

## FINAL TERMS DATED 15 NOVEMBER 2012

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

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

### Warrant and Certificate Programme

**Up to 50,000 SEK "Turn of the Month Asian Booster Quanto" Certificates relating to Hang Seng China Enterprises Index**

**ISIN Code: SE0004900108**

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

### The Securities are offered to the public in the Kingdom of Sweden from 15 November 2012 to 12 December 2012

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Securities in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer of the Securities may only do so:

- (i) in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) in those jurisdictions mentioned in Paragraph 44 of Part A below, provided such person is one of the persons mentioned in Paragraph 44 of Part A below and that such offer is made during the Offer Period specified for such purpose therein.

Neither the Issuer nor any Manager has authorised, nor do they authorise, the making of any offer of Securities in any other circumstances.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU.

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

### PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 1 June 2012, each Supplement to the Base Prospectus published and approved on or before the date of the Final Terms (copies of which are available as described below) and any Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any Such Supplement (i) is published and approved after the date of these Final Terms and (ii) provide for any change to the Conditions of Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on BNP Paribas

Arbitrage Issuance B.V. (the "**Issuer**") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and any Supplement(s) to the Base Prospectus are available for viewing on the Netherlands Authority for the Financial Markets (Autoriteit Financiële Markten - AFM) website [www.afm.nl](http://www.afm.nl) and copies of these documents may be obtained free of charge at the specified offices of the Principal Security Agents as defined in § 17.

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 Code	Common Code	Issue Price per Security	Redemption Date
CE0511JON	Up to 50,000	Up to 50,000	SE0004900108	85695185	100%	20 December 2017

## GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. **Issuer:** BNP Paribas Arbitrage Issuance B.V.
2. **Guarantor:** BNP Paribas
3. **Trade Date:** 14 December 2012
4. **Issue Date:** 20 December 2012.
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
  - (a) Certificates
  - (b) The Securities are Index Securities.

The Certificates are "Turn of the Month Asian Booster Quanto" Certificates.

The provisions of Annex 1 (*Additional Terms and Conditions for Index Securities*) shall apply.
7. **Form of Securities:** Swedish Dematerialised Securities.
8. **Business Day Centre(s):** The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 are Stockholm.
9. **Settlement:** Settlement will be by way of cash payment (**Cash Settled Securities**).
10. **Variation of Settlement:**
  - (a) **Issuer's option to vary settlement:** The Issuer does not have the option to vary settlement in respect of the Securities.
  - (b) **Variation of Settlement of Physical Delivery Securities:** Not applicable.
11. **Relevant Asset(s):** Not applicable.
12. **Entitlement:** Not applicable.
13. **Exchange Rate:** Not applicable.
14. **Settlement Currency:** The settlement currency for payment of the Cash Settlement Amount is Swedish Krona ("**SEK**").
15. **Syndication:** The Securities will be distributed on a non-syndicated basis.
16. **Minimum Trading Size:** Not applicable.
17. **Principal Security Agent:** The Swedish Security Agent as indicated in PART-B § 7.
18. **Registrar:** Not applicable.
19. **Calculation Agent:** BNP Paribas Arbitrage S.N.C.  
160-162 boulevard MacDonald, 75019 Paris, France.
20. **Governing law:** English law.
21. **Special conditions or other modifications to the Terms and Conditions:** Not applicable.

## PRODUCT SPECIFIC PROVISIONS

- 22. Index Securities:** Not applicable.
- (a) Index/Basket of Indices/Index Sponsor(s):** The "**Underlying Index**" is the Hang Seng China Enterprises Index (Bloomberg Code: HSCEI).
- Hang Seng Indices Company Limited & Hang Seng Data Services Limited or any successors thereto is the Index Sponsor.
- The Hang Seng China Enterprises Index is a non-Composite Index.
- For the purposes of the Conditions, the Underlying Index shall be deemed an Index.
- (b) Index Currency:** Hong Kong Dollar ("**HKD**").
- (c) Exchange(s):** Hong Kong Stock Exchange
- (d) Related Exchange(s):** All Exchanges.
- (e) Exchange Business Day:** Single Index Basis
- (f) Scheduled Trading Day:** Single Index Basis
- (g) Weighting:** Not applicable.
- (h) Settlement Price:** As set out in sub-paragraph (b) of the definition of "Settlement Price" provided in Condition 1 of Annex 1 - Additional Terms and Conditions for Index Securities.
- (i) Disrupted Day:** As per Conditions.
- (j) Specified Maximum Days of Disruption:** Three (3) Scheduled Trading Days.
- (k) Valuation Time:** The Scheduled Closing Time.
- (l) Delayed Redemption on Occurrence of an Index Adjustments Event:** Not applicable.
- (m) Index Correction Period:** As per Conditions.
- (n) Other terms or special conditions:** Not applicable.
- (o) Additional provisions applicable to Custom Indices:** Not applicable.
- (p) Additional provisions applicable to Futures Price Valuation:** Not applicable.
- 23. Share Securities:** Not applicable.
- 24. ETI Securities:** Not applicable.
- 25. Debt Securities:** Not applicable.
- 26. Commodity Securities:** Not applicable.
- 27. Inflation Index Securities:** Not applicable.

28. <b>Currency Securities:</b>	Not applicable.
29. <b>Fund Securities:</b>	Not applicable.
30. <b>Market Access Securities:</b>	Not applicable.
31. <b>Futures Securities:</b>	Not applicable.
32. <b>Credit Securities:</b>	Not applicable.
33. <b>Preference Share Certificates:</b>	Not applicable.
34. <b>OET Certificates:</b>	Not applicable.
35. <b>Additional Disruption Events</b>	Applicable.
36. <b>Optional Additional Disruption Events:</b>	(a) The following Optional Additional Disruption Events apply to the Securities: Not applicable.  (b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.
37. <b>Knock-in Event:</b>	Not applicable.
38. <b>Knock-out Event:</b>	Not applicable.

#### PROVISIONS RELATING TO WARRANTS

38. <b>Provisions relating to Warrants:</b>	Not applicable.
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#### PROVISIONS RELATING TO CERTIFICATES

40. <b>Provisions relating to Certificates:</b>	Applicable.
(a) <b>Notional Amount of each Certificate:</b>	SEK 10,000
(b) <b>Partly Paid Certificates:</b>	The Certificates are not Partly Paid Certificates.
(c) <b>Interest:</b>	Not applicable.
(d) <b>Fixed Rate Provisions:</b>	Not applicable.
(e) <b>Floating Rate Provisions:</b>	Not applicable.
(f) <b>Linked Interest Certificates:</b>	Not applicable.
(g) <b>Payment of Premium Amount(s):</b>	Not applicable.
(h) <b>Index Linked Interest Certificates:</b>	Not applicable.
(i) <b>Share Linked Interest Certificates:</b>	Not applicable.
(j) <b>ETI Linked Interest Certificates:</b>	Not applicable.
(k) <b>Debt Linked Interest Certificates:</b>	Not applicable.
(l) <b>Commodity Linked Interest Certificates:</b>	Not applicable.
(m) <b>Inflation Index Linked Interest Certificates:</b>	Not applicable.
(n) <b>Currency Linked Interest Certificates:</b>	Not applicable.
(o) <b>Fund Linked Interest Certificates:</b>	Not applicable.
(p) <b>Futures Linked Interest Certificates:</b>	Not applicable.
(q) <b>Instalment Certificates:</b>	The Certificates are not Instalment Certificates
(r) <b>Issuer Call Option:</b>	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:

1) If **Return** is greater than or equal to one :

$$N \times [100\% + G \times (\text{Return} - 100\%)]$$

2) Otherwise :

**N x Return**

Where :

**N** means the Notional Amount of each Certificates as set out in § 40 (a) ;

**G** is the Gearing and indicatively set at 180%, it being understood that the final level of the Gearing will be determined on the Trade Date and will be communicated to the Holders via a notice to be downloaded at the following website: [www.carnegie.se](http://www.carnegie.se).

$$\text{Return} = \frac{1}{13} \sum_{k=0}^{12} \left( \prod_{j=1}^{60-k} \frac{\text{Index}_{t_j}}{\text{Index}_{T_j}} \right)$$

**Turn of the Month Mid Day** is the first Scheduled Trading Day of each month in the period commencing January 2013 and ending December 2017.

For avoidance of doubt there will be a total of 60 dates.

**Turn of the Month Start Day  $T_j$**  is, with respect of each Turn of the Month Mid Day; the fourth Scheduled Trading Day immediately preceding the Turn of the Month Mid Day. For avoidance of doubt the first Turn of the Month Start Day is scheduled to fall on 24 December 2012.

**Turn of the Month End Day  $t_j$**  is in respect of each Turn of the Month Mid Day; the second Scheduled Trading Day immediately following such Turn of the Month Mid Day provided that if the Turn of the Month Start Day in respect of such Turn of the Month Mid Day (as a result of adjustment due to Market Disruption Event) falls on such second Scheduled Trading Day, the Turn of the Month End Day in respect of such Turn of the Month Mid Day shall not be such third Scheduled Trading Day but shall instead be the Scheduled Trading Day immediately following such Turn of the Month Start Day as determined by the Warrant Calculation Agent (in respect of each Turn of the Month Mid Day, such second following Scheduled Trading Day, or, if applicable, such first Scheduled Trading Day following the corresponding Turn of the Month Start Day). For avoidance of doubt the last (i.e. the 60th) Turn of the Month End Day is scheduled to fall on 5 December 2017.

**Index( $T_j$ )** is the official Closing Level of the Underlying Index on the relevant Turn of the Month Start Day.

**Index( $t_j$ )** is the official Closing Level of the Underlying Index on the relevant Turn of the Month End Day;

	<b>Closing Level</b> is the Settlement Price
<b>(v) Renouncement Notice Cut-off Time:</b>	Not applicable.
<b>(w) Strike Date:</b>	24 December 2012
<b>(x) Redemption Valuation Date:</b>	5 December 2017
<b>(y) Averaging:</b>	Averaging does not apply to the Securities.
<b>(z) Observation Dates:</b>	Not applicable.
<b>(aa) Observation Period:</b>	Not applicable.
<b>(bb) Settlement Business Day:</b>	Not applicable.
<b>(cc) Cut-off Date:</b>	Not applicable.

#### DISTRIBUTION AND US SALES ELIGIBILITY

- 41. Selling Restrictions:** As set out in the Base Prospectus.
- (a) Eligibility for sale of Securities in the United States to AIs:** The Securities are not eligible for sale in the United States to AIs.
  - (b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A:** The Securities are not eligible for sale in the United States under Rule 144A to QIBs.
  - (c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act:** The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.
- 42. Additional U.S. Federal income tax consequences:** Not applicable.
- 43. Registered broker/dealer:** Not applicable.
- 44. Non exempt Offer:** An offer of the Securities may be made by Carnegie (the "**Distributor**") (together with the Manager, the "**Financial Intermediaries**") other than pursuant to Article 3(2) of the Prospectus Directive in the Kingdom of Sweden ("**Public Offer Jurisdiction**") during the period from 15 November 2012 until 12 December 2012 ("**Offer Period**"). See further Paragraph 8 of Part B below.

#### PROVISIONS RELATING TO COLLATERAL AND SECURITY

- 45. Collateral Security Conditions:** Not applicable.

#### Purpose of Final Terms

These Final Terms comprise the final terms required for issue, public offer in the Public Offer Jurisdiction and admission to trading and listing on the Official List of NASDAQ OMX Stockholm of the Securities described herein pursuant to the BNP Paribas, BNP Paribas Arbitrage Issuance B.V. Warrant and Certificate Programme.

#### Responsibility

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

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

As Issuer



Arnaud DELACROIX

By: ..... Duly authorised



## PART B - OTHER INFORMATION

### 1. Listing and Admission to trading

Application will be made to list the Securities and to admit the Securities for trading on the Official List of NASDAQ OMX Stockholm.

### 2. Ratings

The Securities to be issued have not been rated.

### 3. Risk Factors

As stated in the Base Prospectus.

### 4. Interests of Natural and Legal Persons Involved in the Offer

Save as discussed in "Risk Factors" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

### 5. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

<b>Reasons for the offer:</b>	The net proceeds from the issue of Securities will become part of the general funds of the Issuer. Such proceeds may be used to maintain positions in options or futures contracts or other hedging instruments.
<b>Estimated net proceeds:</b>	Up to SEK 500,000,000.
<b>Estimated total expenses:</b>	The estimated total expenses are not available.

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

The "Turn of the Month Asian Booster" Certificate is a SEK denominated Certificate with a 5 year maturity.

The Certificate is **not a capital protected structure** and offers to the investor the opportunity to receive a Cash Settlement Amount calculated according to the provisions in § 40 (u).

During the secondary market period, the price of the Certificate will depend upon market conditions and may be subject to significant fluctuations. Over the investment time period, the yield of the Certificate may well be inferior to the yield of a market-neutral-risk investment.

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

### 7. Operational Information

<b>Relevant Clearing System(s):</b>	Euroclear Sweden
<b>Any Clearing System(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme, Euroclear France, Euroclear Netherlands, include the relevant identification number(s) and in the case of Swedish Securities, the Swedish Security Agent:</b>	Identification number: 5561128074 Swedish Security Agent: <b>Svenska Handelsbanken AB (publ)</b> Blasieholmstorg 12 SE 106 70 Stockholm Sweden

## 8. Terms and Conditions of the Public Offer

<b>Offer Period:</b>	From 15 November 2012 to 12 December 2012.
<b>Offer Price:</b>	100% of Notional Amount per Security.
<b>Conditions to which the offer is subject:</b>	The Issuer reserves the right to withdraw the offer of the Securities at any time on or prior to the Offer End Date (as defined below). For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities.
<b>Description of the application process:</b>	Interested investors may subscribe for the Certificates through the Distributor from, on or about 15 November 2012 to, and including, 12 December 2012, or such earlier date as the Issuer determines as notified to Holders on or around such earlier date by a publication of at the following website address: <a href="http://www.carnegie.se">www.carnegie.se</a> .
<b>Details of the minimum and/or maximum amount of application:</b>	Minimum subscription amount per investor: SEK 10,000. Maximum subscription amount per investor: Up to SEK 500,000,000.
<b>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</b>	Not applicable.
<b>Details of the method and time limits for paying up and delivering the Securities:</b>	The Securities will be issued on the Issue Date against payment to the Issuer by the Distributor of the gross subscription moneys.  The Securities are cleared through the clearing systems and are due to be delivered through the Distributor on or around the Issue Date.
<b>Manner in and date on which results of the offer are to be made public:</b>	Publication on the website: <a href="http://www.carnegie.se">www.carnegie.se</a> in each case on or around 12 December 2012
<b>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</b>	Not applicable.
<b>Categories of potential investors to which the Securities are offered:</b>	Retail, private and institutional investors.
<b>Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:</b>	In the case of over subscription, allotted amounts will be notified to applicants by a publication on at the following website address: <a href="http://www.carnegie.se">www.carnegie.se</a> on or around 12 December 2012. No dealing in the Securities may begin before any such notification is made.  In all other cases, allotted amounts will be equal to the amount of the application, and no further notification shall be made.  In all cases, no dealing in the Securities may take place prior to the Issue Date.

## 9. Placing and Underwriting

Name(s) and address(es), to the extent known to the issuer, of the placers in the various countries where the offer takes place:

**Carnegie Investment Bank A.B.**

Regeringsgatan 56

SE-103 38 Stockholm  
Sweden

No underwriting commitment is undertaken by the Distributor.

Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:

Not applicable.

Name and address of any paying agents and depository agents in each country (in addition to the Principal Paying Agent):

**Svenska Handelsbanken AB (publ)**

Blasieholmstorg 12

SE 106 70 Stockholm  
Sweden

**Euroclear Sweden AB**

Box 7822

SE 103 97 Stockholm

Sweden

Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements:

Not applicable.

When the underwriting agreement has been or will be reached:

Not applicable.

## 10. Yield

Not applicable.

## 11. Historic Interest Rates

Not applicable.

### **Index Disclaimer**

Neither the Issuer nor the Guarantor shall have any liability for any act or failure to act by an Index Sponsor in connection with the calculation, adjustment or maintenance of an Index. Except as disclosed prior to the Issue Date, neither the Issuer, the Guarantor nor their affiliates has any affiliation with or control over an Index or Index Sponsor or any control over the computation, composition or dissemination of an Index. Although the Calculation Agent will obtain information concerning an Index from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by the Issuer, the Guarantor, their affiliates or the Calculation Agent as to the accuracy, completeness and timeliness of information concerning an Index.

### **Hang Seng China Enterprises Index**

The Hang Seng China Enterprises Index (the "Index") is/are published and compiled by Hang Seng Indexes Company Limited pursuant to a licence from Hang Seng Data Services Limited. The mark and name Hang Seng Index are proprietary to Hang Seng Data Services Limited. Hang Seng Indexes Company Limited and Hang Seng Data Services Limited have agreed to the use of, and reference to, the Index by BNP Paribas Arbitrage Issuance B.V. in connection with Turn of the Month Asian Booster (the "Product"), but neither Hang Seng Indexes Company Limited nor Hang Seng Data Services Limited warrants or represents or guarantees to any broker or holder of the Product or any other person (i) the accuracy or completeness of any of the Index and its computation or any information related thereto; or (ii) the fitness or suitability for any purpose of any of the Index or any component or data comprised in it; or (iii) the results which may be obtained by any person from the use of any of the Index or any component or data comprised in it for any purpose, and no warranty or representation or guarantee of any kind whatsoever relating to any of the Index is given or may be implied. The process and basis of computation and compilation of any of the Index and any of the related formula or formulae, constituent stocks and factors may at any time be changed or altered by Hang Seng Indexes Company Limited without notice. To the extent permitted by applicable law, no responsibility or liability is accepted by Hang Seng Indexes Company Limited or Hang Seng Data Services Limited (i) in respect of the use of and/or reference to any of the Index by BNP Paribas Arbitrage Issuance B.V. in connection with the Product; or (ii) for any inaccuracies, omissions, mistakes or errors of Hang Seng Indexes Company Limited in the computation of any of the Index; or (iii) for any inaccuracies, omissions, mistakes, errors or incompleteness of any information used in connection with the computation of any of the Index which is supplied by any other person; or (iv) for any economic or other loss which may be directly or indirectly sustained by any broker or holder of the Product or any other person dealing with the Product as a result of any of the aforesaid, and no claims, actions or legal proceedings may be brought against Hang Seng Indexes Company Limited and/or Hang Seng Data Services Limited in connection with the Product in any manner whatsoever by any broker, holder or other person dealing with the Product. Any broker, holder or other person dealing with the Product does so therefore in full knowledge of this disclaimer and can place no reliance whatsoever on Hang Seng Indexes Company Limited and Hang Seng Data Services Limited. For the avoidance of doubt, this disclaimer does not create any contractual or quasi-contractual relationship between any broker, holder or other person and Hang Seng Indexes Company Limited and/or Hang Seng Data Services Limited and must not be construed to have created such relationship.