

FINAL TERMS DATED 15 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

**250,000 Warrants relating to BNP PARIBAS to be consolidated on 15 May 2013
with the 500,000 Warrants issued on 5 March 2013 (NL0010310769)**

**200,000 Warrants relating to GDF SUEZ to be consolidated on 20 March 2013
with the 200,000 Warrants issued on 19 March 2013 and with the 500,000 Warrants issued on 5 March 2013
(NL0010310975)**

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

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Securities in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "**Relevant Member State**") will be made pursuant to an exemption under the

Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer of the Securities may only do so:

(i) in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or

(ii) in those jurisdictions mentioned in Paragraph 44 of Part A below, provided such person is one of the persons mentioned in Paragraph 44 of Part A below and that such offer is made during the Offer Period specified for such purpose therein.

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

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

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 1 June 2012, each Supplement to the Base Prospectus published and approved on or before the date of the Final Terms (copies of which are available as described below) and any Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any Such Supplement (i) is published and approved after the date of these Final Terms and (ii) provide for any change to the Conditions of Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on BNP Paribas Arbitrage Issuance B.V. (the "**Issuer**") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing, respectively, on the following websites: www.produitsdebourse.bnpparibas.fr for public offering in France and www.listedproducts.cib.bnpparibas.be for public offering in the Kingdom of Belgium and copies of these documents may be obtained free of charge at the specified offices of the Security Agents.

References herein to numbered Conditions are to the terms and conditions of the relevant series of Securities and words and expressions defined in such terms and conditions shall bear the same meaning in these Final Terms in so far as they relate to such series of Securities, save as where otherwise expressly provided.

These Final Terms relate to the series of Securities as set out in "Specific Provisions for each Series" below. References herein to "**Securities**" shall be deemed to be references to the relevant Securities that are the subject of these Final Terms and references to "**Security**" shall be construed accordingly.

SPECIFIC PROVISIONS FOR EACH SERIES

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010310637	500,000	500,000	1	90020382	K160B	EUR 0.97	Put	EUR 7.50	20 September 2013	1
NL0010310645	500,000	500,000	1	90020439	K161B	EUR 1.36	Call	EUR 8	20 September 2013	1
NL0010310652	500,000	500,000	1	90020463	K162B	EUR 0.47	Call	EUR 11	20 September 2013	1
NL0010310660	500,000	500,000	1	90020404	K163B	EUR 0.78	Put	EUR 90	20 September 2013	7
NL0010310678	500,000	500,000	1	90020498	K164B	EUR 0.62	Call	EUR 94	20 September 2013	7
NL0010310686	500,000	500,000	1	90020447	K165B	EUR 0.48	Put	EUR 32	20 September 2013	10
NL0010310694	500,000	500,000	1	90020471	K166B	EUR 0.26	Call	EUR 40	20 September 2013	10
NL0010310702	500,000	500,000	1	90020412	K167B	EUR 0.26	Call	EUR 13	21 June 2013	3
NL0010310710	500,000	500,000	1	90020501	K168B	EUR 0.40	Put	EUR 10	20 September 2013	3
NL0010310728	500,000	500,000	1	90020455	K169B	EUR 0.39	Call	EUR 13	20 September 2013	3
NL0010310736	500,000	500,000	1	90020536	K170B	EUR 0.54	Put	EUR 12	20 September 2013	3
NL0010310744	200,000	200,000	1	90020480	K171B	EUR 0.38	Call	EUR 90	21 June 2013	10
NL0010310751	500,000	500,000	1	90020510	K172B	EUR 0.63	Put	EUR 40	20 September 2013	8
NL0010310769	250,000	750,000	1	90020544	K173B	EUR 0.52	Call	EUR 42	20 September 2013	8
NL0010310777	500,000	500,000	1	90020579	K174B	EUR 0.60	Call	EUR 44	20 September 2013	8
NL0010310785	500,000	500,000	1	90020609	K175B	EUR 0.49	Call	EUR 46	20 September 2013	8
NL0010310793	500,000	500,000	1	90020587	K176B	EUR 0.73	Put	EUR 20	20 September 2013	5
NL0010310801	500,000	500,000	1	90020528	K177B	EUR 0.85	Put	EUR 20	20 September 2013	3
NL0010310819	500,000	500,000	1	90020617	K178B	EUR 0.25	Call	EUR 78	21 June 2013	10
NL0010310827	500,000	500,000	1	90020552	K179B	EUR 0.38	Call	EUR 80	20 September 2013	10
NL0010310835	500,000	500,000	1	90020641	K180B	EUR 1.16	Put	EUR 7	20 September 2013	1

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010310843	500,000	500,000	1	90020595	K181B	EUR 0.42	Call	EUR 21	21 June 2013	5
NL0010310850	500,000	500,000	1	90020625	K182B	EUR 0.70	Call	EUR 20	20 September 2013	5
NL0010310868	500,000	500,000	1	90020633	K183B	EUR 0.44	Put	EUR 38	21 June 2013	3
NL0010310876	500,000	500,000	1	90020650	K184B	EUR 0.33	Call	EUR 40	21 June 2013	3
NL0010310884	500,000	500,000	1	90020668	K185B	EUR 0.16	Call	EUR 42	21 June 2013	3
NL0010310892	500,000	500,000	1	90020684	K186B	EUR 0.79	Put	EUR 38	20 September 2013	3
NL0010310900	500,000	500,000	1	90020714	K187B	EUR 0.46	Call	EUR 42	20 September 2013	3
NL0010310918	500,000	500,000	1	90020757	K188B	EUR 0.30	Call	EUR 44	20 September 2013	3
NL0010310926	500,000	500,000	1	90020676	K189B	EUR 0.28	Call	EUR 28	21 June 2013	2
NL0010310934	500,000	500,000	1	90020706	K190B	EUR 1.09	Call	EUR 38	20 September 2013	5
NL0010310942	500,000	500,000	1	90020749	K191B	EUR 0.51	Put	EUR 7	20 September 2013	2
NL0010310959	500,000	500,000	1	90020773	K192B	EUR 0.41	Call	EUR 8	20 September 2013	2
NL0010310967	500,000	500,000	1	90020692	K193B	EUR 0.42	Put	EUR 13	20 September 2013	4
NL0010310975	200,000	900,000	1	90020722	K194B	EUR 0.09	Call	EUR 16	20 September 2013	4
NL0010310983	500,000	500,000	1	90020765	K195B	EUR 0.29	Call	EUR 72	21 June 2013	8
NL0010310991	500,000	500,000	1	90020781	K196B	EUR 0.54	Put	EUR 66	20 September 2013	8
NL0010311007	500,000	500,000	1	90020811	K197B	EUR 0.43	Call	EUR 148	21 June 2013	10
NL0010311015	500,000	500,000	1	90020803	K198B	EUR 0.68	Call	EUR 150	20 September 2013	10
NL0010311023	500,000	500,000	1	90020790	K199B	EUR 0.34	Put	EUR 110	21 June 2013	8
NL0010311031	500,000	500,000	1	90020846	K200B	EUR 0.21	Call	EUR 117	21 June 2013	8
NL0010311049	500,000	500,000	1	90020820	K201B	EUR 0.37	Call	EUR 120	20 September 2013	8
NL0010311056	500,000	500,000	1	90020838	K202B	EUR 0.76	Put	EUR 50	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
NL0010311064	500,000	500,000	1	90020854	K203B	EUR 0.71	Call	EUR 54	21 June 2013	5
NL0010311072	500,000	500,000	1	90020897	K204B	EUR 0.78	Put	EUR 46	20 September 2013	5
NL0010311080	500,000	500,000	1	90020935	K205B	EUR 0.64	Put	EUR 125	20 September 2013	10
NL0010311098	500,000	500,000	1	90020978	K206B	EUR 0.44	Call	EUR 140	20 September 2013	10
NL0010311106	500,000	500,000	1	90021010	K207B	EUR 0.59	Put	EUR 60	20 September 2013	8
NL0010311114	500,000	500,000	1	90020862	K208B	EUR 0.31	Put	EUR 3	21 June 2013	1
NL0010311122	500,000	500,000	1	90020927	K209B	EUR 0.50	Call	EUR 50	20 September 2013	10
NL0010311130	500,000	500,000	1	90020919	K210B	EUR 0.29	Call	EUR 28	21 June 2013	5
NL0010311148	200,000	200,000	1	90021052	K211B	EUR 0.31	Call	EUR 3.50	24 June 2013	1
NL0010311155	200,000	200,000	1	90020951	K212B	EUR 0.35	Call	EUR 4	20 September 2013	1
NL0010311163	500,000	500,000	1	90020994	K213B	EUR 0.49	Put	EUR 2	20 September 2013	1
NL0010311171	500,000	500,000	1	90020943	K214B	EUR 0.23	Call	EUR 3	20 September 2013	1
NL0010311189	500,000	500,000	1	90021109	K215B	EUR 0.23	Call	EUR 102	21 June 2013	8
NL0010311197	500,000	500,000	1	90021141	K216B	EUR 0.47	Put	EUR 96	20 September 2013	8
NL0010311205	500,000	500,000	1	90020986	K217B	EUR 0.32	Call	EUR 105	20 September 2013	8
NL0010311213	500,000	500,000	1	90021028	K218B	EUR 0.20	Put	EUR 5	21 June 2013	3
NL0010311221	500,000	500,000	1	90021192	K219B	EUR 0.24	Call	EUR 176	21 June 2013	20
NL0010311239	500,000	500,000	1	90021257	K220B	EUR 0.42	Call	EUR 180	20 September 2013	20
NL0010311247	200,000	200,000	1	90021290	K221B	EUR 1.12	Put	EUR 95	20 September 2013	8
NL0010311254	500,000	500,000	1	90021320	K222B	EUR 0.55	Put	EUR 46	21 June 2013	5
NL0010311262	500,000	500,000	1	90021087	K223B	EUR 0.36	Call	EUR 50	21 June 2013	5
NL0010311270	500,000	500,000	1	90021362	K224B	EUR 0.67	Put	EUR 44	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
NL0010311288	500,000	500,000	1	90021036	K225B	EUR 0.48	Call	EUR 52	20 September 2013	5
NL0010311296	500,000	500,000	1	90021095	K226B	EUR 0.73	Call	EUR 36	21 June 2013	2
NL0010311304	500,000	500,000	1	90021427	K227B	EUR 0.90	Put	EUR 32	20 September 2013	2
NL0010311312	500,000	500,000	1	90021133	K228B	EUR 1.15	Call	EUR 36	20 September 2013	2
NL0010311320	500,000	500,000	1	90021176	K229B	EUR 1.18	Put	EUR 27	20 September 2013	3
NL0010311338	500,000	500,000	1	90021460	K230B	EUR 0.21	Put	EUR 68	21 June 2013	8
NL0010311346	500,000	500,000	1	90021222	K231B	EUR 0.29	Put	EUR 66	20 September 2013	8
NL0010311353	500,000	500,000	1	90021125	K232B	EUR 0.37	Call	EUR 72	20 September 2013	8
NL0010311361	500,000	500,000	1	90021494	K233B	EUR 0.45	Put	EUR 56	21 June 2013	5
NL0010311379	500,000	500,000	1	90021273	K234B	EUR 0.29	Call	EUR 60	21 June 2013	5
NL0010311387	500,000	500,000	1	90021311	K235B	EUR 0.61	Put	EUR 54	20 September 2013	5
NL0010311395	2,000,000	2,000,000	1	90021168	K236B	EUR 0.77	Put	EUR 27	20 September 2013	5
NL0010311403	500,000	500,000	1	90021516	K237B	EUR 0.61	Put	EUR 6	21 June 2013	1
NL0010311411	500,000	500,000	1	90021524	K238B	EUR 0.57	Call	EUR 12	20 September 2013	1
NL0010311429	500,000	500,000	1	90021214	K239B	EUR 0.57	Put	EUR 2.50	21 June 2013	1
NL0010311437	500,000	500,000	1	90021265	K240B	EUR 0.36	Call	EUR 5	20 September 2013	1
NL0010311445	500,000	500,000	1	90021303	K241B	EUR 0.40	Put	EUR 80	21 June 2013	8
NL0010311452	500,000	500,000	1	90021559	K242B	EUR 0.60	Put	EUR 78	20 September 2013	8
NL0010311460	500,000	500,000	1	90021575	K243B	EUR 0.32	Call	EUR 90	20 September 2013	8
NL0010311478	500,000	500,000	1	90021338	K244B	EUR 0.28	Call	EUR 40	21 June 2013	5
NL0010311486	500,000	500,000	1	90021591	K245B	EUR 0.38	Put	EUR 34	20 September 2013	5
NL0010311494	500,000	500,000	1	90021389	K246B	EUR 0.29	Call	EUR 42	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
NL0010311502	500,000	500,000	1	90021354	K247B	EUR 1.27	Call	EUR 10	21 June 2013	1
NL0010311510	500,000	500,000	1	90021613	K248B	EUR 1.20	Call	EUR 13	20 September 2013	1
NL0010311528	500,000	500,000	1	90021419	K249B	EUR 0.25	Put	EUR 42	21 June 2013	5
NL0010311536	500,000	500,000	1	90021451	K250B	EUR 0.30	Call	EUR 44	21 June 2013	5
NL0010311544	500,000	500,000	1	90021630	K251B	EUR 0.30	Call	EUR 46	20 September 2013	5
NL0010311551	500,000	500,000	1	90021443	K252B	EUR 0.52	Put	EUR 40	21 June 2013	10
NL0010311569	500,000	500,000	1	90021656	K253B	EUR 0.62	Put	EUR 9	21 June 2013	2
NL0010311577	500,000	500,000	1	90021486	K254B	EUR 0.23	Call	EUR 11	21 June 2013	2

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

GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. Issuer: BNP Paribas Arbitrage Issuance B.V.
2. Guarantor: BNP Paribas.
3. Trade Date: 10 May 2013.
4. Issue Date: 15 May 2013.
5. Consolidation: **In respect of Series Number NL0010310769 (relating to BNP PARIBAS)**
250,000 Warrants are to be consolidated on 15 May 2013 and form a single series with the 500,000 Warrants issued on 5 March 2013.
In respect of Series Number NL0010310975 (relating to GDF Suez)
200,000 Warrants are to be consolidated on 20 March 2013 and form a single series with the 200,000 Warrants issued on 19 March 2013 and the 500,000 Warrants issued on 5 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: Not applicable.
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).

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| 20. | Governing law: | French law. |
| 21. | Special conditions or other modifications to the Terms and Conditions: | Not applicable. |

PRODUCT SPECIFIC PROVISIONS

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| 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: | EUR. |
| | (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. |

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| 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

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| 39. | Provisions relating to Warrants: | Applicable. |
| | (a) Units: | Warrants must be exercised in Units. Each Unit consists of the number of Warrants set out in "Specific Provisions for each Series" above. |
| | (b) Minimum Exercise Number: | The minimum number of Warrants that may be exercised (including automatic exercise) by any Holder is one (1) Warrant, and Warrants may only be exercised (including automatic exercise) in integral multiples of one (1) Warrant in excess thereof. |
| | (c) Maximum Exercise Number: | Not applicable. |
| | (d) Exercise Price(s): | The exercise price per Warrant (which may be subject to adjustment in accordance with Annex 2) is set out in "Specific Provisions for each Series" above. |
| | (e) Exercise Date: | The exercise date of the Warrants is set out in "Specific Provisions for each Series" above, provided that, if such date is not an Exercise Business Day, the Exercise Date shall be the immediately succeeding Exercise Business Day. |
| | (f) Exercise Period: | Not applicable. |
| | (g) Renouncement 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:

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

In respect of Put Warrants:

$\text{Max}[0; \text{ExercisePrice} - \text{SettlementPrice}] / \text{Parity}$

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.

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 - of the Settlement Price over the Exercise Price (in the case of a Call Warrant), and the excess (if any) - adjusted by Parity - 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.

Details of the minimum and/or maximum Minimum purchase amount per investor: One (1) Warrant.

amount of application:	Maximum purchase amount per investor: The number of Warrants issued in respect of each Series of Warrants.
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 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.
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.

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	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
NL0010310637	AIR FRANCE-KLM	FR0000031122	AIRF.PA	www.airfrance.fr	Euronext Paris	www.euronext.com
NL0010310645	AIR FRANCE-KLM	FR0000031122	AIRF.PA	www.airfrance.fr	Euronext Paris	www.euronext.com
NL0010310652	AIR FRANCE-KLM	FR0000031122	AIRF.PA	www.airfrance.fr	Euronext Paris	www.euronext.com
NL0010310660	AIR LIQUIDE	FR0000120073	AIRP.PA	www.airliquide.com	Euronext Paris	www.euronext.com
NL0010310678	AIR LIQUIDE	FR0000120073	AIRP.PA	www.airliquide.com	Euronext Paris	www.euronext.com
NL0010310686	ALSTOM	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com
NL0010310694	ALSTOM	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com
NL0010310702	ARCELORMITTAL	LU0323134006	ISPA.AS	www.arcelormittal.com	Euronext Amsterdam	www.euronext.com
NL0010310710	ARCELORMITTAL	LU0323134006	ISPA.AS	www.arcelormittal.com	Euronext Amsterdam	www.euronext.com
NL0010310728	ARCELORMITTAL	LU0323134006	ISPA.AS	www.arcelormittal.com	Euronext Amsterdam	www.euronext.com
NL0010310736	AXA	FR0000120628	AXAF.PA	www.axa.fr	Euronext Paris	www.euronext.com
NL0010310744	BIC	FR0000120966	BICP.PA	www.bic.fr	Euronext Paris	www.euronext.com
NL0010310751	BNP PARIBAS	FR0000131104	BNPP.PA	www.bnpparibas.net	Euronext Paris	www.euronext.com
NL0010310769	BNP PARIBAS	FR0000131104	BNPP.PA	www.bnpparibas.net	Euronext Paris	www.euronext.com
NL0010310777	BNP PARIBAS	FR0000131104	BNPP.PA	www.bnpparibas.net	Euronext Paris	www.euronext.com
NL0010310785	BNP PARIBAS	FR0000131104	BNPP.PA	www.bnpparibas.net	Euronext Paris	www.euronext.com
NL0010310793	BOUYGUES	FR0000120503	BOUY.PA	www.bouygues.com	Euronext Paris	www.euronext.com
NL0010310801	CARREFOUR	FR0000120172	CARR.PA	www.carrefour.fr	Euronext Paris	www.euronext.com
NL0010310819	CASINO	FR0000125585	CASP.PA	www.groupe-casino.fr	Euronext Paris	www.euronext.com
NL0010310827	CASINO	FR0000125585	CASP.PA	www.groupe-casino.fr	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
NL0010310835	CREDIT AGRICOLE	FR0000045072	CAGR.PA	www.credit-agricole.fr	Euronext Paris	www.euronext.com
NL0010310843	CGG VERITAS	FR0000120164	GEPH.PA	www.cgg.com	Euronext Paris	www.euronext.com
NL0010310850	CGG VERITAS	FR0000120164	GEPH.PA	www.cgg.com	Euronext Paris	www.euronext.com
NL0010310868	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310876	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310884	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310892	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310900	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310918	EADS	NL0000235190	EAD.PA	www.eads.net	Euronext Paris	www.euronext.com
NL0010310926	EDENRED	FR0010908533	EDEN.PA	www.edenred.com	Euronext Paris	www.euronext.com
NL0010310934	EIFFAGE	FR0000130452	FOUG.PA	www.eiffage.fr	Euronext Paris	www.euronext.com
NL0010310942	FRANCE TELECOM	FR0000133308	FTE.PA	www.francetelecom.com	Euronext Paris	www.euronext.com
NL0010310959	FRANCE TELECOM	FR0000133308	FTE.PA	www.francetelecom.com	Euronext Paris	www.euronext.com
NL0010310967	GDF SUEZ	FR0010208488	GSZ.PA	www.gdfsuez.com	Euronext Paris	www.euronext.com
NL0010310975	GDF SUEZ	FR0010208488	GSZ.PA	www.gdfsuez.com	Euronext Paris	www.euronext.com
NL0010310983	GEMALTO	NL0000400653	GTO.PA	www.gemalto.com/france	Euronext Paris	www.euronext.com
NL0010310991	GEMALTO	NL0000400653	GTO.PA	www.gemalto.com/france	Euronext Paris	www.euronext.com
NL0010311007	ILIAD	FR0004035913	ILD.PA	www.iliad.fr	Euronext Paris	www.euronext.com
NL0010311015	ILIAD	FR0004035913	ILD.PA	www.iliad.fr	Euronext Paris	www.euronext.com
NL0010311023	L'OREAL	FR0000120321	OREP.PA	www.loreal.fr	Euronext Paris	www.euronext.com
NL0010311031	L'OREAL	FR0000120321	OREP.PA	www.loreal.fr	Euronext Paris	www.euronext.com
NL0010311049	L'OREAL	FR0000120321	OREP.PA	www.loreal.fr	Euronext Paris	www.euronext.com
NL0010311056	LAFARGE	FR0000120537	LAFP.PA	www.lafarge.fr	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
NL0010311064	LAFARGE	FR0000120537	LAFP.PA	www.lafarge.fr	Euronext Paris	www.euronext.com
NL0010311072	LAFARGE	FR0000120537	LAFP.PA	www.lafarge.fr	Euronext Paris	www.euronext.com
NL0010311080	LVMH	FR0000121014	LVMH.PA	www.lvmh.fr	Euronext Paris	www.euronext.com
NL0010311098	LVMH	FR0000121014	LVMH.PA	www.lvmh.fr	Euronext Paris	www.euronext.com
NL0010311106	MICHELIN	FR0000121261	MICP.PA	www.michelin.com	Euronext Paris	www.euronext.com
NL0010311114	NATIXIS	FR0000120685	CNAT.PA	www.natixis.fr	Euronext Paris	www.euronext.com
NL0010311122	NEXANS	FR0000044448	NEXS.PA	www.nexans.fr	Euronext Paris	www.euronext.com
NL0010311130	NEXITY	FR0010112524	NEXI.PA	www.nexity.fr	Euronext Paris	www.euronext.com
NL0010311148	NOKIA	FI0009000681	NOK1V.HE	www.nokia.fr	OMX Helsinki	www.nasdaqomxnordic.com
NL0010311155	NOKIA	FI0009000681	NOK1V.HE	www.nokia.fr	OMX Helsinki	www.nasdaqomxnordic.com
NL0010311163	PAGES JAUNES	FR0010096354	PAJ.PA	www.pagesjaunes.fr	Euronext Paris	www.euronext.com
NL0010311171	PAGES JAUNES	FR0010096354	PAJ.PA	www.pagesjaunes.fr	Euronext Paris	www.euronext.com
NL0010311189	PERNOD-RICARD	FR0000120693	PERP.PA	www.pernod-ricard.com	Euronext Paris	www.euronext.com
NL0010311197	PERNOD-RICARD	FR0000120693	PERP.PA	www.pernod-ricard.com	Euronext Paris	www.euronext.com
NL0010311205	PERNOD-RICARD	FR0000120693	PERP.PA	www.pernod-ricard.com	Euronext Paris	www.euronext.com
NL0010311213	PEUGEOT	FR0000121501	PEUP.PA	www.psa.fr	Euronext Paris	www.euronext.com
NL0010311221	PPR	FR0000121485	PRTP.PA	www.ppr.com	Euronext Paris	www.euronext.com
NL0010311239	PPR	FR0000121485	PRTP.PA	www.ppr.com	Euronext Paris	www.euronext.com
NL0010311247	REMY COINTREAU	FR0000130395	RCOP.PA	www.remy-cointreau.com	Euronext Paris	www.euronext.com
NL0010311254	RENAULT	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
NL0010311262	RENAULT	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
NL0010311270	RENAULT	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com
NL0010311288	RENAULT	FR0000131906	RENA.PA	www.renault.fr	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
NL0010311296	SAFRAN	FR0000073272	SAF.PA	www.safran-group.com	Euronext Paris	www.euronext.com
NL0010311304	SAFRAN	FR0000073272	SAF.PA	www.safran-group.com	Euronext Paris	www.euronext.com
NL0010311312	SAFRAN	FR0000073272	SAF.PA	www.safran-group.com	Euronext Paris	www.euronext.com
NL0010311320	SAINT-GOBAIN	FR0000125007	SGOB.PA	www.saint-gobain.com	Euronext Paris	www.euronext.com
NL0010311338	SANOFI-AVENTIS	FR0000120578	SASY.PA	www.sanofi-aventis.com	Euronext Paris	www.euronext.com
NL0010311346	SANOFI-AVENTIS	FR0000120578	SASY.PA	www.sanofi-aventis.com	Euronext Paris	www.euronext.com
NL0010311353	SANOFI-AVENTIS	FR0000120578	SASY.PA	www.sanofi-aventis.com	Euronext Paris	www.euronext.com
NL0010311361	SCHNEIDER ELECTRIC	FR0000121972	SCHN.PA	www.schneider-electric.fr	Euronext Paris	www.euronext.com
NL0010311379	SCHNEIDER ELECTRIC	FR0000121972	SCHN.PA	www.schneider-electric.fr	Euronext Paris	www.euronext.com
NL0010311387	SCHNEIDER ELECTRIC	FR0000121972	SCHN.PA	www.schneider-electric.fr	Euronext Paris	www.euronext.com
NL0010311395	SOCIETE GENERALE	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com
NL0010311403	STMICROELECTRONICS	NL0000226223	STM.PA	www.st.com	Euronext Paris	www.euronext.com
NL0010311411	SUEZ ENVIRONNEMENT	FR0010613471	SEVI.PA	www.suez-environnement.com	Euronext Paris	www.euronext.com
NL0010311429	TECHNICOLOR	FR0010918292	TCH.PA	www.technicolor.com	Euronext Paris	www.euronext.com
NL0010311437	TECHNICOLOR	FR0010918292	TCH.PA	www.technicolor.com	Euronext Paris	www.euronext.com
NL0010311445	TECHNIP	FR0000131708	TECF.PA	www.technip.com/francais/index.html	Euronext Paris	www.euronext.com
NL0010311452	TECHNIP	FR0000131708	TECF.PA	www.technip.com/francais/index.html	Euronext Paris	www.euronext.com
NL0010311460	TECHNIP	FR0000131708	TECF.PA	www.technip.com/francais/index.html	Euronext Paris	www.euronext.com
NL0010311478	TOTAL	FR0000120271	TOTF.PA	www.total.com	Euronext Paris	www.euronext.com
NL0010311486	TOTAL	FR0000120271	TOTF.PA	www.total.com	Euronext Paris	www.euronext.com

Series Number / ISIN Code	Underlying	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website
NL0010311494	TOTAL	FR0000120271	TOTF.PA	www.total.com	Euronext Paris	www.euronext.com
NL0010311502	UBISOFT	FR0000054470	UBIP.PA	www.ubi.com/FR	Euronext Paris	www.euronext.com
NL0010311510	UBISOFT	FR0000054470	UBIP.PA	www.ubi.com/FR	Euronext Paris	www.euronext.com
NL0010311528	VALEO	FR0000130338	VLOF.PA	www.valeo.com/fr.html	Euronext Paris	www.euronext.com
NL0010311536	VALEO	FR0000130338	VLOF.PA	www.valeo.com/fr.html	Euronext Paris	www.euronext.com
NL0010311544	VALEO	FR0000130338	VLOF.PA	www.valeo.com/fr.html	Euronext Paris	www.euronext.com
NL0010311551	VALLOUREC	FR0000120354	VLLP.PA	www.vallourec.com	Euronext Paris	www.euronext.com
NL0010311569	VEOLIA ENVIRONNEMENT	FR0000124141	VIE.PA	www.veoliaenvironnement.com	Euronext Paris	www.euronext.com
NL0010311577	VEOLIA ENVIRONNEMENT	FR0000124141	VIE.PA	www.veoliaenvironnement.com	Euronext Paris	www.euronext.com