

**FINAL TERMS DATED 21 MARCH 2019**

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

Legal entity identifier (LEI):  
7245009UXRIGIRYOBR48

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

Legal entity identifier (LEI):  
R0MUWSFPU8MPRO8K5P83

(Warrant and Certificate Programme)

**48 932 CZK "Talisman Quanto" Certificates relating to a Basket of 20 Shares due 22 March 2022**

**ISIN Code: XS1885356235**

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

**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 8 June 2018 which constitutes a base prospectus for the purposes of the Luxembourg Act dated 10 July 2005 relating to prospectuses for securities, as amended (the "**Prospectus Act 2005**"). This document constitutes the Final Terms of the Securities described herein and must be read in conjunction with such Base Prospectus. Full information on BNP Paribas 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. The Base Prospectus is available for viewing at BNP Paribas Securities Services, Luxembourg Branch, 60 avenue J.F. KENNEDY, L-1855 Luxembourg and on the website of the Luxembourg Stock Exchange [www.bourse.lu](http://www.bourse.lu) and copies may be obtained free of charge at the specified offices of the Security Agents.

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

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

## SPECIFIC PROVISIONS FOR EACH SERIES

| Series Number | No. of Securities issued | No. of Securities | ISIN         | Common Code | Issue Price per Security    | Redemption Date |
|---------------|--------------------------|-------------------|--------------|-------------|-----------------------------|-----------------|
| CE1862WX      | 48 932                   | 48 932            | XS1885356235 | 188535623   | 100% of the Notional Amount | 22 March 2022   |

## GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. **Issuer:** BNP Paribas Issuance B.V.
2. **Guarantor:** BNP Paribas
3. **Trade Date:** 13 March 2019
4. **Issue Date:** 21 March 2019
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
  - (a) Certificates.
  - (b) The Securities are Share Securities.  
The Certificates are "Talisman Quanto" Certificates.  
  
The provisions of Annex 2 (*Additional Terms and Conditions for Share 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 Prague.
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. **Equivalent Amount Settlement Currency:** Not applicable.
15. **Equivalent Amount Settlement Price Source:** Not applicable.
16. **Equivalent Amount Settlement Valuation Time:** Not applicable.
17. **Settlement Currency:** The settlement currency for payment of the Cash Settlement Amount is Czech Koruna ("**CZK**").
18. **Syndication:** The Securities will be distributed on a non-syndicated basis.
19. **Minimum Trading Size:** Not applicable.
20. **Principal Security Agent:** BNP Paribas Arbitrage S.N.C.
21. **Registrar:** Not applicable.

- 22. Calculation Agent:** BNP Paribas Arbitrage S.N.C.  
1 rue Laffitte, 75009 Paris, France.
- 23. Governing law:** English law.
- 24. Special conditions or other modifications to the Terms and Conditions:** Not applicable.
- 25. Masse Provision (Condition 9.4):** Not applicable.

## PRODUCT SPECIFIC PROVISIONS

- 26. Index Securities:** Not applicable.
- 27. Share Securities:** Applicable.
- Share Securities: Applicable.

**(a) Share(s)/Share Company/Basket Company/GDR/ADR/ETI Interest/Basket of ETI Interests:**

The Securities are linked to the performance of a basket (the "**Underlying Basket**") composed of 20 shares (each an "**Underlying Share**") as set out in the table below.

| i  | Share Company                           | Underlying Share <sup>i</sup> |              | Currency | Share <sup>i</sup> <sub>Initial</sub> | Weighting (wi) | Exchange                 |
|----|---|-------------------------------|--------------|----------|---------------------------------------|----------------|--------------------------|
|    |   | Bloomberg Code                | ISIN Code    |          |                                       |                |                          |
| 1  | Ping An Insurance Group Co of China Ltd | 2318 HK                       | CNE1000003X6 | HKD      | 85.35                                 | 1/20           | Hong Kong Stock Exchange |
| 2  | China Life Insurance Co Ltd             | 2628 HK                       | CNE1000002L3 | HKD      | 21.15                                 | 1/20           | Hong Kong Stock Exchange |
| 3  | Sunac China Holdings Ltd                | 1918 HK                       | KYG8569A1067 | HKD      | 34.10                                 | 1/20           | Hong Kong Stock Exchange |
| 4  | Mitsubishi Estate Co Ltd                | 8802 JT                       | JP3899600005 | JPY      | 1992.50                               | 1/20           | Tokyo Stock Exchange     |
| 5  | Diageo PLC                              | DGE LN                        | GB0002374006 | GBP      | 3051.00                               | 1/20           | London Stock Exchange    |
| 6  | Carlsberg AS                            | CARLB DC                      | DK0010181759 | DKK      | 817.00                                | 1/20           | NASDAQ OMX Copenhagen    |
| 7  | E.ON SE                                 | EOAN GY                       | DE000ENAG999 | EUR      | 9.555                                 | 1/20           | Frankfurt Stock Exchange |
| 8  | SSE PLC                                 | SSE LN                        | GB0007908733 | GBP      | 1201.00                               | 1/20           | London Stock Exchange    |
| 9  | Danone SA                               | BN FP                         | FP0000120644 | EUR      | 68.71                                 | 1/20           | Euronext Paris           |
| 10 | Wm Morrison Supermarkets PLC            | MRW LN                        | GB0006043169 | GBP      | 225.00                                | 1/20           | London Stock Exchange    |
| 11 | Aviva PLC                               | AV/ LN                        | GB0002162385 | GBP      | 425.60                                | 1/20           | London Stock Exchange    |
| 12 | Swiss Re AG                             | SREN SE                       | CH0126881561 | CHF      | 99.08                                 | 1/20           | Six Swiss Exchange       |
| 13 | BT Group PLC                            | BT/A LN                       | GB0030913577 | GBP      | 221.00                                | 1/20           | London Stock Exchange    |
| 14 | Orange SA                               | ORA FP                        | FP0000133308 | EUR      | 13.785                                | 1/20           | Euronext Paris           |

|    |                              |          |              |     |        |      |                         |
|----|------------------------------|----------|--------------|-----|--------|------|-------------------------|
| 15 | Telia Co AB                  | TELIA SS | SE0000667925 | SEK | 42.30  | 1/20 | NASDAQ OMX Stockholm    |
| 16 | Swisscom AG                  | SCMN SE  | CH0008742519 | CHF | 483.00 | 1/20 | Six Swiss Exchange      |
| 17 | ABIOMED Inc                  | ABMD UW  | US0036541003 | USD | 325.61 | 1/20 | NASDAQ                  |
| 18 | Thermo Fisher Scientific Inc | TMO UN   | US8835561023 | USD | 261.43 | 1/20 | New York Stock Exchange |
| 19 | Boston Scientific Corp       | BSX UN   | US1011371077 | USD | 40.05  | 1/20 | New York Stock Exchange |
| 20 | Abbott Laboratories          | ABT UN   | US0028241000 | USD | 78.98  | 1/20 | New York Stock Exchange |

- (b) **Relative Performance Basket:** Applicable.
- (c) **Share/ETI Interest Currency:** See table above.
- (d) **Exchange(s):** See table above.
- (e) **Related Exchange(s):** All Exchanges.
- (f) **Exchange Business Day:** Per Share Basis.
- (g) **Scheduled Trading Day:** Per Share Basis.
- (h) **Weighting:** The weighting to be applied to each item comprising the Basket to ascertain the Settlement Price is 1/20. Each such Weighting shall be subject to adjustment in accordance with Annex 2.
- (i) **Settlement Price:** As set out in sub-paragraph (a) of the definition of "Settlement Price" provided in Condition 1 of Annex 2 - Additional Terms and Conditions for Share Securities.
- (j) **Disrupted Day:** As per Conditions.
- (k) **Specified Maximum Days of Disruption:** Five (5) Scheduled Trading Days.
- (l) **Valuation Time:** The Scheduled Closing Time.
- (m) **Delayed Redemption on Occurrence of an Extraordinary Event:** Not applicable.
- (n) **Share/ETI Interest Correction Period:** As per Conditions.
- (o) **Dividend Payment:** Not applicable.
- (p) **Listing Change:** Applicable.
- (q) **Listing Suspension:** Applicable.
- (r) **Illiquidity:** Applicable.
- (s) **Tender Offer:** Applicable.
- (t) **Other terms or special conditions:** Not applicable.
- 28. ETI Securities:** Not applicable.

|   |   |
|---|---|
| <b>29. Debt Securities:</b>                       | Not applicable.   |
| <b>30. Commodity Securities:</b>                  | Not applicable.   |
| <b>31. Inflation Index Securities:</b>            | Not applicable.   |
| <b>32. Currency Securities:</b>                   | Not applicable.   |
| <b>33. Fund Securities:</b>                       | Not applicable.   |
| <b>34. Market Access Securities:</b>              | Not applicable.   |
| <b>35. Futures Securities:</b>                    | Not applicable.   |
| <b>36. Credit Securities:</b>                     | Not applicable.   |
| <b>37. Preference Share Certificates:</b>         | Not applicable.   |
| <b>38. OET Certificates:</b>                      | Not applicable.   |
| <b>39. Additional Disruption Events:</b>          | Applicable.   |
| <b>40. Optional Additional Disruption Events:</b> | <p>(a) The following Optional Additional Disruption Event applies to the Securities: Administrator/Benchmark Event; Insolvency Filing.</p> <p>(b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.</p> |
| <b>41. Knock-in Event:</b>                        | Not applicable.   |
| <b>42. Knock-out Event:</b>                       | Not applicable.   |

#### PROVISIONS RELATING TO WARRANTS

|   |                 |
|---|-----------------|
| <b>43. Provisions relating to Warrants:</b> | Not applicable. |
|---|-----------------|

#### PROVISIONS RELATING TO CERTIFICATES

|  |  |
|--|--|
| <b>44. Provisions relating to Certificates:</b>          | Applicable.  |
| <b>(a) Notional Amount of each Certificate:</b>          | CZK 1,000  |
| <b>(b) Partly Paid Certificates:</b>                     | The Certificates are not Partly Paid Certificates. |
| <b>(c) Interest:</b>                                     | Not applicable.                                    |
| <b>(d) Fixed Rate Provisions:</b>                        | Not applicable.                                    |
| <b>(e) Floating Rate Provisions:</b>                     | Not applicable.                                    |
| <b>(f) Linked Interest Certificates:</b>                 | Not applicable.                                    |
| <b>(g) Payment of Premium Amount(s):</b>                 | Not applicable.                                    |
| <b>(h) Index Linked Interest Certificates:</b>           | Not applicable.                                    |
| <b>(i) Share Linked Interest Certificates:</b>           | Not applicable.                                    |
| <b>(j) ETI Linked Interest Certificates:</b>             | Not applicable.                                    |
| <b>(k) Debt Linked Interest Certificates:</b>            | Not applicable.                                    |
| <b>(l) Commodity Linked Interest Certificates:</b>       | Not applicable.                                    |
| <b>(m) Inflation Index Linked Interest Certificates:</b> | 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:** Not applicable.
- (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:

$$N \times \frac{FX_{Final}}{FX_{Initial}} \times (100\% + \text{Bonus}), \text{ if Bonus} \geq -5\%$$

or

$$N \times \frac{FX_{Final}}{FX_{Initial}} \times 95\%, \text{ if Bonus} < -5\%$$

Where:

**N** is the Notional Amount of each Certificate (see §44(a));

Bonus= Dispersion – Strike

$$\text{Dispersion} = \frac{1}{20} \times \sum_{i=1}^{20} ABS \left( \frac{Share_{Final}^i}{Share_{Initial}^i} - Basket_{Final} \right)$$

**ABS** means the Absolute Value

**Strike** is 29%

**Basket<sub>Initial</sub>** = 1

$$\text{Basket}_{Final} = \sum_{i=1}^{20} \left( w^i \times \frac{Share_{Final}^i}{Share_{Initial}^i} \right)$$

**Share<sub>Initial</sub><sup>i</sup>** is the Closing Price of the **Share<sup>i</sup>** on the **Strike Date**

**Share<sub>Final</sub><sup>i</sup>** is the Closing Price of the **Share<sup>i</sup>** on the **Redemption Valuation Date**

**FX<sub>Initial</sub>** means the WM / Reuters currency exchange rate for the currency pair USD/CZK (expressed as an amount of CZK per one unit of USD), calculated by WM Company which appears on the relevant Thomson Reuters Screen USDCZKFIX=WM at 16.00 London Time, on one currency day preceding the Strike Date.

**FX<sub>Final</sub>** means the WM / Reuters currency exchange rate for the

currency pair USD/CZK (expressed as an amount of CZK per one unit of USD), calculated by WM Company which appears on the relevant Thomson Reuters Screen USDCZKFIX=WM at 16.00 London Time, on one currency business day following the Redemption Valuation Date.

**Closing Price** is the Settlement Price.

|                                       |   |
|---------------------------------------|---|
| <b>(v) Strike Date:</b>               | 14 March 2019                               |
| <b>(w) Redemption Valuation Date:</b> | 14 March 2022.                              |
| <b>(x) Averaging:</b>                 | Averaging does not apply to the Securities. |
| <b>(y) Observation Dates:</b>         | Not applicable.                             |
| <b>(z) Observation Period:</b>        | Not applicable.                             |
| <b>(aa) Settlement Business Day:</b>  | Not applicable.                             |
| <b>(bb) Cut-off Date:</b>             | Not applicable.                             |

#### DISTRIBUTION AND U.S. SALES ELIGIBILITY

|   |  |
|---|--|
| <b>45. Selling Restrictions:</b>  | As set out in the Base Prospectus.   |
| <b>(a) Eligibility for sale of Securities in the United States to AIs:</b>  | The Securities are not eligible for sale in the United States to AIs.  |
| <b>(b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A:</b>   | The Securities are not eligible for sale in the United States under Rule 144A to QIBs.                                   |
| <b>(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:</b> | The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.                           |
| <b>46. Additional U.S. Federal income tax considerations:</b>   | The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986. |
| <b>47. TEFRA C or TEFRA Not Applicable:</b>   | TEFRA not applicable.  |
| <b>48. Registered broker/dealer:</b>  | Not applicable.  |

#### PROVISIONS RELATING TO COLLATERAL AND SECURITY

|  |                 |
|--|-----------------|
| <b>49. Collateral Security Conditions:</b> | Not applicable. |
|--|-----------------|

#### Responsibility

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Issuer (who has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of BNP Paribas Issuance B.V.

As Issuer:



By: Danai ARGYROPOULOU. Duly authorized

## **PART B - OTHER INFORMATION**

### **1. Listing and Admission to trading**

The Securities are unlisted.

### **2. Operational Information**

**Relevant Clearing System(s):**

Euroclear and Clearstream Luxembourg.