

FINAL TERMS FOR NOTES

FINAL TERMS DATED 27 JUNE 2019

BNP Paribas Issuance B.V.

(incorporated in The Netherlands)

(as Issuer)

Legal entity identifier (LEI): 7245009UXRIGIRYOBR48

BNP Paribas

(incorporated in France)

(as Guarantor)

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

Issue of EUR 30,000,000 Digital Coupon Phoenix Reverse Convertible Notes linked to the Solactive France 20 Equal Weight NTR 5% AR Index due 15 October 2029

ISIN: FR0013428448

under the Note, Warrant and Certificate Programme
of BNP Paribas Issuance B.V., BNP Paribas and BNP Paribas Fortis Funding

BNP Paribas Arbitrage S.N.C.

(as Manager)

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer, the Guarantor or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

None of the Issuer, the Guarantor or any Manager has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth under the sections entitled "Terms and Conditions of the Notes" and Annex 1 – Additional Terms and Conditions for Payouts and Annex 2 – Additional Terms and Conditions for Index Linked Securities in the Base Prospectus dated 3 June 2019 which received visa n° 19-239 from the *Autorité des marchés financiers* ("**AMF**") on 3 June 2019 and any Supplements there to approved and published on or before the date of these Final Terms (copies of which are available as described below) which together constitute a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "**Prospectus Directive**") (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies, may be obtained free of charge from, BNP Paribas Arbitrage S.N.C. (in its capacity as Principal Paying Agent), 160 – 162 boulevard MacDonald,

75019, Paris, France and (save in respect of the Final Terms) on <https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx>. The Base Prospectus will also be available on the AMF website www.amf-france.org. The Final Terms will also be available on the Luxembourg Stock Exchange's website (www.bourse.lu). A copy of these Final Terms and the Base Prospectus will be sent free of charge by the Issuer to any investor requesting such documents. A summary of the Securities (which comprises the Summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms.

1.	Issuer:	BNP Paribas Issuance B.V.
	Guarantor:	BNP Paribas
2.	Trade Date:	13 June 2019
3.	(i) Series Number:	EI683JES
	(ii) Tranche Number:	1
4.	(i) Specified Currency:	Euro (" EUR ") as defined in the definition of "Relevant Currency" in Condition 13 (Definitions)
	(ii) Settlement Currency:	EUR as defined in the definition of "Relevant Currency" in Condition 13 (Definitions)
	(iii) Specified Exchange Rate:	Not applicable
5.	Aggregate Nominal Amount:	
	(i) Series:	EUR 30,000,000
	(ii) Tranche	EUR 30,000,000
6.	Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount of the applicable Tranche
7.	Minimum Trading Size:	EUR 1,000
8.	(i) Specified Denominations:	EUR 1,000
	(ii) Calculation Amount (Applicable to Notes in definitive form):	EUR 1,000
9.	Issue Date:	27 June 2019
10.	Maturity Date:	15 October 2029 (the " Scheduled Maturity Date ") Business Day Convention for Maturity Date: Following
11.	Form of Notes:	Dematerialised bearer form (<i>au porteur</i>)
12.	Interest Basis:	Index Linked Interest
13.	Coupon Switch:	Not applicable
14.	Redemption/Payment Basis:	Index Linked Redemption Payout Switch: Not applicable Payout Switch Election: Not applicable
15.	Put/Call Options:	Not applicable
16.	Exchange Rate:	Not applicable
17.	Strike Date:	30 September 2019
18.	Strike Price:	Not applicable

19.	Averaging:	Averaging does not apply to the Securities
20.	Observation Dates:	Not applicable
21.	Observation Period:	Not applicable
22.	Illegality (Condition 10.1) and Force Majeure (Condition 10.2):	<p>Illegality: redemption in accordance with Condition 10.1(d)</p> <p>Force Majeure: redemption in accordance with Condition 10.2(b)</p>
23.	Additional Disruption Events and Optional Additional Disruption Events:	<p>(a) Additional Disruption Events: Applicable</p> <p>(b) Optional Additional Disruption Events: Administrator/Benchmark Event</p> <p>(c) Redemption: Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable</p>
24.	Knock-in Event:	Applicable
	(i) SPS Knock-in Valuation:	<p>"less than"</p> <p>Applicable</p> <p>Knock-in Value means the Underlying Reference Value</p> <p>SPS Valuation Date means the Knock-in Determination Day or the Strike Date, as applicable</p> <p>Strike Price Closing Value: Applicable</p> <p>Underlying Reference has the meaning given to such term in item 51(i) below</p> <p>Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p> <p>Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price</p> <p>Underlying Reference Strike Price means the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p>
	(ii) Level:	Not applicable

(iii)	Knock-in Level/Knock-in Range Level:	60.00 per cent.
(iv)	Knock-in Period Beginning Date:	Not applicable
(v)	Knock-in Period Beginning Date Day Convention:	Not applicable
(vi)	Knock-in Determination Period:	Not applicable
(vii)	Knock-in Determination Day(s):	Redemption Valuation Date
(viii)	Knock-in Period Ending Date:	Not applicable
(ix)	Knock-in Period Ending Date Day Convention:	Not applicable
(x)	Knock-in Valuation Time:	Not applicable
(xi)	Knock-in Observation Price Source:	Not applicable
(xii)	Disruption Consequences:	Applicable
25.	Knock-out Event:	Not applicable
26.	Tax Gross-up:	Condition 6.3 (<i>No Gross-up</i>) not applicable
27.	Method of distribution:	Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

28.	Interest:	Applicable
(i)	Interest Period(s):	As per Conditions
(ii)	Interest Period End Date(s):	Each Interest Payment Date
(iii)	Business Day Convention for Interest Period End Date(s):	None
(iv)	Interest Payment Date(s):	October 14 th , 2020 October 14 th , 2021 October 14 th , 2022 October 16 th , 2023 October 14 th , 2024 October 14 th , 2025 October 14 th , 2026 October 14 th , 2027 October 16 th , 2028 October 15 th , 2029
(v)	Business Day Convention for Interest Payment Date(s):	Following

(vi)	Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):	Not applicable
(vii)	Margin(s):	Not applicable
(viii)	Minimum Interest Rate:	Not applicable
(ix)	Maximum Interest Rate:	Not applicable
(x)	Day Count Fraction:	Not applicable
(xi)	Determination Dates:	Not applicable
(xii)	Accrual to Redemption:	Not applicable
(xiii)	Rate of Interest:	Linked Interest
(xiv)	Coupon Rate:	<p>Digital Coupon applicable:</p> <p>(I) if the Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date⁽ⁱ⁾:</p> <p style="padding-left: 40px;">Rate⁽ⁱ⁾ or</p> <p>(II) if the Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date⁽ⁱ⁾:</p> <p style="padding-left: 40px;">zero.</p>

Where:

Rate⁽ⁱ⁾ means 6 per cent.

Settlement Price Date means the relevant Valuation Date

DC Barrier Value means the Underlying Reference Value.

Digital Coupon Condition means that the DC Barrier Value for the relevant SPS Valuation Date is less than the Barrier Level.

Barrier Level is 80.00 per cent.

SPS Coupon Valuation Date means the relevant Settlement Price Date

SPS Valuation Date means the relevant SPS Coupon Valuation Date

Underlying Reference has the meaning given to such term in item 36(i)

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Price in respect of such day

Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date

Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the relevant Underlying Reference Strike Price

Valuation Date means the relevant Interest Valuation Date

i	Interest Valuation Date⁽ⁱ⁾
1	September 30th, 2020
2	September 30th, 2021
3	September 30th, 2022
4	October 02nd, 2023
5	September 30th, 2024
6	September 30th, 2025
7	September 30th, 2026
8	September 30th, 2027
9	October 02nd, 2028
10	October 01st, 2029

- | | | |
|------------|--|----------------|
| 29. | Fixed Rate Provisions: | Not applicable |
| 30. | Floating Rate Provisions: | Not applicable |
| 31. | Screen Rate Determination: | Not applicable |
| 32. | ISDA Determination | Not applicable |
| 33. | FBF Determination: | Not applicable |
| 34. | Zero Coupon Provisions: | Not applicable |
| 35. | Index Linked Interest Provisions: | Not applicable |
| 36. | Share Linked/ETI Share Linked Interest Provisions: | Not applicable |
| 37. | Inflation Linked Interest Provisions: | Not applicable |
| 38. | Commodity Linked Interest Provisions: | Not applicable |
| 39. | Fund Linked Interest Provisions: | Not applicable |

- | | | |
|-----|--|----------------|
| 40. | ETI Linked Interest Provisions: | Not applicable |
| 41. | Foreign Exchange (FX) Rate Linked Interest Provisions: | Not applicable |
| 42. | Underlying Interest Rate Linked Interest Provisions: | Not applicable |
| 43. | Debt Linked Interest Provisions: | Not applicable |
| 44. | Additional Business Centre(s) (Condition 3.13): | TARGET2 System |

PROVISIONS RELATING TO REDEMPTION

- | | | |
|-----|--------------------------|---|
| 45. | Final Redemption Amount: | Final Payout |
| 46. | Final Payout: | <p>SPS Reverse Convertible Standard Securities</p> <p>Calculation Amount multiplied by:</p> <p>(A) if no Knock-in Event has occurred:
100%; or</p> <p>(B) if a Knock-in Event has occurred;
Min (100%, Final Redemption Value)</p> |

Where:

Final Redemption Value means Underlying Reference Value

Settlement Price Date means the Valuation Date

SPS Knock-in Valuation: Applicable

SPS Redemption Valuation Date means the Settlement Price Date

SPS Valuation Date means the SPS Redemption Valuation Date or the Knock-in Determination Day, as applicable

Underlying Reference has the meaning given to such term in item 51(i)

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day

Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date

Underlying Reference Value means, in respect

of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price

Valuation Date means as per Conditions

47.	Automatic Early Redemption:	Applicable
(i)	Automatic Early Redemption Event:	Standard Automatic Early Redemption: Automatic Early Redemption Event 1: “greater than or equal to”
(ii)	Automatic Early Redemption Valuation Time:	Not applicable
(iii)	Automatic Early Redemption Payout:	SPS Automatic Early Redemption Payout $NA \times (\text{AER Redemption Percentage} + \text{AER Exit Rate})$

Where:

AER Redemption Percentage means 100.00 per cent.

NA means Calculation Amount

Valuation Date means the relevant Automatic Early Redemption Valuation Date

SPS AER Valuation: Applicable

SPS AER Value 1: Underlying Reference Value

Settlement Price Date means the relevant Valuation Date

SPS ER Valuation Date means the relevant Settlement Price Date

SPS Valuation Date means the SPS ER Valuation Date or the Strike Date, as applicable

Strike Price Closing Value: Applicable

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day

Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date

Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price

Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price

(iv) Automatic Early Redemption Date(s):

October 14th, 2020
 October 14th, 2021
 October 14th, 2022
 October 16th, 2023
 October 14th, 2024
 October 14th, 2025
 October 14th, 2026
 October 14th, 2027
 October 16th, 2028

(v) Automatic Early Redemption Level 1:

100.00 per cent

(vi) Automatic Early Redemption Percentage:

Not applicable

(vii) AER Rate:

0.00 per cent.

(viii) AER Exit Rate:

AER Rate

(ix) Automatic Early Redemption Valuation Date(s)/Period(s):

i	Automatic Early Redemption Valuation Date⁽ⁱ⁾
1	September 30 th , 2020
2	September 30 th , 2021
3	September 30 th , 2022
4	October 02 nd , 2023
5	September 30 th , 2024
6	September 30 th , 2025
7	September 30 th , 2026
8	September 30 th , 2027
9	October 02 nd , 2028

(x) Observation Price Source:

Index Sponsor

(xi) Underlying Reference Level:

Official close

(xii) Underlying Reference Level 2:

Not applicable

(xiii) SPS AER Valuation:

Applicable:

SPS AER Value 1

(xiv) AER Event 1 Underlying(s):

See item 51(i) below

	(xv) AER Event 2 Underlying(s):	Not applicable
	(xvi) AER Event 1 Basket:	Not applicable
	(xvii) AER Event 2 Basket:	Not applicable
48.	Issuer Call Option:	Not applicable
49.	Noteholder Put Option:	Not applicable
50.	Aggregation:	Not applicable
51.	Index Linked Redemption Amount:	Applicable
	Index/Basket of Indices:	The Underlying Index is the Solactive France 20 Equal Weight NTR 5% AR Index. The Solactive France 20 Equal Weight NTR 5% AR Index is not a Composite Index For the purposes of the Conditions, the Underlying Index shall be deemed an Index.
	Index Currency:	EUR
	Screen Page:	Bloomberg Code: SOFRAN20 Index
	Redemption Valuation Date:	1 October 2029
	Exchange Business Day:	Single Index Basis
	Scheduled Trading Day:	Single Index Basis
	Exchange(s) and Index Sponsor:	(a) The relevant Exchange is as set out in the Conditions; and (b) The relevant Index Sponsor is Solactive AG
	Related Exchange:	All Exchanges
	Settlement Price:	Official closing level
	Weighting:	Not applicable
	Valuation Time:	As per Conditions
	Index Correction Period:	As per Conditions
	Specified Maximum Days of Disruption:	Specified Maximum Days of Disruption will be equal to eight (8).
	Redemption on the Occurrence of an Index Adjustment Event:	Delayed Redemption on Occurrence of an Index Adjustment Event: Not applicable
	Additional provisions applicable to Custom Indices:	Not applicable
	Additional provisions applicable to Futures Price Valuation:	Not applicable
52.	Share Linked/ETI Share linked Redemption Amount:	Not applicable
53.	Inflation Linked Redemption Amount:	Not applicable

54.	Commodity Linked Redemption Amount:	Not applicable
55.	Fund Linked Redemption Amount:	Not applicable
56.	Credit Security Provisions:	Not applicable
57.	ETI Linked Redemption Amount:	Not applicable
58.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
59.	Underlying Interest Rate Linked Redemption Amount:	Not applicable
60.	Debt Linked Redemption Amount:	Not applicable
61.	Early Redemption Amount:	Market Value less Costs
62.	Provisions applicable to Physical Delivery:	Not applicable
63.	Hybrid Securities:	Not applicable
64.	Variation of Settlement and Issuer's Option to Substitute:	Not applicable
65.	CNY Payment Disruption Event:	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

66.	Form of the Notes:	Dematerialised bearer form (<i>au porteur</i>)
67.	Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):	TARGET2
68.	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	Not applicable
69.	Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made:	Not applicable
70.	Redomination, renominatisation and reconventioning provisions:	Not applicable
71.	Masse (Condition 18):	Full Masse shall apply

Name and address of the Representative:

SELARL MCM AVOCAT
10, rue de Sèze, 75009 Paris, France

Tel: +33 1 53 43 36 00

Fax: +33 1 53 43 36 01

E-mail: rmo@avocat-mcm.com

Name and address of the alternate Representative:

Maître Philippe MAISONNEUVE
Avocat
10, rue de Sèze, 75009 Paris, France

Tel: +33 1 53 43 36 00

Fax: +33 1 53 43 36 01

The nomination of the Representative shall not be effective where there is only one Holder of the Securities. If the Securities are held by more than one Holder at any time prior to redemption, then the role of the Representative becomes effective from such time and remuneration of EUR 350 per year shall become payable.

- 72.** Calculation Agent: BNP Paribas Arbitrage S.N.C.
Calculation Agent address for the purpose of the Noteholder Account Information Notice: 160 – 162 boulevard MacDonald, 75019, Paris, France
- 73.** Principal Paying Agent: BNP Paribas Arbitrage S.N.C.
- 74.** Governing law: French Law
- 75.** Identification information of Holders as provided by Condition 1 in relation to French Law Notes: Applicable

DISTRIBUTION

- 76.** If syndicated, names of Managers: Not applicable
- 77.** Total commission and concession: Not applicable
- 78.** U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
- 79.** Additional U.S. Federal income tax considerations : The Notes are not Specified Securities for purposes of Section 871(m) of the U.S. Internal Revenue Code of 1986.
- 80.** Non-exempt Offer: Not applicable


PROVISIONS RELATING TO COLLATERAL AND SECURITY

- 81.** Secured Securities other than Nominal Value Repack Securities: Not applicable
- 82.** Nominal Value Repack Securities: Not applicable

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: 

Duly authorised

PART B – OTHER INFORMATION

1. Listing and Admission to trading

- | | |
|--|---|
| (i) Listing and admission to trading: | Application has been made to list the Notes on the Official List of the Luxembourg Stock Exchange and to admit the Notes for trading on Luxembourg Stock Exchange's regulated market with effect on or around the Issue Date. |
| (ii) Estimate of total expenses related to admission to trading: | EUR 3,600 |

2. Ratings

The Notes have not been rated.

3. Interests of Natural and Legal Persons Involved in the Issue

Save as discussed in the "*Potential Conflicts of Interest*" paragraph in the "*Risk Factors*" in the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

4. Performance of Rates of Index and Other Information concerning the Underlying

Index	Website	Screen Page
Solactive France 20 Equal Weight NTR 5% AR Index	www.solactive.com	Bloomberg: SOFRAN20 Index

Index Disclaimer

Solactive France 20 Equal Weight NTR 5% AR Index

The issue of the Securities is not sponsored, endorsed, sold, or promoted by any index to which the return on the Securities is linked (an "**Index**", including any successor index) or any index sponsor of an Index to which the return on the Securities is linked (an "**Index Sponsor**") and no Index Sponsor makes any representation whatsoever, whether express or implied, either as to the results to be obtained from the use of an Index and/or the levels at which an Index stands at any particular time on any particular date or otherwise. No Index or Index Sponsor shall be liable (whether in negligence or otherwise) to any person for any error in an Index and an Index Sponsor is under no obligation to advise any person of any error therein. No Index Sponsor is making any representation whatsoever, whether express or implied, as to the advisability of purchasing or assuming any risk in connection with the Securities. Neither the Issuer nor the Guarantor shall have any liability for any act or failure to act by an Index Sponsor in connection with the calculation, adjustment or maintenance of an Index. Except as disclosed prior to the Issue Date, neither the Issuer, the Guarantor nor their affiliates has any affiliation with or control over an Index or Index Sponsor or any control over the computation, composition or dissemination of an Index. Although the Calculation Agent will obtain information concerning an Index from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by the Issuer, the Guarantor, their affiliates or the Calculation Agent as to the accuracy, completeness and timeliness of information concerning an Index.

General disclaimer

Neither the Issuer nor the Guarantor shall have any liability for any act or failure to act by an Index Sponsor in connection with the calculation, adjustment or maintenance of an Index. Except as disclosed prior to the Issue Date, neither the Issuer, the Guarantor nor their affiliates has any affiliation with or control over the computation, composition or dissemination of an Index. Although the Calculation Agent will obtain information concerning an Index from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by the Issuer, the Guarantor, their affiliates or the Calculation Agent as to the accuracy, completeness and timeliness of information concerning an Index.

5. Operational Information

- | | | |
|-------|---|--|
| (i) | ISIN: | FR0013428448 |
| (ii) | Common Code: | 201619700 |
| (iii) | Valoren: | 47977509 |
| (iv) | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and Euroclear France approved by the Issuer and the Principal Paying Agent and the relevant identification number(s): | Not applicable |
| (v) | Delivery: | Delivery against payment |
| (vi) | Additional Paying Agent(s) (if any): | Not applicable |
| (vii) | Intended to be held in a manner which would allow Eurosystem eligibility: | No. Whilst the designation is specified as "no" at the date of these Economic Terms and Conditions, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met. |

6. EU Benchmark Regulation

- | | |
|--|--|
| EU Benchmarks Regulation: | Amounts payable under the Notes are calculated by reference to Solactive France 20 Equal Weight NTR 5% AR Index, which is provided by Solactive AG. |
| Article 29(2) statement on benchmarks: | As at the date of these Final Terms, Solactive AG is included in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011). |

ISSUE SPECIFIC SUMMARY OF THE PROGRAMME IN RELATION TO THIS BASE PROSPECTUS

Summaries are made up of disclosure requirements known as "Elements". These Elements are numbered in Sections A – E (A.1 – E.7). This Summary contains all the Elements required to be included in a summary for this type of Securities, Issuer and Guarantor. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in the summary because of the type of Securities, Issuer and Guarantor(s), it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element should be included in the summary explaining why it is not applicable.

Section A - Introduction and warnings

Element	Title	
A.1	Warning that the summary should be read as an introduction and provision as to claims	<ul style="list-style-type: none"> • This summary should be read as an introduction to the Base Prospectus and the applicable Final Terms. In this summary, unless otherwise specified and except as used in the first paragraph of Element D.3, "Base Prospectus" means the Base Prospectus of BNPP B.V. and BP2F dated 3 June 2019 as supplemented from time to time under the Note, Warrant and Certificate Programme of BNPP B.V., BNPP and BP2F. In the first paragraph of Element D.3, "Base Prospectus" means the Base Prospectus of BNPP B.V. and BP2F dated 3 June 2019 under the Note, Warrant and Certificate Programme of BNPP B.V., BNPP and BP2F. • Any decision to invest in any Securities should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the applicable Final Terms. • Where a claim relating to information contained in the Base Prospectus and the applicable Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating the Base Prospectus and the applicable Final Terms before the legal proceedings are initiated. • Civil liability in any such Member State attaches to the Issuer or the Guarantor solely on the basis of this summary, including any translation hereof, but only if it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the applicable Final Terms or, following the implementation of the relevant provisions of Directive 2010/73/EU in the relevant Member State, it does not provide, when read together with the other parts of the Base Prospectus and the applicable Final Terms, key information (as defined in Article 2.1(s) of the Prospectus Directive) in order to aid investors when considering whether to invest in the Securities.

Element	Title	
A.2	Consent as to use the Base Prospectus, period of validity and other conditions attached	Not applicable – the Securities are not being offered to the public as part of a Non-exempt Offer.

Section B- Issuer and Guarantor

Element	Title	
B.1	Legal and commercial name of the Issuer	BNP Paribas Issuance B.V. (" BNPP B.V. " or the " Issuer ").
B.2	Domicile/ legal form/ legislation/ country of incorporation	The Issuer was incorporated in the Netherlands as a private company with limited liability under Dutch law having its registered office at Herengracht 595, 1017 CE Amsterdam, the Netherlands.
B.4b	Trend Information	BNPP B.V. is dependent upon BNPP. BNPP B.V. is a wholly owned subsidiary of BNPP specifically involved in the issuance of securities such as notes or other obligations which are developed, setup and sold to investors by other companies in the BNPP Group (including BNPP). The securities are hedged by acquiring hedging instruments and/or collateral from BNP Paribas and BNP Paribas entities as described in Element D.2 below. As a consequence, the Trend Information described with respect to BNPP shall also apply to BNPP B.V.
B.5	Description of the Group	BNPP B.V. is a wholly owned subsidiary of BNP Paribas. BNP Paribas is the ultimate holding company of a group of companies and manages financial operations for those subsidiary companies (together the " BNPP Group ").
B.9	Profit forecast or estimate	Not applicable, as there are no profit forecasts or estimates made in respect of the Issuer in the Base Prospectus to which this Summary relates.
B.10	Audit report qualifications	Not applicable, there are no qualifications in any audit report on the historical financial information included in the Base Prospectus.
B.12	Selected historical key financial information:	
	Comparative Annual Financial Data - In EUR	
		31/12/2018
		31/12/2017
		(audited)
		(audited)
	Revenues	439,645
		431,472
	Net income, Group share	27,415
		26,940
	Total balance sheet	56,232,644,939
		50,839,146,900
	Shareholders' equity (Group share)	542,654
		515,239

Element	Title	
	<p>Statements of no significant or material adverse change</p> <p>There has been no significant change in the financial or trading position of the BNPP Group since 31 December 2018 (being the end of the last financial period for which audited financial statements have been published). There has been no material adverse change in the prospects of BNPP or the BNPP Group since 31 December 2018 (being the end of the last financial period for which audited financial statements have been published).</p> <p>There has been no significant change in the financial or trading position of BNPP B.V. since 31 December 2018 (being the end of the last financial period for which audited financial statements have been published) and there has been no material adverse change in the prospects of BNPP B.V. since 31 December 2018 (being the end of the last financial period for which audited financial statements have been published).</p>	
B.13	Events impacting the Issuer's solvency	Not applicable, to the best of the Issuer's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Issuer's solvency since 31 December 2018.
B.14	Dependence upon other group entities	<p>The Issuer is dependent upon BNPP and other members of the BNPP Group. See also Element B.5 above</p> <p>BNPP B.V. is dependent upon BNPP. BNPP B.V. is a wholly owned subsidiary of BNPP specifically involved in the issuance of securities such as notes, warrants or certificates or other obligations which are developed, setup and sold to investors by other companies in the BNPP Group (including BNPP). The securities are hedged by acquiring hedging instruments and/or collateral from BNP Paribas and BNP Paribas entities as described in Element D.2 below.</p>
B.15	Principal activities	The principal activity of the Issuer is to issue and/or acquire financial instruments of any nature and to enter into related agreements for the account of various entities within the BNPP Group.
B.16	Controlling shareholders	BNP Paribas holds 100 per cent. of the share capital of the Issuer.
B.17	Solicited credit ratings	<p>BNPP B.V.'s long term credit rating is A+ with a stable outlook (S&P Global Ratings Europe Limited) and BNPP B.V.'s short term credit rating is A-1 (S&P Global Ratings Europe Limited).</p> <p>The Securities have not been rated. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.</p>
B.18	Description of the Guarantee	<p>The Securities will be unconditionally and irrevocably guaranteed by BNP Paribas ("BNPP" or the "Guarantor") pursuant to a French law <i>garantie</i> executed by BNPP on or around 3 June 2019 (the "Guarantee").</p> <p>In the event of a bail-in of BNPP but not BNPP B.V., the obligations and/or amounts owed by BNPP under the guarantee shall be reduced to reflect any</p>

Element	Title	
		<p>such modification or reduction applied to liabilities of BNPP resulting from the application of a bail-in of BNPP by any relevant regulator (including in a situation where the Guarantee itself is not the subject of such bail-in).</p> <p>The obligations under the <i>garantie</i> are senior preferred obligations (within the meaning of Article L.613-30-3-I-3° of the French <i>Code monétaire et financier</i>) and unsecured obligations of BNPP and will rank <i>pari passu</i> with its other present and future senior preferred and unsecured obligations, subject to such exceptions as may from time to time be mandatory under French law.</p>
B.19	Information about the Guarantor	
B.19/ B.1	Legal and commercial name of the Guarantor	BNP Paribas
B.19/ B.2	Domicile/ legal form/ legislation/ country of incorporation	The Guarantor was incorporated in France as a <i>société anonyme</i> under French law and licensed as a bank having its head office at 16, boulevard des Italiens – 75009 Paris, France.
B.19/ B.4b	Trend information	<p><i>Macroeconomic environment.</i></p> <p>Macroeconomic and market conditions affect BNPP's results. The nature of BNPP's business makes it particularly sensitive to macroeconomic and market conditions in Europe.</p> <p>In 2018, global growth remained healthy at around 3.7% (according to the IMF), reflecting a stabilised growth rate in advanced economies (+2.4% after +2.3% in 2017) and in emerging economies (+4.6% after +4.7% in 2017). Since the economy was at the peak of its cycle in large developed countries, central banks continued to tighten accommodating monetary policy or planned to taper it. With inflation levels still moderate, however, central banks were able to manage this transition gradually, thereby limiting the risks of a marked downturn in economic activity. Thus, the IMF expects the global growth rate experienced over the last two years to continue in 2019 (+3.5%) despite the slight slowdown expected in advanced economies.</p> <p>In this context, the following two risks categories can be identified:</p>

Element	Title	
		<p><i>Risk of financial instability due to the conduct of monetary policies</i></p> <p>On the one hand, the continued tightening of monetary policy in the United States (which started in 2015) and the less-accommodating monetary policy in the euro zone (reduction in assets purchases started in January 2018, with an end date in December 2018) involve risks of financial turbulence and economic slowdown more pronounced than expected. The risk of an inadequately controlled rise in long-term interest rates may in particular be emphasised, under the scenario of an unexpected increase in inflation or an unanticipated tightening of monetary policies. If this risk materialises, it could have negative consequences on the asset markets, particularly those for which risk premiums are extremely low compared to their historic average, following a decade of accommodating monetary policies (credit to non-investment grade corporates or countries, certain sectors of the equity and bond markets, etc.) as well as on certain interest rate-sensitive sectors.</p> <p>On the other hand, despite the upturn since mid-2016, interest rates remain low, which may encourage excessive risk-taking among some financial market participants: lengthening maturities of financings and assets held, less stringent credit policy, and an increase in leveraged financings. Some of these participants (insurance companies, pension funds, asset managers, etc.) have an increasingly systemic dimension and in the event of market turbulence (linked for example to a sharp rise in interest rates and/or a sharp price correction) they could be brought to unwind large positions in a relatively weak market liquidity.</p> <p><i>Systemic risks related to increased debt</i></p> <p>Macroeconomically, the impact of an interest rate increase could be significant for countries with high public and/or private debt-to-GDP. This is particularly the case for certain European countries (in particular Greece, Italy, and Portugal), which are posting public debt-to-GDP ratios often above 100% but also for emerging countries.</p> <p>Between 2008 and 2018, the latter recorded a marked increase in their debt, including foreign currency debt owed to foreign creditors. The private sector was the main source of the increase in this debt, but also the public sector to a lesser extent, particularly in Africa. These countries are particularly vulnerable to the prospect of a tightening in monetary policies in the advanced economies. Capital outflows could weigh on exchange rates, increase the costs of servicing that debt, import inflation, and cause the emerging countries' central banks to tighten their credit conditions. This would bring about a reduction in forecast economic growth, possible downgrades of sovereign ratings, and an increase in risks for the banks. While the exposure of the BNP Paribas Group to emerging countries is limited, the vulnerability of these economies may generate disruptions in the global financial system that could affect the Group and potentially alter its results.</p>

Element	Title	
		<p>It should be noted that debt-related risk could materialise, not only in the event of a sharp rise in interest rates, but also with any negative growth shocks.</p> <p><i>Laws and regulations applicable to financial institutions.</i></p> <p>Recent and future changes in the laws and regulations applicable to financial institutions may have a significant impact on BNPP. Measures that were recently adopted or which are (or whose application measures are) still in draft format, that have or are likely to have an impact on BNPP notably include:</p> <ul style="list-style-type: none"> - regulations governing capital: the Capital Requirements Directive IV ("CRD 4")/the Capital Requirements Regulation ("CRR"), the international standard for total loss absorbing capacity ("TLAC") and BNPP's designation as a financial institution that is of systemic importance by the Financial Stability Board; - the structural reforms comprising the French banking law of 26 July 2013 requiring that banks create subsidiaries for or segregate "speculative" proprietary operations from their traditional retail banking activities, the "Volcker rule" in the US which restricts proprietary transactions, sponsorship and investment in private equity funds and hedge funds by US and foreign banks; - the European Single Supervisory Mechanism and the ordinance of 6 November 2014; - the Directive of 16 April 2014 related to deposit guarantee systems and its delegation and implementing decrees, the Directive of 15 May 2014 establishing a Bank Recovery and Resolution framework - the Single Resolution Mechanism establishing the Single Resolution Council and the Single Resolution Fund;; - the Final Rule by the US Federal Reserve imposing tighter prudential rules on the US transactions of large foreign banks, notably the obligation to create a separate intermediary holding company in the US (capitalised and subject to regulation) to house their US subsidiaries; - the new rules for the regulation of over-the-counter derivative activities pursuant to Title VII of the Dodd-Frank Wall Street Reform and Consumer Protection Act, notably margin requirements for uncleared derivative products and the derivatives of securities traded by swap dealers, major swap participants, security-based swap dealers and major security-based swap participants, and the rules of the US Securities and Exchange Commission which require the registration of banks and major swap participants active on derivatives markets and transparency and reporting on derivative transactions; - the new Markets in Financial Instruments Directive ("MiFID II") and Markets in Financial Instruments Regulation ("MiFIR"), and European

Element	Title	
		<p>regulations governing the clearing of certain over-the-counter derivative products by centralised counterparties and the disclosure of securities financing transactions to centralised bodies.</p> <ul style="list-style-type: none"> - the General Data Protection Regulation ("GDPR") came into force on 25 May 2018. This regulation aims to move the European data confidentiality environment forward and improve personal data protection within the European Union. Businesses run the risk of severe penalties if they do not comply with the standards set by the GDPR. This Regulation applies to all banks providing services to European citizens; and - the finalisation of Basel 3 published by the Basel committee in December 2017, introducing a revision to the measurement of credit risk, operational risk and credit valuation adjustment ("CVA") risk for the calculation of risk-weighted assets. These measures are expected to come into effect in January 2022 and will be subject to an output floor (based on standardised approaches), which will be gradually applied as of 2022 and reach its final level in 2027. <p>Moreover, in this tougher regulatory context, the risk of non-compliance with existing laws and regulations, in particular those relating to the protection of the interests of customers and personal data, is a significant risk for the banking industry, potentially resulting in significant losses and fines. In addition to its compliance system, which specifically covers this type of risk, the BNP Paribas Group places the interest of its customers, and more broadly that of its stakeholders, at the heart of its values. Thus, the new code of conduct adopted by the BNP Paribas Group in 2016 sets out detailed values and rules of conduct in this area.</p> <p><i>Cyber security and technology risk</i></p> <p>BNPP's ability to do business is intrinsically tied to the fluidity of electronic transactions as well as the protection and security of information and technology assets.</p> <p>The technological change is accelerating with the digital transformation and the resulting increase in the number of communications circuits, proliferation in data sources, growing process automation, and greater use of electronic banking transactions.</p> <p>The progress and acceleration of technological change are giving cybercriminals new options for altering, stealing, and disclosing data. The number of attacks is increasing, with a greater reach and sophistication in all sectors, including financial services.</p> <p>The outsourcing of a growing number of processes also exposes the BNP Paribas Group to structural cyber security and technology risks leading to the appearance of potential attack vectors that cybercriminals can exploit.</p>

Element	Title	
		Accordingly, the BNP Paribas Group has a second line of defence within the Risk Function dedicated to managing technological and cyber security. Thus, operational standards are regularly adapted to support BNPP's digital evolution and innovation while managing existing and emerging threats (such as cyber-crime, espionage, etc.).
B.19/B.5	Description of the Group	BNPP is a European leading provider of banking and financial services and has four domestic retail banking markets in Europe, namely in France, Belgium, Italy and Luxembourg. It is present in 72 countries and has more than 202,000 employees, including over 154,000 in Europe. BNPP is the parent company of the BNP Paribas Group (together the " BNPP Group ").
B.19/B.9	Profit forecast or estimate	Not applicable, as there are no profit forecasts or estimates made in respect of the Guarantor in the Base Prospectus to which this Summary relates.
B.19/ B.10	Audit report qualifications	Not applicable, there are no qualifications in any audit report on the historical financial information included in the Base Prospectus.
B.19/ B.12	Selected historical key financial information:	
	Comparative Annual Financial Data - In millions of EUR	
	31/12/2018* (audited)	31/12/2017 (audited)
Revenues	42,516	43,161
Cost of risk	(2,764)	(2,907)
Net income, Group share	7,526	7,759
	31/12/2018	31/12/2017
Common equity Tier 1 ratio (Basel 3 fully loaded CRD4)	11.8%	11.8%
	31/12/2018* (audited)	31/12/2017 (audited)
Total consolidated balance sheet	2,040,836	1,960,252
Consolidated loans and receivables due from customers	765,871	727,675
Consolidated items due to customers	796,548	766,890
Shareholders' equity (Group share)	101,467	101,983
	* The figures as at 31 December 2018 included here are based on the new IFRS 9 accounting standard. The impacts of the first application of the new IFRS 9 accounting standard were limited and fully taken into account as of 1 January 2018: -1.1 billion euros impact on shareholders' equity not revaluated (2.5 billion euros impact on shareholders' equity revaluated) and ~-10 bp on the fully loaded Basel 3 common equity Tier 1 ratio.	

Element	Title		
	Comparative Interim Financial Data for the three-month period ended 31 March 2019 – In millions of EUR		
		1Q19* (unaudited)	1Q18 (unaudited)
	Revenues	11,144	10,798
	Cost of risk	(769)	(615)
	Net income, Group share	1,918	1,567
		31/03/2019*	31/12/2018
	Common equity Tier 1 ratio (Basel 3 fully loaded, CRD4)	11.7%	11.8%
		31/03/2019* (unaudited)	31/12/2018 (audited)
	Total consolidated balance sheet	2,284,496	2,040,836
	Consolidated loans and receivables due from customers	783,273	765,871
	Consolidated items due to customers	826,100	796,548
	Shareholders' equity (Group share)	105,339	101,467
	<p>* The figures as at 31 March 2019 are based on the new IFRS 16 accounting standard. The impact as at 1 January 2019 of the first application of the new accounting standard IFRS 16 ("Leasing") was ~-10 bp on the Basel 3 common equity Tier 1 ratio.</p>		
	<p><i>Statements of no significant or material adverse change</i></p> <p>See Element B.12 above in the case of the BNPP Group.</p> <p>There has been no material adverse change in the prospects of BNPP since 31 December 2018 (being the end of the last financial period for which audited financial statements have been published).</p>		
B.19/ B.13	Events impacting the Guarantor's solvency	Not applicable, to the best of the Guarantor's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Guarantor's solvency since 31 December 2018.	
B.19/ B.14	Dependence upon other Group entities	<p>Subject to the following paragraph, BNPP is not dependent upon other members of the BNPP Group.</p> <p>In April 2004, BNPP began outsourcing IT Infrastructure Management Services to the BNP Paribas Partners for Innovation ("BP²I") joint venture set up with IBM France at the end of 2003. BP²I provides IT Infrastructure Management Services for BNPP and several BNPP subsidiaries in France</p>	

Element	Title	
		<p>(including BNP Paribas Personal Finance, BP2S, and BNP Paribas Cardif), Switzerland and Italy. The contractual arrangement with IBM France was successively extended from year to year until the end of 2021, and then extended for a period of 5 years (i.e. to the end of 2026) in particular to integrate the IBM cloud services.</p> <p>BP²I is under the operational control of IBM France. BNP Paribas has a strong influence over this entity, which is 50/50 owned with IBM France. The BNP Paribas staff made available to BP²I make up half of that entity's permanent staff. Its buildings and processing centres are the property of the BNPP Group, and the governance in place provides BNP Paribas with the contractual right to monitor the entity and bring it back into the BNPP Group if necessary.</p> <p>IBM Luxembourg is responsible for infrastructure and data production services for some of the BNP Paribas Luxembourg entities.</p> <p>BancWest's data processing operations are outsourced to Fidelity Information Services. Cofinoga France's data processing operation is outsourced to IBM Services.</p> <p>See also Element B.5 above.</p>
B.19/ B.15	Principal activities	<p>BNP Paribas holds key positions in its two main businesses:</p> <ul style="list-style-type: none"> • Retail Banking and Services, which includes: <ul style="list-style-type: none"> • Domestic Markets, comprising: <ul style="list-style-type: none"> • French Retail Banking (FRB), • BNL banca commerciale (BNL bc), Italian retail banking, • Belgian Retail Banking (BRB), • Other Domestic Markets activities, including Luxembourg Retail Banking (LRB); • International Financial Services, comprising: <ul style="list-style-type: none"> • Europe-Mediterranean, • BancWest, • Personal Finance, • Insurance, • Wealth and Asset Management; • Corporate and Institutional Banking (CIB), which includes: <ul style="list-style-type: none"> • Corporate Banking,

Element	Title	
		<ul style="list-style-type: none"> • Global Markets, • Securities Services.
B.19/ B.16	Controlling shareholders	None of the existing shareholders controls, either directly or indirectly, BNPP. As at 31 December 2018, the main shareholders were Société Fédérale de Participations et d'Investissement (" SFPI ") a <i>public-interest société anonyme</i> (public limited company) acting on behalf of the Belgian government holding 7.7% of the share capital, BlackRock Inc. holding 5.1% of the share capital and Grand Duchy of Luxembourg holding 1.0% of the share capital. To BNPP's knowledge, no shareholder other than SFPI and BlackRock Inc. owns more than 5% of its capital or voting rights.
B.19/ B.17	Solicited credit ratings	<p>BNPP's long term credit ratings are A+ with a stable outlook (S&P Global Ratings Europe Limited), Aa3 with a stable outlook (Moody's Investors Service Ltd.), A+ with a stable outlook (Fitch France S.A.S.) and AA (low) with a stable outlook (DBRS Limited) and BNPP's short-term credit ratings are A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Investors Service Ltd.), F1 (Fitch France S.A.S.) and R-1 (middle) (DBRS Limited).</p> <p>A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.</p>

Section C– Securities

Element	Title	
C.1	Type and class of Securities/ISIN	<p>The Securities are notes ("Notes") and are issued in Series.</p> <p>The Series Number of the Securities is EI683JES.</p> <p>The Tranche number is 1.</p> <p>The ISIN is: FR0013428448</p> <p>The Common Code is: 201619700</p> <p>The Valoren is: 47977509</p> <p>The Notes are governed by French law.</p> <p>The Securities are cash settled Securities.</p>
C.2	Currency	The currency of this Series of Securities is Euro (EUR).
C.5	Restrictions on free transferability	The Securities will be freely transferable, subject to the offering and selling restrictions in the United States, the European Economic Area, Belgium,

Element	Title	
		France, Ireland, Italy, Luxembourg, Poland, Portugal, Romania, Spain, Japan, the United Kingdom and Australia and under the Prospectus Directive and the laws of any jurisdiction in which the relevant Securities are offered or sold.
C.8	Rights attaching to the Securities	<p>Securities issued under the Base Prospectus will have terms and conditions relating to, among other matters:</p> <p>Status</p> <p>The Securities are direct, unconditional, unsecured and unsubordinated obligations of the Issuer and rank and will rank <i>pari passu</i> among themselves and at least <i>pari passu</i> with all other direct, unconditional, unsecured and unsubordinated indebtedness of the Issuer (save for statutorily preferred exceptions).</p> <p>Taxation</p> <p>All payments in respect of Notes will be made without deduction for or on account of withholding taxes imposed by France or any political subdivision or any authority thereof or therein having power to tax (in the case of payments by BNPP as Guarantor) or the Netherlands or any political subdivision or any authority thereof or therein having power to tax (in the case of payments by BNPP B.V.), unless such deduction or withholding is required by law. In the event that any such deduction is made, the Issuer or, as the case may be, the Guarantor will, save in certain limited circumstances, be required to pay additional amounts to cover the amounts so deducted.</p> <p>Payments will be subject in all cases to (i) any fiscal or other laws and regulations applicable thereto in the place of payment, but without prejudice to the provisions of Condition 6, (ii) any withholding or deduction required pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986 (the "Code") or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, any official interpretations thereof, or (without prejudice to the provisions of Condition 6) any law implementing an intergovernmental approach thereto, and (iii) any withholding or deduction required pursuant to Section 871(m) of the Code.</p> <p>In addition, in determining the amount of withholding or deduction required pursuant to Section 871(m) of the Code imposed with respect to any amounts to be paid on the Securities, the Issuer shall be entitled to withhold on any "dividend equivalent" payment (as defined for purposes of Section 871(m) of the Code) at a rate of 30 per cent.</p> <p>Negative pledge</p> <p>The terms of the Securities will not contain a negative pledge provision.</p>

Element	Title	
		<p>Events of Default</p> <p>The terms of the Notes will contain events of default including non-payment, non-performance or non-observance of the Issuer's or Guarantor's obligations in respect of the Securities; the insolvency or winding up of the Issuer or Guarantor;</p> <p>Meetings</p> <p>The Noteholders will, in respect of all Tranches in any Series, be grouped automatically for the defence of their common interests in a masse (the "Masse").</p> <p>The Masse will act in part through a representative (the "Representative") and in part through a general meeting of the Noteholders (the "General Meeting") or decisions taken by written resolution ("Written Resolution").</p> <p>Governing law</p> <p>The Securities, the French Law Note Agency Agreement (as amended or supplemented from time to time) and the French law Guarantees are governed by, and construed in accordance with, French law, and any action or proceeding in relation thereto shall, subject to any mandatory rules of the Brussels Recast Regulation be submitted to the jurisdiction of the competent courts in Paris within the jurisdiction of the Paris Court of Appeal (<i>Cour d'Appel de Paris</i>). BNPP B.V. elects domicile at the registered office of BNP Paribas currently located at 16 boulevard des Italiens, 75009 Paris.</p>
C.9	Interest/Redemption	<p>Interest</p> <p>The Securities pay interest from 14 October 2020 at a structured rate calculated by reference to Solactive France 20 Equal Weight NTR 5% AR Index (the "Underlying Reference"). Interest will be paid quarterly on the Interest Payment Dates subject to adjustment for non-business days. The first interest payment will be made on 14 October 2020.</p> <p>The interest rate is calculated as set out below:</p> <p>(I) if the Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date_(i):</p> <p style="padding-left: 40px;">Rate_(i) or</p> <p>(II) if the Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date_(i):</p> <p style="padding-left: 40px;">zero.</p> <p>Where:</p> <p style="padding-left: 40px;">Calculation Agent means BNP Paribas Arbitrage S.N.C.</p>

Element	Title	
		<p>Closing Level means, in respect of the Underlying Reference and a Scheduled Trading Day, the official closing level of such Underlying Reference on such day as determined by the Calculation Agent</p> <p>Rate⁽ⁱ⁾ means 6 per cent.</p> <p>DC Barrier Value means the Underlying Reference Value.</p> <p>Digital Coupon Condition means that the DC Barrier Value for the relevant SPS Valuation Date is less than the Barrier Level.</p> <p>Barrier Level is 80.00 per cent.</p> <p>Interest Valuation Date(i), with i being 1 to 32, meaning the relevant SPS Valuation Date as set out in the table below</p> <p>Interest Payment Date(s) means each date set out in the table below in the column headed Interest Payment Date</p> <p>Redemption Valuation Date means 1 October 2029</p> <p>Scheduled Trading Day means a day on which the relevant Index Sponsor is scheduled to publish the level of the Index and each exchange or quotation system where trading has a material effect on the overall market for futures or options contracts relating to such Index are scheduled to be open for trading during their respective regular trading session(s)</p> <p>Settlement Price Date means the relevant Valuation Date</p> <p>SPS Coupon Valuation Date means the relevant Settlement Price Date</p> <p>SPS Valuation Date means the relevant SPS Coupon Valuation Date, or the Strike Date as applicable</p> <p>Strike Date means 30 September 2019</p> <p>Underlying Reference: see Element C.15</p> <p>Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p> <p>Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p> <p>Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the relevant Underlying Reference Strike Price</p> <p>Valuation Date means the relevant Interest Valuation Date</p>

Element	Title				
			i Interest Valuation Date_i	Interest Payment Date_i	
		1	September 30th, 2020	October 14th, 2020	
		2	September 30th, 2021	October 14th, 2021	
		3	September 30th, 2022	October 14th, 2022	
		4	October 02nd, 2023	October 16th, 2023	
		5	September 30th, 2024	October 14th, 2024	
		6	September 30th, 2025	October 14th, 2025	
		7	September 30th, 2026	October 14th, 2026	
		8	September 30th, 2027	October 14th, 2027	
		9	October 02nd, 2028	October 16th, 2028	
		10	October 01 st , 2029	October 15 th , 2029	
		<p><i>Redemption</i></p> <p>Unless previously redeemed, each Security will be redeemed on the Maturity Date as set out in Element C.18.</p> <p><i>Representative of Holders</i></p> <p>In respect of the representation of the Noteholders, the Noteholders will, in respect of all Tranches in any Series, be grouped automatically for the defence of their common interests in a <i>Masse</i> and the provisions of the French <i>Code de commerce</i> relating to the <i>Masse</i> shall apply</p> <p>The names and addresses of the initial Representative of the <i>Masse</i> and its alternative are:</p> <p style="padding-left: 40px;">SELARL MCM AVOCAT 10, rue de Sèze, 75009 Paris, France</p> <p style="padding-left: 40px;">as Initial Representative and,</p> <p style="padding-left: 40px;">Maître Philippe MAISONNEUVE, Avocat Agissant pour la SELARL MCM AVOCAT 10, rue de Sèze, 75009 Paris, France</p> <p style="padding-left: 40px;">as Alternative Representative.</p>			

Element	Title	
		<p>The Representative appointed in respect of the first Tranche of any Series of Notes will be the representative of the single Masse of all Tranches in such Series.</p> <p>Please also refer to item C.8 above for rights attaching to the Securities.</p>
C.10	Derivative component in the interest payment	<p>Not applicable</p> <p>Please also refer to Elements C.9 above and C.15 below.</p>
C.11	Admission to Trading	<p>Application has been made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Luxembourg Stock Exchange's regulated market.</p>
C.15	How the value of the investment in the derivative securities is affected by the value of the underlying assets	<p>The amount payable on redemption is calculated by reference to the Solactive France 20 Equal Weight NTR 5% AR Index (the "Underlying Reference" or the "Index").</p> <p>See item C.9 above and C.18 below.</p>
C.16	Maturity of the derivative Securities	<p>The Maturity Date of the Securities is 15 October 2029</p>
C.17	Settlement Procedure	<p>This Series of Securities is cash settled.</p> <p>The Issuer does not have the option to vary settlement.</p>
C.18	Return on derivative securities	<p>See Element C.8 above for the rights attaching to the Securities.</p> <p>Final Redemption</p> <p>Unless previously redeemed or purchased and cancelled, each Security will be redeemed by the Issuer on the Maturity Date at the Final Redemption Amount equal to the Final Payout.</p> <p>Final Payouts</p> <p>Structured Products Securities (SPS) Final Payouts</p> <p>Reverse Convertible Securities: fixed term products which have a return linked to both the performance of the Underlying Reference(s) and a knock-in level. There is no capital protection.</p>

		<p>Calculation Amount multiplied by:</p> <p>(A) if no Knock-in Event has occurred: 100%; or</p> <p>(B) if a Knock-in Event has occurred; Min (100%, Final Redemption Value)</p> <p>Where:</p> <p>Calculation Agent means BNP Paribas Arbitrage S.N.C.</p> <p>Calculation Amount means EUR 1,000</p> <p>Closing Level means, in respect of the Underlying Reference and a Scheduled Trading Day, the official closing level of such Underlying Reference on such day as determined by the Calculation Agent</p> <p>Final Redemption Value means Underlying Reference Value</p> <p>Knock-in Determination Day means Redemption Valuation Date</p> <p>Knock-in Event is applicable</p> <p>Knock-in Event means, if the Knock-in Value is less than the Knock-in Level on the Knock-in Determination Day</p> <p>Knock-in Level means 60.00 per cent.</p> <p>Knock-in Value means the Underlying Reference Value</p> <p>Redemption Valuation Date means 1 October 2029</p> <p>Scheduled Trading Day means a day on which the relevant Index Sponsor is scheduled to publish the level of the Index and each exchange or quotation system where trading has a material effect on the overall market for futures or options contracts relating to such Index are scheduled to be open for trading during their respective regular trading session(s)</p> <p>Settlement Price Date means the Valuation Date</p> <p>SPS Redemption Valuation Date means the Settlement Price Date</p> <p>SPS Valuation Date means the SPS Redemption Valuation Date or the Knock-in Determination Day, as applicable</p> <p>Strike Date means 30 September 2019</p> <p>Underlying Reference: see Element C.15</p> <p>Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p>
--	--	---

Element	Title	
		<p>Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price</p> <p>Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p> <p>Valuation Date means Redemption Valuation Date</p>
		<p><i>Automatic Early Redemption</i></p> <p>If on any Automatic Early Redemption Valuation Date an Automatic Early Redemption Event occurs, the Securities will be redeemed early at the Automatic Early Redemption Amount on the Automatic Early Redemption Date.</p> <p>The Automatic Early Redemption Amount in respect of each nominal amount of Notes equal to the Calculation Amount will be equal to the SPS Automatic Early Redemption payout:</p> <p>Automatic Early Redemption Payouts</p> <p>The SPS Automatic Early Redemption Payout is:</p> $NA \times (100.00\% + AER \text{ Exit Rate}).$ <p>Where:</p> <p>Automatic Early Redemption Event means on any Automatic Early Redemption Valuation Date the SPS AER Value 1 is equal to or greater than the Automatic Early Redemption Level 1</p> <p>AER Exit Rate means AER Rate</p> <p>AER Rate means 0.00%</p> <p>AER 1 Redemption Valuation Date means each date set out in the column headed AER 1 Redemption Valuation Date in the table below.</p> <p>Automatic Early Redemption Date means each date set out in the column headed Automatic Early Redemption date set out in the table below.</p> <p>Automatic Early Redemption Level 1: means 100%</p> <p>Automatic Early Redemption Valuation Date(s): AER 1 Redemption Valuation Dates</p> <p>NA means the Calculation Amount</p> <p>Valuation Date means the relevant Automatic Early Redemption Valuation Date</p> <p>Settlement Price Date means the relevant Valuation Date</p>

Element	Title																																	
		<p>SPS AER Value 1 means Underlying Reference Value</p> <p>SPS ER Valuation Date means the relevant Settlement Price Date</p> <p>SPS Valuation Date means the SPS ER Valuation Date</p> <p>Strike Date means 30 September 2019</p> <p>Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p> <p>Underlying Reference Strike Price means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p> <p>Underlying Reference Value means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the relevant Underlying Reference Strike Price</p>																																
		<table border="1"> <thead> <tr> <th data-bbox="606 974 718 1075">i</th> <th data-bbox="718 974 1077 1075">Automatic Early Redemption Valuation Date</th> <th data-bbox="1077 974 1436 1075">Automatic Early Redemption Date</th> </tr> </thead> <tbody> <tr> <td data-bbox="606 1075 718 1131">1</td> <td data-bbox="718 1075 1077 1131">September 30th, 2020</td> <td data-bbox="1077 1075 1436 1131">October 14th, 2020</td> </tr> <tr> <td data-bbox="606 1131 718 1187">2</td> <td data-bbox="718 1131 1077 1187">September 30th, 2021</td> <td data-bbox="1077 1131 1436 1187">October 14th, 2021</td> </tr> <tr> <td data-bbox="606 1187 718 1243">3</td> <td data-bbox="718 1187 1077 1243">September 30th, 2022</td> <td data-bbox="1077 1187 1436 1243">October 14th, 2022</td> </tr> <tr> <td data-bbox="606 1243 718 1299">4</td> <td data-bbox="718 1243 1077 1299">October 02nd, 2023</td> <td data-bbox="1077 1243 1436 1299">October 16th, 2023</td> </tr> <tr> <td data-bbox="606 1299 718 1355">5</td> <td data-bbox="718 1299 1077 1355">September 30th, 2024</td> <td data-bbox="1077 1299 1436 1355">October 14th, 2024</td> </tr> <tr> <td data-bbox="606 1355 718 1411">6</td> <td data-bbox="718 1355 1077 1411">September 30th, 2025</td> <td data-bbox="1077 1355 1436 1411">October 14th, 2025</td> </tr> <tr> <td data-bbox="606 1411 718 1467">7</td> <td data-bbox="718 1411 1077 1467">September 30th, 2026</td> <td data-bbox="1077 1411 1436 1467">October 14th, 2026</td> </tr> <tr> <td data-bbox="606 1467 718 1523">8</td> <td data-bbox="718 1467 1077 1523">September 30th, 2027</td> <td data-bbox="1077 1467 1436 1523">October 14th, 2027</td> </tr> <tr> <td data-bbox="606 1523 718 1579">9</td> <td data-bbox="718 1523 1077 1579">October 02nd, 2028</td> <td data-bbox="1077 1523 1436 1579">October 16th, 2028</td> </tr> </tbody> </table>	i	Automatic Early Redemption Valuation Date	Automatic Early Redemption Date	1	September 30th, 2020	October 14th, 2020	2	September 30th, 2021	October 14th, 2021	3	September 30th, 2022	October 14th, 2022	4	October 02nd, 2023	October 16th, 2023	5	September 30th, 2024	October 14th, 2024	6	September 30th, 2025	October 14th, 2025	7	September 30th, 2026	October 14th, 2026	8	September 30th, 2027	October 14th, 2027	9	October 02nd, 2028	October 16th, 2028		
i	Automatic Early Redemption Valuation Date	Automatic Early Redemption Date																																
1	September 30th, 2020	October 14th, 2020																																
2	September 30th, 2021	October 14th, 2021																																
3	September 30th, 2022	October 14th, 2022																																
4	October 02nd, 2023	October 16th, 2023																																
5	September 30th, 2024	October 14th, 2024																																
6	September 30th, 2025	October 14th, 2025																																
7	September 30th, 2026	October 14th, 2026																																
8	September 30th, 2027	October 14th, 2027																																
9	October 02nd, 2028	October 16th, 2028																																
C.19	Final reference price of the Underlying	The final reference price of the underlying will be determined in accordance with the valuation mechanics set out in Element C.9 and Element C.18 above																																

Element	Title	
C.20	Underlying	<p>The Underlying Reference specified in Element C.9 and Element C.18 above. Information on the Underlying Reference can be obtained from the Screen Page:</p> <p>Bloomberg: SOFRAN20 Index</p>

Section D– Risks

Element	Title	
D.2	Key risk regarding the Issuer and the Guarantor	<p>Prospective purchasers of the Securities should be experienced with respect to options and options transactions and should understand the risks of transactions involving the Securities. An investment in the Securities presents certain risks that should be taken into account before any investment decision is made. Certain risks may affect the Issuer's ability to fulfil its obligations under the Securities or the Guarantor's ability to perform its obligations under the Guarantee, some of which are beyond its control. In particular, the Issuer and the Guarantor, together with the BNPP Group, are exposed to the risks associated with its activities, as described below:</p> <p><i>Issuer</i></p> <p>The main risks described above in relation to BNPP also represent the main risks for BNPP B.V., either as an individual entity or a company in the BNPP Group.</p> <p><i>Dependency Risk</i></p> <p>BNPP B.V. is an operating company. The assets of BNPP B.V. consist of the obligations of other BNPP Group entities. The ability of BNPP B.V. to meet its own obligations will depend on the ability of other BNPP Group entities to fulfil their obligations. In respect of securities it issues, the ability of BNPP B.V. to meet its obligations under such securities depends on the receipt by it of payments under certain hedging agreements that it enters with other BNPP Group entities. Consequently, Holders of BNPP B.V. securities will, subject to the provisions of the Guarantee issued by BNPP, be exposed to the ability of BNP Group entities to perform their obligations under such hedging agreements.</p> <p><i>Market Risk</i></p> <p>BNPP B.V. takes on exposure to market risks arising from positions in interest rates, currency exchange rates, commodities and equity products, all of which are exposed to general and specific market movements. However, these risks are hedged by option and swap agreements and therefore these risks are mitigated in principle.</p>

Element	Title	
		<p><i>Credit Risk</i></p> <p>BNPP B.V. has significant concentration of credit risks as all OTC contracts are acquired from its parent company and other BNPP Group entities. Taking into consideration the objective and activities of BNPP B.V. and the fact that its parent company is under supervision of the European Central Bank and the <i>Autorité de Contrôle Prudentiel et de Résolution</i> management considers these risks as acceptable. The long term senior debt of BNP Paribas is rated (A+) by Standard & Poor's and (Aa3) by Moody's.</p> <p><i>Liquidity Risk</i></p> <p>BNPP B.V. has significant liquidity risk exposure. To mitigate this exposure, BNPP B.V. entered into netting agreements with its parent company and other BNPP Group entities.</p> <p>Guarantor</p> <p>Seven main categories of risk are inherent in BNPP's activities:</p> <ol style="list-style-type: none"> <li data-bbox="619 992 1461 1279">(1) <i>Credit Risk</i> – Credit risk is defined as the probability of a borrower or counterparty defaulting on its obligations to BNPP. Probability of default along with the recovery rate of the loan or debt in the event of default are essential elements in assessing credit quality. BNPP's risk-weighted assets subject to this type of risk amounted to EUR 504 billion at 31 December 2018. In accordance with the EBA recommendations, this category of risk also includes risks on equity investments, as well as those related to insurance activities. <li data-bbox="619 1317 1461 1749">(2) <i>Operational risk</i> – Operational risk is the risk of loss resulting from failed or inadequate internal processes (particularly those involving personnel and information systems) or external events, whether deliberate, accidental or natural (floods, fires, earthquakes, terrorist attacks, etc.). Operational risks include fraud, human resources risks, legal and reputational risks, non-compliance risks, tax risks, information systems risks, risk of providing inadequate financial services (conduct risk), risk of failure of operational processes including credit processes, or from the use of a model (model risk), as well as potential financial consequences related to reputation risk management. BNPP's risk-weighted assets subject to this type of risk amounted to EUR 73 billion at 31 December 2018. <li data-bbox="619 1787 1461 2002">(3) <i>Counterparty risk</i> - Counterparty risk arises from BNPP's credit risk in the specific context of market transactions, investments, and/or settlements. The amount of this risk varies over time depending on fluctuations in market parameters affecting the potential future value of the transactions concerned. BNPP's risk-weighted assets subject to this type of risk amounted to EUR 27 billion at 31 December 2018.

Element	Title	
		<p>(4) <i>Market Risk</i> – Market risk is the risk of loss of value caused by an unfavorable trend in prices or market parameters. Market parameters include, but are not limited to, exchange rates, prices of securities and commodities (whether the price is directly <i>quoted</i> or obtained by reference to a comparable asset), the price of derivatives on an established market and all benchmarks that can be derived from market quotations such as interest rates, credit spreads, volatility or implicit correlations or other similar parameters. BNPP’s risk-weighted assets subject to this type of risk amounted to EUR 20 billion at 31 December 2018.</p> <p>(5) <i>Securitisation risk</i> – Securitisation is a transaction or arrangement by which the credit risk associated with a liability or set of liabilities is subdivided into tranches. Any <i>commitment</i> made under a securitisation structure (including derivatives and liquidity lines) is considered to be a securitisation. The bulk of these commitments are in the prudential banking portfolio. BNPP’s risk-weighted assets subject to this type of risk amounted to EUR 7 billion at 31 December 2018.</p> <p>(6) <i>Risks related to deferred taxes and certain holdings in credit or financial institutions</i> – amounts below the prudential capital deduction thresholds generate risk-weighted assets amounting to EUR 17 billion at 31 December 2018.</p> <p>(7) <i>Liquidity risk</i> – Liquidity risk is the risk that BNPP will not be able to honor its commitments or unwind or offset a position due to market conditions or specific factors within a specified period of time and at a reasonable cost. It reflects the risk of not being able to cope with net cash outflows, including collateral requirements, over short-term to long-term horizons. The BNPP Group’s specific risk can be assessed through its short-term liquidity ratio, which analyses the hedging of net cash outflows during a 30-day stress period.</p> <p>More generally, the risks to which the BNPP Group is exposed may arise from a number of factors related, among other things, to changes in its macroeconomic, competitive, market and regulatory environment or the implementation of its strategy, its business or its operations.</p> <p><i>Risks</i></p> <p>This section summarises the principal risks that BNPP currently considers itself to face. They are presented in the following categories: risks related to the macroeconomic environment, risks related to the market environment, regulatory risks and risks related to the implementation of BNPP’s strategy, risks related to the management of BNPP’s business, risks related to BNPP’s operations.</p>

Element	Title	
		<p>(a) Adverse economic and financial conditions have in the past had and may in the future have an impact on BNPP and the markets in which it operates.</p> <p>(b) Given the global scope of its activities, BNPP may be vulnerable to certain political, macroeconomic or financial risks in the countries and regions where it operates.</p> <p>(c) BNPP's access to and cost of funding could be adversely affected by a resurgence of financial crises, worsening economic conditions, rating downgrades, increases in credit spreads or other factors.</p> <p>(d) The prolonged low interest rate environment carries inherent systemic risks, and an exit from such environment also carries risks.</p> <p>(e) Significant interest rate changes could adversely affect BNPP's revenues or profitability.</p> <p>(f) The soundness and conduct of other financial institutions and market participants could adversely affect BNPP.</p> <p>(g) BNPP may incur significant losses on its trading and investment activities due to market fluctuations and volatility.</p> <p>(h) BNPP may generate lower revenues from commission and fee based businesses during market downturns.</p> <p>(i) Protracted market declines can reduce liquidity in the markets, making it harder to sell assets and possibly leading to material losses.</p> <p>(j) BNPP must ensure that its assets and liabilities properly match in order to avoid exposure to losses.</p> <p>(k) Laws and regulations adopted in recent years, particularly in response to the global financial crisis, as well as new legislative proposals, may materially impact BNPP and the financial and economic environment in which it operates.</p> <p>(l) BNPP could become subject to a resolution proceeding.</p> <p>(m) BNPP is subject to extensive and evolving regulatory regimes in the jurisdictions in which it operates.</p> <p>(n) BNPP may incur substantial fines and other administrative and criminal penalties for non compliance with applicable laws and regulations, and may also incur losses in related (or unrelated) litigation with private parties.</p> <p>(o) Risks related to the implementation of BNPP's strategic plans.</p>

Element	Title	
		<p>(p) BNPP may experience difficulties integrating acquired companies and may be unable to realize the benefits expected from its acquisitions.</p> <p>(q) BNPP is exposed to credit risk and counterparty risk.</p> <p>(r) A substantial increase in new provisions or a shortfall in the level of previously recorded provisions could adversely affect BNPP's results of operations and financial condition.</p> <p>(s) BNPP's hedging strategies may not prevent losses.</p> <p>(t) Adjustments to the carrying value of BNPP's securities and derivatives portfolios and BNPP's own debt could have an impact on its net income and shareholders' equity.</p> <p>(u) The credit ratings of BNPP may be downgraded, which would weigh on its profitability.</p> <p>(v) Intense competition by banking and non banking operators could adversely affect BNPP's revenues and profitability.</p> <p>(w) BNPP's risk management policies, procedures and methods may leave it exposed to unidentified or unanticipated risks, which could lead to material losses.</p> <p>(x) An interruption in or a breach of BNPP's information systems may cause substantial losses of client or customer information, damage to BNPP's reputation and financial losses.</p> <p>(y) BNPP's competitive position could be harmed if its reputation is damaged.</p>
D.3	Key risks regarding the Securities	<p>In addition to the risks (including the risk of default) that may affect the Issuer's ability to fulfil its obligations under the Securities or the Guarantor's ability to perform its obligations under the Guarantee, there are certain factors which are material for the purposes of assessing the risks associated with Securities issued under the Base Prospectus, including:</p> <p><i>Market Risks</i></p> <p>Securities are unsecured obligations;</p> <p>exposure to the Underlying Reference in many cases will be achieved by the relevant Issuer entering into hedging arrangements and, in respect of Securities linked to an Underlying Reference, potential investors are exposed to the performance of these hedging arrangements and events that may affect the hedging arrangements and consequently the occurrence of any of these events may affect the value of the Securities;</p> <p><i>Holder Risks</i></p>

Element	Title	
		<p>the Securities may have a minimum trading amount and if, following the transfer of any Securities, a Holder holds fewer Securities than the specified minimum trading amount, such Holder will not be permitted to transfer their remaining Securities prior to redemption without first purchasing enough additional Securities in order to hold the minimum trading amount;</p> <p><i>Issuer/Guarantor Risks</i></p> <p>a reduction in the rating, if any, accorded to outstanding debt securities of the Issuer or Guarantor by a credit rating agency could result in a reduction in the trading value of the Securities;</p> <p>certain conflicts of interest may arise (see Element E.4 below);</p> <p>in certain circumstances (including, without limitation, as a result of restrictions on currency convertibility and/or transfer restrictions), it may not be possible for the Issuer to make payments in respect of the Securities in the Settlement Currency specified in the applicable Final Terms. In these circumstances, the payment of principal and/or interest may occur at a different time and/or made in USD and the market price of such Securities may be volatile;</p> <p><i>Legal Risks</i></p> <p>the occurrence of an additional disruption event or optional additional disruption event may lead to an adjustment to the Securities, early redemption or may result in the amount payable on scheduled redemption being different from the amount expected to be paid at scheduled redemption and consequently the occurrence of an additional disruption event and/or optional additional disruption event may have an adverse effect on the value or liquidity of the Securities;</p> <p>in certain circumstances settlement may be postponed or payments made in USD if the Settlement Currency specified in the applicable Final Terms is not freely transferable, convertible or deliverable;</p> <p>expenses and taxation may be payable in respect of the Securities;</p> <p>the Securities may be redeemed in the case of illegality or impracticability and such redemption may result in an investor not realising a return on an investment in the Securities;</p> <p><i>Secondary Market Risks</i></p> <p>the only means through which a Holder can realise value from the Security prior to its Maturity Date, is to sell it at its then market price in an available secondary market and that there may be no secondary market for the Securities (which could mean that an investor has to wait until redemption of the Securities to realise a greater value than its trading value);</p>

Element	Title	
		<p>an active secondary market may never be established or may be illiquid and this may adversely affect the value at which an investor may sell its Securities (investors may suffer a partial or total loss of the amount of their investment);</p> <p>for certain issues of Securities, BNP Paribas Arbitrage S.N.C. is required to act as market-maker. In those circumstances, BNP Paribas Arbitrage S.N.C. will endeavour to maintain a secondary market throughout the life of the Securities, subject to normal market conditions and will submit bid and offer prices to the market. The spread between bid and offer prices may change during the life of the Securities. However, during certain periods, it may be difficult, impractical or impossible for BNP Paribas Arbitrage S.N.C. to quote bid and offer prices, and during such periods, it may be difficult, impracticable or impossible to buy or sell these Securities. This may, for example, be due to adverse market conditions, volatile prices or large price fluctuations, a large marketplace being closed or restricted or experiencing technical problems such as an IT system failure or network disruption;</p> <p><i>Risks Relating to Underlying Reference Asset(s)</i></p> <p>In addition, there are specific risks in relation to Securities which are linked to an Underlying Reference (including Hybrid Securities) and an investment in such Securities will entail significant risks not associated with an investment in a conventional debt security. Risk factors in relation to Underlying Reference linked Securities include:</p> <p style="padding-left: 40px;">exposure to one or more index, adjustment events and market disruption or failure to open of an exchange which may have an adverse effect on the value and liquidity of the Securities.</p> <p><i>Risks relating to specific types of products</i></p> <p>The following risks are associated with SPS Products</p> <p style="padding-left: 40px;">Reverse Convertible Products</p> <p style="padding-left: 40px;">Investors may be exposed to a partial or total loss of their investment. The return on the Securities depends on the performance of the Underlying Reference(s) and whether a knock-in event occurs.</p>
D.6	Risk warning	<p>See Element D.3 above.</p> <p>In the event of the insolvency of the Issuer or if it is otherwise unable or unwilling to repay the Securities when repayment falls due, an investor may lose all or part of his investment in the Securities.</p> <p>If the Guarantor is unable or unwilling to meet its obligations under the Guarantee when due, an investor may lose all or part of his investment in the Securities.</p>

Element	Title	
		In addition, investors may lose all or part of their investment in the Securities as a result of the terms and conditions of the Securities.

Section E– Offer

Element	Title	
E.2b	Reasons for the offer and use of proceeds	The net proceeds from the issue of the Securities will become part of the general funds of the Issuer. Such proceeds may be used to maintain positions in options or futures contracts or other hedging instruments
E.3	Terms and conditions of the offer	Not applicable – the Securities are not being offered to the public as part of a Non-exempt Offer. This issue price of securities is 100.00 per cent
E.4	Interest of natural and legal persons involved in the issue/offer	Other than as mentioned above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer, including conflicting interests.
E.7	Expenses charged to the investor by the Issuer	No expenses are being charged to an investor by the Issuer.