

FINAL TERMS FOR EXEMPT SECURITIES WHICH ARE CERTIFICATES

NO PROSPECTUS IS REQUIRED IN ACCORDANCE WITH REGULATION (EU) 2017/1129 AND/OR THE FINANCIAL SERVICES AND MARKETS ACT 2000 FOR THE ISSUE OF CERTIFICATES DESCRIBED BELOW

FINAL TERMS FOR EXEMPT SECURITIES DATED 14 MARCH 2024

BNP Paribas Issuance B.V.

*(incorporated in The Netherlands)
(as Issuer)*

Legal entity identifier (LEI): 7245009UXRIGIRYOB48

BNP Paribas

*(incorporated in France)
(as Guarantor)*

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

(Note, Warrant and Certificate Programme)

20,000 EUR Quanto "3Y Callable RC " Certificates linked to 3 Shares due 17 March 2027

ISIN Code: XS2591448258

BNP Paribas Financial Markets S.N.C.

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

Any person making or intending to make an offer of Securities may only do so in circumstances in which no obligation arises for the Issuer, the Guarantor or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or to supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

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 31 May 2023, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms for Exempt Securities (copies of which are available as described below) and any other Supplement to the Base Prospectus which may have been published before the issue of any additional amount of Securities (the “**Supplements**”) (provided that to the extent any such Supplement (i) is published after the date of these Final Terms for Exempt Securities and (ii) provides for any change to the Conditions of the Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms for Exempt Securities relate) (the “**Base Prospectus**”). This document constitutes the Final Terms for Exempt Securities of the Securities of the Securities described herein and must be read in conjunction with the Base Prospectus to obtain all the relevant information. The Base Prospectus and any Supplement(s) to the Base Prospectus and these Final Terms for Exempt Securities are available for viewing at BNP PARIBAS SA, Luxembourg Branch, 60 avenue J.F. KENNEDY, L-1855 Luxembourg and copies may be obtained free of charge at the specified offices of the Security Agents.

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

These Final Terms for Exempt Securities 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 for Exempt Securities and references to "Security" shall be construed accordingly.

SPECIFIC PROVISIONS FOR EACH SERIES

Series Number	No. of Securities issued	No. of Securities	ISIN	Common Code	Issue Price per Security	Exercise Date
CE3721LUC	20,000	20,000	XS2591448258	259144825	EUR 100	8 March 2027

GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. **Issuer:** BNP Paribas Issuance B.V.
2. **Guarantor:** BNP Paribas.
3. **Trade Date:** 6 March 2024
4. **Issue Date:** 14 March 2024
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
 - (a) Certificates.
 - (b) The Securities are Share Securities.

Automatic Exercise of Certificates applies to the Certificates.

The Exercise Date is 8 March 2027 or, if such day is not a Business Day, the immediately succeeding Business Day. The Exercise Date will be subject to the same adjustments provided for the Redemption Valuation Date.

The Exercise Settlement Date is 17 March 2027.

The minimum number of Securities that may be exercised by the Holder is (1) one Security and in excess thereof by multiples of (1) one Security.

The provisions of Annex 3 (*Additional Terms and Conditions for Share Securities*) shall apply.

- Unwind Costs: Not applicable.
7. **Form of Securities:** Clearing System Global Security.
8. **Business Day Centre(s):** The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is **T2**.
9. **Settlement:** Settlement will be by way of cash payment (**Cash Settled Securities**).
10. **Rounding Convention for Cash Settlement Amount:** Not applicable.
11. **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.
12. **Final Payout:** On the Redemption Date, if the Certificates have not been redeemed or purchased and cancelled by the Issuer prior to the Redemption Valuation Date, the Issuer shall redeem each Certificate at the following Cash Settlement Amount:

- 1) If $WO\ Share_{Final}$ is greater than or equal to the Barrier Level:

$$N \times 100\%$$

- 2) Otherwise:

$$N \times \frac{WO\ Share_{Final}}{WO\ Share_{Initial}}$$

Where:

WO Share is the Underlying Share with the worst performance from the Strike Date to the Redemption Valuation Date, defined as:

$$\min_{i=1}^3 \left(\frac{Share^i_{Final}}{Share^i_{Initial}} \right)$$

WO Share_{Initial} is the official closing price of WO Share on the Strike Date.

WO Share_{Final} is the official closing price of WO Share on the Redemption Valuation Date.

Shareⁱ_{Initial} with i from 1 to 3 is the official closing price of the Shareⁱ on the Strike Date.

Shareⁱ_{Final} with i from 1 to 3 is the official closing price of the Shareⁱ on the Redemption Valuation Date.

N means the Notional Amount as set out in §42(a);

Barrier Level means $55\% \times Share_{Initial}$

Aggregation:

Not applicable.

13. **Relevant Asset(s):** Not applicable.
14. **Entitlement:** Not applicable.
15. **Exchange Rate:** Not applicable.
16. **Settlement Currency:** The settlement currency for the payment of the Cash Settlement Amount is Euro ("EUR").
17. **Syndication:** The Securities will be distributed on a non-syndicated basis.
18. **Minimum Trading Size:** 1 Certificate (and multiples of 1 Certificate thereafter)
19. **Agent(s):**
- (a) **Principal Security Agent** BNP Paribas Financial Markets S.N.C.
- (b) **Security Agent** Not applicable.
20. **Registrar:** Not applicable.
21. **Calculation Agent:** BNP Paribas Financial Markets S.N.C.
20 boulevard des Italiens 75009 Paris, France.
22. **Governing law:** English law.
23. **Masse provisions (Condition 9.4):** Not applicable.

PRODUCT SPECIFIC PROVISIONS

24. **Hybrid Securities:** Not applicable.
25. **Index Securities:** Not applicable.
26. **Share Securities/ETI Share Securities:** Applicable.
Share Securities: Applicable
- (a) **Share(s)/Share Company/Basket Company/GDR/ADR/ ETI Interest/ Basket of ETI Interests:** An ordinary Share, or, if so indicated in the table below in the column share Company, another share type in the share capital of the relevant Share Company (each an "Underlying Shareⁱ")
- For the purposes of the Conditions, each Underlying Shareⁱ shall be deemed to be the Shareⁱ.**

i	Share Company	Underlying Share ⁱ			Share ⁱ _{Initial} / Automatic Early Redemption Level ⁱ	Barrier Level ⁱ (i.e. 55 % of Share ⁱ _{Initial})	Coupon Barrier Level ⁱ (i.e. 55% of Share ⁱ _{Initial})	Exchange
		Bloomberg Code	ISIN Code	Currency				
1	Devon Energy Corp	DVN UN	US25179M1036	USD	USD 45.45	USD 24.9975	USD 24.9975	The New York Stock Exchange
2	Eni SpA	ENI IM	IT0003132476	EUR	EUR 14.628	EUR 8.0454	EUR 8.0454	Borsa Italiana S.p.A

3	TotalEnergies SE	TTE FP	FR0000120271	EUR	EUR 59.98	EUR 32.989	EUR 32.989	Euronext Paris
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- (b) **Relative Performance Basket:** Applicable
- (c) **Share/ETI Interest Currency:** See table above
- (d) **ISIN of Share(s)/ETI Interest(s):** See table above
- (e) **Exchange(s):** See table above
- (f) **Related Exchange(s):** All Exchanges
- (g) **Exchange Business Day:** All Shares Basis
- (h) **Scheduled Trading Day:** All Shares Basis
- (i) **Weighting:** Not applicable
- (j) **Settlement Price:** Conditions apply.
- (k) **Specified Maximum Days of Disruption:** Three (3) Scheduled Trading Days
- (l) **Valuation Time:** Conditions apply
- (m) **Redemption on Occurrence of an Extraordinary Event:** Delayed Redemption on Occurrence of an Extraordinary Event: Not applicable.
- (n) **Share/ETI Interest Correction Period:** As per Conditions
- (o) **Dividend Payment:** Not applicable
- (p) **Listing Change:** Not applicable
- (q) **Listing Suspension:** Not applicable
- (r) **Illiquidity:** Not applicable
- (s) **Tender Offer:** Applicable
- (t) **CSR Event** Not applicable
- (u) **Hedging Liquidity Event:** Not applicable
- 27. **ETI Securities:** Not applicable.
- 28. **Debt Securities:** Not applicable.
- 29. **Commodity Securities:** Not applicable.
- 30. **Inflation Index Securities:** Not applicable.
- 31. **Currency Securities:** Not applicable.
- 32. **Fund Securities:** Not applicable.
- 33. **Futures Securities:** Not applicable.
- 34. **Credit Security Provisions:** Not applicable.

35. **Underlying Interest Rate Securities:** Not applicable.
36. **Preference Share Certificates:** Not applicable.
37. **OET Certificates:** Not applicable.
38. **Illegality (Security Condition 7.1) and Force Majeure (Security Condition 7.2) :** Illegality: redemption in accordance with Security Condition 7.1(d).
Force Majeure: redemption in accordance with Security Condition 7.2(b).
39. **Additional Disruption Events and Optional Additional Disruption Events:** (a) Additional Disruption Events: Applicable
Hedging Disruption does not apply to the Securities

(b) The following Optional Additional Disruption Events apply to the Securities :
Administrator/Benchmark Event
Insolvency Filing.

(c) Redemption:
Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.
40. **Knock-in Event:** Not applicable.
41. **Knock-out Event** Not applicable
42. **EXERCISE, VALUATION AND REDEMPTION** Not applicable.
- (a) **Notional Amount of each Certificate:** EUR 100
- (b) **Partly Paid Certificates:** The Certificates are not Partly Paid Certificates.
- (c) **Interest:** Not applicable.
- (d) **Fixed Rate Provisions:** Not applicable.
- (e) **Floating Rate Provisions** Not applicable.
- (f) **Linked Interest Certificates** Not applicable
- (g) **Payments of Premium Amount(s):** Applicable.
- (i) **Premium Amount(s)** NA x Premium Amount Rate
- (ii) **Linked Premium Amount Certificates:** Not applicable.
Day Count Fraction: Not applicable.
- (iii) **Variable Premium Amount Certificates:** Not applicable
- (iv) **Business Day Convention for Premium Amount Payment Date(s):** Following.
- (v) **Premium Amount Payment Date(s):** 17 June 2024 (n=1), 17 September 2024 (n=2), 17 December 2024 (n=3), 17 March 2025 (n=4), 17 June 2025 (n=5), 17 September 2025 (n=6), 17 December 2025 (n=7), 17 March 2026 (n=8), 17 June 2026 (n=9), 17

September 2026 (n=10), 16 December 2026 (n=11) and 17 March 2027 (n=12).

(vi) **Premium Amount Rate:**

If, on any Conditional Fixed Premium Valuation Date_n, the official closing price of each Underlying Share is greater than or equal to 55% of Shareⁱ Initial with i from 1 to 3, then a Conditional Fixed Premium calculated as follows will be paid on the corresponding Conditional Fixed Premium Payment Date_n per Certificate:

$$N \times 2.55\% \times (1+T)$$

Where:

N is the Notional Amount of each Certificate (see §42(a));

T is the number of Conditional Fixed Premium Payment Dates since the last Conditional Fixed Premium Payment Date on which a Conditional Fixed Premium was paid, or since the Issue Date if there has not yet been any Conditional Fixed Premium paid (for example, if the Conditional Fixed Premium was paid on the previous Conditional Fixed Premium Payment Date, then T equals 0 for the following Conditional Fixed Premium Payment Date).

Otherwise, no Conditional Fixed Premium will be paid

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| (vii) Premium Amount Record Date(s): | 13 June 2024 (n=1), 13 September 2024 (n=2), 13 December 2024 (n=3), 13 March 2025 (n=4), 13 June 2025 (n=5), 15 September 2025 (n=6), 15 December 2025 (n=7), 17 March 2026 (n=8), 17 June 2026 (n=9), 17 September 2026 (n=10), 16 December 2026 (n=11) and 17 March 2027 (n=12). |
| (h) Index Linked Premium Amount Certificates: | Not applicable. |
| (i) Share Linked/ ETI Share Linked Premium Amount Certificates: | Applicable
Share Securities: Applicable |
| (i) Share(s)/Share Company/Basket Company/GDR/ADR/ETI Interest/Basket of ETI Interests: | As set out in §26. |
| (ii) Relative Basket Performance: | Not applicable. |
| (iii) Averaging : | Averaging does not apply. |
| (iv) Premium Amount Valuation Time: | As set out in §26. |
| (v) Premium Amount Valuation Date(s): | 6 June 2024 (n=1), 6 September 2024 (n=2), 6 December 2024 (n=3), 6 March 2025 (n=4), 6 June 2025 (n=5), 8 September 2025 (n=6), 8 December 2025 (n=7), 6 March 2026 (n=8), 8 June 2026 (n=9), 8 September 2026 (n=10), 7 December 2026 (n=11) and 8 March 2027 (n=12). |
| (vi) Observation Dates | Not applicable. |
| (vii) Observation Period | Not applicable. |
| (viii) Specified Maximum Days of Disruption | As set out in §26. |
| (ix) Exchange(s) | As set out in §26. |

	(x) Related Exchange(s)	As set out in §26.
	(xi) Exchange Business Day	As set out in §26
	(xii) Scheduled Trading Day	As set out in §26
	(xiii) Settlement Price:	Not applicable.
	(xiv) Weighting:	Not applicable.
Correction	(xv) Share/ETI Interest Period	As per Conditions
	(xvi) Dividend Payment:	Not applicable
	(xvii) Listing Change:	Not applicable
	(xviii) Listing Suspension	Not applicable
	(xix) Illiquidity:	Not applicable
	(xx) Tender Offer:	Applicable
	(xxi) CSR Event:	Not applicable.
	(xxii) Hedging Liquidity Event:	Not applicable.
	(xxiii) Redemption on Occurrence of an Extraordinary Event:	Delayed Redemption on Occurrence of an Extraordinary Event : Not applicable .
(j)	ETI Linked Premium Amount Certificates:	Not applicable
(k)	Debt Linked Premium Amount Certificates	Not applicable
(l)	Commodity Linked Premium Amount Certificates:	Not applicable.
(m)	Inflation Linked Premium Amount Certificates	Not applicable
(n)	Currency Linked Premium Amount Certificates:	Not applicable
(o)	Fund Linked Premium Amount Certificates:	Not applicable
(p)	Futures Linked Premium Amount Certificates:	Not applicable.
(q)	Underlying Interest Rate Linked Interest Provisions	Not applicable.
(r)	Instalment Certificates:	The Certificates are not Instalment Certificates.

(s) Issuer Call Option:	Applicable.
(i) Optional Redemption Date(s):	17 December 2024 (n = 1), 17 March 2025 (n = 2), 17 June 2025 (n = 3), 17 September 2025 (n = 4), 17 December 2025 (n = 5), 17 March 2026 (n = 6), 17 June 2026 (n = 7), 17 September 2026 (n = 8) and 16 December 2026 (n = 9) If any such day is not a Business Day the next following Business Day.
(ii) Optional Redemption Valuation Date(s):	Not applicable.
(iii) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s):	The following Optional Redemption Amount will be paid on the selected Optional Redemption Date: N x 100% Where: N is the Notional Amount of each Certificate (see §40(a)). <i>For the avoidance of doubt, after the occurrence of an Issuer Call Option, the Holder will not be entitled to any rights nor benefits with respect to the Securities.</i> Interest is specified in §40.
(iv) Notice period (if different from those set out in the Conditions):	Not less than 3 Business Days prior to the selected Optional Redemption Date. Any notice delivered to the relevant Clearing System for the purposes of exercising this Issuer Call Option shall be deemed to have been given to the Holders on the day of such delivery and Condition 10 is hereby deemed to be amended accordingly.
(u) Automatic Early Redemption:	Not applicable
(v) Strike Date:	6 March 2024.
(w) Strike Price:	Not applicable.
(x) Redemption Valuation Date:	The Exercise Date
(y) Averaging:	Not applicable.
(z) Observation Dates:	Not applicable.
(aa) Observation Period:	Not applicable.
(bb) Settlement Business Day:	Not applicable.
(cc) Cut-off Date:	Not applicable.
(dd) Security Threshold on the Issue Date:	Not applicable.
(ee) Identification information of Holders as provided by Condition 29:	Not applicable.

DISTRIBUTION AND US SALES ELIGIBILITY

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| 43. | U.S. Selling Restrictions: | Not applicable - the Securities may not be legally or beneficially owned by or transferred to any U.S person at any time. |
| 44. | Additional U.S. Federal income tax considerations: | The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986. |
| 45. | Registered broker/dealer: | Not applicable. |
| 46. | TEFRA C or TEFRA Not Applicable: | TEFRA not applicable. |
| 47. | Prohibition of Sales to EEA Retail Investors: | |
| | (i) Prohibition of Sales to EEA Retail Investors: | Not applicable |
| | (ii) Prohibition of Sales to UK Retail Investors | Not applicable |
| | (iii) Prohibition of Sales to EEA Non Retail Investors: | Not applicable |
| | (iv) Prohibition of Sales to UK Non Retail Investors: | Not applicable |

PROVISIONS RELATING TO COLLATERAL AND SECURITY

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| 48. | Secured Securities other than Notional Value Repack Securities: | Not applicable. |
| 49. | Notional Value Repack Securities: | Not applicable. |
| 50. | Other terms and conditions: | Not applicable. |

Responsibility

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



By: Vincent DECHAUX – Duly authorised

PART B – OTHER INFORMATION

1. Listing and Admission to trading

Application will be made for the Securities to be admitted to trading on the Multilateral Trading Facility EuroTLX (managed by Borsa Italiana S.p.A.). The Issuer is not a sponsor of, nor is it responsible for, the admission and trading of the Securities on the EuroTLX and no assurance can be given that any such application will be successful.

2. Ratings

The Securities have not been rated.

The rating of the Issuer is A+ from Standard and Poor's.

The rating of the Guarantor is Aa3 from Moody's and A+ from Standard and Poor's.

As defined by Moody's, an "Aa" rating means that the obligations of the Issuer and the Guarantor under the Programme are judged to be of high quality and are subject to very low credit risk. Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from Aaa through Caa. The modifier 3 indicates a ranking in the lower end of that generic rating category.

As defined by Standard & Poor's, an obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the relevant Issuer and Guarantor's capacity to meet its financial commitment on the obligation is still strong. The addition of a plus (+) or minus (-) sign shows relative standing within the major rating category"

Moody's and Standard & Poor's are established in the European Union and are registered under Regulation (EC) No. 1060/2009 (as amended).

Fees

The Issuer has paid to Intermonte a fee of 2 per cent (all tax included) of the notional amount of each Certificate in respect of this transaction. Details of such fee are available from Intermonte upon request.

3. Operational Information

Relevant Clearing System(s):

Euroclear and Clearstream, Luxembourg.