# **FINAL TERMS**

# Final Terms dated 17 May 2018

## **BNP PARIBAS**

(incorporated in France)

(the Issuer)

Issue of EUR 700,000,000 1.125 per cent. Senior Non Preferred Notes due 22 November 2023 under the €90,000,000

Euro Medium Term Note Programme (the Programme)

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer 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.

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

### **PART A - CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth under the section entitled "Terms and Conditions of the English Law Notes" in the Base Prospectus dated 2 August 2017 which received visa n° 17-415 from the Autorité des marchés financiers ("AMF") on 2 August 2017 and the Supplements to the Base Prospectus dated 6 November 2017 which received visa n°17-574 from the AMF on 6 November 2017, dated 15 February 2018 which received visa n°18-042 from the AMF on 15 February 2018, dated 28 March 2018 which received visa n°18-097 from the AMF on 28 March 2018 and dated 7 May 2018 which received visa n°18-163 from the AMF on 7 May 2018 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, these Final Terms and the Supplements to the Base Prospectus (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), 60, avenue J.F. Kennedy, L-1855 Luxembourg and (save in respect of the Final Terms) on the Issuer's website (www.invest.bnpparibas.com). The Base Prospectus, these Final Terms and the Supplements to the Base Prospectus will also be available on the AMF website (www.amf-france.org). A copy of these Final Terms, the Base Prospectus and the Supplements to the Base Prospectus will be sent free of charge by the Issuer to any investor requesting such documents.

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1.	15506	51 .	DINF Fallbas	
2.	(i)	Series Number:	18767	
	/ii\	Trancha Number:	1	

(ii) Tranche Number:

Specified Currency: 4. Aggregate Nominal Amount:

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3.

EUR 700,000,000 (i) Series: (ii) Tranche: EUR 700,000,000

Issue Price of Tranche: 5. 99.890 per cent. of the Aggregate Nominal Amount

**EUR** 

6. Minimum Trading Size: Not applicable

7. Specified Denomination: EUR 100,000 and integral multiples of EUR 1,000 in (i) excess thereof up to and including EUR 199,000. No

Notes in definitive form will be issued with a

denomination above EUR 199,000.

(ii) Calculation Amount EUR 1,000 (Applicable to Notes in definitive form):

8. (i) Issue Date and Interest 22 May 2018 Commencement Date:

> (ii) Interest Commencement Not applicable. Date (if different from the Issue Date):

9. (i) Maturity Date: 22 November 2023

> (ii) Business Day Convention Not applicable for Maturity Date:

10. Form of Notes: Bearer **11.** Interest Basis: 1.125 per cent. *per annum* Fixed Rate (further

particulars specified below)

**12.** Coupon Switch: Not applicable

**13.** Redemption/Payment Basis: Redemption at par

**14.** Change of Interest Basis or Not applicable

Redemption/Payment Basis:

15. Put/Call Options: Not applicable16. Exchange Rate: Not applicable

17. Status of the Notes: Senior Non Preferred Notes

MREL/TLAC Criteria Event: Not applicable

Knock-in Event: Not applicable
Knock-out Event: Not applicable
Method of distribution: Syndicated
Hybrid Securities: Not applicable

22. Tax Gross-Up: Condition 6(d) (No Gross-Up) of the Terms and

Conditions of the English Law Notes not applicable

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

**23.** Interest: Applicable

(i) Interest Periods: From and including the Interest Commencement Date

to but excluding the Interest Payment Date falling on 22 November 2018 (being a short first Interest Period). Thereafter from and, including each Interest Payment Date to but excluding the following Interest

Payment Date, up to the Maturity Date.

(ii) Interest Period End Dates: 22 November in each year from and including 22

November 2018 to and including the Maturity Date

(iii) Business Day Convention Not applicable

for Interest Period End

Dates:

(iv)

22 November in each year from and including 22

November 2018 to and including the Maturity Date

(v) Business Day Convention Following

for Interest Payment Dates:

Interest Payment Dates:

(vi) Party responsible for calculating the Rate of Interest and Interest Amounts (if not the

Calculation Agent):

Not applicable

(vii) Margin: Not applicable

(viii) Minimum Interest Rate: Not applicable

(ix) Maximum Interest Rate: Not applicable

(x) Day Count Fraction: Actual/Actual (ICMA)

(xi) Determination Dates: 22 November in each year

(xii) Accrual to Redemption: Applicable

(xiii) Rate of Interest: Fixed Rate (xiv) Coupon Rate: Not applicable

24. Fixed Rate Provisions: Applicable

> Fixed Rate of Interest: 1.125 per cent. per annum payable annually in arrear (i)

on each Interest Payment Date

(ii) Fixed Coupon Amount: EUR 11.25 per Calculation Amount

EUR 5.67 per Calculation Amount, payable on the (iii) **Broken Amount:** 

Interest Payment Date falling on 22 November 2018.

(iv) Resettable Notes: Not applicable

25. Floating Rate Provisions: Not applicable

26. Screen Rate Determination: Not applicable

27. ISDA Determination: Not applicable

28. FBF Determination: Not applicable

29. Zero Coupon Provisions: Not applicable

30. Index Linked Interest Provisions: Not applicable

31. Share Linked Interest Provisions: Not applicable

32. Inflation Linked Interest Provisions: Not applicable

33. Commodity Linked Interest Not applicable

Provisions:

34. Fund Linked Interest Provisions: Not applicable

35. ETI Linked Interest Provisions: Not applicable

36. Foreign Exchange (FX) Rate Linked Not applicable

Interest Provisions:

37. Underlying Interest Rate Linked

Interest Provisions:

Not applicable

Not applicable

38. Additional Business Centre(s) (Condition 3(e) of the Terms and Conditions of the English Law Notes

or Condition 3(e) of the Terms and Conditions of the French Law Notes,

as the case may be):

# PROVISIONS RELATING TO REDEMPTION

39. Final Redemption: Calculation Amount x 100 per cent.

40. Final Payout: Not applicable

41. Automatic Early Redemption: Not applicable

42. Issuer Call Option: Not applicable

43. Noteholder Put Option: Not applicable

44. Aggregation: Not applicable

45. Index Linked Redemption Amount: Not applicable

46. Share Linked Redemption Amount: Not applicable

47. Inflation Linked Redemption Not applicable

Amount:

48. Commodity Linked Redemption Not applicable Amount:

49. Fund Linked Redemption Amount: Not applicable

50. Credit Linked Notes: Not applicable 51. ETI Linked Redemption Amount: Not applicable **52**. Foreign Exchange (FX) Rate Linked Not applicable

Redemption Amount:

Underlying Interest Rate Linked Not applicable

53. Redemption Amount:

54. Early Redemption Amount: Calculation Amount Percentage: Calculation Amount x 100 per cent.

55. Provisions applicable to Physical Not applicable Delivery:

56. Variation of Settlement:

> Issuer's option to The Issuer does not have the option to vary settlement vary settlement: in respect of the Notes.

(ii) Variation of Settlement of Not applicable Physical Delivery Notes:

57. CNY Payment Disruption Event: Not applicable

### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

58. 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.

59. Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):

Not applicable

60. Identification information of Holders: Not applicable

61. Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):

62. 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 Bearer Global Note or Permanent Bearer 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

63. Details relating to Notes redeemable Not applicable in instalments: amount of each instalment, date on which each payment is to be made:

64. Redenomination. renominalisation and reconventioning provisions:

Not applicable

65. Masse (Condition 12 of the Terms and Conditions of the French Law Notes):

Not applicable

Governing law: 66.

English law. Condition 2(a) is governed by French law.

67. Calculation Agent: Not applicable

## **DISTRIBUTION**

68. (i) If syndicated, names of Managers (specifying Lead Manager):

Lead Manager:

**BNP** Paribas

(EUR 504,000,000)

Joint Lead Manager:

Banca IMI S.p.A.

Banco Bilbao Vizcaya Argentaria, S.A.

HSBC Bank plc Lloyds Bank plc **UBS** Limited

(EUR 28,000,000 each)

Co-Lead Managers:

Bankia SA

CIBC World Markets plc

DekaBank Deutsche Girozentrale

DZ Bank AG Deutsche Zentral-Genossenschaftsbank,

Frankfurt am Main

Industrial & Commercial Bank of China Limited,

London Branch

Raiffeisen Bank International AG

Scotiabank Europe plc

SMBC Nikko Capital Markets Limited

(EUR 7,000,000 each)

(ii) Stabilisation Manager (if BNP Paribas any):

If non-syndicated, name of Not applicable (iii) relevant Dealer:

Reg. S Compliance Category 2; TEFRA D 69. U.S. Selling Restrictions:

70. Non exempt Offer: Not applicable

71 United States Tax Considerations: The Notes are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.

# RESPONSIBILITY

The Issuer accepts responsibility	y for the information	contained in these Final	Terms.
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Signed on behalf of the Issuer:

Ву: \_\_\_\_\_

Duly authorised

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

# 1. Listing and Admission to trading

(i) Listing and 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 22 May 2018.

(ii) Estimate of total expenses related to admission to trading:

EUR 9,500 including AMF fees

## 2. Ratings

Ratings:

The Notes to be issued are expected to be rated Baa1 by Moody's Investors Service Ltd. ("Moody's"), A- by S&P Global Ratings, acting through Standard & Poor's Credit Market Services France SAS ("S&P"), A+ by Fitch France S.A.S. ("Fitch France") and A (High) by DBRS Ratings Limited ("DBRS Limited").

Obligations rated Baa by Moody's are judged to be medium-grade and subject to moderate credit risk and as such may possess certain speculative characteristics. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category.

As defined by S&P, an A- rating means that the Issuer's capacity to meet its financial commitment under the Notes is still strong. The minus (-) sign shows the relative standing within the rating category.

As defined by Fitch France 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.

As defined by DBRS Limited, an A rating means that the Issuer's capacity for the payment of financial obligations is considered substantial. Such capacity may be vulnerable to future events, but qualifying negative factors are considered manageable.

Each of Moody's, S&P, Fitch France and DBRS Limited is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended).

#### 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.

Indication of yield: 1.146 per cent. per annum

> The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

#### 5. **Operational Information**

XS1823532640 (i) ISIN: (ii) Common Code: 182353264

(iii) Any clearing system(s) other than Euroclear Luxembourg Clearstream. approved by the Issuer and the Principal Paying Agent the relevant identification number(s):

Not applicable

(iv) Delivery: Delivery against payment

Not applicable

(v) Additional Paying Agent(s)

(if any):

(vi)

Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safe-keeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(vii) Name and address Registration Agent:

Not applicable