

FINAL TERMS DATED 22 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 BNP Paribas to be consolidated on 22 May 2013
with the 500,000 Warrants issued on 2 April 2013
and the 500,000 Warrants issued on 9 January 2013 (NL0010303947)**

**250,000 Warrants relating to AXA to be consolidated on 15 May 2013
with the 500,000 Warrants issued on 9 January 2013 (NL0010303921)**

**100,000 Warrants relating to Apple to be consolidated on 15 March 2013
with the 200,000 Warrants issued on 9 January 2013 (NL0010303871)**

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
NL0010303814	500,000	500,000	1	87397092	Z450B	EUR 0.86	Call	EUR 10	20 December 2013	1
NL0010303822	500,000	500,000	1	87397122	Z451B	EUR 0.91	Put	EUR 95	21 June 2013	7
NL0010303830	500,000	500,000	1	87397165	Z452B	EUR 0.35	Call	EUR 105	20 December 2013	10
NL0010303848	500,000	500,000	1	87397203	Z453B	EUR 0.21	Call	EUR 1.50	20 September 2013	1
NL0010303855	500,000	500,000	1	87397246	Z454B	EUR 0.18	Call	EUR 1.80	20 December 2013	1
NL0010303863	500,000	500,000	1	87397238	Z455B	EUR 0.31	Call	EUR 40	20 December 2013	10
NL0010303871	100,000	300,000	1	87397076	Z456B	EUR 0.29	Call	USD 600	20 December 2013	20
NL0010303889	200,000	200,000	1	87397084	Z457B	EUR 0.72	Call	USD 630	20 December 2013	20
NL0010303897	500,000	500,000	1	87397114	Z458B	EUR 0.56	Put	EUR 13	21 June 2013	3
NL0010303905	500,000	500,000	1	87397157	Z459B	EUR 0.15	Call	EUR 16	15 March 2013	3
NL0010303913	500,000	500,000	1	87397149	Z460B	EUR 0.29	Call	EUR 17	20 September 2013	3
NL0010303921	250,000	750,000	1	87397181	Z461B	EUR 0.41	Call	EUR 18	20 December 2013	1
NL0010303939	200,000	200,000	1	87397211	Z462B	EUR 0.22	Call	GBPp 290	15 March 2013	0.50
NL0010303947	500,000	1,500,000	1	87397254	Z463B	EUR 0.32	Call	EUR 50	20 December 2013	8
NL0010303954	500,000	500,000	1	87397289	Z464B	EUR 0.42	Call	EUR 55	20 December 2013	8
NL0010303962	200,000	200,000	1	87397319	Z465B	EUR 0.60	Call	USD 98	15 March 2013	5
NL0010303970	200,000	200,000	1	87397190	Z466B	EUR 0.39	Call	USD 22	21 June 2013	2
NL0010303988	200,000	200,000	1	87397327	Z467B	EUR 0.21	Call	EUR 13	15 March 2013	2
NL0010303996	200,000	200,000	1	87397360	Z468B	EUR 0.40	Call	EUR 13	21 June 2013	2
NL0010304002	500,000	500,000	1	87397408	Z469B	EUR 0.54	Call	EUR 9	20 December 2013	1
NL0010304010	500,000	500,000	1	87397351	Z470B	EUR 0.45	Call	EUR 54	20 December 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
NL0010304028	200,000	200,000	1	87397432	Z471B	EUR 0.20	Call	EUR 4.50	21 June 2013	1
NL0010304036	500,000	500,000	1	87397394	Z472B	EUR 0.43	Call	EUR 36	20 December 2013	3
NL0010304044	500,000	500,000	1	87397262	Z473B	EUR 0.45	Put	EUR 13	21 June 2013	4
NL0010304051	200,000	200,000	1	87397424	Z474B	EUR 0.21	Call	USD 14	15 March 2013	3
NL0010304069	500,000	500,000	1	87397475	Z475B	EUR 0.30	Call	EUR 11	20 December 2013	2
NL0010304077	150,000	150,000	1	87397335	Z476B	EUR 0.51	Call	USD 145	15 March 2013	10
NL0010304085	200,000	200,000	1	87397467	Z477B	EUR 0.27	Call	USD 18	21 June 2013	3
NL0010304093	200,000	200,000	1	87397378	Z478B	EUR 0.48	Call	EUR 26	21 June 2013	5
NL0010304101	500,000	500,000	1	87397505	Z479B	EUR 0.76	Call	EUR 56	20 September 2013	5
NL0010304119	500,000	500,000	1	87397521	Z480B	EUR 0.22	Call	EUR 34	15 March 2013	5
NL0010304127	500,000	500,000	1	87397556	Z481B	EUR 0.42	Call	EUR 34	21 June 2013	5
NL0010304135	200,000	200,000	1	87397416	Z482B	EUR 0.30	Call	USD 120	15 March 2013	20
NL0010304143	500,000	500,000	1	87397572	Z483B	EUR 0.30	Put	EUR 140	15 March 2013	10
NL0010304150	500,000	500,000	1	87397629	Z484B	EUR 0.66	Call	EUR 160	20 December 2013	10
NL0010304168	500,000	500,000	1	87397459	Z485B	EUR 0.72	Call	EUR 85	20 December 2013	8
NL0010304176	500,000	500,000	1	87397483	Z486B	EUR 0.30	Put	EUR 85	21 June 2013	8
NL0010304184	500,000	500,000	1	87397653	Z487B	EUR 0.28	Call	EUR 8	20 September 2013	3
NL0010304192	500,000	500,000	1	87397670	Z488B	EUR 0.20	Call	EUR 9	20 September 2013	3
NL0010304200	500,000	500,000	1	87397700	Z489B	EUR 0.06	Call	EUR 10	20 December 2013	10
NL0010304218	200,000	200,000	1	87397726	Z490B	EUR 0.28	Put	EUR 82	15 March 2013	8
NL0010304226	200,000	200,000	1	87397769	Z491B	EUR 0.39	Call	EUR 95	21 June 2013	8
NL0010304234	500,000	500,000	1	87397513	Z492B	EUR 0.89	Call	EUR 40	20 September 2013	3

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
NL0010304242	500,000	500,000	1	87397530	Z493B	EUR 0.58	Call	EUR 42	20 December 2013	5
NL0010304259	500,000	500,000	1	87397564	Z494B	EUR 0.15	Call	EUR 75	15 March 2013	8
NL0010304267	500,000	500,000	1	87397602	Z495B	EUR 0.28	Call	EUR 80	20 December 2013	10
NL0010304275	500,000	500,000	1	87397637	Z496B	EUR 0.37	Put	EUR 56	15 March 2013	5
NL0010304283	500,000	500,000	1	87397661	Z497B	EUR 0.56	Call	EUR 65	20 December 2013	5
NL0010304291	200,000	200,000	1	87397785	Z498B	EUR 0.72	Call	EUR 60	21 June 2013	10
NL0010304309	2,000,000	2,000,000	1	87397815	Z499B	EUR 0.68	Put	EUR 30	15 March 2013	5
NL0010304325	2,000,000	2,000,000	1	87397831	Z501B	EUR 0.40	Call	EUR 38	20 September 2013	5
NL0010304333	2,000,000	2,000,000	1	87397688	Z502B	EUR 0.31	Call	EUR 36	20 December 2013	10
NL0010304341	2,000,000	2,000,000	1	87397718	Z503B	EUR 0.21	Call	EUR 40	20 December 2013	10
NL0010304358	500,000	500,000	1	87397742	Z504B	EUR 0.43	Call	EUR 100	20 December 2013	10
NL0010304366	500,000	500,000	1	87397777	Z505B	EUR 0.69	Call	EUR 10	21 June 2013	1
NL0010304374	500,000	500,000	1	87397858	Z506B	EUR 0.41	Call	EUR 44	20 December 2013	5
NL0010304382	500,000	500,000	1	87397793	Z507B	EUR 0.23	Put	EUR 36	21 June 2013	5
NL0010304390	500,000	500,000	1	87397866	Z508B	EUR 0.33	Call	EUR 52	20 September 2013	10
NL0010304408	500,000	500,000	1	87397823	Z509B	EUR 0.35	Call	EUR 56	20 December 2013	10
NL0010304416	500,000	500,000	1	87397874	Z510B	EUR 0.34	Call	EUR 12	20 December 2013	2
NL0010304424	500,000	500,000	1	87397882	Z511B	EUR 0.30	Put	EUR 16	15 March 2013	3
NL0010304432	500,000	500,000	1	87397912	Z512B	EUR 0.57	Call	EUR 18	20 December 2013	3

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: 16 May 2013.
4. Issue Date: 22 May 2013.
5. Consolidation: **In respect of Series Number NL0010303947 (relating to BNP Paribas)**
500,000 Warrants are to be consolidated on 22 May 2013 and form a single series with the 500,000 Warrants issued on 2 April 2013 and the 500,000 Warrants issued on 9 January 2013.

In respect of Series Number NL0010303921 (relating to AXA)
250,000 Warrants are to be consolidated on 15 May 2013 and form a single series with the 500,000 Warrants issued on 9 January 2013.

In respect of Series Number NL0010303871 (relating to Apple)
100,000 Warrants are to be consolidated on 15 March 2013 and form a single series with the 200,000 Warrants issued on 9 January 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) 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:

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

In respect of Put Warrants:

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

Where:

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

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

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

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

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

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

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

(n) Settlement Date: As per Conditions.

PROVISIONS RELATING TO CERTIFICATES

40. Provisions relating to Certificates: Not applicable.

DISTRIBUTION AND US SALES ELIGIBILITY

- | | | |
|-----|--|--|
| 41. | Selling restrictions: | As set out in the Base Prospectus. |
| | (a) Eligibility for sale of Securities in the United States to AIs: | The Securities are not eligible for sale in United States to AIs. |
| | (b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A: | The Securities are not eligible for sale in United States under Rule 144A to QIBs. |
| | (c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act: | The Securities are not eligible for sale in the United States to persons who are QIBs and QPs. |
| 42. | Additional U.S. federal income tax consequences: | Not applicable. |
| 43. | Registered broker/dealer: | Not applicable. |
| 44. | Non exempt Offer: | An offer of the Securities may be made by the Manager and BNP Paribas (together with the Manager, the " Financial Intermediaries ") other than pursuant to Article 3(2) of the Prospectus Directive in France and in the Kingdom of Belgium (" Public Offer Jurisdictions "). See further Paragraph 7 of Part B below. |

PROVISIONS RELATING TO COLLATERAL AND SECURITY

- | | | |
|-----|---------------------------------|-----------------|
| 45. | Collateral Security Conditions: | Not applicable. |
|-----|---------------------------------|-----------------|

Purpose of Final Terms

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

Responsibility

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Issuer (who has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of BNP Paribas Arbitrage Issuance B.V.

As Issuer:



By: Marie-Laurence Dosière
Duly authorised

PART B - OTHER INFORMATION

1. Listing and Admission to Trading - De-listing

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

The de-listing of the Securities on the exchange specified above shall occur at the opening time on the 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.
Details of the minimum and/or maximum amount of application:	Minimum purchase amount per investor: One (1) Warrant. 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).

Post-issuance information:

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**.

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
NL0010303814	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com	1
NL0010303822	AIR LIQUIDE	EUR	FR0000120073	AIRP.PA	www.airliquide.com	Euronext Paris	www.euronext.com	1
NL0010303830	AIR LIQUIDE	EUR	FR0000120073	AIRP.PA	www.airliquide.com	Euronext Paris	www.euronext.com	1
NL0010303848	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com	1
NL0010303855	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	www.alcatel.fr	Euronext Paris	www.euronext.com	1
NL0010303863	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com	1
NL0010303871	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010303889	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010303897	ARCELORMITTAL	EUR	LU0323134006	ISPA.AS	www.arcelormittal.com/	Euronext Amsterdam	www.euronext.com	1
NL0010303905	AXA	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com	1
NL0010303913	AXA	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com	1
NL0010303921	AXA	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com	1
NL0010303939	BARCLAYS	GBp	GB0031348658	BARC.L	www.group.barclays.com	LSE	www.londonstockexchange.com	EUR/GBP*
NL0010303947	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010303954	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010303962	CATERPILLAR	USD	US1491231015	CAT.N	www.cat.com	NYSE	www.nyse.com	EUR/USD
NL0010303970	CISCO	USD	US17275R1023	CSCO.OQ	www.cisco.com/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010303988	CNP ASSURANCES	EUR	FR0000120222	CNPP.PA	www.cnp.fr/	Euronext Paris	www.euronext.com	1
NL0010303996	CNP ASSURANCES	EUR	FR0000120222	CNPP.PA	www.cnp.fr/	Euronext Paris	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010304002	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com	1
NL0010304010	DANONE	EUR	FR0000120644	DANO.PA	www.danone.com/	Euronext Paris	www.euronext.com	1
NL0010304028	DERICHEBOURG	EUR	FR0000053381	DBG.PA	www.derichebourg.com/	Euronext Paris	www.euronext.com	1
NL0010304036	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010304044	EDF	EUR	FR0010242511	EDF.PA	www.edf.fr/	Euronext Paris	www.euronext.com	1
NL0010304051	FORD	USD	US3453708600	F.N	www.ford.com	NYSE	www.nyse.com	EUR/USD
NL0010304069	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	www.francetelecom.com/	Euronext Paris	www.euronext.com	1
NL0010304077	GOLDMAN SACHS	USD	US38141G1040	GS.N	www2.goldmansachs.com	NYSE	www.nyse.com	EUR/USD
NL0010304085	HEWLETT PACKARD	USD	US4282361033	HPQ.N	www.hp.com	NYSE	www.nyse.com	EUR/USD
NL0010304093	IPSEN	EUR	FR0010259150	IPN.PA	www.ipsen.com	Euronext Paris	www.euronext.com	1
NL0010304101	LAFARGE	EUR	FR0000120537	LAFP.PA	www.lafarge.fr/	Euronext Paris	www.euronext.com	1
NL0010304119	LEGRAND	EUR	FR0010307819	LEGD.PA	www.legrand.fr/	Euronext Paris	www.euronext.com	1
NL0010304127	LEGRAND	EUR	FR0010307819	LEGD.PA	www.legrand.fr/	Euronext Paris	www.euronext.com	1
NL0010304135	LINKEDIN CORP	USD	US53578A1088	LNKD.N	www.linkedin.com	NYSE	www.nyse.com	EUR/USD
NL0010304143	LVMH	EUR	FR0000121014	LVMH.PA	www.lvmh.fr/	Euronext Paris	www.euronext.com	1
NL0010304150	LVMH	EUR	FR0000121014	LVMH.PA	www.lvmh.fr/	Euronext Paris	www.euronext.com	1
NL0010304168	MICHELIN	EUR	FR0000121261	MICP.PA	www.michelin.com/	Euronext Paris	www.euronext.com	1
NL0010304176	PERNOD-RICARD	EUR	FR0000120693	PERP.PA	www.pernod-ricard.com/	Euronext Paris	www.euronext.com	1
NL0010304184	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com	1
NL0010304192	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com	1
NL0010304200	PEUGEOT	EUR	FR0000121501	PEUP.PA	www.psa.fr/	Euronext Paris	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010304218	REMY COINTREAU	EUR	FR0000130395	RCOP.PA	www.remy-cointreau.com/	Euronext Paris	www.euronext.com	1
NL0010304226	REMY COINTREAU	EUR	FR0000130395	RCOP.PA	www.remy-cointreau.com/	Euronext Paris	www.euronext.com	1
NL0010304234	SAINT-GOBAIN	EUR	FR0000125007	SGOB.PA	www.saint-gobain.com/	Euronext Paris	www.euronext.com	1
NL0010304242	SAINT-GOBAIN	EUR	FR0000125007	SGOB.PA	www.saint-gobain.com/	Euronext Paris	www.euronext.com	1
NL0010304259	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010304267	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010304275	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	www.schneider-electric.fr/	Euronext Paris	www.euronext.com	1
NL0010304283	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	www.schneider-electric.fr/	Euronext Paris	www.euronext.com	1
NL0010304291	SEB	EUR	FR0000121709	SEBF.PA	www.groupeseb.com/	Euronext Paris	www.euronext.com	1
NL0010304309	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com	1
NL0010304325	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com	1
NL0010304333	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com	1
NL0010304341	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	www.societegenerale.fr	Euronext Paris	www.euronext.com	1
NL0010304358	TECHNIP	EUR	FR0000131708	TECF.PA	www.technip.com/francais/index.html	Euronext Paris	www.euronext.com	1
NL0010304366	TF1	EUR	FR0000054900	TFFP.PA	www.tf1.fr	Euronext Paris	www.euronext.com	1
NL0010304374	TOTAL	EUR	FR0000120271	TOTF.PA	www.total.com/	Euronext Paris	www.euronext.com	1
NL0010304382	VALEO	EUR	FR0000130338	VLOF.PA	www.valeo.com/fr.html	Euronext Paris	www.euronext.com	1
NL0010304390	VALLOUREC	EUR	FR0000120354	VLLP.PA	www.vallourec.com/	Euronext Paris	www.euronext.com	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010304408	VALLOUREC	EUR	FR0000120354	VLLP.PA	www.vallourec.com/	Euronext Paris	www.euronext.com	1
NL0010304416	VEOLIA ENVIRONNEMENT	EUR	FR0000124141	VIE.PA	www.veoliaenvironnement.com/	Euronext Paris	www.euronext.com	1
NL0010304424	VIVENDI	EUR	FR0000127771	VIV.PA	www.vivendi.com/corp/fr/home/	Euronext Paris	www.euronext.com	1
NL0010304432	VIVENDI	EUR	FR0000127771	VIV.PA	www.vivendi.com/corp/fr/home/	Euronext Paris	www.euronext.com	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.*