

FINAL TERMS DATED 14 NOVEMBER 2012

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

BNP Paribas
(incorporated in France)
(as Guarantor)

(Warrant and Certificate Programme)

EUR "European Style Warrants" relating to Shares

BNP Paribas Arbitrage S.N.C.
(as Manager)

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Securities in any Member State of the European Economic Area which has implemented the Prospectus Directive (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 Securities. Accordingly any person making or intending to make an offer of the Securities may only do so:

- (i) 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 supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) in those jurisdictions mentioned in Paragraph 44 of Part A below, provided such person is one of the persons mentioned in Paragraph 44 of Part A below and that such offer is made during the Offer Period specified for such purpose therein.

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

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU.

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 1 June 2012, each Supplement to the Base Prospectus published and approved on or before the date of the Final Terms (copies of which are available as described below) and any 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 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**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). 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 such Base Prospectus as so supplemented. Full information on BNP Paribas Arbitrage 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. The Base Prospectus, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing, respectively, on the following websites: www.produitsdebourse.bnpparibas.fr for public offering in France and www.listedproducts.cib.bnpparibas.be for public offering in the Kingdom of Belgium and copies of these documents may be obtained free of charge at the specified offices of the Security Agents.

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 / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010291340	200,000	200,000	1	85649582	Y681B	EUR 0.24	Call	EUR 25	21 June 2013	5
NL0010291357	500,000	500,000	1	85649612	Y682B	EUR 0.80	Call	EUR 8	21 June 2013	1
NL0010291365	500,000	500,000	1	85649604	Y683B	EUR 0.52	Call	EUR 8	15 March 2013	1
NL0010291373	500,000	500,000	1	85649647	Y684B	EUR 0.73	Put	EUR 6	21 June 2013	1
NL0010291381	500,000	500,000	1	85649639	Y685B	EUR 0.49	Put	EUR 6	15 March 2013	1
NL0010291399	500,000	500,000	1	85649663	Y686B	EUR 0.17	Call	EUR 1.20	21 June 2013	1
NL0010291407	500,000	500,000	1	85649698	Y687B	EUR 0.22	Put	EUR 0.80	21 June 2013	1
NL0010291415	500,000	500,000	1	85649655	Y688B	EUR 0.46	Call	EUR 32	21 June 2013	8
NL0010291423	500,000	500,000	1	85649680	Y689B	EUR 0.46	Put	EUR 26	21 June 2013	8
NL0010291431	200,000	200,000	1	85649671	Y690B	EUR 0.26	Call	USD 580	15 March 2013	20
NL0010291449	200,000	200,000	1	85649710	Y691B	EUR 0.51	Call	USD 600	21 June 2013	20
NL0010291456	200,000	200,000	1	85649728	Y692B	EUR 0.74	Put	USD 500	21 June 2013	20
NL0010291464	150,000	150,000	1	85649744	Y693B	EUR 0.95	Call	USD 11	21 June 2013	1
NL0010291472	200,000	200,000	1	85649701	Y694B	EUR 0.58	Call	EUR 24	21 June 2013	5
NL0010291480	200,000	200,000	1	85649736	Y695B	EUR 0.34	Call	EUR 23	15 March 2013	3
NL0010291498	500,000	500,000	1	85649779	Y696B	EUR 0.42	Call	EUR 82	21 June 2013	15
NL0010291506	500,000	500,000	1	85649787	Y697B	EUR 0.72	Put	EUR 38	21 June 2013	8
NL0010291514	500,000	500,000	1	85649817	Y698B	EUR 0.37	Call	EUR 20	15 March 2013	5
NL0010291522	200,000	200,000	1	85649850	Y699B	EUR 0.78	Call	USD 88	15 March 2013	5
NL0010291530	200,000	200,000	1	85649752	Y700B	EUR 0.41	Call	EUR 38	15 March 2013	3
NL0010291548	500,000	500,000	1	85649884	Y701B	EUR 1.13	Call	EUR 5.50	15 March 2013	1

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010291555	500,000	500,000	1	85649795	Y702B	EUR 0.76	Put	EUR 5	21 June 2013	1
NL0010291563	500,000	500,000	1	85649825	Y703B	EUR 0.45	Call	EUR 50	21 June 2013	5
NL0010291571	500,000	500,000	1	85649841	Y704B	EUR 0.43	Put	EUR 45	21 June 2013	5
NL0010291589	500,000	500,000	1	85649809	Y705B	EUR 0.37	Put	EUR 48	15 March 2013	5
NL0010291597	200,000	200,000	1	85649914	Y706B	EUR 0.47	Call	EUR 30	15 March 2013	5
NL0010291605	200,000	200,000	1	85649868	Y707B	EUR 0.36	Call	EUR 32	21 June 2013	5
NL0010291613	200,000	200,000	1	85649833	Y708B	EUR 0.20	Call	USD 12	21 June 2013	2
NL0010291621	500,000	500,000	1	85649957	Y709B	EUR 0.40	Call	EUR 26	15 March 2013	3
NL0010291639	500,000	500,000	1	85649981	Y710B	EUR 0.33	Call	EUR 28	21 June 2013	3
NL0010291647	500,000	500,000	1	85649892	Y711B	EUR 0.51	Put	EUR 25	21 June 2013	3
NL0010291654	200,000	200,000	1	85649922	Y712B	EUR 0.37	Call	USD 50	21 June 2013	4
NL0010291662	500,000	500,000	1	85650017	Y713B	EUR 0.39	Call	EUR 16	15 March 2013	4
NL0010291670	200,000	200,000	1	85650041	Y714B	EUR 0.44	Call	EUR 26	21 June 2013	5
NL0010291688	100,000	100,000	1	85649876	Y715B	EUR 0.48	Call	USD 24	21 June 2013	5
NL0010291696	200,000	200,000	1	85649906	Y716B	EUR 0.45	Call	EUR 12	15 March 2013	5
NL0010291704	500,000	500,000	1	85649949	Y717B	EUR 0.40	Call	EUR 72	15 March 2013	8
NL0010291712	500,000	500,000	1	85650076	Y718B	EUR 0.58	Call	EUR 75	21 June 2013	8
NL0010291720	200,000	200,000	1	85650106	Y719B	EUR 0.52	Call	USD 720	21 June 2013	50
NL0010291738	500,000	500,000	1	85649965	Y720B	EUR 1.03	Call	EUR 6	15 March 2013	1
NL0010291746	150,000	150,000	1	85650149	Y721B	EUR 0.93	Call	USD 45	21 June 2013	3
NL0010291753	200,000	200,000	1	85650173	Y722B	EUR 0.42	Call	EUR 22	21 June 2013	5
NL0010291761	500,000	500,000	1	85649990	Y723B	EUR 1.02	Call	EUR 48	21 June 2013	5

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010291779	500,000	500,000	1	85650025	Y724B	EUR 0.86	Put	EUR 42	21 June 2013	5
NL0010291787	500,000	500,000	1	85650203	Y725B	EUR 0.43	Call	EUR 32	21 June 2013	5
NL0010291795	200,000	200,000	1	85650050	Y726B	EUR 0.52	Call	USD 100	15 March 2013	20
NL0010291803	200,000	200,000	1	85649973	Y727B	EUR 0.57	Call	USD 110	21 June 2013	20
NL0010291811	500,000	500,000	1	85650084	Y728B	EUR 0.33	Call	EUR 100	15 March 2013	8
NL0010291829	500,000	500,000	1	85650246	Y729B	EUR 0.57	Call	EUR 68	15 March 2013	8
NL0010291837	500,000	500,000	1	85650114	Y730B	EUR 0.88	Put	EUR 62	21 June 2013	8
NL0010291845	500,000	500,000	1	85650009	Y731B	EUR 0.67	Put	EUR 65	15 March 2013	8
NL0010291852	200,000	200,000	1	85650033	Y732B	EUR 0.67	Call	USD 30	21 June 2013	2
NL0010291860	500,000	500,000	1	85650068	Y733B	EUR 0.36	Put	EUR 2.30	21 June 2013	1
NL0010291878	200,000	200,000	1	85650092	Y734B	EUR 0.45	Call	EUR 42	15 March 2013	10
NL0010291886	200,000	200,000	1	85650289	Y735B	EUR 0.54	Call	EUR 44	21 June 2013	10
NL0010291894	200,000	200,000	1	85650157	Y736B	EUR 0.02	Call	EUR 4.50	21 June 2013	1
NL0010291902	500,000	500,000	1	85650122	Y737B	EUR 0.30	Call	EUR 1.50	21 June 2013	1
NL0010291910	500,000	500,000	1	85650165	Y738B	EUR 0.15	Call	EUR 5.50	15 March 2013	3
NL0010291928	500,000	500,000	1	85650181	Y739B	EUR 0.20	Put	EUR 4	15 March 2013	3
NL0010291936	500,000	500,000	1	85650190	Y740B	EUR 0.30	Call	EUR 42	15 March 2013	3
NL0010291944	500,000	500,000	1	85650327	Y741B	EUR 0.71	Call	EUR 35	21 June 2013	5
NL0010291951	500,000	500,000	1	85650220	Y742B	EUR 0.54	Call	EUR 36	15 March 2013	5
NL0010291969	500,000	500,000	1	85650343	Y743B	EUR 0.66	Put	EUR 30	21 June 2013	5
NL0010291977	500,000	500,000	1	85650254	Y744B	EUR 1.23	Put	EUR 25	21 June 2013	3
NL0010291985	500,000	500,000	1	85650211	Y745B	EUR 0.35	Call	EUR 68	15 March 2013	8

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010291993	500,000	500,000	1	85650360	Y746B	EUR 0.29	Put	EUR 60	21 June 2013	8
NL0010292009	500,000	500,000	1	85650386	Y747B	EUR 0.23	Put	EUR 65	15 March 2013	8
NL0010292017	500,000	500,000	1	85650238	Y748B	EUR 0.59	Call	EUR 52	21 June 2013	5
NL0010292025	500,000	500,000	1	85650262	Y749B	EUR 0.71	Put	EUR 45	21 June 2013	5
NL0010292033	500,000	500,000	1	85650297	Y750B	EUR 0.54	Put	EUR 48	15 March 2013	5
NL0010292041	500,000	500,000	1	85650335	Y751B	EUR 0.33	Call	EUR 21	15 March 2013	5
NL0010292058	2,000,000	2,000,000	1	85650351	Y752B	EUR 0.68	Put	EUR 22	21 June 2013	5
NL0010292066	500,000	500,000	1	85650378	Y753B	EUR 0.61	Call	EUR 65	21 June 2013	5
NL0010292074	500,000	500,000	1	85650408	Y754B	EUR 0.75	Call	EUR 3	21 June 2013	1
NL0010292082	200,000	200,000	1	85650394	Y755B	EUR 0.74	Call	EUR 95	15 March 2013	10
NL0010292090	200,000	200,000	1	85650319	Y756B	EUR 0.74	Call	EUR 100	21 June 2013	10
NL0010292108	500,000	500,000	1	85650416	Y757B	EUR 0.55	Call	EUR 38	21 June 2013	5
NL0010292116	500,000	500,000	1	85650424	Y758B	EUR 0.43	Call	EUR 38	15 March 2013	5
NL0010292124	500,000	500,000	1	85650432	Y759B	EUR 0.53	Put	EUR 35	21 June 2013	5
NL0010292132	200,000	200,000	1	85650459	Y760B	EUR 0.50	Call	EUR 45	21 June 2013	5
NL0010292140	200,000	200,000	1	85650467	Y761B	EUR 0.52	Call	USD 20	21 June 2013	2

The underlying ("**Underlying**") in respect of each series ("**Series Number/ISIN Code**") is set out in the table in Part C - "Other Applicable Terms".

GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. Issuer: BNP Paribas Arbitrage Issuance B.V.
2. Guarantor: BNP Paribas.
3. Trade Date: 12 November 2012.
4. Issue Date: 14 November 2012.
5. Consolidation: Not applicable.
6. Type of Securities:
 - (a) Warrants.
 - (b) The Securities are Share Securities.

The Warrants are European Style Warrants.

The Warrants are Call Warrants or Put Warrants. Further particulars set out in "Specific Provisions for each Series" above.

Automatic Exercise applies.

The provisions of Annex 2 (*Additional Terms and Conditions for Share Securities*) shall apply.
7. Form of Securities: Dematerialised bearer form (*au porteur*).
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**).
10. Variation of Settlement:
 - (a) Issuer's option to vary settlement: The Issuer does not have the option to vary settlement in respect of the Securities.
 - (b) Variation of Settlement of Physical Delivery Securities: Not applicable.
11. Relevant Asset(s): Not applicable.
12. Entitlement: Not applicable.
13. Exchange Rate: As set out in §39 (m).
14. Settlement Currency: The settlement currency for the payment of the Cash Settlement Amount is Euro (**EUR**).
15. Syndication: The Securities will be distributed on a non-syndicated basis.
16. Minimum Trading Size: Not applicable.
17. Principal Security Agent: BNP Paribas Securities Services S.C.A.
18. Registrar: Not applicable.
19. Calculation Agent: BNP Paribas Arbitrage S.N.C.
160-162 Boulevard MacDonald 75019 Paris (France).
20. Governing law: French law.
21. Special conditions or other modifications to the Terms and Conditions: Not applicable.

PRODUCT SPECIFIC PROVISIONS

22.	Index Securities:	Not applicable.
23.	Share Securities:	Applicable.
	(a) Share(s)/Share Company/Basket Company/ GDR/ADR:	An ordinary share in the share capital of each Share Company, as set out in the table in Part C - "Other Applicable Terms", in respect of each Series of Warrants (each an Underlying). For the purposes of the Conditions, each Underlying shall be deemed a Share.
	(b) Relative Performance Basket:	Not applicable.
	(c) Share Currency:	As set out in the table in Part C - "Other Applicable Terms".
	(d) Exchange(s):	As set out in the table in Part C - "Other Applicable Terms".
	(e) Related Exchange(s):	All Exchanges.
	(f) Exchange Business Day:	Single Share Basis.
	(g) Scheduled Trading Day:	Single Share Basis.
	(h) Weighting:	Not applicable.
	(i) Settlement Price:	As set out in sub-paragraph (b) of the definition of "Settlement Price" provided in Condition 1 of Annex 2 (<i>Additional Terms and Conditions for Share Securities</i>).
	(j) Disrupted Day:	As per Conditions.
	(k) Specified Maximum Days of Disruption:	20 (twenty) Scheduled Trading Days.
	(l) Valuation Time:	The Scheduled Closing Time.
	(m) Share Correction Period:	As per Conditions.
	(n) Dividend Payment:	Not applicable.
	(o) Listing Change:	Applicable.
	(p) Listing Suspension:	Applicable.
	(q) Illiquidity:	Applicable.
	(r) Tender Offer:	Applicable.
	(s) Other terms or special conditions:	Not applicable.
24.	ETI Securities:	Not applicable
25.	Debt Securities:	Not applicable.
26.	Commodity Securities:	Not applicable.
27.	Inflation Index Securities:	Not applicable.
28.	Currency Securities:	Not applicable.
29.	Fund Securities:	Not applicable.
30.	Market Access Securities:	Not applicable.
31.	Futures Securities:	Not applicable.
32.	Credit Securities:	Not applicable.

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| 33. | Preference Share Certificates: | Not applicable. |
| 34. | OET Certificates: | Not applicable. |
| 35. | Additional Disruption Events: | Applicable. |
| 36. | Optional Additional Disruption Events: | The following Optional Additional Disruption Event applies to the Securities: Insolvency Filing. |
| 37. | Knock-in Event: | Not applicable. |
| 38. | Knock-out Event: | Not applicable. |

PROVISIONS RELATING TO WARRANTS

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| 39. | Provisions relating to Warrants: | Applicable. |
| | (a) Units: | Warrants must be exercised in Units. Each Unit consists of the number of Warrants set out in "Specific Provisions for each Series" above. |
| | (b) Minimum Exercise Number: | The minimum number of Warrants that may be exercised (including automatic exercise) by any Holder is one (1) Warrant, and Warrants may only be exercised (including automatic exercise) in integral multiples of one (1) Warrant in excess thereof. |
| | (c) Maximum Exercise Number: | Not applicable. |
| | (d) Exercise Price(s): | The exercise price per Warrant (which may be subject to adjustment in accordance with Annex 2) is set out in "Specific Provisions for each Series" above. |
| | (e) Exercise Date: | The exercise date of the Warrants is set out in "Specific Provisions for each Series" above, provided that, if such date is not an Exercise Business Day, the Exercise Date shall be the immediately succeeding Exercise Business Day. |
| | (f) Exercise Period: | Not applicable. |
| | (g) Renunciation Notice Cut-off Time | Not applicable. |
| | (h) Valuation Date: | The Valuation Date shall be the Actual Exercise Date of the relevant Warrant, subject to the adjustments in accordance with Condition 20. |
| | (i) Strike Date: | Not applicable. |
| | (j) Averaging: | Averaging does not apply to the Warrants. |
| | (k) Observation Dates: | Not applicable. |
| | (l) Observation Period: | Not applicable. |
| | (m) Cash Settlement Amount: | A Holder, upon due exercise, will receive from the Issuer on the Settlement Date, in respect of each Warrant, payment of a Cash Settlement Amount calculated by the Calculation Agent (which shall not be less than zero) equal to: |

In respect of Call Warrants:

$\text{Max}[0; \text{Settlement Price} - \text{Exercise Price}] / \text{Parity} * 1 / \text{Exchange Rate}$

In respect of Put Warrants:

$\text{Max}[0; \text{Exercise Price} - \text{Settlement Price}] / \text{Parity} * 1 / \text{Exchange Rate}$

Where:

Parity means in relation to a series of Warrants, the number of Warrants linked to an underlying element to which such Warrants relate, as set out in "Specific Provisions for each Series" above, which may be subject to adjustment; and

Exchange Rate means the applicable rate of exchange for determining the Cash Settlement Amount which is the rate published by the European Central Bank on the Valuation Date for conversion of any amount from the currency in which the Exercise Price is expressed as detailed in "Specific Provisions for each Series" above - if it is different from the Settlement Currency -, into the Settlement Currency (see Part C - "Other Applicable Terms").

The Exchange Rates published by the European Central Bank are quoted against Euro and published on the following media (or any successor to such pages or such other source as may publish the Exchange Rates).

If however for any reason any such rate does not appear the Calculation Agent will determine the applicable Exchange Rate.

Reuters: ECB37
Web Site: <http://www.ecb.int>

If the currency in which Exercise Price is expressed as detailed in "Specific Provisions for each Series" above is the same that the Settlement Currency, then the applicable Exchange Rate will be equal to 1.

For the purpose of these provisions, the Cash Settlement Amount per Warrant shall not be subject to rounding. Warrants held by the same Holder will be aggregated for the purpose of determining the aggregate Cash Settlement Amount in respect of such Warrants provided that the aggregate Cash Settlement Amount in respect of the same Holder will be rounded down to the nearest whole sub-unit of the relevant Settlement Currency in such manner as the Calculation Agent shall determine.

(n) Settlement Date: As per Conditions.

PROVISIONS RELATING TO CERTIFICATES

40. Provisions relating to Certificates: Not applicable.

DISTRIBUTION AND US SALES ELIGIBILITY

41. Selling restrictions: As set out in the Base Prospectus.
- (a) Eligibility for sale of Securities in the United States to AIs: The Securities are not eligible for sale in United States to AIs.
- (b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A: The Securities are not eligible for sale in United States under Rule 144A to QIBs.
- (c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act: The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.
42. Additional U.S. federal income tax consequences: Not applicable.

43. Registered broker/dealer: Not applicable.
44. Non exempt Offer: An offer of the Securities may be made by the Manager and BNP Paribas (together with the Manager, the "**Financial Intermediaries**") other than pursuant to Article 3(2) of the Prospectus Directive in France and in the Kingdom of Belgium ("**Public Offer Jurisdictions**"). See further Paragraph 7 of Part B below.

PROVISIONS RELATING TO COLLATERAL AND SECURITY

45. Collateral Security Conditions: Not applicable.

Purpose of Final Terms

These Final Terms comprise the final terms required for issue and public offer in the Public Offer Jurisdictions and admission to trading on NYSE Euronext Paris ("**Euronext Paris**") of the Securities described herein pursuant to the BNP Paribas, BNP Paribas Arbitrage Issuance B.V. Warrant and Certificate Programme.

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 Arbitrage Issuance B.V.

As Issuer:



By: Marie-Laurence Dosière

Duly authorised

PART B - OTHER INFORMATION

1. Listing and Admission to Trading - De-listing

Application has been made to list the Securities on Euronext Paris and to admit the Securities described herein for trading on Euronext Paris.

The de-listing of the Securities on the exchange specified above shall occur at the opening time on the fifth (5th) Exchange Business Day preceding the Valuation Date (excluded), subject to any change to such date such exchange or any competent authorities, for which the Issuer and the Guarantor shall under no circumstances be liable.

2. Ratings

The Securities to be issued have not been rated.

3. Risk Factors

As stated in the Base Prospectus.

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

"Save as discussed in "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."

5. Performance of Underlying/Formula/Other Variable, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The Securities are European Style Call/Put Warrants denominated in EUR.

Upon automatic exercise, the Holder will receive per Warrant a Cash Settlement Amount equal to the excess (if any) - adjusted by Parity and adjusted by the Exchange Rate - of the Settlement Price over the Exercise Price (in the case of a Call Warrant), and the excess (if any) - adjusted by Parity and adjusted by the Exchange Rate - of the Exercise Price over the Settlement Price (in the case of a Put Warrant) as set out in the definition of Cash Settlement Amount in **Part A §39 (m)**. Such amount will be paid in EUR.

If the Settlement Price is less than or equal to the Exercise Price (in the case of Call Warrants) or is greater than or equal to the Exercise Price (in the case of Put Warrants), no payment will be made and the Warrant will mature worthless.

In respect of secondary market transactions, the price of the Securities will depend upon market conditions and may be subject to significant fluctuations.

Investment in the Securities is highly speculative, could involve significant risk and should only be considered by persons who can afford a loss of their entire investment.

6. Operational Information

Relevant Clearing System(s): Euroclear France

Mnemonic Codes: See "**Specific Provisions for each Series**" in Part A.

7. Terms and Conditions of the Public Offer

Offer Period: Not applicable.

Offer Price: The price of the Warrants will vary in accordance with a number of factors including, but not limited to, the price of the relevant Underlying.

Conditions to which the offer is subject: Not applicable.

Description of the application process: Not applicable.

<p>Details of the minimum and/or maximum amount of application:</p>	<p>Minimum purchase amount per investor: One (1) Warrant.</p> <p>Maximum purchase amount per investor: The number of Warrants issued in respect of each Series of Warrants.</p>
<p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</p>	<p>Not applicable.</p>
<p>Details of the method and time limits for paying up and delivering the Securities:</p>	<p>The Warrants are cleared through the clearing systems and are due to be delivered on or about the third Business Day after their purchase by the investor against payment of the purchase amount.</p>
<p>Manner in and date on which results of the offer are to be made public:</p>	<p>Not applicable.</p>
<p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</p>	<p>Not applicable.</p>
<p>Categories of potential investors to which the Securities are offered:</p>	<p>Retail, private and institutional investors.</p>
<p>Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:</p>	<p>Not applicable.</p>
<p>Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</p>	<p>Not applicable.</p>

PART C - OTHER APPLICABLE TERMS

Place where information relating to the Share can be obtained:

Information on each Underlying shall be available on the **relevant Underlying website** (see table below).

Past and further performances of each Underlying are available on the **relevant Exchange website** (see table below) and the volatility of each Underlying may be obtained at the office of the Calculation agent at the phone number: **0 800 235 000**.

Post-issuance information:

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

SHARE DISCLAIMER

The issue of the Securities is not sponsored or promoted by any Share Company and is under the sole responsibility of BNP Paribas. No Share Company makes any representation whatsoever nor promotes the growth of the Securities in relation to their Shares and consequently does not have any financial or legal obligation with respect to the Securities. In addition, Securities do not give the right to dividends distributed by the Share Company or voting rights or any other right with respect of the Share Company.

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010291340	AGEAS	EUR	BE0974264930	AGES.BR	www.ageas.com	Euronext Brussels	www.euronext.com	1
NL0010291357	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com	1
NL0010291365	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.nasdaq.com	1
NL0010291373	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com	1
NL0010291381	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com	1
NL0010291399	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com	1
NL0010291407	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com	1
NL0010291415	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com	1
NL0010291423	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com	1
NL0010291431	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.euronext.com	EUR/USD
NL0010291449	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nyse.com	EUR/USD
NL0010291456	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010291464	BANK OF AMERICA	USD	US0605051046	BAC.N	www.bankofamerica	NYSE	www.euronext.com	EUR/USD
NL0010291472	BEKAERT	EUR	BE0974258874	BEKB.BR	www.bekaert.com	Euronext Brussels	www.euronext.com	1
NL0010291480	BELGACOM	EUR	BE0003810273	BCOM.BR	www.belgacom.be	Euronext Brussels	www.euronext.com	1
NL0010291498	BIOMERIEUX	EUR	FR0010096479	BIOX.PA	www.biomerieux.com	Euronext Paris	www.euronext.com	1
NL0010291506	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010291514	BOUYGUES	EUR	FR0000120503	BOUY.PA	www.bouygues.com/	Euronext Paris	www.euronext.com	1
NL0010291522	CATERPILLAR	USD	US1491231015	CAT.N	www.cat.com	NYSE	www.euronext.com	EUR/USD
NL0010291530	COLRUYT	EUR	BE0974256852	COLR.BR	www.colruyt.be	Euronext Brussels	www.euronext.com	1
NL0010291548	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010291555	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.nasdaq.com	1
NL0010291563	DANONE	EUR	FR0000120644	DANO.PA	www.danone.com/	Euronext Paris	www.euronext.com	1
NL0010291571	DANONE	EUR	FR0000120644	DANO.PA	www.danone.com/	Euronext Paris	www.euronext.com	1
NL0010291589	DANONE	EUR	FR0000120644	DANO.PA	www.danone.com/	Euronext Paris	www.nyse.com	1
NL0010291597	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	www.delhaize.com	Euronext Brussels	www.euronext.com	1
NL0010291605	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	www.delhaize.com	Euronext Brussels	www.euronext.com	1
NL0010291613	DELL	USD	US24702R1014	DELL.OQ	www.dell.fr/	NASDAQ	www.euronext.com	EUR/USD
NL0010291621	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010291639	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010291647	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010291654	EBAY	USD	US2786421030	EBAY.OQ	www.investor.ebay.com	NASDAQ	www.nyse.com	EUR/USD
NL0010291662	EDF	EUR	FR0010242511	EDF.PA	www.edf.fr/	Euronext Paris	www.euronext.com	1
NL0010291670	EUTELSAT	EUR	FR0010221234	ETL.PA	www.eutelsat.org/fr/home/	Euronext Paris	www.euronext.com	1
NL0010291688	FACEBOOK	USD	US30303M1027	FB.OQ	www.facebook.com	NASDAQ	www.euronext.com	EUR/USD
NL0010291696	FAURECIA	EUR	FR0000121147	EPED.PA	www.faurecia.com	Euronext Paris	www.euronext.com	1
NL0010291704	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.nasdaq.com	1
NL0010291712	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010291720	GOOGLE	USD	US38259P5089	GOOG.OQ	www.google.fr/	NASDAQ	www.euronext.com	EUR/USD
NL0010291738	GROUPE EUROTUNNEL	EUR	FR0010533075	GETP.PA	www.eurotunnel.com	Euronext Paris	www.euronext.com	1
NL0010291746	JP MORGAN	USD	US46625H1005	JPM.N	www.jpmorgan.com	NYSE	www.euronext.com	EUR/USD
NL0010291753	KBC BANK	EUR	BE0003565737	KBC.BR	https://www.kbc.be	Euronext Brussels	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010291761	LAFARGE	EUR	FR0000120537	LAFP.PA	www.lafarge.fr/	Euronext Paris	www.euronext.com	1
NL0010291779	LAFARGE	EUR	FR0000120537	LAFP.PA	www.lafarge.fr/	Euronext Paris	www.euronext.com	1
NL0010291787	LEGRAND	EUR	FR0010307819	LEGD.PA	www.legrand.fr/	Euronext Paris	www.euronext.com	1
NL0010291795	LINKEDIN CORP	USD	US53578A1088	LNKD.N	www.linkedin.com	NYSE	www.euronext.com	EUR/USD
NL0010291803	LINKEDIN CORP	USD	US53578A1088	LNKD.N	www.linkedin.com	NYSE	www.euronext.com	EUR/USD
NL0010291811	L'OREAL	EUR	FR0000120321	OREP.PA	www.loreal.fr/	Euronext Paris	www.euronext.com	1
NL0010291829	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com	1
NL0010291837	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com	1
NL0010291845	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com	1
NL0010291852	MICROSOFT	USD	US5949181045	MSFT.OQ	www.microsoft.com/fr/fr/	NASDAQ	www.euronext.com	EUR/USD
NL0010291860	NATIXIS	EUR	FR0000120685	CNAT.PA	www.natixis.fr/	Euronext Paris	www.euronext.com	1
NL0010291878	NEOPOST	EUR	FR0000120560	NPOS.PA	www.neopost.fr/	Euronext Paris	www.euronext.com	1
NL0010291886	NEOPOST	EUR	FR0000120560	NPOS.PA	www.neopost.fr/	Euronext Paris	www.euronext.com	1
NL0010291894	NYRSTAR	EUR	BE0003876936	NYR.BR	http://www.nyrstar.com	Euronext Brussels	www.nyse.com	1
NL0010291902	PAGES JAUNES	EUR	FR0010096354	PAJ.PA	www.pagesjaunes.fr/	Euronext Paris	www.euronext.com	1
NL0010291910	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.nyse.com	1
NL0010291928	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com	1
NL0010291936	PUBLICIS GROUP	EUR	FR0000130577	PUBP.PA	www.publicisgroupe.com/	Euronext Paris	www.euronext.com	1
NL0010291944	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.nasdaq.com	1
NL0010291951	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.nasdaq.com	1
NL0010291969	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.nasdaq.com	1
NL0010291977	SAINT-GOBAIN	EUR	FR0000125007	SGOB.PA	www.saint-gobain.com/	Euronext Paris	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010291985	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.nasdaq.com	1
NL0010291993	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010292009	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010292017	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	http://www.schneider-electric.fr/	Euronext Paris	www.euronext.com	1
NL0010292025	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	http://www.schneider-electric.fr/	Euronext Paris	www.euronext.com	1
NL0010292033	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	http://www.schneider-electric.fr/	Euronext Paris	www.euronext.com	1
NL0010292041	SCOR	EUR	FR0010411983	SCOR.PA	www.scor.com/	Euronext Paris	www.euronext.com	1
NL0010292058	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com	1
NL0010292066	SODEXO	EUR	FR0000121220	EXHO.PA	fr.sodexo.com/	Euronext Paris	www.euronext.com	1
NL0010292074	SOITEC	EUR	FR0004025062	SOIT.PA	www.soitec.com/	Euronext Paris	www.euronext.com	1
NL0010292082	SOLVAY	EUR	BE0003470755	SOLB.BR	www.solvay.com	Euronext Brussels	www.euronext.com	1
NL0010292090	SOLVAY	EUR	BE0003470755	SOLB.BR	www.solvay.com	Euronext Brussels	www.euronext.com	1
NL0010292108	TOTAL	EUR	FR0000120271	TOTF.PA	www.total.com/	Euronext Paris	www.euronext.com	1
NL0010292116	TOTAL	EUR	FR0000120271	TOTF.PA	www.total.com/	Euronext Paris	www.euronext.com	1
NL0010292124	TOTAL	EUR	FR0000120271	TOTF.PA	www.total.com/	Euronext Paris	www.euronext.com	1
NL0010292132	UMICORE SA	EUR	BE0003884047	UMI.BR	www.umicore.com	Euronext Brussels	www.nasdaq.com	1
NL0010292140	YAHOO!	USD	US9843321061	YHOO.OQ	http://info.yahoo.com/center/us/yahoo/	NASDAQ	www.euronext.com	EUR/USD