FINAL TERMS DATED 31 JULY 2013

BNP Paribas Fortis Funding

(incorporated in Luxembourg)

(as Issuer)

BNP Paribas Fortis SA/NV

(incorporated in Belgium)

(as Guarantor)

(Note, Warrant and Certificate Programme)

Issue of minimum EUR 1,000,000 and maximum EUR 50,000,000

Equity Basket Linked Notes due 14 September 2020

(Commercial name: BNP Paribas Fortis Funding Coupon Note 2020/2)

Any person making or intending to make an offer of the Notes may only do so in those Public Offer Jurisdictions mentioned in Paragraph 66 of Part A below, provided such person is of a kind specified in that paragraph and that the offer is made during the Offer Period specified in that paragraph.

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.

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.

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 3 – Additional Terms and Conditions for Share Securities, – Annex 5, Additional Terms and Conditions in Annex 5 in the case of Debt Securities in the Base Prospectus dated 3 June 2013 which received visa no 13-259 from the *Autorité des marchés financiers* ("**AMF**") on 3 June 2013 which constitutes a base prospectus for the purposes of the 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, these Final Terms (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies may be obtained from, BNP Paribas Securities Services, Luxembourg Branch (in its capacity as Principal Paying Agent), 33, rue de Gasperich, Howald - Hesperange, L-2085 Luxembourg and (save in respect of the Final Terms) on the Issuer's website (www.invest.bnpparibas.com)]. The Base Prospectus will also be available on the AMF website 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.

1.	(i)	Issuer:	BNP Paribas Fortis Funding
	(ii)	Guarantor:	BNP Paribas Fortis SA/NV
2.	(i)	Series Number:	N006
	(ii)	Tranche Number:	1
3.	Specified Currency:		Euros (“EUR”)
4.	Aggregate Nominal Amount:		
	(i)	Series:	Minimum EUR 1,000,000 and maximum EUR 50,000,000
	(ii)	Tranche:	Minimum EUR 1,000,000 and maximum EUR 50,000,000
5.	Issue Price of Tranche:		102 per cent. of the Aggregate Nominal Amount
6.	Minimum Trading Size:		EUR 1,000
7.	(i)	Specified Denominations:	EUR 1,000
	(ii)	Calculation Amount (Applicable to Notes in definitive form):	EUR 1,000
8.	(i)	Issue Date and Interest Commencement Date:	12 September 2013
	(ii)	Interest Commencement Date (if different from the Issue Date):	Not applicable
9.	Maturity Date:		14 September 2020 or if that is not a Business Day the immediately succeeding Business Day

10.	Form of Notes:	Bearer
11.	Interest Basis:	Share Linked Interest
12.	Redemption/Payment Basis:	Redemption at par
13.	Put/Call Options:	Not applicable
14.	Exchange Rate:	Not applicable
15.	Strike Date:	See item 26 (xiii)
16.	Strike Price:	See item 26 (xiii)
17.	Averaging:	Averaging does not apply to the Securities
18.	Observation Dates:	5 September 2014, 4 September 2015, 2 September 2016, 5 September 2017, 5 September 2018, 5 September 2019 and 4 September 2020 or if each of such dates is not a Business Day the immediately succeeding Business Day
19.	Observation Period:	Not applicable
20.	Additional Disruption Events:	Change in Law and Hedging Disruption apply
21.	Optional Additional Disruption Events:	The following Optional Additional Disruption Event apply to the Securities: Increased Cost of Hedging Insolvency Filing
22.	Knock-in Event:	Not applicable
23.	Knock-out Event:	Not applicable
24.	Tax Gross-up:	Condition 6.4 (*No Gross-up*) applicable
25.	Method of distribution:	Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

26.	Interest:		Applicable
	(i)	Interest Period(s):	The period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the first Interest Payment Date and each successive period beginning on (and including) a specified Interest Payment Date and ending on (but excluding) the next succeeding specified Interest Payment Date
	(ii)	Interest Period End Date(s):	See item 26 (i) above
	(iii)	Business Day Convention for Interest Period End Date(s):	None
	(iv)	Interest Payment Date(s):	12 September in each year from and including 12 September 2014 to and including 12 September 2020, subject to adjustment in accordance with the Business Day Convention, expected to be: 12 September 2014, 14 September 2015, 12 September 2016, 12 September 2017, 12 September 2018, 12 September 2019, 14 September

		2020.
(v)	Business Day Convention for Interest Payment Date(s):	Following
(vi)	Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):	BNP Paribas Fortis SA/NV
(vii)	Margin(s):	Not applicable
(viii)	Minimum Interest Rate:	See item 26 (xiii)
(ix)	Maximum Interest Rate:	See item 26 (viii)
(x)	Day Count Fraction:	Act/360 (unadjusted)
(xi)	Determination Dates:	Not applicable
(xii)	Accrual to Redemption:	Not applicable
(xiii)	Rate of Interest:	Linked Interest

Cappuccino Coupon applicable:

The Calculation Agent shall determine the Basket of Shares Linked Interest Amount per Calculation Amount (subject to a minimum of 0% and a maximum of 9%) on each Coupon Valuation Date in accordance with the following formula:

$$\mathrm{Max}\left(\mathrm{Min\,Coupon(i)}, \frac{1}{\mathrm{K}} \times \sum_{\mathrm{k}=1}^{\mathrm{K}} \left[\mathrm{Max}\left(\mathrm{Floor\ Percentage(i)}, \mathrm{Barrier}\ \mathit{Value}(i,k)\right)\right] - \mathit{Strike\ Percentage}(i)\right)$$

Where "**Barrier Value**" is:

(i) if the Barrier Condition for the relevant Underlying Reference is satisfied in respect of the relevant SPS Coupon Valuation Date:

$\mathrm{Cap\ Percentage}_{(i)}$; or

(ii) if the Barrier Condition for the relevant Underlying Reference is not satisfied in respect of the relevant SPS Coupon Valuation Date:

$\mathrm{Coupon\ Value}_{(i,k)}$.

"**Barrier Condition**" means that Coupon Value for the relevant Underlying Reference for the relevant SPS Valuation Date is (a) greater than, (b) less than, (c) equal to or greater than or (d) less than or equal to the Barrier Level;

WHERE
K: 20
Minimum Coupon: 0 per cent
Floor Percentage: 75 per cent

Cap Percentage: 109 per cent.
Strike Percentage: 100 per cent.
Coupon Value: **Underlying Reference Value**,
Barrier Condition: equal to or greater than
Barrier Level: 100 per cent

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

Underlying Reference Strike Price: means, in espect of an Underlying Reference, if Strike Price Closing Value is specified as applicable in the applicable Final Terms, the Underlying Reference Closing Value for such Underlying Reference on the Strike Date

WHERE:
Underlying Reference k (k from 1 to 20) as set out in 31 (ii)
SPS Valuation Dates, SPS Coupon Valuation Date, Settlement Price Date are all equal to the Observation Date as set out in section 18
Underlying Reference Strike Price: Strike Price Closing Value
Strike Date: 3 September 2013
FX Conversion: Not applicable

27. Fixed Rate Provisions: Not applicable

28. Floating Rate Provisions: Not applicable

29. Zero Coupon Provisions: Not applicable

30. Index Linked Interest Provisions: Not applicable

31. Share Linked Interest Provisions Applicable

(i) Share(s)/Share Company/Basket of Shares/GDR/ADR: Basket of Shares

(ii) Relative Performance Basket:

k	**Name of the Share Issuers**	**ISIN, Underlying Referencek**	**Ticker**	**Currency**	**Exchanges**
1	Allianz SE	DE0008404005	ALV GY	EUR	Xetra
2	BASF	DE000BASF111	BAS GY	EUR	Xetra
3	BHP Billiton Ltd	GB0000566504	BLT LN	GBP	London
4	Canon Inc	JP3242800005	7751JT	JPY	Tokyo
5	China Shenhua Energy Co Ltd	CNE1000002R0	1088 HK	CNY	Hong Kong
6	Cie de St Gobain	FR0000125007	SGO FP	EUR	Euronext Paris

7	ENI SpA	IT0003132476	ENI IM	EUR	Borsa Italiana
8	Ericsson B	SE0000108656	ERICB SS	SEK	Stockholm
9	General Electric Company	US3696041033	GE UN	USD	New York
10	Industrial Commercial Bank of China	CNE1000003G1	1398 HK	CNY	Hong Kong
11	Rio Tinto	GB0007188757	RIO LN	GBP	London
12	Royal Dutch Shell plc	GB00B03MLX29	RDSA NA	EUR	Euronext Amsterdam
13	Sanofi SA	FR0000120578	SAN FP	EUR	Euronext Paris
14	Siemens AG	DE0007236101	SIE GY	EUR	Xetra
15	Standard Chartered plc	GB0004082847	STAN LN	GBP	London
16	Telenor ASA	NO0010063308	TEL NO	NOK	Olso
17	Teva Pharmaceutical Industries Ltd	US8816242098	TEVA UN	USD	New York
18	Total SA	FR0000120271	FP FP	EUR	Euronext Paris
19	Vinci SA	FR0000125486	DG FP	EUR	Euronext Paris
20	Zurich Insurance Group Ltd	CH0011075394	ZURN VX	CHF	SIX Swiss Ex

(iii) Share Currency: See item 31 (ii) above

(iv) ISIN of Share(s): See item 31 (ii) above

(v) Screen Page/Exchange Code: See item 31 (ii) above

(vi) Interest Valuation Date(s): See Observation dates item 18

(vii) Exchange Business Day: means, in respect of any Share comprised in the Basket, any Scheduled Trading Day on which the relevant Exchange and each Related Exchange are open for trading during their respective regular trading sessions, notwithstanding the relevant Exchange or any relevant Related Exchange closing prior to its Scheduled Closing Time

(viii) Scheduled Trading Day: means, in respect of any Share comprised in the Basket, any day on which the relevant Exchange and each relevant Related Exchange is scheduled to be open for trading for its regular trading sessions

(ix) Exchange(s): means, for each Underlying, the stock exchange on which such Underlying has its primary listing as mentioned in the table above (or any successor as determined by the Calculation Agent)

(x) Related Exchange(s): means, in respect of any Share, each exchange or quotation system where trading has a material effect (as determined by the Calculation Agent) on the overall market for futures or options contracts relating to such Share or such other options or futures exchange(s) as the Issuer may select, any transferee exchange or quotation system or any successor to any such exchange or quotation system or any substitute exchange or quotation system to which trading in futures or options contracts relating to such Share has temporarily relocated (provided that the Calculation Agent has determined that there is comparable liquidity relative to the futures or options contracts relating to such Share on such temporary substitute exchange or quotation system as on the original

			Related Exchange
	(xi)	Settlement Price:	Official closing price
	(xii)	Weighting:	Not applicable
	(xiii)	Valuation Time:	Scheduled Closing Time, means, in respect of an Exchange or a Related Exchange and a Scheduled Trading Day, the scheduled weekday closing time of such Exchange or Related Exchange on such Scheduled Trading Day, without regard to after hours or any other trading outside of the regular trading session hours
	(xiv)	Share Correction Period:	As per Conditions
	(xv)	Market Disruption:	Specified Maximum Days of Disruption will be equal to seven
	(xvi)	Tender Offer:	Applicable
	(xvii)	Listing Change:	Not applicable
	(xviii)	Listing Suspension:	Not applicable
	(xix)	Illiquidity:	Not applicable
	(xx)	Delayed Redemption on the Occurrence of an Extraordinary Event:	Not applicable
32.	Inflation Linked Interest Provisions:		Not applicable
33.	Commodity Linked Interest Provisions:		Not applicable
34.	Fund Linked Interest Provisions:		Not applicable
35.	ETI Linked Interest Provisions:		Not applicable
36.	Foreign Exchange (FX) Rate Linked Interest Provisions:		Not applicable
37.	Underlying Interest Rate Linked Interest Provisions:		Not applicable
38.	Additional Business Centre(s) (Condition 3.2(a)):		TARGET

PROVISIONS RELATING TO REDEMPTION

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

46.	Share Linked Redemption Amount:	Not applicable
47.	Inflation Linked Redemption Amount:	Not applicable
48.	Commodity Linked Redemption Amount:	Not applicable
49.	Fund Linked Redemption Amount:	Not applicable
50.	Credit Linked Notes:	Not applicable
51.	ETI Linked Redemption Amount:	Not applicable
52.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not applicable
53.	Underlying Interest Rate Linked Redemption Amount:	Not applicable
54.	Early Redemption Amount:	Not applicable
55.	Provisions applicable to Physical Delivery:	Not applicable
56.	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

GENERAL PROVISIONS APPLICABLE TO THE NOTES

57.	Form of Notes:	Bearer Notes:
	New Global Note:	Yes Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Bearer Notes.
58.	Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a):	Not applicable
59.	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	No.
60.	Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made:	Not applicable
61.	Redenomination, renominalisation and reconventioning provisions:	Not applicable
62.	Calculation Agent:	BNP Paribas Fortis SA/NV

DISTRIBUTION

63.	` (i)	If syndicated, names and addresses of Managers (specifying Lead Manager):	Not applicable
	(ii)	Date of Subscription Agreement:	Not applicable
	(iii)	Stabilising Manager (if any):	Not applicable
64.	Total commission and concession:		**Commissions borne by the investor**: Placement commission of 2.00% borne by the investor who is not a Qualified Investor (as defined under item 11(i) of Part B), not recurring, included in the Issue Price and thus payable in advance by the investor (private individual) to the Issuer who will retrocede this commission to BNP Paribas Fortis (in its capacity as distributor) on the Issue Date. **Other commissions perceived by BNP Paribas Fortis, included in the value of the structured Note and thus included in the Issue Price**: This is a recurrent commission, payable annually of maximum 1.00%, pursuant to the distribution and promotion of the Notes.
65.	U.S. Selling Restrictions:		TEFRA D
66.	Non-exempt Offer:		An offer of the Notes may be made by BNP Paribas Fortis SA/NV as Manager (together with any financial intermediaries granted General Consent, being persons to whom the Issuer has given consent, the "**Authorised Offerors**") other than pursuant to Article 3(2) of the Prospectus Directive in Belgium (the "**Public Offer Jurisdictions**") during the period from 1 August 2013 until 30 August 2013 (the "**Offer Period**"). See further Paragraph 9 of Part B below
		General Consent:	Applicable
		Other Conditions to consent:	Not applicable

RESPONSIBILITY

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

Signed on behalf of the Issuer:

By:

Duly authorised

Signed on behalf of the Guarantor:

By:

Duly authorised

PART B – OTHER INFORMATION

1. Listing and Admission to trading

(i)	Listing and admission to trading:	The Notes are unlisted.
(ii)	Estimate of total expenses related to admission to trading:	Not applicable

2. Ratings The Notes have not been rated.

3. Interests of Natural and Legal Persons Involved in the 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. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

(i)	Reasons for the offer	See "Use of Proceeds" wording in Base Prospectus
(ii)	Estimated net proceeds:	100 per cent of the Principal Amount of Tranche
(iii)	Estimated total expenses:	Not applicable

5. *Fixed Rate Notes only* – Yield Not applicable

6. *Floating Rate Notes only* – Historic Interest Rates

Not applicable

7. Performance of Index/ Share/ Commodity/ Inflation/ Foreign Exchange Rate/ Fund/ Reference Entity/ Entities/ ETI Interest/ Formula, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The Issuer does not intend to provide post-issuance information regarding the Underlyings (including information about corporate actions or other events affecting the underlying and adjustments or substitutions to the underlying resulting therefrom), except if required by any applicable laws and regulations.
The selection of the Basket of Shares has been based on the criteria suggested by BNP Paribas Fortis SA/NV acting as distributor of the Notes.

The Basket of Shares fulfilled the following criteria on 24/06/2013 (i.e. on the trade date) as agreed between the Issuer and its hedging counterpart:

- Shares of companies rated as positive (buy) or neutral (hold) by the analysts of BNP Paribas Fortis SA/NV
- Shares of companies whose market capitalization is at least EUR 1 billion
- Shares of companies whose minimum rating is BBB-/Baa3 for non-financial companies and a minimum rating of A-/A3 for financial companies
- Only shares of companies whose dividend yield is above the average dividend yield of the shares of the same geographical area and at least equal to 3%
- Shares of companies whose net debt/EBITDA < 3 and the net results payout ratio less than 70%
- Last screening is done by the analysts of BNP Paribas Fortis SA/NV and is based on a potential

revaluation of each share.

8. OPERATIONAL INFORMATION

(i)	ISIN Code:	XS0948861710
(ii)	Common Code:	094886171
(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)	CMU Instrument No.:	Not applicable
(vii)	CMU Lodging Agent:	Not applicable
(viii)	CMU Paying Agent:	Not applicable
(ix)	Intended to be held in a manner which would allow Eurosystem eligibility:	No.

9. Public Offers

Offer Period: An offer to the public will be made in Belgium from (and including) 1 August 2013 at 9.00 a.m. to (and including) 30 August 2013 at 4.00 p.m. (Brussels time) subject to any early closing of the Offer Period.

Offer Price: The Issuer has offered the Notes to the Manager at the initial issue price of 102 less a total commission of 2% that will be borne by the investors who are not Qualified Investors .

"**Qualified Investors**" shall mean investors who are professional client (*client professionnel/professionele cliënt*) or eligible counterparty (*contrepartie éligibles/in aanmerking komende tegenpartij*) as defined in the Royal Decree of 27 April 2007 (as amended from time to time) implementing in Belgium the Markets in Financial Services Directive (2004/39/CE).

The Qualified Investors may borne a lower commission depending on (i) the evolution of the credit quality of the Issuer (credit spread), (ii) the evolution of interest rates, (iii) the success (or lack of success) of the placement of the Notes, and (iv) the amount of Notes

	purchased by an investor, each as determined by the Authorized Offerors in their sole discretion.
Conditions to which the offer is subject:	The Offer of the Notes is conditional on its issue. In particular the offer of the Notes may be cancelled if the minimum amount is not placed or if market conditions are likely, in the opinion of the Issuer, to prejudice the success of the offering and distribution of Notes or the dealing of the Notes in the secondary market or for any other reason as decided by the Issuer.
Description of the application process:	An offer to the public will be made in Belgium from (and including) 1 August 2013 at 9.00 a.m. to (and including) 30 August 2013 at 4.00 p.m. (Brussels time) subject to any early closing of the Offer Period.
Details of the minimum and/or maximum amount of application:	Total amount of the offer: Minimum EUR 1,000,000 and maximum EUR 50,000,000 based on the need of the Issuer and on the demand from the investors. Minimum subscription amount per investor: EUR 1,000.
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	In the case of early termination of the Offer Period due to an oversubscription of the Notes, a proportional reduction of the subscriptions receive by the Authorised Offerors will be applied. Any payments made in connection with the subscription of Notes not allotted will be redeemed within 7 Brussels Business Days (i.e., days on which banks are open for general business in Brussels) after the date of payment and the holders thereof shall not be entitled to any interest in respect of such payments. By subscribing to or otherwise acquiring the Notes, the holders of the Notes are deemed to have knowledge of all the Terms and Conditions of the Notes and to accept the said Terms and Conditions.
Details of the method and time limits for paying up and delivering the Notes:	The Notes will be issued on the Issue Date against payment to the Issuer of the net subscription moneys. Investors will be notified by the relevant Authorised Offeror of their allocations of Notes and the settlement arrangements in respect thereof.
Manner and date in which results of the offers are to be made public:	The results of the offer of the Notes will be published as soon as possible on the website www.bnpparibasfortis.be
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable
Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	The Noteholders will be directly notified of the number of Notes which has been allotted to them as soon as possible after the Issue Date (See also above the manner and date in which results of the offer are to be made public) No dealings in the Notes on a regulated market for the purposes of

	the Markets in Financial Instruments Directive 2004/39/EC may take place prior to the Issue Date
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	A. Commissions (i) A commission of 2% included in the Issue Price will be borne by the non-qualified investors. (ii) The subscribers who are Qualified Investors may bear (if any) a commission equal or below 2% included in the Offer Price (see "Offer Price" item 9 of the Part B) B. Legal, administrative and other costs relating to the issue of the Notes and amounting to minimum EUR 0; C. Costs for the subscribers relating to holding of the Notes on a securities account: free of charge at BNP Paribas Fortis SA/NV D. Financial service: free of charge at BNP Paribas Fortis SA/NV

ISSUE SPECIFIC SUMMARY SERIES N006 – ISIN XS0948861710

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	**This summary should be read as an introduction to the Base Prospectus of BNPP B.V., BNPP, BP2F, BNPPF and BGL dated 3 June 2013 (the "Base Prospectus") and the applicable Final Terms.** **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.** **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.** **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.**

Element	Title	
A.2	Consent as to use the Base Prospectus, period of validity and other conditions attached	*Consent:* Subject to the conditions set out below, the Issuer consents to the use of the Base Prospectus in connection with a Non-exempt Offer of Securities by the Managers and any financial intermediary which is authorised to make such offers under applicable legislation implementing the Markets in Financial Instruments Directive (Directive 2004/39/EC) and publishes on its website the following statement (with the information in square brackets being completed with the relevant information): "*We, [insert legal name of financial intermediary], refer to the Equity Basket Linked Notes due 14 September 2020 (commercial name: Coupon Notes 2020/2) (the "**Securities**") described in the Final Terms dated 31 July 2013 (the "**Final Terms**) published by BNP Paribas Fortis Funding SA (the "**Issuer**"). We hereby accept the offer by the Issuer of its consent to our use of the Base Prospectus (as defined in the Final Terms) in connection with the offer of the Securities in accordance with the Authorised Offeror Terms and subject to the conditions to such consent, each as specified in the Base Prospectus, and we are using the Base Prospectus accordingly."* (each an "**Authorised Offeror**"). *Offer period:* The Issuer's consent referred to above is given for Non-exempt Offers of Securities during the period from 1 August 2013 until 30 August 2013 (the "**Offer Period**"). *Conditions to consent:* The conditions to the Issuer's consent (in addition to the conditions referred to above) are that such consent (a) is only valid during the Offer Period; (b) only extends to the use of the Base Prospectus to make Non-exempt Offers of the relevant Tranche of Securities in Belgium.
		AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY SECURITIES IN A NON-EXEMPT OFFER FROM AN AUTHORISED OFFEROR WILL DO SO, AND OFFERS AND SALES OF SUCH SECURITIES TO AN INVESTOR BY SUCH AUTHORISED OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER ARRANGEMENTS IN PLACE BETWEEN SUCH AUTHORISED OFFEROR AND SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS AND SETTLEMENT ARRANGEMENTS. THE INVESTOR MUST LOOK TO THE AUTHORISED OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH INFORMATION AND THE AUTHORISED OFFEROR WILL BE RESPONSIBLE FOR SUCH INFORMATION.

Section B - Issuer and Guarantor

Element	Title	
B.1	Legal and commercial name of the Issuer	BNP Paribas Fortis Funding ("**BP2F**" or the "**Issuer**").
B.2	Domicile/ legal form/ legislation/ country of incorporation	The Issuer was incorporated as a *société anonyme* under the laws of the Grand Duchy of Luxembourg having its registered office at 67, boulevard Grande-Duchesse Charlotte, L-1331 Luxembourg, Grand Duchy of Luxembourg.
B.4b	Trend information	***Macroeconomic Conditions.*** BP2F's results of operations are affected by the macroeconomic and market environment. Given the nature of its business, BP2F is particularly susceptible to macroeconomic and market conditions in Europe, which have experienced disruptions in recent years. While global economic conditions generally improved over the course of 2012, growth prospects diverge for advanced and developing economies in 2013 and going forward. In the Euro-zone, sovereign spreads came down in 2012 from historically high levels, although uncertainty remains over the solvability of certain sovereigns and the extent to which E.U. member states are willing to provide additional financing.
B.5	Description of the Group	BNP Paribas Fortis Funding is a subsidiary of BNP Paribas Fortis SA/NV and acts as a financing vehicle for BNP Paribas Fortis SA/NV and the companies controlled by BNP Paribas Fortis SA/NV. BNP Paribas Fortis SA/NV is in turn a subsidiary of BNP Paribas which 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	Not applicable, the Issuer has not made a profit forecast or estimate.
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	Selected historical key financial information:		
	In millions of EUR		
		31/12/2011	31/12/2012
		EUR	EUR
	Selected items of the Balance Sheet		
	Assets		

Element	Title		
	Fixed assets (loans to affiliated undertakings)	5,261,088,495	6,763,911,498
	Current assets (Amounts owed by affiliated undertakings becoming due and payable after less than 1 year	170,106,379	933,735,013
	Total assets	5,580,765,179	7,853,435,205
	Liabilities		
	Capital and reserves	8,053,553	7,136,902
	Subordinated creditors	2,119,719,386	1,811,125,851
	Non-subordinated debts		
	Non-convertible loans		
	- becoming due and payable within 1 year	893,492,429	2,043,358,203
	- becoming due and payable after more than 1 year	2,354,947,039	3,040,052,136
	Charges & Income: selected items		
	Income from financial fixed assets derived from affiliated undertakings	149,938,055	164,102,344
	Total income	400,951,114	368,793,560
	Interest payable and similar charges	310,422,392	291,638,574
	Profit for the financial year	638,908	1,583,350
	Statements of no significant or material adverse change There has been no significant change in the financial or trading position of the BNPP Group since 31 December 2012 and there has been no material adverse change in the prospects of the BNPP Group since 31 December 2012. There has been no significant change in the financial or trading position of the Issuer since 31 December 2012 and there has been no material adverse change in the prospects of the Issuer since 31 December 2012.		

Element	Title	
B.13	Events impacting the Issuer's solvency	Not applicable, 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 31 December 2012
B.14	Dependence upon other group entities	The Issuer is dependent upon BNPPF and other members of the BNPP Group. See also Element B.5 above.
B.15	Principal activities	The Issuer's main object is to grant loans to BNP Paribas Fortis SA/NV and its affiliates. In order to implement its main object, BP2F may issue bonds or similar securities, raise loans, with or without a guarantee and in general have recourse to any sources of finance. BP2F can carry out any operation it perceives as being necessary to the accomplishment and development of its business, whilst staying within the limits of the Luxembourg law of 10 August 1915 on commercial companies (as amended).
B.16	Controlling shareholders	BNP Paribas Fortis SA/NV holds 99.995% of the share capital of the Issuer.
B.17	Solicited credit ratings	The Securities have not been rated.
B.18	Description of the Guarantee	The Securities will be unconditionally and irrevocably guaranteed by BNP Paribas Fortis SA/NV ("**BNPPF**" or the "**Guarantor**") pursuant to an English law deed of guarantee executed by the Guarantor on 3 June 2013 (the "**Guarantee**"). The obligations under the Guarantee constitute direct, unconditional, unsubordinated and unsecured obligations of BNPPF and rank *pari passu* (subject to mandatorily preferred debts under applicable laws) equally and rateably with all other present and future outstanding unsecured and unsubordinated obligations of BNPPF.
B.19	Information about the Guarantor	See below
B.19/ B.1	Legal and commercial name of the Guarantor	BNP Paribas Fortis SA/NV, acting under the commercial name of BNP Paribas Fortis
B.19/ B.2	Domicile/ legal form/ legislation/ country of incorporation	The Guarantor was incorporated as a public company with limited liability (*"société anonyme/naamloze vennootschap")* under the laws of Belgium with its registered office at 1000 Brussels, Montagne du Parc 3 and is licensed as a bank.

Element	Title	
B.19/ B.4b	Trend information	***Macroeconomic Conditions.*** BNPPF's results of operations are affected by the macroeconomic and market environment. Given the nature of its business, BNPPF is particularly susceptible to macroeconomic and market conditions in Europe, which have experienced disruptions in recent years. While global economic conditions generally improved over the course of 2012, growth prospects diverge for advanced and developing economies in 2013 and going forward. In the Euro-zone, sovereign spreads came down in 2012 from historically high levels, although uncertainty remains over the solvability of certain sovereigns and the extent to which E.U. member states are willing to provide additional financing. ***Legislation and Regulations Applicable to Financial Institutions.*** BNPPF is affected by legislation and regulations applicable to global financial institutions, which are undergoing significant change in the wake of the global financial crisis. New measures that have been proposed and adopted include more stringent capital and liquidity requirements, taxes on financial transactions, restrictions and taxes on employee compensation, limits on commercial banking activities, restrictions of types of financial products, increased internal control and transparency requirements, more stringent business conduct rules, mandatory reporting and clearing of derivative transactions, requirements to mitigate risks relating to OTC derivatives and the creation of new and strengthened regulatory bodies. New or proposed measures that affect or will affect BNPPF include the Basel 3 and CRD4 prudential frameworks, the related requirements announced by the EBA, the designation of BNPPF as a systemically important financial institution by the FSB, the Belgian banking law, the E.U. Liikanen proposal and the Federal Reserve's proposed framework for the regulation of foreign banks.
B.19/B.5	Description of the Group	The Guarantor holds 99.995% of the share capital of the Issuer and is part of the BNPP Group. See Element B.5 above.
B.19/B.9	Profit forecast or estimate	Not applicable, the Guarantor has not made a profit forecast or estimate.
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	Selected historical key financial information:	

In millions of EUR		
	31/12/2011	31/12/2012
Revenues	5,733	5,881

Element	Title		
	Cost of risk	-1,152	-374
	Net Income	271	545
	Net Income attributable to shareholders	104	307
	Total Consolidated Balance Sheet	346,179	272,254
	Shareholders' equity	16,292	19,007
	Consolidated loans and receivables due from customers	145,757	147,781
	Consolidated items due to customers	154,514	146,246
	Tier 1 Capital	19,493	19,018
	Tier 1 Ratio	16.5%	15.3%
	Total Capital	25,543	23,452
	Total Capital Ratio	21.6%	18.9%
	Statements of no significant or material adverse change There has been no significant change in the financial or trading position of BNPPF since 31 December 2012 and no material adverse change in the prospects of BNPPF since 31 December 2012.		
B.19/ B.13	Events impacting the Guarantor's solvency	Not applicable, 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 31 December 2012.	
B.19/ B.14	Dependence upon other Group entities	The Guarantor is dependent upon BNPP and other members of the BNPP Group. See also Element B.5 above.	
B.19/ B.15	Principal activities	The Guarantor's object is to carry on the business of a credit institution, including brokerage and transactions involving derivatives. It is free to carry out all businesses and operations which are directly or indirectly related to its purpose or which are of a nature that benefit the realisation thereof. BNPPF is free to hold shares and share interests within the limits set by the legal framework for banks.	
B.19/ B.16	Controlling shareholders	BNP Paribas holds 74.93 per cent. of the share capital of the Guarantor and the Belgian State holds 25 per cent. of the share capital of the Guarantor.	
B.19/ B.17	Solicited credit ratings	Not applicable	

Section C – Securities

Element	Title	
C.1	Type and class of Securities/ ISIN	The Securities are notes ("**Notes**") and are issued in Series. The Series Number of the Securities is N006. The Tranche number is 1. The ISIN is: XS0948861710. The Common Code is: 094886171. The Securities are cash settled Securities.
C.2	Currency	The currency of this Series of Securities is Euros ("EUR").
C.5	Restrictions on free transferability	The Securities will be freely transferable, subject to the offering and selling restrictions in Belgium and under the Prospectus Directive and the laws of any jurisdiction in which the relevant Securities are offered or sold.
C.8	Rights attaching to the Securities	Securities issued under the Programme will have terms and conditions relating to, among other matters: ***Status*** The Securities and the relative Coupons constitute direct, unconditional, unsubordinated and unsecured and general obligations of the Issuer and rank *pari passu* (subject to mandatorily preferred debts under applicable laws) without any preference among themselves and at least equally and rateably with all other present and future outstanding unsecured and unsubordinated obligations, including guarantees and other obligations of a similar nature of the Issuer.
		Taxation 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.
		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 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.

Element	Title	
		Negative pledge The terms of the Securities will not contain a negative pledge provision.
		Events of Default 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; [default by the Issuer or Guarantor in payment on other loan indebtedness of or assumed or guaranteed by the Issuer or Guarantor of at least EUR 50,000,000 or its equivalent in any other currency.
		Meetings 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.
		Governing law The Agency Agreement, the Deed of Covenant, the Guarantee in respect of the Notes, the Notes and the Coupons and any non-contractual obligations arising out of or in connection with the Agency Agreement, the Deed of Covenant, the Guarantee, and the Notes (except as aforesaid) and the Coupons are governed by, and shall be construed in accordance with, English law.
C.9	Interest/ Redemption	The Securities bear interest from their date of issue (12 September 2013) at a structured rate calculated by reference to a Basket of Shares (the "**Underlying References**"). Interest will be paid annually in arrear on 12 September in each year. The first interest payment will be made on 12 September 2014. The interest rate is calculated as set out below: **Cappuccino Coupon** The Calculation Agent shall determine the Share Linked Interest Amount per Calculation Amount (subject to a minimum of 0% and a maximum of 9%) on each Coupon Valuation Date in accordance with the following formula: $\mathrm{Max}(\mathrm{Min\,Coupon(i)}, \frac{1}{\mathrm{K}} \mathrm{x} \sum_{\mathrm{k=1}}^{\mathrm{K}} [\mathrm{Max}(\mathrm{Floor\,Percentage(i)}, \mathrm{Barrier}\, Value(i,k))] - Strike\,Percentage(i))$ Where "**Barrier Value**" is: (i) if the Barrier Condition for the relevant Underlying Reference is satisfied in respect of the relevant SPS Coupon Valuation Date:

Element	Title	

$$\text{Cap Percentage}_{(i)}\text{ ; or}$$

(ii) if the Barrier Condition for the relevant Underlying Reference is not satisfied in respect of the relevant SPS Coupon Valuation Date:

$$\text{Coupon Value}_{(i,k)}$$

.

"**Barrier Condition**" means that Coupon Value for the relevant Underlying Reference for the relevant SPS Valuation Date is (a) greater than, (b) less than, (c) equal to or greater than or (d) less than or equal to, as specified in the applicable Final Terms, the Barrier Level;

WHERE

K: 20

Minimum Coupon: 0 per cent.

Floor Percentage: 75 per cent.

Cap Percentage: 109 per cent.

Strike Percentage: 100 per cent.

Coupon Value: **Underlying Reference Value**

Barrier Condition: equal to or greater than

Barrier Level: 100 per cent

WITH:

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

Underlying Reference Strike Price: means, in respect of an Underlying Reference, if Strike Price Closing Value is specified as applicable in the applicable Final Terms, the Underlying Reference Closing Value for such Underlying Reference on the Strike Date

WHERE:

Underlying Reference k (k from 1 to 20) as set out below

SPS Valuation Dates, SPS Coupon Valuation Date, Settlement Price Date are all equal to the Observation Date being: 5 September 2014, 4 September 2015, 2 September 2016, 5 September 2017, 5 September 2018, 5 September 2019 and 4 September 2020 or if each of such dates is not a Business Day the immediately succeeding Business Day

Underlying Reference Strike Price: Strike Price Closing Value

Strike Date: 3 September 2013

Basket of Underlying References:

k	Name of the Share Issuers	ISIN, Underlying Reference k	Ticker	Currency	Exchanges
1	Allianz SE	DE0008404005	ALV GY	EUR	Xetra
2	BASF	DE000BASF111	BAS GY	EUR	Xetra

Element	Title	

3	BHP Billiton Ltd	GB0000566504	BLT LN	GBP	London
4	Canon Inc	JP3242800005	7751JT	JPY	Tokyo
5	China Shenhua Energy Co Ltd	CNE1000002R0	1088 HK	CNY	Hong Kong
6	Cie de StGobain	FR0000125007	SGO FP	EUR	Euronext Paris
7	ENI SpA	IT0003132476	ENI IM	EUR	Borsa Italiana
8	Ericsson B	SE0000108656	ERICB SS	SEK	Stockholm
9	General Electric Company	US3696041033	GE UN	USD	New York
10	Industrial Commencial Bank of China	CNE1000003GI	1398 HK	CNY	Hong Kong
11	Rio Tinto	GB0007188757	RIO LN	GBP	London
12	Royal Dutch Shell plc	GB00B03MLX29	RDSA NA	EUR	Euronext Amsterdam
13	Sanofi SA	FR0000120578	SAN FP	EUR	Euronext Paris
14	Siemens AG	DE0007236101	SIE GY	EUR	Xetra
15	Standard Chartered plc	GB0004082847	STAN LN	GBP	London
16	Telenor ASA	NO0010063308	TEL NO	NOK	Olso
17	Teva Pharmaceutical Industries Ltd	US8816242098	TEVA UN	USD	New York
18	Total SA	FR0000120271	FP FP	EUR	Euronext Paris
19	Vinci SA	FR0000125486	DG FP	EUR	Euronext Paris
20	Zurich Insurance Group Ltd	CH0011075394	ZURN VX	CHF	SIX Swiss Ex

Redemption

Unless previously redeemed or cancelled, each Security will be redeemed on 14 September 2020 as set out in Element C.18 below.

The Notes may be redeemed early for tax reasons at the Early Redemption Amount calculated in accordance with the Conditions at the Optional Redemption Amount specified in the applicable Final Terms.

Representative of Securityholders

No representative of the Securityholders has been appointed by the Issuer.

Please also refer to item C.8 above for rights attaching to the Securities.

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	The Securities are not intended to be admitted to trading on any market.
C.15	How the value of the investment in the derivative securities is affected by the value of	The amount payable in respect of interest is calculated by reference to the Underlying References. See item C.19 above.

Element	Title	
	the underlying assets	
C.16	Maturity of the derivative Securities	The Maturity Date of the Securities is 14 September 2020.
C.17	Settlement Procedure	This Series of Securities is cash settled. The Issuer does not have the option to vary settlement.
C.18	Return on derivative securities	See Element C.8 above for the rights attaching to the Securities. ***Final Redemption*** 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: 100 per cent.
C.19	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.
C.20	Underlying	The Underlying Reference specified in Element C.9 above.

Section D – Risks

Element	Title	
D.2	Key risks regarding the Issuer and the Guarantor	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.
		The following is a summary of some of the additional investment considerations relating to the business of BP2F: (a) The primary credit protection for Securities issued by BP2F will derive from the guarantees given by BNPPF. (b) BP2F's ability to perform its obligations in respect of the structured return on structured securities may depend on the ability of its hedging counterparties to meet their obligations under any hedge. (c) BP2F’s ability to make payments under the Securities may depend on

Element	Title	
		the operating performance of those companies to which the proceeds of the Securities are lent. (d) The financial condition of the operating companies to which the proceeds of the Notes are lent may deteriorate and this may affect BP2F's ability to make payments under the Securities which it issues. (e) During deteriorating or challenging economic conditions BP2F may find it difficult to raise further finance. (f) Transfer pricing tax rules in Luxembourg generate additional costs, which may vary from time to time.
		The following is a summary of some of the investment considerations relating to the business of BNPPF: (g) Difficult market and economic conditions including, without limitation, concerns regarding the ability of certain countries in the eurozone to refinance their debt obligations, could in the future have a material adverse effect on the operating environment for financial institutions and hence on BNPPF's financial condition, results of operations and cost of risk. (h) Legislative action and regulatory measures taken in response to the global financial crisis may materially impact BNPPF and the financial and economic environment in which it operates. (i) BNPPF's access to and cost of funding could be adversely affected by a further deterioration of the euro zone sovereign debt crisis, worsening economic conditions, a ratings downgrade or other factors. (j) The soundness and conduct of other financial institutions and market participants could adversely affect BNPPF. (k) BNPPF may incur significant losses on its trading and investment activities due to market fluctuations and volatility. (l) A substantial increase in new provisions or a shortfall in the level of previously recorded provisions could adversely affect BNPPF's results of operations and financial condition. (m) BNPPF may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns. (n) BNPPF's hedging strategies may not prevent losses. (o) Significant interest rate changes could adversely affect BNPPF's revenues or profitability. (p) Protracted market declines can reduce liquidity in the markets, making it harder to sell assets and possibly leading to material losses.

Element	Title	
		(q) Notwithstanding BNPPF's risk management policies, procedures and methods, it could still be exposed to unidentified or unanticipated risks, which could lead to material losses. (r) While each of BNPPF's businesses manages its operational risks, these risks remain an inherent part of all of BNPPF's businesses. (s) BNPPF has significant counterparty risk exposure and exposure to systemic risks. (t) BNPPF's competitive position could be harmed if its reputation is damaged. (u) An interruption in or a breach of BNPPF's information systems may result in lost business and other losses. (v) Litigation or other proceedings or actions may adversely affect BNPPF's business, financial condition and results of operations. (w) Uncertainty linked to fair value accounting and use of estimates. (x) Risks and uncertainties connected to the integration and optimization of the operations of BNPPF following its acquisition by BNP Paribas. (y) A deterioration of the credit rating of BNP Paribas of its debt quality could adversely affect BNPPF. (z) Unforeseen external events can interrupt BNPPF's operations and cause substantial losses and additional costs. (aa) BNPPF is subject to extensive and evolving regulatory regimes in the countries and regions in which it operates. (bb) Intense competition in the financial services industry could adversely affect BNPPF revenues and profitability.
D.3	Key risks regarding the Securities	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 (other than Secured Securities) are unsecured obligations. The trading price of the Securities is affected by a number of factors including, but not limited to, (in respect of Securities linked to an Underlying Reference) 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.

Element	Title	
		Settlement may be postponed following the occurrence or existence of a Settlement Disruption Event and, in these circumstances, the Issuer may pay a Disruption Cash Settlement Price (which may be less than the fair market value of the Entitlement) in lieu of delivering the Entitlement. 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. The Securities may be 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. The meetings of Holders provisions permit defined majorities to bind all Holders. 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 an investor may sell its Securities (investors may suffer a partial or total loss of the amount of their investment). 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 share, similar market risks to a direct equity investment, global depositary receipt ("**GDR**") or American depositary receipt ("**ADR**"), potential adjustment events or extraordinary events affecting shares and market disruption or failure to open of an exchange which may have an adverse effect on the value and liquidity of the Securities.
D.6	Risk warning	See Element D.3 above. 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.

Element	Title	
		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.

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.
E.3	Terms and conditions of the offer	This issue of Securities is being offered in a Non-Exempt Offer in Belgium. The issue price of the Securities is 102 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 or an offeror	No expenses are being charged to an investor by the Issuer. For this specific issue, however, expenses may be charged by an Authorised Offeror (as defined above) in the range between 0 per cent. and 2.00 per cent. of the nominal amount of the Securities to be purchased by the relevant investor.