

BARCLAYS PLC
Form 425
April 27, 2007

Filed by Barclays PLC Pursuant to
Rule 425 under the Securities Act of 1933 and
deemed filed pursuant to Rule 14d-2 under the
Securities Exchange Act of 1934

Subject Companies:

Barclays PLC

(Commission File No. 1-09246)

Barclays Bank PLC

(Commission File No. 1-10257)

ABN AMRO Holding N.V.

(Commission File No. 1-14624)

ABN AMRO Bank N.V.

(Commission File No. 1-14624-05)

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This document shall not constitute an offer to buy or sell or the solicitation of an offer to buy or sell any securities, nor shall the offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any jurisdiction. In connection with the proposed business combination transaction between Barclays and ABN AMRO, Barclays expects it will file with the SEC a Statement on Form F-4, which will constitute a prospectus, a Tender Offer Statement on Schedule TO and other relevant materials. Barclays also expects that it will file with the SEC a Solicitation/Recommendation Statement on Schedule 14D-9 and other relevant materials. Such

currently
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BECAUSE
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SEC.

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Intended

Offer,

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Intended Offer and the issuance and offering of shares may, in some jurisdictions, be restricted by law. This document is not being made, directly or indirectly, in or into any jurisdiction in which the publication of this announcement and the making

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Forward looking statements.

This document contains certain forward-looking statements within the meaning of Section 21E of the US Securities Exchange Act of 1933, as amended, with respect to certain of Barclays and

27A
of
the
US
Securities
Act
of
1933,
as
amended,
with
respect
to
certain
of
Barclays
and

ABN

AMRO s

plans

and

their

current

goals

and

expectations

relating

to

their future financial condition and performance and which involve a number of risks and uncertainties. Barclays and ABN AMRO

looking statement is a guarantee of future performance and that actual results could differ materially from those contained in the

forward-looking statements can be identified by the fact that they do not relate only to historical or current facts. Forward-looking

statements such as 'aim', 'anticipate', 'target', 'expect', 'estimate', 'intend', 'plan', 'goal', 'believe', or other words of similar meaning. Examples

include, among others, statements regarding the consummation of the business combination between ABN AMRO and Barclays

on the expected terms (if at all), the benefits of the business combination transaction involving Barclays and ABN AMRO, including

targets, Barclays and ABN AMRO s

future financial position, income growth, impairment charges, business strategy, projected costs and estimates of capital

expenditure and revenue benefits, projected levels of growth in the banking and financial markets, the combined group s future

future

financial

position,

projected

costs

and

estimates

of

capital

expenditures,

and

plans

and

objectives

for

future

operations

of

ABN

AMRO,

Barclays

and

the

combined

group

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other

statements

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are

not
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facts.
Additional
risks
and
factors
are
identified
in
Barclays
and
ABN
AMRO s
filings
with
the
SEC,
including
Barclays
and
ABN
AMRO s
Annual
Reports
on
Form
20-F
for
the
fiscal
year
ending
December
31,
2006,
which
are
available
on
Barclays
website
at
<http://www.barclays.com>
and ABN AMRO s
website at <http://www.abnamro.com>, respectively, and on the SEC's
website at <http://www.sec.gov>.

Any forward-looking statements made by or on behalf of ABN AMRO or Barclays speak only as of the date they are made. Ba
undertake to update forward-looking statements to reflect any changes in expectations with regard thereto or any changes in ev
on which any such statement is based. The reader should, however, consult any additional disclosures that Barclays and ABN A

documents Barclays or ABN AMRO has filed or may file with the SEC.

Sources of ABN AMRO financial information

Source of all group figures presented stem from the 2006 Annual Report or Management Information that reconciles to Annual Report of ABN AMRO the figures 2002 and 2003 are according to Dutch GAAP, the numbers as of 2004 are according to IFRS (private equity controlled investments).

John Varley
Group Chief Executive

The journey

Long courtship followed by a quick engagement

Fast-moving team, covering all bases

Guiding Principles evident throughout the process

A universal bank leading the global
financial services industry

Retail customers
47 million, in over 60 countries

Number one in investment management

Top five investment bank

Top
five
card
issuer
outside
the
US

27m
cards

Top ten wealth business
..and the biggest transaction in banking history

Build the best bank in the UK

Accelerate growth of global businesses

Develop Retail and Commercial Banking activities
in selected countries outside the UK

Enhance operational excellence
Consistent strategic priorities

Same direction, shifting up a few
gears

Banking sector is still fragmented

Customer needs around the world are converging

Demand-led growth will be significant

Universal bank model
best-placed

Portfolio is aligned with market growth and
customer demand

Benefits for customers, shareholders and employees

Offering world class capabilities
Deep local relationships
Expanded client
base to drive
product revenues
Enhanced product
capabilities drive

cross sell

Retail Banking

Credit Cards

Affluent Banking

Commercial Banking

Payments and
transactional Banking

Investment Banking

Asset Management

Wealth Management
World class capabilities

Europe

UK

Netherlands

Italy

Spain

Portugal

US

Brazil

Africa

Asia

India

China

Pakistan

Taiwan

Middle East

Indonesia

Hong Kong

Singapore

Board structure

Arthur Martinez, Chairman

Marcus Agius, Deputy Chairman

9 Members from ABN AMRO

10 Members from Barclays
BOARD

An experienced and clearly defined
executive team

EXECUTIVE COMMITTEE

John Varley, Group Chief Executive

Robert E. Diamond, Group President, CEO of IBIM

Ron Teerlink

Chief Operating Officer

of GRCB

Chris Lucas

Group Finance Director

Paul Idzik

Group Chief Operating Officer

Huibert

Boumeester

Group Chief

Administrative Officer

Piero

Overmars

CEO of Continental Europe

and Asia, GRCB

Frits Seegers

CEO of GRCB

Substantial identified synergies

Total synergies: 3.5bn

Cost synergies: 2.8bn

Net revenue synergies: 0.7bn

Implementation costs: 3.6bn or 129% of cost synergies

Proforma

2006 cost:income

ratio (57%) below

Barclays (59%) and ABN AMRO (71%)

Next steps
indicative timetable*

July 2007:
Publication of Offer documentation,
Prospectus and our circular to
shareholders

August 2007:

(i) Extraordinary General Meeting of Barclays shareholders to approve the Offer

(ii) Extraordinary General Meeting of ABN AMRO shareholders to approve the Offer

Q4 2007:

Settlement of the Offer

*The indicative timetable is included for illustrative purposes only, and may be subject to change. The timeframe between this publication of the Offer documentation is primarily driven by anticipated regulatory requirements.

Best