

## **FINAL VERSION APPROVED BY THE ISSUER**

The Issuer accepts responsibility for this unsigned document in PDF format dated on the date mentioned below that is the final version of the Final Terms relating to the Securities described herein.

### **FINAL TERMS FOR CERTIFICATES**

**MiFID II product governance / Retail investors, professional investors and ECPs only target market –** Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five categories in item 19 of the Guidelines published by the European Securities and Markets Authority ("ESMA") on 3 August 2023, has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate – investment advice, portfolio management, and non-advised sales, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Securities (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 Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

### **FINAL TERMS DATED 5 FEBRUARY 2026**

#### **BNP Paribas Issuance B.V.**

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

Legal entity identifier (LEI): 7245009UXRIGIRYOBR48

#### **BNP Paribas**

*(incorporated in France)  
(as Guarantor)*

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

### **10 Series of EUR 30,000 "4Y Maxi Cash Collect Step Down" Certificates relating to Basket of Shares**

under the Note, Warrant and Certificate Programme  
of BNP Paribas Issuance B.V., BNP Paribas and BNP Paribas Fortis Funding

#### **BNP Paribas Financial Markets S.N.C.**

*(as Manager)*

Any person making or intending to make an offer of the Securities may only do so:

- (i) in those Non-exempt Offer Jurisdictions mentioned in Paragraph 47 of Part A below, provided such person is a Manager or an Authorised Offeror (as such term is defined in the Base Prospectus) and that

the offer is made during the Offer Period specified in that paragraph and that any conditions relevant to the use of the Base Prospectus are complied with; or

- (ii) otherwise 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.

None of the Issuer, the Guarantor or any Manager has authorised, nor do they authorise, the making of any offer of Securities in any other circumstances.

## **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 27 May 2025, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms and any other 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) 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 relate) which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") (the "**Base Prospectus**"). The Base Prospectus has been passported into Italy in compliance with Article 25 of the Prospectus Regulation. This document constitutes the Final Terms of the Securities described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus to obtain all the relevant information. A summary of the Securities is annexed to these Final Terms. **The Base Prospectus, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing at [www.investimenti.bnpparibas.it](http://www.investimenti.bnpparibas.it).**

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	Trading Code of Borsa Italiana	Issue Price per Security	Underlying Shares	Rate i=1	Knock-in Level	Snowball Level	Rate(i=2 to 16)	Exercise Date	Exercise Settlement Date
CE01508XAD	30,000	30,000	NLBNPIT301S9	P301S9	EUR 100	UNICREDIT SPA INTESA SANPAOLO Banca Monte dei Paschi di Siena	20.00%	55% 55% 55%	55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01509XAD	30,000	30,000	NLBNPIT301T7	P301T7	EUR 100	BANCO BPM SPA BPER BANCA AZIMUT HOLDING SPA UNICREDIT SPA	18.00%	50% 50% 50% 50%	50% 50% 50% 50%	1.00%	11/02/2030	20/02/2030
CE01510XAD	30,000	30,000	NLBNPIT301U5	P301U5	EUR 100	SOCIETE GENERALE SA BANCO BILBAO VIZCAYA ARGENTARIA SA COMMERZBANK AG BARCLAYS PLC	20.00%	55% 55% 55% 55%	55% 55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01511XAD	30,000	30,000	NLBNPIT301V3	P301V3	EUR 100	ENI SPA ENEL SPA FINCANTIERI SPA STMICROELECTRONICS NV	20.00%	45% 45% 45% 45%	45% 45% 45% 45%	1.10%	11/02/2030	20/02/2030
CE01512XAD	30,000	30,000	NLBNPIT301W1	P301W1	EUR 100	POSTE ITALIANE SPA AZIMUT HOLDING SPA MONCLER SPA ASSICURAZIONI GENERALI	16.50%	55% 55% 55% 55%	55% 55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01513XAD	30,000	30,000	NLBNPIT301X9	P301X9	EUR 100	AXA SA ASSICURAZIONI GENERALI Unipol Assicurazioni SpA	12.00%	60% 60% 60%	60% 60% 60%	1.00%	11/02/2030	20/02/2030

						ALLIANZ SE-REG		60%	60%			
CE01514XAD	30,000	30,000	NLBNPIT301Y7	P301Y7	EUR 100	COINBASE GLOBAL INC -CLASS A ROBINHOOD MARKETS INC - A	20.00%	40%	40%	1.30%	11/02/2030	20/02/2030
CE01515XAD	30,000	30,000	NLBNPIT301Z4	P301Z4	EUR 100	FINCANTIERI SPA LEONARDO SPA Rheinmetall AG	19.00%	50%	50%	1.00%	11/02/2030	20/02/2030
CE01516XAD	30,000	30,000	NLBNPIT30200	P30200	EUR 100	VEOLIA ENVIRONNEMENT ENGIE ENI SPA ENEL SPA	15.50%	60%	60%	1.00%	11/02/2030	20/02/2030
CE01517XAD	30,000	30,000	NLBNPIT30218	P30218	EUR 100	ARCELORMITTAL ANGLO AMERICAN PLC RIO TINTO PLC	16.00%	55%	55%	1.00%	11/02/2030	20/02/2030

Share Company	Type of Share	ISIN of Share	Share Currency	Share Company Website	Exchange	Exchange Website
UNICREDIT SPA	Common Stock	IT0005239360	EUR	<a href="http://www.unicreditgroup.eu">www.unicreditgroup.eu</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>

<b>BANCO BPM SPA</b>	<b>Common Stock</b>	<b>IT0005218380</b>	<b>EUR</b>	<b>www.bancobpm.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>SOCIETE GENERALE SA</b>	<b>Common Stock</b>	<b>FR0000130809</b>	<b>EUR</b>	<b>www.societegenerale.com</b>	<b>Euronext Paris</b>	<b>www.euronext.com</b>
<b>ENI SPA</b>	<b>Common Stock</b>	<b>IT0003132476</b>	<b>EUR</b>	<b>www.eni.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>POSTE ITALIANE SPA</b>	<b>Common Stock</b>	<b>IT0003796171</b>	<b>EUR</b>	<b>www.posteitaliane.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>AXA SA</b>	<b>Common Stock</b>	<b>FR0000120628</b>	<b>EUR</b>	<b>www.axa.fr</b>	<b>Euronext Paris</b>	<b>www.euronext.com</b>
<b>COINBASE GLOBAL INC -CLASS A</b>	<b>Common Stock</b>	<b>US19260Q1076</b>	<b>USD</b>	<b>www.coinbase.com</b>	<b>Nasdaq</b>	<b>www.nasdaq.com</b>

<b>FINCANTIERI SPA</b>	<b>Common Stock</b>	<b>IT0005599938</b>	<b>EUR</b>	<b>www.fincantieri.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>VEOLIA ENVIRONNEMENT</b>	<b>Common Stock</b>	<b>FR0000124141</b>	<b>EUR</b>	<b>www.veolia.com</b>	<b>Euronext Paris</b>	<b>www.euronext.com</b>
<b>ARCELORMITTAL</b>	<b>Common Stock</b>	<b>LU1598757687</b>	<b>EUR</b>	<b>www.arcelormittal.com</b>	<b>Euronext Amsterdam</b>	<b>www.euronext.com</b>
<b>INTESA SANPAOLO</b>	<b>Common Stock</b>	<b>IT0000072618</b>	<b>EUR</b>	<b>www.intesasanpaolo.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>BPER BANCA</b>	<b>Common Stock</b>	<b>IT0000066123</b>	<b>EUR</b>	<b>www.bper.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>BANCO BILBAO VIZCAYA ARGENTARIA SA</b>	<b>Common Stock</b>	<b>ES0113211835</b>	<b>EUR</b>	<b>www.bbvausa.com</b>	<b>www.bolsamadrid.es</b>	<b>www.bolsamadrid.es</b>

<b>EDEL SPA</b>	<b>Common Stock</b>	<b>IT0003128367</b>	<b>EUR</b>	<b>www.edel.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>AZIMUT HOLDING SPA</b>	<b>Common Stock</b>	<b>IT0003261697</b>	<b>EUR</b>	<b>www.azimut.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>ASSICURAZIONI GENERALI</b>	<b>Common Stock</b>	<b>IT0000062072</b>	<b>EUR</b>	<b>www.generali.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>ROBINHOOD MARKETS INC - A</b>	<b>Common Stock</b>	<b>US7707001027</b>	<b>USD</b>	<b>www.robinhood.com</b>	<b>Nasdaq</b>	<b>www.nasdaq.com</b>
<b>LEONARDO SPA</b>	<b>Common Stock</b>	<b>IT0003856405</b>	<b>EUR</b>	<b>www.leonardocompany.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>ENGIE</b>	<b>Common Stock</b>	<b>FR0010208488</b>	<b>EUR</b>	<b>www.engie.com</b>	<b>Euronext Paris</b>	<b>www.euronext.com</b>

<b>ANGLO AMERICAN PLC</b>	<b>Common Stock</b>	<b>GB00BTK05J60</b>	<b>GBp</b>	<b>www.angloamerican.com</b>	<b>London Stock Exchange</b>	<b>www.londonstockexchange.com</b>
<b>Banca Monte dei Paschi di Siena</b>	<b>Common Stock</b>	<b>IT0005508921</b>	<b>EUR</b>	<b>mps.it</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>COMMERZBANK AG</b>	<b>Common Stock</b>	<b>DE000CBK1001</b>	<b>EUR</b>	<b>www.commerzbank.de</b>	<b>Xetra</b>	<b>www.xetra.de</b>
<b>MONCLER SPA</b>	<b>Common Stock</b>	<b>IT0004965148</b>	<b>EUR</b>	<b>www.monclergroup.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>Unipol Assicurazioni SpA</b>	<b>Common Stock</b>	<b>IT0004810054</b>	<b>EUR</b>	<b>www.unipol.com</b>	<b>Borsa Italiana</b>	<b>www.borsaitaliana.it</b>
<b>Rheinmetall AG</b>	<b>Common Stock</b>	<b>DE0007030009</b>	<b>EUR</b>	<b>www.rheinmetall.com</b>	<b>Frankfurt Stock Exchnage</b>	<b>www.boerse-frankfurt.de</b>

<b>RIO TINTO PLC</b>	<b>Common Stock</b>	<b>GB0007188757</b>	<b>GBp</b>	<b>www.riotinto.com</b>	<b>London Stock Exchange</b>	<b>www.londonstockexchange.com</b>
<b>BARCLAYS PLC</b>	<b>Common Stock</b>	<b>GB0031348658</b>	<b>GBp</b>	<b>www.home.barclays</b>	<b>London Stock Exchange</b>	<b>www.londonstockexchange.com</b>
<b>STMICROELECTRONICS NV</b>	<b>Common Stock</b>	<b>NL0000226223</b>	<b>EUR</b>	<b>www.st.com</b>	<b>Euronext Paris</b>	<b>www.euronext.com</b>
<b>ALLIANZ SE-REG</b>	<b>Common Stock</b>	<b>DE0008404005</b>	<b>EUR</b>	<b>www.allianz.com</b>	<b>Xetra</b>	<b>www.xetra.de</b>



## 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: 30 January 2026.
4. Issue Date: 5 February 2026.
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 as set out in "*Specific Provisions for each Series*" above, or if such day is not a Business Day, the immediately subsequent Business Day.

The Exercise Date will be subject to the same adjustments provided for the Redemption Valuation Date. For the purposes of Borsa Italiana, the Exercise Date shall be deemed to be also the expiration date of the Securities.

The Exercise Settlement Date is as set out in "*Specific Provisions for each Series*" above.

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: Italian Dematerialised Securities.
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:

Issuer's option to vary settlement: The Issuer does not have the option to vary settlement in respect of the Securities.
12. Final Payout  
SPS Payouts: **SPS Reverse Convertible Securities**

SPS Reverse Convertible Securities

  - (A) If no Knock-in Event has occurred:  
*Constant Percentage 1*
  - (B) If a Knock-in Event has occurred:  
*Max (Constant Percentage 2 + Gearing × Option; 0%)*

Where:

**Strike Price Closing Value:** Applicable;

**Constant Percentage 1** means 100%;

**Constant Percentage 2** means 100%;

**Gearing** means - 100%;

**Option** means Put;

**Put** means *Max (Strike Percentage – Final Redemption Value; 0)*;

**Strike Percentage** means 100%;

**Final Redemption Value** means the Worst Value;

**Worst Value** means, in respect of a SPS Valuation Date, the lowest Underlying Reference Value for any Underlying Reference in the Basket in respect of such SPS Valuation Date.

**Basket** means the Basket of Shares as set out in “Specific Provisions for each series” above.

**Underlying Reference** is as set out in “Specific Provisions for each series” above;

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

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date, the Closing Price or the Italian Securities Reference Price in respect of such day;

**SPS Valuation Date** means the SPS Redemption Valuation Date;

**SPS Redemption Valuation Date** means the Redemption Valuation Date;

**Underlying Reference Strike Price** means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

	Agregation	Not applicable
13.	Relevant Asset(s):	Not applicable
14.	Entitlement:	Not applicable
15.	Exchange Rate/Conversion 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: The Securities are linked to the performance of ordinary shares, or, if so indicated in specific provisions for each series above in the column Share Company, another share type in the share capital of the relevant Share Company (each an "**Underlying Reference**" or "**Share**") set out in specific provisions for each series above.
- (b) Relative Performance Basket: Applicable
- (c) Share/ETI Interest Currency: See the "Specific Provisions for each series" above
- (d) ISIN of Share(s)/ETI Interest(s): See the "Specific Provisions for each series" above
- (e) Exchange(s): See the "Specific Provisions for each series" 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: Not applicable
- (k) Specified Maximum Days of Disruption: Three (3) Scheduled Trading Days
- (l) Valuation Time: -In the case of:  
SOCIETE GENERALE SA, AXA SA, COINBASE GLOBAL INC - CLASS A, VEOLIA ENVIRONNEMENT, ARCELORMITTAL, BANCO BILBAO VIZCAYA ARGENTARIA SA, ROBINHOOD MARKETS INC - A, ENGIE, ANGLO AMERICAN PLC, COMMERZBANK AG, Rheinmetall AG, RIO TINTO PLC, BARCLAYS PLC, STMICROELECTRONICS NV, ALLIANZ SE-REG  
("**Non-Italian Listed Shares**"),  
the Scheduled Closing Time as defined in Condition 1;  
- In the case of:  
UNICREDIT SPA, BANCO BPM SPA, ENI SPA, POSTE ITALIANE SPA, FINCANTIERI SPA, INTESA SANPAOLO, BPER BANCA, ENEL SPA, AZIMUT HOLDING SPA, ASSICURAZIONI GENERALI, LEONARDO SPA, Banca Monte dei Paschi di Siena, MONCLER SPA, Unipol Assicurazioni SpA  
("**Italian Listed Shares**"),  
the time when the Italian Securities Reference Price of the Underlying Share is determined by the Exchange.
- (m) Redemption on Occurrence of an Extraordinary Event: Delayed Redemption on Occurrence of an Extraordinary Event:  
Not applicable
- (n) Share 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:	Applicable.  If the Knock-in Value is less than the Knock-in Level on the Knock-in Determination Day or in respect of a Knock-in Determination Period.
	(a) SPS Knock-in Valuation:	Applicable <b>Strike Price Closing Value</b> is applicable; <b>Knock-in Value</b> means the Worst Value; <b>Worst Value</b> means, in respect of a SPS Valuation Date, the lowest Underlying Reference Value for any Underlying Reference in the Basket in respect of such SPS Valuation Date.

**Basket** means the Basket of Shares as set out in Specific Provisions for each series above.

**Underlying Reference** is as set out in “Specific Provisions for each series” above;

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

**Underlying Reference** is as set out in “Specific Provisions for each series” above;

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date, the Closing Price or the Italian Securities Reference Price in respect of such day;

**SPS Valuation Date** means the Knock-in Determination Day;

**Underlying Reference Strike Price** means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

- |     |   |   |
|-----|---|---|
| (b) | Level:  | Not applicable  |
| (c) | Knock-in Level/Knock-in Range/Knock-in Bottom Level/Knock-in Top Level: | Knock-in Level: See “Specific Provisions for each series” above |
| (d) | Knock-in Period Beginning Date:   | Not applicable  |
| (e) | Knock-in Period Beginning Date Day Convention:                          | Not applicable  |
| (f) | Knock-in Determination Period:  | Not applicable  |
| (g) | Knock-in Determination Day(s):  | Redemption Valuation Date                                       |
| (h) | Knock-in Period Ending Date:  | Not applicable  |
| (i) | Knock-in Period Ending Date Day Convention:                             | Not applicable  |
| (j) | Knock-in Valuation Time:  | Not applicable  |
| (k) | Knock-in Observation Price Source:                                      | Not applicable.   |
| (l) | Disruption Consequences:  | Not applicable.   |
| 41. | Knock-out Event:  | Not applicable.   |

#### 42. EXERCISE, VALUATION AND REDEMPTION

- |     |                                      |   |
|-----|--------------------------------------|---|
| (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) | Payment of Premium Amount(s):        | Applicable  |
| (i) | Premium Amount(s)                    | For i=1: $NA \times Rate_{(i)}$<br>For i=2 to 16: $NA \times Premium Amount Rate$ |

(ii) Linked Premium Amount Certificates: Applicable – see Share Linked/ETI Share Linked Premium Amount Certificates below

Day Count Fraction: Not applicable

(iii) Variable Premium Amount Certificates: Not applicable.

(iv) Premium Amount Payment Date(s):

n	Premium Amount Payment Date(s):
1	April 20th, 2026
2	August 19th, 2026
3	November 19th, 2026
4	February 19th, 2027
5	May 19th, 2027
6	August 19th, 2027
7	November 19th, 2027
8	February 21st, 2028
9	May 19th, 2028
10	August 21st, 2028
11	November 21st, 2028
12	February 21st, 2029
13	May 22nd, 2029
14	August 21st, 2029
15	November 21st, 2029
16	February 20th, 2030

(v) Business Day Convention for Premium Amount Payment Date(s): Following

(vi) Premium Amount Rate: **Snowball Digital Coupon** is applicable:

**Single Snowball Digital Coupon:** Applicable

(i) If the Snowball Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date<sub>(i)</sub>:

$$\text{Rate}_{(i)} + \text{SumRate}_{(i)}$$

(ii) If the Snowball Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date<sub>(i)</sub>:

zero,

Where:

**Rate(i)** is as set out in the “Specific Provisions for each Series” above.

**"i"** is a number from 2 to 16 and it means the relevant SPS Coupon Valuation Date;

**SPS Coupon Valuation Date(s)<sub>(i)</sub>** means the relevant Settlement Price Date;

**Settlement Price Date** means the relevant Valuation Dates;

**Valuation Date(s)** means the Premium Amount Valuation Date(s);

**Premium Amount Valuation Date(s)** means as set out in item 42(i)(v).

**Sum Rate<sup>(i)</sup>** means the sum of Rate(i) for each SPS Coupon Valuation Date in the period from (but excluding) the last occurring Snowball Date (or if none the Issue Date) to (but excluding) the relevant SPS Coupon Valuation Date;

**Snowball Date** means each date on which the relevant Snowball Digital Coupon Condition is satisfied;

**Snowball Digital Coupon Condition** means that the Snowball Barrier Value for the relevant SPS Coupon Valuation Date is greater than or equal to the Snowball Level;

**Snowball Level** is as set out in “Specific Provisions for each series” above;

**Final Redemption Value** means the Worst Value;

**Worst Value** means, in respect of a SPS Valuation Date, the lowest Underlying Reference Value for any Underlying Reference in the Basket in respect of such SPS Valuation Date.

**Basket** means the Basket of Shares as set out in Specific Provisions for each series above.

**Underlying Reference** is as set out in “Specific Provisions for each series” above;

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

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date, the Closing Price or the Italian Securities Reference Price in respect of such day;

**SPS Valuation Date** means each SPS Coupon Valuation Date;

**Underlying Reference Strike Price** means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

(vii) Premium Amount Record Date(s):

n	Premium Amount Record Date(s):
1	April 17th, 2026
2	August 17th, 2026
3	November 17th, 2026
4	February 17th, 2027
5	May 17th, 2027
6	August 17th, 2027
7	November 17th, 2027
8	February 17th, 2028
9	May 17th, 2028
10	August 17th, 2028

11	November 17th, 2028
12	February 19th, 2029
13	May 18th, 2029
14	August 17th, 2029
15	November 19th, 2029
16	February 18th, 2030

- (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 Compagny / GDR / ADR /ETI Interest/ Basket of ETI Interests: As set out in §26(a) above
- (ii) Relative Basket Performance Not applicable
- (iii) Averaging: Averaging does not apply
- (iv) Premium Amount Valuation Time: As set out in § 26 above.
- (v) Premium Amount Valuation Date(s):

<b>n</b>	<b>Premium Amount Valuation Date(s):</b>
2	August 10th, 2026
3	November 10th, 2026
4	February 10th, 2027
5	May 10th, 2027
6	August 10th, 2027
7	November 10th, 2027
8	February 10th, 2028
9	May 10th, 2028
10	August 10th, 2028
11	November 10th, 2028
12	February 12th, 2029
13	May 11th, 2029
14	August 10th, 2029
15	November 12th, 2029
16	February 11th, 2030

- (vi) Observation Dates: Not applicable
- (vii) Observation Period: Not applicable
- (viii) Specified Maximum Days of Disruption: As set out in paragraph 26(k) above
- (ix) Exchange(s): See “Specific Provisions for each Series” above.
- (x) Related Exchange(s): As set out in paragraph 26(f) above
- (xi) Exchange Business Day: As set out in paragraph 26(g) above

- (xii) Scheduled Trading Day: As set out in paragraph 26(h) above
- (xiii) Settlement Price: Not applicable
- (xiv) Weighting: Not applicable
- (xv) 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 Index 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: Not applicable
- (t) Holder Put Option: Not applicable
- (u) Automatic Early Redemption: Applicable

(i) Automatic Early Redemption Event:

**Single Standard Automatic Early Redemption**

If on any Automatic Early Redemption Valuation Date the SPS AER Value is greater than or equal to the Automatic Early Redemption Level.

(ii) Automatic Early Redemption Payout:

**SPS Automatic Early Redemption Payout**

$NA \times (AER \text{ Redemption Percentage} + AER \text{ Exit Rate})$

**AER Redemption Percentage** means 100%

(iii) Automatic Early Redemption Date(s):

n	Automatic Early Redemption Date(s):
1	February 19th, 2027
2	May 19th, 2027
3	August 19th, 2027
4	November 19th, 2027
5	February 21st, 2028
6	May 19th, 2028
7	August 21st, 2028
8	November 21st, 2028
9	February 21st, 2029

<b>10</b>	May 22nd, 2029
<b>11</b>	August 21st, 2029
<b>12</b>	November 21st, 2029

(iv) Observation Price Source: Not applicable

(v) Underlying Reference Level: Not applicable

**SPS AER Valuation:** Applicable

**SPS AER Value** means the Worst Value;

**Strike Price Closing Value** is applicable;

**Worst Value** means, in respect of a SPS Valuation Date, the lowest Underlying Reference Value for any Underlying Reference in the Basket in respect of such SPS Valuation Date.

**Basket** means the Basket of Shares as set out in Specific Provisions for each series above.

**Underlying Reference** is as set out in “Specific Provisions for each series” above;

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

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date, the Closing Price or the Italian Securities Reference Price in respect of such day;

**SPS Valuation Date** means each Automatic Early Redemption Valuation Date;

**Underlying Reference Strike Price** means, in respect of an Underlying Reference, the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date.

(vi) Automatic Early Redemption Level:

<b>n</b>	<b>Automatic Early Redemption Level:</b>
1	100%
2	100%
3	100%
4	100%
5	95%
6	95%
7	95%
8	95%
9	90%
10	90%
11	90%
12	90%

(vii) Automatic Early Redemption Percentage: Not applicable

(viii) AER Exit Rate:

#### AER Rate

(ix) Automatic Early Redemption Valuation Date(s)/Period(s):

AER Rate means 0%

n	Automatic Early Redemption Valuation Date(s)/Period(s):
1	February 10th, 2027
2	May 10th, 2027
3	August 10th, 2027
4	November 10th, 2027
5	February 10th, 2028
6	May 10th, 2028
7	August 10th, 2028
8	November 10th, 2028
9	February 12th, 2029
10	May 11th, 2029
11	August 10th, 2029
12	November 12th, 2029

(v) Strike Date: 10 February 2026.

(w) Strike Price: Not applicable.

(x) Redemption Valuation Date: The Exercise Date.

(y) Averaging: Averaging does not apply to the Securities.

(z) Observation Dates: Not applicable.

(aa) Observation Period: Not applicable.

(bb) Settlement Business Day: Not applicable.

(cc) Cut-off Date: Not applicable.

(dd) Identification information of Holders as provided by Condition 29: Not applicable.

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

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. Non-exempt Offer: Applicable
- (i) Non-exempt Offer Jurisdictions: Republic of Italy

The Issuer intends to publish advertisement in Italy referring to the Securities and the admission to trading of the Securities on SeDeX MTF, which may be qualified as a public offer of Securities in Italy under Italian law and this Final Terms are prepared for this purpose.

No Offer Period is envisaged and the items relating to “*Terms and Conditions of the Public Offer*”, “*Intermediaries with a firm commitment to act*” and “*Placing and Underwriting*” (as per the

Form of Final Terms for Certificates included in the Base Prospectus) are not applicable.

- |       |   |                |
|-------|---|----------------|
| (ii)  | (ii) Offer Period:  | Not applicable |
| (iii) | (iii) Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it: | Not applicable |
| (iv)  | (iv) General Consent:   | Not applicable |
| (v)   | (v) Other Authorised Offeror Terms:   | Not applicable |

48. Prohibition of Sales:
- |  |                |
|--|----------------|
| (a) Prohibition of Sales to EEA Retail Investors:    | Not applicable |
| (b) Prohibition of Sales to UK Retail Investors:     | Not applicable |
| (c) Prohibition of Sales to EEA Non-Natural Persons: | Not applicable |
| (d) Prohibition of Sales to UK Non-Natural Persons:  | Not applicable |

**PROVISIONS RELATING TO COLLATERAL AND SECURITY**

- |   |                |
|---|----------------|
| 49. Secured Security other than Notional Value Repack Securities: | Not applicable |
| 50. Notional Value Repack Securities                              | Not applicable |

**Responsibility**

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

## 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 of securitised derivatives financial instruments organised and managed by Borsa Italiana S.p.A. (the "SeDeX MTF").

### 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 A1 from Moody's and A+ from Standard and Poor's.

As defined by Moody's, an "A" 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 1 indicates that the obligation ranks in the higher 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).

### 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 Securities has an interest material to the offer.

### 4. Reasons for the Issue, Estimated Net Proceeds and Total Expenses

- (a) **Reasons for the Issue:** See "Use of Proceeds" in the Base Prospectus.
- (b) **Estimated net proceeds:** EUR 30,000,000
- (c) **Estimated total expenses:** The estimated total expenses are not available.

### 5. Performance of Underlying/Formula/Other Variable and Other Information concerning the Underlying Reference

See Base Prospectus for an explanation of effect on value of Investment and associated risks in investing in Securities.

Information on each Share shall be available on the relevant Share Company website as set out in "Specific Provisions for each Series" in Part A.

Past and further performances of the relevant Share are available on the relevant website as set out in "Specific Provisions for each Series above" and its volatility may be obtained at the office of the Calculation Agent by mail to the following address: [investimenti@bnpparibas.com](mailto:investimenti@bnpparibas.com).

### 6. Operational Information

Relevant Clearing System(s):

Monte Titoli

**7. Terms and Conditions of the Non-Exempt Offer**

**Amount of any expenses and taxes charged to the subscriber or purchaser:**

<b>STRAT CODE</b>	<b>EURID COST</b>
CE01508XAD	0.61
CE01509XAD	1.01
CE01510XAD	1.36
CE01511XAD	0.42
CE01512XAD	-
CE01513XAD	1.47
CE01514XAD	3.42
CE01515XAD	1.02
CE01516XAD	-
CE01517XAD	-

**8. Intermediaries with a firm commitment to act**

Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and after rates and a description of the main terms of their commitment:

Not applicable.

**9. EU Benchmarks Regulation**

EU Benchmarks Regulation: Article 29(2)  
statement on benchmarks:

Not applicable

# Summary

## Section A – Introduction and Warnings

### Warnings

This summary should be read as an introduction to 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.

Investors may be exposed to a partial or total loss of their investment.

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.

Civil liability in any such Member State attaches to the Issuer or the Guarantor solely on the basis of this summary, including any translation hereof, but only if it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the applicable Final Terms or it does not provide, when read together with the other parts of the Base Prospectus and the applicable Final Terms, key information in order to aid investors when considering whether to invest in the Securities.

You are about to purchase a product that is not simple and may be difficult to understand.

### Name and international securities identification number (ISIN) of the securities

EUR 30,000,000 Series of "4Y Maxi Cash Collect Step Down" Certificates linked to a Basket of Shares - The securities are Certificates. International Securities Identification Number ("ISIN") as set out in the table below.

### Identity and contact details of the issuer

BNP Paribas Issuance B.V. (the "Issuer"), Herengracht 595, 1017 CE Amsterdam, the Netherlands (telephone number: +31(0)88 738 0000). The legal entity identifier of the Issuer is 7245009UXRIGIRYOBR48.

### Identity and contact details of the offeror and / or person asking for admission to trading

Person asking for admission to trading : BNP Paribas Issuance B.V. (the "Issuer"), Herengracht 595, 1017 CE Amsterdam, the Netherlands (telephone number: +31(0)88 738 0000).

### Identity and contact details of the competent authority approving the prospectus

Autorité des Marchés Financiers ("AMF"), 17, place de la Bourse, 75082 Paris Cedex 02, France - +33(0)1 53 45 60 00 - www.amf-france.org

### Date of approval of the prospectus

The Base Prospectus has been approved on 27 May 2025 under the approval number 25-0186 by the AMF, as supplemented from time to time.

## Section B - Key information on the issuer

### Who is the issuer of the securities?

#### Domicile / legal form / LEI / law under which the issuer operates / country of incorporation

BNPP B.V. was incorporated in the Netherlands as a private company with limited liability under Dutch law having its registered office at Herengracht 595, 1017 CE Amsterdam, the Netherlands. Legal entity identifier (LEI): 7245009UXRIGIRYOBR48.

BNPP B.V.'s long term credit rating is A+ with a negative outlook (S&P Global Ratings Europe Limited) and BNPP B.V.'s short term credit rating is A-1 (S&P Global Ratings Europe Limited).

#### Principal activities

The principal activity of the Issuer is to issue and/or acquire financial instruments of any nature and to enter into related agreements for the account of various entities within the BNPP Group.

The assets of BNPP B.V. consist of the obligations of other BNPP Group entities. Holders of securities issued by BNPP B.V. will, subject to the provisions of the Guarantee issued by BNPP, be exposed to the ability of BNPP Group entities to perform their obligations towards BNPP B.V.

#### Major shareholders

BNP Paribas holds 100 per cent. of the share capital of BNPP B.V.

#### Identity of the issuer's key managing directors

The Managing Directors of BNP Paribas Issuance B.V. are Edwin Herskovic/Cyril Le Merrer/Folkert van Asma/Hugo Peek/Matthew Yandle.

#### Identity of the issuer's statutory auditors

Deloitte Accountants B.V. are the auditors of the Issuer. Deloitte Accountants B.V. is an independent registered audit firm in the Netherlands. The relevant auditors of Deloitte Accountants B.V. who have signed the independent auditor's reports incorporated by reference into the Base Prospectus are members of the Royal Netherlands Institute of Chartered Accountants (Koninklijke Nederlandse Beroepsorganisatie van Accountants).

### What is the key financial information regarding the issuer?

#### Key financial information

##### Income statement

Income statement		
	Year	Year-1
In €	31/12/2024	31/12/2023
Operating profit/loss	167,327	73,071

Balance sheet		
	Year	Year-1
In €	31/12/2024	31/12/2023
Net financial debt (long term debt plus short term debt minus cash)	124,241,216,005	126,562,861,261
Current ratio (current assets/current liabilities)	1	1
Debt to equity ratio (total liabilities/total shareholder equity)	22,860	157,363
Interest cover ratio (operating income/interest expense)	No interest expenses	No interest expenses
Cash flow statement		
	Year	Year-1
In €	31/12/2024	31/12/2023
Net Cash flows from operating activities	-471,573	2,827,251
Net Cash flows from financing activities	4,500,000	0
Net Cash flows from investing activities	0	0

#### Qualifications in the audit report

Not applicable, there are no qualifications in any audit report on the historical financial information included in the Base Prospectus.

#### What are the key risks that are specific to the issuer?

Not applicable. BNPP B.V. is an operating company. The creditworthiness of BNPP B.V. depends on the creditworthiness of BNPP.

### Section C - Key Information on the securities

#### What are the main features of the securities?

##### Type, class and ISIN

EUR 10 Series of "4Y Maxi Cash Collect Step Down" Certificates linked to a Basket of Shares - The securities are Certificates. International Securities Identification Number ("ISIN") as set out in the table below.

##### Currency / denomination / par value / number of securities issued / term of the securities

The currency of the Securities is Euro ("EUR"). The Securities have a par value of EUR 100. Number/Term of Securities: please refer to the tables as set out below. The Securities will be redeemed on 20 February 2030.

#### Rights attached to the securities

*Negative pledge* - The terms of the Securities will not contain a negative pledge provision.

*Events of Default* - The terms of the Securities will not contain events of default.

*Governing law* - The Securities are governed by English law.

The objective of this product is to provide you with a return based on the performance of underlying shares (each share, an Underlying). The product will also pay coupon in accordance with the Coupon provisions below.

Unless the product has been redeemed early, the following provisions would apply.

On the Redemption Date you will receive in respect of each certificate, in addition to any final payment of a coupon:

1. If a Barrier Event has not occurred: a payment in cash equal to the Notional Amount.
2. If a Barrier Event has occurred: a payment in cash equal to the Notional Amount decreased by the Performance of the Worst-Performing Underlying. In this case you will suffer a partial or total loss of the Notional Amount.

**Coupon:** A coupon is due for payment at the Coupon Rate on each Coupon Payment Date. In addition, a conditional coupon is due for payment at the relevant Conditional Coupon Rate each time the following condition (Coupon Condition) is met: if, on a Coupon Valuation Date, the closing price of each underlying is greater than or equal to the relevant Conditional Coupon Barrier. Otherwise, the coupon is missed but not lost definitely. All missed coupons will accumulate and become payable only if the Coupon Condition is subsequently satisfied.

**Automatic Early Redemption:** If, on any Autocall Valuation Date, the closing price of each underlying is greater than or equal to the relevant Autocall Barrier, the product will be redeemed on the corresponding Early Redemption Date. You will receive for each certificate a payment in cash equal to the Notional Amount.

#### Where:

- A Barrier Event shall be deemed to occur if the Final Reference Price of at least one Underlying is below the Barrier.
- The Performance of an Underlying is the difference between its Final Reference Price and its Initial Reference Price, divided by its Initial Reference Price, expressed in absolute value.
- The Worst-Performing Underlying is the Underlying that shows the lowest Final Reference Price when divided by its Initial Reference Price.
- The Initial Reference Price of an Underlying is the closing price of that Underlying on the Strike Date.
- The Final Reference Price of an Underlying is the closing price of that Underlying on the Redemption Valuation Date.

Strike Date	10 February 2026	Issue Price	EUR 100
Issue Date	5 February 2026	Product Currency	EUR
Redemption Valuation Date	11 February 2030	Notional Amount (per certificate)	EUR 100
Redemption Date (maturity)	20 February 2030		

Coupon Valuation Date(s)	See Annex
Coupon Payment Date(s)	See Annex
Early Redemption Date(s)	See Annex

Autocall Valuation Date(s)	See Annex
Autocall Barrier(s)	See Annex

## ANNEX

### ► Coupon

Coupon Valuation Date(s)	Coupon Payment Date(s)
–	20 April 2026
10 August 2026	19 August 2026
10 November 2026	19 November 2026
10 February 2027	19 February 2027
10 May 2027	19 May 2027
10 August 2027	19 August 2027
10 November 2027	19 November 2027
10 February 2028	21 February 2028
10 May 2028	19 May 2028
10 August 2028	21 August 2028
10 November 2028	21 November 2028
12 February 2029	21 February 2029
11 May 2029	22 May 2029
10 August 2029	21 August 2029
12 November 2029	21 November 2029
11 February 2030	20 February 2030

### ► Automatic Early Redemption

Autocall Valuation Date(s)	Early Redemption Date(s)	Autocall Barrier(s)
10 February 2027	19 February 2027	100 % of the Initial Reference Price
10 May 2027	19 May 2027	100 % of the Initial Reference Price
10 August 2027	19 August 2027	100 % of the Initial Reference Price
10 November 2027	19 November 2027	100 % of the Initial Reference Price
10 February 2028	21 February 2028	95 % of the Initial Reference Price
10 May 2028	19 May 2028	95 % of the Initial Reference Price
10 August 2028	21 August 2028	95 % of the Initial Reference Price
10 November 2028	21 November 2028	95 % of the Initial Reference Price
12 February 2029	21 February 2029	90 % of the Initial Reference Price
11 May 2029	22 May 2029	90 % of the Initial Reference Price
10 August 2029	21 August 2029	90 % of the Initial Reference Price
12 November 2029	21 November 2029	90 % of the Initial Reference Price

Series Number	No. of Securities issued	No. of Securities	ISIN Code	Trading Code of Borsa Italiana	Issue Price per Security	Underlying Shares	Rate i=1	Knock-in Level	Snowball Level	Rate(i=2 to 16)	Exercise Date	Exercise Settlement Date
CE01508XAD	30,000	30,000	NLBNPIT301S9	P301S9	EUR 100	UNICREDIT SPA INTESA SANPAOLO Banca Monte dei Paschi di Siena	20.00%	55% 55% 55%	55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01509XAD	30,000	30,000	NLBNPIT301T7	P301T7	EUR 100	BANCO BPM SPA BPER BANCA AZIMUT HOLDING SPA UNICREDIT SPA	18.00%	50% 50% 50% 50%	50% 50% 50% 50%	1.00%	11/02/2030	20/02/2030
CE01510XAD	30,000	30,000	NLBNPIT301U5	P301U5	EUR 100	SOCIETE GENERALE SA BANCO BILBAO VIZCAYA ARGENTARIA SA COMMERZBANK AG BARCLAYS PLC	20.00%	55% 55% 55% 55%	55% 55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01511XAD	30,000	30,000	NLBNPIT301V3	P301V3	EUR 100	ENI SPA ENEL SPA FINCANTIERI SPA STMICROELECTRONICS NV	20.00%	45% 45% 45% 45%	45% 45% 45% 45%	1.10%	11/02/2030	20/02/2030
CE01512XAD	30,000	30,000	NLBNPIT301W1	P301W1	EUR 100	POSTE ITALIANE SPA AZIMUT HOLDING SPA MONCLER SPA ASSICURAZIONI GENERALI	16.50%	55% 55% 55% 55%	55% 55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE01513XAD	30,000	30,000	NLBNPIT301X9	P301X9	EUR 100	AXA SA ASSICURAZIONI GENERALI Unipol Assicurazioni SpA	12.00%	60% 60% 60%	60% 60% 60%	1.00%	11/02/2030	20/02/2030

						ALLIANZ SE-REG		60%	60%			
CE01514XAD	30,000	30,000	NLBNPIT301Y7	P301Y7	EUR 100	COINBASE GLOBAL INC -CLASS A ROBINHOOD MARKETS INC - A	20.00%	40%	40%	1.30%	11/02/2030	20/02/2030
CE01515XAD	30,000	30,000	NLBNPIT301Z4	P301Z4	EUR 100	FINCANTIERI SPA LEONARDO SPA Rheinmetall AG	19.00%	50%	50%	1.00%	11/02/2030	20/02/2030
CE01516XAD	30,000	30,000	NLBNPIT30200	P30200	EUR 100	VEOLIA ENVIRONNEMENT ENGIE ENI SPA ENEL SPA	15.50%	60%	60%	1.00%	11/02/2030	20/02/2030
CE01517XAD	30,000	30,000	NLBNPIT30218	P30218	EUR 100	ARCELORMITTAL ANGLO AMERICAN PLC RIO TINTO PLC	16.00%	55%	55%	1.00%	11/02/2030	20/02/2030

Share Company	Type of Share	ISIN of Share	Share Curren y	Share Company Website	Exchange	Exchange Website
UNICREDIT SPA	Common Stock	IT0005239360	EUR	www.unicreditgroup.eu	Borsa Italiana	www.borsaitaliana.it
BANCO BPM SPA	Common Stock	IT0005218380	EUR	www.bancobpm.it	Borsa Italiana	www.borsaitaliana.it
SOCIETE GENERALE SA	Common Stock	FR0000130809	EUR	www.societegenerale.com	Euronext Paris	www.euronext.com
ENI SPA	Common Stock	IT0003132476	EUR	www.eni.it	Borsa Italiana	www.borsaitaliana.it
POSTE ITALIANE SPA	Common Stock	IT0003796171	EUR	www.posteitaliane.it	Borsa Italiana	www.borsaitaliana.it
AXA SA	Common Stock	FR0000120628	EUR	www.axa.fr	Euronext Paris	www.euronext.com
COINBASE GLOBAL INC - CLASS A	Common Stock	US19260Q1076	USD	www.coinbase.com	Nasdaq	www.nasdaq.com
FINCANTIERI SPA	Common Stock	IT0005599938	EUR	www.fincantieri.com	Borsa Italiana	www.borsaitaliana.it

VEOLIA ENVIRONNEMENT	Common Stock	FR0000124141	EUR	www.veolia.com	Euronext Paris	www.euronext.com
ARCELORMITTAL	Common Stock	LU1598757687	EUR	www.arcelormittal.com	Euronext Amsterdam	www.euronext.com
INTESA SANPAOLO	Common Stock	IT0000072618	EUR	www.intesasanpaolo.com	Borsa Italiana	www.borsaitaliana.it
BPER BANCA	Common Stock	IT0000066123	EUR	www.bper.it	Borsa Italiana	www.borsaitaliana.it
BANCO BILBAO VIZCAYA ARGENTARIA SA	Common Stock	ES0113211835	EUR	www.bbvausa.com	www.bolsamadrid.es	www.bolsamadrid.es
ENEL SPA	Common Stock	IT0003128367	EUR	www.enel.com	Borsa Italiana	www.borsaitaliana.it
AZIMUT HOLDING SPA	Common Stock	IT0003261697	EUR	www.azimut.it	Borsa Italiana	www.borsaitaliana.it
ASSICURAZIONI GENERALI	Common Stock	IT0000062072	EUR	www.general.com	Borsa Italiana	www.borsaitaliana.it
ROBINHOOD MARKETS INC - A	Common Stock	US7707001027	USD	www.robinhood.com	Nasdaq	www.nasdaq.com
LEONARDO SPA	Common Stock	IT0003856405	EUR	www.leonardocompany.com	Borsa Italiana	www.borsaitaliana.it
ENGIE	Common Stock	FR0010208488	EUR	www.engie.com	Euronext Paris	www.euronext.com
ANGLO AMERICAN PLC	Common Stock	GB00BTK05J60	GBp	www.angloamerican.com	London Stock Exchange	www.londonstockexchange.com
Banca Monte dei Paschi di Siena	Common Stock	IT0005508921	EUR	mps.it	Borsa Italiana	www.borsaitaliana.it
COMMERZBANK AG	Common Stock	DE000CBK1001	EUR	www.commerzbank.de	Xetra	www.xetra.de
MONCLER SPA	Common Stock	IT0004965148	EUR	www.monclergroup.com	Borsa Italiana	www.borsaitaliana.it
Unipol Assicurazioni SpA	Common Stock	IT0004810054	EUR	www.unipol.com	Borsa Italiana	www.borsaitaliana.it
Rheinmetall AG	Common Stock	DE0007030009	EUR	www.rheinmetall.com	Frankfurt Stock Exchange	www.boerse-frankfurt.de
RIO TINTO PLC	Common Stock	GB0007188757	GBp	www.riotinto.com	London Stock Exchange	www.londonstockexchange.com
BARCLAYS PLC	Common Stock	GB0031348658	GBp	www.home.barclays	London Stock Exchange	www.londonstockexchange.com
STMICROELECTRONICS NV	Common Stock	NL0000226223	EUR	www.st.com	Euronext Paris	www.euronext.com

ALLIANZ SE-REG	Common Stock	DE0008404005	EUR	<a href="http://www.allianz.com">www.allianz.com</a>	Xetra	<a href="http://www.xetra.de">www.xetra.de</a>
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*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.

*Representative of holders* - No representative of the Holders has been appointed by the Issuer.

#### Seniority of the securities

The Securities are unsubordinated and unsecured obligations of the Issuer and rank *pari passu* among themselves.

#### Restrictions on the free transferability of the securities

There are no restrictions on the free transferability of the Securities.

#### Dividend or payout policy

Not Applicable

#### Where will the securities be traded?

#### Admission to trading

Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Sedex .

#### Is there a guarantee attached to the securities?

#### Nature and scope of the guarantee

The obligations under the guarantee are senior preferred obligations (within the meaning of Article L.613-30-3-I-3° of the French Code monétaire et financier) and unsecured obligations of BNPP and will rank *pari passu* with all its other present and future senior preferred and unsecured obligations subject to such exceptions as may from time to time be mandatory under French law.

In the event of a bail-in of BNPP but not BNPP B.V., the obligations and/or amounts owed by BNPP under the guarantee shall be reduced to reflect any such modification or reduction applied to liabilities of BNPP resulting from the application of a bail-in of BNPP by any relevant regulator (including in a situation where the Guarantee itself is not the subject of such bail-in).

The Guarantor unconditionally and irrevocably guarantees to each Holder that, if for any reason BNPP B.V. does not pay any sum payable by it or perform any other obligation in respect of any Securities on the date specified for such payment or performance the Guarantor will, in accordance with the Conditions pay that sum in the currency in which such payment is due in immediately available funds or, as the case may be, perform or procure the performance of the relevant obligation on the due date for such performance.

#### Description of the guarantor

The Securities will be unconditionally and irrevocably guaranteed by BNP Paribas ("BNPP" or the "Guarantor") pursuant to an English law deed of guarantee executed by BNPP 27 May 2025 (the "Guarantee").

The Guarantor was incorporated in France as a société anonyme under French law and licensed as a bank having its head office at 16, boulevard des Italiens - 75009 Paris, France. Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83.

BNPP's long-term credit ratings are A+ with a stable outlook (S&P Global Ratings Europe Limited), A1 with a stable outlook (Moody's Deutschland GmbH), AA- with a stable outlook (Fitch Ratings) (which is the long-term rating assigned to BNPP's senior preferred debt by Fitch) and AA (low) with a stable outlook (DBRS Rating GmbH) and BNPP's short-term credit ratings are A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Deutschland GmbH), F1+ (Fitch Ratings Ireland Limited.) and R-1 (middle) (DBRS Rating GmbH).

BNP Paribas SA is the parent company of the BNP Paribas Group (together the "**BNPP Group**").

BNP Paribas' organisation is based on three operating divisions: Corporate & Institutional Banking (CIB), Commercial, Personal Banking & Services (CPBS) and Investment & Protection Services (IPS).

Corporate and Institutional Banking (CIB): Global Banking, Global Markets and Securities Services.

Commercial, Personal Banking & Services (CPBS):

- *Commercial & Personal banking in the Euro-zone:* Commercial & Personal Banking in France (CPBF), BNL banca commerciale (BNL bc), Commercial & Personal Banking in Italy, Commercial & Personal Banking in Belgium (CPBB) and Commercial & Personal Banking in Luxembourg (CPBL).

- *Commercial & Personal Banking outside the Euro-zone, organised around:* Europe-Mediterranean, covering Commercial & Personal Banking outside the Euro-zone, in particular in Central and Eastern Europe, Türkiye and Africa.

- *Specialised Businesses:* BNP Paribas Personal Finance, Arval and BNP Paribas Leasing Solutions, new digital businesses (in particular Nickel, Floa, Lyf) and BNP Paribas Personal Investors.

Investment & Protection Services (IPS): Insurance (BNP Paribas Cardif) and Wealth and Asset Management: BNP Paribas Asset Management, BNP Paribas Real Estate, BNP Paribas Principal Investments (management of the BNP Paribas Group's portfolio of unlisted and listed industrial and commercial investments) and BNP Paribas Wealth Management.

As at 30 June 2025, the main shareholders were Société Fédérale de Participations et d'Investissement ("SFPI") a public-interest société anonyme (public limited company) acting on behalf of the Belgian government state holding 5.59% of the share capital, BlackRock Inc. holding 6.01% of the share capital, Amundi holding 4.95% of the share capital and Grand Duchy of Luxembourg holding 1.14% of the share capital.

#### Key financial information for the purpose of assessing the guarantor's ability to fulfil its commitments under the guarantee

Since 1 January 2023, BNP Paribas Group's insurance entities have applied IFRS 17 « Insurance Contracts » and IFRS 9 « Financial Instruments », deferred for these entities until IFRS 17 comes into force.

Income statement				
	Year	Year-1	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2024	31/12/2023	30/09/2025	30/09/2024
Revenues	48,831	45,874	38,110	36,694
Cost of risk	-2,999	-2,907	-2,555	-2,121
Other net losses for risk on financial instruments	-202	-775	-129	-138
Operating Income	15,437	11,236	12,327	12,109
Net income attributable to equity holders	11,688	10,975	9,253	9,366
Earnings per share (in euros)	9.57	8.58	7.79	7.7

Balance sheet				
	Year	Year-1	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2024	31/12/2023	30/09/2025	30/09/2024
Total assets	2,704,908	2,591,499	2,824,574	2,753,086
Debt securities	302,237	274,510	315,751	304,282
Of which mid long term Senior Preferred Subordinated debt	119,370*	84,821*	n.a	n.a
Loans and receivables from customers (net)	900,141	859,200	892,642	874,996
Deposits from customers	1,034,857	988,549	1,027,703	1,011,422
Shareholders' equity (Group share)	128,137	123,742	123,845	124,961
Doubtful loans/ gross outstandings**	1.6%	1.7%	1.7%	1.7%
Common Equity Tier 1 capital (CET1) ratio	12.9%	13.2%	12.5% (CRR3)	12.7%
Total Capital Ratio	17.1%	17.3%	16.7% (CRR3)	16.7%
Leverage Ratio	4.6%	4.6%	4.3%	4.4%

(\*) Regulatory scope

(\*\*) Impaired loans (stage 3) to customers and credit institutions, not netted of guarantees, including on-balance sheet and off-balance sheet and including debt securities measured at amortised costs or at fair value through shareholders' equity reported (excluding insurance) and on gross outstanding loans to customers and credit institutions, on-balance sheet and off-balance sheet and including debt securities measured at amortised costs or at fair value through shareholders' equity (excluding insurance).

#### Most material risk factors pertaining to the guarantor

1. A substantial increase in new provisions or a shortfall in the level of previously recorded provisions exposed to credit risk and counterparty risk could adversely affect the BNP Paribas Group's results of operations and financial condition
2. The BNP Paribas Group's risk management policies, procedures and methods may leave it exposed to unidentified or unanticipated risks, which could lead to material losses
3. The BNP Paribas Group may incur significant losses on its trading and investment activities due to market fluctuations and volatility
4. The BNP Paribas Group's access to and cost of funding could be adversely affected by a resurgence of financial crises, worsening economic conditions, rating downgrades, increases in sovereign credit spreads or other factors
5. Adverse economic and financial conditions have in the past and may in the future significantly affect the BNP Paribas Group and the markets in which it operates
6. Laws and regulations in force, as well as current and future legislative and regulatory developments, may significantly impact the BNP Paribas Group and the financial and economic environment in which it operates.
7. Should the BNP Paribas Group fail to implement its strategic objectives or to achieve its published financial objectives, or should its results not follow stated expected trends, the trading price of its securities could be adversely affected.

#### What are the key risks that are specific to the securities?

#### Most material risk factors specific to the securities

There are also risks associated with the Securities, including:

##### 1. Risks related to the structure of the securities:

The return on the Securities depends on the performance of the Underlying Reference(s) and whether knock-in or knock out features apply. Auto-callable Products include automatic early redemption mechanisms. Depending on the applicable formula, if an automatic early redemption event occurs investors may be exposed to a partial loss of their investment. Investors may be exposed to a partial or total loss of their investment.

##### 2. Risks related to the underlying and its disruption and adjustments:

Unlike a direct investment in any Share(s), Stapled Share(s), GDR(s) and/or ADR(s) comprising the Underlying Reference(s) (together the "Share(s)"), an investment in Share Securities does not entitle Holders to vote or receive dividends or distributions (unless otherwise specified in the Final Terms). Accordingly, the return on Share Securities will not be the same as a direct investment in the relevant Share(s) and could be less than a direct investment.

Exposure to shares, similar market risks to a direct investment in an equity, potential adjustment events or extraordinary events and market disruption or failure to open of an exchange may have an adverse effect on the value and liquidity of the Securities.

##### 3. Risks related to the trading markets of the securities:

The trading price of the Securities may be affected by a number of factors including, but not limited to, the relevant price, value or level of the Underlying Reference(s), the time remaining until the scheduled redemption date of the Securities, the actual or implied volatility associated with the Underlying Reference(s) and the correlation risk of the relevant Underlying Reference(s). The possibility that the value and trading price of the Securities will fluctuate (either positively or negatively) depends on a number of factors, which investors should consider carefully before purchasing or selling Securities.

##### 4. Legal risks:

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.

## **Section D - Key Information on the offer of securities to the public and/or admission to trading on a regulated market**

### ***Under which conditions and timetable can I invest in this security?***

#### **General terms, conditions and expected timetable of the offer**

Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Sedex.

#### **Estimate of the total expenses of the issue and/or offer, including estimated expenses charged to the investor by the issuer or the offeror**

No expenses will be charged to the investors by the issuer.

### ***Who is the offeror and/or the person asking for admission to trading?***

#### **Description of the offeror and / or person asking for admission to trading**

Person asking for admission to trading : BNP Paribas Issuance B.V. (the "Issuer"), Herengracht 595, 1017 CE Amsterdam, the Netherlands (telephone number: +31(0)88 738 0000).

### ***Why is this prospectus being produced?***

#### **Use and estimated net amount of the proceeds**

The net proceeds from the issue of the 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.

Estimated net proceeds: EUR 30,000,000

#### **Underwriting agreement**

No underwriting commitment is undertaken by the Offeror

#### **Most material conflicts of interest pertaining to the offer or the admission to trading**

The Manager and its affiliates may also have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantor and their respective affiliates in the ordinary course of business.

Various entities within the BNPP Group (including the Issuer and Guarantor) and Affiliates undertake different roles in connection with the Securities, including Issuer of the Securities and Calculation Agent of the Securities and may also engage in trading activities (including hedging activities) relating to the Underlying and other instruments or derivative products based on or relating to the Underlying which may give rise to potential conflicts of interest.

BNP Paribas Financial Markets SNC, which acts as Manager and Calculation Agent is an Affiliate of the Issuer and the Guarantor and potential conflicts of interest may exist between it and holders of the Securities, including with respect to certain determinations and judgments that the Calculation Agent must make. The economic interests of the Issuer and of BNP Paribas Financial Markets SNC as Manager and Calculation Agent are potentially adverse to Holders interests as an investor in the Securities.

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.

# Nota di sintesi

## Sezione A - Introduzione e Avvertenze

### Avvertenze

La presente Nota di Sintesi va intesa quale introduzione al Prospetto di Base e alle Condizioni Definitive.

Qualsiasi decisione di investimento nei Titoli dovrebbe basarsi sull'esame del presente Prospetto di Base nella sua interezza, incluso ogni eventuale documento incorporato mediante riferimento, e delle relative Condizioni Definitive.

Gli investitori possono essere esposti a una perdita parziale o totale dell'investimento.

Qualora sia presentato un ricorso dinanzi all'autorità giudiziaria di uno Stato Membro dello Spazio Economico Europeo in merito alle informazioni contenute nel Prospetto di Base e nelle Condizioni Definitive applicabili, l'investitore ricorrente potrebbe essere tenuto, a norma del diritto nazionale dello Stato Membro in cui è presentato il ricorso, a sostenere le spese di traduzione del Prospetto di Base e delle Condizioni Definitive prima dell'inizio del procedimento legale.

La responsabilità civile in ciascuno di tali Stati Membri è a carico dell'Emittente o dell'eventuale Garante esclusivamente sulla base della presente nota di sintesi, inclusa ogni traduzione della stessa, ma solo se è fuorviante, imprecisa o incoerente ove letta congiuntamente alle altre parti del Prospetto di Base e delle Condizioni Definitive applicabili o, non offra, se letta insieme alle altre parti del Prospetto di Base e delle Condizioni Definitive applicabili, le informazioni fondamentali per aiutare gli investitori a valutare l'opportunità di investire in tali Titoli.

Il prodotto che si sta per acquistare non è semplice e può essere di difficile comprensione.

### Nome e codice internazionale di identificazione dei titoli (ISIN)

EUR 10 Series di Certificati "4Y Maxi Cash Collect Step Down" collegati a paniere di azioni - I titoli sono Certificates. Codice internazionale di identificazione dei titoli ("ISIN"): come specificato nella tabella sottostante.

### Nome e contatti dell'emittente

BNP Paribas Issuance B.V. ("BNPP B.V." o l'"Emittente"), Herengracht 595, 1017 CE Amsterdam, Paesi Bassi (numero di telefono: +31(0)88 738 0000). L'identificativo della persona giuridica dell'Emittente (LEI): è 7245009UXRIGIRYOBR48

### Nome e contatti dell'offerente e / o del richiedente l'ammissione alla negoziazione

Richiedente l'ammissione alla negoziazione: BNP Paribas Issuance B.V. (in seguito denominata l'"Emittente"), Herengracht 595, 1017 CE Amsterdam, Paesi Bassi (numero di telefono: +31(0)88 738 0000).

### Nome e contatti dell'autorità competente che approva il prospetto

Autorité des Marchés Financiers ("AMF"), 17, place de la Bourse 75082 Parigi Cedex 02, Francia - +33 (0)1 53 45 60 00 - www.amf-france.org

### Data di approvazione del prospetto

Il Prospetto di Base è stato approvato il 27 maggio 2025 dall'AMF con il numero di approvazione 25-186, e successive modifiche.

## Sezione B - Informazioni chiave concernenti l'emittente

### Chi è l'emittente dei titoli?

### Domicilio / forma giuridica / codice LEI / legge che disciplina l'emittente / stato di costituzione

L'Emittente è stato costituito in Olanda nella forma di una società a responsabilità limitata ai sensi della legge olandese, con sede legale in Herengracht 595, 1017 CE Amsterdam, Olanda. Identificativo della persona giuridica (LEI): 7245009UXRIGIRYOBR48.

I rating del credito a lungo termine di BNPP B.V. è A + con outlook stabile (S&P Global Ratings Europe Limited) e i rating del credito a breve termine di BNPP B.V. sono A-1 (S&P Global Ratings Europe Limited).

### Attività principali

L'attività principale dell'Emittente consiste nell'emettere e/o acquisire strumenti finanziari di qualsiasi natura e nello stipulare contratti a essi inerenti a favore di varie società del Gruppo BNPP.

Le attività di BNPP B.V. sono costituite dalle passività di altre entità del Gruppo BNPP. I detentori di titoli emessi da BNPP B.V., soggetti alle disposizioni della Garanzia emessa da BNPP, saranno esposti alla capacità delle entità del Gruppo BNPP di adempiere ai propri obblighi nei confronti di BNPP B.V.

### Maggiori azionisti

BNP Paribas detiene il 100% del capitale sociale di BNPP B.V.

### Nome dei suoi principali dirigenti

Il Managing Directors di BNP Paribas Issuance B.V. sono Edwin Herskovic/Cyriel Le Merrer/Folkert van Asma/Hugo Peek/Matthew Yandle.

### Nome del revisore contabile

Deloitte Accountants B.V. è la società di revisione dell'Emittente. Deloitte Accountants B.V. è una società di revisione contabile indipendente registrata nei Paesi Bassi. I revisori competenti di Deloitte Accountants B.V. che hanno firmato le relazioni di revisione indipendente incorporate per riferimento nel Prospetto di base sono membri del Royal Netherlands Institute of Chartered Accountants (Koninklijke Nederlandse Beroepsorganisatie van Accountants).

### Quali sono le informazioni finanziarie chiave relative all'emittente?

#### Informazioni finanziarie chiave

#### Conto economico

	Anno	Anno-1
In €	31/12/2024	31/12/2023
Utile/perdita operativa	167.327	73.071

Bilancio		
	Anno	Anno-1
In €	31/12/2024	31/12/2023
Debito finanziario netto (debito a lungo termine più debito a breve meno cassa)	124.241.216.00	126.562.861.26
Rapporto corrente (attività correnti/passività correnti)	5	1
Rapporto debito/patrimonio netto (passività totali/patrimonio netto totale)	1	1
Rapporto di copertura degli interessi (proventi operativi/interessi passivi)	22.860	157.363
	Nessuna spesa per interessi	Nessuna spesa per interessi
Rendiconto finanziario		
	Anno	Anno-1
In €	31/12/2024	31/12/2023
Flussi di cassa netti da attività operative	-471.573	2.827.251
Flussi di cassa netti da attività di finanziamento	4.500.000	0
Flusso di cassa netto da attività di investimento	0	0

#### Riserve nella relazione di revisione

Non applicabile, non vi sono riserve in alcuna relazione dei revisori sulle informazioni finanziarie relative agli esercizi passati incluse nel Prospetto di Base.

#### Quali sono i principali rischi specifici dell'emittente?

Non applicabile. BNPP B.V. è una società operativa. Il merito creditizio di BNPP B.V. dipende dal merito creditizio di BNPP.

#### Sezione C - Informazioni chiave sui titoli

#### Quali sono le principali caratteristiche dei titoli?

#### Tipologia, classe e codice ISIN

EUR 10 Series di Certificati "4Y Maxi Cash Collect Step Down" collegati a paniere di azioni - I titoli sono Certificates. Codice internazionale di identificazione dei titoli ("ISIN"): come specificato nella tabella sottostante.

#### Valuta / valore nominale di titoli emessi / numero di titoli emessi / scadenza dei titoli

La valuta dei Titoli è Euro ("EUR"). I Titoli hanno un valore nominale di EUR 100. Per tutte le altre informazioni si veda la tabella sottostante. I Titoli saranno liquidati in data 20 febbraio 2030.

#### Diritti connessi ai titoli

*Divieto di costituzione di garanzie reali (negative pledge)* - I termini dei Titoli non contengono alcuna clausola di divieto di costituzione di garanzie reali.

*Eventi di Inadempimento* - I termini dei Titoli non contengono eventi di inadempimento.

Legge applicabile - I Titoli saranno regolati ai sensi del diritto inglese.

L'obiettivo di questo prodotto è di fornire un rendimento collegato all'andamento di titoli azionari (ogni azione, un Sottostante). Il prodotto prevede anche il versamento di premi periodici/a scadenza in base a quanto riportato successivamente. Qualora il prodotto non sia scaduto anticipatamente, alla Data di Liquidazione riceverete per ogni Certificate, in aggiunta all'eventuale versamento finale di un Premio:

- Se non si è verificato un Evento Barriera: un pagamento in contanti pari all'Importo Nozionale.
- Se si è verificato un Evento Barriera: un pagamento in contanti pari all'Importo Nozionale meno un importo commisurato alla Performance del Sottostante con la Performance peggiore. In questo caso potrete incorrere in una perdita parziale o totale del capitale investito.

**Premio/i:** è previsto il versamento di un Premio certo alla/a ogni Data di Pagamento del Premio. Inoltre, è previsto il versamento di un Premio Condizionato alla/a ogni Data di Pagamento del Premio ogni volta che viene soddisfatta la seguente condizione (Condizione del Premio Condizionato): se, a una Data di Valutazione del Premio, il prezzo di chiusura di ogni Sottostante è pari o superiore alla relativa Barriera per il Versamento del Premio Condizionato. Diversamente, il Premio non viene pagato ma non è perso definitivamente. Tutti i Premi Condizionati non versati si accumuleranno e saranno versati solo se la Condizione del Premio Condizionato verrà soddisfatta successivamente.

La Barriera per il Versamento del Premio Condizionato è uguale alla Barriera osservata per l'Evento Barriera.

**Scadenza Anticipata Automatica:** se, a qualsiasi Data di Valutazione dell'Importo di Liquidazione Anticipato, il prezzo di chiusura di ogni Sottostante è pari o superiore alla relativa Barriera per la Scadenza Anticipata, il prodotto sarà liquidato alla corrispondente Data di Scadenza Anticipata. Riceverete per ogni certificate un importo in contanti pari all'Importo Nozionale.

La Barriera per la Scadenza Anticipata è decrescente e più alta della Barriera osservata per l'Evento Barriera.

**Dove:**

- Un Evento Barriera si intenderà verificato se il Prezzo di Riferimento Finale di almeno un Sottostante è inferiore alla Barriera.
- La Performance di un Sottostante è pari alla differenza tra il suo Prezzo di Riferimento Finale e il suo Prezzo di Riferimento Iniziale, divisa per il suo Prezzo di Riferimento Iniziale, espressa in valore assoluto.
- Il Sottostante con la Performance peggiore è il Sottostante con il più basso valore ottenuto dal Prezzo di Riferimento Finale una volta diviso per il suo Prezzo di Riferimento Iniziale.
- Il Prezzo di Riferimento Iniziale di un Sottostante è il prezzo di chiusura di quel Sottostante alla Data di Strike.
- Il Prezzo di Riferimento Finale di un Sottostante è il prezzo di chiusura di quel Sottostante alla Data di Valutazione dell'Importo di Liquidazione.

<b>Data di Strike</b>	10 febbraio 2026
<b>Data di Emissione</b>	5 febbraio 2026
<b>Data di Valutazione dell'Importo di Liquidazione (rimborso)</b>	11 febbraio 2030
<b>Data di Liquidazione (rimborso)</b>	20 febbraio 2030
<b>Data/e di Valutazione del/i Premio/i Condizionato/i</b>	Si veda l'Allegato
<b>Data/e di Pagamento del/i Premio/i</b>	Si veda l'Allegato
<b>Data/e di Scadenza Anticipata</b>	Si veda l'Allegato

<b>Prezzo di Emissione</b>	EUR 100
<b>Valuta del prodotto</b>	EUR
<b>Importo Nozionale (per Certificate)</b>	EUR 100
<b>Data/e di Valutazione dell'Importo di Liquidazione (rimborso) Anticipato</b>	Si veda l'Allegato
<b>Barriera/e per la Scadenza Anticipata</b>	Si veda l'Allegato

## ALLEGATO

### ► Premio/i

Data/e di Valutazione del/i Premio/i Condizionato/i	Data/e di Pagamento del/i Premio/i
-	20 aprile 2026
10 agosto 2026	19 agosto 2026
10 novembre 2026	19 novembre 2026
10 febbraio 2027	19 febbraio 2027
10 maggio 2027	19 maggio 2027
10 agosto 2027	19 agosto 2027
10 novembre 2027	19 novembre 2027
10 febbraio 2028	21 febbraio 2028
10 maggio 2028	19 maggio 2028
10 agosto 2028	21 agosto 2028
10 novembre 2028	21 novembre 2028
12 febbraio 2029	21 febbraio 2029
11 maggio 2029	22 maggio 2029
10 agosto 2029	21 agosto 2029
12 novembre 2029	21 novembre 2029
11 febbraio 2030	20 febbraio 2030

### ► Scadenza Anticipata Automatica

Data/e di Valutazione dell'Importo di Liquidazione (rimborso) Anticipato	Data/e di Scadenza Anticipata	Barriera/e per la Scadenza Anticipata
10 febbraio 2027	19 febbraio 2027	100% del Prezzo di Riferimento Iniziale
10 maggio 2027	19 maggio 2027	100% del Prezzo di Riferimento Iniziale
10 agosto 2027	19 agosto 2027	100% del Prezzo di Riferimento Iniziale
10 novembre 2027	19 novembre 2027	100% del Prezzo di Riferimento Iniziale
10 febbraio 2028	21 febbraio 2028	95% del Prezzo di Riferimento Iniziale
10 maggio 2028	19 maggio 2028	95% del Prezzo di Riferimento Iniziale
10 agosto 2028	21 agosto 2028	95% del Prezzo di Riferimento Iniziale
10 novembre 2028	21 novembre 2028	95% del Prezzo di Riferimento Iniziale
12 febbraio 2029	21 febbraio 2029	90% del Prezzo di Riferimento Iniziale
11 maggio 2029	22 maggio 2029	90% del Prezzo di Riferimento Iniziale
10 agosto 2029	21 agosto 2029	90% del Prezzo di Riferimento Iniziale
12 novembre 2029	21 novembre 2029	90% del Prezzo di Riferimento Iniziale

Series Number	No. of Securities issued	No. of Securities	ISIN Code	Trading Code of Borsa Italiana	Issue Price per Security	Underlying Shares	Rate i=1	Knock-in Level	Snowball Level	Rate (i=2 to 16)	Exercise Date	Exercise Settlement Date
CE0150 8XAD	30,000	30,000	NLBNPIT 301S9	P30 1S9	EUR 100	UNICREDIT SPA INTESA SANPAOLO Banca Monte dei Paschi di Siena	20.00 %	55 % 55 % 55 %	55 %	1.0 0%	11/02 /2030	20/02 /2030
CE0150 9XAD	30,000	30,000	NLBNPIT 301T7	P30 1T7	EUR 100	BANCO BPM SPA BPER BANCA AZIMUT HOLDING SPA UNICREDIT SPA	18.00 %	50 % 50 % 50 % 50 %	50 %	1.0 0%	11/02 /2030	20/02 /2030
CE0151 0XAD	30,000	30,000	NLBNPIT 301U5	P30 1U5	EUR 100	SOCIETE GENERALE SA BANCO BILBAO VIZCAYA ARGENTARI A SA	20.00 %	55 % 55 %	55 %	1.0 0%	11/02 /2030	20/02 /2030

						COMMERZBANK AG BARCLAYS PLC		55% 55%	55% 55%			
CE0151 1XAD	30,000	30,000	NLBNPIT 301V3	P30 1V3	EUR 100	ENI SPA ENEL SPA FINCANTIERI SPA STMICROELECTRONICS NV	20.00%	45% 45% 45% 45%	45% 45% 45% 45%	1.10%	11/02/2030	20/02/2030
CE0151 2XAD	30,000	30,000	NLBNPIT 301W1	P30 1W1	EUR 100	POSTE ITALIANE SPA AZIMUT HOLDING SPA MONCLER SPA ASSICURAZIONI GENERALI	16.50%	55% 55% 55% 55%	55% 55% 55% 55%	1.00%	11/02/2030	20/02/2030
CE0151 3XAD	30,000	30,000	NLBNPIT 301X9	P30 1X9	EUR 100	AXA SA ASSICURAZIONI GENERALI Unipol Assicurazioni SpA	12.00%	60% 60% 60%	60% 60% 60%	1.00%	11/02/2030	20/02/2030

						ALLIANZ SE-REG		60%	60%			
CE0151 4XAD	30,000	30,000	NLBNPIT 301Y7	P30 1Y7	EUR 100	COINBASE GLOBAL INC -CLASS A ROBINHOOD MARKETS INC - A	20.00 %	40% 40%	40%	1.3 0%	11/02 /2030	20/02 /2030
CE0151 5XAD	30,000	30,000	NLBNPIT 301Z4	P30 1Z4	EUR 100	FINCANTIERI SPA LEONARDO SPA Rheinmetall AG	19.00 %	50% 50% 50%	50%	1.0 0%	11/02 /2030	20/02 /2030
CE0151 6XAD	30,000	30,000	NLBNPIT 30200	P30 200	EUR 100	VEOLIA ENVIRONNE MENT ENGIE ENI SPA ENEL SPA	15.50 %	60% 60% 60% 60%	60%	1.0 0%	11/02 /2030	20/02 /2030
CE0151 7XAD	30,000	30,000	NLBNPIT 30218	P30 218	EUR 100	ARCELORMI TTAL ANGLO AMERICAN PLC RIO TINTO PLC	16.00 %	55% 55% 55%	55%	1.0 0%	11/02 /2030	20/02 /2030
Share Company			Type of Share		ISIN of Share	Share Curre ncy	Share Company Website			Exchange	Exchange Website	

UNICREDIT SPA	Common Stock	IT00052393 60	EUR	<a href="http://www.unicreditgroup.eu">www.unicreditgroup.eu</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
BANCO BPM SPA	Common Stock	IT00052183 80	EUR	<a href="http://www.bancobpm.it">www.bancobpm.it</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
SOCIETE GENERALE SA	Common Stock	FR00001308 09	EUR	<a href="http://www.societegenerale.com">www.societegenerale.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>
ENI SPA	Common Stock	IT00031324 76	EUR	<a href="http://www.eni.it">www.eni.it</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
POSTE ITALIANE SPA	Common Stock	IT00037961 71	EUR	<a href="http://www.posteitaliane.it">www.posteitaliane.it</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
AXA SA	Common Stock	FR00001206 28	EUR	<a href="http://www.axa.fr">www.axa.fr</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>
COINBASE GLOBAL INC - CLASS A	Common Stock	US19260Q1 076	USD	<a href="http://www.coinbase.com">www.coinbase.com</a>	Nasdaq	<a href="http://www.nasdaq.com">www.nasdaq.com</a>
FINCANTIERI SPA	Common Stock	IT00055999 38	EUR	<a href="http://www.fincantieri.com">www.fincantieri.com</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
VEOLIA ENVIRONNEMENT	Common Stock	FR00001241 41	EUR	<a href="http://www.veolia.com">www.veolia.com</a>	Euronext Paris	<a href="http://www.euronext.com">www.euronext.com</a>
ARCELORMITTAL	Common Stock	LU15987576 87	EUR	<a href="http://www.arcelormittal.com">www.arcelormittal.com</a>	Euronext Amsterdam	<a href="http://www.euronext.com">www.euronext.com</a>
INTESA SANPAOLO	Common Stock	IT00000726 18	EUR	<a href="http://www.intesasanpaolo.com">www.intesasanpaolo.com</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
BPER BANCA	Common Stock	IT00000661 23	EUR	<a href="http://www.bper.it">www.bper.it</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
BANCO BILBAO VIZCAYA ARGENTARIA SA	Common Stock	ES01132118 35	EUR	<a href="http://www.bbvausa.com">www.bbvausa.com</a>	<a href="http://www.bolsamadrid.es">www.bolsamadrid.es</a>	<a href="http://www.bolsamadrid.es">www.bolsamadrid.es</a>
ENEL SPA	Common Stock	IT00031283 67	EUR	<a href="http://www.enel.com">www.enel.com</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
AZIMUT HOLDING SPA	Common Stock	IT00032616 97	EUR	<a href="http://www.azimut.it">www.azimut.it</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>
ASSICURAZIONI GENERALI	Common Stock	IT00000620 72	EUR	<a href="http://www.general.com">www.general.com</a>	Borsa Italiana	<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>

ROBINHOOD MARKETS INC - A	Common Stock	US77070010 27	USD	www.robinhood.com	Nasdaq	www.nasdaq.com
LEONARDO SPA	Common Stock	IT00038564 05	EUR	www.leonardocompany.com	Borsa Italiana	www.borsaitaliana.it
ENGIE	Common Stock	FR00102084 88	EUR	www.engie.com	Euronext Paris	www.euronext.com
ANGLO AMERICAN PLC	Common Stock	GB00BTK05J 60	GBp	www.angloamerican.com	London Stock Exchange	www.londonstockexc hange.com
Banca Monte dei Paschi di Siena	Common Stock	IT00055089 21	EUR	mps.it	Borsa Italiana	www.borsaitaliana.it
COMMERZBANK AG	Common Stock	DE000CBK10 01	EUR	www.commerzbank.de	Xetra	www.xetra.de
MONCLER SPA	Common Stock	IT00049651 48	EUR	www.monclergroup.com	Borsa Italiana	www.borsaitaliana.it
Unipol Assicurazioni SpA	Common Stock	IT00048100 54	EUR	www.unipol.com	Borsa Italiana	www.borsaitaliana.it
Rheinmetall AG	Common Stock	DE00070300 09	EUR	www.rheinmetall.com	Frankfurt Stock Exchnage	www.boerse- frankfurt.de
RIO TINTO PLC	Common Stock	GB00071887 57	GBp	www.riotinto.com	London Stock Exchange	www.londonstockexc hange.com
BARCLAYS PLC	Common Stock	GB00313486 58	GBp	www.home.barclays	London Stock Exchange	www.londonstockexc hange.com
STMICROELECTRONICS NV	Common Stock	NL00002262 23	EUR	www.st.com	Euronext Paris	www.euronext.com
ALLIANZ SE-REG	Common Stock	DE00084040 05	EUR	www.allianz.com	Xetra	www.xetra.de

Assemblee - Le condizioni dei Titoli conterranno disposizioni per la convocazione di assemblee dei Portatori di tali Titoli per valutare questioni che riguardano i loro interessi. Tali disposizioni consentono a maggioranze predefinite di vincolare tutti i Portatori, inclusi i Portatori che non hanno partecipato o votato all'assemblea in questione e i Portatori che hanno votato in modo contrario rispetto alla maggioranza.

Rappresentante dei Portatori dei Titoli - L'Emittente non ha nominato alcun Rappresentante dei Portatori dei Titoli

#### Status dei titoli

I Titoli costituiscono obbligazioni non subordinate e non garantite dell'Emittente che concorreranno con pari priorità tra esse.

#### Restrizioni alla libera trasferibilità dei titoli

Non vi sono restrizioni alla libera trasferibilità dei Titoli.

#### Politica in materia di dividendi o pagamenti

Non applicabile.

#### Dove saranno negoziati i titoli?

#### Ammissione alla negoziazione

L'Emittente (o altri per suo conto) presenterà domanda per l'ammissione alla negoziazione dei Titoli su Sedex .

#### Ai titoli è connessa una garanzia?

#### Natura e della portata della garanzia

Le obbligazioni in conformità con la garanzia sono obbligazioni senior privilegiate (ai sensi dell'Articolo L.613-30-3-1-3° del Code monétaire et financier francese) e non garantite di BNPP e avranno pari priorità rispetto a ogni altra obbligazione non subordinata e non garantita presente e futura, fatte salve le eccezioni di volta in volta rese obbligatorie ai sensi del diritto francese.

Nell'eventualità di un bail-in di BNPP ma non di BNPP B.V., le obbligazioni e/o gli importi dovuti da BNPP ai sensi della garanzia saranno ridotti per riflettere tale eventuale modifica o riduzione applicata alle responsabilità di BNPP e derivante dall'applicazione di una misura di bail-in di BNPP da parte di un organismo di vigilanza incaricato (anche nel caso in cui la garanzia non sia soggetta al bail-in).

Il Garante garantisce incondizionatamente e irrevocabilmente a ciascun Titolare che, se per qualsiasi motivo BNPP B.V. non dovesse corrispondere somme dovute o non dovesse adempiere ad altre obbligazioni in relazione a qualsiasi Titolo alla data specificata per tale pagamento o obbligazione, il Garante, in conformità alle Condizioni, pagherà tale somma nella valuta in cui tale pagamento è dovuto in fondi immediatamente disponibili o, a seconda dei casi, eseguirà o farà adempiere al relativo obbligo nella data dovuta.

#### Descrizione del garante

I Titoli emessi saranno garantiti incondizionatamente e irrevocabilmente da BNP Paribas ("BNPP" o il "Garante") ai sensi di un atto di garanzia di diritto inglese stipulato da BNPP in data 27 maggio 2025, o in prossimità di tale data (la "Garanzia"). Il Garante è stato costituito in Francia sotto forma di società per azioni (société anonyme) ai sensi della legge francese e ha ottenuto l'autorizzazione a operare quale istituto bancario con sede centrale al numero 16 di Boulevard des Italiens - 75009 Parigi, Francia. Identificativo della persona giuridica (LEI): R0MUWSPU8MPRO8K5P83.

I rating del credito a lungo termine di BNPP sono A+ con prospettiva stabile (S&P Global Ratings Europe Limited), A1 con prospettiva stabile (Moody's Deutschland GmbH), AA- con prospettiva stabile (Fitch Ratings Ireland Limited) (che è il rating a lungo termine assegnato al debito senior privilegiato di BNPP da Fitch) e AA (basso) con prospettiva stabile (DBRS Rating GmbH), i rating del credito a breve termine di BNPP sono A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Deutschland GmbH), F1+(Fitch Ratings Ireland Limited) e R-1 (medio) (DBRS Rating GmbH).

BNP Paribas SA è la capogruppo del Gruppo BNP Paribas (collettivamente il "Gruppo BNPP").

L'organizzazione di BNP Paribas si basa su tre divisioni operative: Corporate & Institutional Banking (CIB), Commercial, Personal Banking & Services (CPBS) e Investment & Protection Services (IPS).

Attività bancarie corporate e istituzionali (CIB): Global Banking, Global Markets e Securities Services.

Commercial, Personal Banking & Services (CPBS):

- Banche commerciali della zona euro: Commercial & Personal Banking in Francia (CPBF), BNL banca commerciale (BNL bc), Commercial & Personal Banking in Italia, Commercial & Personal Banking in Belgio (CPBB) e Commercial & Personal Banking in Lussemburgo (CPBL).

- Banche commerciali fuori della zona euro, che sono organizzate attorno a: Europe-Mediterranean, Banche commerciali fuori della zona euro, per l'Europa Orientale, Turchia e Africa.

- Linee di Business specializzate: BNP Paribas Personal Finance, Arval e BNP Paribas Leasing Solutions, nuove linee di business digitali (in particolare Nickel, Floa, Lyf) e BNP Paribas Personal Investors.

Investment & Protection Services (IPS): Assicurazioni (BNP Paribas Cardif) e Wealth and Asset Management: Management: BNP Paribas Asset Management, BNP Paribas Real Estate, BNP Paribas Principal Investments (che gestisce il portfolio di investimenti industriali e commerciali non quotati e quotati del Gruppo BNP Paribas) e BNP Paribas Wealth Management.

Al 30 Giugno 2025 gli azionisti principali erano Société Fédérale de Participations et d'Investissement ("SFPI"), una société anonyme di interesse pubblico (società per azioni) che agisce per conto del Governo belga, che detiene il 5,59% del capitale sociale, BlackRock Inc. che detiene il 6,01% del capitale sociale, Amundi che detiene 4,95% del capitale sociale e il Granducato di Lussemburgo, che detiene l'1,14% del capitale sociale

#### Informazioni finanziarie chiave per valutare la capacità del garante di adempiere ai propri obblighi derivanti dalla garanzia

Dal 1o gennaio 2023, le entità di assicurazione di BNP Paribas Group hanno applicato l'IFRS 17 "Contratti assicurativi" e l'IFRS 9 "Strumenti finanziari", hanno posticipato tali entità fino all'entrata in vigore dell'IFRS 17.

Conto economico				
	Anno	Anno-1	Provvisorio	Infrannuale comparativo rispetto allo stesso periodo dell'anno precedente
In milioni di €	31/12/2024	31/12/2023	30/09/2025	30/09/2024
<b>Ricavi</b>	48.831	45.874	38.110	36.694
<b>Costo del rischio</b>	-2.999	-2.907	-2.555	-2.121
<b>Altre perdite nette a rischio su strumenti finanziari</b>	-202	-775	-129	-138

<b>Risultato operativo</b>	15.437	11.236	12.327	12.109
<b>Utile netto attribuibile ai possessori di azioni</b>	11.688	10.975	9.253	9.366
<b>Utile per azione (in €)</b>	9,57	8,58	7,79	7,7

<b>Bilancio</b>				
	<b>Anno</b>	<b>Anno-1</b>	<b>Provvisorio</b>	<b>Infrannuale comparativo rispetto allo stesso periodo dell'anno precedente</b>
<b>In milioni di €</b>	31/12/2024	31/12/2023	30/09/2025	30/09/2024
<b>Totale attività</b>	2.704.908	2.591.499	2.824.574	2.753.086
<b>Titoli di debito</b>	302.237	274.510	315.751	304.282
<b>Di cui a medio lungo termine Senior Preferred</b>	119.370*	84.821*	n.a	n.a
<b>Debito subordinato</b>	32.615	25.478	34.408	30.963
<b>Prestiti e crediti da clienti (netto)</b>	900.141	859.200	892.642	874.996
<b>Depositi di clienti</b>	1.034.857	988.549	1.027.703	1.011.422
<b>Patrimonio netto (quota del Gruppo)</b>	128.137	123.742	123.845	124.961
<b>Prestiti incerti/lordi irrisolti**</b>	1,6%	1,7%	1,7%	1,7%
<b>Rapporto sul Common Equity Tier 1 (CET1)</b>	12,9%	13,2%	12,5% (CRR3)	12,7%
<b>Rapporto Capitale Totale</b>	17,1%	17,3%	16,7% (CRR3)	16,7%
<b>Coefficiente di leva finanziaria</b>	4,6%	4,6%	4,3%	4,4%

(\*) Ambito normativo

(\*\*) Crediti deteriorati (fase 3) a clienti e istituti di credito, non compensati da garanzie, titoli in bilancio e fuori bilancio e compresi i titoli di debito valutati a costi ammortizzati o al valore equo attraverso il patrimonio netto (esclusa l'assicurazione) e riportato su prestiti lordi in essere a clienti ed enti creditizi, in bilancio e fuori bilancio e compresi i titoli di debito valutati a costi ammortizzati o al valore equo attraverso il patrimonio netto (esclusa l'assicurazione).

#### **Fattori di rischio più significativi relativi del garante**

- Un sostanziale aumento di nuovi accantonamenti o un incremento del livello degli accantonamenti precedentemente previsti esposti al rischio di credito e al rischio di controparte potrebbero influire negativamente sui risultati delle operazioni e delle condizioni finanziarie del Gruppo BNPP.
- Le politiche, le procedure e i metodi del Gruppo BNP Paribas potrebbero esporre lo stesso a rischi non identificati e imprevisi, che potrebbero provocare perdite sostanziali.
- Il Gruppo BNPP potrebbe subire perdite importanti nelle sue attività di negoziazione e investimento a causa di oscillazioni e della volatilità di mercato.
- La capacità di finanziamento e il costo dello stesso per il Gruppo BNPP potrebbero essere influenzati negativamente da una ripresa della crisi finanziaria, dal peggioramento delle condizioni economiche, dal declassamento del rating, dall'aumento degli spread del credito sovrano o da altri fattori.
- Condizioni economiche e finanziarie sfavorevoli hanno in passato e possono in futuro incidere significativamente sul Gruppo BNP Paribas e sui mercati in cui opera.
- Le leggi e i regolamenti in vigore, così come gli sviluppi legislativi e regolamentari attuali e futuri, possono incidere significativamente sul Gruppo BNP Paribas e sull'ambiente finanziario ed economico in cui opera.
- Il Gruppo BNPP può incorrere in significative sanzioni amministrative, penali o di altra natura per non conformità alle leggi e ai regolamenti in vigore e può anche subire perdite in contenziosi correlati (o non correlati) con soggetti privati.

#### **Quali sono i principali rischi specifici dei titoli?**

#### **Fattori di rischio più significativi specifici dei titoli**

Esistono anche rischi relativi ai Titoli, compresi:

#### **1. Rischio relativo alla struttura dei Titoli:**

Il rendimento dei Titoli dipende dall'andamento del/i Sottostante/i di Riferimento e dall'applicazione delle clausole di Knock-in o Knock-out. I Prodotti di tipo auto-callable includono un meccanismo di rimborso anticipato automatico. Sulla base della formula applicabile, in caso si verificasse un evento di rimborso anticipato automatico, gli investitori potrebbero essere esposti a una perdita parziale dell'investimento. Gli investitori possono essere esposti a una perdita parziale o totale dell'investimento.

#### **2. Rischio relativo al Sottostante e a eventi di turbativa e rettifica:**

A differenza di un investimento diretto in una o più Azione/i, una o più Azione/i Stapled, GDR e/o ADR del/i Sottostante/i di Riferimento (in seguito denominate congiuntamente la/le "Azione/i"), un investimento in Titoli legati ad Azioni non autorizza i Portatori dei Titoli a votare o ricevere dividendi o distribuzioni (salvo diversamente specificato nelle Condizioni Definitive). Di conseguenza, il rendimento dei Titoli Azionari non sarà lo stesso di un investimento diretto nella/e Azione/i pertinente/i e potrebbe essere inferiore a un investimento diretto.

L'esposizione alle azioni, rischi di mercato simili a un investimento diretto in azioni, eventi di rettifica o eventi straordinari e di turbativa sul mercato o la mancata apertura di un mercato azionario (borsa) possono avere un effetto negativo sul prezzo e la liquidità dei Titoli.

#### **3. Rischi relativi ai mercati di negoziazione dei Titoli:**

Il prezzo di negoziazione dei Titoli può essere influenzato da una serie di fattori tra cui, a titolo esemplificativo ma non esaustivo, il prezzo, il valore o il livello del/i Sottostante/i di Riferimento, il tempo rimanente fino alla data di liquidazione/rimborso dei Titoli, la volatilità implicita o realizzata associata al/i Sottostante/i di Riferimento e al rischio di correlazione del/i Sottostante/i di Riferimento. La possibilità che il prezzo di negoziazione dei Titoli fluttui (positivamente o negativamente) dipende da una serie di fattori che gli investitori dovranno considerare attentamente prima di acquistare o vendere i Titoli.

#### **4. Rischi legali**

Le condizioni dei Titoli conterranno disposizioni per la convocazione di assemblee dei Portatori di tali Titoli per valutare questioni che riguardano i loro interessi. Tali disposizioni consentono a maggioranze predefinite di vincolare tutti i Portatori, inclusi i Portatori che non hanno partecipato o votato all'assemblea in questione e i Portatori che hanno votato in modo contrario rispetto alla maggioranza.

#### **Sezione D - Informazioni fondamentali sull'offerta pubblica dei titoli e/o sull'ammissione alla negoziazione in un mercato regolamentato**

##### **A quali condizioni posso investire in questo titolo e qual è il calendario previsto?**

##### **Termini generali, condizioni e calendario previsto dell'offerta**

L'Emittente (o altri per suo conto) presenterà domanda per l'ammissione alla negoziazione dei Titoli su Sedex.

##### **Stima delle spese totali legate all'emissione e/o all'offerta, inclusi i costi stimati a carico dell'investitore dall'emittente o dall'offerente**

Nessuna spesa sarà addebitata agli investitori da parte dell'Emittente.

##### **Chi è l'offerente e/o il soggetto che chiede l'ammissione alla negoziazione?**

##### **Descrizione dell'offerente e / o della persona che richiede l'ammissione alla negoziazione**

Soggetto che richiede l'ammissione alla negoziazione: BNP Paribas Issuance B.V. ("Emittente"), Herengracht 595, 1017 CE Amsterdam, Paesi Bassi (numero di telefono: +31(0)88 738 0000).

##### **Perché è stato redatto il presente prospetto?**

##### **Utilizzo e l'importo stimato dei proventi netti**

I proventi netti dell'emissione dei Titoli confluiranno nei fondi generali dell'Emittente. Tali proventi potranno essere utilizzati per mantenere posizioni in contratti di opzioni o di future o altri strumenti di copertura.

Ricavi netti stimati: EUR 30,000,000

##### **Accordo di sottoscrizione**

L'Offerente non assume alcun impegno di sottoscrizione.

##### **Conflitti di interesse più rilevanti che riguardano l'offerta o l'ammissione alla negoziazione**

Il Gestore (Manager) e le sue collegate possono inoltre avere intrapreso, e possono intraprendere in futuro, operazioni di investment banking e/o di commercial banking con, e possono prestare altri servizi per, l'Emittente e l'eventuale Garante e le società a esse collegate nel corso della normale attività. Varie entità del Gruppo BNPP (tra cui l'Emittente e il Garante) e le società collegate svolgono diversi ruoli in relazione ai Titoli, tra cui Emittente dei Titoli e Agente per il Calcolo dei Titoli e possono anche svolgere attività di negoziazione (comprese le attività di copertura) relative al Sottostante e ad altri strumenti o prodotti derivati basati su o relativi al Sottostante che possono dar luogo a potenziali conflitti di interesse.

BNP Paribas Financial Markets SNC, che agisce in qualità di Gestore e Agente per il Calcolo, è un'Affiliata dell'Emittente e del Garante e possono esistere potenziali conflitti di interesse tra la stessa e i Portatori dei Titoli, anche in relazione ad alcune determinazioni e giudizi che l'Agente per il Calcolo deve effettuare. Gli interessi economici dell'Emittente e di BNP Paribas Financial Markets SNC in qualità di Gestore e Agente per il Calcolo sono potenzialmente contrari agli interessi dei Portatori dei Titoli in qualità di investitori nei Titoli.

Fatto salvo quanto sopra menzionato, nessun soggetto coinvolto nell'emissione dei Titoli ha un interesse sostanziale nell'offerta, inclusi conflitti di interessi.