

## **FINAL TERMS**

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** –Other than with respect to the jurisdiction(s) in which a key information document will be made available, the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the "**Insurance Mediation Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**MiFID II product governance / target market assessment** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

***Final Terms dated 21 January 2019***

***BNP PARIBAS***

***(incorporated in France)***

***(the Issuer)***

***Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83***

***Issue of EUR 5,000,000 2.525 per cent. Senior Non Preferred Notes due 23 January 2034***

***under the €90,000,000,000***

***Euro Medium Term Note Programme***

***(the Programme)***

## 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 under the sections entitled "Terms and Conditions of the French Law Notes" in the Base Prospectus dated 5 July 2018 which received visa n° 18-288 from the *Autorité des marchés financiers* ("**AMF**") on 5 July 2018 and the Supplements to the Base Prospectus dated 6 August 2018 and 9 November 2018 which together constitute a base prospectus for the purposes of the Directive 2003/71/EC, as amended (the "**Prospectus Directive**") (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive, and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus, these Final Terms and the Supplements to the Base Prospectus (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies may be obtained from, BNP Paribas Securities Services, Luxembourg Branch (in its capacity as Principal Paying Agent), 60, avenue J.F. Kennedy, L-1855 Luxembourg and (save in respect of the Final Terms) on the Issuer's website ([www.invest.bnpparibas.com](http://www.invest.bnpparibas.com)). The Base Prospectus, these Final Terms and the Supplements to the Base Prospectus will also be available on the AMF website ([www.amf-france.org](http://www.amf-france.org)) and these Final Terms will be available for viewing on the website of Euronext Paris. A copy of these Final Terms and the Base Prospectus and the Supplements to the Base Prospectus will be sent free of charge by the Issuer to any investor requesting such documents

- |     |   |  |
|-----|---|--|
| 1.  | Issuer:   | BNP Paribas  |
| 2.  | (i) Series Number:  | 18979  |
|     | (ii) Tranche Number:  | 1  |
| 3.  | Specified Currency:   | EUR  |
| 4.  | Aggregate Nominal Amount:   |  |
|     | (i) Series:   | EUR 5,000,000  |
|     | (ii) Tranche:   | EUR 5,000,000  |
| 5.  | Issue Price of Tranche:   | 100 per cent. of the Aggregate Nominal Amount                    |
| 6.  | Minimum Trading Size:   | EUR 100,000  |
| 7.  | (i) Specified Denomination:   | EUR 100,000  |
|     | (ii) Calculation Amount:  | EUR 100,000  |
| 8.  | (i) Issue Date and Interest Commencement Date                       | 23 January 2019  |
|     | (ii) Interest Commencement Date (if different from the Issue Date): | Not applicable   |
| 9.  | (i) Maturity Date:  | 23 January 2034  |
|     | (ii) Business Day Convention for Maturity Date:                     | Not applicable   |
| 10. | Form of Notes:  | Dematerialised bearer form ( <i>au porteur</i> )                 |
| 11. | Interest Basis:   | 2.525 per cent. Fixed Rate (further particulars specified below) |
| 12. | Coupon Switch:  | Not applicable   |

13.	Redemption/Payment Basis:	Redemption at par
14.	Change of Interest Basis or Redemption/Payment Basis:	Not applicable
15.	Put/Call Options:	Not applicable
16.	Exchange Rate:	Not applicable
17.	Status of the Notes:	Senior Non Preferred Notes MREL/TLAC Criteria Event: Applicable
18.	Knock-in Event:	Not applicable
19.	Knock-out Event:	Not applicable
20.	Method of distribution:	Non-syndicated
21.	Hybrid Notes:	Not applicable
22.	Tax Gross-Up:	Condition 6(e) ( <i>No Gross-Up</i> ) of the Terms and Conditions of the French Law Notes not applicable

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

23.	Interest:	Applicable
	(i) Interest Period(s):	From and including the Interest commencement Date to but excluding the Interest Payment Date falling on 23 January 2020.  Thereafter from and including each Interest Payment Date to but excluding the following Interest Payment Date, up to the Maturity Date.
	(ii) Interest Period End Date(s):	23 January in each year from and including 23 January 2020 to and including the Maturity Date
	(iii) Business Day Convention for Interest Period End Date(s):	Not applicable
	(iv) Interest Payment Date(s):	23 January in each year from and including 23 January 2020 to and including the Maturity Date
	(v) Business Day Convention for Interest Payment Date(s):	Following
	(vi) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s):	Not applicable
	(vii) Margin(s):	Not applicable
	(viii) Minimum Interest Rate:	Not applicable
	(ix) Maximum Interest Rate:	Not applicable
	(x) Day Count Fraction:	Actual/Actual (ICMA), unadjusted
	(xi) Determination Dates:	23 January in each year
	(xii) Accrual to Redemption:	Not applicable
	(xiii) Rate of Interest:	Fixed Rate

	(xiv) Coupon Rate: <i>(Include one or more of the following if applicable)</i>	Not applicable
<b>24.</b>	Fixed Rate Provisions:	Applicable
	(i) Fixed Rate of Interest:	2.525 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii) Fixed Coupon Amount(s):	EUR 2,525.00 per Calculation Amount
	(iii) Broken Amount(s):	Not applicable
	(iv) Resettable Notes:	Not applicable
<b>25.</b>	Floating Rate Provisions:	Not applicable
<b>26.</b>	Screen Rate Determination:	Not applicable
<b>27.</b>	ISDA Determination:	Not applicable
<b>28.</b>	FBF Determination:	Not applicable
<b>29.</b>	Zero Coupon Provisions:	Not applicable
<b>30.</b>	Index Linked Interest Provisions:	Not applicable
<b>31.</b>	Share Linked/ETI Share Linked Interest Provisions:	Not applicable
<b>32.</b>	Inflation Linked Interest Provisions:	Not applicable
<b>33.</b>	Commodity Linked Interest Provisions:	Not applicable
<b>34.</b>	Fund Linked Interest Provisions:	Not applicable
<b>35.</b>	ETI Linked Interest Provisions:	Not applicable
<b>36.</b>	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not applicable
<b>37.</b>	Underlying Interest Rate Linked Interest Provisions:	Not applicable
<b>38.</b>	Additional Business Centre(s) (Condition 3(e) of the Terms and Conditions of the English Law Notes or Condition 3(e) of the Terms and Conditions of the French Law Notes, as the case may be):	Not applicable

#### **PROVISIONS RELATING TO REDEMPTION**

<b>39.</b>	Final Redemption:	Calculation Amount x 100 per cent.
<b>40.</b>	Final Payout:	Not applicable
<b>41.</b>	Automatic Early Redemption:	Not applicable
<b>42.</b>	Issuer Call Option:	Not applicable
<b>43.</b>	Noteholder Put Option:	Not applicable
<b>44.</b>	Aggregation:	Not applicable
<b>45.</b>	Index Linked Redemption Amount:	Not applicable

46.	Share Linked/ETI Share Linked Redemption Amount:	Not applicable
47.	Inflation Linked Redemption Amount:	Not applicable
48.	Commodity Linked Redemption Amount:	Not applicable
49.	Fund Linked Redemption Amount:	Not applicable
50.	Credit Linked Notes:	Not applicable
51.	ETI Linked Redemption Amount:	Not applicable
52.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
53.	Underlying Interest Rate Linked Redemption Amount:	Not applicable
54.	Events of Default for Senior Preferred	Not applicable
55.	Administrator/Benchmark Event:	Not applicable
56.	Early Redemption Amount(s):	Final Redemption Amount
57.	Provisions applicable to Physical Delivery:	Not applicable
58.	Variation of Settlement:	
	(i) Issuer's option to vary settlement:	The Issuer does not have the option to vary settlement in respect of the Notes.
	(ii) Variation of Settlement of Physical Delivery Notes:	Not applicable
59.	CNY Payment Disruption Event:	Not applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

60.	Form of Notes:	Dematerialised bearer form ( <i>au porteur</i> ):
	New Global Note:	No
61.	Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):	Not applicable
62.	Identification information of Holders:	Not applicable
63.	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	No
64.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Bearer Global Note or Permanent Bearer Global Note, consequences of failure to pay, including any right of the Issuer to	Not applicable

forfeit the Notes and interest due on late payment:

- |     |   |                |
|-----|---|----------------|
| 65. | Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made: | Not applicable |
| 66. | Redenomination, renominatisation and reconventioning provisions:  | Not applicable |
| 67. | Masse (Condition 12 of the Terms and Conditions of the French Law Notes):   | Not applicable |
| 68. | Governing law:  | French law     |
| 69. | Calculation Agent:  | Not applicable |

#### DISTRIBUTION

- |     |   |   |
|-----|---|---|
| 70. | (i) If syndicated, names and addresses of Managers and underwriting commitments/quotas (material features) (specifying Lead Manager): | Not applicable  |
|     | (ii) Date of Subscription Agreement   | Not applicable  |
|     | (iii) Stabilisation Manager (if any):   | Not applicable  |
|     | (iv) If non-syndicated, name of relevant Dealer:  | Landesbank Baden-Württemberg  |
| 71. | Total commission and concession:  | Not applicable  |
| 72. | U.S. Selling Restrictions:  | Reg. S Compliance Category 2; TEFRA Not applicable  |
| 73. | Non exempt Offer:   | Not applicable  |
| 74. | Prohibition of Sales to EEA Retail Investors:   | Applicable  |
| 75. | United States Tax Considerations  | The Notes are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986. |

#### RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:   
Duly authorised

## PART B – OTHER INFORMATION

### 1. Listing and Admission to trading

- |      |   |  |
|------|---|--|
| (i)  | Listing and admission to trading:                           | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 23 January 2019. |
| (ii) | Estimate of total expenses related to admission to trading: | EUR 9,100  |

### 2. Ratings

- |          |  |
|----------|--|
| Ratings: | The Notes to be issued are expected to be rated:<br><br>A- by Standard & Poor's<br><br>Standard & Poor's is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) |
|----------|--|

### 3. Interests of Natural and Legal Persons Involved in the Issue

Save for the fees payable to the Dealer so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 4. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- |       |                          |  |
|-------|--------------------------|--|
| (i)   | Reasons for the offer:   | See "Use of Proceeds" wording in the Base Prospectus |
| (ii)  | Estimated net proceeds:  | EUR 5,000,000  |
| (iii) | Estimated total expenses | see above item I (ii)                                |

### 5. *Fixed Rate Notes only* – Yield

- |                      |                 |
|----------------------|-----------------|
| Indication of yield: | 2.525 per cent. |
|----------------------|-----------------|

### 6. Operational Information

- |       |   |   |
|-------|---|---|
| (i)   | ISIN:   | FR0013397965  |
| (ii)  | Common Code:  | 193853790   |
| (iii) | Any clearing system(s) other than Euroclear France Euroclear and Clearstream, Luxembourg approved by the Issuer and the Principal Paying Agent and the relevant identification number(s): | Not applicable  |
| (iv)  | Delivery:   | Delivery against payment  |
| (v)   | Additional Paying Agent(s) (if any):  | Not applicable  |
| (vi)  | Intended to be held in a manner which would allow Eurosystem eligibility:   | No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safe-keeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for |

Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(vii) Name and address of  
Registration Agent:

Not applicable