

## FINAL TERMS DATED 22 JUNE 2011

**BNP Paribas Arbitrage Issuance B.V.**  
*(incorporated in The Netherlands)*  
*(as Issuer)*

**BNP Paribas**  
*(incorporated in France)*  
*(as Guarantor)*

### Warrant and Certificate Programme

**BNP Paribas Arbitrage Issuance B.V.**

### EUR "European Style Warrants" relating to Shares

**BNP Paribas Arbitrage S.N.C.**  
*(as Manager)*

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Securities in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer of the Securities may only do so:

- (i) in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) in those jurisdictions mentioned in Paragraph 44 of Part A below, provided such person is one of the persons mentioned in Paragraph 44 of Part A below and that such offer is made during the Offer Period specified for such purpose therein.

Neither the Issuer nor any Manager has authorised, nor do they authorise, the making of any offer of Securities in any other circumstances.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU.

## PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 7 June 2011 which constitutes a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on BNP Paribas Arbitrage Issuance B.V. (the "**Issuer**") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available for viewing, respectively, on the following websites: [www.produitsdebourse.bnpparibas.fr](http://www.produitsdebourse.bnpparibas.fr) for public offering in France and [www.listedproducts.cib.bnpparibas.be](http://www.listedproducts.cib.bnpparibas.be) for public offering in the Kingdom of Belgium and copies may be obtained free of charge at the specified offices of the Security Agents.

References herein to numbered Conditions are to the terms and conditions of the relevant series of Securities and words and expressions defined in such terms and conditions shall bear the same meaning in these Final Terms in so far as they relate to such series of Securities, save as where otherwise expressly provided.

These Final Terms relate to the series of Securities as set out in "Specific Provisions for each Series" below. References herein to "**Securities**" shall be deemed to be references to the relevant Securities that are the subject of these Final Terms and references to "**Security**" shall be construed accordingly.

**SPECIFIC PROVISIONS FOR EACH SERIES**

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0009779321	250,000	250,000	1	64160842	N817B	EUR 0.11	Call	EUR 2	16 September 2011	1
NL0009779339	250,000	250,000	1	64160869	N818B	EUR 0.12	Call	EUR 2.20	16 December 2011	1
NL0009779347	200,000	200,000	1	64160877	N819B	EUR 0.26	Call	EUR 100	16 December 2011	20
NL0009779354	200,000	200,000	1	64160885	N820B	EUR 0.33	Put	USD 180	15 September 2011	20
NL0009779362	200,000	200,000	1	64160893	N821B	EUR 0.27	Call	USD 50	16 September 2011	5
NL0009779370	200,000	200,000	1	64160907	N822B	EUR 0.37	Call	USD 54	16 March 2012	5
NL0009779388	200,000	200,000	1	64160915	N823B	EUR 0.83	Call	USD 350	16 December 2011	20
NL0009779396	200,000	200,000	1	64160923	N824B	EUR 0.73	Call	USD 380	16 March 2012	20
NL0009779404	200,000	200,000	1	64160931	N825B	EUR 0.76	Call	USD 400	15 June 2012	20
NL0009779412	200,000	200,000	1	64160940	N826B	EUR 0.52	Put	USD 320	15 September 2011	20
NL0009779420	150,000	150,000	1	64160958	N827B	EUR 0.18	Call	USD 11	16 September 2011	3
NL0009779438	150,000	150,000	1	64160966	N828B	EUR 0.16	Call	USD 12	16 December 2011	3
NL0009779446	150,000	150,000	1	64160974	N829B	EUR 0.12	Put	USD 10	15 September 2011	3
NL0009779453	200,000	200,000	1	64160982	N830B	EUR 0.20	Call	GBPp 280	16 September 2011	1
NL0009779461	200,000	200,000	1	64161008	N831B	EUR 0.20	Call	GBPp 300	16 December 2011	1
NL0009779479	200,000	200,000	1	64161016	N832B	EUR 0.20	Call	GBPp 320	16 March 2012	1
NL0009779487	200,000	200,000	1	64161024	N833B	EUR 0.31	Call	EUR 75	16 March 2012	10
NL0009779495	300,000	300,000	1	64161032	N834B	EUR 0.21	Call	EUR 65	16 September 2011	20
NL0009779503	300,000	300,000	1	64161059	N835B	EUR 0.23	Call	EUR 70	16 December 2011	20
NL0009779511	200,000	200,000	1	64161067	N836B	EUR 0.17	Call	USD 78	16 September 2011	10
NL0009779529	200,000	200,000	1	64161075	N837B	EUR 0.24	Call	USD 80	16 December 2011	10

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0009779537	250,000	250,000	1	64161083	N838B	EUR 0.34	Call	EUR 75	16 March 2012	10
NL0009779545	200,000	200,000	1	64161091	N839B	EUR 0.37	Call	USD 75	16 September 2011	8
NL0009779552	200,000	200,000	1	64161105	N840B	EUR 0.47	Call	USD 80	16 March 2012	8
NL0009779560	200,000	200,000	1	64161113	N841B	EUR 0.25	Put	USD 70	15 September 2011	8
NL0009779578	250,000	250,000	1	64161121	N842B	EUR 0.20	Call	GBPp 450	16 September 2011	1
NL0009779586	250,000	250,000	1	64161130	N843B	EUR 0.20	Call	GBPp 470	16 December 2011	1
NL0009779594	200,000	200,000	1	64161156	N844B	EUR 0.40	Call	USD 100	16 September 2011	10
NL0009779602	200,000	200,000	1	64161199	N845B	EUR 0.45	Call	USD 105	16 December 2011	10
NL0009779610	200,000	200,000	1	64161229	N846B	EUR 0.47	Call	USD 110	16 March 2012	10
NL0009779628	150,000	150,000	1	64161237	N847B	EUR 0.22	Call	USD 16	16 September 2011	2
NL0009779636	150,000	150,000	1	64161253	N848B	EUR 0.36	Call	USD 16	16 December 2011	2
NL0009779644	150,000	150,000	1	64161270	N849B	EUR 0.26	Call	USD 18	16 March 2012	2
NL0009779651	150,000	150,000	1	64161296	N850B	EUR 0.35	Put	USD 15	15 September 2011	2
NL0009779669	150,000	150,000	1	64161318	N851B	EUR 1.69	Put	USD 38	15 September 2011	1
NL0009779677	200,000	200,000	1	64161334	N852B	EUR 0.45	Call	USD 66	16 December 2011	5
NL0009779685	200,000	200,000	1	64161377	N853B	EUR 0.43	Call	USD 68	16 March 2012	5
NL0009779693	200,000	200,000	1	64161407	N854B	EUR 0.14	Call	EUR 52	16 September 2011	10
NL0009779701	200,000	200,000	1	64161423	N855B	EUR 0.28	Call	EUR 55	16 March 2012	10
NL0009779719	300,000	300,000	1	64161440	N856B	EUR 0.21	Call	EUR 56	16 September 2011	10
NL0009779727	300,000	300,000	1	64161466	N857B	EUR 0.26	Call	EUR 58	16 December 2011	10
NL0009779735	300,000	300,000	1	64161482	N858B	EUR 0.29	Call	EUR 60	16 March 2012	10
NL0009779743	150,000	150,000	1	64161512	N859B	EUR 0.45	Call	USD 18	16 March 2012	2

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0009779750	200,000	200,000	1	64161539	N860B	EUR 0.22	Call	EUR 42	16 September 2011	8
NL0009779768	200,000	200,000	1	64161547	N861B	EUR 0.23	Call	EUR 45	16 December 2011	8
NL0009779776	200,000	200,000	1	64161555	N862B	EUR 0.40	Call	EUR 20	16 September 2011	2
NL0009779784	200,000	200,000	1	64161563	N863B	EUR 0.43	Call	EUR 21	16 December 2011	2
NL0009779792	150,000	150,000	1	64161571	N864B	EUR 0.29	Call	USD 34	16 December 2011	4
NL0009779800	200,000	200,000	1	64161580	N865B	EUR 0.21	Call	USD 90	16 March 2012	10
NL0009779818	200,000	200,000	1	64161598	N866B	EUR 0.17	Call	USD 14	16 September 2011	3
NL0009779826	200,000	200,000	1	64161601	N867B	EUR 0.18	Call	USD 16	16 March 2012	3
NL0009779834	200,000	200,000	1	64161610	N868B	EUR 0.21	Call	USD 36	16 September 2011	5
NL0009779842	200,000	200,000	1	64161628	N869B	EUR 0.35	Call	USD 38	16 March 2012	5
NL0009779859	200,000	200,000	1	64161636	N870B	EUR 0.25	Put	USD 34	15 September 2011	5
NL0009779867	200,000	200,000	1	64161644	N871B	EUR 0.20	Call	GBPp 620	16 September 2011	1
NL0009779875	200,000	200,000	1	64161652	N872B	EUR 0.20	Call	GBPp 640	16 December 2011	1
NL0009779883	150,000	150,000	1	64161679	N873B	EUR 0.19	Call	USD 26	16 December 2011	4
NL0009779891	150,000	150,000	1	64161687	N874B	EUR 0.37	Call	USD 85	16 December 2011	10
NL0009779909	150,000	150,000	1	64161695	N875B	EUR 0.17	Call	EUR 4.50	16 September 2011	2
NL0009779917	150,000	150,000	1	64161709	N876B	EUR 0.16	Call	EUR 5	16 December 2011	2
NL0009779925	250,000	250,000	1	64161717	N877B	EUR 0.25	Call	EUR 10	15 September 2011	2
NL0009779933	200,000	200,000	1	64161725	N878B	EUR 0.38	Call	USD 33	16 September 2011	3
NL0009779941	200,000	200,000	1	64161733	N879B	EUR 0.29	Call	EUR 20	16 December 2011	3
NL0009779958	200,000	200,000	1	64161741	N880B	EUR 0.30	Call	USD 65	16 September 2011	5
NL0009779966	200,000	200,000	1	64161750	N881B	EUR 0.20	Call	GBPp 420	16 September 2011	1

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0009779974	200,000	200,000	1	64161768	N882B	EUR 0.20	Call	GBPp 440	16 December 2011	1
NL0009779982	300,000	300,000	1	64161776	N883B	EUR 0.23	Call	EUR 6	16 September 2011	1
NL0009779990	300,000	300,000	1	64161784	N884B	EUR 0.43	Call	EUR 6	16 December 2011	1
NL0009780006	200,000	200,000	1	64161792	N885B	EUR 0.15	Call	USD 54	16 September 2011	7
NL0009780014	200,000	200,000	1	64161806	N886B	EUR 0.33	Call	USD 16	16 September 2011	2
NL0009780022	200,000	200,000	1	64161814	N887B	EUR 0.41	Call	USD 18	16 March 2012	2
NL0009780030	200,000	200,000	1	64161822	N888B	EUR 0.26	Put	USD 14	15 September 2011	2

The underlying ("**Underlying**") in respect of each series ("**Series Number/ISIN Code**") is set out in the Part C "Other Applicable Terms".

## GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. Issuer: BNP Paribas Arbitrage Issuance B.V.
2. Guarantor: BNP Paribas.
3. Trade Date: 15 June 2011.
4. Issue Date: 22 June 2011.
5. Consolidation: Not applicable.
6. Type of Securities:
  - (a) Warrants.
  - (b) The Securities are Share Securities.

The Warrants are European Style Warrants.

The Warrants are Call Warrants (**Call Warrants**) or Put Warrants (**Put Warrants**). Further particulars set out in "Specific Provisions for each Series" above.

Automatic Exercise applies.

The provisions of Annex 2 (*Additional Terms and Conditions for Share Securities*) shall apply.
7. Form of Securities: Dematerialised bearer form (*au porteur*).
8. Business Day Centre(s): The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is TARGET2.
9. Settlement: Settlement will be by way of cash payment (**Cash Settled Securities**).
10. Variation of Settlement:
  - (a) Issuer's option to vary settlement: The Issuer does not have the option to vary settlement in respect of the Securities.
  - (b) Variation of Settlement of Physical Delivery Securities: Not applicable.
11. Relevant Asset(s): Not applicable.
12. Entitlement: Not applicable.
13. Exchange Rate: As set out in §39 (m).
14. Settlement Currency: Euro (**EUR**).
15. Syndication: The Securities will be distributed on a non-syndicated basis.
16. Minimum Trading Size: Not applicable.
17. Principal Security Agent: BNP Paribas Securities Services S.A.
18. Registrar: Not applicable.
19. Calculation Agent: BNP Paribas Arbitrage S.N.C. 8 rue de Sofia 75018 Paris (France).
20. Governing law: French law.

21. Special conditions or other modifications to the Terms and Conditions:

#### Amendments to the Terms and Conditions

The definition of "**Cash Settlement Amount**" in Condition 20 shall be amended as follows:

"The Cash Settlement Amount per Warrant shall not be subject to rounding. Warrants held by the same Holder will be aggregated for the purpose of determining the aggregate Cash Settlement Amount in respect of such Warrants provided that the aggregate Cash Settlement Amount in respect of the same Holder will be rounded down to the nearest whole sub-unit of the relevant Settlement Currency in such manner as the Calculation Agent shall determine."

#### PRODUCT SPECIFIC PROVISIONS

- |                                                    |                                                                                                                                                                                           |
|----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 22. Index Securities:                              | Not applicable.                                                                                                                                                                           |
| 23. Share Securities:                              | Applicable.                                                                                                                                                                               |
| (a) Share(s)/Share Company/Basket Company/GDR/ADR: | An ordinary share in the share capital of each Share Company, as specified in the table set out in Part C "Other Applicable Terms", in respect of each series of Securities.              |
| (b) Relative Performance Basket:                   | Not applicable.                                                                                                                                                                           |
| (c) Share Currency:                                | As set out in Part C "Other Applicable Terms".                                                                                                                                            |
| (d) Exchange(s):                                   | As set out in Part C "Other Applicable Terms".                                                                                                                                            |
| (e) Related Exchange(s):                           | All Exchanges.                                                                                                                                                                            |
| (f) Exchange Business Day:                         | Single Share Basis.                                                                                                                                                                       |
| (g) Scheduled Trading Day:                         | Single Share basis.                                                                                                                                                                       |
| (h) Weighting:                                     | Not applicable.                                                                                                                                                                           |
| (i) Settlement Price:                              | As set out in sub-paragraph (b) of the definition of "Settlement Price" provided in Condition 1 of Annex 2 ( <i>Additional Terms and Conditions for Share Securities</i> ).               |
| (j) Disrupted Day:                                 | If the Valuation Date is a Disrupted Day, the Settlement Price will be calculated in accordance with the provisions set out in the definition of Valuation Date provided in Condition 20. |
| (k) Specified Maximum Days of Disruption:          | 20 (twenty) Scheduled Trading Days.                                                                                                                                                       |
| (l) Valuation Time:                                | The Scheduled Closing Time.                                                                                                                                                               |
| (m) Share Correction Period:                       | As per Conditions.                                                                                                                                                                        |
| (n) Dividend Payment:                              | Not applicable.                                                                                                                                                                           |
| (o) Listing Change:                                | Not applicable.                                                                                                                                                                           |
| (p) Listing Suspension:                            | Not applicable.                                                                                                                                                                           |
| (q) Illiquidity:                                   | Not applicable.                                                                                                                                                                           |
| (r) Tender Offer:                                  | Not applicable.                                                                                                                                                                           |
| (s) Other terms or special conditions:             | Not applicable.                                                                                                                                                                           |
| 24. ETI Securities:                                | Not applicable                                                                                                                                                                            |
| 25. Debt Securities:                               | Not applicable.                                                                                                                                                                           |

26.	Commodity Securities:	Not applicable.
27.	Inflation Index Securities:	Not applicable.
28.	Currency Securities:	Not applicable.
29.	Fund Securities:	Not applicable.
30.	Market Access Securities:	Not applicable.
31.	Futures Securities:	Not applicable.
32.	Credit Securities:	Not applicable.
33.	Preference Share Certificates:	Not applicable.
34.	OET Certificates:	Not applicable.
35.	Additional Disruption Events:	Applicable.
36.	Optional Additional Disruption Events:	The following Optional Additional Disruption Events apply to the Securities: Applicable.  Insolvency Filing.
37.	Knock-in Event:	Not applicable.
38.	Knock-out Event:	Not applicable.

#### PROVISIONS RELATING TO WARRANTS

39.	Provisions relating to Warrants:	Applicable.
	(a) Units:	Warrants must be exercised in Units. Each Unit consists of the number of Warrants set out in "Specific Provisions for each Series" above.
	(b) Minimum Exercise Number:	The minimum number of Warrants that may be exercised (including automatic exercise) by any Holder is one (1) Warrant, and Warrants may only be exercised (including automatic exercise) in integral multiples of one (1) Warrant in excess thereof.
	(c) Maximum Exercise Number:	Not applicable.
	(d) Exercise Price(s):	The exercise price per Warrant (which may be subject to adjustment in accordance with Annex 2) is set out in "Specific Provisions for each Series" above.
	(e) Exercise Date:	The exercise date of the Warrants is set out in "Specific Provisions for each Series" above, provided that, if such date is not an Exercise Business Day, the Exercise Date shall be the immediately succeeding Exercise Business Day.
	(f) Exercise Period:	Not applicable.
	(g) Renunciation Notice Cut-off Time	Not applicable.
	(h) Valuation Date:	The Valuation Date shall be the Actual Exercise Date of the relevant Warrant, subject to the adjustments in accordance with Condition 20.
	(i) Strike Date:	Not applicable.
	(j) Averaging:	Averaging does not apply to the Warrants.
	(k) Observation Dates:	Not applicable.
	(l) Observation Period:	Not applicable.
	(m) Cash Settlement Amount:	A Holder, upon due exercise, will receive from the Issuer on the Settlement Date, in respect of each Warrant, a Cash Settlement Amount calculated by the Calculation Agent (which shall not be less than zero) equal to:



**In respect of Call Warrants:**

$\text{Max}[0; \text{Settlement Price} - \text{Exercise Price}] / \text{Parity} * 1 / \text{ExchangeRate}$

**In respect of Put Warrants:**

$\text{Max}[0; \text{ExercisePrice} - \text{Settlement Price}] / \text{Parity} * 1 / \text{ExchangeRate}$

Where:

**Parity** means in relation to a series of Warrants, the number of Warrants linked to an underlying element to which such Warrants relate, as set out in "Specific Provisions for each Series" above, which may be subject to adjustment; and

**Exchange Rate** means the applicable rate of exchange for determining the Cash Settlement Amount which is the rate published by the European Central Bank on the Valuation Date for conversion of any amount from the currency in which the Exercise Price is expressed as detailed in "Specific Provisions for each Series" above - if it is different from the Settlement Currency -, into the Settlement Currency (see Part C "Other Applicable Terms").

The Exchange Rates published by the European Central Bank are quoted against Euro and published on the following media (or any successor to such pages or such other source as may publish the Exchange Rates). If however for any reason any such rate does not appear the Calculation Agent will determine the applicable Exchange Rate.

Reuters: ECB37  
Web Site: <http://www.ecb.int>

If the currency in which Exercise Price is expressed as detailed in "Specific Provisions for each Series" above is the same that the Settlement Currency, then the applicable Exchange Rate will be equal to 1.

(n) Settlement Date: As per Condition 20.

**PROVISIONS RELATING TO CERTIFICATES**

40. Provisions relating to Certificates: Not applicable.

**DISTRIBUTION AND US SALES ELIGIBILITY**

41. Selling restrictions: As set out in the Base Prospectus.

(a) Eligibility for sale of Securities in the United States to AIs: The Securities are not eligible for sale in United States to AIs.

(b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A: The Securities are not eligible for sale in United States under Rule 144A to QIBs.

(c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act: The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.

42. Additional U.S. federal income tax consequences: Not applicable.

43. Registered broker/dealer: Not applicable.
44. Non exempt Offer: An offer of the Securities may be made by the Manager and BNP Paribas (together with the Manager, the "**Financial Intermediaries**") other than pursuant to Article 3(2) of the Prospectus Directive in France and in the Kingdom of Belgium ("**Public Offer Jurisdictions**"). See further Paragraph 8 of Part B below.

#### **PROVISIONS RELATING TO COLLATERAL AND SECURITY**

45. Collateral Security Conditions: Not applicable.

#### **Purpose of Final Terms**

These Final Terms comprise the final terms required for issue and public offer in the Public Offer Jurisdictions and admission to trading on Euronext Paris of the Securities described herein pursuant to the BNP Paribas, BNP Paribas Arbitrage Issuance B.V. Warrant and Certificate Programme.

#### **Responsibility**

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Issuer (who has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of BNP Paribas Arbitrage Issuance B.V.

As Issuer:



By: Marie-Laurence Dosière

Duly authorised

## PART B - OTHER INFORMATION

### 1. Listing and Admission to Trading / De-listing

Application has been made to list the Securities on Euronext Paris and to admit the Securities described herein for trading on Euronext Paris.

The de-listing of the Securities on the exchange specified above shall occur at the opening time on the fifth (5th) Exchange Business Day preceding the Valuation Date (excluded), subject to any change to such date such exchange or any competent authorities, for which the Issuer and the Guarantor shall under no circumstances be liable.

### 2. Ratings

The Securities to be issued have not been rated.

### 3. Risk Factors

As stated in the Base Prospectus.

### 4. Interests of Natural and Legal Persons Involved in the Issue/Offer

"Save as discussed in "*Risk Factors*" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer."

### 5. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- |                               |                                                                                                                                                                                                                |
|-------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Reasons for the offer:    | The net proceeds from the issue of Securities will become part of the general funds of BNPP B.V. Such proceeds may be used to maintain positions in options or futures contracts or other hedging instruments. |
| (b) Estimated net proceeds:   | The estimated net proceeds are not available.                                                                                                                                                                  |
| (c) Estimated total expenses: | The estimated total expenses are not available.                                                                                                                                                                |

### 6. Performance of Underlying/Formula/Other Variable, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The Securities are **European Style Call/Put Warrants** denominated in EUR.

Upon automatic exercise, the Holder will receive per Warrant a Cash Settlement Amount equal to the excess (if any) - adjusted by Parity and adjusted by the Exchange Rate - of the Settlement Price over the Exercise Price (in the case of a Call Warrant), and the excess (if any) - adjusted by Parity and adjusted by the Exchange Rate - of the Exercise Price over the Settlement Price (in the case of a Put Warrant), as set out in the definition of Cash Settlement Amount in **Part A §39 (m)**. Such amount will be paid in EUR.

If the Settlement Price is less than or equal to the Exercise Price (in the case of Call Warrants) or is greater than or equal to the Exercise Price (in the case of Put Warrants), no payment will be made and the Warrant will mature worthless.

In respect of secondary market transactions, the price of the Securities will depend upon market conditions and may be subject to significant fluctuations.

Investment in the Securities is highly speculative, could involve significant risk and should only be considered by persons who can afford a loss of their entire investment.

### 7. Operational Information

Relevant Clearing System(s): Euroclear France

Mnemonic Codes: See "**Specific Provisions for each Series**" in Part A.

**8. Terms and Conditions of the Public Offer**

Offer Period:	Not applicable.
Offer Price:	The price of the Warrants will vary in accordance with a number of factors including, but not limited to, the price of the relevant Underlying.
Conditions to which the offer is subject:	Not applicable.
Description of the application process:	Not applicable.
Details of the minimum and/or maximum amount of application:	Minimum purchase amount per investor: One (1) Warrant. Maximum purchase amount per investor: The number of Warrants issued in respect of each series of Warrants.
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable.
Details of the method and time limits for paying up and delivering the Securities:	The Warrants are cleared through the clearing systems and are due to be delivered on or about the third Business Day after their purchase by the investor against payment of the purchase amount.
Manner in and date on which results of the offer are to be made public:	Not applicable.
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable.
Categories of potential investors to which the Securities are offered:	Retail, private and institutional investors.
Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:	Not applicable.
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not applicable.

**9. Placing and Underwriting**

Not applicable.

### PART C - OTHER APPLICABLE TERMS

Place where information relating to the Share can be obtained:

Information on each Underlying shall be available on the **relevant Underlying website** (see table below).

Past and future performances of each Underlying are available on the **relevant Exchange website** (see table below) and the volatility of each Underlying may be obtained at the office of the Calculation agent at the phone number: **0 800 235 000**.

Post-issuance information:

The Issuer does not intend to provide post-issuance information.

### SHARE DISCLAIMER

The issue of the Securities is not sponsored or promoted by any Share Company and is under the sole responsibility of BNP Paribas. No Share Company makes any representation whatsoever nor promotes the growth of the Securities in relation to their Shares and consequently does not have any financial or legal obligation with respect to the Securities. In addition, Securities do not give the right to dividends distributed by the Share Company or voting rights or any other right with respect of the Share Company.

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0009779321	AGEAS	EUR	BE0003801181	AGES.BR	<a href="http://www.ageas.com">www.ageas.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779339	AGEAS	EUR	BE0003801181	AGES.BR	<a href="http://www.ageas.com">www.ageas.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779347	ALLIANZ	EUR	DE0008404005	ALVG.DE	<a href="http://www.allianz.de/">www.allianz.de/</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779354	AMAZON.COM	USD	US0231351067	AMZN.OQ	<a href="http://www.amazon.fr/">www.amazon.fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779362	AMERICAN EXPRESS	USD	US0258161092	AXP.N	<a href="http://www.americanexpress.com">www.americanexpress.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779370	AMERICAN EXPRESS	USD	US0258161092	AXP.N	<a href="http://www.americanexpress.com">www.americanexpress.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779388	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779396	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779404	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779412	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779420	BANK OF AMERICA	USD	US0605051046	BAC.N	<a href="http://www.bankofamerica">www.bankofamerica</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779438	BANK OF AMERICA	USD	US0605051046	BAC.N	<a href="http://www.bankofamerica">www.bankofamerica</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779446	BANK OF AMERICA	USD	US0605051046	BAC.N	<a href="http://www.bankofamerica">www.bankofamerica</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779453	BARCLAYS	GBPp	GB0031348658	BARC.L	<a href="http://www.group.barclays.com">www.group.barclays.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779461	BARCLAYS	GBPp	GB0031348658	BARC.L	<a href="http://www.group.barclays.com">www.group.barclays.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0009779479	BARCLAYS	GBPp	GB0031348658	BARC.L	<a href="http://www.group.barclays.com">www.group.barclays.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779487	BASF	EUR	DE000BASF111	BASFn.DE	<a href="http://www.basf.com">www.basf.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779495	BEKAERT	EUR	BE0974258874	BEKB.BR	<a href="http://www.bekaert.com">www.bekaert.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779503	BEKAERT	EUR	BE0974258874	BEKB.BR	<a href="http://www.bekaert.com">www.bekaert.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779511	BERKSHIRE HATHAWAY	USD	US0846707026	BRKb.N	<a href="http://www.berkshirehathaway.com">www.berkshirehathaway.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779529	BERKSHIRE HATHAWAY	USD	US0846707026	BRKb.N	<a href="http://www.berkshirehathaway.com">www.berkshirehathaway.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779537	BMW	EUR	DE0005190003	BMWG.DE	<a href="http://www.bmw.com">www.bmw.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779545	BOEING	USD	US0970231058	BA.N	<a href="http://www.boeing.com">www.boeing.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779552	BOEING	USD	US0970231058	BA.N	<a href="http://www.boeing.com">www.boeing.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779560	BOEING	USD	US0970231058	BA.N	<a href="http://www.boeing.com">www.boeing.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779578	BP	GBPp	GB0007980591	BP.L	<a href="http://www.bp.com">www.bp.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779586	BP	GBPp	GB0007980591	BP.L	<a href="http://www.bp.com">www.bp.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779594	CATERPILLAR	USD	US1491231015	CAT.N	<a href="http://www.cat.com">www.cat.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779602	CATERPILLAR	USD	US1491231015	CAT.N	<a href="http://www.cat.com">www.cat.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779610	CATERPILLAR	USD	US1491231015	CAT.N	<a href="http://www.cat.com">www.cat.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779628	CISCO	USD	US17275R1023	CSCO.OQ	<a href="http://www.cisco.com/">www.cisco.com/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779636	CISCO	USD	US17275R1023	CSCO.OQ	<a href="http://www.cisco.com/">www.cisco.com/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779644	CISCO	USD	US17275R1023	CSCO.OQ	<a href="http://www.cisco.com/">www.cisco.com/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0009779651	CISCO	USD	US17275R1023	CSCO.OQ	<a href="http://www.cisco.com/">www.cisco.com/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779669	CITIGROUP	USD	US1729674242	C.N	<a href="http://www.citigroup.com">www.citigroup.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779677	COCA COLA	USD	US1912161007	KO.N	<a href="http://ir.thecoca-colacompany.com">http://ir.thecoca-colacompany.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779685	COCA COLA	USD	US1912161007	KO.N	<a href="http://ir.thecoca-colacompany.com">http://ir.thecoca-colacompany.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779693	DAIMLER CHRYSLER	EUR	DE0007100000	DAIGn.DE	<a href="http://www.daimlerchrysler.fr/">www.daimlerchrysler.fr/</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779701	DAIMLER CHRYSLER	EUR	DE0007100000	DAIGn.DE	<a href="http://www.daimlerchrysler.fr/">www.daimlerchrysler.fr/</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779719	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779727	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779735	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779743	DELL	USD	US24702R1014	DELL.OQ	<a href="http://www.dell.fr/">www.dell.fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779750	DEUTSCHE BANK	EUR	DE0005140008	DBKGn.DE	<a href="http://www.deutsche-bank.de">www.deutsche-bank.de</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779768	DEUTSCHE BANK	EUR	DE0005140008	DBKGn.DE	<a href="http://www.deutsche-bank.de">www.deutsche-bank.de</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779776	E.ON	EUR	DE000ENAG999	EONGn.DE	<a href="http://www.eon.com">www.eon.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779784	E.ON	EUR	DE000ENAG999	EONGn.DE	<a href="http://www.eon.com">www.eon.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0009779792	EBAY	USD	US2786421030	EBAY.OQ	<a href="http://www.investor.ebay.com">www.investor.ebay.com</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779800	EXXON MOBIL	USD	US30231G1022	XOM.N	<a href="http://www.exxonmobil.com/">www.exxonmobil.com/</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD



Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0009779818	FORD	USD	US3453708600	F.N	<a href="http://www.ford.com">www.ford.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779826	FORD	USD	US3453708600	F.N	<a href="http://www.ford.com">www.ford.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779834	HEWLETT PACKARD	USD	US4282361033	HPQ.N	<a href="http://www.hp.com">www.hp.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779842	HEWLETT PACKARD	USD	US4282361033	HPQ.N	<a href="http://www.hp.com">www.hp.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779859	HEWLETT PACKARD	USD	US4282361033	HPQ.N	<a href="http://www.hp.com">www.hp.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779867	HSBC	GBPp	GB0005405286	HSBA.L	<a href="http://www.hsbc.com">www.hsbc.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779875	HSBC	GBPp	GB0005405286	HSBA.L	<a href="http://www.hsbc.com">www.hsbc.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779883	MICROSOFT	USD	US5949181045	MSFT.OQ	<a href="http://www.microsoft.com/fr/fr/">www.microsoft.com/fr/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779891	NIKE	USD	US6541061031	NKE.N	<a href="http://www.nike.com">www.nike.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779909	NOKIA	EUR	FI0009000681	NOK1V.HE	<a href="http://www.nokia.fr/">www.nokia.fr/</a>	OMX Helsinki	<a href="http://www.nasdaqomxnordic.com">www.nasdaqomxnordic.com</a>	1
NL0009779917	NOKIA	EUR	FI0009000681	NOK1V.HE	<a href="http://www.nokia.fr/">www.nokia.fr/</a>	OMX Helsinki	<a href="http://www.nasdaqomxnordic.com">www.nasdaqomxnordic.com</a>	1
NL0009779925	NYRSTAR	EUR	BE0003876936	NYR.BR	<a href="http://www.nyrstar.com">http://www.nyrstar.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779933	ORACLE	USD	US68389X1054	ORCL.OQ	<a href="http://www.oracle.com">www.oracle.com</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009779941	PHILIPS	EUR	NL0000009538	PHG.AS	<a href="http://www.philips.fr/">www.philips.fr/</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779958	PROCTER & GAMBLE	USD	US7427181091	PG.N	<a href="http://www.pg.com">www.pg.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009779966	TESCO	GBPp	GB0008847096	TSCO.L	<a href="http://www.tesco.com">www.tesco.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0009779974	TESCO	GBPp	GB0008847096	TSCO.L	<a href="http://www.tesco.com">www.tesco.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP *
NL0009779982	TOMTOM	EUR	NL0000387058	TOM2.AS	<a href="http://www.tomtom.com">www.tomtom.com</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009779990	TOMTOM	EUR	NL0000387058	TOM2.AS	<a href="http://www.tomtom.com">www.tomtom.com</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0009780006	WALL MART	USD	US9311421039	WMT.N	<a href="http://www.walmart.com">www.walmart.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0009780014	YAHOO!	USD	US9843321061	YHOO.OQ	<a href="http://info.yahoo.com/center/us/yahoo/">http://info.yahoo.com/center/us/yahoo/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009780022	YAHOO!	USD	US9843321061	YHOO.OQ	<a href="http://info.yahoo.com/center/us/yahoo/">http://info.yahoo.com/center/us/yahoo/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0009780030	YAHOO!	USD	US9843321061	YHOO.OQ	<a href="http://info.yahoo.com/center/us/yahoo/">http://info.yahoo.com/center/us/yahoo/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD

\* the Exchange Rate shall be expressed as a number of GBPp per One (1.00) EUR to determine the Cash Settlement Amount "GBPp" means a number of GBP pennies ; "GBP" means the lawful currency of the United Kingdom, being British Pounds.