PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**MiFID II product governance** / target market assessment — Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients, each as defined in MiFID II; and (ii) all channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

# Final Terms dated 11 August 2022

# **BNP PARIBAS**

(incorporated in France)

(the Issuer)

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

Issue of RON 29,000,000 Fixed Rate Senior Non Preferred Notes due 11 August 2027

ISIN Code: FR001400C9F1

under the

**Euro Medium Term Note Programme** 

(the Programme)

## **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 French Law Notes" in the Base Prospectus dated 1 July 2022 which received approval n° 22-263 from the Autorité des marchés financiers ("AMF") on 1 July 2022 and the Supplements to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below) (the "Supplements") (provided that to the extent any such Supplement (i) is published and approved after the date of these Final Terms and (ii) provides for any change to the Conditions of the Notes such changes shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate) which together constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129 (the "Prospectus Regulation") (the "Base Prospectus"). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation, and must be read in conjunction with the Base Prospectus to obtain all relevant information. A summary of the Notes is annexed to these Final Terms. The Base Prospectus and any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing at BNP Paribas 16, boulevard des 75009 Paris, France and www.invest.bnpparibas.com and https://rates-Italiens globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx and copies may be obtained free of charge at the specified office of the Principal Paying Agent.

**1.** Issuer: BNP Paribas

2. (i) Trade Date: 4 August 2022

(ii) Series Number: 19832

(iii) Tranche Number:

3. Specified Currency: Romanian new leu ("RON")

**4.** Aggregate Nominal Amount:

(i) Series: RON 29,000,000 (ii) Tranche: RON 29,000,000

**5.** Issue Price of Tranche: 100 per cent. of the Aggregate Nominal Amount

**6.** Minimum Trading Size: RON 500,000

7. (i) Specified Denomination: RON 500,000 and in integral multiples of RON

100,000 in excess thereof up to and including RON

900,000

**8.** (i) Issue Date: 11 August 2022

(ii) Interest Commencement I

Date:

Issue Date

**9.** (i) Maturity Date: 11 August 2027

(ii) Business Day Convention F

for Maturity Date:

Following

**10.** Form of Notes: Bearer

**11.** Interest Basis: 9.21 per cent. Fixed Rate per annum

(further particulars specified below)

**12.** Coupon Switch: Not applicable

**13.** Redemption/Payment Basis: Redemption at par

**14.** Change of Interest Basis or Not applicable

Redemption/Payment Basis:

15. Put/Call Options: Not applicable16. Exchange Rate: Not applicable

17. Status of the Notes: Senior Non Preferred Notes

MREL/TLAC Criteria Event: Not applicable

18. Knock-in Event: Not applicable
19. Knock-out Event: Not applicable
20. Method of distribution: Non-syndicated
21. Hybrid Notes: Not applicable

22. Tax Gross-Up: Condition 6(e) (No Gross-Up) of the Terms and

Conditions of the French Law Notes not applicable

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

**23.** Interest: Applicable

(i) Interest Period(s): As per Conditions

(ii) Interest Period End 11 August each year, from and including 11 August

2023 to and including Maturity Date

(iii) Business Day Convention

for Interest Period End Date(s):

Not applicable

(iv) Interest Payment Date(s):

11 August each year, from and including 11 August

2023 to and including Maturity Date

(v) Business Day Convention

for Interest Payment

Date(s):

Date(s):

Following

(vi) Party responsible for calculating the Rate(s) of Interest and Interest

Amount(s):

Calculation Agent

(vii) Margin(s): Not applicable

(viii) Minimum Interest Rate: Not applicable(ix) Maximum Interest Rate: Not applicable

(x) Day Count Fraction: 30/360, unadjusted

(xi)Determination Dates:Not applicable(xii)Accrual to Redemption:Not applicable(xiii)Rate of Interest:Fixed Rate

(xiv) Coupon Rate: Not applicable

**24.** Fixed Rate Provisions: Applicable

(i) Fixed Rate(s) of Interest: 9.21 per cent. per annum payable annually in arrear

on each Interest Payment Date

(ii) Fixed Coupon Amount(s): RON 267,090,000 per Calculation Amount

(iii) Broken Amount(s): Not applicable

	(iv)	Resettable Notes:	Not applicable
25.	Resett	able Notes:	Not applicable
26.	Floating Rate Provisions:		Not applicable
27.	Screen Rate Determination:		Not applicable
28.	ISDA Determination:		Not applicable
29.	FBF Determination:		Not applicable
30.	Zero Coupon Provisions:		Not applicable
31.	Index Linked Interest Provisions:		Not applicable
32.		Linked/ETI Share Linked st Provisions:	Not applicable
33.	Inflation Linked Interest Provisions:		Not applicable
34.	Commodity Linked Interest Provisions:		Not applicable
35.	Fund L	inked Interest Provisions:	Not applicable
36.	ETI Linked Interest Provisions:		Not applicable
37.	Foreign Exchange (FX) Rate Linked Interest Provisions:		Not applicable
38.	Underlying Interest Rate Linked Interest Provisions:		Not applicable
39.	(Condi Condit Notes Terms	onal Business Centre(s) tion 3(e) of the Terms and ions of the English Law or Condition 3(e) of the and Conditions of the a Law Notes, as the case e):	Bucharest and TARGET2

# PROVISIONS RELATING TO REDEMPTION

40.	Final Redemption:	Final Payout
41.	Final Payout:	<b>SPS Fixed Percentage Securities</b>
		Constant Percentage 1

Where.

00%

		Where:
		Constant Percentage 1 means 10
42.	Automatic Early Redemption:	Not applicable
43.	Issuer Call Option: :	Not applicable
44.	Noteholder Put Option	Not applicable
<b>45</b> .	Aggregation:	Not applicable
<b>46</b> .	Index Linked Redemption Amount:	Not applicable
47.	Share Linked/ETI Share Linked Redemption Amount:	Not applicable
48.	Inflation Linked Redemption Amount:	Not applicable
		Not applicable

Amount: **50**. Fund Linked Redemption Amount: Not applicable 51. Credit Linked Notes: Not applicable 52. ETI Linked Redemption Amount: Not applicable 53. Foreign Exchange (FX) Rate Not applicable Linked Redemption Amount: 54. Underlying Interest Rate Linked Not applicable Redemption Amount: 55. Events of Default for Senior Not applicable Preferred Notes: Administrator/Benchmark Event: 56. Not applicable Early Redemption Amount(s): Article 45b2(b) BRRD: Not applicable 57. **Final Redemption Amount** Provisions applicable to Physical 58. Not applicable Delivery: 59. Variation of Settlement: (i) Issuer's option to vary The Issuer does not have the option to vary settlement settlement: in respect of the Notes. (ii) Variation of Settlement of Not applicable Physical Delivery Notes: 60. **CNY Payment Disruption Event:** Not applicable **GENERAL PROVISIONS APPLICABLE TO THE NOTES** 61. Form of Notes: Bearer Notes: New Global Note: No **Dematerialised Notes** Bearer dematerialised form (au porteur) 62. Bucharest Financial Centre(s) or other special provisions relating to Payment Days for the purposes of Condition 4(a): 63. Talons for future Coupons or No

64. Details relating to Partly Paid
Notes: amount of each payment
comprising the Issue Price and
date on which each payment is to
be made and, if different from
those specified in the Temporary
Bearer Global Note or Permanent
Bearer Global Note, consequences

of failure to pay, including any right

Receipts to be attached to definitive Notes (and dates on which such Talons mature):

49.

Commodity Linked Redemption

Not applicable

and interest due on late payment: 65. Details relating to Notes Not applicable redeemable in instalments: amount of each instalment, date on which each payment is to be made: 66. Redenomination, renominalisation Not applicable and reconventioning provisions: 67. Masse (Condition 12 of the Terms Contractual representation of Noteholders/No Masse and Conditions of the French Law shall apply. Notes): 68. Governing law: French law **BNP Paribas Securities Services** 69. Calculation Agent: **DISTRIBUTION** 70. (i) If syndicated, names of Not applicable Managers (specifying Lead Manager): Date of Subscription (i) Not applicable Agreement: Stabilisation Manager (if Not applicable (ii) any): (iii) If non-syndicated, name of **BNP** Paribas relevant Dealer: 71. Total commission and concession: Not applicable Reg. S Compliance Category 2; TEFRA not 72. U.S. Selling Restrictions: applicable 73. Non exempt Offer: Not applicable 74. Prohibition of Sales to Retail Prohibition of Sales to EEA Retail Investors: Investors: Applicable Prohibition of Sales to UK Retail Investors: Applicable

The Notes are not Specified Securities for the purpose

of Section 871(m) of the U.S. Internal Revenue Code

# **RESPONSIBILITY**

75.

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

of 1986.

Signed on behalf of the Issuer:

F.P.R.N	
By:	
Duly authorised	

United States Tax Considerations

of the Issuer to forfeit the Notes

## PART B - OTHER INFORMATION

## 1. Listing and Admission to trading

Listing and admission to (i)

trading:

Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Luxembourg Stock Exchange

with effect on or around the Issue Date.

(ii) Estimate of total expenses related to admission to

trading:

EUR 2,550

### 2. **Ratings**

Ratings: The Notes to be issued have been rated:

A High by DBRS Ratings GmbH ("DBRS")

Baa1 by Moody's Investor Services ("Moody's")

A- by S&P Global Ratings ("S&P")

A+ by Fitch France S.A.S. ("Fitch France")

Each of DBRS, Moody's, S&P and Fitch France is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended)

(the "CRA Regulation") or under the CRA Regulation as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018.

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

Save for the fees payable to the Dealers 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

Reasons for the offer: See "Use of Proceeds" wording in Base Prospectus (i)

Not applicable

RON 29,000,000 (ii) Estimated net proceeds: (iii) Estimated total expenses: See item 1(ii)

#### 5. **Operational Information**

ISIN: FR001400C9F1 (i)

(ii) Common Code: 251944377 (iii) CFI: **DTFNFB** 

BNP PARIBAS/9.21 MTN 20270811 Sr (iv) FISN:

Any clearing system(s) (v) other than Euroclear France, Euroclear and Clearstream, Luxembourg approved by the Issuer and

the Principal Paying Agent and the relevant

identification number(s):

(vi) Delivery: Delivery against payment (vii) Additional Paying Agent(s) (if any):

Not applicable

(viii) Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safe-keeper (and registered in the name of a nominee of one of the ICSDs acting as common safe-keeper). Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(ix) Name and address of Registration Agent:

Not applicable

6. Fixed Rate Notes only - Yield

Indication of yield:

9.21% per annum