#### FINAL TERMS FOR CERTIFICATES

#### FINAL TERMS DATED 26 OCTOBER 2017

**BNP** Paribas Issuance B.V.

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

## **BNP Paribas**

(incorporated in France) (as Guarantor)

## 5,000 EUR "Phoenix Snowball" Certificates relating to AXA SA Share due 16 November 2020

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

#### ISIN Code: XS1638593860

#### BNP Paribas Arbitrage S.N.C.

(as Manager)

#### The Securities are offered to the public in Luxembourg from 26 October 2017 to 9 November 2017.

Any person making or intending to make an offer of the Securities may only do so :

- (i) in those Non-exempt Offer Jurisdictions mentioned in Paragraph 47 of Part A below, provided such person is a Manager or an Authorised Offeror (as such term is defined in the Base Prospectus) and that the offer is made during the Offer Period specified in that paragraph and that any conditions relevant to the use of the Base Prospectus are complied with; or
- (ii) otherwise 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 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 Securities in any other circumstances.

Investors should note that if a supplement to or an updated version of the Base Prospectus referred to below is published at any time during the Offer Period (as defined below), such supplement or updated base prospectus, as the case may be, will be published and made available in accordance with the arrangements applied to the original publication of these Final Terms. Any investors who have indicated acceptances of the Offer (as defined below) prior to the date of publication of such supplement or updated version of the Base Prospectus, as the case may be, (the "**Publication Date**") have the right within two working days of the Publication Date to withdraw their acceptances.

## **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 2017, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below)and any other Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any such Supplement (i) is published and approved after the date of these Final Terms and (ii) provide for any change to the Conditions of the Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitute a base prospectus for the purposes of

Directive 2003/71/EC (the "**Prospectus Directive**") (the "**Base Prospectus**"). 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 the Base Prospectus. Full information on BNP Paribas 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. 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. The Base Prospectus and any Supplements to the Base Prospectus are available for viewing on http://eqdpo.bnpparibas.com/XS1638593860 and copies may be obtained free of charge at the specified offices of the Security Agents. The Base Prospectus and the Supplements to the Base Prospectus will also be available on the AMF website www.amf-france.org.

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	No. of Securities issued	No. of Securities	ISIN	Common Code	Issue Price per Security	Redemption Date
CE4916GOE	5,000	5,000	XS1638593860	163859386	100% of the Notional Amount	16 November 2020

#### **GENERAL PROVISIONS**

The following terms apply to each series of Securities:

1. Issuer:	BNP Paribas Issuance B.V.
2. Guarantor:	BNP Paribas
3. Trade Date:	12 October 2017.
4. Issue Date and Interest Commencement Date:	16 November 2017.
5. Consolidation:	Not applicable.
6. Type of Securities:	(a) Certificates.
	(b) The Securities are Share Securities.
	The provisions of Annex 3 (Additional Terms and Conditions for Share Securities) shall apply.
	Unwind Costs: Applicable
7. Form of Securities:	Clearing System Global Security.
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) or physical delivery (Physical Delivery Securities).

10.	Rounding Convention for cash Settlement Amount:	Not applicable.		
11.	Variation of Settlement:			
	Issuer's option to vary settlement:	The Issuer does not have the option to vary settlement in respect of the Securities.		
12.	Final Payout:			
	SPS Payout:	SPS Reverse Convertible Securities		
		(A) If no Knock-in Event has occurred: Constant Percentage 1		
		<ul> <li>(B) If a Knock-in Event has occurred: Max (Constant Percentage 2 + Gearing x Option; 0%)</li> </ul>		
		"Constant Percentage 1" means 100%;		
		"Constant Percentage 2" means 100%;		
		"Option" means Forward;		
		"Forward" means the Final Redemption Value – Strike Percentage;		
		"Final Redemption Value" means the Underlying Reference Value;		
		"Gearing" means 100%;		
		"Strike Percentage" means 100%;		
		"Strike Price Closing Value": Applicable		
		"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.		
		"Underlying Reference" means as set out in §26(a) below.		
		"SPS Valuation Date" means the SPS Redemption Valuation Date.		
		"SPS Redemption Valuation Date" means the Settlement Price Date.		
		"Settlement Price Date" means the Valuation Date.		
		"Valuation Date" means the Redemption Valuation Date.		
		"Underlying Reference Closing Price Value" means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.		
		" <b>Underlying Reference Strike Price</b> " means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.		

In respect of the Strike Date:

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

"SPS Valuation Date" means the Strike Date.

- 13. Relevant Asset(s):
- 14. Entitlement:

The Underlying Share. Physical Delivery Option 2

(a) The Entitlement in relation to each Security is :

Delivery of the Underlying :

NA x Redemption Payout / (Underlying Reference Closing PriceValue(i) x FX(i))

**Underlying Reference Closing Price Value(i)** means the Underlying Reference Closing Price Value on the relevant SPS Valuation Date

**FX(i)** means the relevant Underlying Reference FX Level(i) on the relevant SPS Valuation Date or if that is not a Business Day the immediately succeeding Business Day

Underlying Reference FX Level is 1

Underlying Reference means as set out in §26(a) below.

SPS Valuation Date means the SPS Redemption Valuation Date.

**SPS Redemption Valuation Date** means the Settlement Price Date. **Settlement Price Date** means the Valuation Date.

Valuation Date means the Redemption Valuation Date.

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

#### **Rounding and Residual Amount :**

The Entitlement Amount will be rounded down to the nearest unit of each Relevant Asset capable of being delivered and in lieu thereof the Issuer will pay an amount equal to:

$$NA \times Redemption Payment - \sum_{k=1}^{K} Number (k, i) * FX_{(k,i)} * Underlying Reference Closing Price Value_{(k,i)}$$

**Number (k,i)** is equal to the Entitlement Amount for the relevant Underlying Reference (k) and SPS Valuation Date (i);

**Underlying Reference Closing Price Value(k,i)** is the Underlying Reference Closing Price Value(i) on the relevant SPS Valuation Date in respect of the relevant Underlying Reference (k);

FX(k,i) is the relevant Underlying Reference FX Level on the relevant SPS Valuation Date or if that is not a Business Day the immediately succeeding Business Day .

#### Underlying Reference FX Level is 1

(b) The Entitlement will be evidenced by delivery of the Entitlement to the securities account with the clearing system specified by the Holder in the relevant Asset Transfer Notice (such Asset Transfer Notice must be completed and delivered in accordance with Condition 35.2).

(c) The Entitlement will be delivered to the Holder(s) upon registration of the transfer of the Shares in the books of the relevant clearing system(s), all in accordance with the rules, regulations and operating procedures of such clearing system(s).

The Issuer shall be under no obligation to register or procure the registration of the Holder in the register of the members of the Share Company, if applicable.

15.	Exchange	Rate:	Not applicable.		
16.	6. Settlement Currency:		The settlement currency for the payment of the Cash Settlement Amount or, as the case may be, the Disruption Cash Settlement Price is Euro ("EUR").		
17.	. Syndication:		The Securities will be distributed on a non-syndicated basis.		
18.	Minimum 1	Frading Size:	Not applicable.		
19.	Principal S	Security Agent:	BNP Paribas Arbitrage S.N.C.		
20.	Registrar:		Not applicable.		
21.	Calculation	n Agent:	BNP Paribas Arbitrage S.N.C. 160-162 boulevard MacDonald, 75019 Paris, France.		
22.	Governing	law:	English law.		
23.	Masse pro	visions (Condition 9.4):	Not applicable.		
PROD		FIC PROVISIONS			
24.	24. Hybrid Securities:		Not applicable.		
25.	5. Index Securities:		Not applicable.		
26.	. Share Securities:		Applicable.		
	(a)	Share(s)/Share Company/Basket Company/GDR/ADR:	An ordinary share in the share capital of AXA SA (the "Share Company"), (ISIN: FR0000120628 / Bloomberg Code: CS FP) (the "Underlying Reference").		
			For the purposes of the Conditions, the Underlying Reference shall be deemed to be the Share.		
	(b)	Relative Performance Basket:	Not applicable.		
	(c)	Share Currency:	EUR.		
	(d)	ISIN of Share(s):	FR0000120628		
	(e)	Exchange(s):	Euronext Paris.		
	(f)	Related Exchange(s):	All Exchanges.		
	(g)	Exchange Business Day:	Single Share Basis.		

	(h)	Scheduled Trading Day:	Single Share Basis.		
	(i)	Weighting:	Not applicable.		
	(j)	Settlement Price:	Not applicable.		
	(k)	Specified Maximum Days of Disruption:	Three (3) Scheduled Trading Days.		
	(I)	Valuation Time:	The Scheduled Closing Time as defined in Condition 1.		
	(m)	Redemption on Occurrence of an Extraordinary Event:	Delayed Redemption on Occurrence of an Extraordinary Event: Not applicable.		
	(n)	Share Correction Period:	As per Conditions.		
	(0)	Dividend Payment:	Not applicable.		
	(p)	Listing Change:	Applicable.		
	(q)	Listing Suspension:	Applicable.		
	(r)	Illiquidity:	Applicable.		
	(s)	Tender Offer:	Applicable		
	(t)	CSR Event:	Not applicable.		
	(u)	Hedging Liquidity Event:	Not applicable.		
27.	ETI Securi	ties:	Not applicable.		
28.	Debt Secu	rities:	Not applicable.		
29.	29. Commodity Securities:		Not applicable.		
30.	30. Inflation Index Securities:		Not applicable.		
31.	31. Currency Securities:		Not applicable.		
32.	32. Fund Securities:		Not applicable.		
33.	Futures Se	curities:	Not applicable.		
34.	Credit Sec	urities:	Not applicable.		
35.	Underlying	Interest Rate Securities:	Not applicable.		
36.	Preference	Share Certificates:	Not applicable.		
37.	OET Certif	icates:	Not applicable.		
38.		Security Condition 7.1) and	Illegality: redemption in accordance with Security Condition 7.1(d).		
	Force Maje 7.2):	eure (Security Condition	Force Majeure: redemption in accordance with Security Condition 7.2(b).		
39.		Disruption Events and ditional Disruption	(a) Additional Disruption Events: Applicable.		
	Events:		(b) The following Optional Additional Disruption Events apply to the Securities: Failure to Deliver due to Illiquidity; Insolvency Filing.		
			(c) Redemption:		
			Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.		
40.	Knock-in E	Event:	Applicable.		
			If the Knock-in Value is less than or equal to the Knock-in Level on the		

Knock-in Determination Day.

(a) SPS Knock-in Valuation: Applicable.

"Knock-in Value" means the Underlying Reference Value.

In respect of the provisions relating to the determination of Knock-in Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):

"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.

"Underlying Reference" means as set out in §26(a) above.

"SPS Valuation Date" means the Knock-in Determination Day.

"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, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date ;

(b)	Level:	Not applicable.
(c)	Knock-in Level/Knock-in Range Level:	70 per cent
(d)	Knock-in Period Beginning Date:	Not applicable.
(e)	Knock-in Period Beginning Date Day Convention:	Not applicable.
(f)	Knock-in Determination Period:	Not applicable.
(g)	Knock-in Determination Day(s):	The Redemption Valuation Date.
(h)	Knock-in Period Ending Date:	Not applicable.
(i)	Knock-in Period Ending Date Day Convention:	Not applicable.
(j)	Knock-in Valuation Time:	Not applicable.
(k)	Knock-in Observation Price Source:	Not applicable.
(I)	Disruption Consequences:	Applicable.
41. Knock-out	Event:	Not applicable.

# 42. EXERCISE, VALUATION AND REDEMPTION

(a) Notional Amount of each Certificate:		EUR 1,000		
(b) Part	ly Paid Certificates:	The Certificates are not Partly Paid Certificates.		
(c) Inte	rest:	Applicable.		
(i)	Interest Period(s):	As per Conditions.		
(ii)	Interest Period End Date(s):	16 May 2018 (n = 1), 16 November 2018 (n = 2), 16 May 2019 (n = 3), 18 November 2019 (n = 4), 18 May 2020 (n = 5) and the Redemption Date (n = 6).		
(iii)	Business Day Convention for Interest Period End Date(s):	Not applicable.		
(iv)	Interest Payment Date(s):	16 May 2018 (n = 1), 16 November 2018 (n = 2), 16 May 2019 (n = 3), 18 November 2019 (n = 4), 18 May 2020 (n = 5) and the Redemption Date (n = 6).		
(v)	Business Day Convention for Interest Payment Date(s):	Following Business Day Convention.		
(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)	Interest Determination Date(s):	Not applicable		
(xii)	Accrual to Redemption:	Not applicable		
(xiii)	Rate of Interest:	Linked Interest		
(xiv)	Coupon rate:	Snowball Digital Coupon is applicable(i) if the Snowball Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date(i):		
		Rate <sub>(i)</sub> + SumRate <sub>(i)</sub> ; or		

(ii) if the Snowball Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date(i):

#### Where

"Snowball Digital Coupon Condition" means that the Snowball Barrier Value for the relevant SPS Coupon Valuation Date is equal to or greater than the Snowball Level;

"**Snowball Barrier Value**" means in respect of a SPS Coupon Valuation Date, the Underlying Reference Value;

In respect of the provisions relating to the determination of Snowball Barrier Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):

"SPS Coupon Valuation Date" means the Settlement Price Date.

"Settlement Price Date" means the Valuation Date.

"Valuation Date" means the Interest Valuation Date.

"Interest Valuation Date" means as set out in item 43(I)(v) below.

"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.

"Underlying Reference" means as set out in §26(a) above.

"SPS Valuation Date" means the relevant SPS Coupon Valuation Date.

"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, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date ;

"Snowball Level" is 70 per cent.

"SPS Coupon Valuation Date" means the Settlement Price Date as defined above.

"i" is a number from 1 to 6 and it means the relevant SPS Valuation Date;

"Rate" is 3.30 per cent.

"SumRate" means the sum of Rate for each SPS Coupon Valuation Date in the period from (but excluding) the last occurring Snowball Date (or if none the Issue Date) to (but excluding) the relevant SPS Coupon Valuation Date;

"**Snowball Date**" means each date on which the relevant Snowball Digital Coupon Condition is satisfied.

(d) Fixed Rate Provisions: Not applicable.

	Floating Rate Provisions:	Not applicable.		
	Screen Rate Determination:	Not applicable		
(g) I	SDA Determination:	Not applicable		
(h) F	BF Determination:	Not applicable		
	Linked Interest Certificates:	Applicable - see Share Linked Interest Certificates below.		
	Payment of Premium Amount(s):	Not applicable.		
	ndex Linked Interest Certificates:	Not applicable.		
	Share Linked Interest Certificates:	Applicable.		
	(i) Share(s)/Share Company/Basket Company/GDR/ADR:	As set out in §26.		
	(ii) Relative Basket Performance:	Not applicable.		
(	iii) Averaging:	Not applicable.		
(	iv) Interest Valuation Time:	As set out in §26.		
	(v) Interest Valuation Date(s):	9 May 2018 (n = 1), 9 November 2018 (n = 2), 9 May 2019 (n = 3), 11 November 2019 (n = 4), 11 May 2020 (n = 5) and the Redemption Valuation Date (n = 6).		
(	vi) Observation Dates:	Not applicable.		
(\	vii) Observation Period:	Not applicable.		
(v	iii) Specified Maximum Days of Disruption:	As set out in §26.		
(	ix) Exchange(s):	As set out in §26.		
	(x) Related Exchange(s):	As set out in §26.		
(	xi) Exchange Business Day	As set out in §26.		
()	kii) Scheduled Trading Day:	As set out in §26.		
(x	iii) Settlement Price:	Not applicable.		
(x	iv) Weighting:	Not applicable.		
	ETI Linked Interest Certificates:	Not applicable.		
	Debt Linked Interest Certificates:	Not applicable.		
	Commodity Linked nterest Certificates:	Not applicable.		
	nflation Index Linked nterest Certificates:	Not applicable.		

(q)	Currency Linked Interest Certificates:	Not applicable.	
(r)	Fund Linked Interest Certificates:	Not applicable.	
(s)	Futures Linked Interest Certificates:	Not applicable.	
(t)	Underlying Interest Rate Linked Interest Provisions:	Not applicable.	
(u)	Instalment Certificates:	The Certificates are not Instalment Certificates.	
(v)	Issuer Call Option:	Not applicable.	
(w)	Holder Put Option:	Not applicable.	
(x)	Automatic Early Redemption:	Applicable.	
	(i) Automatic Early Redemption Event:	Single Standard Automatic Early Redemption	
	Redemption Event.	If on any Automatic Early Redemption Valuation Date the SPS AER Value is greater than or equal to the Automatic Early Redemption Level.	
	(ii) Automatic Early Redemption Payout:	SPS Automatic Early Redemption Payout:	
	Recemption Payout.	NA x (AER Redemption Percentage + AER Exit Rate)	
		"AER Redemption Percentage" is 100 per cent.	
		"AER Exit Rate" means, in respect of a SPS ER Valuation Date, the AER Rate.	
		"SPS ER Valuation Date" means the Settlement Price Date.	
		"Settlement Price Date" means the Valuation Date.	
		"Valuation Date" means the relevant Automatic Early Redemption Valuation Date.	
		"NA" means Notional Amount.	
	(iii) Automatic Early Redemption Date(s):	16 May 2018 (n=1), 16 November 2018 (n=2), 16 May 2019 (n=3), 18 November 2019 (n=4) and 18 May 2020 (n=5).	
	(iv) Observation Price Source:	Not applicable.	
	(v) Underlying Reference Level:	SPS AER Valuation: Applicable.	
	Reference Level.	"SPS AER Value" means the Underlying Reference Value.	
		In respect of the provisions relating to the determination of SPS AER Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):	

"**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.

"Underlying Reference" means as set out in §26(a) above.

"SPS Valuation Date" means each Automatic Early Redemption Valuation Date.

"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, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

9 May 2018 (n=1), 9 November 2018 (n=2), 9 May 2019 (n=3), 11

- (vi) Automatic Early Redemption Level: 100 per cent.
- (vii) Automatic Early Redemption Not applicable. Percentage:
- (viii) AER Exit Rate: AER Rate. AER Rate is 0 per cent.
- (ix) Automatic Early Redemption Valuation Date(s):
- (y) Renouncement Notice Cut-off Time:
- (z) Strike Date: 9 November 2017
- (aa) Strike Price: Not applicable.
- (bb) Redemption Valuation Date: 9 November 2020.
- (cc) Averaging: Averaging does not apply to the Securities.

Not applicable.

- (dd) Observation Dates: Not applicable.
- (ee) Observation Period: Not applicable.
- (ff) Settlement Business Day: If applicable, any day on which the clearing or settlement system relevant to the Underlying Share is open.

November 2019 (n=4) and 11 May 2020 (n=5).

- (gg) Cut-off Date: The third Business Day immediately preceding the Redemption Date where, for the purposes of Conditions 35.2 of the Base Prospectus "Physical Delivery" only "Business Day" means a day on which banks in TARGET2 and the relevant clearing system(s) are open for business.
- (hh) Identification information of Holders as provided by Not applicable. Condition 29:

#### DISTRIBUTION AND US SALES ELIGIBILITY

43.	U.S. Selling Restrictions:	Not applicable - the Securities may not be legally or beneficially owned or transferred to any U.S. person at any time.	
44.	Additional U.S. Federal income tax considerations:	The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.	
45.	Registered broker/dealer:	Not applicable.	

46. TEFRA C or TEFRA Not Applicable:	TEFRA Not Applicable.			
47. Non exempt Offer:	Applicable			
(i) Non-exempt Offer Jurisdictions:	Luxembourg.			
(ii) Offer Period:	26 October 2017 until and including 9 November 2017			
(iii) Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it:	BGL- BNP Paribas Wealth Management (the « Authorised Offeror »). No underwriting commitment is undertaken by the Authorised Offeror.			
(iv) General Consent:	Not applicable.			
(v) Other Authorised Offeror Terms:	Not applicable.			
48. Prohibition of Sales to EEA Retail Investors:				
(a) Selling Restriction:	Not applicable.			
(b) Legend:	Not applicable.			
PROVISIONS RELATING TO COLLATERAL AND SECURITY				
49. Secured Securities other than	Not applicable.			

49.	Notional Value Repack Securities:	Not applicable.
50.	Notional Value Repack Securities:	Not applicable.

## 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 Issuance B.V.

As Issuer:



By: Benjamin KALIFA. Duly authorised

#### **PART B - OTHER INFORMATION**

#### 1. Listing and Admission to trading - De listing

The Securities are unlisted.

## 2. Ratings

The Securities 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 offer of the Securities has an interest material to the offer.

#### 4. Performance of Underlying/Formula/Other Variable and Other Information concerning the Underlying Reference

See Base Prospectus for an explanation of effect on value of Investment and associated risks in investing in Securities.

Information on the Share shall be available on the website as set out in below

Past and further performances of the Share are available on the Share Sponsor website as set out below, and its volatility may be obtained from the Calculation Agent by emailing <a href="mailto:eqd.premium@bnpparibas.com">eqd.premium@bnpparibas.com</a>

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

Place where information on the Underlying Share	AXA SA
can be obtained:	Website: www.axa.fr

#### 5. Operational Information

**Relevant Clearing System(s):** 

**Offer Price:** 

Euroclear and Clearstream Luxembourg.

## 6. Terms and Conditions of the Public Offer

Conditions to which the offer is subject:

Issue Price

The Issuer reserves the right to modify the total nominal amount of the Certificates to which investors can subscribe, withdraw the offer of the Securities and cancel the issuance of the Securities for any reason, in accordance with the Distributor at any time on or prior to the Offer End Date For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities. Such an event will be notified to investors via the following link: <a href="http://eqdpo.bnpparibas.com/XS1638593860">http://eqdpo.bnpparibas.com/XS1638593860</a>.

The Issuer will in its sole discretion determine the final amount of Securities issued up to a limit of up to 5,000 Securities. Securities will be allotted subject to availability in the order of receipt of investors' applications. The final amount of the Securities issued will be determined by the Issuer in light of prevailing market conditions, and in its sole and absolute discretion depending on the number of Securities which have been agreed to be purchased as of the Issue Date.

Description of the application process:	Application to subscribe for the Securities can be made in Luxembourg through the Authorised Offeror. The distribution activity will be carried out in accordance with the usual procedures of the Authorised Offeror Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription for the Securities.
Details of the minimum and/or maximum amount of application:	Minimum purchase amount per investor: One (1) Certificate.
	Maximum subscription amount per investor: The number of Securities issued as set out in SPECIFIC PROVISIONS FOR EACH SERIES in Part A.
	The maximum amount of application of Securities will be subject only to availability at the time of the application.
	There are no pre-identified allotment criteria.
	The Authorised Offeror will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Authorised Offeror during the Offer Period will be assigned up to the maximum amount of the Offer.
	In the event that during the Offer Period the requests exceed the total amount of the offer destined to prospective investors the Issuer, in accordance with the Authorised Offeror, will proceed to early terminate the Offer Period and will immediately suspend the acceptance of further requests.
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 Securities:	The Securities will be issued on the Issue Date against payment to the Issuer by the Authorised Offeror of the gross subscription moneys. The Securities are cleared through the clearing systems and are due to be delivered through the Authorised Offeror on or around the Issue Date.
Manner in and date on which results of the offer are to be made public:	Publication on the following website: <u>http://eqdpo.bnpparibas.com/XS1638593860</u> on or around the Issue Date.
Procedure for exercise of any right of pre- emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable.
Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:	In the case of over subscription, allotted amounts will be notified to applicants on the following website: <u>http://eqdpo.bnpparibas.com/XS1638593860</u> on or around the Issue Date.
	No dealing in the Certificates may begin before any such notification is made.
	In all other cases, allotted amounts will be equal to the amount of the application, and no further notification shall be made. In all cases, no dealing in the Certificates may take place prior to the Issue Date.
Amount of any expenses and taxes specifically charges to the subscriber or	The Issuer is not aware of any expenses and taxes specifically charged to the subscriber.

# purchaser:

# 7. Placing and Underwriting

Name(s) and address(es), to the extent known to the issuer, of the placers in the various countries where the offer takes place:	The Authorised Offerors identified in Paragraph 48 of Part A and identifiable from the Base Prospectus
Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:	Not applicable.
Name and address of any paying agents and depository agents in each country (in addition to the Principal Paying Agent):	Not applicable.
Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements:	Not applicable.
When the underwriting agreement has been or will be reached:	No underwriting commitment is undertaken by the Authorised Offeror

#### Form of Asset Transfer Notice

#### BNP Paribas Issuance B.V.

### 5,000 EUR "Phoenix Snowball" Certificates relating to AXA SA Share due 16 November 2020

#### ISIN Code: XS1638593860

When completed, this Notice should be delivered in such manner as is acceptable to Euroclear or Clearstream, Luxembourg, as the case may be, (which is expected to be by authenticated SWIFT message or by tested telex) to Euroclear or Clearstream, Luxembourg (as applicable) with a copy to BNP Paribas Securities Services in each case not later than 10.00 a.m., Luxembourg or Brussels time, as the case may be, on the Cut-off Date.

To:	<b>Clearstream Banking, société anonyme</b> 42 Avenue JF Kennedy L-1855 Luxembourg	or:	<b>Eurocle</b> (as oper 1 Boule
			B-1210
	Attention: Special Operations Department		Belgium
			Telex: 0
			Swift: M
			Euclid F

Copy To : **BNP Paribas Securities Services** : 60 avenue J.F. KENNEDY L-1855 Luxembourg Telex: 60764 PAROM LU Fax: 00 352 2696 9757 Attention: Dept. Corporate Actions Euroclear Bank S.A./N.V. (as operator of the Euroclear System) 1 Boulevard du Roi Albert II B-1210 Brussels Belgium Telex: 04661025 Swift: MGTCBEBEECL Euclid PC

If this Asset Transfer Notice is determined to be incomplete or not in proper form (in the determination of Clearstream, Luxembourg or Euroclear, as the case may be, in consultation with BNP Paribas Securities Services or is not copied to BNP Paribas Securities Services immediately after being delivered to Clearstream, Luxembourg or Euroclear, as the case may be), it will be treated as null and void.

If this Asset Transfer Notice is subsequently corrected to the satisfaction of Clearstream, Luxembourg or Euroclear, as the case may be, in consultation with BNP Paribas Securities Services, it will be deemed to be a new Asset Transfer Notice submitted at the time such correction was delivered to Clearstream, Luxembourg or Euroclear, as the case may be.

Name(s) and Address(es) of Holders and name and address of person from whom details may be obtained for the delivery of the relevant Entitlement

Series number of Securities:

Number of Securities:

Clearstream, Luxembourg / Euroclear Common Code: 163859386

ISIN Code: XS1638593860

#### **Delivery Expenses**

I/We\* hereby irrevocably undertake to pay all Expenses in respect of the relevant Entitlement(s) and irrevocably authorise

Euroclear/Clearstream, Luxembourg\* to debit my/our\* account specified below at Euroclear/Clearstream, Luxembourg<sup>\*</sup> with an amount or amounts in respect thereof and to pay such Expenses

Account No: Name:

Details required for delivery of the relevant Entitlement(s) as set out in applicable Final Terms

- Entitlement Account to be credited

My/Our\* account details with Clearstream, Luxembourg/Euroclear\* to be credited with the Entitlement are as follows:

Account No: Name:

- Bank Account to be credited

My/Our\* account details with Clearstream, Luxembourg/Euroclear\* to be credited with any any cash payable by the Issuer to me/us\* in respect of any cash amount constituting the Entitlement or any dividends relating to the Entitlement or as a result of a Settlement Disruption Event or a Failure to Deliver and the Issuer electing to pay the Disruption Cash Settlement Price or Failure to Deliver Settlement Price are as follows:

Account No: Name:

Certification of Non-U.S. beneficial ownership

The undersigned hereby certify/ies that as of the date hereof none of the Securities being redeemed is or will be beneficially owned, directly or indirectly, by (a) an individual who is a citizen or resident of the United States; or (b) a corporation, partnership or other entity organised in or under the laws of the United States or any political subdivision thereof or which has its principal place of business in the United States; or (c) any estate which is subject to United States federal income taxation regardless of the source of its income; or (d) any trust if a court within the United States is able to exercise primary supervision over the administration of the trust and if one or more United States trustees have the authority to control all substantial decisions of the trust; or (e) a pension plan for the employees, officers or principals of a corporation, partnership or other entity described in (b) above; or (f) any other U.S. person as such term may be defined in Regulation S under the United States Securities Act of 1933, as amended.

I/We\* understand that certain portions of this Asset Transfer Notice are required in connection with certain tax, securities and other laws of the United States. If administrative or legal proceedings are commenced or threatened in connection with which this Asset Transfer Notice is or would be relevant, I/we\* irrevocably authorise you to produce this Asset Transfer Notice to any interested party in such proceedings.

#### Name(s) of Holder(s):

\*Signed/By:

Dated:

\*Delete as appropriate

## ISSUE SPECIFIC SUMMARY 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	• 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 BNPP dated 7 June 2017 as supplemented from time to time under the Note, Warrant and Certificate Programme of BNPP B.V., BNPP and BNP Paribas Fortis Funding. In the first paragraph of Element D.3, "Base Prospectus" means the Base Prospectus of BNPP B.V. and BNPP dated 7 June 2017 under the Note, Warrant and Certificate Programme of BNPP B.V., BNPP and BNP Paribas Fortis Funding.
		• 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.
		• No civil liability will attach to the Issuer or the Guarantor in any such Member State solely on the basis of this summary, including any translation hereof, unless 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.
A.2	Consent as to use the Base Prospectus, period of validity and other conditions attached	<i>Consent:</i> Subject to the conditions set out below, the Issuer consents to the use of the Base Prospectus in connection with a Non-exempt Offer of Securities by the Managers and BNP Paribas and Identified as an Authorised Offeror in respect of the relevant Non-exempt Offer.
		Offer period: The Issuer's consent referred to above is given for Non-exempt Offers of

Element	Title	
		Securities from October 26 <sup>th</sup> , 2017 to November 9 <sup>th</sup> , 2017 (the " <b>Offer Period</b> ").
		<i>Conditions to consent:</i> The conditions to the Issuer's consent are that such consent (a) is only valid during the Offer Period; and (b) only extends to the use of the Base Prospectus to make Non-exempt Offers of the relevant Tranche of Securities in Luxembourg.
		AN INVESTOR INTENDING TO PURCHASE OR PURCHASING ANY SECURITIES IN A NON-EXEMPT OFFER FROM AN AUTHORISED OFFEROR WILL DO SO, AND OFFERS AND SALES OF SUCH SECURITIES TO AN INVESTOR BY SUCH AUTHORISED OFFEROR WILL BE MADE, IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE OFFER IN PLACE BETWEEN SUCH AUTHORISED OFFEROR AND SUCH INVESTOR INCLUDING ARRANGEMENTS IN RELATION TO PRICE, ALLOCATIONS, EXPENSES AND SETTLEMENT. THE RELEVANT INFORMATION WILL BE PROVIDED BY THE AUTHORISED OFFEROR AT THE TIME OF SUCH OFFER.

# Section B - Issuer and Guarantor

Element	Title			
B.1	•	BNP Paribas Issuance B.V. <i>(formerly BNP Paribas Arbitrage Issuance B.V.)</i> (" <b>BNPP B.V.</b> " or the " <b>Issuer</b> ").		
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, warrants or certificates or other obligations which are developed, set up and sold to investors by other companies in the BNP Paribas 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 " <b>BNPP Group</b> ").		
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			
			31/12/2016 (audited)	31/12/2015 (audited)
	Revenues	399,805 315,558		

Element	Title			
	Net Income, Group S	Share	23,307	19,786
	Total balance sheet	Total balance sheet		43,042,575,328
	Shareholders' equity	(Group Share)	488,299	464,992
	Comparative Interim	Financial Data for th	ne six-month period ended 30 J	June 2017 - In EUR
			30/06/2017 (unaudited)	30/06/2016 (unaudited)
	Revenues		180,264	183,330
	Net Income, Group S	Share	11,053	12,506
			30/06/2017 (unaudited)	31/12/2016 (audited)
	Total balance sheet		50,298,295,452	48,320,273,908
	Shareholders' equity	(Group Share)	499,352	488,299
	Statements of no sig	gnificant or material	adverse change	
			ne financial or trading position of iod for which interim financial stat	the BNPP Group since 30 June tements have been published).
	There has been no significant change in the financial or trading position of BNPP B.V. since 30 June 2 and there has been no material adverse change in the prospects of BNPP B.V. since 31 December 2016			
B.13	Events impacting the Issuer's solvency	Not applicable, as at 13 September 2017 and 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 30 June 2017.		
B.14	Dependence upon other group entities	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. See also Element B.5 above.		
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 BNPP B.V.		
B.17	Solicited credit ratings	credit BNPP B.V.'s long term credit rating are A with a stable outlook (Standard & Po Credit Market Services France SAS) and BNPP B.V.'s short term credit rating are (Standard & Poor's Credit Market Services France SAS).		
		The Securities have	not been rated.	
				ell or hold securities and may be ny time by the assigning rating
B.18	Description of the	The Securities will I	be unconditionally and irrevocat	bly guaranteed by BNP Paribas
			-	· ·

Element	Title	
	Guarantee	(" <b>BNPP</b> " or the " <b>Guarantor</b> ") pursuant to an English law deed of guarantee executed by BNPP on or around 7 June 2017 (the " <b>Guarantee</b> ").
		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 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).
		The obligations under the guarantee are unsubordinated and unsecured obligations of BNPP and will rank <i>pari passu</i> with all its other present and future unsubordinated and unsecured obligations subject to such exceptions as may from time to time be mandatory under French law.
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	Macroeconomic environment
		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, which have been at times challenging and volatile in recent years.
		In 2016, global growth stabilised slightly above 3%, despite a much lower growth in the advanced economies. Three major transitions continue to affect the global outlook: declining economic growth in China, fluctuating energy prices that rose in 2016, and a second tightening of monetary policy in the United States in the context of a resilient domestic recovery. It should be noted that the central banks of several large developed countries continue to maintain accommodative monetary policies. IMF economic forecasts for 2017 point to a recovery in global activity, no significant improvement in growth in the euro zone and Japan, and a slowdown in the United Kingdom.
		Financial instability due to the vulnerability of emerging countries
		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 BNP Paribas Group and potentially alter its results.
		A broad increase in the foreign exchange liabilities of the economies of many emerging market economies was observed in 2016, at a time when debt levels (in both foreign and local currency) were already high. The private sector was the main source of the increase in this debt. Furthermore, the prospect of a gradual increase in US key rates (the Federal Reserve Bank made its first increase in December 2015, and a second in December 2016) and increased financial volatility stemming from concerns about growth and mounting geopolitical risk in emerging markets have contributed to a tightening of external financial conditions, increased capital outflows, further currency depreciations in many emerging markets and heightened risks for banks. These factors could result in further downgrades of sovereign ratings.

Element	Title	
		There is still a risk of disturbances in global markets (rising risk premiums, erosion of confidence, declining growth, deferral or slower pace of normalisation of monetary policies, declining liquidity in markets, asset valuation problems, decline in credit supply and disorderly deleveraging) that could affect all banking institutions.
		Systemic risks related to increased debt and market liquidity
		Despite the upturn since mid-2016, interest rates remain low, which may continue to encourage excessive risk-taking among some players in the financial system: increased maturities of financing and assets held, less stringent policy for granting loans, increase in leveraged financing.
		Some players (insurance companies, pension funds, asset managers, etc.) entail an increasingly systemic dimension and in the event of market turbulence (linked for instance to a sudden rise in interest rates and/or a sharp price correction) they may decide to unwind large positions in an environment of relatively weak market liquidity.
		Recent years have also seen an increase in debt (public and private, in both developed and emerging countries). The resulting risk could materialise either in the event of a spike in interest rates or a further negative growth shock.
		Laws and regulations applicable to financial institutions
		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:
		<ul> <li>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, and upcoming potential changes in Europe;</li> </ul>
		<ul> <li>regulations governing capital: the Capital Requirements Directive IV ("CRD4")/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;</li> </ul>
		<ul> <li>the European Single Supervisory Mechanism and the ordinance of 6 November 2014;</li> </ul>
		<ul> <li>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;</li> </ul>
		<ul> <li>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;</li> </ul>
		- 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

Element	Title				
			markets and transparency	najor swap participants active on and reporting on derivative	
		<ul> <li>the new Markets in Financial Instruments Directive ("MiFID") and Markets Financial Instruments Regulation ("MiFIR"), and European regulatio governing the clearing of certain over-the-counter derivative products centralised counterparties and the disclosure of securities financi transactions to centralised bodies.</li> </ul>			
		existing laws and re- interests of customer in significant losses a covers this type of ri and more broadly tha conduct adopted by t	Moreover, in today's 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, 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. The new Code of conduct adopted by the BNP Paribas Group in 2016 sets out detailed values and rules of conduct in this area.		
		Cyber risk			
		In recent years, financial institutions have been impacted by a number of cyber incidents, notably involving large-scale alterations of data which compromise the quality of financial information. This risk remains today and BNPP, like other banks, has taken measures to implement systems to deal with cyber attacks that could destroy or damage data and critical systems and hamper the smooth running of its operations. Moreover, the regulatory and supervisory authorities are taking initiatives to promote the exchange of information on cyber security and cyber criminality in order to improve the security of technological infrastructures and establish effective recovery plans after a cyber incident.			
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 Belgium, France, Italy and Luxembourg. It is present in 74 countries and has more than 190,000 employees, including more than 145,000 in Europe. BNPP is the parent company of the BNP Paribas Group (together, the " <b>BNPP Group</b> ").			
B.19/B.9	Profit forecast or estimate		ere are no profit forecasts or ender e Prospectus to which this Summer	stimates made in respect of the nary relates.	
B.19/ B.10	Audit report qualifications		are no qualifications in any audit in the Base Prospectus.	t report on the historical financial	
B.19/ B.12	Selected historical key	financial information:			
	Comparative Annual	Financial Data - In n	nillions of EUR		
			31/12/2016 (audited)	31/12/2015 (audited)	
	Revenues		43,411	42,938	
	Cost of risk		(3,262)	(3,797)	
	Net income, Group sh	nare	7,702	6,694	
			31/12/2016	31/12/2015	
	Common equity Tier	1 ratio (Basel 3 fully	11.50%	10.90%	

Element	Title			
	loaded, CRD4)			
			31/12/2016 (audited)	31/12/2015 (audited)
	Total consolidated ba	lance sheet	2,076,959	1,994,193
	Consolidated loans a from customers	and receivables due	712,233	682,497
	Consolidated items d	ue to customers	765,953	700,309
	Shareholders' equity	(Group share)	100,665	96,269
	Comparative Interim	Financial Data for th	ne six-month period ended 30 J	une 2017 - In millions of EUR
			1H17 (unaudited)	1H16 (unaudited)
	Revenues		22,235	22,166
	Cost of risk		(1,254)	(1,548)
	Net income, Group sl	nare	4,290	4,374
			30/06/2017	31/12/2016
	Common equity Tier 1 Ratio (Basel 3 fully loaded, CRD4)		11.70%	11.50%
			30/06/2017 (unaudited)	31/12/2016 (audited)
	Total consolidated balance sheet Consolidated loans and receivables due from customers Consolidated items due to customers		2,142,961	2,076,959
			715,466	712,233
			793,384	765,953
	Shareholders' equity	(Group share)	99,318	100,665
	Statements of no sig	nificant or material a	adverse change	
	See Element B.12 ab	ove in the case of the	BNPP Group.	
		material adverse change in the prospects of BNPP or the BNPP Group since 31 ng the end of the last financial period for which audited financial statements have beer		
B.19/ B.13	Events impacting the Guarantor's solvency			
B.19/ B.14	4 Dependence upon Subject to the following paragraph, BNPP is not dependent upon other not other Group entities the BNPP Group.			pendent upon other members of
		In April 2004, BNPP began outsourcing IT Infrastructure Management Services to the BNP Paribas Partners for Innovation (BP <sup>2</sup> I) joint venture set up with IBM France at the end of 2003. BP <sup>2</sup> I provides IT Infrastructure Management Services for BNPP and several BNPP subsidiaries in France (including BNP Paribas Personal Finance, BP2S, and BNP Paribas Cardif), Switzerland, and Italy. In mid-December 2011 BNPP		

Element	Title						
		renewed its agreement with IBM France for a period lasting until end-2017. At the end of 2012, the parties entered into an agreement to gradually extend this arrangement to BNP Paribas Fortis as from 2013. The Swiss subsidiary was closed on 31 December 2016.					
		BP <sup>2</sup> I 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 BP <sup>2</sup> I make up half of that entity's permanent staff, its buildings and processing centres are the property of the Group, and the governance in place provides BNP Paribas with the contractual right to monitor the entity and bring it back into the Group if necessary.					
		ISFS is a fully-owned IBM subsidiary, which has changed its name to IBM Luxembourg, and handles IT Infrastructure Management for part of BNP Paribas Luxembourg's entities.					
		BancWest's data processing operations are outsourced to Fidelity Information Services (" <b>FIS</b> ") for its core banking. The hosting and production operations are also located at FIS in Honolulu.					
		Cofinoga France's data processing is outsourced to SDDC, a fully-owned IBM subsidiary.					
		See Element B.5 above.					
B.19/ B.15	Principal activities	BNP Paribas holds key positions in its two main businesses:					
		• Retail Banking and Services, which includes:					
		Domestic Markets, comprising:					
		• French Retail Banking (FRB),					
		BNL banca commerciale (BNL bc), Italian retail banking,					
		Belgian Retail Banking (BRB),					
		<ul> <li>Other Domestic Markets activities, including Luxembourg Retail Banking (LRB);</li> </ul>					
		International Financial Services, comprising:					
		Europe-Mediterranean,					
		BancWest,					
		Personal Finance,					
		Insurance,					
		Wealth and Asset Management;					
		• Corporate and Institutional Banking (CIB), which includes:					

Element	Title			
		<ul> <li>Corporate Banking,</li> <li>Global Markets,</li> <li>Securities Services.</li> </ul>		
B.19/ B.16	Controlling shareholders	None of the existing shareholders controls, either directly or indirectly, BNPP. As at 30 June 2017 the main shareholders were Société Fédérale de Participations et d'Investissement (" <b>SFPI</b> ") a public-interest <i>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 cre ratings	<ul> <li>BNPP's long term credit ratings are A with a stable outlook (Standard &amp; Poor's Credit Market Services France SAS), Aa3 with a stable outlook (Moody's Investors Service Ltd.) and 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 (Standard &amp; Poor's Credit Market Services France SAS), P-1 (Moody's Investors Service Ltd.), F1 (Fitch France S.A.S.) and R-1 (middle) (DBRS Limited).</li> <li>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.</li> </ul>		

# Section C - Securities

Element	Title			
C.1	Type and class of Securities/ISIN	The Securities are certificates ("Certificates") and are issued in Series.		
		The Series Number of the Securities is CE4916GOE. The Tranche number is 1.		
		The ISIN is XS1638593860.		
		The Common Code is 163859386.		
		The Certificates are governed by English law.		
		The Securities are cash settled Securities.		
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, the Czech Republic Denmark, Finland, France, Germany, Hungary, Ireland, Italy, Luxembourg, Norway Poland, Portugal, Romania, Spain, Sweden, the United Kingdom, Japan 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	Securities issued under the Base Prospectus will have terms and conditions relating to, among other matters:		
		Status		

Element	Title				
		The Securities are issued on a unsecured basis. Securities issued on an unsecured basis are unsubordinated and unsecured obligations of the Issuer and rank <i>pari passu</i> among themselves.			
		Taxation			
		The Holder must pay all taxes, duties and/or expenses arising from the redemption the Securities and/or the delivery or transfer of the Entitlement. The Issuer sideduct from amounts payable or assets deliverable to Holders certain taxes a expenses not previously deducted from amounts paid or assets delivered to Holder as the Calculation Agent determines are attributable to the Securities.			
		Payments will be subject in all cases to (i) any fiscal or other laws and regulations applicable thereto in the place of payment, (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 " <b>Code</b> ") or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, any official interpretations thereof, or any law implementing an intergovernmental approach thereto, and (iii) any withholding or deduction required pursuant to Section 871(m) of the Code.			
		the Code. 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.			
		Negative pledge			
		The terms of the Securities will not contain a negative pledge provision.			
		Events of Default			
		The terms of the Securities will not contain events of default.			
		Meetings			
		The terms of the Securities will contain provisions for calling meetings of holders of such Securities to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.			
		Governing law			
		The Securities, the English Law Agency Agreement (as amended or supplemented from time to time), the Guarantee in respect of the Securities and any non-contractual obligations arising out of or in connection with the Securities, the English Law Agency Agreement (as amended or supplemented from time to time) and the Guarantee in respect of the Securities will be governed by and shall be construed in accordance with English law.			
C.9	Interest/Redemption	interest			
		The Securities pay interest, if any, at the fixed rate of 3.30 per cent. The first Interest Payment Date, if any, will fall on 16 May 2018.			

Element	Title	
		The interest rate is calculated as set out below:
		Snowball Digital Coupon is applicable(i) if the Snowball Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date(i):
		Rate <sub>(i)</sub> + SumRate <sub>(i)</sub> ; or
		(ii) if the Snowball Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date(i):
		zero.
		Where
		" <b>Snowball Digital Coupon Condition</b> " means that the Snowball Barrier Value for the relevant SPS Coupon Valuation Date is equal to or greater than the Snowball Level;
		" <b>Snowball Barrier Value</b> " means in respect of a SPS Coupon Valuation Date, the Underlying Reference Value;
		In respect of the provisions relating to the determination of Snowball Barrier Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):
		Strike Price Closing Value : Applicable
		"SPS Coupon Valuation Date" means the Settlement Price Date.
		"Settlement Price Date" means the Valuation Date.
		"Valuation Date" means the Interest Valuation Date.
		"Interest Valuation Date" means 9 May 2018 (n=1), 9 November 2018 (n=2), 9 May 2019 (n=3), 11 November 2019 (n=4), 11 May 2020 (n=5) and 9 November 2020 (n=6).
		"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.
		"Underlying Reference" means as set out in Element C.20.
		"SPS Valuation Date" means the relevant SPS Coupon Valuation Date.
		"Underlying Reference Closing Price Value" means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.
		"Closing Price" means the official closing price of the Underlying Reference on the relevant day;
		"Underlying Reference Strike Price" is means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

Element	Title	
Element	Title	<ul> <li>"Snowball Level" is 70 per cent.</li> <li>"SPS Coupon Valuation Date" means the Settlement Price Date as defined above.</li> <li>"i" is a number from 1 to 6 and it means the relevant SPS Valuation Date;</li> <li>"Rate" is 3.30 per cent.</li> <li>"SumRate" means the sum of Rate for each SPS Coupon Valuation Date in the period from (but excluding) the last occurring Snowball Date (or if none the Issue Date) to (but excluding) the relevant SPS Coupon Valuation Date;</li> <li>"Snowball Date" means each date on which the relevant Snowball Digital Coupon Condition is satisfied.</li> <li>"Interest Payment Date" means 16 May 2018 (n=1), 16 November 2018 (n=2), 16 May 2019 (n=3), 18 November 2019 (n=4), 18 May 2020 (n=5) and 16 November 2020 (n=6).</li> <li>redemption</li> </ul>
		Unless previously redeemed or cancelled, each Security will be redeemed on 16 November 2020 as set out in Element C.18. <i>Representative of Holders</i> No representative of the Holders has been appointed by the Issuer. Please also refer to item C.8 above for rights attaching to the Securities.
C.10	Derivative component in the interest payment	Not applicable.
C.11	Admission to Trading	The Securities are not intended to be admitted to trading on any market.
C.15	How the value of the investment in the derivative securities is affected by the value of the underlying assets	The amount payable on redemption is calculated by reference to the Underlying Reference(s). See item C.9 above and C.18 below.
C.16	Maturity of the derivative Securities	The Redemption Date of the Securities is 16 November 2020.
C.17	Settlement Procedure	This Series of Securities is cash settled. The Issuer does not have the option to vary settlement.
C.18	Return on derivative securities	See Element C.8 above for the rights attaching to the Securities. Information on interest amount in relation to the Securities is set out in Element C.9 above.

Element	Title					
		Final Redemption				
		Unless previously redeemed or purchased and cancelled, each Security entitles its holder to receive from the Issuer on the Redemption Date a Cash Settlement Amount equal to the Final Payout.				
		<b>Reverse Convertible Securities:</b> fixed term products which have a return linked to both the performance of the Underlying Reference(s) and a Knock-in level. There is a no capital protection.				
		NA x Reverse Convertible				
		<b>NA</b> is EUR 1,000.				
		SPS Payout: SPS Reverse Convertible Securities				
		SPS Reverse Convertible Securities				
		(A) If no Knock-in Event has occurred: Constant Percentage1; or				
		(B) If a Knock-in Event has occurred: Max (Constant Percentage 2 + Gearing x Option; 0%).				
		Final Redemption Value means the Underlying Reference Value;				
		Gearing means 100%;				
		Strike Percentage means 100%;				
		Strike Price Closing Value : applicable				
		In respect of the provisions relating to the determination of Final Redemption Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):				
		" <b>Underlying Reference Value</b> " 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.				
		"Underlying Reference" means as set out in Element C.20.				
		"SPS Valuation Date" means the SPS Redemption Valuation Date or the Strike Date as applicable.				
		"SPS Redemption Valuation Date" means the Settlement Price Date.				
		• <b>Settlement Price Date</b> " means the Valuation Date.				
		"Valuation Date" means the Redemption Valuation Date.				
		"Underlying Reference Closing Price Value" means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.				
		"Closing Price" means the official closing price of the Underlying Reference on the relevant day;				
		"Underlying Reference Strike Price" means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying				

Element	Title	
		Reference on the Strike Date.
		"Strike Date" means 9 November 2017.
		Redemption Valuation Date means 9 November 2020
		Entitlement Amounts
		Delivery of the Underlying
		NA x Redemption Payout / (Underlying Reference Closing PriceValue(i) x FX(i))
		<b>Underlying Reference Closing Price Value(i)</b> means the Underlying Reference Closing Price Value on the relevant SPS Valuation Date
		<b>FX(i)</b> means the relevant Underlying Reference FX Level(i) on the relevant SPS Valuation Date or if that is not a Business Day the immediately succeeding Business Day
		Underlying Reference FX Level is 1
		Underlying Reference means as set out in Element C.20.
		<b>SPS Valuation Date</b> means the SPS Redemption Valuation Date or the Strike Date as applicable.
		SPS Redemption Valuation Date means the Settlement Price Date.
		Settlement Price Date means the Valuation Date.
		Valuation Date means the Redemption Valuation Date.
		<b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.
		<b>Closing Price</b> means the official closing price of the Underlying Reference on the relevant day;
		If Delivery of Worst-Performing Underlying, Delivery of Best-Performing Underlying or Delivery of the Underlying is specified in the applicable Final Terms, the Entitlement Amount will be rounded down to the nearest unit of each Relevant Asset capable of being delivered and in lieu thereof the Issuer will pay an amount equal to the Rounding and Residual Amount.
		Rounding and Residual Amount :
		The Entitlement Amount will be rounded down to the nearest unit of each Relevant Asset capable of being delivered and in lieu thereof the Issuer will pay an amount equal to:
		$NA \times Redemption Payment - \sum_{k=1}^{K} Number (k, i) * FX_{(k,i)} * Underlying Reference Closing Price Value_{(k,i)}$
		<b>Number (k,i)</b> is equal to the Entitlement Amount for the relevant Underlying Reference (k) and SPS Valuation Date (i);

Element	Title	
		<b>Underlying Reference Closing Price Value(k,i)</b> is the Underlying Reference Closing Price Value(i) on the relevant SPS Valuation Date in respect of the relevant Underlying Reference (k);
		FX(k,i) is the relevant Underlying Reference FX Level on the relevant SPS Valuation Date or if that is not a Business Day the immediately succeeding Business Day.
		Underlying Reference FX Level is 1
		Knock-in Event is applicable
		Knock-in Event: If the Knock-in Value is less the Knock-in Level on the Knock-in Determination Day.
		"Knock-in Value" means the Underlying Reference Value.
		In respect of the provisions relating to the determination of Knock-in Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):
		" <b>Underlying Reference Value</b> " 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.
		"Underlying Reference" means as set out in Element C.20.
		"SPS Valuation Date" means the Knock-in Determination Day or the Strike Date as applicable .
		" <b>Underlying Reference Closing Price Value</b> " means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.
		"Closing Price" means the official closing price of the Underlying Reference on the relevant day;
		" <b>Underlying Reference Strike Price</b> " means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.
		Knock-in Determination Day means Redemption Valuation Date
		Knock-in Level means 70 per cent.
		Redemption Valuation Date means 9 November 2020
		Automatic Early Redemption
		If on any Automatic Early Redemption Valuation Date an Automatic Early Redemption Event occurs, the Securities will be redeemed early at the Automatic

Element	Title	
		Early Redemption Amount on the Automatic Early Redemption Date.
		The Automatic Early Redemption Amount will be an amount equal to
		SPS Automatic Early Redemption Payout:
		NA x (AER Redemption Percentage + AER Exit Rate)
		"AER Redemption Percentage" is 100 per cent.
		"AER Exit Rate" means, in respect of a SPS ER Valuation Date, the AER Rate.
		"SPS ER Valuation Date" means the Settlement Price Date.
		"Settlement Price Date" means the Valuation Date.
		"Valuation Date" means the relevant Automatic Early Redemption Valuation Date.
		"NA" means Notional Amount.
		"Notional Amount" is EUR 1,000.
		SPS AER Voluction: Applicable
		SPS AER Valuation: Applicable.
		"SPS AER Value" means the Underlying Reference Value.
		In respect of the provisions relating to the determination of SPS AER Value, the following definitions are applicable (any terms not defined herein or elsewhere in this Final Terms being as defined in the Base Prospectus):
		" <b>Underlying Reference Value</b> " 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.
		"Underlying Reference" means as set out in Element C.20.
		"SPS Valuation Date" means each Automatic Early Redemption Valuation Date.
		<b>"Underlying Reference Closing Price Value</b> " means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.
		"Closing Price" means the official closing price of the Underlying Reference on the relevant day;
		"Underlying Reference Strike Price" means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.
		"AER Rate" is 0 per cent
		Redemption Valuation Date means 9 November 2020
		Automatic Early Redemption Event means SPS AER Value is greater than or

Element	Title		
		equal to 100% <b>"Automatic Early Redemption Valuation Date</b> " means 9 May 2018 (n=1), 9 November 2018 (n=2), 9 May 2019 (n=3), 11 November 2019 (n=4) and 11 May 2020 (n=5). <b>"Automatic Early Redemption Date"</b> means 16 May 2018 (n=1), 16 November 2018 (n=2), 16 May 2019 (n=3), 18 November 2019 (n=4) and 18 May 2020 (n=5).	
C.19	Final reference price of the Underlying	The final reference price of the underlying will be determined in accordance with valuation mechanics set out in Element C.18 above.	
C.20	Underlying Reference	The Underlying Reference specified in Element C.18 above is as follows. Information on the Underlying Reference(s) can be obtained on the following website(s):	

		Underlying Reference <sup>k</sup>		
k	Share Company	Bloomberg Code	ISIN Code	Website
1	AXA SA	CS FP	FR0000120628	www.axa.fr

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# Section D - Risks

Element	Title	
D.2	Key risks regarding the Issuer and the Guarantor	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:
		Guarantor
		As defined in BNPP's 2016 Registration Document (in English version) and Annua Financial Report, eight main categories of risk are inherent in BNPP's activities
		(1) Credit Risk - Credit risk is the consequence resulting from the likelihood that a borrower or counterparty will fail to meet its obligations in accordance with agreed terms. The probability of default and the expected recovery on the loan or receivable in the event of default are key components of the credit quality assessment;
		(2) Securitisation in the banking book - Securitisation means a transaction or scheme, whereby the credit risk associated with an exposure or pool of exposures is tranched, having the following characteristics:
		<ul> <li>payments made in the transaction or scheme are dependent upon the performance of the exposure or pool of exposures;</li> </ul>

Element	Title	
		- the subordination of tranches determines the distribution of losses during the life of the risk transfer.
		Any commitment (including derivatives and liquidity lines) granted to a securitisation operation must be treated as a securitisation exposure. Most of these commitments are held in the prudential banking book;
		(3) Counterparty Credit Risk - Counterparty credit risk is the translation of the credit risk embedded in financial transactions, investments and/or settlement transactions between counterparties. Those transactions include bilateral contracts such as over-the-counter ("OTC") derivatives contracts as well as contracts settled through clearing houses. The amount of this risk may vary over time in line with changing market parameters which then impacts the replacement value of the relevant transactions
		Counterparty risk lies in the event that a counterparty defaults on its obligations to pay the Bank the full present value of the flows relating to a transaction or a portfolio for which the Bank is a net receiver. Counterparty credit risk is also linked to the replacement cost of a derivative or portfolio in the event of counterparty default. Hence, it can be seen as a market risk in case of default or a contingent risk. Counterparty risk arises both from both bilateral activities of BNP Paribas with clients and clearing activities through a clearing house or an external clearer.
		(4) <i>Market Risk</i> - Market risk is the risk of incurring a loss of value due to adverse trends in market prices or parameters, whether directly observable or not.
		Observable market parameters include, but are not limited to, exchange rates, prices of securities and commodities (whether listed or obtained by reference to a similar asset), prices of derivatives, and other parameters that can be directly inferred from them, such as interest rates, credit spreads, volatilities and implied correlations or other similar parameters.
		Non-observable factors are those based on working assumptions such as parameters contained in models or based on statistical or economic analyses, non-ascertainable in the market.
		In fixed income trading books, credit instruments are valued on the basis of bond yields and credit spreads, which represent market parameters in the same way as interest rates or foreign exchange rates. The credit risk arising on the issuer of the debt instrument is therefore a component of market risk known as issuer risk.
		Liquidity is an important component of market risk. In times of limited or no liquidity, instruments or goods may not be tradable or may not be tradable at their estimated value. This may arise, for example, due to low transaction volumes, legal restrictions or a strong imbalance between demand and supply for certain assets.
		The market risk related to banking activities encompasses the risk of loss on equity holdings on the one hand, and the interest rate and foreign exchange risks stemming from banking intermediation activities on the other hand;

Element	Title		
		(5)	<i>Liquidity Risk</i> - Liquidity risk is the risk that BNPP will not be able to honour its commitments or unwind or settle a position due to the market environment or idiosyncratic factors (i.e. specific to BNP Paribas), within a given timeframe and at a reasonable cost.
			Liquidity risk reflects the risk of the BNPP Group being unable to fulfil current or future foreseen or unforeseen cash or collateral requirements, across all time horizons, from the short to the long term
			This risk may stem from the reduction in funding sources, draw down of funding commitments, a reduction in the liquidity of certain assets, or an increase in cash or collateral margin calls. It may be related to the bank itself (reputation risk) or to external factors (risks in some markets).
			The BNPP Group's liquidity risk is managed under a global liquidity policy approved by the Group's ALM Committee. This policy is based on management principles designed to apply both in normal conditions and in a liquidity crisis. The Group's liquidity position is assessed on the basis of internal indicators and regulatory ratios.
		(6)	<i>Operational Risk</i> - Operational risk is the risk of incurring a loss due to inadequate or failed internal processes, or due to external events, whether deliberate, accidental or natural occurrences. Management of operational risk is based on an analysis of the "cause - event - effect" chain.
			Internal processes giving rise to operational risk may involve employees and/or IT systems. External events include, but are not limited to floods, fire, earthquakes and terrorist attacks. Credit or market events such as default or fluctuations in value do not fall within the scope of operational risk.
			Operational risk encompasses fraud, human resources risks, legal risks, non-compliance risks, tax risks, information system risks, conduct risks (risks related to the provision of inappropriate financial services), risk related to failures in operating processes, including loan procedures or model risks, as well as any potential financial implications resulting from the management of reputation risks;
		(7)	<i>Compliance and Reputation Risk</i> - Compliance risk is defined in French regulations as the risk of legal, administrative or disciplinary sanctions, of significant financial loss or reputational damage that a bank may suffer as a result of failure to comply with national or European laws and regulations, codes of conduct and standards of good practice applicable to banking and financial activities, or instructions given by an executive body, particularly in application of guidelines issued by a supervisory body.
			By definition, this risk is a sub-category of operational risk. However, as certain implications of compliance risk involve more than a purely financial loss and may actually damage the institution's reputation, BNPP treats compliance risk separately.
			Reputation risk is the risk of damaging the trust placed in a corporation by its customers, counterparties, suppliers, employees, shareholders, supervisors and any other stakeholder whose trust is an essential condition

Element	Title		
			for the corporation to carry out its day-to-day operations.
			Reputation risk is primarily contingent on all the other risks borne by BNPP;
		(8)	Insurance Risk - BNP Paribas Cardif is exposed to the following risks:
			<ul> <li>market risk, risk of a financial loss arising from adverse movements of financial markets. These adverse movements are notably reflected in prices (foreign exchange rates, bond prices, equity and commodity prices, derivatives prices, real estate prices) and derived from fluctuations in interest rates, credit spreads, volatility and correlation;</li> </ul>
			- credit risk, risk of loss resulting from fluctuations in the credit standing of issuers of securities, counterparties and any debtors to which insurance and reinsurance undertakings are exposed. Among the debtors, risks related to financial instruments (including the banks in which the Company holds deposits) and risks related to receivables generated by the underwriting activities (premium collection, reinsurance recovering) are distinguished into two categories: "Asset Credit Risk" and "Liabilities Credit Risk";
			- underwriting risk is the risk of a financial loss caused by a sudden, unexpected increase in insurance claims. Depending on the type of insurance business (life, non-life), this risk may be statistical, macroeconomic or behavioural, or may be related to public health issues or disasters;
			<ul> <li>operational risk is the risk of loss resulting from the inadequacy or failure of internal processes, IT failures or deliberate external events, whether accidental or natural. The external events mentioned in this definition include those of human or natural origin.</li> </ul>
		(a)	Difficult market and economic conditions have had and may continue to have a material adverse effect on the operating environment for financia institutions and hence on BNPP's financial condition, results of operations and cost of risk.
		(b)	The United Kingdom's referendum to leave the European Union may lead to significant uncertainty, volatility and disruption in European and broade financial and economic markets and hence may adversely affect BNPP' operating environment.
		(c)	Due to the geographic scope of its activities, BNPP may be vulnerable to country or regional-specific political, macroeconomic and financia environments or circumstances.
		(d)	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.

Element	Title		
		(e)	Significant interest rate changes could adversely affect BNPP's revenues or profitability.
		(f)	The prolonged low interest rate environment carries inherent systemic risks and an exit from such environment also carries risks.
		(g)	The soundness and conduct of other financial institutions and marker participants could adversely affect BNPP.
		(h)	BNPP may incur significant losses on its trading and investment activities due to market fluctuations and volatility.
		(i)	BNPP may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns.
		(j)	Protracted market declines can reduce liquidity in the markets, making i harder to sell assets and possibly leading to material losses.
		(k)	Laws and regulations adopted in recent years, particularly in response to the global financial crisis may materially impact BNPP and the financial and economic environment in which it operates.
		(I)	BNPP is subject to extensive and evolving regulatory regimes in the juridictions in which it operates.
		(m)	BNPP may incur substantial fines and other administrative and crimina penalties for non-compliance with applicable laws and regulations, and may also incur losses in related (or unrelated) litigation with private parties.
		(n)	There are risks related to the implementation of BNPP's strategic plans.
		(o)	BNPP may experience difficulties integrating acquired companies and may be unable to realise the benefits expected from its acquisitions.
		(p)	Intense competition by banking and non-banking operators could adversely affect BNPP's revenues and profitability.
		(q)	A substantial increase in new provisions or a shortfall in the level o previously recorded provisions could adversely affect BNPP's results o operations and financial condition.
		(r)	BNPP's risk management policies, procedures and methods, may leave i exposed to unidentified or unanticipated risks, which could lead to materia losses.
		(s)	BNPP's hedging strategies may not prevent losses.

Element	Title	
		(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.
		(u) The expected changes in accounting principles relating to financial instruments may have an impact on BNPP's balance sheet and regulatory capital ratios and result in additional costs.
		(v) BNPP's competitive position could be harmed if its reputation is damaged.
		(w) An interruption in or a breach of BNPP's information systems may result in material losses of client or customer information, damage to BNPP's reputation and lead to financial losses.
		<ul> <li>Unforeseen external events may disrupt BNPP's operations and cause substantial losses and additional costs.</li> </ul>
		Issuer
		The main risks described above in relation to BNPP also represent the main risks f BNPP B.V., either as an individual entity or a company in the BNPP Group.
		Dependency Risk
		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 ow obligations will depend on the ability of other BNPP Group entities to fulfil the obligations. In respect of securities it issues, the ability of BNPP B.V. to meet obligations under such securities depends on the receipt by it of payments und 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 BNPP Group entities perform their obligations under such hedging agreements.
		Market Risk
		BNPP B.V. takes on exposure to market risks arising from positions in interest rate currency exchange rates, commodities and equity products, all of which are expose to general and specific market movements. However, these risks are hedged by option and swap agreements and therefore these risks are mitigated in principle.
		Credit Risk
		BNPP B.V. has significant concentration of credit risks as all OTC contracts a acquired from its parent company and other BNPP Group entities. Taking in consideration the objective and activities of BNPP B.V. and the fact that its pare company is under supervision of the European Central Bank and the Autorité contrôle Prudentiel et de Résolution management considers these risks a acceptable. The long term senior debt of BNP Paribas is rated (A) by Standard Poor's and (A1) by Moody's.

Element	Title	
		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.
D.3	Key risks regarding the Securities	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:
		Market Risks
		-the Securities are unsecured obligations;
		-the trading price of the Securities is affected by a number of factors including, but not limited to, (in respect of Securities linked to an Underlying Reference) the price of the relevant Underlying Reference(s), time to redemption and volatility and such factors mean that the trading price of the Securities may be below the Cash Settlement Amount or value of the Entitlement;
		-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;
		Holder Risks
		-the meetings of Holders provisions permit defined majorities to bind all Holders;
		-in certain circumstances Holders may lose the entire value of their investment;
		Issuer/Guarantor Risks
		-a reduction in the rating, if any, accorded to outstanding debt securities of the Issuer or Guarantor (if applicable) by a credit rating agency could result in a reduction in the trading value of the Securities;
		-certain conflicts of interest may arise (see Element E.4 below);
		Legal Risks
		-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;
		-expenses and taxation may be payable in respect of the Securities;
		-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

Element	Title	
		Securities;
		-any judicial decision or change to an administrative practice or change to English law or French law, as applicable, after the date of the Base Prospectus could materially adversely impact the value of any Securities affected by it;
		Secondary Market Risks
		-the only means through which a Holder can realise value from the Security prior to its Redemption 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 exercise or wait until redemption of the Securities to realise a greater value than its trading value);
		Risks relating to Underlying Reference Asset(s)
		-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:
		-exposure to one or more share, similar market risks to a direct equity investment, global depositary receipt (" <b>GDR</b> ") or American depositary receipt (" <b>ADR</b> "), potential adjustment events or extraordinary events affecting shares and market disruption or failure to open of an exchange which may have an adverse effect on the value and liquidity of the Securities and that the Issuer will not provide post-issuance information in relation to the Underlying Reference.
		Risks relating to Specific types of products
		The following risks are associated with SPS Products
		Reverse Convertible Products
		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.
D.6	Risk warning	See Element D.3 above.
		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.
		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.
		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				
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Element	Title	
E.2b		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	This issue of Securities is being offered in a Non-exempt Offer in Luxembourg. The issue price of the Securities is 100% of their nominal amount.
E.4	and legal persons	Any Manager and its affiliates may also have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantor and their affiliates in the ordinary course of business.
		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.