

**Final Terms dated 20 April 2010**

**BNP PARIBAS**

**(incorporated in France)**

**(as Issuer)**

**Issue of EUR 200,000,000 Floating Rate Notes due March 2011**

**Series 13401 Tranche 2**

**(fungible with Tranche EUR 3,000,000,000 Floating Rate Notes due March 2011**

**issued on 24 March 2010)**

**under the € 90,000,000,000**

**Programme for the Issuance of Debt Instruments**

**(the Programme)**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State 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 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 Notes" in the Base Prospectus dated 29 May 2009 and the Supplements to the Base Prospectus dated 17 August 2009, 12 October 2009, 17 November 2009, 26 February 2010 and 6 April 2010 which together constitute a base prospectus for the purposes of the Directive 2003/71/EC (the "**Prospectus Directive**"). 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 such Base Prospectus as so supplemented. 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 the Supplements to the 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), 33, rue de Gasperich, Howald - Hesperange, L-2085 Luxembourg. The Base Prospectus, these Final Terms and the Supplements to the Prospectus will also be available on the Luxembourg Stock Exchange website [www.bourse.lu](http://www.bourse.lu). These Final Terms and the French translation of the summary of the Base Prospectus will also be available on the French *Autorité des marchés financiers*' website on [www.amf-france.org](http://www.amf-france.org).

1. Issuer: BNP Paribas
2. (i) Series Number: 13401
- (ii) Tranche Number: 2

The Notes will be fungible immediately with Tranche 1 on Issue Date

3. Specified Currency: Euro (“EUR”)
4. Aggregate Nominal Amount:
- (i) Series: EUR 3,200,000,000
- (ii) Tranche: EUR 200,000,000
5. (i) Issue Price of Tranche: 100.0677 per cent. of the Aggregate Nominal Amount plus accrued interest from and including the Interest Commencement Date to but excluding 22 April 2010 of EUR 111,005.56)
- (ii) Net Proceeds: EUR 200,246,405.56
6. Minimum Trading Size: Not Applicable
7. (i) Specified Denominations: EUR 1,000
- (ii) Calculation Amount: EUR 1,000
8. (i) Issue Date: 22 April 2010
- (ii) Interest Commencement Date: 24 March 2010
9. Maturity Date: 24 March 2011 or if that is not a Business Day the immediately succeeding Business Day unless it would thereby fall into the next calendar month, in which event it will be brought forward to the immediately preceding Business Day
10. Form of Notes: Bearer
11. Interest Basis: Three Month EURIBOR +0.05 per cent. 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. Status of the Notes: Senior
16. Tax Gross-Up: Not Applicable
17. French taxation for Notes which do not constitute *obligations* under French law or *titres de créances négociables* for French tax purposes or, other debt instruments issued under French or foreign law and fiscally assimilated thereto: As per Taxation Section
18. Listing(s): See “Listing and Admission to trading” in paragraph 1 of PART B
19. Method of distribution: Non-syndicated
- PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**
20. Fixed Rate Provisions: Not Applicable
21. Floating Rate Provisions: Applicable
- (i) Interest Period(s): The period beginning on (and including) the Interest

Commencement Date and ending on (but excluding) the first Interest Payment Date and each successive period beginning on (and including) an Interest Payment Date and ending on (but excluding) the next succeeding Interest Payment Date.

- (ii) Interest Period End Date(s): 24 June 2010, 24 September 2010, 24 December 2010 and 24 March 2011
- Business Day Convention for Interest Period End Date(s): Modified Following
- (iii) Interest Payment Date(s): 24 June 2010, 24 September 2010, 24 December 2010 and 24 March 2011
- Business Day Convention for Interest Payment Date(s): Modified Following
- (iv) Manner in which the Rate of Interest and Interest Amount is to be determined: Screen Rate Determination
- (v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Principal Paying Agent): The Principal Paying Agent
- (vi) Screen Rate Determination: Applicable
- Reference Rate: Three Month EURIBOR + Margin
  - Interest Determination Date(s): Second TARGET2 business day prior to the start of each Interest Period
  - Specified Time: 11:00 am, Brussels time
  - Relevant Screen Page: Reuters Page EURIBOR01
- (vii) ISDA Determination: Not Applicable
- (viii) Margin(s): + 0.05 per cent. per annum
- (ix) Minimum Interest Rate: Not Applicable
- (x) Maximum Interest Rate: Not Applicable
- (xi) Day Count Fraction: Act/360 Adjusted
- (xii) Fall back provisions, day count fraction, rounding provisions and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the

Conditions:

22.	Zero Coupon Provisions:			Not Applicable
23.	Index Linked Interest Provisions:			Not Applicable
24.	Share Linked Interest Provisions			Not Applicable
25.	Inflation	Linked	Interest	Not Applicable Provisions:
26.	Commodity	Linked	Interest	Not Applicable Provisions:
27.	Fund Linked Interest Provisions:			Not Applicable
28.	GDR/ADR	Linked	Interest	Not Applicable Provisions:
29.	Custom Index	Linked	Interest	Not Applicable Notes:
30.	Foreign Exchange (FX) Rate			Not Applicable Linked Interest Provisions:
31.	Formula	Linked	Interest	Not Applicable Provisions:
32.	Additional Business	Centre(s)		TARGET2 (Condition 3(b)):

**PROVISIONS RELATING TO REDEMPTION**

33.	Issuer Call Option:			Not Applicable
34.	Noteholder Put Option:			Not Applicable
35.	Final Redemption Amount:			EUR 1,000 per Calculation Amount
36.	Index Linked Redemption Amount:			Not Applicable
37.	Share	Linked	Redemption	Not Applicable Amount:
38.	Inflation	Linked	Redemption	Not Applicable Amount:
39.	Commodity	Linked	Redemption	Not Applicable Amount:
40.	Fund Linked Redemption Amount:			Not Applicable
41.	Credit Linked Notes:			Not Applicable
42.	GDR.ADR Linked Notes:			Not Applicable
43.	Custom Index Linked Redemption			Not Applicable Amount
44.	Foreign Exchange (FX) Rate			Not Applicable Linked Redemption Amount:
45.	Formula	Linked	Redemption	Not Applicable Amount:
46.	Early Redemption Amount:			
	Early Redemption Amount(s) (if required or if different from that set out in Condition 5(e)):			As set out in the Conditions

- |     |  |   |
|-----|--|---|
| 47. | Provisions applicable to Physical Delivery:              | Not Applicable  |
| 48. | 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  |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|-----|---|--|
| 49. | Form of Notes:<br>New Global Note:  | Bearer Notes:<br>Yes.<br><br>Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Bearer Notes only upon an Exchange Event. |
| 50. | Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):  | TARGET2  |
| 51. | Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):   | No.  |
| 52. | 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   |
| 53. | Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made:   | Not Applicable   |
| 54. | Redenomination, renominalisation and reconventioning provisions:  | Not Applicable   |
| 55. | Other terms or special conditions:  | Not Applicable   |

**DISTRIBUTION**

- |     |  |                |
|-----|--|----------------|
| 56. | (i) If syndicated, names and addresses of Managers and underwriting commitments (specifying Lead Manager): | Not Applicable |
|     | (ii) Date of Subscription Agreement:   | Not Applicable |
|     | (iii) Stabilising Manager (if  | Not Applicable |

any):

- 57. If non-syndicated, name of Dealer: BNP Paribas UK Limited
- 58. Total commission and concession: Not Applicable
- 59. U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
- 60. Non exempt Offer: Not Applicable
- 61. Additional selling restrictions: Not Applicable

### **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and

a) admission to trading on the Luxembourg Stock Exchange's regulated market and to listing on the Official List of the Luxembourg Stock Exchange of the Notes described herein

b) admission to trading and listing on Euronext Paris of the Notes described herein

pursuant to the BNP Paribas and BNP Paribas Arbitrage Issuance B.V. €90,000,000,000 Programme for the Issuance of Debt Instruments.

### **RESPONSIBILITY**

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

Signed on behalf of the Issuer:

By: 

Duly authorised



- (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 Safekeeper 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 satisfaction of the Eurosystem eligibility criteria