## FINAL TERMS DATED 26 APRIL 2013

#### **BNP** Paribas Arbitrage Issuance B.V.

(incorporated in The Netherlands) (as Issuer)

#### **BNP** Paribas

(incorporated in France) (as Guarantor)

(Warrant and Certificate Programme)

#### EUR "Turbo Pro" Certificates relating to Share(s)

### 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: <u>www.produitsdebourse.bnpparibas.fr</u> for public offering in France and <u>www.listedproducts.cib.bnpparibas.be</u> 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	Common Code	Mnemonic Code	Issue Price per Security	Redemption Date	Parity
FR0011484310	501,700	501,700	92564401	M021B	EUR 0.30	27 September 2013	10
FR0011484328	750,000	750,000	92564410	M022B	EUR 0.20	27 September 2013	10
FR0011484336	750,000	750,000	92564444	M023B	EUR 0.10	28 June 2013	10
FR0011484344	498,300	498,300	92564487	M024B	EUR 0.30	27 September 2013	10
FR0011484351	750,000	750,000	92564428	M025B	EUR 0.15	27 September 2013	4
FR0011484369	750,000	750,000	92564517	M026B	EUR 0.10	28 June 2013	4
FR0011484377	750,000	750,000	92564452	M027B	EUR 0.10	28 June 2013	4
FR0011484385	750,000	750,000	92564495	M028B	EUR 0.10	27 September 2013	1
FR0011484393	750,000	750,000	92564436	M029B	EUR 0.10	27 September 2013	1
FR0011484401	750,000	750,000	92564479	M030B	EUR 0.13	27 September 2013	10
FR0011484419	750,000	750,000	92564509	M031B	EUR 0.10	27 September 2013	10
FR0011484427	750,000	750,000	92564541	M032B	EUR 0.10	27 September 2013	10
FR0011484435	359,700	359,700	92564525	M033B	EUR 0.10	27 September 2013	10
FR0011484443	750,000	750,000	92564550	M034B	EUR 0.10	27 September 2013	10
FR0011484450	160,400	160,400	92564533	M035B	EUR 0.94	27 September 2013	20
FR0011484468	750,000	750,000	92564584	M036B	EUR 0.17	27 September 2013	5
FR0011484476	750,000	750,000	92564614	M037B	EUR 0.10	28 June 2013	5
FR0011484484	750,000	750,000	92564576	M038B	EUR 0.10	27 September 2013	5
FR0011484492	750,000	750,000	92564665	M039B	EUR 0.18	27 September 2013	10
FR0011484500	750,000	750,000	92564606	M040B	EUR 0.10	27 September 2013	10
FR0011484518	750,000	750,000	92564649	M041B	EUR 0.10	27 September 2013	10
FR0011484526	750,000	750,000	92564568	M042B	EUR 0.10	27 September 2013	10
FR0011484534	750,000	750,000	92564673	M043B	EUR 0.12	28 June 2013	10
FR0011484542	750,000	750,000	92564690	M044B	EUR 0.15	28 June 2013	10
FR0011484559	750,000	750,000	92564592	M045B	EUR 0.10	27 September 2013	10
FR0011484567	608,500	608,500	92564703	M046B	EUR 0.25	27 September 2013	10
FR0011484575	750,000	750,000	92564622	M047B	EUR 0.10	28 June 2013	10
FR0011484583	750,000	750,000	92564738	M048B	EUR 0.10	27 September 2013	5
FR0011484591	750,000	750,000	92564657	M049B	EUR 0.10	27 September 2013	5
FR0011484609	750,000	750,000	92564681	M050B	EUR 0.10	28 June 2013	5
FR0011484617	750,000	750,000	92564711	M051B	EUR 0.12	27 September 2013	10
FR0011484625	750,000	750,000	92564746	M052B	EUR 0.10	27 September 2013	10
FR0011484633	750,000	750,000	92564754	M053B	EUR 0.12	28 June 2013	10
	750,000	750,000		M054B	EUR 0.10	27 September 2013	

Series Number / ISIN Code	No. of Securities issued	No. of Securities	Common Code	Mnemonic Code	Issue Price per Security	Redemption Date	Parity
FR0011484658	750,000	750,000	92564762	M055B	EUR 0.10	27 September 2013	5
FR0011484666	750,000	750,000	92564827	M056B	EUR 0.10	27 September 2013	5
FR0011484674	414,100	414,100	92564843	M057B	EUR 0.36	27 September 2013	20
FR0011484682	750,000	750,000	92564789	M058B	EUR 0.11	28 June 2013	20
FR0011484690	150,000	150,000	92564860	M059B	EUR 1	27 September 2013	20
FR0011484708	120,000	120,000	92564835	M060B	EUR 1.25	27 September 2013	20
FR0011484716	750,000	750,000	92564894	M061B	EUR 0.10	27 September 2013	20
FR0011484724	750,000	750,000	92564878	M062B	EUR 0.10	27 September 2013	20
FR0011484732	750,000	750,000	92564851	M063B	EUR 0.16	28 June 2013	20
FR0011484740	623,700	623,700	92564908	M064B	EUR 0.24	28 June 2013	20
FR0011484757	440,500	440,500	92564932	M065B	EUR 0.34	27 September 2013	20
FR0011484765	750,000	750,000	92564975	M066B	EUR 0.10	27 September 2013	10
FR0011484773	750,000	750,000	92564924	M067B	EUR 0.10	28 June 2013	10
FR0011484781	750,000	750,000	92564967	M068B	EUR 0.10	28 June 2013	10
FR0011484799	416,700	416,700	92564886	M069B	EUR 0.36	27 September 2013	10
FR0011484807	750,000	750,000	92564991	M070B	EUR 0.16	27 September 2013	10
FR0011484815	750,000	750,000	92565033	M071B	EUR 0.10	27 September 2013	10
FR0011484823	750,000	750,000	92564916	M072B	EUR 0.10	27 September 2013	10
FR0011484831	539,600	539,600	92564959	M073B	EUR 0.28	28 June 2013	10
FR0011484849	750,000	750,000	92565068	M074B	EUR 0.10	27 September 2013	10
FR0011484856	750,000	750,000	92564983	M075B	EUR 0.10	27 September 2013	10
FR0011484864	750,000	750,000	92565009	M076B	EUR 0.12	28 June 2013	10
FR0011484872	710,900	710,900	92565041	M077B	EUR 0.21	27 September 2013	10
FR0011484880	750,000	750,000	92565025	M078B	EUR 0.11	28 June 2013	10
FR0011484898	230,100	230,100	92565092	M079B	EUR 0.65	27 September 2013	1
FR0011484906	373,100	373,100	92565122	M080B	EUR 0.40	28 June 2013	1
FR0011484914	431,000	431,000	92565076	M081B	EUR 0.35	28 June 2013	1
FR0011484922	750,000	750,000	92565157	M082B	EUR 0.13	28 June 2013	10
FR0011484930	750,000	750,000	92565050	M083B	EUR 0.15	28 June 2013	10
FR0011484948	750,000	750,000	92565106	M084B	EUR 0.10	27 September 2013	20
FR0011484955	300,900	300,900	92565084	M085B	EUR 0.50	28 June 2013	20
FR0011484963	150,200	150,200	92565114	M086B	EUR 1	27 September 2013	20
FR0011484971	120,100	120,100	92565149	M087B	EUR 1.25	27 September 2013	20
FR0011484989	465,100	465,100	92565165	M088B	EUR 0.32	28 June 2013	20
FR0011484997	287,100	287,100	92565173	M089B	EUR 0.52	27 September 2013	20
FR0011485002	207,600	207,600	92565190	M090B	EUR 0.72	27 September 2013	20

If the scheduled Redemption Date is not a Business Day, the Redemption Date shall be the immediately succeeding Business Day such that it will always be at least 5 Business Days following the Redemption Valuation Date and further subject to the occurrence of each a Knock-in Event and a Knock-out Event.

## 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:	25 April 2013.
4.	Issue Date:	26 April 2013.
5.	Consolidation:	Not applicable.
6.	Type of Securities:	(a) Certificates.
		(b) The Securities are Share Securities.
		The Certificates are Turbo Pro Call Certificates or Turbo Pro Put Certificates (together, Turbo Pro Certificates). Further particulars set out in "Specific Provisions for each Series" above and as set out in the table in Part C - "Other Applicable Terms".
		The provisions of Annex 2 ( <i>Additional Terms and Conditions for Share Securities</i> ) 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 ( <b>Cash Settled Securities</b> ).
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:	Not applicable.
14.	Settlement Currency:	The settlement currency for payment of the cash Settlement Amount is Euro ( <b>EUR</b> ).
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.	Registar:	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/BasketCompany/GDR/ADR:	An ordinary share in the share capital of each Share Company, as specified in the table set out in Part C - "Other Applicable Terms", in respect of the relevant Series (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.
	(I) Valuation Time:	At any time on any Observation Date and the relevant time on the relevant Settlement Price Date is the Scheduled Closing Time.
	(m) Delayed Redemption on Occurrence of an Extraordinary Event:	Not applicable.
	(n) Share Correction Period:	As per Conditions.
	(o) Dividend Payment:	Not applicable.
	(p) Listing Change:	Applicable.
	(q) Listing Suspension:	Applicable.
	(r) Iliquidity:	Applicable.
	(s) Tender Offer:	Applicable.
	(t) 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.
33.	Preference Share Certificates:	Not applicable.
34.	OET Certificates:	Not applicable.
35.	Additional Disruption Events:	Applicable.
36.	Optional Additional Disruption Events:	(a) The following Optional Additional Disruption Event applies to the Securities: Insolvency Filing.
		(b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or an Optional Additional Disruption Event: Not applicable.
37.	Knock-in Event:	Applicable.
		A Knock-in Event shall be deemed to occur if the Level of the relevant Underlying as at the Knock-in Valuation Time on any Knock-in Determination Day is comprised within the Knock-in Range Level.
	(a) Knock-in Range Level:	The range of levels (both levels included) as set out in the table in Part C - "Other Applicable Terms".
	(b) Knock-in Period Beginning Date:	The Issue Date.
	(c) Knock-in Period Beginning Date Day Convention:	Applicable.
	(d) Knock-in Determination Period:	The period beginning on (and including) the Knock-in Period Beginning Date and ending on (and including) the Knock-in Period Ending Date.
	(e) Knock-in Determination Day(s):	Each Scheduled Trading Day during the Knock-in Determination Period.
	(f) Knock-in Period Ending Date:	The Redemption Valuation Date.
	(g) Knock-in Period Ending Date Day Convention:	Applicable.
	(h) Knock-in Valuation Time:	Any time during a Knock-in Determination Day.
38.	Knock-out Event:	Applicable.
		A Knock-out Event shall be deemed to occur if the Level of the relevant Underlying as at the Knock-out Valuation Time on any Knock-out Determination Day is:
		(i) "less than or equal to" the Knock-out Level, in respect of the Turbo Pro Call Certificates; or
		(ii) "greater than or equal to" the Knock-out Level, in respect of the Turbo Pro Put Certificates.
	(a) Knock-out Level:	As set out in the table in Part C - "Other Applicable Terms".
	(b) Knock-out Period Beginning Date:	The Knock-in Determination Day on which a Knock-in Event has occurred.
	(c) Knock-out Period Beginning Date Day Convention:	Applicable.
	(d) Knock-out Determination Period:	The period beginning on (and including) the Knock-out Period Beginning Date and ending on (and including) the Knock-out Period Ending Date.
	(e) Knock-out Determination Day(s):	Each Scheduled Trading Day during the Knock-out Determination Period.

(f) Knock-out Period Ending Date:	The Redemption Valuation Date.
(g) Knock-out Period Ending Date Day Convention:	Applicable.
(h) Knock-out Valuation Time:	Any time during a Knock-out Determination Day. For the avoidance of doubt, the Knock-out Valuation Time on the Knock-out Period Beginning Date shall be at any time as from the time a Knock-in Event has occurred.

## PROVISIONS RELATING TO WARRANTS

39.	Provisions relating to Warrants:	Not applicable.
-----	----------------------------------	-----------------

# **PROVISIONS RELATING TO CERTIFICATES**

40.	Provisions relating to Certificates:	Applicable.
	(a) Notional Amount of each Certificate:	Not applicable.
	(b) Partly Paid Certificates:	The Certificates are not Partly Paid Certificates.
	(c) Interest:	Not applicable.
	(d) Fixed Rate Provisions:	Not applicable.
	(e) Floating Rate Provisions:	Not applicable.
	(f) Linked Interest Certificates:	Not applicable.
	(g) Payment of Premium Amount(s):	Not applicable.
	(h) Index Linked Interest Certificates:	Not applicable.
	(i) Share Linked Interest Certificates:	Not applicable.
	(j) ETI Linked Interest Certificates:	Not applicable.
	(k) Debt Linked Interest Certificates:	Not applicable.
	(I) Commodity Linked Interest Certificates:	Not applicable.
	(m) Inflation Index Linked Interest Certificates:	Not applicable.
	(n) Currency Linked Interest Certificates:	Not applicable.
	(o) Fund Linked Interest Certificates:	Not applicable.
	(p) Futures Linked Interest Certificates:	Not applicable.
	(q) Instalment Certificates:	The Certificates are not Instalment Certificates.
	(r) Issuer Call Option:	Not applicable.
	(s) Holder Put Option:	Not applicable.
	(t) Automatic Early Redemption:	Not applicable.
	(u) Cash Settlement Amount:	Unless previously redeemed or purchased and cancelled by the Issuer, the Holder shall receive, in respect of each Certificate, payment of a Cash Settlement Amount in accordance with the following provisions:

1) If no Knock-in Event has occurred, then the Cash Settlement Amount payable on the Redemption Date, in respect of both Turbo Pro Call Certificates and Turbo Pro Put Certificates shall be equal to:

## **Issue Price**

For the avoidance of doubt, it is specified that potential investors (other than the Holder of the Certificates as at the Issue Date) cannot purchase the Certificates on NYSE Euronext Paris until a Knock-in Event has occurred.

2) If a Knock-in Event has occurred AND no Knock-out Event has occurred, then the Cash Settlement Amount payable on the Redemption Date shall be equal to:

#### In respect of Turbo Pro Call Certificates:

### (Settlement Price - Strike Price) / Parity

### In respect of Turbo Pro Put Certificates:

## (Strike Price - Settlement Price) / Parity

3) If a Knock-in Event AND a Knock-out Event have each occurred, the Certificates will automatically early expire worthless and the Cash Settlement Amount shall be equal to:

## Zero (0)

## Where:

Parity is the number of Certificates linked to one (1) Underlying, as set out in "Specific Provisions for each Series" above, which may be subject to adjustment.

(i) Bonus Level:	Not applicable.
(ii) Knock-in Window:	Not applicable.
(iii) Lower Level:	Not applicable.
(iv) Observation Level:	Not applicable.
(v) Participation Coefficient:	Not applicable.
(vi) Reference Threshold:	Not applicable.
(vii) Reverse Level:	Not applicable.
(viii) Security Barrier:	Not applicable.
(ix) Strike Price:	As set out in the table in Part C - "Other Applicable Terms".
(x) Upper Level:	Not applicable.
(xi) Other:	Not applicable.
(v) Renouncement Notice Cut-off Time:	Not applicable.
(w) Strike Date:	Not applicable.
(x) Redemption Valuation Date:	As set out in the table in Part C - "Other Applicable Terms".
(y) Averaging:	Averaging does not apply to the Securities.
(z) Observation Dates:	Not applicable.

(aa) Observation Period:	Not applicable.
(bb) Settlement Business Day:	Not applicable.
(cc) Cut-off Date:	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 the United States to Als.
	(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 the 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 " <b>Financial Intermediaries</b> ") other than pursuant to Article 3(2) of the Prospectus Directive in France and in the Kingdom of Belgium (" <b>Public Offer</b> <b>Jurisdictions</b> "). 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 Redemption Valuation Date, subject to any change to such date by such exchange or any competent authorities, for which the Issuer and the Guarantor shall under no circumstances be liable.

In the case of the occurrence of each a Knock-in Event and a Knock-out Event, the Securities will automatically early expire worthless. The Securities will therefore be de-listed by Euronext Paris.

## 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 Turbo Pro Call Certificates or Turbo Pro Put Certificates (together, Turbo Pro Certificates) relating to a Share and denominated in EUR.

As per the provisions set out in Part A §40(u) "Cash Settlement Amount":

- If no Knock-in Event occurs, the Holder will receive on the Redemption Date a Cash Settlement Amount equal to the Issue Price per Security. For the avoidance of doubt, it is specified that potential investors (other than the Holder of the Securities as at the Issue Date) cannot purchase the Securities on Euronext Paris until a Knock-in Event has occurred.

- In the case of the occurrence of each a Knock-in Event AND a Knock-out Event, the Securities will automatically early expire worthless. The Cash Settlement Amount in respect thereof shall be equal to zero (0). The Securities will therefore be de-listed by Euronext Paris.

- Otherwise, if a Knock-in Event has occurred AND no Knock-out Event has occurred, the Holder will receive on the Redemption Date a Cash Settlement Amount per Security equals to the excess (if any) - adjusted by Parity - of the Settlement Price over the Strike Price in case of a Turbo Pro Call Certificate, or the excess (if any) - adjusted by Parity - of the Strike Price over the Settlement Price in case of a Turbo Pro Put Certificate. Such amount (if any) will be paid in EUR.

# The Securities are not capital-protected and, accordingly, investors should be aware that they may sustain a partial or total loss of the purchase price of their Securities.

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.

Terms and Conditions of the Public Offer	
Offer Period:	Not applicable.
Offer Price:	The price of the Certificates 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.
Details of the minimum and/or maximum amount of application:	Minimum purchase amount per investor: One (1) Certificate.
	Maximum purchase amount per investor: The number of Certificates issued in respect of each Series of Certificates.
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable.
Details of the method and time limits for paying up and delivering the Securities:	The Certificates 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.
Manner in and date on which results of the offer are to be made public:	Not applicable.
Procedure for exercise of any right of pre- emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable.
Categories of potential investors to which the Securities are offered:	Retail, private and institutional investors.
Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:	Not applicable.
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not applicable.

7.

## PART C - OTHER APPLICABLE TERMS

Place where information relating to the Share can be obtained:	Information on each Underlying shall be available on the <b>relevant Underlying website</b> (see table below).
	Past and further performances of each Underlying are available on the <b>relevant Exchange website</b> (see table below) and its volatility may be obtained at the office of the Calculation Agent at the phone number: <b>0 800 235 000</b> .
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.

## OTHER APPLICABLE TERMS

Series Number / ISIN Code	Type of Security	Knock-in Range Level	Knock-out Level	Strike Price	Redemption Valuation Date
FR0011484310	TURBO PRO CALL	EUR 22.66-1,000	EUR 22	EUR 22	20 September 2013
FR0011484328	TURBO PRO CALL	EUR 23.69-1,000	EUR 23	EUR 23	20 September 2013
FR0011484336	TURBO PRO PUT	EUR 0.10-25.22	EUR 26	EUR 26	21 June 2013
FR0011484344	TURBO PRO PUT	EUR 0.10-27.16	EUR 28	EUR 28	20 September 2013
FR0011484351	TURBO PRO CALL	EUR 7-1,000	EUR 6.80	EUR 6.80	20 September 2013
FR0011484369	TURBO PRO CALL	EUR 7.21-1,000	EUR 7	EUR 7	21 June 2013
FR0011484377	TURBO PRO CALL	EUR 7.42-1,000	EUR 7.20	EUR 7.20	21 June 2013
FR0011484385	TURBO PRO CALL	EUR 1.06-1,000	EUR 1.03	EUR 1.03	20 September 2013
FR0011484393	TURBO PRO PUT	EUR 0.10-1.05	EUR 1.08	EUR 1.08	20 September 2013
FR0011484401	TURBO PRO CALL	EUR 29.87-1,000	EUR 29	EUR 29	20 September 2013
FR0011484419	TURBO PRO CALL	EUR 30.90-1,000	EUR 30	EUR 30	20 September 2013
FR0011484427	TURBO PRO PUT	EUR 0.10-29.10	EUR 30	EUR 30	20 September 2013
FR0011484435	TURBO PRO CALL	EUR 13.91-1,000	EUR 13.50	EUR 13.50	20 September 2013
FR0011484443	TURBO PRO CALL	EUR 9.27-1,000	EUR 9	EUR 9	20 September 2013
FR0011484450	TURBO PRO CALL	EUR 51.50-1,000	EUR 50	EUR 50	20 September 2013
FR0011484468	TURBO PRO CALL	EUR 13.39-1,000	EUR 13	EUR 13	20 September 2013
FR0011484476	TURBO PRO CALL	EUR 13.91-1,000	EUR 13.50	EUR 13.50	21 June 2013
FR0011484484	TURBO PRO PUT	EUR 0.10-13.58	EUR 14	EUR 14	20 September 2013
FR0011484492	TURBO PRO CALL	EUR 40.17-1,000	EUR 39	EUR 39	20 September 2013
FR0011484500	TURBO PRO CALL	EUR 41.20-1,000	EUR 40	EUR 40	20 September 2013

Series Number / ISIN Code	Type of Security	Knock-in Range Level	Knock-out Level	Strike Price	Redemption Valuation Date
FR0011484518	TURBO PRO CALL	EUR 42.23-1,000	EUR 41	EUR 41	20 September 2013
FR0011484526	TURBO PRO PUT	EUR 0.10-39.77	EUR 41	EUR 41	20 September 2013
FR0011484534	TURBO PRO PUT	EUR 0.10-40.74	EUR 42	EUR 42	21 June 2013
FR0011484542	TURBO PRO CALL	EUR 33.99-1,000	EUR 33	EUR 33	21 June 2013
FR0011484559	TURBO PRO CALL	EUR 35.02-1,000	EUR 34	EUR 34	20 September 2013
FR0011484567	TURBO PRO PUT	EUR 0.10-35.89	EUR 37	EUR 37	20 September 2013
FR0011484575	TURBO PRO CALL	EUR 21.63-1,000	EUR 21	EUR 21	21 June 2013
FR0011484583	TURBO PRO CALL	EUR 6.44-1,000	EUR 6.25	EUR 6.25	20 September 2013
FR0011484591	TURBO PRO CALL	EUR 6.70-1,000	EUR 6.50	EUR 6.50	20 September 2013
FR0011484609	TURBO PRO PUT	EUR 0.10-6.69	EUR 6.90	EUR 6.90	21 June 2013
FR0011484617	TURBO PRO CALL	EUR 40.17-1,000	EUR 39	EUR 39	20 September 2013
FR0011484625	TURBO PRO PUT	EUR 0.10-39.77	EUR 41	EUR 41	20 September 2013
FR0011484633	TURBO PRO CALL	EUR 15.45-1,000	EUR 15	EUR 15	21 June 2013
FR0011484641	TURBO PRO CALL	EUR 7.73-1,000	EUR 7.50	EUR 7.50	20 September 2013
FR0011484658	TURBO PRO CALL	EUR 7.98-1,000	EUR 7.75	EUR 7.75	20 September 2013
FR0011484666	TURBO PRO CALL	EUR 8.24-1,000	EUR 8	EUR 8	20 September 2013
FR0011484674	TURBO PRO PUT	EUR 0.10-53.35	EUR 55	EUR 55	20 September 2013
FR0011484682	TURBO PRO CALL	EUR 26.78-1,000	EUR 26	EUR 26	21 June 2013
FR0011484690	TURBO PRO CALL	EUR 113.30-1,000	EUR 110	EUR 110	20 September 2013
FR0011484708	TURBO PRO PUT	EUR 0.10-150.35	EUR 155	EUR 155	20 September 2013
FR0011484716	TURBO PRO CALL	EUR 128.75-1,000	EUR 125	EUR 125	20 September 2013
FR0011484724	TURBO PRO CALL	EUR 131.84-1,000	EUR 128	EUR 128	20 September 2013
FR0011484732	TURBO PRO CALL	EUR 59.74-1,000	EUR 58	EUR 58	21 June 2013
FR0011484740	TURBO PRO PUT	EUR 0.10-64.02	EUR 66	EUR 66	21 June 2013
FR0011484757	TURBO PRO PUT	EUR 0.10-65.96	EUR 68	EUR 68	20 September 2013
FR0011484765	TURBO PRO CALL	EUR 5.41-1,000	EUR 5.25	EUR 5.25	20 September 2013
FR0011484773	TURBO PRO CALL	EUR 5.67-1,000	EUR 5.50	EUR 5.50	21 June 2013
FR0011484781	TURBO PRO PUT	EUR 0.10-5.82	EUR 6	EUR 6	21 June 2013
FR0011484799	TURBO PRO CALL	EUR 47.38-1,000	EUR 46	EUR 46	20 September 2013
FR0011484807	TURBO PRO CALL	EUR 49.44-1,000	EUR 48	EUR 48	20 September 2013
FR0011484815	TURBO PRO CALL	EUR 51.50-1,000	EUR 50	EUR 50	20 September 2013
FR0011484823	TURBO PRO PUT	EUR 0.10-48.50	EUR 50	EUR 50	20 September 2013
FR0011484831	TURBO PRO CALL	EUR 35.02-1,000	EUR 34	EUR 34	21 June 2013
FR0011484849	TURBO PRO CALL	EUR 37.08-1,000	EUR 36	EUR 36	20 September 2013
FR0011484856	TURBO PRO CALL	EUR 39.14-1,000	EUR 38	EUR 38	20 September 2013
FR0011484864	TURBO PRO PUT	EUR 0.10-36.86	EUR 38	EUR 38	21 June 2013

Series Number / ISIN Code	Type of Security	Knock-in Range Level	Knock-out Level	Strike Price	Redemption Valuation Date
FR0011484872	TURBO PRO CALL	EUR 28.84-1,000	EUR 28	EUR 28	20 September 2013
FR0011484880	TURBO PRO CALL	EUR 29.87-1,000	EUR 29	EUR 29	21 June 2013
FR0011484898	TURBO PRO CALL	EUR 5.67-1,000	EUR 5.50	EUR 5.50	20 September 2013
FR0011484906	TURBO PRO CALL	EUR 5.92-1,000	EUR 5.75	EUR 5.75	21 June 2013
FR0011484914	TURBO PRO PUT	EUR 0.10-6.31	EUR 6.50	EUR 6.50	21 June 2013
FR0011484922	TURBO PRO CALL	EUR 37.08-1,000	EUR 36	EUR 36	21 June 2013
FR0011484930	TURBO PRO CALL	EUR 35.02-1,000	EUR 34	EUR 34	21 June 2013
FR0011484948	TURBO PRO CALL	EUR 36.05-1,000	EUR 35	EUR 35	20 September 2013
FR0011484955	TURBO PRO CALL	EUR 77.25-1,000	EUR 75	EUR 75	21 June 2013
FR0011484963	TURBO PRO CALL	EUR 66.95-1,000	EUR 65	EUR 65	20 September 2013
FR0011484971	TURBO PRO CALL	EUR 61.80-1,000	EUR 60	EUR 60	20 September 2013
FR0011484989	TURBO PRO CALL	EUR 49.44-1,000	EUR 48	EUR 48	21 June 2013
FR0011484997	TURBO PRO CALL	EUR 45.32-1,000	EUR 44	EUR 44	20 September 2013
FR0011485002	TURBO PRO CALL	EUR 41.20-1,000	EUR 40	EUR 40	20 September 2013

Series Number / ISIN Code	Underlying	Underlying Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
FR0011484310	ACCOR	EUR	FR0000120404	ACCP.PA	www.accor.com	Euronext Paris	www.euronext.com
FR0011484328	ACCOR	EUR	FR0000120404	ACCP.PA	www.accor.com	Euronext Paris	www.euronext.com
FR0011484336	ACCOR	EUR	FR0000120404	ACCP.PA	www.accor.com	Euronext Paris	www.euronext.com
FR0011484344	ACCOR	EUR	FR0000120404	ACCP.PA	www.accor.com	Euronext Paris	www.euronext.com
FR0011484351	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com
FR0011484369	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com
FR0011484377	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com
FR0011484385	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com
FR0011484393	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com
FR0011484401	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com
FR0011484419	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com
FR0011484427	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com
FR0011484435	APERAM	EUR	LU0569974404	APAM.AS	www.aperam.com	Euronext Amsterdam	www.euronext.com
FR0011484443	ARCELOR MITTAL	EUR	LU0323134006	ISPA.AS	www.arcelormittal.com/	Euronext Amsterdam	www.euronext.com
FR0011484450	ARKEMA	EUR	FR0010313833	AKE.PA	www.arkema.fr	Euronext Paris	www.euronext.com
FR0011484468	АХА	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com
FR0011484476	АХА	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com
FR0011484484	АХА	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com
FR0011484492	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.com/	Euronext Paris	www.euronext.com
FR0011484500	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.com/	Euronext Paris	www.euronext.com
FR0011484518	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.com/	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	Underlying Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
FR0011484526	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.com/	Euronext Paris	www.euronext.com
FR0011484534	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.com/	Euronext Paris	www.euronext.com
FR0011484542	CAP GEMINI	EUR	FR0000125338	CAPP.PA	www.fr.capgemini.com/	Euronext Paris	www.euronext.com
FR0011484559	CAP GEMINI	EUR	FR0000125338	CAPP.PA	www.fr.capgemini.com/	Euronext Paris	www.euronext.com
FR0011484567	CAP GEMINI	EUR	FR0000125338	CAPP.PA	www.fr.capgemini.com/	Euronext Paris	www.euronext.com
FR0011484575	CARREFOUR	EUR	FR0000120172	CARR.PA	www.carrefour.fr/	Euronext Paris	www.euronext.com
FR0011484583	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com
FR0011484591	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com
FR0011484609	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com
FR0011484617	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com
FR0011484625	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com
FR0011484633	EDF	EUR	FR0010242511	EDF.PA	www.edf.fr/	Euronext Paris	www.euronext.com
FR0011484641	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	www.francetelecom.com/	Euronext Paris	www.euronext.com
FR0011484658	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	www.francetelecom.com/	Euronext Paris	www.euronext.com
FR0011484666	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	www.francetelecom.com/	Euronext Paris	www.euronext.com
FR0011484674	LAFARGE	EUR	FR0000120537	LAFP.PA	www.lafarge.fr/	Euronext Paris	www.euronext.com
FR0011484682	LAGARDERE	EUR	FR0000130213	LAGA.PA	www.lagardere.com/	Euronext Paris	www.euronext.com
FR0011484690	L'OREAL	EUR	FR0000120321	OREP.PA	www.loreal.fr/	Euronext Paris	www.euronext.com
FR0011484708	L'OREAL	EUR	FR0000120321	OREP.PA	www.loreal.fr/	Euronext Paris	www.euronext.com
FR0011484716	LVMH	EUR	FR0000121014	LVMH.PA	<u>www.lvmh.fr/</u>	Euronext Paris	www.euronext.com
FR0011484724	LVMH	EUR	FR0000121014	LVMH.PA	<u>www.lvmh.fr/</u>	Euronext Paris	www.euronext.com
FR0011484732	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	Underlying Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
FR0011484740	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com
FR0011484757	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com
FR0011484765	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com
FR0011484773	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com
FR0011484781	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com
FR0011484799	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
FR0011484807	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
FR0011484815	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
FR0011484823	RENAULT	EUR	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
FR0011484831	SAFRAN	EUR	FR0000073272	SAF.PA	www.safran-group.com/	Euronext Paris	www.euronext.com
FR0011484849	SAFRAN	EUR	FR0000073272	SAF.PA	www.safran-group.com/	Euronext Paris	www.euronext.com
FR0011484856	SAFRAN	EUR	FR0000073272	SAF.PA	www.safran-group.com/	Euronext Paris	www.euronext.com
FR0011484864	SAFRAN	EUR	FR0000073272	SAF.PA	www.safran-group.com/	Euronext Paris	www.euronext.com
FR0011484872	SAINT-GOBAIN	EUR	FR0000125007	SGOB.PA	www.saint-gobain.com/	Euronext Paris	www.euronext.com
FR0011484880	SAINT-GOBAIN	EUR	FR0000125007	SGOB.PA	www.saint-gobain.com/	Euronext Paris	www.euronext.com
FR0011484898	STMICROELECTRONICS	EUR	NL0000226223	STM.PA	www.st.com/	Euronext Paris	www.euronext.com
FR0011484906	STMICROELECTRONICS	EUR	NL0000226223	STM.PA	www.st.com/	Euronext Paris	www.euronext.com
FR0011484914	STMICROELECTRONICS	EUR	NL0000226223	STM.PA	www.st.com/	Euronext Paris	www.euronext.com
FR0011484922	TOTAL	EUR	FR0000120271	TOTF.PA	www.total.com/	Euronext Paris	www.euronext.com
FR0011484930	VALLOUREC	EUR	FR0000120354	VLLP.PA	www.vallourec.com/	Euronext Paris	www.euronext.com
FR0011484948	VALLOUREC	EUR	FR0000120354	VLLP.PA	www.vallourec.com/	Euronext Paris	www.euronext.com
FR0011484955	SOCIETE BIC SA	EUR	FR0000120966	BICP.PA	www.bicworld.com/fr/hom epage/homepage/	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	Underlying Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
FR0011484963	SOCIETE BIC SA	EUR	FR0000120966	BICP.PA	www.bicworld.com/fr/hom epage/homepage/	Euronext Paris	www.euronext.com
FR0011484971	SOCIETE BIC SA	EUR	FR0000120966	BICP.PA	www.bicworld.com/fr/hom epage/homepage/	Euronext Paris	www.euronext.com
FR0011484989	SEB SA	EUR	FR0000121709	SEBF.PA	www.seb.fr	Euronext Paris	www.euronext.com
FR0011484997	SEB SA	EUR	FR0000121709	SEBF.PA	www.seb.fr	Euronext Paris	www.euronext.com
FR0011485002	SEB SA	EUR	FR0000121709	SEBF.PA	www.seb.fr	Euronext Paris	www.euronext.com