PROHIBITION OF SALES TO EEA INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**MiFID II product governance** *I* **target market assessment** — Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients, each as defined in MiFID II; and (ii) all channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

### Final Terms dated 24 March 2021

## **BNP PARIBAS**

(incorporated in France)

(the Issuer)

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

Issue of CZK 123,000,000 1.36 % Senior Non Preferred Notes due December 2027 (to be consolidated and form a single series with the existing CZK 117,000,000 1.36 % Senior Non Preferred Notes due December 2027 issued on 9 December 2020)

Series E19394

ISIN Code: FR0014000XZ3

under the €90,000,000,000

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 Regulation or to supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

### PART A- CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth under the sections entitled "Terms and Conditions of the French Law Notes" in the Base Prospectus dated 3 July 2020 which received approval n° 20-314 from the Autorité des marchés financiers ("AMF") on 3 July 2020 and the Supplements to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below) (the "Supplements") (provided that to the extent any such Supplement (i) is published and approved after the date of these Final Terms and (ii) provides for any change to the Conditions of the Notes such changes shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate) which together constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129 (the "Prospectus Regulation") (the "Base Prospectus"). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation, and must be read in conjunction with the Base Prospectus to obtain all relevant information. The Base Prospectus and, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing at 16, boulevard des Italiens, 75009, Paris, France and www.invest.bnpparibas.com and https://ratesglobalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx and copies may be obtained free of charge at the specified office of the Principal Paying Agent.

Issuer: BNP Paribas
 (i) Trade Date: 19 March 2021

(ii) Series Number: E19394

(iii) Tranche Number: 2

3. Specified Currency: Czeck Koruna ("CZK")

**4.** Aggregate Nominal Amount:

(i) Series: CZK 240,000,000
(ii) Tranche: CZK 123,000,000

The Notes will be consolidated and form a single series with the Issuer's issue of CZK 117,000,000 1.36 % Senior Non Preferred Notes due December

2027 issued on 9 December 2020

5. Issue Price of Tranche: 94.80 per cent. of the Aggregate Nominal Amount

(plus accrued interest from and including the Interest Commencement Date to but excluding the Issue Date

amounting to CZK 497,193.33)

**6.** Minimum Trading Size: CZK 3,000,000

**7.** (i) Specified Denomination: CZK 3,000,000

(ii) Calculation Amount: CZK 3,000,000

8. (i) Issue Date: 26 March 2021

(ii) Interest Commencement 9 December 2020

Date:

**9.** (i) Maturity Date: 9 December 2027

(ii) Business Day Convention Modified Following

for Maturity Date:

**10.** Form of Notes: Bearer

**11.** Interest Basis: 1.36 per cent. Fixed Rate per annum

**12.** Coupon Switch: Not applicable

13. Redemption/Payment Basis: Redemption at par
14. Change of Interest Basis or Redemption/Payment Basis: Not applicable

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: Non-syndicated
 Hybrid Notes: Not applicable

**22.** Tax Gross-Up: Condition 6(e) (*No Gross-Up*) of the Terms and Conditions of the French Law Notes not applicable

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

23. Interest: Applicable

(i) Interest Period(s): As per Conditions

(ii) Interest Period End 9 December in each year, from and including 9 Date(s): December 2021 to and including the Maturity Date

(iii) Business Day Convention for Interest Period End Date(s): Modified Following

(iv) Interest Payment Date(s): 9 Dee

9 December in each year, from and including 9 December 2021 to and including the Maturity Date

(v) Business Day Convention for Interest Payment Date(s):

Modified Following

(vi) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s):

24.

See item 68 below

(vii) Margin(s): Not applicable(viii) Minimum Interest Rate: Not applicable(ix) Maximum Interest Rate: Not applicable

(x) Day Count Fraction: 30/360 / unadjusted

(xi) Determination Dates: 9 December in each year, from and including 9

December 2021 to and including the Maturity Date

(xii) Accrual to Redemption: Not applicable
 (xiii) Rate of Interest: Fixed Rate
 (xiv) Coupon Rate: Not applicable
 Fixed Rate Provisions: Applicable

(i) Fixed Rate(s) of Interest: 1.36 per cent. per annum payable annually in arrear

on each Interest Payment Date

(ii) Fixed Coupon Amount(s): CZK 40,800 per Calculation Amount

	(iii)	Broken Amount(s):	Not applicable
	(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.		inked/ETI Share Linked Provisions:	Not applicable
32.	Inflation Linked Interest Provisions:		Not applicable
33.	Commo Provisio	odity Linked Interest ons:	Not applicable
34.	Fund Linked Interest Provisions:		Not applicable
35.	ETI Linked Interest Provisions:		Not applicable
36.	Foreign Exchange (FX) Rate Linked Interest Provisions:		Not applicable
37.	-	ring Interest Rate Linked Provisions:	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):		Prague and TARGET 2 System

# PROVISIONS RELATING TO REDEMPTION

Final Redemption:	Calculation Amount x 100 per cent
Final Payout:	Not applicable
Automatic Early Redemption:	Not applicable
Issuer Call Option:	Not applicable
Noteholder Put Option:	Not applicable
Aggregation:	Not applicable
Index Linked Redemption Amount:	Not applicable
Share Linked/ETI Share Linked Redemption Amount:	Not applicable
Inflation Linked Redemption Amount:	Not applicable
Commodity Linked Redemption Amount:	Not applicable
Fund Linked Redemption Amount:	Not applicable
Credit Linked Notes:	Not applicable
	Final Payout: Automatic Early Redemption: Issuer Call Option: Noteholder Put Option: Aggregation: Index Linked Redemption Amount: Share Linked/ETI Share Linked Redemption Amount: Inflation Linked Redemption Amount: Commodity Linked Redemption Amount: Fund Linked Redemption Amount:

51. ETI Linked Redemption Amount: Not applicable 52. Foreign Exchange (FX) Rate Not applicable Linked Redemption Amount: 53. Underlying Interest Rate Linked Not applicable Redemption Amount: 54. Events of Default for Senior Not applicable Preferred Notes: 55. Administrator/Benchmark Event: Not applicable Article 45b2(b) BRRD: Not applicable 56. Early Redemption Amount(s) Final Redemption Amount Provisions applicable to Physical 57. Not applicable Delivery: 58. Variation of Settlement: (i) Issuer's option to vary The Issuer does not have the option to vary settlement settlement: in respect of the Notes. (ii) Variation of Settlement of Not applicable Physical Delivery Notes: 59. **CNY Payment Disruption Event** Not applicable **GENERAL PROVISIONS APPLICABLE TO THE NOTES** 60. Form of Notes: **Bearer Notes:** New Global Note: No **Dematerialised Notes** Bearer dematerialised form (au porteur) 61. Financial Centre(s) or other special Prague and TARGET 2 System provisions relating to Payment Days for the purposes of Condition 4(a): 62. Talons for future Coupons or No Receipts to be attached to definitive Notes (and dates on which such Talons mature): 63. Details relating to Partly Paid Not applicable 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: Details relating to Notes Not applicable 64. redeemable in instalments: amount

of each instalment, date on which each payment is to be made:

65.	Redenomination, renominalisation and reconventioning provisions:		Not applicable			
66.	Masse (Condition 12 of the Terms and Conditions of the French Law Notes):		Contractual representation of Noteholders/No <i>Masse</i> shall apply.			
67.	Gover	ning law:	French law			
68.	Calcul	ation Agent:	BNP Paribas Securities Services			
DISTRIBUTION						
69.	(i)	If syndicated, names of Managers (specifying Lead Manager):	Not applicable			
	(i)	Date of Subscription Agreement:	Not applicable			
	(ii)	Stabilisation Manager (if any):	Not applicable			
	(iii)	If non-syndicated, name of relevant Dealer:	Erste Group Bank AG			
70.	Total commission and concession:		Not applicable			
71.	U.S. Selling Restrictions:		Reg. S Compliance Category 2, TEFRA not applicable			
<b>72</b> .	Non exempt Offer:		Not applicable			
73.	Prohibition of Sales to EEA and UK Retail Investors:		Applicable			
74.	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.			
RESPO	NSIBILI	TY				
The Issuer accepts responsibility for the information contained in these Final Terms.						
Signed on behalf of the Issuer:						

By: \_\_\_\_\_\_ Duly authorised

## **PART B - OTHER INFORMATION**

# 1. Listing and Admission to trading

(i) Listing and admission to

trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from/on or around the Issue Date.

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

EUR 2,100

# 2. Ratings

Ratings:

The Notes have not been rated.

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

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

Performance of Index / Share / Commodity / Inflation Index / Foreign Exchange Rate / 4. Fund / Reference Entity/Entities / ETI Interest / Formula and Other Information concerning the Underlying Reference

Not applicable

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

ISIN: FR0014002NH8 to be immediately fungible with (i)

FR0014000XZ3 after 40 days

(ii) Common Code: 232521414 to be immediately fungible with

227037687 after 40 days

Any clearing system(s) (iii) other than Euroclear France Euroclear and Clearstream, Luxembourg approved by the Issuer and the Principal Paying Agent and the relevant

Not applicable

(iv) Delivery: Delivery free of payment

Additional Paying Agent(s) (v)

identification number(s):

(if any):

Not applicable

CMU Instrument No.: Not applicable (vi) (vii) **CMU Lodging Agent:** Not applicable **CMU Paying Agent:** (viii) Not applicable

(ix) 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.

Name and address of (x) Registration Agent:

Not applicable

Terms and Conditions of the Non-6. **Exempt Offer** 

Not applicable

Intermediaries 7. with Firm **Commitment to Act** 

Not applicable

8. **Placing and Underwriting**  Not applicable

9. Fixed Rate Notes only - Yield

> Indication of yield: 2.20 per cent.

> > As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an

indication of future yield.

Floating Rate Notes only – Performance of Rates 10. Not applicable

11. **EU Benchmarks Regulation** Not applicable