

**FINAL TERMS DATED 13 MAY 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 "European Style Warrants" relating to Shares**

**500,000 Warrants relating to Société Générale to be consolidated on 13 May 2013**  
**with the 2,000,000 Warrants issued on 20 March 2013**  
**(NL0010412219)**

**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](http://www.produitsdebourse.bnpparibas.fr) for public offering in France and [www.listedproducts.cib.bnpparibas.be](http://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
NL0010411583	500,000	500,000	1	90889630	K742B	EUR 0.66	Put	EUR 27	21 June 2013	4
NL0010411591	500,000	500,000	1	90889583	K743B	EUR 0.57	Call	EUR 29	21 June 2013	4
NL0010411609	500,000	500,000	1	90889869	K744B	EUR 0.57	Put	EUR 24	20 September 2013	4
NL0010411617	200,000	200,000	1	90889915	K745B	EUR 0.18	Call	EUR 82	21 June 2013	5
NL0010411625	500,000	500,000	1	90889621	K746B	EUR 1.21	Put	EUR 8	20 September 2013	1
NL0010411633	500,000	500,000	1	90889664	K747B	EUR 0.29	Put	EUR 1.20	20 September 2013	1
NL0010411641	500,000	500,000	1	90889958	K721B	EUR 0.54	Put	EUR 11	20 September 2013	3
NL0010411658	250,000	250,000	1	90889982	K748B	EUR 0.43	Put	EUR 72	20 September 2013	10
NL0010411666	500,000	500,000	1	90889672	K749B	EUR 0.51	Put	EUR 54	20 September 2013	5
NL0010411674	500,000	500,000	1	90889702	K750B	EUR 0.36	Put	EUR 56	21 June 2013	5
NL0010411682	200,000	200,000	1	90889737	K751B	EUR 0.29	Call	GBPp 340	21 June 2013	0.50
NL0010411690	200,000	200,000	1	90889761	K752B	EUR 0.63	Call	EUR 70	21 June 2013	5
NL0010411708	500,000	500,000	1	90889800	K753B	EUR 0.74	Put	EUR 43	20 September 2013	8
NL0010411716	500,000	500,000	1	90889753	K754B	EUR 0.26	Call	EUR 26	20 September 2013	8
NL0010411724	500,000	500,000	1	90889796	K755B	EUR 0.82	Put	EUR 22	20 September 2013	5
NL0010411732	500,000	500,000	1	90890026	K756B	EUR 0.26	Call	EUR 25	21 June 2013	5
NL0010411740	500,000	500,000	1	90889826	K757B	EUR 0.45	Call	EUR 42	21 June 2013	3
NL0010411757	500,000	500,000	1	90889842	K758B	EUR 0.30	Put	EUR 16	21 June 2013	5
NL0010411765	500,000	500,000	1	90889877	K759B	EUR 0.48	Call	EUR 10	20 December 2013	1
NL0010411773	500,000	500,000	1	90889907	K760B	EUR 1.67	Put	EUR 8	20 September 2013	1
NL0010411781	200,000	200,000	1	90890077	K761B	EUR 0.42	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
NL0010411799	200,000	200,000	1	90889931	K762B	EUR 0.65	Put	EUR 38	20 September 2013	5
NL0010411807	200,000	200,000	1	90889885	K763B	EUR 0.45	Call	EUR 45	20 September 2013	5
NL0010411815	200,000	200,000	1	90889923	K764B	EUR 0.40	Call	EUR 4	21 June 2013	1
NL0010411823	200,000	200,000	1	90889966	K765B	EUR 0.45	Call	EUR 35	21 June 2013	5
NL0010411831	500,000	500,000	1	90890000	K766B	EUR 0.60	Put	EUR 40	20 September 2013	3
NL0010411849	500,000	500,000	1	90889974	K767B	EUR 0.90	Put	EUR 42	20 September 2013	3
NL0010411856	500,000	500,000	1	90890093	K768B	EUR 0.41	Call	EUR 46	20 September 2013	3
NL0010411864	500,000	500,000	1	90890034	K769B	EUR 0.50	Put	EUR 42	21 June 2013	3
NL0010411872	500,000	500,000	1	90890115	K770B	EUR 0.35	Call	EUR 43	21 June 2013	3
NL0010411880	500,000	500,000	1	90890131	K771B	EUR 0.16	Call	EUR 45	21 June 2013	3
NL0010411898	500,000	500,000	1	90890069	K772B	EUR 0.56	Call	EUR 48	20 December 2013	3
NL0010411906	500,000	500,000	1	90890107	K773B	EUR 0.87	Put	EUR 24	20 September 2013	2
NL0010411914	500,000	500,000	1	90890042	K774B	EUR 0.63	Put	EUR 25	21 June 2013	2
NL0010411922	500,000	500,000	1	90898337	K775B	EUR 0.98	Put	EUR 30	20 September 2013	5
NL0010411930	500,000	500,000	1	90898345	K776B	EUR 1.13	Put	EUR 35	21 June 2013	5
NL0010411948	500,000	500,000	1	90898361	K777B	EUR 0.37	Call	EUR 85	21 June 2013	5
NL0010411955	500,000	500,000	1	90898388	K778B	EUR 0.14	Call	EUR 88	21 June 2013	5
NL0010411963	500,000	500,000	1	90898370	K779B	EUR 0.29	Call	EUR 90	20 September 2013	5
NL0010411971	500,000	500,000	1	90898400	K780B	EUR 0.29	Put	EUR 68	21 June 2013	8
NL0010411989	500,000	500,000	1	90898426	K781B	EUR 0.49	Call	EUR 155	20 September 2013	10
NL0010411997	500,000	500,000	1	90898418	K782B	EUR 0.26	Call	EUR 152	21 June 2013	10
NL0010412003	500,000	500,000	1	90898442	K783B	EUR 0.66	Call	EUR 55	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
NL0010412011	200,000	200,000	1	90898477	K784B	EUR 0.30	Call	EUR 30	21 June 2013	5
NL0010412029	200,000	200,000	1	90898469	K785B	EUR 1.54	Call	EUR 21	21 June 2013	1
NL0010412037	500,000	500,000	1	90898485	K786B	EUR 0.64	Put	EUR 24	20 September 2013	3
NL0010412045	500,000	500,000	1	90898523	K787B	EUR 0.60	Put	EUR 26	21 June 2013	3
NL0010412052	500,000	500,000	1	90898507	K788B	EUR 0.40	Put	EUR 32	20 September 2013	5
NL0010412060	500,000	500,000	1	90898515	K789B	EUR 0.21	Call	EUR 122	21 June 2013	8
NL0010412078	500,000	500,000	1	90898574	K790B	EUR 0.36	Put	EUR 117	21 June 2013	8
NL0010412086	500,000	500,000	1	90898540	K791B	EUR 0.54	Put	EUR 114	20 September 2013	8
NL0010412094	500,000	500,000	1	90898558	K792B	EUR 0.70	Call	EUR 68	20 September 2013	8
NL0010412102	500,000	500,000	1	90898612	K793B	EUR 0.32	Put	EUR 100	21 June 2013	8
NL0010412110	500,000	500,000	1	90898566	K794B	EUR 0.53	Put	EUR 172	20 September 2013	20
NL0010412128	500,000	500,000	1	90898604	K795B	EUR 0.32	Put	EUR 175	21 June 2013	20
NL0010412136	500,000	500,000	1	90898655	K796B	EUR 0.35	Call	EUR 54	21 June 2013	3
NL0010412144	500,000	500,000	1	90898647	K797B	EUR 0.48	Put	EUR 50	21 June 2013	5
NL0010412151	500,000	500,000	1	90898663	K798B	EUR 0.21	Call	EUR 55	21 June 2013	5
NL0010412169	150,000	150,000	1	90898701	K799B	EUR 0.49	Call	CHF 220	21 June 2013	15
NL0010412185	500,000	500,000	1	90898680	K801B	EUR 0.19	Put	EUR 72	21 June 2013	8
NL0010412193	500,000	500,000	1	90898698	K802B	EUR 0.12	Call	EUR 76	21 June 2013	8
NL0010412201	500,000	500,000	1	90898736	K803B	EUR 0.22	Call	EUR 28	20 September 2013	5
<b>NL0010412219</b>	<b>500,000</b>	<b>2,500,000</b>	<b>1</b>	<b>90898728</b>	<b>K804B</b>	<b>EUR 0.26</b>	<b>Call</b>	<b>EUR 32</b>	<b>20 September 2013</b>	<b>5</b>
NL0010412227	2,000,000	2,000,000	1	90898744	K805B	EUR 0.54	Put	EUR 25	20 September 2013	5
NL0010412235	2,000,000	2,000,000	1	90898752	K806B	EUR 0.99	Put	EUR 30	20 September 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
NL0010412243	200,000	200,000	1	90898779	K807B	EUR 0.62	Put	EUR 110	21 June 2013	10
NL0010412250	500,000	500,000	1	90898795	K808B	EUR 0.46	Put	EUR 5	20 September 2013	1
NL0010412268	500,000	500,000	1	90898817	K809B	EUR 0.72	Put	EUR 8	21 June 2013	1
NL0010412276	500,000	500,000	1	90898809	K810B	EUR 0.46	Put	EUR 32	21 June 2013	4
NL0010412284	500,000	500,000	1	90898833	K811B	EUR 0.33	Call	EUR 38	20 September 2013	4
NL0010412292	500,000	500,000	1	90898850	K812B	EUR 0.41	Put	EUR 36	20 September 2013	5
NL0010412300	500,000	500,000	1	90898841	K813B	EUR 0.46	Put	EUR 36	20 September 2013	10

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: 6 May 2013.
4. Issue Date: 13 May 2013.
5. Consolidation: **In respect of Series Number NL0010412219 (relating to Société Générale)**  
  
500,000 Warrants are to be consolidated on 13 May 2013 and form a single series with the 2,000,000 Warrants issued on 20 March 2013.
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.
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**

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:**



$\text{Max}\{0; \text{ExercisePrice} - \text{SettlementPrice}\} / \text{Parity} * 1 / \text{ExchangeRate}$

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 Valuation Date, 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
NL0010411583	ACCOR	EUR	FR0000120404	ACCP.PA	<a href="http://www.accor-sa.fr/">www.accor-sa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411591	ACCOR	EUR	FR0000120404	ACCP.PA	<a href="http://www.accor-sa.fr/">www.accor-sa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411609	ACCOR	EUR	FR0000120404	ACCP.PA	<a href="http://www.accor-sa.fr/">www.accor-sa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411617	ADIDAS	EUR	DE000A1EWWW0	ADSGn.DE	<a href="http://www.adidas-group.com/en/investorrelations/share">www.adidas-group.com/en/investorrelations/share</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010411625	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	<a href="http://www.airfrance.fr/">www.airfrance.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411633	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	<a href="http://www.alcatel.fr">www.alcatel.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411641	ARCELORMITTAL	EUR	LU0323134006	ISPA.AS	<a href="http://www.arcelormittal.com/">www.arcelormittal.com/</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411658	ARKEMA	EUR	FR0010313833	AKE.PA	<a href="http://www.arkema.fr">www.arkema.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411666	ATOS ORIGIN	EUR	FR0000051732	ATOS.PA	<a href="http://www.fr.atosorigin.com/">www.fr.atosorigin.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411674	ATOS ORIGIN	EUR	FR0000051732	ATOS.PA	<a href="http://www.fr.atosorigin.com/">www.fr.atosorigin.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411682	BARCLAYS	GBp	GB0031348658	BARC.L	<a href="http://www.group.barclays.com">www.group.barclays.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP*
NL0010411690	BMW	EUR	DE0005190003	BMWG.DE	<a href="http://www.bmw.com">www.bmw.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010411708	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	<a href="http://www.bnpparibas.net/">www.bnpparibas.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	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
NL0010411716	BOURBON	EUR	FR0004548873	GPBN.PA	<a href="http://www.bourbon-online.com/">www.bourbon-online.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411724	BOUYGUES	EUR	FR0000120503	BOUY.PA	<a href="http://www.bouygues.com/">www.bouygues.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411732	BOUYGUES	EUR	FR0000120503	BOUY.PA	<a href="http://www.bouygues.com/">www.bouygues.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411740	CAP GEMINI	EUR	FR0000125338	CAPP.PA	<a href="http://www.fr.capgemini.com/">www.fr.capgemini.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411757	CGG VERITAS	EUR	FR0000120164	GEPH.PA	<a href="http://www.cgg.com/">www.cgg.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411765	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	<a href="http://www.credit-agricole.fr/">www.credit-agricole.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411773	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	<a href="http://www.credit-agricole.fr/">www.credit-agricole.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411781	DAIMLER CHRYSLER	EUR	DE0007100000	DAIGn.DE	<a href="http://www.daimlerchrysler.fr/">www.daimlerchrysler.fr/</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010411799	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411807	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411815	DERICHEBOURG	EUR	FR0000053381	DBG.PA	<a href="http://www.derichebourg.com/">www.derichebourg.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411823	DEUTSCHE BANK	EUR	DE0005140008	DBKGn.DE	<a href="http://www.deutsche-bank.de">www.deutsche-bank.de</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010411831	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411849	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	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
NL0010411856	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411864	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411872	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411880	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411898	EADS	EUR	NL0000235190	EAD.PA	<a href="http://www.eads.net/">www.eads.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411906	EDENRED	EUR	FR0010908533	EDEN.PA	<a href="http://www.edenred.com">www.edenred.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411914	EDENRED	EUR	FR0010908533	EDEN.PA	<a href="http://www.edenred.com">www.edenred.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411922	EIFFAGE	EUR	FR0000130452	FOUG.PA	<a href="http://www.eiffage.fr/">www.eiffage.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411930	EIFFAGE	EUR	FR0000130452	FOUG.PA	<a href="http://www.eiffage.fr/">www.eiffage.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411948	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	<a href="http://www.essilor.fr/">www.essilor.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411955	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	<a href="http://www.essilor.fr/">www.essilor.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411963	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	<a href="http://www.essilor.fr/">www.essilor.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411971	GEMALTO	EUR	NL0000400653	GTO.PA	<a href="http://www.gemalto.com/france/">www.gemalto.com/france/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010411989	ILIAD	EUR	FR0004035913	ILD.PA	<a href="http://www.iliad.fr/">www.iliad.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	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
NL0010411997	ILIAD	EUR	FR0004035913	ILD.PA	<a href="http://www.iliad.fr/">www.iliad.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412003	IMERYS	EUR	FR0000120859	IMTP.PA	<a href="http://www.imerys.com/">www.imerys.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412011	IPSEN	EUR	FR0010259150	IPN.PA	<a href="http://www.ipsen.com">www.ipsen.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412029	JC DECAUX	EUR	FR0000077919	JCDX.PA	<a href="http://www.jcdecaux.com">www.jcdecaux.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412037	LAGARDERE	EUR	FR0000130213	LAGA.PA	<a href="http://www.lagardere.com/">www.lagardere.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412045	LAGARDERE	EUR	FR0000130213	LAGA.PA	<a href="http://www.lagardere.com/">www.lagardere.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412052	LEGRAND	EUR	FR0010307819	LEGD.PA	<a href="http://www.legrand.fr/">www.legrand.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412060	L'OREAL	EUR	FR0000120321	OREP.PA	<a href="http://www.loreal.fr/">www.loreal.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412078	L'OREAL	EUR	FR0000120321	OREP.PA	<a href="http://www.loreal.fr/">www.loreal.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412086	L'OREAL	EUR	FR0000120321	OREP.PA	<a href="http://www.loreal.fr/">www.loreal.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412094	MICHELIN	EUR	FR0000121261	MICP.PA	<a href="http://www.michelin.com/">www.michelin.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412102	PERNOD-RICARD	EUR	FR0000120693	PERP.PA	<a href="http://www.pernod-ricard.com/">www.pernod-ricard.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412110	PPR	EUR	FR0000121485	PRTP.PA	<a href="http://www.ppr.com/">www.ppr.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412128	PPR	EUR	FR0000121485	PRTP.PA	<a href="http://www.ppr.com/">www.ppr.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	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
NL0010412136	PUBLICIS GROUP	EUR	FR0000130577	PUBP.PA	<a href="http://www.publicisgroupe.com/">www.publicisgroupe.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412144	RENAULT	EUR	FR0000131906	RENA.PA	<a href="http://www.renault.fr">www.renault.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412151	RENAULT	EUR	FR0000131906	RENA.PA	<a href="http://www.renault.fr">www.renault.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412169	ROCHE HOLDING	CHF	CH0012032048	ROG.VX	<a href="http://www.roche.com/">www.roche.com/</a>	VIRT-X	<a href="http://www.swx europe.com">www.swx europe.com</a>	EUR/CHF
NL0010412185	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	<a href="http://www.sanofi-aventis.com/">www.sanofi-aventis.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412193	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	<a href="http://www.sanofi-aventis.com/">www.sanofi-aventis.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412201	SCOR	EUR	FR0010411983	SCOR.PA	<a href="http://www.scor.com/">www.scor.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
<b>NL0010412219</b>	<b>SOCIETE GENERALE</b>	<b>EUR</b>	<b>FR0000130809</b>	<b>SOGN.PA</b>	<b><a href="http://www.societegenerale.fr">www.societegenerale.fr</a></b>	<b>Euronext Paris</b>	<b><a href="http://www.euronext.com">www.euronext.com</a></b>	<b>1</b>
NL0010412227	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	<a href="http://www.societegenerale.fr">www.societegenerale.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412235	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	<a href="http://www.societegenerale.fr">www.societegenerale.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412243	SOLVAY	EUR	BE0003470755	SOLB.BR	<a href="http://www.solvay.com">www.solvay.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412250	STMICROELECTR ONICS	EUR	NL0000226223	STM.PA	<a href="http://www.st.com/">www.st.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412268	TF1	EUR	FR0000054900	TFFP.PA	<a href="http://www.tf1.fr">www.tf1.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412276	THALES	EUR	FR0000121329	TCFP.PA	<a href="http://www.thalesgroup.com/">www.thalesgroup.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	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
NL0010412284	THALES	EUR	FR0000121329	TCFP.PA	<a href="http://www.thalesgroup.com/">www.thalesgroup.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412292	TOTAL	EUR	FR0000120271	TOTF.PA	<a href="http://www.total.com/">www.total.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010412300	VALLOUREC	EUR	FR0000120354	VLLP.PA	<a href="http://www.vallourec.com/">www.vallourec.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1

\* the Exchange Rate shall be expressed as a number of GBPp per One (1.00) EUR to determine the Cash Settlement Amount  
"GBPp" means a number of GBP pennies ; "GBP" means the lawful currency of the United Kingdom, being British Pounds.