

. Net interest income for the RBB, Corporate Banking and Wealth and Investment Management businesses reduced 9% to £8,334m due to the reduction in contribution from Group structural hedging activities, including the non recurrence of £516m gains on disposal of hedging instruments recognised in Q3 11. Total customer generated interest income in these businesses was flat at £7,345m

. The RBB, Corporate Banking and Wealth and Investment Management net interest margin reduced 23bps to 186bps, principally due to the impact of reduced contributions from the Group structural hedging activities on non-customer generated margin, which reduced 19bps to 22bps

. Group net interest income including contributions for the Investment Bank and Head Office and Other Functions was £8,786m (2011: £9,237m)

. The total contribution from Group product and equity structural hedges reduced £1,503m to £1,296m, principally due to the non recurrence of gains on disposal of hedging instruments in Q3 11 of £1,000m

Income by Geographic Region2	Adjusted3			Statutory		
	30.09.12	30.09.11		30.09.12	30.09.11	
	£m	£m	% Change	£m	£m	% Change
UK	9,371	9,476	(1)	5,352	12,447	(57)
Europe	3,071	3,566	(14)	3,071	3,566	(14)
Americas	5,610	4,695	19	5,837	4,637	26
Africa and Middle East	3,401	3,784	(10)	3,401	3,784	(10)
Asia	894	779	15	894	779	15
Total	22,347	22,300	-	18,555	25,213	(26)

1 2011 comparatives have been revised to reflect certain corporate banking activities previously reported in Africa RBB which are now included within Corporate Banking. Africa RBB comparatives have additionally been revised to include gross cheque advances and cheque deposits within average assets and average liabilities respectively where these were previously reported net.

2 Total income net of insurance claims based on counterparty location.
3 Adjusted income by geographic region excludes the impact o f an own credit charge of £4,019 m (2011: gain of £2,971m) and a gain on disposal of strategic investment in BlackRock, Inc. of £227m (2011: loss of £58m)

Appendix III - Balance Sheet and Capital

Consolidated Summary Balance Sheet (Unaudited)

	As at 30.09.12	As at 30.06.12
Assets	£m	£m
Cash, balances at central banks and items in the course of collection	103,622	128,660
Trading portfolio assets	160,921	166,300
Financial assets designated at fair value	45,426	45,928
Derivative financial instruments	494,852	517,685
Available for sale financial investments	72,361	68,922
Loans and advances to banks	49,001	48,777
Loans and advances to customers	452,877	454,728
Reverse repurchase agreements and other similar secured lending	194,665	174,392
Other assets	25,413	25,873
Total assets	1,599,138	1,631,265
Liabilities		
Deposits and items in the course of collection due to banks	91,445	96,138
Customer accounts	407,260	408,550
Repurchase agreements and other similar secured borrowing	238,649	245,833
Trading portfolio liabilities	58,090	51,747
Financial liabilities designated at fair value	88,125	94,855
Derivative financial instruments	487,528	507,351
Debt securities in issue	124,786	124,968
Subordinated liabilities	21,801	22,089
Other liabilities	17,746	16,044
Total liabilities	1,535,430	1,567,575
Shareholders' Equity		
Called up share capital and share premium	12,471	12,462
Other reserves	3,585	3,267
Retained earnings	38,239	38,476
Shareholders' equity excluding non-controlling interests	54,295	54,205
Non-controlling interests	9,413	9,485
Total shareholders' equity	63,708	63,690
Total liabilities and shareholders' equity	1,599,138	1,631,265

Appendix III - Balance Sheet and Capital

Key Capital Ratios	As at 30.09.12	As at 30.06.12
Core tier 1	11.2%	10.9%
Tier 1	13.7%	13.3%
Total capital	16.9%	16.5%
Capital Resources	£m	£m
Shareholders' equity (excluding non-controlling interests) per balance sheet:	54,295	54,205
Non-controlling interests per balance sheet	9,413	9,485
- Less: Other tier 1 capital - preference shares	(6,214)	(6,225)
- Less: Other tier 1 capital - Reserve Capital Instruments	-	-
- Less: Non-controlling tier 2 capital	(548)	(564)
Other regulatory adjustments	(242)	(171)
Regulatory adjustments and deductions:		
Own credit cumulative charge/(gain) (net of tax)	323	(492)
Defined benefit pension adjustment	(2,297)	(2,260)
Unrealised (gains)/losses on available for sale debt securities	(433)	83
Unrealised gains on available for sale equity (recognised as tier 2 capital)	(88)	(95)
Cash flow hedging reserve	(2,049)	(1,676)
Goodwill and intangible assets	(7,564)	(7,574)
50% excess of expected losses over impairment (net of tax)	(519)	(500)
50% of securitisation positions	(1,550)	(1,663)
Other regulatory adjustments	(20)	23
Core tier 1 capital	42,507	42,576
Other tier 1 capital:		
Preference shares	6,214	6,225
Tier 1 notes1	512	521
Reserve Capital Instruments	2,875	2,874
Regulatory adjustments and deductions:		
50% of material holdings	(243)	(285)
50% tax on excess of expected losses over impairment	111	100
Total tier 1 capital	51,976	52,011
Tier 2 capital:		
Undated subordinated liabilities	1,647	1,648
Dated subordinated liabilities	11,872	12,488
Non-controlling tier 2 capital	548	564
Reserves arising on revaluation of property	22	21
Unrealised gains on available for sale equity	88	95
Collectively assessed impairment allowances	1,844	1,783
Tier 2 deductions:		
50% of material holdings	(243)	(285)

50% excess of expected losses over impairment (gross of tax)	(630)	(601)
50% of securitisation positions	(1,550)	(1,663)
Total capital regulatory adjustments and deductions:		
Investments that are not material holdings or qualifying holdings	(1,199)	(1,209)
Other deductions from total capital	(475)	(565)
Total regulatory capital	63,900	64,287

1 Tier 1 notes are included in subordinated liabilities in the consolidated balance sheet.

Appendix III - Balance Sheet and Capital

	Total Assets by Business		Risk Weighted Assets by Business	
Assets and Risk Weighted Assets by Business	As at 30.09.12	As at 30.06.12	As at 30.09.12	As at 30.06.12
	£m	£m	£m	£m
UK RBB	133,750	130,776	37,305	36,038
Europe RBB	47,201	48,109	16,055	16,563
Africa RBB	45,788	47,398	26,846	27,909
Barclaycard	36,103	34,596	33,573	33,149
Investment Bank	1,188,580	1,225,409	180,415	190,553
Corporate Banking	85,753	87,758	64,349	69,328
Wealth and Investment Management	22,418	22,205	14,095	13,998
Head Office and Other Functions	39,545	35,014	6,004	2,685
Total	1,599,138	1,631,265	378,642	390,223

Balance Sheet Leverage	As at 30.09.12	As at 30.06.12
	£m	£m
Total assets per balance sheet1	1,599,138	1,631,265
Counterparty netting	(411,440)	(425,616)
Collateral on derivatives	(48,142)	(51,421)
Net settlement balances and cash collateral	(100,072)	(97,181)
Goodwill and intangible assets	(7,859)	(7,861)
Customer assets held under investment contracts2	(1,570)	(1,661)
Adjusted total tangible assets	1,030,055	1,047,525
Total qualifying Tier 1 capital	51,976	52,011
Adjusted gross leverage	20x	20x
Adjusted gross leverage (excluding liquidity pool)	17x	17x
Ratio of total assets to shareholders' equity	25x	26x

Ratio of total assets to shareholders' equity (excluding liquidity pool)	23x	23x

. Barclays continues to manage its balance sheet within limits and targets for balance sheet usage

. Adjusted gross leverage remained stable at 20x with qualifying Tier 1 capital remaining broadly flat and adjusted total tangible assets down 2%

. During Q3 12, the ratio moved in a range from 20x to 21x (2012 year to date: 20x to 23x, Full Year 2011: 20x to 23x) primarily due to fluctuations in collateralised reverse repurchase lending and high quality trading portfolio assets

. Adjusted total tangible assets include cash and balances at central banks of £100.9bn (30 June 2012: £126.1bn). Excluding these balances, the balance sheet leverage would be 18x (30 June 2012: 18x). Excluding the whole liquidity pool, leverage would be 17x (30 June 2012: 17x)

. The ratio of total assets to total shareholders' equity was 25x (30 June 2012: 26x) and during Q3 12 moved within a month end range of 25x to 26x (2012 Year to date: 25x to 28x, Full Year 2011: 24 x to 28x), driven by fluctuations noted above and changes in gross interest rate derivatives and settlement balances

1 Includes Liquidity Pool of £160bn (30 June 2012: £170bn).

2 Comprising financial assets designated at fair value and associated cash balances.

Appendix III - Balance Sheet and Capital

Retail and Wholesale Loans and Advances to Customers and Banks

As at 30.09.12	Gross L&A £m	Impairment Allowance £m	L&A Net of Impairment £m	Credit Risk loans £m	CRLs % of Gross L&A £m	Loan Impairment Charges1 £m	Loan Loss Rate bps
Total retail	241,655	4,854	236,801	9,206	3.8	1,490	82
	220,948	4,872	216,076	9,922	4.5	1,162	70

Wholesale - customers							
Wholesale - banks	49,039	38	49,001	-	-	(12)	(3)
Total wholesale	269,987	4,910	265,077	9,922	3.7	1,150	57
Loans and advances at amortised cost	511,642	9,764	501,878	19,128	3.7	2,640	69
Loans and advances held at fair value	23,013	na	23,013				
Total loans and advances	534,655	9,764	524,891				
As at 30.06.12							
Total retail	240,903	5,021	235,882	9,545	4.0	978	82
Wholesale - customers	223,719	4,873	218,846	10,161	4.5	842	76
Wholesale - banks	48,829	52	48,777	35	0.1	2	1
Total wholesale	272,548	4,925	267,623	10,196	3.7	844	62
Loans and advances at amortised cost	513,451	9,946	503,505	19,741	3.8	1,822	71
Loans and advances held at fair value	24,256	na	24,256				
Total loans and advances	537,707	9,946	527,761				

Retail Loans and Advances at Amortised Cost

As at 30.09.12	Gross L&A £m	Impairment Allowance £m	L&A Net of Impairment £m	Credit Risk Loans £m	CRLs % of Gross L&A %	Loan Impairment Charges4 £m	Loan Loss Rates bps
UK RBB	124,673	1,352	123,321	2,629	2.1	167	18
Europe RBB2	40,970	693	40,277	1,856	4.5	233	76
Africa RBB	24,722	753	23,969	1,870	7.6	374	202
Barclaycard	32,162	1,826	30,336	2,262	7.0	694	288
Corporate Banking3	1,093	136	957	140	12.8	1	12
Wealth and Investment Management	18,035	94	17,941	449	2.5	21	16
Total	241,655	4,854	236,801	9,206	3.8	1,490	82

As at 30.06.12							
UK RBB	122,284	1,403	120,881	2,713	2.2	100	16
Europe RBB2	42,198	721	41,477	1,833	4.3	157	75
Africa RBB	25,591	770	24,821	2,087	8.2	257	202
Barclaycard	31,908	1,890	30,018	2,321	7.3	446	281
Corporate Banking3	1,207	145	1,062	145	12.0	1	17
Wealth and Investment Management	17,715	92	17,623	446	2.5	17	19
Total	240,903	5,021	235,882	9,545	4.0	978	82

1 Loan impairment charges, comprising impairment on loans and advances and charges in respect of undrawn facilities and guarantees.

2 Includes loans and advances to business customers.

3 Primarily comprises retail portfolios in India and UAE.

4 Loan impairment charge as at June 2012 is the charge incurred over the period of 6 months.

Appendix III - Balance Sheet and Capital

Wholesale Loans and Advances at Amortised Cost1

As at 30.09.12	Gross L&A £m	Impairment Allowance £m	L&A Net of Impairment £m	Credit Risk Loans £m	CRLs % of Gross L&A %	Loan Impairment Charges £m	Loan Loss Rates bps
UK RBB	2,909	63	2,846	236	8.1	31	142
Africa RBB	9,342	298	9,044	811	8.7	128	183
Barclaycard2	606	7	599	3	0.5	21	463
Investment Bank3	188,684	2,442	186,242	4,555	2.4	344	24
Corporate Banking	64,779	2,029	62,750	3,978	6.1	621	128
- UK	51,525	405	51,120	1,303	2.5	213	55
- Europe	8,390	1,525	6,865	2,523	30.1	406	646
- Rest of World	4,864	99	4,765	152	3.1	2	5
Wealth and Investment Management	2,383	53	2,330	320	13.4	4	22

Head Office and Other Functions	1,284	18	1,266	19	1.5	1	10
Total	269,987	4,910	265,077	9,922	3.7	1,150	57
As at 30.06.12							
UK RBB	2,844	66	2,778	241	8.5	22	156
Africa RBB	9,952	278	9,674	839	8.4	64	129
Barclaycard2	589	7	582	5	0.8	14	478
Investment Bank3	188,414	2,494	185,920	4,631	2.5	324	35
Corporate Banking	67,034	2,010	65,024	4,117	6.1	417	125
- UK4	52,404	433	51,971	1,243	2.4	143	55
- Europe4	9,106	1,474	7,632	2,714	29.8	273	602
- Rest of World4	5,524	103	5,421	160	2.9	1	5
Wealth and Investment Management	2,441	52	2,389	329	13.5	2	16
Head Office and Other Functions	1,274	18	1,256	34	2.7	1	16
Total	272,548	4,925	267,623	10,196	3.7	844	62

1 Loans and advances to business customers in Europe RBB are included in the Retail Loans and Advances to Customers at Amortised Cost table on page 25.

2 Barclaycard wholesale loans and advances represent corporate credit and charge cards.

3 Investment Bank gross loans and advances include cash collateral and settlement balances of £117bn as at 30 September 2012 and £111bn as at 30 June 2012. Excluding these balances CRLs as a proportion of gross loans and advances was 6.35% (30 June 2012: 5.98% respectively).

4 Balances revised following a reallocation of £1,361m from UK to Europe (£390m) and Rest of World (£971m).

Appendix IV - Group Exposures to Selected Countries

Group Exposures to Selected Eurozone Countries

Direct credit and market risk exposures

. The following table shows Barclays net exposure to those Eurozone countries monitored internally as being higher risk and the subject of particular management focus. Detailed analysis on these countries is on pages 29 to 34.
The basis of preparation is consistent with that described in the H1 2012 Results Announcement. Net exposures are shown as they provide a relevant measure of counterparty credit risk

As at 30.09.12	Sovereign	Financial institutions	Corporate	Residential mortgages	Other retail lending	Total net on-balance sheet exposure	Contingent liabilities and commitments	Total exposure
	£m	£m	£m	£m	£m	£m	£m	£m
Spain	2,165	2,866	4,175	13,261	2,815	25,282	3,195	28,477
Italy	1,946	298	1,790	15,238	1,991	21,263	2,836	24,099
Portugal	627	67	2,190	3,436	1,752	8,072	2,623	10,695
Ireland	10	3,790	1,023	78	105	5,006	1,518	6,524
Cyprus	8	3	133	48	18	210	120	330
Greece	1	1	59	6	16	83	14	97
As at 30.06.12								
Spain	2,207	1,082	5,117	13,645	2,988	25,039	3,244	28,283
Italy	2,551	270	2,500	15,447	2,134	22,902	2,616	25,518
Portugal	588	45	2,415	3,510	1,879	8,437	2,740	11,177
Ireland	211	4,222	1,109	91	105	5,738	1,570	7,308
Cyprus	8	6	130	51	6	201	122	323
Greece	1	1	59	8	19	88	20	108

Exposures to other Eurozone countries

. Barclays has net exposures to other Eurozone countries as set out below. Individual countries that have an on-balance sheet exposure of less than £1bn are reported in aggregate under Other

As at 30.09.12	Sovereign	Financial institutions	Corporate	Residential mortgages	Other retail lending	Total net on-balance sheet exposure	Contingent liabilities and commitments	Total exposure
	£m	£m	£m	£m	£m	£m	£m	£m
France	3,544	6,072	3,584	2,518	204	15,922	7,497	23,419
Germany	280	4,841	2,832	24	1,645	9,622	6,406	16,028
Netherlands	2,599	5,039	2,012	15	66	9,731	1,837	11,568
Luxembourg	2	3,965	581	105	49	4,702	748	5,450
Belgium	2,618	13	377	9	2	3,019	1,558	4,577
Austria	1,437	279	194	5	-	1,915	97	2,012
Finland	1,122	149	45	2	-	1,318	451	1,769
Other	183	6	34	24	50	297	23	320

As at 30.06.12								
France	3,867	4,350	3,432	2,612	267	14,528	6,949	21,477
Germany	1,170	5,377	2,985	26	1,605	11,163	6,457	17,620
Netherlands	2,513	4,646	1,857	16	23	9,055	1,918	10,973
Luxembourg	24	3,104	551	100	91	3,870	760	4,630
Belgium	2,670	88	303	10	4	3,075	1,660	4,735
Austria	675	300	178	5	1	1,159	182	1,341
Finland	586	133	50	3	-	772	431	1,203
Other	186	3	41	27	42	299	48	347

Appendix IV - Group Exposures to Selected Countries

Credit Derivatives Referencing Eurozone Sovereign Debt

. The Group enters into credit mitigation arrangements (principally credit default swaps and total return swaps) primarily for risk management purposes for which the reference asset is government debt. These generally have the net effect of reducing the Group's exposure in the event of sovereign default

As at 30.09.12	Spain £m	Italy £m	Portugal £m	Ireland £m	Cyprus £m	Greece £m
Fair value						
- Bought	245	361	139	61	1	-
- Sold	(242)	(297)	(131)	(74)	(1)	-
Net derivative fair value	3	64	8	(13)	-	-
Contract notional amount						
- Bought	(2,507)	(3,901)	(1,173)	(953)	(4)	-
- Sold	2,457	3,757	1,016	1,048	4	-
Net derivative notional amount	(50)	(144)	(157)	95	-	-
Net (protection)/exposure from credit derivatives in the event of sovereign default (notional less fair value)	(47)	(80)	(149)	82	-	-

. The net derivative notional amount disclosed represents a reduction in exposures and should be considered alongside the direct exposures as disclosed in the following pages

. In addition, the Group has indirect sovereign exposure through the guarantee of certain savings and investment funds, which hold a proportion of their assets in sovereign debt. As at 30 September 2012, the net liability in respect of these guarantees was £34m (30 June 2012: £45m)

Eurozone balance sheet funding
mismatches

- Redenomination risk is the risk of financial loss to the Group should one or more countries exit from the Euro, leading to the devaluation of local balance sheet assets and liabilities. The Group is directly exposed to redenomination risk where there is a mismatch between the level of locally denominated assets and funding

- Within Barclays, retail banking, corporate banking and wealth activities in the Eurozone are generally booked locally within each country. Locally booked external customer assets and liabilities, primarily loans and advances to customers and customer deposits, are predominantly denominated in Euros. The remaining funding mismatch between local external assets and liabilities is met through local funding secured against customer loans and advances, with any residual mismatch funded through the Group

- Barclays continues to monitor and take mitigating actions to limit the potential impact of the Eurozone volatility on local balance sheet funding

- During Q3 12, mitigating actions have been taken to reduce local net funding mismatches in particular through the attraction of corporate deposits in Spain and reducing corporate lending in Spain and Portugal. As a result the Group reduced the aggregate net local balance sheet funding mismatch from £2.5bn to £0.1bn in Spain and from £3.7bn to £3.3bn in Portugal

- In Italy net funding by the Group reduced from £11.9bn to £9.6bn during Q3 12. Collateral is available to support additional secured funding in Italy should the risk of redenomination increase

- Direct exposure to Greece is very small with negligible net funding required from Group. For Ireland there is no local balance sheet funding requirement by the Group as total liabilities in this country exceed total assets

Appendix IV - Group Exposures to Selected Countries

Spain	Trading Portfolio			Derivatives				Designated		
Fair Value through Profit and Loss	Trading Portfolio	Trading Portfolio	Net Trading	Gross	Gross	Cash	Net	at FV through	Total as at	Total as at

	Assets	Liabilities	Portfolio	Assets	Liabilities	Collateral	Derivatives	P&L	30.09.12 £m	30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m		£m
Sovereign	1,101	(849)	252	32	(32)	-	-	-	252	232
Financial institutions	2,195	(156)	2,039	7,936	(7,383)	(553)	-	155	2,194	367
Corporate	215	(209)	6	535	(208)	-	327	304	637	1,291

Fair Value through Equity	Available for Sale Assets as at 30.09.121			Total as at
	Cost	AFS Reserve	Total £m	30.06.12
	£m	£m		£m
Sovereign	1,954	(69)	1,885	1,926
Financial institutions	490	(12)	478	467
Corporate	6	-	6	5

Held at Amortised Cost	Loans and Advances as at 30.09.12		Total	
	Gross	Impairment Allowances	Total £m	as at 30.06.12
	£m	£m		£m
Sovereign	28	-	28	49
Financial institutions	208	(14)	194	248
Residential mortgages	13,355	(94)	13,261	13,645
Corporate	4,636	(1,104)	3,532	3,821
Other retail lending	2,945	(130)	2,815	2,988

Contingent Liabilities and Commitments	Total as at	Total as at
	30.09.12	30.06.12
	£m	£m
Sovereign	-	162
Financial institutions	102	17

Residential mortgages	15	14
Corporate	1,953	2,027
Other retail lending	1,125	1,024

. Sovereign

- Largely AFS government bonds. No impairment and £69m (30 June 2012: £158m) loss held in AFS reserve

. Financial institutions

- £2,194m (30 June 2012: £367m) held at fair value through profit and loss, predominantly traded equity securities that are fully hedged by total return swaps with non-Spanish counterparties

- £478m (30 June 2012: £467m) AFS assets with £12m (30 June 2012: £28m) loss held in AFS reserve

. Residential mortgages

- Fully secured on residential property with average marked to market LTV of 63.8% (30 June 2012: 62.7%), which is reflected in the CRL coverage of 30% (30 June 2012: 26%)

- 90 day arrears rates have remained stable at 0.7% during Q3 12 while annualised loan loss rates have marginally increased to 45bps (30 June 2012: 43bps)

1 'Cost' refers to the fair value of the asset at recognition, less any impairment booked. 'AFS Reserve' is the cumulative fair value gain or loss on the assets that is held in equity. 'Total' is the fair value of the assets at the balance sheet date.

Appendix IV - Group Exposures to Selected Countries

. Corporate

- Net lending to corporates of £3,532m (30 June 2012: £3,821m) with CRLs of £1,870m (30 June 2012: £2,005m), impairment allowance of £1,104m (30 June 2012: £1,082m) and CRL coverage of 59% (30 June 2012:

54%)

- Net lending to property and construction industry of £1,223m (30 June 2012: £1,556m) largely secured on real estate collateral, with CRLs of £1,475m (30 June 2012: £1,364m), impairment allowance of £852m (30 June 2012: £795m) and CRL coverage of 58% (30 June 2012: 58%)

- Balances on early warning lists peaked in September 2009. Portfolio kept under close review and impairment recognised as appropriate

- Corporate impairment in Spain was at its highest level in H1 10 when commercial property declines were reflected earlier in the cycle

- £418m (30 June 2012: £368m) Investment Bank lending to multinational and large national corporates, which continues to perform

. Other retail lending

- £1,019m (30 June 2012: £1,045m) credit cards and unsecured loans. Arrears and charge off rates in credit cards and unsecured loans increased marginally in Q3 12

- £1,447m (30 June 2012: £1,542m) lending to small and medium enterprises (SMEs), largely secured against commercial property

Appendix IV - Group Exposures to Selected Countries

Italy	Trading Portfolio			Derivatives				Designated Fair Value through Profit and Loss		
	Trading Portfolio Assets	Trading Portfolio Liabilities	Net Trading Portfolio	Gross Assets	Gross Liabilities	Cash Collateral	Net Derivatives	at FV through P&L	Total as at 30.09.12	Total as at 30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m	£m	£m
Sovereign	2,313	(2,249)	64	1,383	(1,118)	-	265	2	331	598
Financial institutions	144	(113)	31	7,169	(5,444)	(1,725)	-	124	155	129
Corporate	288	(204)	84	648	(440)	(17)	191	224	499	415

Total

Fair Value through Equity	Available for Sale Assets as at 30.09.121			as at
	Cost	AFS Reserve	Total £m	30.06.12
	£m	£m		£m
Sovereign	1,614	1	1,615	1,940
Financial institutions	127	2	129	127
Corporate	29	2	31	30

Held at Amortised Cost	Loans and Advances as at 30.09.12		Total	
	Gross	Impairment Allowances	Total £m	as at 30.06.12
	£m	£m		£m
Sovereign	-	-	-	13
Financial institutions	14	-	14	14
Residential mortgages	15,338	(100)	15,238	15,447
Corporate	1,369	(109)	1,260	2,055
Other retail lending	2,133	(142)	1,991	2,134

Contingent Liabilities and Commitments	Total as at	Total as at
	30.09.12	30.06.12
	£m	£m
Financial institutions	102	13
Residential mortgages	55	60
Corporate	1,871	1,668
Other retail lending	808	875

. Sovereign

- Predominantly £1,615m (30 June 2012: £1,940m) AFS government bonds with no impairment or loss in the AFS reserve

- Residential mortgages

  - Fully secured on residential property with average marked to market LTVs of 46.3% (30 June 2012: 46.5%)

  - 90 day arrears rates at 1.1% (30 June 2012: 1.0%) and annualised loan loss rates of 18bps (30 June 2012: 17bps) remained broadly stable

  - CRL coverage of 23% (30 June 2012: 23%)

- Corporate

  - Net loans and advances of £1,260m (30 June 2012: £2,055m), which are focused on large corporate clients with very limited exposure to the property sector

  - Balances in early warning lists were broadly stable since December 2011

- Other retail lending

  - £1,397m (30 June 2012: £1,503m) Italian salary advance loans (repayment deducted at source by qualifying employers and Barclays is insured in the event of termination of employment or death). During Q3 12, arrears rates have deteriorated while charge off rates have improved

  - £417m (30 June 2012: £432m) credit cards and other unsecured loans. During Q3 12, arrears rates have improved while charge off rates have deteriorated

1 'Cost' refers to the fair value of the asset at recognition, less any impairment booked. 'AFS Reserve' is the cumulative fair value gain or loss on the assets that is held in equity. 'Total' is the fair value of the assets at the balance sheet date.

Appendix IV - Group Exposures to Selected Countries

Portugal	Trading Portfolio	Derivatives	Designated

Fair Value through Profit and Loss	Trading Portfolio Assets	Trading Portfolio Liabilities	Net Trading Portfolio	Gross Assets	Gross Liabilities	Cash Collateral	Net Derivatives	at FV through P&L	Total as at 30.09.12	Total as at 30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m	£m	£m
Sovereign	130	(117)	13	237	(237)	-	-	-	13	-
Financial institutions	22	(6)	16	284	(177)	(107)	-	-	16	12
Corporate	46	(8)	38	441	(209)	(5)	227	-	265	262

Fair Value through Equity	Available for Sale Assets as at 30.09.121			Total as at
	Cost	AFS Reserve	Total	30.06.12
	£m	£m	£m	£m
Sovereign	592	(15)	577	550
Financial institutions	2	-	2	2
Corporate	436	(1)	435	534

Held at Amortised Cost	Loans and Advances as at 30.09.12			Total as at 30.06.12
	Gross	Impairment Allowances	Total	
	£m	£m	£m	£m
Sovereign	37	-	37	38
Financial institutions	49	-	49	31
Residential mortgages	3,461	(25)	3,436	3,510
Corporate	1,744	(254)	1,490	1,619
Other retail lending	1,944	(192)	1,752	1,879

Contingent Liabilities and Commitments	Total as at 30.09.12	Total as at 30.06.12
	£m	£m
Sovereign	-	4
	1	8

Financial institutions		
Residential mortgages	29	39
Corporate	1,015	1,240
Other retail lending	1,578	1,449

. Sovereign

- Largely AFS government bonds. No impairment and £15m (30 June 2012: £56m) loss held in the AFS reserve

. Residential mortgages

- Fully secured on residential property with average marked to market LTVs of 76.6% (30 June 2012: 73.1%)

- 90 day arrears rates remained broadly stable at 0.6% (Jun 12: 0.6%) while annualised loan loss rates improved to 62bps (30 June 2012: 76bps)

- CRL coverage of 21% (30 June 2012: 21%)

. Corporate

- Net lending to corporates of £1,490m (30 June 2012: £1,619m), with CRLs of £442m (30 June 2012: £512m), impairment allowance of £254m (30 June 2012: £230m) and CRL coverage of 57% (30 June 2012: 45%)

- Net lending to property and construction industry of £385m (30 June 2012: £306m) secured, in part, on real estate collateral, with CRLs of £258m (30 June 2012: £240m), impairment allowance of £120m (30 June 2012: £118m)
and CRL coverage of 46% (30 June 2012: 49%)

. Other retail lending

- £963m (30 June 2012: £988m) credit cards and unsecured loans. During Q3 12, arrears rates in cards and unsecured portfolios have improved while charge off rates have marginally deteriorated

- CRL coverage of 74% (30 June 2012: 65%) driven by credit cards and unsecured loans exposure

1 'Cost' refers to the fair value of the asset at recognition, less any impairment booked. 'AFS Reserve' is the cumulative fair value gain or loss on the assets that is held in equity. 'Total' is the fair value of the assets at the balance sheet date.

Appendix IV - Group Exposures to Selected Countries

Ireland	Trading Portfolio			Derivatives				Designated		
Fair Value through Profit and Loss	Trading Portfolio Assets	Trading Portfolio Liabilities	Net Trading Portfolio	Gross Assets	Gross Liabilities	Cash Collateral	Net Derivatives	at FV through P&L	Total as at 30.09.12 £m	Total as at 30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m		£m
Sovereign	61	(61)	-	-	-	-	-	2	2	-
Financial institutions	977	(29)	948	4,805	(3,917)	(888)	-	491	1,439	1,795
Corporate	112	(50)	62	282	(70)	(117)	95	77	234	238

Fair Value through Equity	Available for Sale Assets as at 30.09.121			Total as at
	Cost	AFS Reserve	Total £m	30.06.12
	£m	£m		£m
Sovereign	8	-	8	211
Financial institutions	44	2	46	29
Corporate	3	-	3	3

Held at Amortised Cost	Loans and Advances as at 30.09.12			Total
	Gross	Impairment Allowances	Total £m	as at 30.06.12
	£m	£m		£m
Financial institutions	2,462	(157)	2,305	2,398
Residential mortgages	88	(10)	78	91

Corporate	795	(9)	786	868
Other retail lending	105	-	105	105

Contingent Liabilities and Commitments	Total as at 30.09.12 £m	Total as at 30.06.12 £m
Financial institutions	697	548
Corporate	810	1,013
Other retail lending	11	9

- Sovereign

  - AFS exposure reduced to £8m (30 June 2012: £211m) due to the disposal of government bonds held for the purposes of interest rate hedging and liquidity, which have been replaced by bonds with alternative counterparties

- Financial institutions

  - Exposure focused on financial institutions with investment grade credit ratings

  - Exposure to Irish banks amounted to £68m (30 June 2012: £82m)

  - £1.2bn (30 June 2012: £0.9bn) of loans relate to issuers domiciled in Ireland whose principal business and exposures are outside of Ireland

- Corporate

  - £786m (30 June 2012: £868m) net loans and advances, including a significant proportion to other multinational entities domiciled in Ireland, whose principal businesses and exposures are outside of Ireland

  - The portfolio continues to perform and has not been impacted materially by the decline in the property sector

1 'Cost' refers to the fair value of the asset at recognition, less any impairment booked. 'AFS Reserve' is the cumulative fair value gain or loss on the assets that is held in equity. 'Total' is the fair value of the assets at the balance sheet date.

Appendix IV - Group Exposures to Selected Countries

Greece	Trading Portfolio			Derivatives				Designated		
Fair Value through Profit and Loss	Trading Portfolio Assets	Trading Portfolio Liabilities	Net Trading Portfolio	Gross Assets	Gross Liabilities	Cash Collateral	Net Derivatives	at FV through P&L	Total as at 30.09.12	Total as at 30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m	£m	£m
Sovereign	1	(1)	-	-	-	-	-	-	-	-
Financial institutions	1	-	1	1,227	(333)	(894)	-	-	1	1
Corporate	1	-	1	1	-	-	1	-	2	2

Fair Value through Equity	Available for Sale Assets as at 30.09.12[1]			Total as at
	Cost	AFS Reserve	Total	30.06.12
	£m	£m	£m	£m
Sovereign	1	-	1	1

Held at Amortised Cost	Loans and Advances as at 30.09.12			Total
	Gross	Impairment Allowances	Total	as at 30.06.12
	£m	£m	£m	£m
Residential mortgages	6	-	6	8
Corporate	57	-	57	57
Other retail lending	25	(9)	16	19

Contingent Liabilities and Commitments	Total as at	Total as at
	30.09.12	30.06.12

Explanation of Responses:

	£m	£m
Corporate	3	3
Other retail lending	11	17

Cyprus	Trading Portfolio			Derivatives				Designated		
Fair Value through Profit and Loss	Trading Portfolio Assets	Trading Portfolio Liabilities	Net Trading Portfolio	Gross Assets	Gross Liabilities	Cash Collateral	Net Derivatives	at FV through P&L	Total as at 30.09.12	Total as at 30.06.12
	£m	£m	£m	£m	£m	£m	£m	£m	£m	£m
Sovereign	1	-	1	-	-	-	-	-	1	1
Financial institutions	3	-	3	94	(44)	(50)	-	-	3	6
Corporate	8	-	8	15	-	-	15	-	23	15

Held at Amortised Cost	Loans and Advances as at 30.09.12			Total
	Gross	Impairment Allowances	Total	as at 30.06.12
	£m	£m	£m	£m
Sovereign	7	-	7	7
Residential mortgages	48	-	48	51
Corporate	125	(15)	110	115
Other retail lending	18	-	18	6

Contingent Liabilities and Commitments	Total as at 30.09.12	Total as at 30.06.12
	£m	£m
Residential mortgages	1	1
Corporate	87	101
	32	20

Other retail lending

1 Cost' refers to the fair value of the asset at recognition, less any impairment booked. 'AFS Reserve' is the cumulative fair value gain or loss on the assets that is held in equity. 'Total' is the fair value of the assets at the balance sheet date.

Appendix V - Credit Market Exposures

Barclays Credit Market Exposures1

							Nine Months Ended 30.09.12		
	As at 30.09.12	As at 30.06.12	As at 31.12.11	As at 30.09.12	As at 30.06.12	As at 31.12.11	Fair Value (Losses)/ Gains and Net Funding	Impairment (Charge)/ Release	Total (Losses)/ Gains
US Residential Mortgages	$m	$m	$m	£m	£m	£m	£m	£m	£m
ABS CDO Super Senior	2,479	2,535	2,844	1,536	1,615	1,842	(24)	(129)	(153)
US sub-prime and Alt-A2	1,296	1,621	2,134	803	1,033	1,381	68	(12)	56
Commercial Mortgages									
Commercial real estate loans and properties	4,553	6,655	8,228	2,821	4,240	5,329	78	-	78
Commercial Mortgage Backed Securities2	489	1,208	1,578	303	770	1,022	135	-	135
Monoline protection on CMBS	5	10	14	3	6	9	-	-	-
Other Credit Market									
Leveraged Finance3	6,035	6,090	6,278	3,739	3,880	4,066	(42)	7	(35)
SIVs, SIV -Lites and CDPCs	-	-	9	-	-	6	(1)	-	(1)
	1,078	1,351	1,729	668	861	1,120	(30)	-	(30)

Monoline protection on CLO and other CLO and Other assets2	210	450	596	130	287	386	52	-	52
Total	16,145	19,920	23,410	10,003	12,692	15,161	236	(134)	102

. Barclays credit market exposures arose before the market dislocation in mid-2007 and primarily relate to commercial real estate and leveraged finance

. During 2012, credit market exposures decreased by £5,158m to £10,003m, reflecting net sales and paydowns and other movements of £4,796m, foreign exchange movements of £464m, offset by net fair value gains and impairment charges of £102m. Net sales, paydowns and other movements of £4,796m included:

- £2,361m of commercial real estate loans and properties including sale of BauBeCon for £898m in August, 100% stake in Archstone for £857m ($1,338m) and sale of Calwest for £341m ($550m) in September

- £817m commercial mortgage-backed securities

- £582m US sub-prime and Alt-A

- £366m monoline protection on CLO and other

- £296m CLO and Other assets

- £287m leveraged finance primarily relating to two counterparties

. During Q3, credit market exposures decreased by £2,689m, reflecting net sales and paydowns and other movements of £2,575m, foreign exchange movements of £208m, offset by net fair value gains and impairment charges of £94m

1 As the majority of exposure is held in US Dollars, the exposures above are shown in both US Dollars and Sterling.

2 Collateral assets of £817m (31 December 2011: £2,272m) previously underlying the Protium loan are now included within the relevant asset classes as the assets are managed alongside similar credit market exposures.

These assets comprised: US sub-prime and Alt-A £440m (31 December 2011: £965m), commercial mortgage-backed securities £247m (31 December 2011: £921m), CLO and Other assets £130m (31 December 2011: £386m).

3 Includes undrawn commitments of £183m (31 December 2011: £180m).

Appendix VI - Other Legal and Regulatory Matters

Other Legal and Regulatory Matters

. Subsequent to reporting the investigations of the Financial Services Authority and Serious Fraud Office in July and August 2012 respectively, Barclays has been informed by the US Department of Justice (DOJ) and US Securities and Exchange Commission (SEC) that they are undertaking an investigation into whether the Group's relationships with third parties who assist Barclays to win or retain business are compliant with the United States Foreign Corrupt Practices Act. Barclays is investigating and fully co-operating with the DOJ and SEC

. The United States Federal Energy Regulatory Commission (FERC) Office of Enforcement (FERC Staff) has been investigating Barclays power trading in the western US with respect to the period from late 2006 through 2008. On 25 October 2012, the FERC notified Barclays that it has authorised the issuance of a public Order to Show Cause and Notice of Proposed Penalties against Barclays in relation to this matter. The Order and Notice could be issued as early as today. Barclays intends to vigorously defend this matter

Appendix VII - Other Information

Other Information

Results Timetable1	Date
Ex-dividend date	7 November 2012
Dividend Record date	9 November 2012
Dividend Payment date	7 December 2012
2012 Full Year Results Announcement and 2013 Investor Seminar	12 February 2013
Q1 2013 Interim Management Statement	24 April 2013

	Nine Months Ended	Nine Months Ended	Change 30.09.11
Exchange Rates2	30.09.12	30.09.11	3
Period end - US$/£	1.61	1.56	(3%)

Average - US$/£	1.58	1.62	3%
Period end - €/£	1.25	1.16	(7%)
Average - €/£	1.23	1.15	(7%)
Period end - ZAR/£	13.33	12.58	(6%)
Average - ZAR/£	12.69	11.23	(12%)

Share Price Data	30.09.12	30.09.11
Barclays PLC (p)	214.85	161.35
Absa Group Limited (ZAR)	138.50	134.34

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More information on Barclays can be found on our website: www.barclays.com

1 Note that these announcement dates are provisional and subject to change.

2 The average rates shown above are derived from daily spot rates during the year used to convert foreign currency transactions into Sterling for accounting purposes.

3 The change represents the percentage change in the sterling value of the relevant foreign currency on the basis of the exchange rates disclosed. The change in exchange rates affects the amounts of foreign currency balances and transactions reported in the interim management statement.