



Term Sheet

Final Terms and Conditions (our ref. CE0680RAK)

18M Phoenix on Brent Crude Oil in EUR Quanto

Issuer	BNP Paribas Arbitrage Issuance B.V.
Guarantor	BNP Paribas (A+ / A2)
Issue Type	Certificate
Traded Amount	EUR 1,000,000
Issue Amount	EUR 5,000,000
Number of Certificates	5,000
Notional Amount per Certificate (N)	1 Certificate = EUR 1,000
Currency	EUR Quanto
Issue Price per Certificate	100%
Public Offer	Yes, Luxembourg
Listing	None
Trade Date	February 07 th , 2013
Subscription Period	From February 21 st , 2013 to February 28 th , 2013
Initial Pricing Date	February 28 th , 2013
Pricing Date	Each of the Initial Pricing Date, each Automatic Early Redemption Valuation Date and the Final Pricing Date.
Issue Date	March 08 th , 2013
Final Pricing Date	August 28 th , 2014
Redemption Date	September 08 th , 2014, provided that the Redemption Date shall be subject to adjustment if, as a result of the occurrence or existence of a Market Disruption Event in respect of the Commodity, it is not possible to determine the Cash Settlement Amount prior to such date. In such circumstances, the Redemption Date shall be postponed until the second Business Day following the date on which the Calculation Agent is able to determine the Cash Settlement Amount
Commodity	Brent Crude Oil (Bloomberg: CO1 Cmdty)
Commodity Reference Price	Brent blend light crude oil on the Intercontinental Exchange (the "ICE" and the "Exchange") for the settlement price (the "Specified Price") for the First Nearby Month (the "Delivery Date") futures contract, stated in USD per barrel, published by the Exchange (the "Price Source") on each Pricing Date.
Linked Interest Amount	<p>If, on any Automatic Early Redemption Valuation Date_n or on the Final Pricing Date, the Commodity Reference Price is greater than or equal to 75% of Commodity_{Initial}, then an Interest Amount calculated as follows will be paid on the corresponding Interest Payment Date_n or on the Redemption Date per Certificate:</p> <p>N x 1.75%</p> <p>Otherwise, no Interest Amount will be paid.</p> <p><i>For the avoidance of doubt, no further Interest Amount will be paid after the Certificates have been automatically early redeemed.</i></p>
Automatic Early Redemption	<p>If, on any Automatic Early Redemption Valuation Date_n, the Commodity Reference Price is greater than or equal to the Automatic Early Redemption Price, an Automatic Early Redemption Event shall be deemed to have occurred and the Issuer shall redeem each Certificate on the relevant Automatic Early Redemption Date_n at the Automatic Early Redemption Amount calculated as follows:</p> <p>N x 100%</p>



n	Automatic Early Redemption Valuation Date _n	Automatic Early Redemption Date _n	Interest Payment Date _n
1	May 28 th , 2013	June 05 th , 2013	June 05 th , 2013
2	August 28 th , 2013	September 05 th , 2013	September 05 th , 2013
3	November 29 th , 2013	December 09 th , 2013	December 09 th , 2013
4	February 28 th , 2014	March 10 th , 2014	March 10 th , 2014
5	May 28 th , 2014	June 05 th , 2014	June 05 th , 2014

If, as a result of the occurrence or existence of a Market Disruption Event in respect of the Commodity, it is not possible to determine whether an Automatic Early Redemption Event has occurred on any Automatic Early Redemption Valuation Date_n, such Automatic Early Redemption Valuation Date_n shall be adjusted in accordance with the relevant provisions of the Base Prospectus and the Automatic Early Redemption Date shall be the second Business Day following the date on which the Calculation Agent determines that an Automatic Early Redemption Event has occurred.

Automatic Early Redemption Price

$100\% \times \text{Commodity}_{\text{Initial}}$, i.e. 111.38

Final Redemption

On the **Redemption Date**, if the Certificates have not been redeemed or purchased and cancelled by the Issuer prior to the Final Pricing Date, the Issuer shall redeem each Certificate at the following Cash Settlement Amount:

1) If no **Knock-in Event** has occurred:

$N \times 100\%$

2) Otherwise:

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

Where

$\text{Commodity}_{\text{Initial}}$ is the Commodity Reference Price on the **Initial Pricing Date**, i.e. 111.38.

$\text{Commodity}_{\text{Final}}$ is the Commodity Reference Price on the **Final Pricing Date**.

Knock-in Price

$75\% \times \text{Commodity}_{\text{Initial}}$, i.e. 83.5350

Knock-in Determination Day

The Final Pricing Date.

Knock-in Valuation Time

The time when the Commodity Reference Price is published by its Price Source.

Knock-in Event

A Knock-in Event shall be deemed to occur if, at the Knock-in Valuation Time on the Knock-in Determination Day, the Commodity Reference Price closes at a price strictly less than the Knock-in Price.

Business Day Convention

Following Business Day

Payment Business Days

TARGET2

Calculation Agent

BNP Paribas Arbitrage S.N.C.

Governing Law

English

Documentation

Final Terms under the Warrant and Certificate Programme of the Issuer dated June 1st, 2012 (as supplemented from time to time) (the "Base Prospectus") a copy of which is available from BNP Paribas Arbitrage S.N.C. on request.

In the event of any inconsistency between this termsheet and the Final Terms relating to the Certificates, the Final Terms will prevail.

Form

Clearing System Global Certificate

Codes

- ISIN: XS0842604950
- Common: 084260495

Reuters Ric for Structure

XS0842604950=BNPP



Common Depository	BNP Paribas Securities Services, Luxembourg Branch
Minimum Subscription Size	Minimum Subscription EUR 1,000, i.e. 1 Denomination for EEA investors
Minimum Trading Size	1 Certificate (and multiples of 1 Certificate thereafter)
Secondary Trading	Daily price indications including accrued interest will be published on Reuters. No representation is made as to the existence of a market for the Certificates. BNP Paribas Arbitrage S.N.C. will endeavour to make a secondary market in the Certificates, subject to it being satisfied that normal market conditions prevail. Any prices indicated will be dependent upon factors affecting or likely to affect the value of the Certificates such as, but not limited to, the remaining time to the Redemption Date, the outstanding principal amount, the Issuer's or, if applicable, the Guarantor's credit risk, the performance and volatility of the underlying asset, interest rates, exchange rates, credit spreads, and any incidental costs. To the extent BNP Paribas Arbitrage S.N.C. holds Certificates that it can offer and subject to it being satisfied that normal market conditions prevail, such prices will have a bid-offer spread no greater than 1%. Such bid-offer spread might be extended to 3% maximum, subject to market conditions. Holders should be aware that the secondary market price for any Security quoted on or after the fourth (4 th) Clearing System business day preceding any date on which the Issuer is due to make a payment thereon, shall exclude the amount so payable per Security. The Holder of the Securities on the record date, as determined by the rules of the relevant Clearing System, shall be entitled to receive or retain any such amount on the due date for payment thereof.
Initial Settlement	Delivery versus payment. BNPP will settle through Clearstream 81851. Settlement must be made in Nominal.
Tax Classification	TK7
Distributor	BNP Paribas Wealth Management
Fees	In connection with the offer and sale of the Certificates, the Distributor will acquire the Certificates from BNP Paribas Arbitrage S.N.C. at a discount to the Issue Price or at the Issue Price. If the Distributor acquires the Certificates at the Issue Price, BNP Paribas Arbitrage S.N.C. will pay to the Distributor a distribution fee. Such amounts received by the Distributor may be in addition to the brokerage cost/fee normally applied by the Distributor. They cover distribution and or structuring cost for a maximum annual amount equivalent to 1.25% of the Issue Amount. The purchaser acknowledges that such distribution fee may be retained by the Distributor. Further information is available from the Distributor on request.
Bond Floor	99.16%; ref. rate: 0.5620%
Selling Restrictions	As set out in the Base Prospectus.

IMPORTANT INFORMATION

Investor Responsibilities

The Certificates will be offered to the public in Luxembourg however no action has been or will be taken in any other jurisdiction that would, or is intended to, permit a public offering of the Certificates.

The Certificates are sold to you as principal and on the understanding that you will comply with all relevant securities laws and public offer requirements in the jurisdictions in which you place or resell the Certificates, including, without limitation, Directive 2003/71/EC (the EU Prospectus Directive) as amended (which includes the amendments made by Directive 2010/73/EU the "2010 PD Amending Directive") and the relevant implementing measures in any EU member state. As you may not be the only purchaser of the Certificates from us, any public offer exemption relying on offers only being made to a restricted number of investors (classified by type or location, as applicable) will no be available.

Selling Restrictions

The Certificates may not be offered or sold in the United States or to U.S. persons at any time (as defined in regulation S under the U.S. Securities Act of 1933 or the U.S. internal revenue code). The Certificates have not been and will not be registered under the U.S. Securities Act of 1933, as amended, or the securities laws of any state in the United States, and are subject to U.S. tax requirements. In purchasing the Certificates you represent and warrant that you are neither located in the United States nor a U.S. person and that you are not purchasing for the account or benefit of any such person. The Certificates may not be offered, sold, transferred or delivered without compliance with all applicable securities laws and regulations.

Risk Analysis



The Securities have no capital protection at any time and there can be a partial or total loss of any capital invested. Investment in the Securities is therefore highly speculative and should only be considered by persons who can afford to lose their entire investment.

BNP Paribas is not providing the recipients of this document with any investment advice or recommendation to enter into any potential transaction. Any purchaser of Certificates, other than a BNP Paribas counterparty or distributor, will be purchasing the Certificates from such counterparty or distributor and will have no contractual relationship with BNP Paribas or any of its affiliates. In particular BNP Paribas will not be responsible for assessing the appropriateness or suitability of an investment in the Certificates in relation to such third parties. This document should be read together with the Base Prospectus and the applicable Final Terms for the Certificates. Any proposed issuance described in this document cannot be fully assessed without a careful review of the terms and conditions contained in the Base Prospectus and the Final Terms. In particular, potential investors should carefully read the sections headed "Risk Factors" in the Base Prospectus [and the Final Terms] for a full description of the potential risks associated with the Certificates, and "Offering and Sale", for certain limitations on the purchase and onward sales of the Certificates.

Any indicative price quotations, investment cases or market analysis contained in this document or any related marketing materials we may have provided to you have been prepared on assumptions and parameters that reflect our good faith judgement or selection but must be subject to your own independent analysis and due diligence before you make any investment decision. Please note that there can be conflicts of interests between BNP Paribas and potential investors (see below) and we can therefore not assume any responsibility for the financial consequences of your investment decision, which must be independent. We require that you undertake your own independent due diligence and avail yourself of your own advisors in order to assess the suitability of Certificates in relation to your own financial objectives. Accordingly, if you decide to purchase Certificates, you will be deemed to understand and accept the terms, conditions and risks associated with the Certificates. You will also be deemed to act for your own account, to have made your own independent decision to purchase the Certificates and to declare that such transaction is appropriate for you based upon your own judgement the advice from such advisers as you have deemed necessary to consult. Each holder of the Certificates shall also be deemed to assume and be responsible for any and all taxes of any jurisdiction or governmental or regulatory authority and should consult their own tax advisers in this respect.

You should note and assess for the purposes of any investment decision that members of the BNP Paribas group may face possible conflicts of interest in connection with certain duties under the Certificates, such as trading in an underlying for their own account or for the account of others, receiving fees in a number of capacities or taking market views which are not consistent with the objective of the Certificates.

This product does not represent a share in an investment fund and thus is not subject to the supervision of the Swiss Federal Banking Commission (Eidgenössische Bankenkommision). Therefore, investors in this product are not eligible for the specific investor protection under the Swiss Federal Act on Collective Investment Schemes.

BNP Paribas is incorporated in France with Limited Liability and is regulated by the Autorité de Contrôle Prudentiel for the conduct of its investment business in France. Registered Office: 16 Boulevard des Italiens, 75009 Paris, France. www.bnpparibas.com.