

Report Prepared On: 02/02/13

**Structured Product Details**

|                            |  |
|----------------------------|--|
| <b>Name</b>                | SuperTrack Notes linked to S&P 500 Index   |
| <b>Issue Size</b>          | \$3.50 million   |
| <b>Issue Price</b>         | \$1,000  |
| <b>Term</b>                | 18 Months  |
| <b>Annualized Coupon</b>   | 0.00%  |
| <b>Pricing Date</b>        | April 19, 2012   |
| <b>Issue Date</b>          | April 24, 2012   |
| <b>Valuation Date</b>      | October 21, 2013   |
| <b>Maturity Date</b>       | October 24, 2013   |
| <b>Issuer</b>              | Barclays   |
| <b>CDS Rate</b>            | 120.56 bps   |
| <b>Swap Rate</b>           | 0.80%  |
| <b>Reference Asset</b>     | the S&P 500 Index  |
| <b>Initial Level</b>       | 1,376.92   |
| <b>Dividend Rate</b>       | 1.99%  |
| <b>Implied Volatility</b>  | 21.76%   |
| <b>Delta<sup>1</sup></b>   | 0.46   |
| <b>Fair Price at Issue</b> | \$988.15   |
| <b>CUSIP</b>               | 06738K3W9  |
| <b>SEC Link</b>            | <a href="http://www.sec.gov/Archives/edgar/data/312070/000119312512175400/d338998d424b2.htm">www.sec.gov/Archives/edgar/data/312070/000119312512175400/d338998d424b2.htm</a> |

**SuperTrack Notes linked to S&P 500 Index**

**Description**

Barclays issued \$3.50 million of SuperTrack Notes linked to S&P 500 Index on April 24, 2012 at \$1,000 per note.

These notes are Barclays-branded Buffered PLUS securities that do not pay periodic coupons, but instead pay a single amount at maturity depending on the final level of the S&P 500 Index.

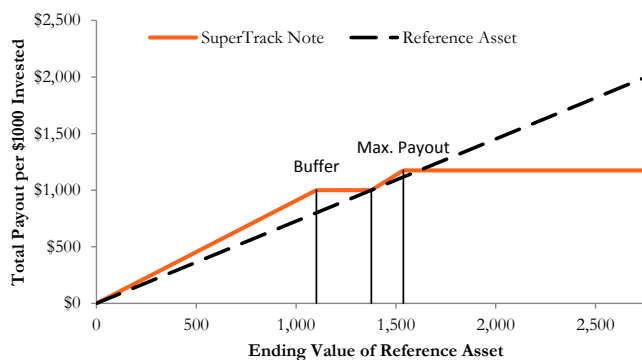
If on October 21, 2013 the S&P 500 Index level is higher than 1,376.92, but lower than 1,537.29, the notes pay a return equal to the percentage increase in the S&P 500 Index multiplied by 1.5, up to a cap of 17.47%. If on October 21, 2013 the refe is below 1,376.92 but not below 1101.54, investors receive \$1,000 face value per note. If the S&P 500 Index level on October 21, 2013 is lower than 1101.54, investors receive face value per note reduced by 1.25 times the amount the reference asset is below 1101.54 as a percent of the initial level, 1,376.92.

**Valuation**

This product can be valued as a combination of a note from Barclays, 1.25 short out-of-the-money put options, 1.5 long at-the-money call options, and 1.5 short out-of-the-money call options. For reasonable valuation inputs this note was worth \$988.15 when it was issued on April 24, 2012 because the value of the options investors gave Barclays plus the interest investors would have received on Barclays's straight debt was worth \$11.85 more than the options investors received from Barclays.

There is no active secondary market for most structured products. Structured products, including this note, therefore are much less liquid than simple stocks, bonds, notes and mutual funds. Investors are likely to receive less than the structured product's estimated market value if they try to sell the structured product prior to maturity. Our valuations do not incorporate this relative lack of liquidity and therefore should be considered an upper bound on the value of the structured product.

**Payoff Curve at Maturity**



The payoff diagram shows the final payoff of this note given the S&P 500 Index level (horizontal axis). For comparison, the dashed line shows the payoff if you invested in the S&P 500 Index directly.

**Related Research**

**Research Papers:**  
[www.slcg.com/research.php](http://www.slcg.com/research.php)

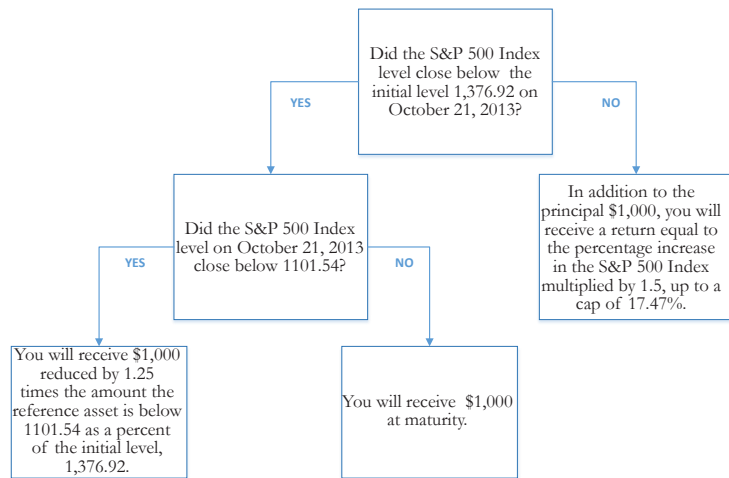
- "Are Structured Products Suitable for Retail Investors?" December 2006.
- "Structured Products in the Aftermath of Lehman Brothers," November 2009.
- "What TiVo and JP Morgan Teach Us about Reverse Convertibles," June 2010.

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**Principal Payback Table**

| The S&P 500 Index | Note Payoff       |
|-------------------|-------------------|
| 0.00              | \$0.00            |
| 137.69            | \$125.00          |
| 275.38            | \$250.00          |
| 413.08            | \$375.00          |
| 550.77            | \$500.00          |
| 688.46            | \$625.00          |
| 826.15            | \$750.00          |
| 963.84            | \$875.00          |
| 1,101.54          | \$1,000.00        |
| 1,239.23          | \$1,000.00        |
| <b>1,376.92</b>   | <b>\$1,000.00</b> |
| 1,514.61          | \$1,150.00        |
| 1,652.30          | \$1,174.70        |
| 1,790.00          | \$1,174.70        |
| 1,927.69          | \$1,174.70        |
| 2,065.38          | \$1,174.70        |

**Maturity Payoff Diagram**

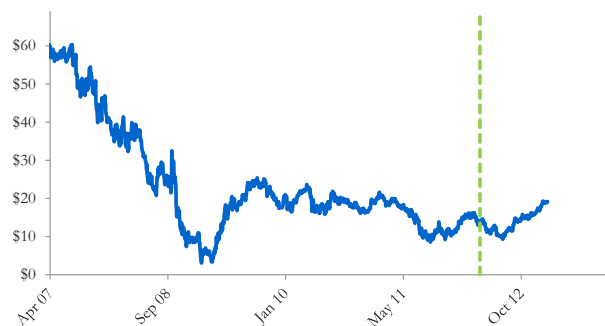


*The contingent payoffs of this SuperTrack Note.*

**Analysis**

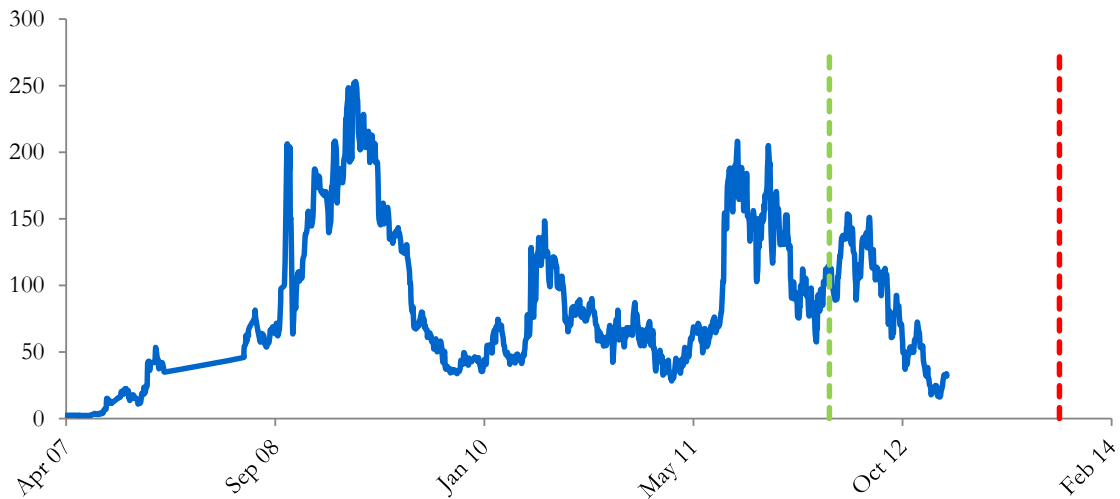
This SuperTrack Note pays investors the increase in the S&P 500 Index multiplied by 1.5 capped at 17.47%, but if the S&P 500 Index declines over the term of the note, investors will suffer losses equal to the percentage decline in the S&P 500 Index. In addition, investors bear the credit risk of Barclays. Investors purchasing this SuperTrack Note effectively sell at-the-money put and out-of-the-money call options to Barclays, buy at-the-money call options, and a zero-coupon note from Barclays. This SuperTrack Note is fairly priced if and only if the market value of the options investors received from Barclays equals the market value of the options investors gave Barclays plus the interest investors would have received on Barclays’s straight debt.

**Barclays’s Stock Price**



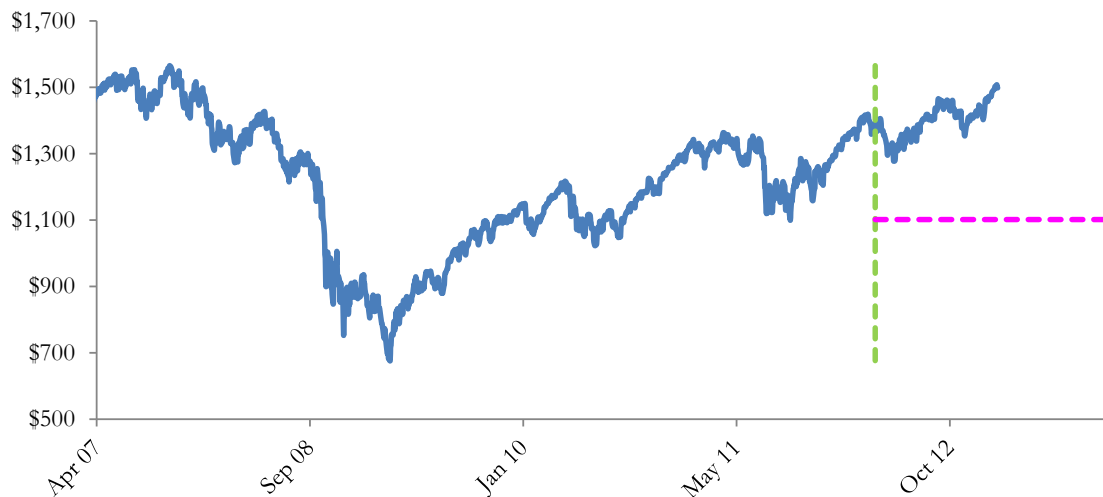
*The graph above shows the adjusted closing price of the issuer Barclays for the past several years. The stock price of the issuer is an indication of the financial strength of Barclays. The adjusted price shown above incorporates any stock split, reverse stock split, etc.*

### Barclays's CDS Rate



Credit default swap (CDS) rates are the market price that investors require to bear credit risk of an issuer such as Barclays. CDS rates are usually given in basis points (bps). One basis point equals 0.01%. Higher CDS rates reflect higher perceived credit risk, higher required yields, and therefore lower market value of Barclays's debt, including outstanding SuperTrack Note. Fluctuations in Barclays's CDS rate impact the market value of the notes in the secondary market.

### The S&P 500 Index Level

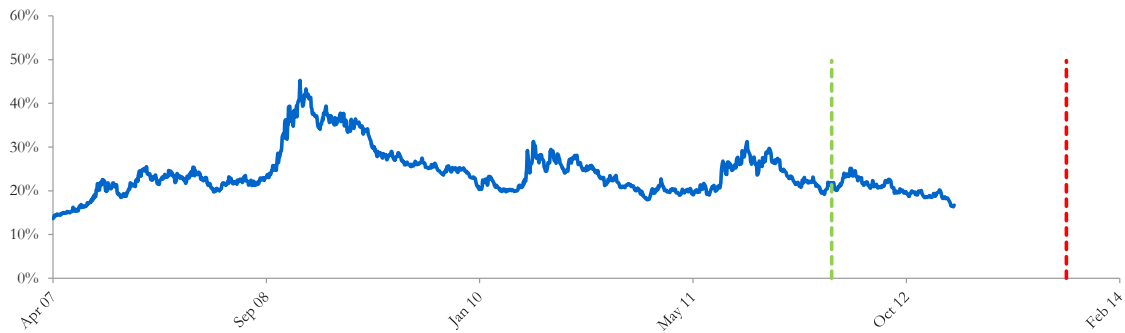


The graph above shows the historical levels of the S&P 500 Index for the past several years. The final payoff of this note is determined by the S&P 500 Index level at maturity. Higher fluctuations in the S&P 500 Index level correspond to a greater uncertainty in the final payout of this SuperTrack Note.

### Realized Payoff

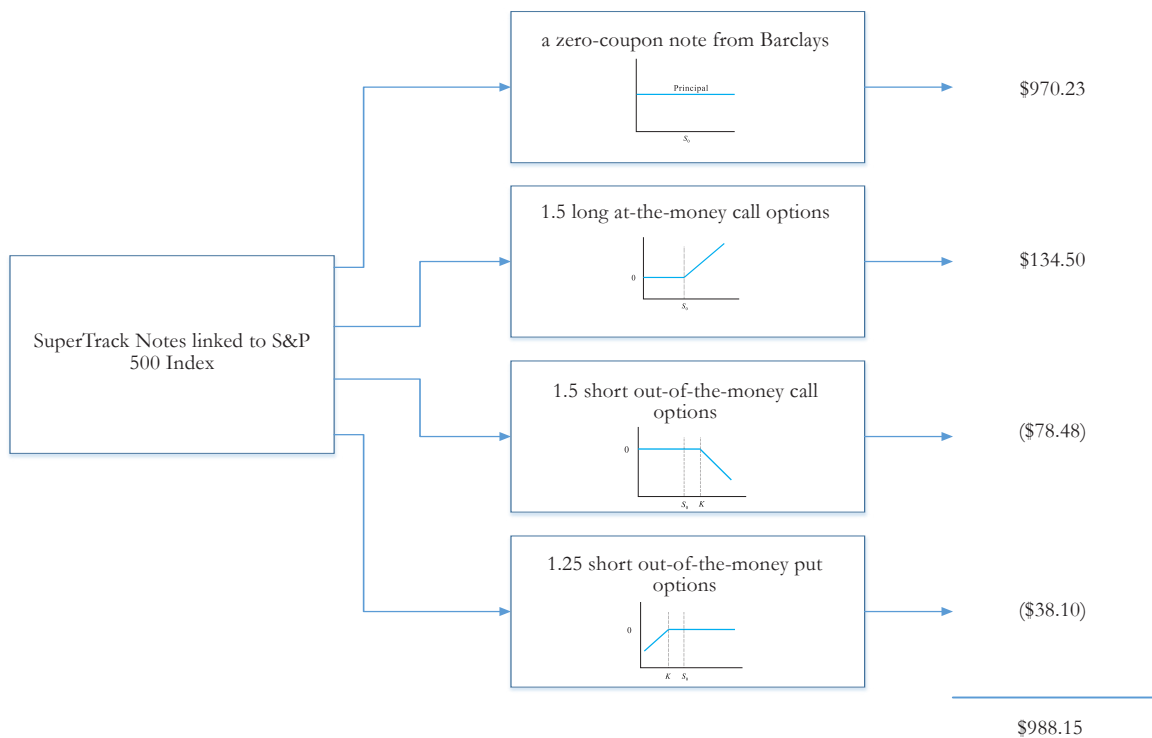
This product will mature on October 24, 2013.

## Reference Asset The S&P 500 Index's Implied Volatility



The annualized implied volatility of the S&P 500 Index on April 19, 2012 was 21.76%, meaning that options contracts on the S&P 500 Index were trading at prices that reflect an expected annual volatility of 21.76%. The higher the implied volatility, the larger the expected fluctuations of the S&P 500 Index level and of the Note's market value during the life of the Notes.

## Decomposition of this SuperTrack Note



This note can be decomposed into different components, and each component can be valued separately. The chart above shows the value of each component of this SuperTrack Note.

1. Delta measures the sensitivity of the price of the note to the S&P 500 Index level on April 19, 2012.
2. CDS rates can be considered a measure of the probability that an issuer will default over a certain period of time and the likely loss given a default. The lower the CDS rate, the lower the default probability. CDS rate is given in basis points (1 basis point equals 0.01%), and is considered as a market premium, on top of the risk-free rate, that investors require to insure against a potential default.
3. Fair price evaluation is based on the Black-Scholes model of the S&P 500 Index on April 19, 2012.
4. Calculated payout at maturity is only an approximation, and may differ from actual payouts at maturity.
5. Our evaluation does not include any transaction fees, broker commissions, or liquidity discounts on the notes.