

**Final Terms dated 19 November 2012**

**BNP PARIBAS**

**(incorporated in France)**

**(as Issuer)**

**Issue of EUR 350,000,000 Floating Rate Notes due May 2014**

**Series 14245 Tranche 7**

**(the "Notes")**

**to be consolidated (*assimilables* for the purposes of French law)**

**and form a single series with**

**Tranche 1 EUR 1,000,000,000 Floating Rate Notes due May 2014 issued on 13 May 2011**

**Tranche 2 EUR 150,000,000 Floating Rate Notes due May 2014 issued on 9 February 2012**

**Tranche 3 EUR 275,000,000 Floating Rate Notes due May 2014 issued on 20 April 2012**

**Tranche 4 EUR 150,000,000 Floating Rate Notes due May 2014 issued on 22 May 2012**

**Tranche 5 EUR 50,000,000 Floating Rate Notes due May 2014 issued on 5 July 2012 and**

**Tranche 6 EUR 250,000,000 Floating Rate Notes due May 2014 issued on 28 September 2012**

**(the "Existing Notes")**

**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 (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, or authorises, the making of any offer of Notes 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 (the "**Conditions**") set forth under the section entitled "Terms and Conditions of the Notes" in the Base Prospectus dated 3 June 2010 and the Supplements to the Base Prospectus dated 11 August 2010, 3 September 2010, 19 November 2010, 28 February 2011, 24 March 2011 and 11 May 2011 which are incorporated by reference in the Prospectus dated 1 June 2012. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"), and must be read in conjunction with the Base Prospectus dated 1 June 2012 and the supplements thereto, which together constitute a base prospectus for the purposes of the Prospectus Directive. 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 dated 1 June 2012 (the "**Base Prospectus**") which received visa no 12-239 from the *Autorité des marchés financiers* ("**AMF**") on 1 June 2012 and the Supplements to the Base Prospectus dated 22 June 2012, 7 August 2012, 14 September 2012 and 30 October 2012. The Final Terms, the Base Prospectus and the Supplements to the Base Prospectus may be obtained – free of charge – from, BNP Paribas Securities Services, Luxembourg Branch (in its capacity as Principal Paying Agent), 33, rue de Gasperich, Howald - Hesperange, L-2085 Luxembourg. These Final Terms, the Base Prospectus and the Supplements will also be available on the website of the French *Autorité des marchés financiers* on [www.amf-france.org](http://www.amf-france.org).

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| 1. | Issuer:   | BNP Paribas  |
| 2. | (i) Series Number:  | 14245  |
|    | (ii) Tranche Number:  | 7  |
|    |   | The Notes will, on or about 31 December 2012, be consolidated ( <i>assimilables</i> for the purposes of French law) and form a single series with the Existing Notes.                |
| 3. | Specified Currency:   | Euro (" <b>EUR</b> ")  |
| 4. | Aggregate Nominal Amount:   |  |
|    | (i) Series:   | EUR 2,225,000,000  |
|    | (ii) Tranche:   | EUR 350,000,000  |
| 5. | Issue Price of Tranche:   | 100.227 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 EUR 50,011.15 |
| 6. | Minimum Trading Size:   | Not applicable   |
| 7. | (i) Specified Denomination:   | EUR 1,000  |
|    | (ii) Calculation Amount<br>( <i>Applicable to Notes in definitive form</i> ): | EUR 1,000  |

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| <b>8.</b>  | (i) Issue Date:                                       | 21 November 2012  |
|            | (ii) Interest Commencement Date:                      | 13 November 2012  |
| <b>9.</b>  | Maturity Date:  | 13 May 2014 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 |
| <b>10.</b> | Form of Notes:  | Bearer  |
| <b>11.</b> | Interest Basis:                                       | 3 month EURIBOR + 0.45 per cent. Floating Rate<br><br>(further particulars specified below)   |
| <b>12.</b> | Redemption/Payment Basis:                             | Redemption at par   |
| <b>13.</b> | Change of Interest Basis or Redemption/Payment Basis: | Not applicable  |
| <b>14.</b> | Put/Call Options:                                     | Not applicable  |
| <b>15.</b> | Status of the Notes:                                  | Senior  |
| <b>16.</b> | BNP Paribas Tax Gross-Up:                             | Condition 6(a) applies  |
| <b>17.</b> | BNPP IBV Tax Gross-Up:                                | Not applicable  |
| <b>18.</b> | Listing:  | See " <i>Listing and Admission to Trading</i> " in paragraph 1 of Part B  |
| <b>19.</b> | Method of distribution:                               | Non-syndicated  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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| <b>20.</b> | Fixed Rate Provisions:   | Not applicable  |
| <b>21.</b> | Floating Rate Provisions:  | Applicable  |
|            | (i) Interest Period(s):  | As set out in the Conditions                                |
|            | (ii) Interest Period End Date(s):  | 13 February, 13 May, 13 August and 13 November in each year |
|            | <ul style="list-style-type: none"> <li>• Business Day Convention for Interest Period End Date(s):</li> </ul> | Modified Following  |

(iii)	Interest Payment Date(s):	13 February, 13 May, 13 August and 13 November in each year from and including 13 February 2013 to and including 13 May 2014
	<ul style="list-style-type: none"> <li>• Business Day Convention for Interest Payment Date(s):</li> </ul>	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):	Not applicable
(vi)	Screen Rate Determination:	Applicable
	- Reference Rate:	3 month EURIBOR
	- Interest Determination Date(s):	Second TARGET Settlement Day prior to the start of each Interest Period
	- Specified Time:	11.00 a.m., Brussels time
	- Relevant Screen Page:	Reuters page "EURIBOR01"
(vii)	ISDA Determination:	Not applicable
(viii)	Margin:	+ 0.45 per cent. per annum
(ix)	Minimum Interest Rate:	Not applicable
(x)	Maximum Interest Rate:	Not applicable
(xi)	Day Count Fraction:	Actual/360
(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:	Condition 3(b)(vi) applies

<b>22.</b>	Zero Coupon Provisions:	Not applicable
<b>23.</b>	Index Linked Interest Provisions:	Not applicable
<b>24.</b>	Share Linked Interest Provisions	Not applicable
<b>25.</b>	Inflation Linked Interest Provisions:	Not applicable
<b>26.</b>	Commodity Linked Interest Provisions:	Not applicable
<b>27.</b>	Fund Linked Interest Provisions:	Not applicable
<b>28.</b>	ETI Linked Interest Provisions:	Not applicable
<b>29.</b>	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not applicable
<b>30.</b>	Formula Linked Interest Provisions:	Not applicable
<b>31.</b>	Additional Business Centre(s) (Condition 3(b)):	Not applicable

#### **PROVISIONS RELATING TO REDEMPTION**

<b>32.</b>	Issuer Call Option:	Not applicable
<b>33.</b>	Noteholder Put Option:	Not applicable
<b>34.</b>	Final Redemption Amount:	EUR 1,000 per Calculation Amount
<b>35.</b>	Index Linked Redemption Amount:	Not applicable
<b>36.</b>	Share Linked Redemption Amount:	Not applicable
<b>37.</b>	Inflation Linked Redemption Amount:	Not applicable
<b>38.</b>	Commodity Linked Redemption Amount:	Not applicable
<b>39.</b>	Fund Linked Redemption Amount:	Not applicable
<b>40.</b>	Credit Linked Notes:	Not applicable

<b>41.</b>	ETI Linked Redemption Amount:	Not applicable
<b>42.</b>	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
<b>43.</b>	Formula Linked Redemption Amount:	Not applicable
<b>44.</b>	Early Redemption Amount:	
	Early Redemption Amount(s) (if required or if different from that set out in Condition 5(e)):	As set out in Condition 5(e)
<b>45.</b>	Provisions applicable to Physical Delivery:	Not applicable
<b>46.</b>	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**

<b>47.</b>	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
<b>48.</b>	Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):	TARGET2
<b>49.</b>	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	No
<b>50.</b>	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	Not applicable

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:

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|------------|---|----------------|
| <b>51.</b> | Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made: | Not applicable |
| <b>52.</b> | Redenomination, renominatisation and reconventioning provisions:  | Not applicable |
| <b>53.</b> | Other terms or special conditions:  | Not applicable |

#### **DISTRIBUTION**

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| <b>54.</b> | (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 any):  | Not applicable   |
| <b>55.</b> | If non-syndicated, name and address of Dealer:   | BNP Paribas UK Limited<br><br>10 Harewood Avenue<br><br>London NW1 6AA<br><br>United Kingdom |
| <b>56.</b> | Total commission and concession:   | 0.045 per cent. of the Aggregate Nominal Amount  |
| <b>57.</b> | U.S. Selling Restrictions:   | Reg. S Compliance Category 2; TEFRA D  |
| <b>58.</b> | Non exempt Offer:  | Not applicable   |
| <b>59.</b> | Additional selling restrictions:   | Not Applicable   |

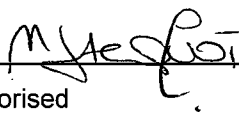
## **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading 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



## PART B – OTHER INFORMATION

### 1. Listing and Admission to trading

- (i) Listing: Euronext Paris
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from Issue Date.
- (iii) Estimate of total expenses related to admission to trading: EUR 1,975.00

### 2. Ratings

Ratings: The Notes to be issued have been rated:

A2 by Moody's Investors Service Ltd

A+ by Standard & Poor's Ratings Ltd

A+ by Fitch Ratings Ltd

Standard & Poor's Ratings Services, Moody's Investors Service Ltd and Fitch Ratings Ltd are established in the European Union and are registered under Regulation (EC) No. 1060/2009 (as amended). As such, each of Standard & Poor's Ratings Services, Moody's Investors Service Ltd and Fitch Ratings Ltd is included in the list of credit rating agencies published by the European Securities and Markets Association on its website in accordance with such Regulation.

### 3. Risk Factors

The attention of potential purchasers of the Notes is drawn to the Risk factors set out in the Base Prospectus.

### 4. 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.

### 5. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- (i) Reasons for the offer: See "Use of Proceeds" wording in the Base Prospectus
- (ii) Estimated net proceeds: EUR 350,687,011.15

(iii) Estimated total expenses: As per 1 (iii) above

**6. Fixed Rate Notes only – Yield**

Not applicable

**7. Floating Rate Notes only – Historic Interest Rates**

Details of Historic EURIBOR rates can be obtained from Reuters

**8. Performance of Index/ Share/ Commodity/ Inflation/ Foreign Exchange Rate/ Fund/ Reference Entity/ Entities/ ETI Interest/ Formula, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying**

Not applicable

**9. OPERATIONAL INFORMATION**

(i) ISIN Code: Temporary ISIN: XS0857155344

Permanent ISIN: XS0625786701

(ii) Common Code: Temporary Common Code: 085715534

Permanent Common Code: 062578670

(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.

**10. Public Offers**

Not applicable

**11. Placing and Underwriting**

Not applicable

