

FINAL TERMS

dated 22 January 2014

BNP PARIBAS

(incorporated in France)

(as Issuer)

Issue of EUR 150,000,000 Floating Rate Notes due January 2019

Series 16439

under the €90,000,000,000

Euro Medium Term Note Programme

(the Programme)

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth under the section entitled "Terms and Conditions of the English Law Notes" in the Base Prospectus dated 3 June 2013 which received visa no 13-258 from the *Autorité des marchés financiers* ("**AMF**") on 3 June 2013 and the Supplements to the Base Prospectus dated 8 August 2013, 2 October 2013, 5 November 2013, 19 November 2013 and 6 December 2013 which together constitute a base prospectus for the purposes of the Directive 2003/71/EC (the "**Prospectus Directive**") (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive, and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies may be obtained from, BNP Paribas Securities Services, Luxembourg Branch (in its capacity as Principal Paying Agent), 33, rue de Gasperich, Howald - Hesperange, L-2085 Luxembourg and (save in respect of the Final Terms) on the Issuer's website (www.invest.bnpparibas.com). The Base Prospectus and these Final Terms will be available for viewing on the AMF website (www.amf-france.org) and these Final Terms will be available for viewing on the website of Euronext Paris. A copy of these Final Terms and the Base Prospectus will be sent free of charge by the Issuer to any investor requesting such documents.

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| 1. | Issuer: | BNP Paribas |
| 2. | (i) Series Number: | 16439 |
| | (ii) Tranche Number: | 1 |
| 3. | Specified Currency: | Euro (EUR) |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | EUR 150,000,000 |
| | (ii) Tranche: | EUR 150,000,000 |
| 5. | Issue Price of Tranche: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | Minimum Trading Size: | Not applicable |
| 7. | (i) Specified Denominations: | EUR 100,000 |
| | (ii) Calculation Amount
<i>(Applicable to Notes in
definitive form):</i> | EUR 100,000 |

8.	Issue Date and Interest Commencement Date:	24 January 2014
9.	Maturity Date:	Interest Payment Date falling on or nearest to 24 January 2019
10.	Form of Notes:	Bearer
11.	Interest Basis:	3 month EURIBOR + 0.67 per cent. per annum Floating Rate (further particulars specified below)
12.	Redemption/Payment Basis:	Redemption at par
13.	Change of Interest Basis or Redemption/Payment Basis:	Not applicable
14.	Put/Call Options:	Not applicable
15.	Exchange Rate	Not applicable
16.	Status of the Notes:	Senior
17.	Knock-in Event:	Not applicable
18.	Knock-out Event:	Not applicable
19.	Method of distribution:	Syndicated
20.	Interest:	Applicable
	(i) Interest Periods:	As per Conditions
	(ii) Interest Period End Dates:	24 January, 24 April, 24 July and 24 October in each year from and including 24 April 2014 to and including the Maturity Date.
	(iii) Business Day Convention for Interest Period End Dates:	Modified Following
	(iv) Interest Payment Dates:	24 January, 24 April, 24 July and 24 October in each year from and including 24 April 2014 to and including the Maturity Date.
	(v) Business Day Convention for Interest Payment Dates:	Modified Following
	(vi) Party responsible for calculating the Rate of Interest and Interest Amounts (if not the Calculation Agent):	Not applicable
	(vii) Margin:	+ 0.67 per cent. per annum
	(viii) Minimum Interest Rate:	Not applicable
	(ix) Maximum Interest Rate:	Not applicable
	(x) Day Count Fraction:	Actual/360 adjusted
	(xi) Determination Dates:	Not applicable
	(xii) Accrual to Redemption:	Not applicable
	(xiii) Rate of Interest:	Floating Rate
21.	Fixed Rate Provisions:	Not applicable

22.	Floating Rate Provisions: Manner in which the Rate of Interest and Interest Amount is to be determined: Screen Rate Determination: - Reference Rate - Interest Determination Date(s) - Specified time - Relevant Screen Page:	Applicable Screen Rate Determination 3-month EURIBOR Second Business Day prior to the start of each Interest Period 11:00 am Brussels time Reuters page EURIBOR01
23.	Zero Coupon Provisions:	Not applicable
24.	Index Linked Interest Provisions:	Not applicable
25.	Share Linked Interest Provisions:	Not applicable
26.	Inflation Linked Interest Provisions:	Not applicable
27.	Commodity Linked Interest Provisions:	Not applicable
28.	Fund Linked Interest Provisions:	Not applicable
29.	ETI Linked Interest Provisions:	Not applicable
30.	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not applicable
31.	Underlying Interest Rate Linked Interest Provisions:	Not applicable
32.	Additional Business Centre(s) (Condition 3(b) of the Terms and Conditions of the English Law Notes or Condition 3(b) of the Terms and Conditions of the French Law Notes, as the case may be):	Not applicable
33.	Final Redemption:	Calculation Amount x 100 per cent.
34.	Final Payout:	Not applicable
35.	Automatic Early Redemption:	Not applicable
36.	Issuer Call Option:	Not applicable
37.	Noteholder Put Option:	Not applicable
38.	Aggregation:	Not applicable
39.	Index Linked Redemption Amount:	Not applicable
40.	Share Linked Redemption Amount:	Not applicable
41.	Inflation Linked Redemption Amount:	Not applicable
42.	Commodity Linked Redemption Amount:	Not applicable

43.	Fund Linked Redemption Amount:	Not applicable
44.	Credit Linked Notes:	Not applicable
45.	ETI Linked Redemption Amount:	Not applicable
46.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
47.	Underlying Interest Rate Linked Redemption Amount:	Not applicable
48.	Early Redemption Amount:	Calculation Amount x 100 per cent.
49.	Provisions applicable to Physical Delivery:	Not applicable
50.	Variation of Settlement:	
	(i) Issuer's option to vary settlement:	The Issuer does not have the option to vary settlement in respect of the Notes.
	(ii) Variation of Settlement of Physical Delivery Notes:	Not applicable
51.	Form of Notes:	Bearer Notes:
	New Global Note:	Yes
		Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Bearer Notes only upon an Exchange Event.
52.	Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):	Not applicable
53.	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	No
54.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Global Note, consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not applicable
55.	Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made:	Not applicable
56.	Redenomination, renominatisation and reconventioning provisions:	Not applicable
57.	Masse (Condition 12 of the Terms and Conditions of the French Law Notes):	Not applicable

58. Governing law: English law


DISTRIBUTION

59. (i) If syndicated, names of Managers and underwriting commitments (specifying Lead Manager):
- Lead Manager:**
BNP Paribas UK Limited
(EUR 142,500,000)
- Co-Lead Managers:**
Commerzbank Aktiengesellschaft
Danske Bank A/S
(EUR 3,750,000 each)
- (ii) Date of Subscription Agreement: 22 January 2014
- (iii) Stabilising Manager (if any): BNP Paribas UK Limited
60. Total commission and concession: EUR 10,000
61. U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
62. Non exempt Offer: Not applicable

RESPONSIBILITY

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

Signed on behalf of the Issuer:

By:  _____
Duly authorised

PART B – OTHER INFORMATION

1. Listing and Admission to trading

- (i) Listing: Application has been made by the Issuer (or on its behalf) for the Notes to be listed on Euronext Paris with effect from the Issue Date.
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from the Issue Date.
- (iii) Estimate of total expenses related to admission to trading: EUR 3,250

2. Ratings

- Ratings: The Notes to be issued are expected to be rated:
A+ by Standard & Poor's Rating Services ("**S&P**")
A2 by Moody's Investors Service Ltd ("**Moody's**")
A+ by Fitch Ratings Ltd ("**Fitch**")
- As defined by S&P, an A+ rating means that the Issuer's capacity to meet its financial commitment under the Notes is very strong.
- Obligations rated A2 by Moody's are judged to be of high quality and are subject to very low credit risk.
- As defined by Fitch an A+ rating denotes a very low expectation of credit risk. It indicates a very strong capacity for timely payment of financial commitments. Such capacity is not significantly vulnerable to foreseeable events.

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1021927022
- (ii) Common Code: 102192702
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg approved by the Issuer and the Principal Paying Agent and the relevant identification number(s): Not applicable
- (iv) Delivery: Delivery against payment
- (v) Additional Paying Agent(s) (if any): Not applicable
- (vi) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safe-

keeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(vii)	Name and address of Registration Agent:	Not applicable
5.	Public Offers	Not applicable
6.	Placing and Underwriting	Not applicable