

**FINAL TERMS DATED 21 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**

**100,000 Warrants relating to Apple to be consolidated on 21 January 2013  
with the 200,000 Warrants issued on 23 May 2012 (NL0010166492)**

**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 (the "**Conditions**") set forth in the Base Prospectus dated 7 June 2011, each Supplement to the Base Prospectus published and approved on or before the date of these 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 the Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which are incorporated by reference in the Base Prospectus dated 1 June 2012 and any Supplement to the Base Prospectus. This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive (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) and must be read in conjunction with the Base Prospectus dated 7 June 2011 and the Supplements to the Base Prospectus, the Base Prospectus dated 1 June 2012 and any Supplement to the Base Prospectus, which together constitute a base prospectus for the purposes of the Prospectus Directive. 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, the Base Prospectus dated 7 June 2011 and the Supplements to the Base Prospectus and the Base Prospectus dated 1 June 2012 and any Supplement to the Base Prospectus. The Base Prospectuses, any Supplement and these Final Terms are available for viewing, respectively, on the following websites: [www.produitsdebourse.bnpparibas.fr](http://www.produitsdebourse.bnpparibas.fr) for public offering in France and [www.listedproducts.cib.bnpparibas.be](http://www.listedproducts.cib.bnpparibas.be) for public offering in the Kingdom of Belgium and copies of these documents may be obtained free of charge at the specified offices of the Security Agents.

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

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

**SPECIFIC PROVISIONS FOR EACH SERIES**

Series Number / ISIN Code	No. of Securities issued	No. of Securities	No. of Warrants per Unit	Common Code	Mnemonic Code	Issue Price per Security	Call/ Put	Exercise Price	Exercise Date	Parity
NL0010166450	200,000	200,000	1	78679832	V893B	EUR 0.48	Call	EUR 9.50	21 September 2012	1
NL0010166468	500,000	500,000	1	78679867	V894B	EUR 0.08	Call	EUR 1.50	21 September 2012	1
NL0010166476	200,000	200,000	1	78679913	V895B	EUR 0.40	Call	EUR 80	21 September 2012	20
NL0010166484	200,000	200,000	1	78679948	V896B	EUR 0.69	Call	USD 540	21 September 2012	20
<b>NL0010166492</b>	<b>100,000</b>	<b>300,000</b>	<b>1</b>	<b>78679859</b>	<b>V897B</b>	<b>EUR 0.47</b>	<b>Call</b>	<b>USD 550</b>	<b>15 March 2013</b>	<b>20</b>
NL0010166500	200,000	200,000	1	78679875	V898B	EUR 0.41	Put	USD 500	21 September 2012	20
NL0010166518	500,000	500,000	1	78679883	V899B	EUR 0.25	Call	EUR 12	21 September 2012	3
NL0010166534	500,000	500,000	1	78679964	V901B	EUR 0.38	Put	EUR 11	21 September 2012	3
NL0010166542	250,000	250,000	1	78679891	V902B	EUR 0.45	Call	EUR 58	21 September 2012	5
NL0010166559	500,000	500,000	1	78680024	V903B	EUR 0.32	Call	EUR 10	21 September 2012	3
NL0010166567	150,000	150,000	1	78680032	V904B	EUR 0.58	Call	USD 8	21 September 2012	1
NL0010166575	200,000	200,000	1	78679972	V905B	EUR 0.34	Call	GBPp 200	21 September 2012	0.50
NL0010166583	200,000	200,000	1	78680075	V906B	EUR 0.73	Call	EUR 58	21 September 2012	5
NL0010166591	200,000	200,000	1	78680016	V907B	EUR 0.46	Call	EUR 22	21 September 2012	3
NL0010166609	200,000	200,000	1	78680083	V908B	EUR 0.84	Call	EUR 65	21 September 2012	5
NL0010166617	500,000	500,000	1	78679905	V909B	EUR 0.35	Call	EUR 28	21 December 2012	8
NL0010166625	500,000	500,000	1	78679921	V910B	EUR 0.34	Call	EUR 26	21 September 2012	8
NL0010166633	500,000	500,000	1	78679930	V911B	EUR 0.25	Call	EUR 28	21 September 2012	8
NL0010166641	500,000	500,000	1	78679956	V912B	EUR 0.53	Put	EUR 24	21 December 2012	8
NL0010166658	500,000	500,000	1	78680121	V913B	EUR 0.24	Call	EUR 20	21 September 2012	8
NL0010166666	250,000	250,000	1	78680156	V914B	EUR 0.32	Call	GBPp 400	21 September 2012	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
NL0010166674	500,000	500,000	1	78680164	V915B	EUR 0.44	Call	EUR 14	21 September 2012	3
NL0010166682	500,000	500,000	1	78680091	V916B	EUR 0.33	Call	EUR 70	21 September 2012	10
NL0010166690	200,000	200,000	1	78680172	V917B	EUR 0.94	Call	USD 90	21 September 2012	5
NL0010166708	150,000	150,000	1	78679999	V918B	EUR 0.43	Call	USD 30	21 September 2012	5
NL0010166716	500,000	500,000	1	78680008	V919B	EUR 0.13	Call	EUR 9	21 September 2012	5
NL0010166724	200,000	200,000	1	78680105	V920B	EUR 0.34	Call	EUR 32	21 September 2012	5
NL0010166732	200,000	200,000	1	78680059	V921B	EUR 0.43	Call	EUR 30	21 September 2012	5
NL0010166740	500,000	500,000	1	78680253	V922B	EUR 0.67	Call	EUR 24	21 September 2012	2
NL0010166757	200,000	200,000	1	78680326	V923B	EUR 0.27	Call	EUR 100	21 September 2012	50
NL0010166765	500,000	500,000	1	78680334	V924B	EUR 0.31	Call	EUR 70	21 September 2012	5
NL0010166773	200,000	200,000	1	78680547	V925B	EUR 0.21	Call	EUR 25	21 September 2012	5
NL0010166781	200,000	200,000	1	78680393	V926B	EUR 0.39	Call	USD 85	21 September 2012	5
NL0010166799	500,000	500,000	1	78680229	V927B	EUR 0.40	Call	EUR 16	21 September 2012	5
NL0010166807	200,000	200,000	1	78680067	V928B	EUR 0.21	Call	USD 11	21 September 2012	3
NL0010166815	500,000	500,000	1	78680113	V929B	EUR 0.36	Call	EUR 9.50	21 September 2012	2
NL0010166823	500,000	500,000	1	78680440	V930B	EUR 0.37	Put	EUR 16	21 September 2012	4
NL0010166831	150,000	150,000	1	78680458	V931B	EUR 0.38	Call	USD 19	21 September 2012	2
NL0010166849	150,000	150,000	1	78680261	V932B	EUR 0.65	Call	USD 110	21 September 2012	10
NL0010166856	200,000	200,000	1	78680130	V933B	EUR 0.35	Call	EUR 22	21 September 2012	5
NL0010166864	150,000	150,000	1	78680270	V934B	EUR 0.88	Call	USD 35	21 September 2012	3
NL0010166872	250,000	250,000	1	78680342	V935B	EUR 0.66	Call	EUR 12	21 September 2012	2
NL0010166880	200,000	200,000	1	78680148	V936B	EUR 0.49	Call	EUR 12	21 September 2012	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
NL0010166898	500,000	500,000	1	78680369	V937B	EUR 0.18	Call	EUR 2	21 September 2012	1
NL0010166906	200,000	200,000	1	78680466	V938B	EUR 0.33	Call	EUR 42	21 September 2012	10
NL0010166914	500,000	500,000	1	78680474	V939B	EUR 0.44	Call	EUR 35	21 September 2012	10
NL0010166922	500,000	500,000	1	78680377	V940B	EUR 0.39	Call	EUR 10	21 December 2012	3
NL0010166930	500,000	500,000	1	78680385	V941B	EUR 0.42	Call	EUR 8	21 September 2012	3
NL0010166948	500,000	500,000	1	78680407	V942B	EUR 0.42	Call	EUR 36	21 September 2012	3
NL0010166955	200,000	200,000	1	78680415	V943B	EUR 0.51	Call	EUR 85	21 September 2012	8
NL0010166963	500,000	500,000	1	78680199	V944B	EUR 0.63	Call	EUR 32	21 September 2012	5
NL0010166971	200,000	200,000	1	78680482	V945B	EUR 0.43	Call	USD 14	21 September 2012	2
NL0010166989	150,000	150,000	1	78680504	V946B	EUR 0.62	Call	CHF 160	21 September 2012	15
NL0010166997	200,000	200,000	1	78680202	V947B	EUR 0.89	Call	EUR 24	21 September 2012	2
NL0010167003	500,000	500,000	1	78680237	V948B	EUR 0.62	Call	EUR 43	21 September 2012	5
NL0010167011	2,000,000	2,000,000	1	78680245	V949B	EUR 0.37	Call	EUR 20	15 March 2013	5
NL0010167029	500,000	500,000	1	78680288	V950B	EUR 0.32	Call	EUR 4	21 September 2012	1
NL0010167037	500,000	500,000	1	78680423	V951B	EUR 0.52	Call	EUR 75	21 September 2012	8
NL0010167045	500,000	500,000	1	78680512	V952B	EUR 0.52	Put	EUR 70	21 September 2012	8
NL0010167052	500,000	500,000	1	78680296	V953B	EUR 0.46	Call	EUR 36	21 December 2012	5
NL0010167060	500,000	500,000	1	78680300	V954B	EUR 0.23	Call	EUR 10.50	21 September 2012	2
NL0010167078	500,000	500,000	1	78680318	V955B	EUR 0.95	Call	EUR 33	21 September 2012	3
NL0010167086	500,000	500,000	1	78680431	V956B	EUR 0.93	Put	EUR 30	21 September 2012	3

The underlying ("**Underlying**") in respect of each series ("**Series Number/ISIN Code**") is set out in the 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 January 2013.
4. Issue Date: 21 January 2013.
5. Consolidation: **In respect of Series Number NL0010166492 (relating to Apple)**  
100,000 Warrants are to be consolidated on 21 January 2013 and form a single series with the 200,000 Warrants issued on 23 May 2012.
6. Type of Securities:
  - (a) Warrants.
  - (b) The Securities are Share Securities.  
The Warrants are European Style Warrants.  
The Warrants are Call Warrants (**Call Warrants**) or Put Warrants (**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: 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: Not applicable.

to the Terms and Conditions:

## 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 specified in the table set out in Part C - "Other Applicable Terms", in respect of each series of Warrants (each an " <b>Underlying</b> ").  For the purposes of the Conditions, each Underlying shall be deemed to be a Share.
	(b) Relative Performance Basket:	Not applicable.
	(c) Share Currency:	As set out in Part C "Other Applicable Terms".
	(d) Exchange(s):	As set out 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:	If the Valuation Date is a Disrupted Day, the Settlement Price will be calculated in accordance with the provisions set out in the definition of Valuation Date provided in Condition 20.
	(k) Specified Maximum Days of Disruption:	20 (twenty) Scheduled Trading Days.
	(l) Valuation Time:	The Scheduled Closing Time.
	(m) Share Correction Period:	As per Conditions.
	(n) Dividend Payment:	Not applicable.
	(o) Listing Change:	Applicable.
	(p) Listing Suspension:	Applicable.
	(q) Illiquidity:	Applicable.
	(r) Tender Offer:	Applicable.
	(s) Other terms or special conditions:	Not applicable.
24.	ETI Securities:	Not applicable
25.	Debt Securities:	Not applicable.
26.	Commodity Securities:	Not applicable.
27.	Inflation Index Securities:	Not applicable.
28.	Currency Securities:	Not applicable.
29.	Fund Securities:	Not applicable.
30.	Market Access Securities:	Not applicable.

31.	Futures Securities:	Not applicable.
32.	Credit Securities:	Not applicable.
33.	Preference Share Certificates:	Not applicable.
34.	OET Certificates:	Not applicable.
35.	Additional Disruption Events:	Applicable.
36.	Optional Additional Disruption Events:	The following Optional Additional Disruption Event applies to the Securities: Insolvency Filing.
37.	Knock-in Event:	Not applicable.
38.	Knock-out Event:	Not applicable.

**PROVISIONS RELATING TO WARRANTS**

39.	Provisions relating to Warrants:	Applicable.
	(a) Units:	Warrants must be exercised in Units. Each Unit consists of the number of Warrants set out in "Specific Provisions for each Series" above.
	(b) Minimum Exercise Number:	The minimum number of Warrants that may be exercised (including automatic exercise) by any Holder is one (1) Warrant, and Warrants may only be exercised (including automatic exercise) in integral multiples of one (1) Warrant in excess thereof.
	(c) Maximum Exercise Number:	Not applicable.
	(d) Exercise Price(s):	The exercise price per Warrant (which may be subject to adjustment in accordance with Annex 2) is set out in "Specific Provisions for each Series" above.
	(e) Exercise Date:	The exercise date of the Warrants is set out in "Specific Provisions for each Series" above, provided that, if such date is not an Exercise Business Day, the Exercise Date shall be the immediately succeeding Exercise Business Day.
	(f) Exercise Period:	Not applicable.
	(g) Renunciation Notice Cut-off Time	Not applicable.
	(h) Valuation Date:	The Valuation Date shall be the Actual Exercise Date of the relevant Warrant, subject to the adjustments in accordance with Condition 20.
	(i) Strike Date:	Not applicable.
	(j) Averaging:	Averaging does not apply to the Warrants.
	(k) Observation Dates:	Not applicable.
	(l) Observation Period:	Not applicable.
	(m) Cash Settlement Amount:	A Holder, upon due exercise, will receive from the Issuer on the Settlement Date, in respect of each Warrant, a Cash Settlement Amount calculated by the Calculation Agent (which shall not be less than zero) equal to:

**In respect of Call Warrants:**

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

**In respect of Put Warrants:**

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

Where:

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

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

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

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

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

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

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

(n) Settlement Date:

As per Condition 20.

## 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: Not applicable.



consequences:

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 8 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 fifth (5th) Exchange Business Day preceding the Valuation Date (excluded), 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. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

Not applicable.

### 6. 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.

### 7. Operational Information

Relevant Clearing System(s): Euroclear France

Mnemonic Codes: See "**Specific Provisions for each Series**" in Part A.

### 8. 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.

9. **Placing and Underwriting**

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

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Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010166450	KONINKLIJKE AHOLD NV	EUR	NL0006033250	AHLN.AS	<a href="http://www.ahold.com">www.ahold.com</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166468	ALCATEL-LUCENT	EUR	FR0000130007	ALUA.PA	<a href="http://www.alcatel.fr">www.alcatel.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166476	ALLIANZ	EUR	DE0008404005	ALVG.DE	<a href="http://www.allianz.de/">www.allianz.de/</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010166484	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0010166492	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0010166500	APPLE	USD	US0378331005	AAPL.OQ	<a href="http://www.apple.com/fr/">www.apple.com/fr/</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0010166518	ARCELORMITTAL	EUR	LU0323134006	ISPA.AS	<a href="http://www.arcelormittal.com/">www.arcelormittal.com/</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166534	ARCELORMITTAL	EUR	LU0323134006	ISPA.AS	<a href="http://www.arcelormittal.com/">www.arcelormittal.com/</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166542	ARKEMA	EUR	FR0010313833	AKE.PA	<a href="http://www.arkema.fr">www.arkema.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166559	AXA	EUR	FR0000120628	AXAF.PA	<a href="http://www.axa.fr/">www.axa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166567	BANK OF AMERICA	USD	US0605051046	BAC.N	<a href="http://www.bankofamerica">www.bankofamerica</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166575	BARCLAYS	GBp	GB0031348658	BARC.L	<a href="http://www.group.barclays.com">www.group.barclays.com</a>	LSE	<a href="http://www.londonstockexchange.com">www.londonstockexchange.com</a>	EUR/GBP*
NL0010166583	BASF	EUR	DE000BASF111	BASFn.DE	<a href="http://www.basf.com">www.basf.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010166591	BELGACOM	EUR	BE0003810273	BCOM.BR	<a href="http://www.belgacom.be">www.belgacom.be</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166609	BMW	EUR	DE0005190003	BMWG.DE	<a href="http://www.bmw.com">www.bmw.com</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010166617	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	<a href="http://www.bnpparibas.net/">www.bnpparibas.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166625	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	<a href="http://www.bnpparibas.net/">www.bnpparibas.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166633	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	<a href="http://www.bnpparibas.net/">www.bnpparibas.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010166641	BNP PARIBAS	EUR	FR0000131104	BNPP.PA	<a href="http://www.bnpparibas.net/">www.bnpparibas.net/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166658	BOURBON	EUR	FR0004548873	GPBN.PA	<a href="http://bourbon-online.com/">bourbon-online.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166666	BP	GBp	GB0007980591	BP.L	<a href="http://www.bp.com">www.bp.com</a>	LSE	<a href="http://www.euronext.com">www.euronext.com</a>	EUR/GBP*
NL0010166674	CARREFOUR	EUR	FR0000120172	CARR.PA	<a href="http://www.carrefour.fr/">www.carrefour.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166682	CASINO	EUR	FR0000125585	CASP.PA	<a href="http://www.groupe-casino.fr/">www.groupe-casino.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166690	CATERPILLAR	USD	US1491231015	CAT.N	<a href="http://www.cat.com">www.cat.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166708	CITIGROUP	USD	US1729674242	C.N	<a href="http://www.citigroup.com">www.citigroup.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166716	CNP ASSURANCES	EUR	FR0000120222	CNPP.PA	<a href="http://www.cnp.fr/">www.cnp.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166724	DELHAIZE GROUP	EUR	BE0003562700	DELB.BR	<a href="http://www.delhaize.com">www.delhaize.com</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166732	DEUTSCHE BANK	EUR	DE0005140008	DBKGn.DE	<a href="http://www.deutsche-bank.de">www.deutsche-bank.de</a>	XETRA	<a href="http://www.deutsche-borse.com">www.deutsche-borse.com</a>	1
NL0010166740	EDENRED	EUR	FR0010908533	EDEN.PA	<a href="http://www.edenred.com">http://www.edenred.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166757	ERAMET	EUR	FR0000131757	ERMT.PA	<a href="http://www.eramet.fr">www.eramet.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166765	ESSILOR INTERNATIONAL	EUR	FR0000121667	ESSI.PA	<a href="http://www.essilor.fr/">www.essilor.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166773	EUTELSAT	EUR	FR0010221234	ETL.PA	<a href="http://www.eutelsat.org/fr/home/">www.eutelsat.org/fr/home/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166781	EXXON MOBIL	USD	US30231G1022	XOM.N	<a href="http://www.exxonmobil.com/">www.exxonmobil.com/</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166799	FAURECIA	EUR	FR0000121147	EPED.PA	<a href="http://www.faurecia.com">www.faurecia.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166807	FORD	USD	US3453708600	F.N	<a href="http://www.ford.com">www.ford.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166815	FRANCE TELECOM	EUR	FR0000133308	FTE.PA	<a href="http://www.francetelecom.com/">www.francetelecom.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166823	GDF SUEZ	EUR	FR0010208488	GSZ.PA	<a href="http://www.gdfsuez.com">www.gdfsuez.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166831	GENERAL ELECTRIC	USD	US3696041033	GE.N	<a href="http://www.ge.com/fr/">www.ge.com/fr/</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166849	GOLDMAN SACHS	USD	US38141G1040	GS.N	<a href="http://www2.goldmansachs.com">www2.goldmansachs.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010166856	IPSEN	EUR	FR0010259150	IPN.PA	<a href="http://www.ipsen.com">www.ipsen.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166864	JP MORGAN	USD	US46625H1005	JPM.N	<a href="http://www.jpmorgan.com">www.jpmorgan.com</a>	NYSE	<a href="http://www.nyse.com">www.nyse.com</a>	EUR/USD
NL0010166872	KBC BANK	EUR	BE0003565737	KBC.BR	<a href="https://www.kbc.be">https://www.kbc.be</a>	Euronext Brussels	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166880	MAUREL ET PROM	EUR	FR0000051070	MAUP.PA	<a href="http://www.maureletprom.fr/">www.maureletprom.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166898	NATIXIS	EUR	FR0000120685	CNAT.PA	<a href="http://www.natixis.fr/">www.natixis.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166906	NEOPOST	EUR	FR0000120560	NPOS.PA	<a href="http://www.neopost.fr/">www.neopost.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166914	NEXANS	EUR	FR0000044448	NEXS.PA	<a href="http://www.nexans.fr/">www.nexans.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166922	PEUGEOT	EUR	FR0000121501	PEUP.PA	<a href="http://www.psa.fr/">www.psa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166930	PEUGEOT	EUR	FR0000121501	PEUP.PA	<a href="http://www.psa.fr/">www.psa.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166948	PUBLICIS GROUP	EUR	FR0000130577	PUBP.PA	<a href="http://www.publicisgroupe.com/">www.publicisgroupe.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166955	REMY COINTREAU	EUR	FR0000130395	RCOP.PA	<a href="http://www.remy-cointreau.com/">www.remy-cointreau.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166963	RENAULT	EUR	FR0000131906	RENA.PA	<a href="http://www.renault.fr">www.renault.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010166971	RESEARCH IN MOTION	USD	CA7609751028	RIMM.OQ	<a href="http://www.rim.com">www.rim.com</a>	NASDAQ	<a href="http://www.nasdaq.com">www.nasdaq.com</a>	EUR/USD
NL0010166989	ROCHE HOLDING	CHF	CH0012032048	ROG.VX	<a href="http://www.roche.com/">www.roche.com/</a>	VIRT-X	<a href="http://www.swx europe.com">www.swx europe.com</a>	EUR/CHF
NL0010166997	ROYAL DUTCH SHELL	EUR	GB00B03MLX29	RDSa.AS	<a href="http://www.shell.com/">www.shell.com/</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167003	SCHNEIDER ELECTRIC	EUR	FR0000121972	SCHN.PA	<a href="http://www.schneider-electric.fr/">http://www.schneider-electric.fr/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167011	SOCIETE GENERALE	EUR	FR0000130809	SOGN.PA	<a href="http://www.societegenerale.fr">www.societegenerale.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167029	STMICROELECTRONICS	EUR	NL0000226223	STM.PA	<a href="http://www.st.com/">www.st.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167037	TECHNIP	EUR	FR0000131708	TECF.PA	<a href="http://www.technip.com/francais/index.html">www.technip.com/francais/index.html</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1

Series Number / ISIN Code	Underlying	Share Currency	ISIN Code of the Underlying	Reuters Code of the Underlying	Underlying website	Exchange	Exchange website	Exchange Rate
NL0010167045	TECHNIP	EUR	FR0000131708	TECF.PA	<a href="http://www.technip.com/francais/index.html">www.technip.com/francais/index.html</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167052	TOTAL	EUR	FR0000120271	TOTF.PA	<a href="http://www.total.com/">www.total.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167060	VEOLIA ENVIRONNEMENT	EUR	FR0000124141	VIE.PA	<a href="http://www.veoliaenvironnement.com/">www.veoliaenvironnement.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167078	VINCI	EUR	FR0000125486	SGEF.PA	<a href="http://www.vinci.com/">www.vinci.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1
NL0010167086	VINCI	EUR	FR0000125486	SGEF.PA	<a href="http://www.vinci.com/">www.vinci.com/</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>	1

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