

FINAL TERMS DATED 28 JANUARY 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 France Telecom to be consolidated on 28 January 2013
with the 500,000 Warrants issued on 12 December 2012, with the 200,000 Warrants issued on 23 January 2013 and
with the 200,000 Warrants issued on 25 January 2013 (NL0010301891)**

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
NL0010301420	200,000	200,000	1	86632250	Z211B	EUR 0.49	Call	EUR 70	21 June 2013	5
NL0010301438	500,000	500,000	1	86632268	Z212B	EUR 0.53	Call	EUR 9	21 June 2013	1
NL0010301446	500,000	500,000	1	86632284	Z213B	EUR 0.60	Put	EUR 90	21 June 2013	7
NL0010301453	200,000	200,000	1	86632276	Z214B	EUR 0.41	Call	EUR 105	15 March 2013	20
NL0010301461	200,000	200,000	1	86632292	Z215B	EUR 0.45	Call	EUR 110	21 June 2013	20
NL0010301479	500,000	500,000	1	86632306	Z216B	EUR 0.50	Put	EUR 28	21 June 2013	8
NL0010301487	200,000	200,000	1	86632322	Z217B	EUR 0.47	Put	USD 520	15 March 2013	20
NL0010301495	200,000	200,000	1	86632365	Z218B	EUR 0.66	Call	USD 560	21 June 2013	20
NL0010301503	500,000	500,000	1	86632314	Z219B	EUR 0.44	Put	EUR 11	21 June 2013	3
NL0010301511	250,000	250,000	1	86632357	Z220B	EUR 0.19	Call	EUR 85	15 March 2013	10
NL0010301529	250,000	250,000	1	86632390	Z221B	EUR 0.32	Call	EUR 90	21 June 2013	10
NL0010301537	500,000	500,000	1	86632381	Z222B	EUR 0.45	Call	EUR 58	21 June 2013	5
NL0010301545	500,000	500,000	1	86632420	Z223B	EUR 0.37	Call	EUR 14	21 June 2013	3
NL0010301552	200,000	200,000	1	86632454	Z224B	EUR 0.30	Call	GBPp 270	15 March 2013	0.50
NL0010301560	200,000	200,000	1	86632411	Z225B	EUR 0.41	Call	GBPp 280	21 June 2013	0.50
NL0010301578	500,000	500,000	1	86632446	Z226B	EUR 0.60	Put	EUR 44	15 March 2013	8
NL0010301586	500,000	500,000	1	86632497	Z227B	EUR 0.34	Call	EUR 50	21 June 2013	8
NL0010301594	500,000	500,000	1	86632489	Z228B	EUR 0.76	Put	EUR 42	21 June 2013	8
NL0010301602	200,000	200,000	1	86632349	Z229B	EUR 0.56	Call	USD 80	21 June 2013	5
NL0010301610	500,000	500,000	1	86632535	Z230B	EUR 0.47	Call	EUR 22	21 June 2013	5
NL0010301628	250,000	250,000	1	86632560	Z231B	EUR 0.26	Call	GBPp 450	21 June 2013	1
NL0010301636	500,000	500,000	1	86632373	Z232B	EUR 0.79	Put	EUR 32	15 March 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
NL0010301644	500,000	500,000	1	86632403	Z233B	EUR 1	Put	EUR 30	21 June 2013	3
NL0010301651	200,000	200,000	1	86632527	Z234B	EUR 1.10	Call	USD 90	21 June 2013	5
NL0010301669	200,000	200,000	1	86632594	Z235B	EUR 0.65	Call	USD 20	21 June 2013	2
NL0010301677	150,000	150,000	1	86632624	Z236B	EUR 0.55	Call	USD 45	21 June 2013	5
NL0010301685	200,000	200,000	1	86632551	Z237B	EUR 0.13	Call	USD 38	21 June 2013	5
NL0010301693	200,000	200,000	1	86632586	Z238B	EUR 0.87	Call	EUR 36	21 June 2013	3
NL0010301701	500,000	500,000	1	86632616	Z239B	EUR 0.25	Call	EUR 7.50	15 March 2013	1
NL0010301719	500,000	500,000	1	86632659	Z240B	EUR 0.82	Put	EUR 6	15 March 2013	1
NL0010301727	200,000	200,000	1	86632683	Z241B	EUR 0.74	Call	EUR 42	21 June 2013	5
NL0010301735	200,000	200,000	1	86632713	Z242B	EUR 0.33	Call	EUR 3	21 June 2013	1
NL0010301743	200,000	200,000	1	86632667	Z243B	EUR 0.43	Call	EUR 36	15 March 2013	5
NL0010301750	200,000	200,000	1	86632438	Z244B	EUR 0.47	Call	EUR 38	21 June 2013	5
NL0010301768	500,000	500,000	1	86632462	Z245B	EUR 0.24	Put	EUR 29	15 March 2013	3
NL0010301776	500,000	500,000	1	86632519	Z246B	EUR 0.51	Call	EUR 30	21 June 2013	3
NL0010301784	500,000	500,000	1	86632691	Z247B	EUR 0.43	Put	EUR 28	21 June 2013	3
NL0010301792	200,000	200,000	1	86632730	Z248B	EUR 0.22	Call	USD 55	21 June 2013	4
NL0010301800	500,000	500,000	1	86632764	Z249B	EUR 0.50	Call	EUR 26	21 June 2013	2
NL0010301818	500,000	500,000	1	86632543	Z250B	EUR 0.26	Call	EUR 15	15 March 2013	4
NL0010301826	500,000	500,000	1	86632578	Z251B	EUR 0.76	Call	EUR 40	21 June 2013	5
NL0010301834	200,000	200,000	1	86632608	Z252B	EUR 0.32	Call	EUR 130	15 March 2013	50
NL0010301842	500,000	500,000	1	86632632	Z253B	EUR 0.18	Call	EUR 80	15 March 2013	5
NL0010301859	500,000	500,000	1	86632675	Z254B	EUR 0.38	Call	EUR 80	21 June 2013	5
NL0010301867	200,000	200,000	1	86632799	Z255B	EUR 0.35	Call	USD 90	15 March 2013	5
NL0010301875	200,000	200,000	1	86632705	Z256B	EUR 0.54	Call	USD 90	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
NL0010301883	200,000	200,000	1	86632721	Z257B	EUR 0.27	Call	USD 13	21 June 2013	3
NL0010301891	500,000	1,400,000	1	86632837	Z258B	EUR 0.18	Call	EUR 9	21 June 2013	2
NL0010301909	500,000	500,000	1	86632748	Z259B	EUR 0.29	Call	EUR 16	15 March 2013	4
NL0010301917	500,000	500,000	1	86632756	Z260B	EUR 0.46	Put	EUR 14	21 June 2013	4
NL0010301925	500,000	500,000	1	86632861	Z261B	EUR 0.38	Call	EUR 75	15 March 2013	8
NL0010301933	500,000	500,000	1	86632896	Z262B	EUR 0.18	Call	EUR 80	15 March 2013	8
NL0010301941	500,000	500,000	1	86632772	Z263B	EUR 0.24	Put	EUR 70	15 March 2013	8
NL0010301958	500,000	500,000	1	86632942	Z264B	EUR 0.34	Put	EUR 72	15 March 2013	8
NL0010301966	500,000	500,000	1	86632829	Z265B	EUR 0.49	Call	EUR 80	21 June 2013	8
NL0010301974	500,000	500,000	1	86632853	Z266B	EUR 0.33	Call	EUR 85	21 June 2013	8
NL0010301982	150,000	150,000	1	86632985	Z267B	EUR 0.80	Call	USD 22	21 June 2013	1
NL0010301990	200,000	200,000	1	86632888	Z268B	EUR 0.56	Call	GBPp 650	21 June 2013	1
NL0010302006	200,000	200,000	1	86633019	Z269B	EUR 0.31	Call	EUR 8	15 March 2013	1
NL0010302014	200,000	200,000	1	86632802	Z270B	EUR 0.58	Call	EUR 8	21 June 2013	1
NL0010302022	200,000	200,000	1	86632918	Z271B	EUR 0.50	Call	USD 22	15 March 2013	1
NL0010302030	200,000	200,000	1	86632934	Z272B	EUR 1.16	Call	USD 21	21 June 2013	1
NL0010302048	200,000	200,000	1	86632977	Z273B	EUR 0.69	Call	USD 23	21 June 2013	1
NL0010302055	200,000	200,000	1	86633043	Z274B	EUR 0.48	Call	EUR 34	21 June 2013	5
NL0010302063	500,000	500,000	1	86632845	Z275B	EUR 0.74	Call	EUR 32	21 June 2013	4
NL0010302071	500,000	500,000	1	86633035	Z276B	EUR 0.52	Put	EUR 100	21 June 2013	8
NL0010302089	200,000	200,000	1	86633060	Z277B	EUR 0.44	Call	USD 135	21 June 2013	20
NL0010302097	500,000	500,000	1	86633094	Z278B	EUR 0.78	Put	EUR 135	21 June 2013	10
NL0010302105	500,000	500,000	1	86632870	Z279B	EUR 0.61	Call	EUR 12	21 June 2013	2
NL0010302113	200,000	200,000	1	86632900	Z280B	EUR 0.21	Call	EUR 20	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
NL0010302121	200,000	200,000	1	86632926	Z281B	EUR 0.94	Put	EUR 85	21 June 2013	8
NL0010302139	200,000	200,000	1	86633124	Z282B	EUR 0.79	Call	USD 14	21 June 2013	2
NL0010302147	150,000	150,000	1	86632969	Z283B	EUR 0.72	Call	CHF 75	15 March 2013	4
NL0010302154	150,000	150,000	1	86632993	Z284B	EUR 0.72	Call	CHF 80	21 June 2013	4
NL0010302162	150,000	150,000	1	86633027	Z285B	EUR 0.68	Call	CHF 190	21 June 2013	15
NL0010302170	200,000	200,000	1	86633159	Z286B	EUR 0.60	Call	EUR 26	15 March 2013	2
NL0010302188	200,000	200,000	1	86633051	Z287B	EUR 0.86	Call	EUR 26	21 June 2013	2
NL0010302196	500,000	500,000	1	86633167	Z288B	EUR 0.25	Call	EUR 72	15 March 2013	8
NL0010302204	500,000	500,000	1	86633078	Z289B	EUR 0.20	Put	EUR 70	15 March 2013	8
NL0010302212	500,000	500,000	1	86633175	Z290B	EUR 0.21	Call	EUR 74	21 June 2013	8
NL0010302220	500,000	500,000	1	86633086	Z291B	EUR 0.28	Put	EUR 65	21 June 2013	8
NL0010302238	200,000	200,000	1	86633183	Z292B	EUR 0.57	Call	EUR 115	21 June 2013	10
NL0010302246	500,000	500,000	1	86633191	Z293B	EUR 0.50	Put	EUR 4.50	21 June 2013	1
NL0010302253	500,000	500,000	1	86633116	Z294B	EUR 0.75	Call	EUR 9	21 June 2013	1
NL0010302261	500,000	500,000	1	86633132	Z295B	EUR 0.50	Call	EUR 30	21 June 2013	4
NL0010302279	200,000	200,000	1	86633205	Z296B	EUR 0.23	Call	EUR 5	21 June 2013	1
NL0010302287	500,000	500,000	1	86633213	Z297B	EUR 0.40	Call	EUR 190	21 June 2013	20
NL0010302295	200,000	200,000	1	86633108	Z298B	EUR 0.48	Call	USD 20	15 March 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: 23 January 2013.
4. Issue Date: 28 January 2013.
5. Consolidation: **In respect of Series Number NL0010301891 (relating to France Telecom)**
500,000 Warrants are to be consolidated on 28 January 2013 and form a single series with the 500,000 Warrants issued on 12 December 2012 , with the 200,000 Warrants issued on 23 January 2013 and with the 200,000 Warrants issued on 25 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.

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| 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) 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:

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

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). 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
NL0010301420	ADIDAS	EUR	DE000A1EWWW0	ADSGn.DE	http://www.adidas-group.com/en/investorrelations/share	XETRA	www.deutsche-borse.com	1
NL0010301438	AIR FRANCE-KLM	EUR	FR0000031122	AIRF.PA	www.airfrance.fr/	Euronext Paris	www.euronext.com	1
NL0010301446	AIR LIQUIDE	EUR	FR0000120073	AIRP.PA	www.airliquide.com	Euronext Paris	www.euronext.com	1
NL0010301453	ALLIANZ	EUR	DE0008404005	ALVG.DE	www.allianz.de/	XETRA	www.deutsche-borse.com	1
NL0010301461	ALLIANZ	EUR	DE0008404005	ALVG.DE	www.allianz.de/	XETRA	www.deutsche-borse.com	1
NL0010301479	ALSTOM	EUR	FR0010220475	ALSO.PA	www.alstom.com	Euronext Paris	www.euronext.com	1
NL0010301487	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010301495	APPLE	USD	US0378331005	AAPL.OQ	www.apple.com/fr/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010301503	ARCELORMITTAL	EUR	LU0323134006	ISPA.AS	www.arcelormittal.com/	Euronext Amsterdam	www.euronext.com	1
NL0010301511	ARKEMA	EUR	FR0010313833	AKE.PA	www.arkema.fr	Euronext Paris	www.euronext.com	1
NL0010301529	ARKEMA	EUR	FR0010313833	AKE.PA	www.arkema.fr	Euronext Paris	www.euronext.com	1
NL0010301537	ATOS ORIGIN	EUR	FR0000051732	ATOS.PA	www.fr.atosorigin.com/	Euronext Paris	www.euronext.com	1
NL0010301545	AXA	EUR	FR0000120628	AXAF.PA	www.axa.fr/	Euronext Paris	www.euronext.com	1
NL0010301552	BARCLAYS	GBp	GB0031348658	BARC.L	www.group.barclays.com	LSE	www.londonstockexchange.com	EUR/GBP *
NL0010301560	BARCLAYS	GBp	GB0031348658	BARC.L	www.group.barclays.com	LSE	www.londonstockexchange.com	EUR/GBP *
NL0010301578	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010301586	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010301594	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	www.bnpparibas.net/	Euronext Paris	www.euronext.com	1
NL0010301602	BOEING	USD	US0970231058	BA.N	www.boeing.com	NYSE	www.nyse.com	EUR/USD
NL0010301610	BOUYGUES	EUR	FR0000120503	BOUY.PA	www.bouygues.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
NL0010301628	BP	GBp	GB0007980591	BP.L	www.bp.com	LSE	www.euronext.com	EUR/GBP *
NL0010301636	CAP GEMINI	EUR	FR0000125338	CAPP.PA	www.fr.capgemini.com/	Euronext Paris	www.euronext.com	1
NL0010301644	CAP GEMINI	EUR	FR0000125338	CAPP.PA	www.fr.capgemini.com/	Euronext Paris	www.euronext.com	1
NL0010301651	CATERPILLAR	USD	US1491231015	CAT.N	www.cat.com	NYSE	www.nyse.com	EUR/USD
NL0010301669	CISCO	USD	US17275R1023	CSCO.OQ	www.cisco.com/	NASDAQ	www.nasdaq.com	EUR/USD
NL0010301677	CITIGROUP	USD	US1729674242	C.N	www.citigroup.com	NYSE	www.nyse.com	EUR/USD
NL0010301685	COCA COLA	USD	US1912161007	KO.N	http://ir.thecoca-colacompany.com	NYSE	www.nyse.com	EUR/USD
NL0010301693	COLRUYT	EUR	BE0974256852	COLR.BR	www.colruyt.be	Euronext Brussels	www.euronext.com	1
NL0010301701	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com	1
NL0010301719	CREDIT AGRICOLE	EUR	FR0000045072	CAGR.PA	www.credit-agricole.fr/	Euronext Paris	www.euronext.com	1
NL0010301727	DAIMLER CHRYSLER	EUR	DE0007100000	DAIGn.DE	www.daimlerchrysler.fr/	XETRA	www.deutsche-borse.com	1
NL0010301735	DERICHEBOURG	EUR	FR0000053381	DBG.PA	www.derichebourg.com/	Euronext Paris	www.euronext.com	1
NL0010301743	DEUTSCHE BANK	EUR	DE0005140008	DBGn.DE	www.deutsche-bank.de	XETRA	www.deutsche-borse.com	1
NL0010301750	DEUTSCHE BANK	EUR	DE0005140008	DBGn.DE	www.deutsche-bank.de	XETRA	www.deutsche-borse.com	1
NL0010301768	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010301776	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010301784	EADS	EUR	NL0000235190	EAD.PA	www.eads.net/	Euronext Paris	www.euronext.com	1
NL0010301792	EBAY	USD	US2786421030	EBAY.OQ	www.investor.ebay.com	NASDAQ	www.nasdaq.com	EUR/USD
NL0010301800	EDENRED	EUR	FR0010908533	EDEN.PA	http://www.edenred.com	Euronext Paris	www.euronext.com	1
NL0010301818	EDF	EUR	FR0010242511	EDF.PA	www.edf.fr/	Euronext Paris	www.euronext.com	1
NL0010301826	EIFFAGE	EUR	FR0000130452	FOUG.PA	www.eiffage.fr/	Euronext Paris	www.euronext.com	1
NL0010301834	ERAMET	EUR	FR0000131757	ERMT.PA	www.eramet.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
NL0010301842	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	www.essilor.fr/	Euronext Paris	www.euronext.com	1
NL0010301859	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	www.essilor.fr/	Euronext Paris	www.euronext.com	1
NL0010301867	EXXON MOBIL	USD	US30231G1022	XOM.N	www.exxonmobil.com/	NYSE	www.nyse.com	EUR/USD
NL0010301875	EXXON MOBIL	USD	US30231G1022	XOM.N	www.exxonmobil.com/	NYSE	www.nyse.com	EUR/USD
NL0010301883	FORD	USD	US3453708600	F.N	www.ford.com	NYSE	www.nyse.com	EUR/USD
NL0010301891	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	www.francetelecom.com/	Euronext Paris	www.euronext.com	1
NL0010301909	GDF SUEZ	EUR	FR0010208488	GSZ.PA	www.gdfsuez.com	Euronext Paris	www.euronext.com	1
NL0010301917	GDF SUEZ	EUR	FR0010208488	GSZ.PA	www.gdfsuez.com	Euronext Paris	www.euronext.com	1
NL0010301925	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301933	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301941	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301958	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301966	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301974	GEMALTO	EUR	NL0000400653	GTO.PA	www.gemalto.com/france/	Euronext Paris	www.euronext.com	1
NL0010301982	GENERAL ELECTRIC	USD	US3696041033	GE.N	www.ge.com/fr/	NYSE	www.nyse.com	EUR/USD
NL0010301990	HSBC	GBP	GB0005405286	HSBA.L	www.hsbc.com	LSE	www.londonstockexchange.com	EUR/GBP *
NL0010302006	ING BANK	EUR	NL0000303600	ING.AS	http://www.ing.com	Euronext Amsterdam	www.euronext.com	1
NL0010302014	ING BANK	EUR	NL0000303600	ING.AS	http://www.ing.com	Euronext Amsterdam	www.euronext.com	1
NL0010302022	INTEL	USD	US4581401001	INTC.OQ	www.intel.com	NASDAQ	www.nasdaq.com	EUR/USD
NL0010302030	INTEL	USD	US4581401001	INTC.OQ	www.intel.com	NASDAQ	www.nasdaq.com	EUR/USD
NL0010302048	INTEL	USD	US4581401001	INTC.OQ	www.intel.com	NASDAQ	www.nasdaq.com	EUR/USD
NL0010302055	IPSOS	EUR	FR0000073298	ISOS.PA	www.ipsos.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
NL0010302063	KLEPIERRE	EUR	FR0000121964	LOIM.PA	www.klepierre.com/	Euronext Paris	www.euronext.com	1
NL0010302071	L'OREAL	EUR	FR0000120321	OREP.PA	www.loreal.fr/	Euronext Paris	www.euronext.com	1
NL0010302089	LINKEDIN CORP	USD	US53578A1088	LNKD.N	www.linkedin.com	NYSE	www.nyse.com	EUR/USD
NL0010302097	LVMH	EUR	FR0000121014	LVMH.PA	www.lvmh.fr/	Euronext Paris	www.euronext.com	1
NL0010302105	M6	EUR	FR0000053225	MMTP.PA	www.m6.fr/	Euronext Paris	www.euronext.com	1
NL0010302113	MOBISTAR SA	EUR	BE0003735496	MSTAR.BR	www.mobistar.be	Euronext Brussels	www.euronext.com	1
NL0010302121	REMY COINTREAU	EUR	FR0000130395	RCOP.PA	www.remy-cointreau.com/	Euronext Paris	www.euronext.com	1
NL0010302139	RESEARCH IN MOTION	USD	CA7609751028	RIMM.OQ	www.rim.com	NASDAQ	www.nasdaq.com	EUR/USD
NL0010302147	CIE FINANCIERE RICHEMONT SA	CHF	CH0045039655	CFR.VX	www.richemont.com	VIRT-X	www.swx europe.com	EUR/CHF
NL0010302154	CIE FINANCIERE RICHEMONT SA	CHF	CH0045039655	CFR.VX	www.richemont.com	VIRT-X	www.swx europe.com	EUR/CHF
NL0010302162	ROCHE HOLDING	CHF	CH0012032048	ROG.VX	www.roche.com/	VIRT-X	www.swx europe.com	EUR/CHF
NL0010302170	ROYAL DUTCH SHELL	EUR	GB00B03MLX29	RDSa.AS	www.shell.com/	Euronext Amsterdam	www.euronext.com	1
NL0010302188	ROYAL DUTCH SHELL	EUR	GB00B03MLX29	RDSa.AS	www.shell.com/	Euronext Amsterdam	www.euronext.com	1
NL0010302196	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010302204	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010302212	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010302220	SANOFI-AVENTIS	EUR	FR0000120578	SASY.PA	www.sanofi-aventis.com/	Euronext Paris	www.euronext.com	1
NL0010302238	SOLVAY	EUR	BE0003470755	SOLB.BR	www.solvay.com	Euronext Brussels	www.euronext.com	1
NL0010302246	STMICROELECTRONICS	EUR	NL0000226223	STM.PA	www.st.com/	Euronext Paris	www.euronext.com	1
NL0010302253	TF1	EUR	FR0000054900	TFFP.PA	www.tf1.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
NL0010302261	THALES	EUR	FR0000121329	TCFP.PA	http://www.thalesgroup.com/	Euronext Paris	www.euronext.com	1
NL0010302279	TOMTOM	EUR	NL0000387058	TOM2.AS	www.tomtom.com	Euronext Amsterdam	www.euronext.com	1
NL0010302287	UNIBAIL	EUR	FR0000124711	UNBP.PA	www.unibail.fr/	Euronext Paris	www.euronext.com	1
NL0010302295	YAHOO!	USD	US9843321061	YHOO.OQ	http://info.yahoo.com/center/us/yahoo/	NASDAQ	www.nasdaq.com	EUR/USD

** 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.*