

**FINAL TERMS DATED 8 OCTOBER 2012**

**BNP Paribas Arbitrage Issuance B.V.**  
*(incorporated in The Netherlands)*  
*(as Issuer)*

**BNP Paribas**  
*(incorporated in France)*  
*(as Guarantor)*

(Warrant and Certificate Programme)

**4,000 up to 6,000 EUR "Phoenix" Certificates relating to the EURO STOXX 50® Index due 23 October 2017**

**ISIN Code: XS0774366859**

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

**The Securities are offered to the public in Luxembourg from 8 October 2012 to 15 October 2012**

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 (2003/71/EC) (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.

Investors should note that if a supplement to or an updated version of the Base Prospectus referred to below is published at any time during the Offer Period (as defined below), such supplement or updated base prospectus, as the case may be, will be published and made available in accordance with the arrangements applied to the original publication of these Final Terms. Any investors who have indicated acceptances of the Offer (as defined below) prior to the date of publication of such supplement or updated version of the Base Prospectus, as the case may be, (the "**Publication Date**") have the right within two working days of the Publication Date to withdraw their acceptances.

**This product does not represent a participation in a collective investment scheme and thus is not subject to the supervision of the Swiss Financial Market Supervision Authority FINMA. Therefore, investors in this product are not eligible for the specific investor protection under the Swiss Federal Act on Collective Investment Schemes.**

## PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 1 June 2012, each Supplement to the Base Prospectus published and approved on or before the date of the Final Terms (copies of which are available as described below) and any Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any Such Supplement (i) is published and approved after the date of these Final Terms and (ii) provide for any change to the Conditions of Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on BNP Paribas Arbitrage Issuance B.V. (the "**Issuer**") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and any Supplement(s) to the Base Prospectus are available for viewing on the Netherlands Authority for the Financial Markets (Autoriteit Financiële Markten - AFM) website [www.afm.nl](http://www.afm.nl) and copies of these documents may be obtained free of charge at the specified offices of the Principal 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	No. of Securities issued	No. of Securities	ISIN	Common Code	Issue Price per Security	Redemption Date
CE0558RAK	Not applicable	4,000 up to 6,000	XS0774366859	077436685	100%	23 October 2017

**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:** 21 September 2012.
4. **Issue Date and Interest Commencement Date:** 22 October 2012.
5. **Consolidation:** Not applicable.
6. **Type of Securities:**

(a) Certificates.

(b) The Securities are Index Securities.

The Certificates are "Phoenix" Certificates.

The provisions of Annex 1 (*Additional Terms and Conditions for Index Securities*) shall apply.
7. **Form of Securities:** Clearing System Global Security.
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:** Not applicable.
14. **Settlement Currency:** The settlement currency for payment of the Cash Settlement Amount is Euro ("**EUR**").
15. **Syndication:** The Securities will be distributed on a non-syndicated basis.

<b>16. Minimum Trading Size:</b>	Not applicable.
<b>17. Principal Security Agent:</b>	BNP Paribas Arbitrage S.N.C.
<b>18. Registrar:</b>	Not applicable.
<b>19. Calculation Agent:</b>	BNP Paribas Arbitrage S.N.C. 8 rue de Sofia, 75018 Paris, France.
<b>20. Governing law:</b>	English law.
<b>21. Special conditions or other modifications to the Terms and Conditions:</b>	Not applicable.

## PRODUCT SPECIFIC PROVISIONS

<b>22. Index Securities:</b>	Applicable.
<b>(a) Index/Basket of Indices/Index Sponsor(s):</b>	The " <b>Underlying Index</b> " is the EURO STOXX 50® Index (Bloomberg Code: SX5E).  STOXX Limited or any successor thereto is the Index Sponsor.  The EURO STOXX 50® Index is a Composite Index.  For the purposes of the Conditions, the Underlying Index shall be deemed an Index.
<b>(b) Index Currency:</b>	EUR.
<b>(c) Exchange(s):</b>	As set out in Annex 1 for a Composite Index.
<b>(d) Related Exchange(s):</b>	All Exchanges.
<b>(e) Exchange Business Day:</b>	Single Index Basis.
<b>(f) Scheduled Trading Day:</b>	Single Index Basis.
<b>(g) Weighting:</b>	Not applicable.
<b>(h) Settlement Price:</b>	As set out in sub-paragraph (b) of the definition of "Settlement Price" provided in Condition 1 of Annex 1 - Additional Terms and Conditions for Index Securities.
<b>(i) Disrupted Day:</b>	As per Conditions.
<b>(j) Specified Maximum Days of Disruption:</b>	Three (3) Scheduled Trading Days.
<b>(k) Valuation Time:</b>	The Scheduled Closing Time.
<b>(l) Delayed Redemption on Occurrence of an Index Adjustments Event:</b>	Not applicable.
<b>(m) Index Correction Period:</b>	As per Conditions.
<b>(n) Other terms or special conditions:</b>	Not applicable.

<b>(o) Additional provisions applicable to Custom Indices:</b>	Not applicable.
<b>(p) Additional provisions applicable to Futures Price Valuation:</b>	Not applicable.
<b>23. Share Securities:</b>	Not applicable.
<b>24. ETI Securities:</b>	Not applicable.
<b>25. Debt Securities:</b>	Not applicable.
<b>26. Commodity Securities:</b>	Not applicable.
<b>27. Inflation Index Securities:</b>	Not applicable.
<b>28. Currency Securities:</b>	Not applicable.
<b>29. Fund Securities:</b>	Not applicable.
<b>30. Market Access Securities:</b>	Not applicable.
<b>31. Futures Securities:</b>	Not applicable.
<b>32. Credit Securities:</b>	Not applicable.
<b>33. Preference Share Certificates:</b>	Not applicable.
<b>34. OET Certificates:</b>	Not applicable.
<b>35. Additional Disruption Events:</b>	Applicable.
<b>36. Optional Additional Disruption Events:</b>	(a) The following Optional Additional Disruption Events apply to the Securities: Not applicable.  (b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.
<b>37. Knock-in Event:</b>	Applicable. A Knock-in Event shall be deemed to occur if, at any Knock-in Valuation Time in the Knock-in Determination Period, the Underlying Index trades at a Level strictly less than the Knock-in Level.
<b>(a) Knock-in Level:</b>	<b>40% x Index<sub>Initial</sub>.</b>
<b>(b) Knock-in Period Beginning Date:</b>	The Strike Date.
<b>(c) Knock-in Period Beginning Date Day Convention:</b>	Applicable.
<b>(d) Knock-in Determination Period:</b>	The period beginning on (but excluding) the Knock-in Period Beginning Date and ending on (and including) the Knock-in Period Ending Date.
<b>(e) Knock-in Determination Day(s):</b>	Each Scheduled Trading Day in the Knock-in Determination Period.
<b>(f) Knock-in Period Ending Date:</b>	The Redemption Valuation Date.

(g) **Knock-in Period Ending Date Day Convention:** Applicable.

(h) **Knock-in Valuation Time:** Any time during a Knock-in Determination Day.

38. **Knock-out Event:** Not applicable.

#### PROVISIONS RELATING TO WARRANTS

39. **Provisions relating to Warrants:** Not applicable.

#### PROVISIONS RELATING TO CERTIFICATES

40. **Provisions relating to Certificates:** Applicable.

(a) **Notional Amount of each Certificate:** EUR 1,000.

(b) **Partly Paid Certificates:** The Certificates are not Partly Paid Certificates.

(c) **Interest:** Applicable.

(d) **Fixed Rate Provisions:** Not applicable.

(e) **Floating Rate Provisions:** Not applicable.

(f) **Linked Interest Certificates:** Applicable (see §40(h) below).

(i) **Party responsible for calculating Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):** Not applicable.

(ii) **Provisions for determining coupon where calculation by reference to Formula is impossible or impracticable:** The Calculation Agent will determine the coupon in such circumstances by reference to such sources as it deems appropriate.

(iii) **Interest Period(s):** As per Conditions.

(iv) **Interest Period End Date(s):** 22 October 2013 (n = 1), 22 October 2014 (n = 2), 22 October 2015 (n = 3), 24 October 2016 (n = 4) and the Redemption Date (n = 5).

(v) **Business Day Convention for Interest Period End Date(s):** Not applicable.

(vi) **Interest Payment Date(s):** 22 October 2013 (n = 1), 22 October 2014 (n = 2), 22 October 2015 (n = 3), 24 October 2016 (n = 4) and the Redemption Date (n = 5).

(vii) **Business Day Convention for Interest Payment Date(s):** Following Business Day Convention.

- (viii) **Day Count Fraction:** Not applicable.
- (g) **Payment of Premium Amount(s):** Not applicable.
- (h) **Index Linked Interest Certificates:** Applicable.
- (i) **Index/Basket of Indices/Index Sponsor(s):** As set out in §22.
- (ii) **Formula:** If, on the relevant Interest Valuation Date<sub>n</sub>, the official Closing Level of the Underlying Index is greater than or equal to 60% of Index<sub>Initial</sub>, then an Interest Amount calculated as follows will be paid on the corresponding Interest Payment Date<sub>n</sub> per Certificate:
- $N \times 6\%$
- Otherwise, no Interest Amount will be paid.
- For the avoidance of doubt, no further Interest Amount will be paid after the Certificates have been automatically early redeemed.
- Where:*
- N** is the Notional Amount of each Certificate (see §40(a)).
- (iii) **Averaging:** Not applicable.
- (iv) **Interest Valuation Time:** As set out in §22.
- (v) **Interest Valuation Date(s):** 15 October 2013 (n = 1), 15 October 2014 (n = 2), 15 October 2015 (n = 3), 17 October 2016 (n = 4) and the Redemption Valuation Date (n = 5).
- (vi) **Index Correction Period:** As per Conditions.
- (vii) **Observation Dates:** Not applicable.
- (viii) **Observation Period:** Not applicable.
- (ix) **Specified Maximum Days of Disruption:** As set out in §22.
- (x) **Exchange(s):** As set out in §22.
- (xi) **Related Exchange(s):** As set out in §22.
- (xii) **Exchange Business Day:** As set out in §22.
- (xiii) **Scheduled Trading Day:** As set out in §22.
- (xiv) **Weighting:** Not applicable.
- (xv) **Settlement Price:** As set out in §22.
- (xvi) **Other terms or special conditions:** As set out in §22.

- (xvii) **Additional provisions applicable to Custom Indices:** Not applicable.
- (i) **Share Linked Interest Certificates:** Not applicable.
- (j) **ETI Linked Interest Certificates:** Not applicable.
- (k) **Debt Linked Interest Certificates:** Not applicable.
- (l) **Commodity Linked Interest Certificates:** Not applicable.
- (m) **Inflation Index Linked Interest Certificates:** Not applicable.
- (n) **Currency Linked Interest Certificates:** Not applicable.
- (o) **Fund Linked Interest Certificates:** Not applicable.
- (p) **Futures Linked Interest Certificates:** Not applicable.
- (q) **Instalment Certificates:** The Certificates are not Instalment Certificates.
- (r) **Issuer Call Option:** Not applicable.
- (s) **Holder Put Option:** Not applicable.
- (t) **Automatic Early Redemption:** Applicable.
- An Automatic Early Redemption shall be deemed to occur if the official Closing Level of the Underlying Index on the relevant Automatic Early Redemption Valuation Date<sub>n</sub> is greater than or equal to the Automatic Early Redemption Level.
- Where:*
- Closing Level is the Settlement Price provided that the corresponding definition of "Settlement Price" shall apply as if references to "Valuation Date" were to "Automatic Early Redemption Valuation Date".
- (i) **Automatic Early Redemption Amount:**  $N \times 100\%$
- Where:*
- N** is the Notional Amount of each Certificate (see §40(a)).
- (ii) **Automatic Early Redemption Date(s):** 22 October 2013 (n = 1), 22 October 2014 (n = 2), 22 October 2015 (n = 3) and 24 October 2016 (n = 4).
- (iii) **Automatic Early Redemption Level:**  $100\% \times \text{Index}_{\text{Initial}}$ .
- (iv) **Automatic Early** Not applicable.



**Redemption Rate:**

**(v) Automatic Early Redemption Valuation Date(s):** 15 October 2013 (n = 1), 15 October 2014 (n = 2), 15 October 2015 (n = 3) and 17 October 2016 (n = 4).

**(u) Cash Settlement Amount:** Unless previously redeemed or purchased and cancelled by the Issuer, the Holder shall receive on the Redemption Date, in respect of each Certificate payment of a Cash Settlement Amount in accordance with the following provisions:

1) If  $\text{Index}_{\text{Final}}$  is greater than or equal to  $\text{Index}_{\text{Initial}}$ :

$N \times 100\%$

2) Else if  $\text{Index}_{\text{Final}}$  is less than  $\text{Index}_{\text{Initial}}$  and no **Knock-in Event** has occurred:

$N \times 100\%$

3) Otherwise:

$$N \times \left[ 100\% + \min \left( 0\%, \frac{\text{Index}_{\text{Final}} - \text{Index}_{\text{Initial}}}{\text{Index}_{\text{Initial}}} \right) \right]$$

*Where:*

**N** is the Notional Amount of each Certificate (see §40(a));

**Index<sub>Initial</sub>** is the official Closing Level of the Underlying Index on the Strike Date;

**Index<sub>Final</sub>** is the official Closing Level of the Underlying Index on the Redemption Valuation Date;

**Closing Level** is the Settlement Price.

**(v) Renouncement Notice Cut-off Time:** Not applicable.

**(w) Strike Date:** 15 October 2012.

**(x) Redemption Valuation Date:** 16 October 2017.

**(y) Averaging:** Averaging does not apply to the Securities.

**(z) Observation Dates:** Not applicable.

**(aa) Observation Period:** Not applicable.

**(bb) Settlement Business Day:** Not applicable.

**(cc) Cut-off Date:** 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 Als:** The Securities are not eligible for sale in the United States to Als.

**(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 the United States under Rule 144A to QIBs.

**(c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act:** The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.

**42. Additional U.S. Federal income tax consequences:** Not applicable.

**43. Registered broker/dealer:** Not applicable.

**44. Non exempt Offer:** An offer of the Securities may be made by the manager and **BGL- BNP Paribas Wealth Management** (the "**Distributor**") (together with the Manager, the "**Financial Intermediaries**") other than pursuant to Article 3(2) of the Prospectus Directive in Luxembourg ("**Public Offer Jurisdiction**") during the period from **October 08<sup>th</sup>, 2012 until October 15<sup>th</sup>, 2012** ("**Offer Period**").

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, public offering in the Public Offer Jurisdiction of the Securities described herein pursuant to the BNP Paribas, BNP Paribas Arbitrage Issuance B.V. Warrant and Certificate Programme.

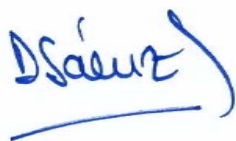
### Responsibility

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.

The information included in Part B (the "**Other Information**") consists of extracts from or summaries of information that is publicly available in respect of the Index. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Index Sponsor(s), no facts have been omitted which would render the reproduced inaccurate or misleading.

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

As Issuer:



By: ..Deyanira SAENZ LOZANO... Duly authorised

## PART B - OTHER INFORMATION

### 1. Listing and Admission to trading

The Securities are unlisted.

### 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 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

#### Reasons for the offer:

The net proceeds from the issue of 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.

#### Estimated net proceeds:

The net proceeds is not available.

#### Estimated total expenses:

The estimated total expenses are not available.

### 6. Performance of Underlying/Formula/Other Variable, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The "**Phoenix**" Security is a EUR denominated Security with a 5-year maturity.

This Security may be automatically early redeemed pursuant to the provisions detailed in §40(t).

The Security offers the investor the opportunity to receive an Interest Amount as described in §40(f). For the avoidance of doubt, no further Interest Amount will be paid after the Certificates have been automatically early redeemed.

If neither early redeemed nor purchased and cancelled, the Security offers the possibility to receive on the Redemption Date a Cash Settlement Amount pursuant to the provisions detailed in §40(u).

The Securities are not capital protected. The investors will benefit from a capital protection if the Underlying Index never trades at a level strictly less than the Knock-in Level during the Knock-in Determination Period.

There is a risk of partial or total capital loss, and consequently an investment in the Securities is highly speculative, involving significant risk, including the possible loss of the entire amount invested, and should therefore only be considered by investors who can afford a loss of their entire investment.

In respect of secondary market transactions, the price of the Securities will depend upon market conditions and may be subject to significant fluctuations. If the Securities are sold, before the Redemption Date, there is a higher probability that the investor will suffer a loss of its investment.

Information and historical performances on the relevant Index are available on the website: [www.stoxx.com](http://www.stoxx.com).

## 7. Operational Information

**Relevant Clearing System(s):** Euroclear and Clearstream Luxembourg.

## 8. Terms and Conditions of the Public Offer

**Offer Period:** From 8 October 2012 to 15 October 2012.

**Offer Price:** The Issue Price (of which a maximum annual amount of 100% is represented by commissions payable to the Distributor).

**Conditions to which the offer is subject:** The Offer of the Securities is conditional on their issue and/or any additional conditions set out in the standard terms of business of the relevant Financial Intermediary, notified to investors by such Financial Intermediary.

The Issuer reserves the right to withdraw the offer and cancel the issuance of the Securities for any reason at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities.

### Description of the application process

Application to subscribe for the Securities can be made in Luxembourg at the offices of the relevant Financial Intermediary. The distribution of the Securities will be carried out in accordance with the relevant Financial Intermediary's usual procedures and notified to investors by such Financial Intermediary.

During the Offer Period subject to Issuer's right to withdraw the offer, information about the offer may be obtained by (i) accessing the following link: <http://eqdpo.bnpparibas.com/XS0774366859>.

The allotment takes place on the last day of the Offer Period and will be notified to the respective investor through the bank or savings bank through which such investor purchases the Securities.

### Details of the minimum and/or maximum amount of application:

Minimum subscription amount per investor: EUR 1,000

Maximum subscription amount per investor: Up to EUR 6,000 x Notional Amount.

The maximum amount of application of Securities will be subject only to availability at the time of the application.

There are no pre-identified allotment criteria. The Distributor will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Distributor during the Offer Period will be assigned up to the maximum amount of the Offer.

In the event that during the Offer Period the requests exceed the total amount of the offer destined to prospective investors the Issuer, in accordance with the Distributor(s), will proceed to early terminate the Offer Period and will immediately suspend the acceptance of further requests.

The Issuer reserves the right to modify the total nominal amount of the Certificates to which investors can subscribe, to close the Offer Period early and/or to cancel the planned issue. Such an event will be notified to subscribers via the following link:

<http://eqdpo.bnpparibas.com/XS0774366859>

**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 Securities:**

The Securities will be issued on the Issue Date against payment to the Issuer by the Distributor of the gross subscription moneys.

The Securities are cleared through the clearing systems and are due to be delivered through the Distributors on or around the Issue Date.

**Manner in and date on which results of the offer are to be made public:**

By accessing (i) the following link:

<http://eqdpo.bnpparibas.com/XS0774366859>, in each case on or around 16 October 2012.

**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:**

Offers will be made through the Distributor in Luxembourg to any person. Qualified investors may be assigned only those Securities remaining after the allocation of all the Securities requested by the public in Luxembourg during the Offer Period. Offers (if any) in other EEA countries will only be made by the Distributor pursuant to an exemption from the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus.

Any investor not located in Luxembourg should contact its financial advisor for more information, and may only purchase the Securities from its financial advisor, bank or financial intermediary.

**Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:**

In the case of over subscription, investors will be notified of their allotted amounts by the relevant Financial Intermediary and the overall results of the offer will be available by accessing the following link: <http://eqdpo.bnpparibas.com/XS0774366859> on or around 16 October 2012. No dealing in the Securities may be before any such notification is made.

In all other cases, allotted amounts will be equal to the amount of the application, and no further notification shall be made.

In all cases, no dealing in the Securities may begin prior to the Issue Date.

**Amount of any expenses and taxes**

The Issuer is not aware of any expenses and taxes specifically charged

**specifically charges to the subscriber or purchaser:** to the subscriber.

## 9. Placing and Underwriting

**Name(s) and address(es), to the extent known to the issuer, of the places in the various countries where the offer takes place:** Not applicable.

**Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:** **BGL- BNP Paribas Wealth Management**  
50 av. J.-F. Kennedy  
2951 Luxembourg  
Tel.: (+352) 42 42 65 01  
Fax.: (+352) 42 42 24 28  
<http://wealthmanagement.bnpparibas.lu>

**Name and address of any paying agents and depository agents in each country (in addition to the Principal Paying Agent):** Not applicable.

**Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements:** Not applicable.

**When the underwriting agreement has been or will be reached:** Not applicable.

## 10. Yield

Not applicable.

## 11. Historic Interest Rates

Not applicable.

## 12. Index 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 an Index or Index Sponsor or any 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.

**EURO STOXX 50® Index**

STOXX and its licensors (the "Licensors") have no relationship to BNP PARIBAS, other than the licensing of the EURO STOXX 50® Index and the related trademarks for use in connection with the Certificates.

**STOXX and its Licensors do not:**

- Sponsor, endorse, sell or promote the Certificates.
- Recommend that any person invest in the Certificates or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Certificates.
- Have any responsibility or liability for the administration, management or marketing of the Certificates.
- Consider the needs of the Certificates or the owners of the Certificates in determining, composing or calculating the EURO STOXX 50® Index or have any obligation to do so.

**STOXX and its Licensors will not have any liability in connection with the Certificates. Specifically,**

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
  - **The results to be obtained by the Certificates, the owner of the Certificates or any other person in connection with the use of the EURO STOXX 50® Index and the data included in the EURO STOXX 50® Index;**
  - **The accuracy or completeness of the EURO STOXX 50® Index and its data;**
  - **The merchantability and the fitness for a particular purpose or use of the EURO STOXX 50® Index and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the EURO STOXX 50® Index or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

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