

**FINAL TERMS DATED 22 MARCH 2016**

**BNP Paribas Arbitrage Issuance B.V.**

*(incorporated in The Netherlands)  
(as Issuer)*

**BNP Paribas**

*(incorporated in France)  
(as Guarantor)*

**(Note, Warrant and Certificate Programme)**

**Issue of EUR 30,000,000 Autocall Standard Securities Notes relating to the CAC 40® Index due 15 June 2026**

**ISIN Code: XS1313824051**

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

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer, the Guarantor or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

None of the Issuer, the Guarantor or any Manager has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

**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 Notes” and Annex 1 – Additional Terms and Conditions for Payouts and Annex 2 – Additional Terms and Conditions for Index Linked Securities in the Base Prospectus dated 9 June 2015 which received visa no 15-262 from the *Autorité des marchés financiers* (“AMF”) on 9 June 2015 and any Supplements thereto approved and published on or before the date of these Final Terms (copies of which are available as described below) which together constitute a base prospectus for the purposes of Directive 2003/71/EC (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, the Guarantor 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 and these Final Terms (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies, may be obtained free of charge from, BNP Paribas Arbitrage S.N.C., (in its capacity as Principal Paying Agent), 160 – 162 boulevard MacDonald, 75019, Paris, France and (save in respect of the Final Terms) on <https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx>. The Base Prospectus will also be available on the AMF website [www.amf-france.org](http://www.amf-france.org). A summary of the Securities (which comprises the Summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms.

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1.	Issuer:	BNP Paribas Arbitrage Issuance B.V.
	Guarantor:	BNP Paribas
2.	Trade Date:	10 March 2016
3.	(i) Series Number:	EI292SIT
	(ii) Tranche Number:	1
4.	(i) Specified Currency:	Euro ("EUR")
	(ii) Settlement Currency:	EUR
	Specified Exchange Rate:	Not applicable
5.	Aggregate Nominal Amount:	
	(i) Series:	EUR 30,000,000
	(ii) Tranche	EUR 30,000,000
6.	Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount
7.	Minimum Trading Size:	EUR 1,000
8.	(i) Specified Denominations:	EUR 1,000
	(ii) Calculation Amount (Applicable to Notes in definitive form):	EUR 1,000
9.	Issue Date:	22 March 2016
10.	Maturity Date:	15 June 2026 or if that is not a Business Day the immediately succeeding Business Day
11.	Form of Notes:	Bearer
12.	Interest Basis:	Not applicable
13.	Coupon Switch:	Not applicable
14.	Redemption/Payment Basis:	Index Linked Redemption
		Payout Switch: Not applicable
		Payout Switch Election: Not applicable
15.	Put/Call Options:	Not applicable
16.	Exchange Rate:	Not applicable
17.	Strike Date:	31 May 2016
18.	Strike Price:	Not applicable
19.	Averaging:	Averaging does not apply to the Securities
20.	Observation Dates:	Not applicable
21.	Observation Period:	Not applicable
22.	Additional Disruption Events:	Applicable
23.	Optional Additional Disruption Events:	Not applicable

24.	Knock-in Event:	Applicable
		If the Knock-in Value is less than the Knock-in Level on the Knock-in Determination Day
(i)	SPS Knock-in Valuation:	Applicable
		<b>Knock-in Value</b> means Underlying Reference Value
		<b>SPS Valuation Date</b> means the Knock-in Determination Day or the Strike Date, as applicable
		<b>Strike Price Closing Value:</b> Applicable
		<b>Underlying Reference</b> is as set out in item 51(i) below
		<b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Level in respect of such day
		<b>Underlying Reference Strike Price</b> means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date
		<b>Underlying Reference Value</b> means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price
(ii)	Level:	Not applicable
(iii)	Knock-in Level/Knock-in Range Level:	60 per cent.
(iv)	Knock-in Period Beginning Date:	Not applicable
(v)	Knock-in Period Beginning Date Day Convention:	Not applicable
(vi)	Knock-in Determination Period:	Not applicable
(vii)	Knock-in Determination Day(s):	Redemption Valuation Date
(viii)	Knock-in Period Ending Date:	Not applicable
(ix)	Knock-in Period Ending Date Day Convention:	Not applicable
(x)	Knock-in Valuation Time:	Not applicable
(xi)	Knock-in Observation Price Source:	Not applicable
(xii)	Disruption Consequences:	Applicable
25.	Knock-out Event:	Not applicable
26.	Tax Gross-up:	Condition 6.4 ( <i>No Gross-up</i> ) applicable
27.	Method of distribution:	Non-syndicated

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

28.	Interest:	Not applicable
29.	Fixed Rate Provisions:	Not applicable
30.	Floating Rate Provisions:	Not applicable
31.	Screen Rate Determination:	Not applicable
32.	ISDA Determination	Not applicable
33.	FBF Determination:	Not applicable
34.	Zero Coupon Provisions:	Not applicable
35.	Index Linked Interest Provisions:	Not applicable
36.	Share Linked Interest Provisions:	Not applicable
37.	Inflation Linked Interest Provisions:	Not applicable
38.	Commodity Linked Interest Provisions:	Not applicable
39.	Fund Linked Interest Provisions:	Not applicable
40.	ETI Linked Interest Provisions:	Not applicable
41.	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not applicable
42.	Underlying Interest Rate Linked Interest Provisions:	Not applicable
43.	Debt Securities:	Not applicable
44.	Additional Business Centre(s) (Condition 3.13):	TARGET2

## PROVISIONS RELATING TO REDEMPTION

45.	Final Redemption Amount:	Final Payout
46.	Final Payout:	<p><b>Auto-Callable Products</b></p> <p>Autocall Standard Securities:</p> <p>Calculation Amount multiplied by:</p> <p>(A) If FR Barrier Value is greater than or equal to the Final Redemption Condition Level:</p> <p>100% + FR Exit Rate; or</p> <p>(B) If FR Barrier Value is less than the Final Redemption Condition Level and no Knock-in Event has occurred:</p> <p>100% + Coupon Airbag Percentage; or</p> <p>(C) If FR Barrier Value is less than the Final Redemption Condition Level and a Knock-in Event has occurred;</p>

**Min (100%, Final Redemption Value)**

**Where:**

**Coupon Airbag Percentage** means 0 per cent.

**Final Redemption Condition Level:** 100 per cent.

**Final Redemption Value** means Underlying Reference Value

**FR Barrier Value** means the Underlying Reference Value

**FR Exit Rate** means FR Rate

**FR Rate** means 90 per cent.

**Settlement Price Date** means the Valuation Date

**SPS FR Barrier Valuation Date** means the Settlement Price Date

**SPS Knock-In Valuation:** Applicable

**SPS Redemption Valuation Date** means the Settlement Price Date

**SPS Valuation Date** means the Strike Date, SPS FR Barrier Valuation Date or SPS Redemption Valuation Date, as applicable

**Strike Price Closing Value:** Applicable

**Underlying Reference** is as set out in item 51(i)

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date, the Closing Level in respect of such day

**Underlying Reference Strike Price** means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date

**Underlying Reference Value** means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price

**Valuation Date** means as per Conditions

47.	Automatic Early Redemption:	Applicable
(i)	Automatic Early Redemption Event:	Standard Automatic Early Redemption: Automatic Early Redemption Event 1: “greater than or equal to”
(ii)	Automatic Early Redemption Valuation Time:	Not applicable
(iii)	Automatic Early Redemption Payout:	SPS Automatic Early Redemption Payout $NA \times (\text{AER Redemption Percentage} + \text{AER Exit Rate})$ Where:  <b>AER Redemption Percentage</b> means 100%  <b>NA</b> means Calculation Amount  <b>Observation Date</b> means the relevant Automatic Early Redemption Valuation Date  <b>SPS AER Valuation:</b> Applicable  <b>SPS AER Value 1:</b> Underlying Reference Value  <b>Settlement Price Date</b> means the relevant Observation Date  <b>SPS ER Valuation Date</b> means the relevant Settlement Price Date  <b>SPS Valuation Date</b> means the SPS ER Valuation Date or the Strike Date, as applicable  <b>Strike Price Closing Value:</b> Applicable  <b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Level in respect of such day  <b>Underlying Reference Strike Price</b> means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date  <b>Underlying Reference Value</b> means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the Underlying Reference Strike Price
(iv)	Automatic Early Redemption Date(s):	As set out in the table in item 47(vii)
(v)	Automatic Early Redemption Level 1:	100 per cent.
(vi)	Automatic Early Redemption	Not applicable

Percentage:

(vii) AER Rate:

n	AER 1 Redemption Valuation Date <sub>n</sub>	Automatic Early Redemption Date <sub>n</sub>	AER Rate <sub>n</sub>
1	31 May 2017	14 June 2017	9%
2	31 May 2018	14 June 2018	18%
3	31 May 2019	14 June 2019	27%
4	1 June 2020	15 June 2020	36%
5	31 May 2021	14 June 2021	45%
6	31 May 2022	14 June 2022	54%
7	31 May 2023	14 June 2023	63%
8	31 May 2024	14 June 2024	72%
9	2 June 2025	16 June 2025	81%

(viii) AER Exit Rate: AER Rate, as set out in the table in item 47(vii)

(ix) Automatic Early Redemption Valuation Date(s)/Period(s): AER 1 Redemption Valuation Date(s) as set out in the table in item 47(vii)

(x) Observation Price Source: Not applicable

(xi) Underlying Reference Level: Not applicable

(xii) Underlying Reference Level 2: Not applicable

(xiii) SPS AER Valuation: Applicable:  
SPS AER Value 1

(xiv) AER Event 1 Underlying(s): See item 51(i) below

(xv) AER Event 2 Underlying(s): Not applicable

(xvi) AER Event 1 Basket: Not applicable

(xvii) AER Event 2 Basket: Not applicable

48. Issuer Call Option: Not applicable

49. Noteholder Put Option: Not applicable

50. Aggregation: Applicable

51. Index Linked Redemption Amount: Applicable

(i) Index/Basket of Indices: The "Underlying Index" or the "Underlying Reference" is the CAC 40® Index

The CAC 40® Index is a Multi-Exchange Index.

For the purposes of the Conditions, the Underlying Index shall be deemed an Index.

(ii) Index Currency: EUR

(iii)	Screen Page:	Bloomberg Code: CAC Index
(iv)	Redemption Valuation Date:	1 June 2026
(v)	Exchange Business Day:	Single Index Basis
(vi)	Scheduled Trading Day:	Single Index Basis
(vii)	Exchange(s) and Index Sponsor:	(a) The relevant Exchange is as set out in the Conditions; and (b) The relevant Index Sponsor is Euronext Paris
(viii)	Related Exchange:	All Exchanges
(ix)	Settlement Price:	Official closing level
(x)	Weighting:	Not applicable
(xi)	Valuation Time:	As per Conditions
(xii)	Index Correction Period:	As per Conditions
(xiii)	Specified Maximum Days of Disruption:	Specified Maximum Days of Disruption will be equal to eight (8).
(xiv)	Delayed Redemption on the Occurrence of an Index Adjustment Event:	Not applicable
(xv)	Additional provisions applicable to Custom Indices:	Not applicable
(xvi)	Additional provisions applicable to Futures Price Valuation:	Not applicable
52.	Share Linked Redemption Amount:	Not applicable
53.	Inflation Linked Redemption Amount:	Not applicable
54.	Commodity Linked Redemption Amount:	Not applicable
55.	Fund Linked Redemption Amount:	Not applicable
56.	Credit Linked Notes:	Not applicable
57.	ETI Linked Redemption Amount:	Not applicable
58.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
59.	Underlying Interest Rate Linked Redemption Amount:	Not applicable
60.	Debt Securities:	Not applicable
61.	Early Redemption Amount:	Market Value less Costs
62.	Provisions applicable to Physical Delivery:	Not applicable
63.	Hybrid Securities:	Not applicable

64. 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

65. CNY Payment Disruption Event: Not applicable

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

66. Form of the Notes: Bearer Notes
- New Global Note: No
- Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Bearer Notes only upon an Exchange Event
67. Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a): TARGET2
68. Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature): Not applicable
69. Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made: Not applicable
70. Redomination, renomination and reconventioning provisions: Not applicable
71. Calculation Agent: BNP Paribas Arbitrage S.N.C.
- Calculation Agent address for the purpose of the Noteholder Account Information Notice: 160 – 162 boulevard MacDonald, 75019, Paris, France
72. Principal Paying Agent: BNP Paribas Arbitrage S.N.C.

#### **DISTRIBUTION**

73. If syndicated, names of Managers: Not applicable
74. Total commission and concession: Not applicable
75. U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
76. Non exempt Offer: Not applicable

## 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 to list the Notes on the Official List of the Luxembourg Stock Exchange and to admit the Notes for trading on the Luxembourg Stock Exchange's regulated market with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR 3,800

### 2. Ratings

The Notes have not been rated.

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

"Save as discussed in the "Potential Conflicts of Interest" paragraph in the "Risk Factors" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer."

### 4. Performance of Rates of Exchange/Index/ Share/ Commodity/ Inflation/ Foreign Exchange Rate/ Fund/ Reference Entity/ Entities/ ETI Interest/ Formula and Other Information concerning the Underlying

Index	Website	Screen Page
CAC 40® Index	<a href="http://www.euronext.com">www.euronext.com</a>	Bloomberg CAC

### INDEX DISCLAIMER

#### *CAC 40® Index*

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#### General disclaimer

Neither the Issuer nor the Guarantor shall have any liability for any act or failure to act by an Index Sponsor in connection with the calculation, adjustment or maintenance of an Index. Except as disclosed prior to the Issue Date, neither the Issuer, the Guarantor nor their affiliates has any affiliation with or control over the computation, composition or dissemination of an Index. Although the Calculation Agent will obtain information concerning an Index from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by the Issuer, the Guarantor, their affiliates or the Calculation Agent as to the accuracy, completeness and timeliness of information concerning an Index.

## 5. OPERATIONAL INFORMATION

- |       |  |                          |
|-------|--|--------------------------|
| (i)   | ISIN:  | XS1313824051             |
| (ii)  | Common Code:   | 131382405                |
|       | Valoren:   | 27341924                 |
| (iii) | Any clearing system(s) other than 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                       |

## ISSUE SPECIFIC SUMMARY OF THE PROGRAMME IN RELATION TO THIS BASE PROSPECTUS

*Summaries are made up of disclosure requirements known as "Elements". These Elements are numbered in Sections A – E (A.1 – E.7). This Summary contains all the Elements required to be included in a summary for this type of Securities, Issuer and Guarantor. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in the summary because of the type of Securities, Issuer and Guarantor(s), it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element should be included in the summary explaining why it is not applicable.*

### Section A - Introduction and warnings

Element	Title	
A.1	Warning that the summary should be read as an introduction and provision as to claims	<ul style="list-style-type: none"> <li>• This summary should be read as an introduction to the Base Prospectus and the applicable Final Terms. In this summary, unless otherwise specified and except as used in the first paragraph of Element D.3, "Base Prospectus" means the Base Prospectus of BNPP B.V., BNPP, BP2F, BNPPF and BGL dated 9 June 2015 as supplemented from time to time. In the first paragraph of Element D.3, "Base Prospectus" means the Base Prospectus of BNPP B.V., BNPP, BP2F, BNPPF and BGL dated 9 June 2015.</li> <li>• Any decision to invest in any Securities should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the applicable Final Terms.</li> <li>• Where a claim relating to information contained in the Base Prospectus and the applicable Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating the Base Prospectus and the applicable Final Terms before the legal proceedings are initiated.</li> <li>• No civil liability will attach to the Issuer or the Guarantor in any such Member State solely on the basis of this summary, including any translation hereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the applicable Final Terms or, following the implementation of the relevant provisions of Directive 2010/73/EU in the relevant Member State, it does not provide, when read together with the other parts of the Base Prospectus and the applicable Final Terms, key information (as defined in Article 2.1(s) of the Prospectus Directive) in order to aid investors when considering whether to invest in the Securities.</li> </ul>

Element	Title	
A.2	Consent as to use the Base Prospectus, period of validity and other conditions attached	Not applicable – the Securities are not being offered to the public as part of a Non-exempt Offer.

#### Section B - Issuer and Guarantor

Element	Title																
B.1	Legal and commercial name of the Issuer	BNP Paribas Arbitrage Issuance B.V. ("BNPP B.V." or the "Issuer").															
B.2	Domicile/ legal form/ legislation/ country of incorporation	<p>The Issuer was incorporated in the Netherlands as a private company with limited liability under Dutch law having its registered office at Herengracht 595, 1017 CE Amsterdam, the Netherlands.</p> <p>BNPP B.V. is dependent upon BNPP. BNPP B.V. is a wholly owned subsidiary of BNPP specifically involved in the issuance of securities such as Notes, Warrants or Certificates or other obligations which are developed, setup and sold to investors by other companies in the BNPP Group (including BNPP). The securities are hedged by acquiring hedging instruments from BNP Paribas and BNP Paribas entities as described in Element D.2 below. As a consequence, the Trend Information described with respect to BNPP shall also apply to BNPP B.V.</p>															
B.5	Description of the Group	BNPP B.V. is a wholly owned subsidiary of BNP Paribas. BNP Paribas is the ultimate holding company of a group of companies and manages financial operations for those subsidiary companies (together the "BNPP Group").															
B.9	Profit forecast or estimate	The BNP Paribas Group generated 6,694 million euros in net income attributable to equity holders for the year ending 31 December 2015.															
B.10	Audit report qualifications	Not applicable, there are no qualifications in any audit report on the historical financial information included in the Base Prospectus.															
B.12	<p>Selected historical key financial information:</p> <p><b>Comparative Annual Financial Data - In EUR</b></p> <table> <tr> <th></th><th>31/12/2014</th><th>31/12/2013</th></tr> <tr> <td>Revenues</td><td>432,263</td><td>397,608</td></tr> <tr> <td>Net income, Group share</td><td>29,043</td><td>26,749</td></tr> <tr> <td>Total balance sheet</td><td>64,804,833,465</td><td>48,963,076,836</td></tr> <tr> <td>Shareholders' equity (Group share)</td><td>445,206</td><td>416,163</td></tr> </table> <p><b>Comparative Interim Financial Data – In EUR</b></p>			31/12/2014	31/12/2013	Revenues	432,263	397,608	Net income, Group share	29,043	26,749	Total balance sheet	64,804,833,465	48,963,076,836	Shareholders' equity (Group share)	445,206	416,163
	31/12/2014	31/12/2013															
Revenues	432,263	397,608															
Net income, Group share	29,043	26,749															
Total balance sheet	64,804,833,465	48,963,076,836															
Shareholders' equity (Group share)	445,206	416,163															

Element	Title		
		30/06/2015	30/06/2014
	Revenues	158,063	218,961
	Net Income, Group Share	10,233	14,804
		30/06/2015	31/12/2014
	Total Balance Sheet	51,184,742,227	64,804,833,465
	Shareholders' Equity (Group Share)	455,439	445,206
<p><b>Statements of no significant or material adverse change</b></p> <p>There has been no significant change in the financial or trading position of the BNPP Group since 30 June 2015 (being the end of the last financial period for which interim financial statements have been published). There has been no material adverse change in the prospects of BNPP or the BNPP Group since 31 December 2014 (being the end of the last financial period for which audited financial statements have been published).</p> <p>There has been no significant change in the financial or trading position of BNPP B.V since 30 June 2015 and there has been no material adverse change in the prospects of BNPP B.V. since 31 December 2014.</p>			
B.13	Events impacting the Issuer's solvency	Not applicable, as at 10 September 2015 and to the best of the Issuer's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Issuer's solvency since 30 June 2015.	
B.14	Dependence upon other group entities	<p>The Issuer is dependent upon BNPP and other members of the BNPP Group. See also Element B.5 above</p> <p>BNPP B.V. is dependent upon BNPP. BNPP B.V. is a wholly owned subsidiary of BNPP specifically involved in the issuance of securities such as Notes, Warrants or Certificates or other obligations which are developed, setup and sold to investors by other companies in the BNPP Group (including BNPP). The securities are hedged by acquiring hedging instruments from BNP Paribas and BNP Paribas entities as described in Element D.2 below.</p>	
B.15	Principal activities	The principal activity of the Issuer is to issue and/or acquire financial instruments of any nature and to enter into related agreements for the account of various entities within the BNPP Group.	
B.16	Controlling shareholders	BNP Paribas holds 100 per cent. of the share capital of the Issuer.	
B.17	Solicited credit ratings	BNPP B.V.'s long term credit ratings are A+ under CreditWatch negative (Standard & Poor's Credit Market Services France SAS) and BNPP B.V.'s short term credit ratings are A-1 (Standard & Poor's Credit Market Services France SAS).	

Element	Title	
B.18	Description of the Guarantee	<p>The Securities will be unconditionally and irrevocably guaranteed by BNP Paribas ("BNPP" or the "Guarantor") pursuant to an English law deed of guarantee executed by the Guarantor on or around 9 June 2015 (the "Guarantee").</p> <p>In the event of a bail-in of BNPP B.V. but not BNPP, the obligations and/or amounts owed by BNPP under the guarantee shall be reduced to reflect any such reduction or modification resulting from the application of a bail-in of BNPP B.V. by a relevant regulator.</p> <p>In the event of a bail-in of BNPP but not BNPP B.V., the obligations and/or amounts owed by BNPP under the guarantee shall be reduced to reflect any such modification or reduction applied to securities issued by BNPP resulting from the application of a bail-in of BNPP by any relevant regulator.</p>
B.19	Information about the Guarantor	
B.19/ B.1	Legal and commercial name of the Guarantor	BNP Paribas
B.19/ B.2	Domicile/ legal form/ legislation/ country of incorporation	The Guarantor was incorporated in France as a <i>société anonyme</i> under French law and licensed as a bank having its head office at 16, boulevard des Italiens – 75009 Paris, France.
B.19/ B.4b	Trend information	<p><b>Macroeconomic environment.</b></p> <p>Macroeconomic and market conditions affect BNPP's results. The nature of BNPP's business makes it particularly sensitive to macroeconomic and market conditions in Europe, which have been at times challenging and volatile in recent years.</p> <p>In 2015, the global economic activity remained sluggish. Growth slowed down in emerging countries, while modest recovery continued in developed countries. The global outlook is still impacted by three major transitions: the gradual slowdown of economic activity in China, the fall in prices of energy and other commodities, and the progressive tightening of the US monetary policy in a context of resilient recovery, while the central banks of several major developed countries are continuing to ease their monetary policies. For 2016, the IMF is forecasting the progressive recovery of global economic activity but with low growth prospects on the medium term in developed and emerging countries. The normalisation of monetary and financial conditions should be beneficial on the macro-financial level and significantly reduce downside risks.</p>

Element	Title	
		<p>In that context, two risks can be identified:</p> <p><i>Financial instability due to the vulnerability of emerging countries</i></p> <p>While the exposure of the BNP Paribas Group in emerging countries is limited, the vulnerability of these economies may generate disruptions in the global financial system that could affect the BNP Paribas Group and potentially alter its results.</p> <p>In numerous emerging economies, an increase in foreign currency commitments was observed in 2015, while the levels of indebtedness (both in foreign and local currencies) are already high. Moreover, the prospects of a progressive hike in key rates in the United States (first move by the Federal Reserve in December 2015), as well as bouts of high financial volatility linked to the growth prospects of emerging countries, have contributed to the stiffening of external financial conditions, a decrease in capital flows, further currency depreciations in numerous emerging countries and an increase in risks for banks, possibly leading to the downgrading of sovereign ratings.</p> <p>Given the possible standardisation of risk premiums, there is a risk of global market disruptions (rise in risk premiums, erosion of confidence, decline in growth, postponement or slowdown in the harmonisation of monetary policies, drop in market liquidity, problem with the valuation of assets, shrinking of the credit offering, and chaotic de-leveraging) that would affect all banking institutions.</p> <p><i>Systemic risks related to economic conditions and market liquidity</i></p> <p>The continuation of a situation with exceptionally low interest rates could promote excessive risk-taking by certain financial players: increase in the maturity of loans and assets held, less stringent loan granting policies, increase in leverage financing.</p> <p>Some players (insurance companies, pension funds, asset managers, etc.) entail an increasingly systemic dimension and in the event of market turbulence (linked for instance to a sudden rise in interest rates and/or a sharp price correction) they may decide to unwind large positions in an environment of relatively weak market liquidity.</p> <p>Such liquidity pressure could be exacerbated by the recent increase in the volume of assets under management placed with structures investing in illiquid assets.</p> <p><i>Laws and regulations applicable to financial institutions.</i></p> <p>Recent and future changes in the laws and regulations applicable to financial institutions may have a significant impact on BNPP. Measures that were recently adopted or which are (or whose application measures are) still in draft format, that have or are likely to have an impact on the Bank notably include:</p>

Element	Title	
		<ul style="list-style-type: none"> <li>- the structural reforms comprising the French banking law of 26 July 2013 requiring that banks create subsidiaries for or segregate "speculative" proprietary operations from their traditional retail banking activities, the "Volcker rule" in the US which restricts proprietary transactions, sponsorship and investment in private equity funds and hedge funds by US and foreign banks, and expected potential changes in Europe;</li> <li>- regulations governing capital: CRD IV/CRR, the international standard for total loss-absorbing capacity ("TLAC") and BNPP's designation as a financial institution that is of systemic importance by the Financial Stability Board;</li> <li>- the European Single Supervisory Mechanism ordinance of 6 November 2014;</li> <li>- the Directive of 16 April 2014 related to deposit guarantee schemes and its delegation and implementing decrees, the Directive of 15 May 2014 establishing a Bank Recovery and Resolution framework;</li> <li>- the Single Resolution Mechanism establishing the Single Resolution Council and the Single Resolution Fund;</li> <li>- the Final Rule by the US Federal Reserve imposing tighter prudential rules on the US transactions of large foreign banks, notably the obligation to create a separate intermediary holding company in the US (capitalised and subject to regulation) to house their US subsidiaries;</li> <li>- the new rules for the regulation of over-the-counter derivative activities pursuant to Title VII of the Dodd-Frank Wall Street Reform and Consumer Protection Act, notably margin requirements for uncleared derivative products and the derivatives of securities traded by swap dealers, major swap participants, security-based swap dealers and major security-based swap participants, and the rules of the US Securities and Exchange Commission which require the registration of banks and major swap participants active on derivatives markets and transparency and reporting on derivative transactions;</li> <li>- the new MiFID and MiFIR, and European regulations governing the clearing of certain over-the-counter derivative products by centralised counterparties and the disclosure of securities financing transactions to centralised bodies.</li> </ul> <p><b>Cyber risk</b></p> <p>In recent years, financial institutions have been impacted by a number of cyber incidents, notably involving large-scale alterations of data which compromise the quality of financial information. This risk remains today and BNPP, like other banks, has taken measures to implement systems to deal with cyber attacks that could destroy or damage data and critical systems and hamper the smooth running of its operations. Moreover, the regulatory and supervisory authorities are taking initiatives to promote the exchange of information on</p>

Element	Title																																		
		cyber security and cyber criminality in order to improve the security of technological infrastructures and establish effective recovery plans after a cyber incident.																																	
B.19/B.5	Description of the Group	BNPP is a European leading provider of banking and financial services and has four domestic retail banking markets in Europe, namely in Belgium, France, Italy and Luxembourg. It is present in 75 countries and has almost 188,000 employees, including over 147,000 in Europe. BNPP is the parent company of the BNP Paribas Group (the "BNPP Group").																																	
B.19/B.9	Profit forecast or estimate	The BNP Paribas Group generated 6,694 million euros in net income attributable to equity holders for the year ending 31 December 2015.																																	
B.19/ B.10	Audit report qualifications	Not applicable, there are no qualifications in any audit report on the historical financial information included in the Base Prospectus.																																	
B.19/ B.12	<p>Selected historical key financial information:</p> <p><b>Comparative Annual Financial Data - In millions of EUR</b></p> <table> <tr> <th></th><th>31/12/2015 (unaudited)</th><th>31/12/2014*</th></tr> <tr> <td>Revenues</td><td>42,938</td><td>39,168</td></tr> <tr> <td>Cost of risk</td><td>(3,797)</td><td>(3,705)</td></tr> <tr> <td>Net income, Group share</td><td>6,694</td><td>157</td></tr> </table> <p><i>* Restated following the application of accounting standards IFRS10, IFRS11 and IAS32 revised</i></p> <table> <tr> <th></th><th>31/12/2015</th><th>31/12/2014*</th></tr> <tr> <td>Common equity Tier 1 ratio (Basel 3 fully loaded CRD4)</td><td>10.9%</td><td>10.3%</td></tr> </table> <table> <tr> <th></th><th>31/12/2015 (unaudited)</th><th>31/12/2014*</th></tr> <tr> <td>Total consolidated balance sheet</td><td>1,994,193</td><td>2,077,758</td></tr> <tr> <td>Consolidated loans and receivables due from customers</td><td>682,497</td><td>657,403</td></tr> <tr> <td>Consolidated items due to customers</td><td>700,309</td><td>641,549</td></tr> <tr> <td>Shareholders' equity (Group share)</td><td>96,269</td><td>89,458</td></tr> </table> <p><i>* Restated according to the IFRIC 21 interpretation</i></p> <p><b>Comparative Interim Financial Data for the six month period ended 30 June 2015 – In millions of EUR</b></p>			31/12/2015 (unaudited)	31/12/2014*	Revenues	42,938	39,168	Cost of risk	(3,797)	(3,705)	Net income, Group share	6,694	157		31/12/2015	31/12/2014*	Common equity Tier 1 ratio (Basel 3 fully loaded CRD4)	10.9%	10.3%		31/12/2015 (unaudited)	31/12/2014*	Total consolidated balance sheet	1,994,193	2,077,758	Consolidated loans and receivables due from customers	682,497	657,403	Consolidated items due to customers	700,309	641,549	Shareholders' equity (Group share)	96,269	89,458
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Shareholders' equity (Group share)	96,269	89,458																																	

Element	Title		
		1H15	1H14*
	Revenues	22,144	19,480
	Cost of risk	(1,947)	(1,939)
	Net income, Group share	4,203	(2,815)
		30/06/2015	31/12/2014*
	Common equity Tier 1 ratio (Basel 3 fully loaded, CRD4)	10.6%	10.3%
	Total consolidated balance sheet	2,138,509	2,077,758
	Consolidated loans and receivables due from customers	697,405	657,403
	Consolidated items due to customers	687,365	641,549
	Shareholders' equity (Group share)	92,078	89,458
	<i>* Restated according to the IFRIC 21 interpretation</i>		
		9M15	9M14*
	Revenues	32,489	29,018
	Cost of risk	(2,829)	(2,693)
	Net income, Group share	6,029	(1,220)
		30/09/2015	31/12/2014*
	Common equity Tier 1 ratio (Basel 3 fully loaded, CRD4)	10.7%	10.3%
	Total consolidated balance sheet	2,145,416	2,077,758
	Consolidated loans and receivables due from customers	676,548	657,403
	Consolidated items due to customers	675,143	641,549
	Shareholders' equity (Group share)	94,788	89,458
	<i>* Restated according to the IFRIC 21 interpretation.</i>		
	<i>Statements of no significant or material adverse change</i>		

Element	Title	
	See Element B.12 above in the case of the BNPP Group.	
	There has been no material adverse change in the prospects of BNPP since 31 December 2014 (being the end of the last financial period for which audited financial statements have been published).	
<b>B.19/ B.13</b>	Events impacting the Guarantor's solvency	As at 29 February 2016 and to the best of the Guarantor's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Guarantor's solvency since 30 June 2015.
<b>B.19/ B.14</b>	Dependence upon other Group entities	<p>Subject to the following paragraph, BNPP is not dependent upon other members of the BNPP Group.</p> <p>In April 2004, BNPP began outsourcing IT Infrastructure Management Services to the BNP Paribas Partners for Innovation (BP<sup>2</sup>I) joint venture set up with IBM France at the end of 2003. BP<sup>2</sup>I provides IT Infrastructure Management Services for BNPP and several BNPP subsidiaries in France (including BNP Paribas Personal Finance, BP2S, and BNP Paribas Cardif), Switzerland, and Italy. In mid-December 2011 BNPP renewed its agreement with IBM France for a period lasting until end-2017. At the end of 2012, the parties entered into an agreement to gradually extend this arrangement to BNP Paribas Fortis as from 2013.</p> <p>BP<sup>2</sup>I is under the operational control of IBM France. BNP Paribas has a strong influence over this entity, which is 50/50 owned with IBM France. The BNP Paribas staff made available to BP<sup>2</sup>I make up half of that entity's permanent staff, its buildings and processing centres are the property of the Group, and the governance in place provides BNP Paribas with the contractual right to monitor the entity and bring it back into the Group if necessary.</p> <p>ISFS, a fully-owned IBM subsidiary, handles IT Infrastructure Management for BNP Paribas Luxembourg.</p> <p>BancWest's data processing operations are outsourced to Fidelity Information Services. Cofinoga France's data processing is outsourced to SDDC, a fully-owned IBM subsidiary.</p> <p>See also Element B.5 above.</p>
<b>B.19/ B.15</b>	Principal activities	<p>BNP Paribas holds key positions in its two main businesses:</p> <ul style="list-style-type: none"> <li>• <b>Retail Banking and Services</b>, which includes: <ul style="list-style-type: none"> <li>• Domestic Markets, comprising: <ul style="list-style-type: none"> <li>• French Retail Banking (FRB),</li> <li>• BNL banca commerciale (BNL bc), Italian retail</li> </ul> </li> </ul> </li> </ul>

Element	Title	
		<p>banking,</p> <ul style="list-style-type: none"> <li>• Belgian Retail Banking (BRB),</li> <li>• Other Domestic Markets activities, including Luxembourg Retail Banking (LRB);</li> <li>• International Financial Services, comprising: <ul style="list-style-type: none"> <li>• Europe-Mediterranean,</li> <li>• BancWest,</li> <li>• Personal Finance,</li> <li>• Insurance,</li> <li>• Wealth and Asset Management;</li> </ul> </li> <li>• <b>Corporate and Institutional Banking (CIB)</b>, which includes: <ul style="list-style-type: none"> <li>• Corporate Banking,</li> <li>• Global Markets,</li> <li>• Securities Services.</li> </ul> </li> </ul>
<b>B.19/ B.16</b>	Controlling shareholders	<p>None of the existing shareholders controls, either directly or indirectly, BNPP. The main shareholders are Société Fédérale de Participations et d'Investissement ("SFPI") a <i>public-interest société anonyme</i> (public limited company) acting on behalf of the Belgian government holding 10.3% of the share capital as at 31 December 2014 and Grand Duchy of Luxembourg holding 1.0% of the share capital as at 31 December 2014. To BNPP's knowledge, no shareholder other than SFPI owns more than 5% of its capital or voting rights.</p>
<b>B.19/ B.17</b>	Solicited credit ratings	<p>BNPP's long term credit ratings are A+ under CreditWatch negative (Standard &amp; Poor's Credit Market Services France SAS), A1 with a stable outlook (Moody's Investors Service Ltd.) and A+ with a stable outlook (Fitch France S.A.S.) and BNPP's short-term credit ratings are A-1 (Standard &amp; Poor's Credit Market Services France SAS), P-1 (Moody's Investors Service Ltd.) and F1 (Fitch France S.A.S.).</p> <p>A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.</p>

#### Section C – Securities

Element	Title	
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Element	Title	
C.1	Type and class of Securities/ISIN	<p>The Securities are notes ("Notes") and are issued in Series. The Series Number of the Securities is EI292SIT. The Tranche number is 1.</p> <p>The ISIN is: XS1313824051</p> <p>The Common Code is: 131382405</p> <p>The Valoren is: 27341924</p> <p>The Securities are cash settled Securities</p>
C.2	Currency	<p>The currency of this Series of Securities is Euro (EUR).</p> <p>The Notes are denominated in EUR (the "Specified Currency"), and amounts payable on the Notes in respect of principal are payable in EUR (the "Settlement Currency")</p>
C.5	Restrictions on free transferability	<p>The Securities will be freely transferable, subject to the offering and selling restrictions in the United States, the European Economic Area, Austria, Belgium, the Czech Republic, Denmark, Finland, France, Germany, Hungary, Ireland, Italy, Luxembourg, Norway, Portugal, Spain, Sweden, the Republic of Italy, the Netherlands, Poland, the United Kingdom, Japan and Australia and under the Prospectus Directive and the laws of any jurisdiction in which the relevant Securities are offered or sold.</p>
C.8	Rights attaching to the Securities	<p>Securities issued under the Programme will have terms and conditions relating to, among other matters:</p> <p><b>Status</b></p> <p>The Notes are issued on an unsecured basis. Securities issued on an unsecured basis and the relative Coupons constitute direct, unconditional, unsecured and unsubordinated obligations of the Issuer and rank and will rank <i>pari passu</i> among themselves and at least <i>pari passu</i> with all other direct, unconditional, unsecured and unsubordinated indebtedness of the Issuer (save for statutorily preferred exceptions).</p> <p><b>Taxation</b></p> <p>Neither the Issuer nor the Guarantor shall be liable for or otherwise obliged to pay any tax, duty, withholding or other payment which may arise as a result of the ownership, transfer, presentation and surrender for payment, or enforcement of any Note and all payments made by the Issuer or the Guarantor shall be made subject to any tax, duty, withholding or other payment which may be required to be made, paid, withheld or deducted.</p> <p>Payments will be subject in all cases to (i) any fiscal or other laws and regulations applicable thereto in the place of payment, but without prejudice to the provisions of Note Condition 6, (ii) any withholding or deduction</p>

Element	Title	
		<p>required pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986 (the "Code") or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, any official interpretations thereof, or (without prejudice to the provisions of Note Condition 6) any law implementing an intergovernmental approach thereto, and (iii) any withholding or deduction required pursuant to Section 871(m) of the Code</p> <p><b><i>Negative pledge</i></b></p> <p>The terms of the Securities will not contain a negative pledge provision.</p> <p><b><i>Events of Default</i></b></p> <p>The terms of the Notes will contain events of default including non-payment, non-performance or non-observance of the Issuer's or Guarantor's obligations in respect of the Securities; the insolvency or winding up of the Issuer or Guarantor;</p> <p><b><i>Meetings</i></b></p> <p>The terms of the Securities will contain provisions for calling meetings of holders of such Securities to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.</p> <p><b><i>Governing law</i></b></p> <p>The Note Agency Agreement (as amended, supplemented and/or restated from time to time), the Deed of Covenant (as amended, supplemented and/or restated from time to time), the Guarantees in respect of the Notes, the Notes, the Receipts and the Coupons and any non-contractual obligations arising out of or in connection with the Note Agency Agreement (as amended, supplemented and/or restated from time to time), the Deed of Covenant (as amended, supplemented and/or restated from time to time), the Guarantees, the Notes (except as aforesaid), the Receipts and the Coupons are governed by, and shall be construed in accordance with, English law.</p>
C.9	Interest/Redemption	<p><b><i>Interest</i></b></p> <p>The Securities do not bear or pay interest.</p> <p><b><i>Redemption</i></b></p> <p>Unless previously redeemed or cancelled, each Security will be redeemed on the Maturity Date as set out in Element C.18.</p>

Element	Title	
		<p>The above provisions are subject to adjustment as provided in the conditions of the Notes to take into account events in relation to the Specified Currency. This may lead to delays in the payment of principal, or such payments being made in a different currency than expected. In such circumstances, Noteholders may also be required to provide certain information to the Issuer (including, <i>inter alios</i>, specifying an account into which they can receive the relevant currency), and payments by the Issuer may be delayed or the Issuer may be discharged from its payment obligations in respect of the Notes, if Noteholders fail to provide the requested information within the prescribed time period.</p> <p><b>Representative of Holders</b></p> <p>No representative of the Holders has been appointed by the Issuer.</p> <p>Please also refer to item C.8 above for rights attaching to the Securities.</p>
C.10	Derivative component in the interest payment	Not applicable
		Please also refer to Elements C.9 above and C.15 below.
C.11	Admission to Trading	Application has been made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Luxembourg Stock Exchange
C.15	How the value of the investment in the derivative securities is affected by the value of the underlying assets	<p>The amount payable in respect of amount payable on redemption is calculated by reference to the CAC 40® Index (the “Underlying Reference” or the “Index”).</p> <p>See item C.9 above and C.18 below.</p>
C.16	Maturity of the derivative Securities	The Maturity Date of the Securities is 15 June 2026
C.17	Settlement Procedure	<p>This Series of Securities is cash settled.</p> <p>The Issuer does not have the option to vary settlement.</p>
C.18	Return on derivative securities	<p>See Element C.8 above for the rights attaching to the Securities.</p> <p>See Element C.9 above for information on interest.</p> <p><b>Final Redemption</b></p> <p>Unless previously redeemed or purchased and cancelled, each Security will be redeemed by the Issuer on the Maturity Date at the Final Redemption Amount equal to the Final Payout:</p> <p><b>Final Payouts</b></p> <p><b>Auto-Callable Products</b></p>

Element	Title	
		<p><b>Autocall Standard Securities:</b></p> <p><b>Calculation Amount multiplied by:</b></p> <p>I) If FR Barrier Value is greater than or equal to the Final Redemption Condition Level:</p> <p style="padding-left: 40px;">100% + 90% ; or</p> <p>II) If FR Barrier Value is less than the Final Redemption Condition Level and no Knock-in Event has occurred:</p> <p style="padding-left: 40px;">100%; or</p> <p>III) If FR Barrier Value is less than the Final Redemption Condition Level and a Knock-in Event has occurred;</p> <p style="padding-left: 40px;">Min (100%, Final Redemption Value)</p> <p><b>Calculation Agent</b> means BNP Paribas Arbitrage S.N.C.</p> <p><b>Calculation Amount</b> means EUR 1,000</p> <p><b>Closing Level</b> means, in respect of the Underlying Reference and a Scheduled Trading Day, the official closing level of such Underlying Reference on such day as determined by the Calculation Agent</p> <p><b>Final Redemption Condition Level</b> means 100 per cent.</p> <p><b>Final Redemption Value</b> means Underlying Reference Value</p> <p><b>FR Barrier Value</b> means the Underlying Reference Value</p> <p><b>Index</b> means the Underlying Reference</p> <p><b>Knock-in Determination Day</b> means Redemption Valuation Date</p> <p><b>Knock-in Event</b> is applicable</p> <p><b>Knock-in Event</b> means, if the Knock-in Value is less than the Knock-in Level on the Knock-in Determination Day</p> <p><b>Knock-in Level</b> means 60 per cent.</p> <p><b>Knock-in Value</b> means Underlying Reference Value</p> <p><b>Redemption Valuation Date</b> means 1 June 2026</p> <p><b>Scheduled Trading Day</b> means a day on which the relevant Index Sponsor is scheduled to publish the level of the Index and each exchange or quotation system where trading has a material effect on the overall market for futures or options contracts relating to such Index are scheduled to be open for trading during their respective regular trading session(s)</p>

Element	Title	
		<p><b>Settlement Price Date</b> means the Valuation Date</p> <p><b>SPS FR Barrier Valuation Date</b> means the Settlement Price Date</p> <p><b>SPS Redemption Valuation Date</b> means the Settlement Price Date</p> <p><b>SPS Valuation Date</b> means the Strike Date, the SPS Redemption Valuation Date, the SPS FR Barrier Valuation Date, the Knock-in Determination Day, as applicable</p> <p><b>Strike Date</b> means 31 May 2016</p> <p><b>Underlying Reference:</b> see section C.15</p> <p><b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p> <p><b>Underlying Reference Strike Price</b> means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p> <p><b>Underlying Reference Value</b> means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the relevant Underlying Reference Strike Price</p> <p><b>Valuation Date</b> means Redemption Valuation Date</p> <p>The above provisions are subject to adjustment as provided in the conditions of the Securities to take into account events in relation to the Underlying Reference or the Securities. This may lead to adjustments being made to the Securities or, in some cases, the Securities being terminated early at an early redemption amount (see item C.9).</p> <p><b><i>Automatic Early Redemption</i></b></p> <p>If on any Automatic Early Redemption Valuation Date an Automatic Early Redemption Event occurs, the Securities will be redeemed early at the Automatic Early Redemption Amount on the Automatic Early Redemption Date.</p> <p>The Automatic Early Redemption Amount in respect of each nominal amount of Notes equal to the Calculation Amount will be equal to the SPS Automatic Early Redemption payout:</p> <p>The SPS Automatic Early Redemption Payout is: <math>NA \times (100\% + \text{AER Exit Rate})</math>.</p> <p><b>Automatic Early Redemption Event</b> means on the Automatic Early Redemption Valuation Date the SPS AER Value 1 is greater than or equal to the Automatic Early Redemption Level 1</p> <p><b>Automatic Early Redemption Level 1</b> means 100%</p> <p><b>AER Exit Rate</b> means AER Rate, as set out in the table below</p> <p><b>AER 1 Redemption Valuation Date(s)</b> means as set out in the table below</p>

Element	Title																																									
		<p><b>Automatic Early Redemption Valuation Date</b> means AER 1 Redemption Valuation Date, as set out in the table below</p> <p><b>Automatic Early Redemption Date</b> means as set out in the table below</p> <table><tr><th>n</th><th>AER 1 Redemption Valuation Date<sub>n</sub></th><th>Automatic Early Redemption Date<sub>n</sub></th><th>AER Rate<sub>n</sub></th></tr><tr><td>1</td><td>31 May 2017</td><td>14 June 2017</td><td>9%</td></tr><tr><td>2</td><td>31 May 2018</td><td>14 June 2018</td><td>18%</td></tr><tr><td>3</td><td>31 May 2019</td><td>14 June 2019</td><td>27%</td></tr><tr><td>4</td><td>1 June 2020</td><td>15 June 2020</td><td>36%</td></tr><tr><td>5</td><td>31 May 2021</td><td>14 June 2021</td><td>45%</td></tr><tr><td>6</td><td>31 May 2022</td><td>14 June 2022</td><td>54%</td></tr><tr><td>7</td><td>31 May 2023</td><td>14 June 2023</td><td>63%</td></tr><tr><td>8</td><td>31 May 2024</td><td>14 June 2024</td><td>72%</td></tr><tr><td>9</td><td>2 June 2025</td><td>16 June 2025</td><td>81%</td></tr></table> <p>NA means the Calculation Amount</p> <p><b>Observation Date</b> means the relevant Automatic Early Redemption Valuation Date</p> <p><b>Settlement Price Date</b> means the relevant Observation Date</p> <p><b>SPS AER Value 1: Underlying Reference Value</b></p> <p><b>SPS ER Valuation Date</b> means the relevant Settlement Price Date</p> <p><b>SPS Valuation Date</b> means the SPS ER Valuation Date or the Strike Date, as applicable</p> <p><b>Strike Date</b> means 31 May 2016</p> <p><b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Level in respect of such day</p> <p><b>Underlying Reference Strike Price</b> means, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date</p> <p><b>Underlying Reference Value</b> means, in respect of an Underlying Reference and a SPS Valuation Date, (i) the Underlying Reference Closing Price Value for such Underlying Reference in respect of such SPS Valuation Date (ii) divided by the relevant Underlying Reference Strike Price</p>	n	AER 1 Redemption Valuation Date <sub>n</sub>	Automatic Early Redemption Date <sub>n</sub>	AER Rate <sub>n</sub>	1	31 May 2017	14 June 2017	9%	2	31 May 2018	14 June 2018	18%	3	31 May 2019	14 June 2019	27%	4	1 June 2020	15 June 2020	36%	5	31 May 2021	14 June 2021	45%	6	31 May 2022	14 June 2022	54%	7	31 May 2023	14 June 2023	63%	8	31 May 2024	14 June 2024	72%	9	2 June 2025	16 June 2025	81%
n	AER 1 Redemption Valuation Date <sub>n</sub>	Automatic Early Redemption Date <sub>n</sub>	AER Rate <sub>n</sub>																																							
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<b>C.19</b>	Final reference price of the Underlying	The final reference price of the underlying will be determined in accordance with the valuation mechanics set out in Element C.9 and Element C.18 above
<b>C.20</b>	Underlying	The Underlying Reference specified in Element C.9 and Element C.18 above. Information on the Underlying Reference can be obtained from the Bloomberg Screen Page: Bloomberg CAC

#### Section D – Risks

<b>Element</b>	<b>Title</b>	
<b>D.2</b>	Key risks regarding the Issuer and the Guarantor	<p>There are certain factors that may affect the Issuer's ability to fulfil its obligations under the Securities issued under the Programme and the Guarantor's obligations under the Guarantee.</p> <p>Eleven main categories of risk are inherent in BNPP's activities:</p> <ul style="list-style-type: none"> <li>(a) Credit Risk;</li> <li>(b) Counterparty Credit Risk;</li> <li>(c) Securitisation;</li> <li>(d) Market Risk;</li> <li>(e) Operational Risk;</li> <li>(f) Compliance and Reputation Risk;</li> <li>(g) Concentration Risk;</li> <li>(h) Banking Book Interest Rate Risk;</li> <li>(i) Strategic and Business Risks;</li> <li>(j) Liquidity Risk; and</li> <li>(k) Insurance subscription Risk.</li> </ul> <p>Difficult market and economic conditions have had and may continue to have a material adverse effect on the operating environment for financial institutions and hence on BNPP's financial condition, results of operations and cost of risk.</p> <p>Due to the geographic scope of its activities, BNPP may be vulnerable to country or regional-specific political, macroeconomic and financial environments or circumstances.</p> <p>BNPP's access to and cost of funding could be adversely affected by a resurgence of financial crises, worsening economic conditions, rating downgrades, increases in credit spreads or other factors.</p> <p>Significant interest rate changes could adversely affect BNPP's revenues or</p>

Element	Title	
		<p>profitability.</p> <p>The prolonged low interest rate environment carries inherent systemic risks.</p> <p>The soundness and conduct of other financial institutions and market participants could adversely affect BNPP.</p> <p>BNPP may incur significant losses on its trading and investment activities due to market fluctuations and volatility.</p> <p>BNPP may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns.</p> <p>Protracted market declines can reduce liquidity in the markets, making it harder to sell assets and possibly leading to material losses.</p> <p>Laws and regulations adopted in response to the global financial crisis may materially impact BNPP and the financial and economic environment in which it operates.</p> <p>BNPP is subject to extensive and evolving regulatory regimes in the jurisdictions in which it operates.</p> <p>BNPP may incur substantial fines and other administrative and criminal penalties for non-compliance with applicable laws and regulations.</p> <p>There are risks related to the implementation of BNPP's strategic plan.</p> <p>BNPP may experience difficulties integrating acquired companies and may be unable to realize the benefits expected from its acquisitions.</p> <p>Intense competition by banking and non-banking operators could adversely affect BNPP's revenues and profitability.</p> <p>A substantial increase in new provisions or a shortfall in the level of previously recorded provisions could adversely affect BNPP's results of operations and financial condition.</p> <p>BNPP's risk management policies, procedures and methods may leave it exposed to unidentified or unanticipated risks, which could lead to material losses.</p> <p>BNPP's hedging strategies may not prevent losses.</p> <p>Adjustments to the carrying value of BNPP's securities and derivatives portfolios and BNPP's own debt could have an impact on its net income and shareholders' equity.</p> <p>The expected changes in accounting principles relating to financial instruments may have an impact on BNPP's balance sheet and regulatory capital ratios and result in additional costs.</p> <p>BNPP's competitive position could be harmed if its reputation is damaged.</p>

Element	Title	
		<p>An interruption in or a breach of BNPP's information systems may result in material losses of client or customer information, damage to BNPP's reputation and lead to financial losses.</p> <p>Unforeseen external events may disrupt BNPP's operations and cause substantial losses and additional costs.</p> <p>The following risk factors relate to BNPP B.V.: BNPP B.V. is an operating company. BNPP B.V.'s sole business is the raising and borrowing of money by issuing securities such as Notes, Warrants or Certificates or other obligations. BNPP B.V. has, and will have, no assets other than hedging agreements (OTC contracts mentioned in the Annual Reports), cash and fees payable to it, or other assets acquired by it, in each case in connection with the issue of securities or entry into other obligations related thereto from time to time. BNPP B.V. has a small equity and limited profit base. The net proceeds from each issue of Securities issued by the Issuer will become part of the general funds of BNPP B.V. BNPP B.V. uses such proceeds to hedge its market risk by acquiring hedging instruments from BNP Paribas and BNP Paribas entities and/or, in the case of Secured Securities, to acquire Collateral Assets. The ability of BNPP B.V. to meet its obligations under securities issued by it will depend on the receipt by it of payments under the relevant hedging agreements. Consequently, Holders of BNPP B.V. Securities will, subject to the provisions of the relevant Guarantee issued by BNP Paribas, be exposed to the ability of BNP Paribas and BNP Paribas entities to perform their obligations under such hedging agreements.</p>
<b>D.3</b>	Key risks regarding the Securities	<p>There are certain factors which are material for the purposes of assessing the market risks associated with Securities issued under the Programme, including that Securities are unsecured obligations, the trading price of the Securities is affected by a number of factors including, but not limited to, the price of the relevant Underlying Reference(s), time to expiration or redemption and volatility and such factors mean that the trading price of the Securities may be below the Final Redemption Amount or Cash Settlement Amount or value of the Entitlement, exposure to the Underlying Reference in many cases will be achieved by the relevant Issuer entering into hedging arrangements and, in respect of Securities linked to an Underlying Reference, potential investors are exposed to the performance of these hedging arrangements and events that may affect the hedging arrangements and consequently the occurrence of any of these events may affect the value of the Securities, the occurrence of an additional disruption event or optional additional disruption event may lead to an adjustment to the Securities, cancellation (in the case of Warrants) or early redemption (in the case of Notes and Certificates) or may result in the amount payable on scheduled redemption being different from the amount expected to be paid at scheduled redemption and consequently the occurrence of an additional disruption event and/or optional additional disruption event may have an adverse effect on the value or liquidity of the Securities, in certain circumstances settlement may</p>

Element	Title	
		<p>be postponed or payments made in USD if the Settlement Currency specified in the applicable Final Terms is not freely transferable, convertible or deliverable, expenses and taxation may be payable in respect of the Securities, the Securities may be cancelled (in the case of Warrants) or redeemed (in the case of Notes and Certificates) in the case of illegality or impracticability and such cancellation or redemption may result in an investor not realising a return on an investment in the Securities, any judicial decision or change to an administrative practice or change to English law or French law, as applicable, after the date of the Base Prospectus could materially adversely impact the value of any Securities affected by it, a reduction in the rating, if any, accorded to outstanding debt securities of the Issuer or Guarantor (if applicable) by a credit rating agency could result in a reduction in the trading value of the Securities, certain conflicts of interest may arise (see Element E.4 below), the only means through which a Holder can realise value from the Security prior to its Exercise Date, Maturity Date or Redemption Date, as applicable, is to sell it at its then market price in an available secondary market and that there may be no secondary market for the Securities (which could mean that an investor has to exercise or wait until redemption of the Securities to realise a greater value than its trading value) an active secondary market may never be established or may be illiquid and this may adversely affect the value at which the investor may sell its Securities (investors may suffer a partial or total loss of their investment). BNP Paribas Arbitrage S.N.C. is required to act as market maker in respect of the Securities. BNP Paribas Arbitrage S.N.C. will endeavour to maintain a secondary market throughout the life of the Securities, subject to normal market conditions and will submit bid and offer prices to the market. The spread between bid and offer prices may change during the life of the Securities. However, during certain periods, it may be difficult, impractical or impossible for BNP Paribas Arbitrage S.N.C. to quote bid and offer prices and during such periods, it may be difficult, impracticable or impossible to buy or sell these Securities. This may, for example, be due to adverse market conditions, volatile prices or large price fluctuations, a large marketplace being closed or restricted or experiencing technical problems such as and IT system failure or network disruption.</p> <p>In addition, there are specific risks in relation to Securities which are linked to an Underlying Reference (including Hybrid Securities) and an investment in such Securities will entail significant risks not associated with an investment in a conventional debt security. Risk factors in relation to Underlying Reference linked Securities include: exposure to one or more index, adjustment events and market disruption or failure to open of an exchange which may have an adverse effect on the value and liquidity of the Securities and that the Issuer will not provide post-issuance information in relation to the Underlying Reference.</p> <p>In certain circumstances Holders may lose the entire value of their investment.</p>

Element	Title	
D.6	Risk warning	<p>See Element D.3 above.</p> <p>In the event of the insolvency of the Issuer or if it is otherwise unable or unwilling to repay the Securities when repayment falls due, an investor may lose all or part of his investment in the Securities.</p> <p>If the Guarantor is unable or unwilling to meet its obligations under the Guarantee when due, an investor may lose all or part of his investment in the Securities.</p> <p>In addition, investors may lose all or part of their investment in the Securities as a result of the terms and conditions of the Securities.</p>

## Section E – Offer

Element	Title	
E.2b	Reasons for the offer and use of proceeds	The net proceeds from the issue of the Securities will become part of the general funds of the Issuer. Such proceeds may be used to maintain positions in options or futures contracts or other hedging instruments
E.3	Terms and conditions of the offer	Not applicable – the Securities are not being offered to the public as part of a Non-exempt Offer.  The issue price of the Securities is 100 per cent. of their nominal amount
E.4	Interest of natural and legal persons involved in the issue/offer	Other than as mentioned above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer, including conflicting interests.
E.7	Expenses charged to the investor by the Issuer	No expenses are being charged to an investor by the Issuer.