

FINAL TERMS FOR CERTIFICATES

FINAL TERMS DATED 2 NOVEMBER 2021

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

Up to 50,000 PLN "4Y Phoenix Snowball Worst-of" Certificates relating to 2 Shares due 8 December 2025

under the Note, Warrant and Certificate Programme
of BNP Paribas Issuance B.V., BNP Paribas and BNP Paribas Fortis Funding
The Base Prospectus received approval no. 21-196 on 1 June 2021

ISIN Code: XS2310439422

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

The Securities are offered to the public in Poland from 2 November 2021 to 29 November 2021.

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.

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

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 1 June 2021, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below) 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**"). 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, as supplemented, and these Final Terms are available and the 2021 Base Prospectus will be available for viewing at <http://eqdpo.bnpparibas.com/XS2310439422> and copies may be obtained free of charge at the specified offices of the Security Agents.

References herein to numbered Conditions are to the terms and conditions of the relevant series of Securities and words and expressions defined in such terms and conditions shall bear the same meaning in these Final Terms 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	Common Code	Issue Price per Security	Redemption Date
CE5212WX	Up to 50,000	Up to 50,000	XS2310439422	231043942	PLN 1,000	8 December 2025

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 November 2021.
4. **Issue Date and Interest Commencement Date:** 8 December 2021.
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
 - (a) Certificates.
 - (b) The Securities are Share Securities.

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

Unwind Costs: Applicable.
7. **Form of Securities:** Clearing System Global Security.
8. **Business Day Centre(s):** The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is Warsaw.
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 Payout: **SPS Reverse Convertible Securities**

SPS Reverse Convertible Securities :

(A)	If no Knock-in Event has occurred: Constant Percentage 1; or
-----	--

(B)	If a Knock-in Event has occurred: Max (Constant Percentage 2 + Gearing x Option; 0%).
-----	---

Where

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%;

Strike Price Closing Value is applicable.

Final Redemption Value means 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.

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.

For the avoidance of doubt, when determining (i) above the SPS Valuation Date shall never refer to the Strike Date.

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.

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

SPS Valuation Date means the SPS Redemption Valuation Date or the Strike Date, as applicable.

SPS Redemption Valuation Date means the Settlement Price Date.

Settlement Price Date means the Valuation Date.

Valuation Date means the Redemption Valuation Date.

Underlying Reference^k means as set out in §26(a) below.

- Basket** means the Basket of Shares as set out in §26(a) below;
13. **Relevant Asset(s):** Not applicable.
 14. **Entitlement:** Not applicable.
 15. **Exchange Rate:** Not applicable.
 16. **Settlement Currency:** The settlement currency for the payment of the Cash Settlement Amount is Polish Zloty ("**PLN**").
 17. **Syndication:** The Securities will be distributed on a non-syndicated basis.
 18. **Minimum Trading Size:** Not applicable.
 19. **Principal Security Agent:** BNP Paribas Arbitrage S.N.C.
 20. **Registrar:** Not applicable.
 21. **Calculation Agent:** BNP Paribas Arbitrage S.N.C.
1 rue Laffitte 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 2 ordinary shares, or, if so indicated in the table below, another share type in the share capital of the relevant Share Company (each an "**Underlying Reference^k**" or "**Share^k**") set out in the table below.

^k	Underlying Reference^k	Underlying Reference^k Currency	Bloomberg code	ISIN Code	Exchange^k
1	Autodesk Inc	USD	ADSK UW	US0527691069	The NASDAQ Stock Market, Inc.
2	Deutsche Post AG - registered share	EUR	DPW GY	DE0005552004	XETRA

- (b) **Relative Performance Basket:** Applicable.
- (c) **Share/ETI Interest Currency:** See table above.
- (d) **ISIN of Share(s)/ETI Interest(s):** See table above.
- (e) **Exchange(s):** See table above.

(f)	Related Exchange(s):	All Exchanges
(g)	Exchange Business Day:	All Shares Basis.
(h)	Scheduled Trading Day:	All Shares Basis.
(i)	Weighting:	Not applicable
(j)	Settlement Price:	Not applicable
(k)	Specified Maximum Days of Disruption:	Three (3) Scheduled Trading Days
(l)	Valuation Time:	Conditions apply
(m)	Redemption on Occurrence of an Extraordinary Event:	Delayed Redemption on Occurrence of an Extraordinary Event: Not applicable
(n)	Share/ETI Interest Correction Period:	As per Conditions
(o)	Dividend Payment:	Not applicable
(p)	Listing Change:	Not applicable
(q)	Listing Suspension:	Not applicable
(r)	Illiquidity:	Not applicable
(s)	Tender Offer:	Applicable
(t)	CSR Event:	Not applicable
(u)	Hedging Liquidity Event:	Not applicable
27.	ETI Securities:	Not applicable.
28.	Debt Securities:	Not applicable.
29.	Commodity Securities:	Not applicable.
30.	Inflation Index Securities:	Not applicable.
31.	Currency Securities:	Not applicable.
32.	Fund Securities:	Not applicable.
33.	Futures Securities:	Not applicable.
34.	Credit Security Provisions:	Not applicable.
35.	Underlying Interest Rate Securities:	Not applicable.
36.	Preference Share Certificates:	Not applicable.
37.	OET Certificates:	Not applicable.
38.	Illegality (Security Condition 7.1) and Force Majeure (Security Condition 7.2):	Illegality: redemption in accordance with Security Condition 7.1(d). Force Majeure: redemption in accordance with Security Condition 7.2(b).
39.	Additional Disruption Events and Optional Additional Disruption Events:	(a) Additional Disruption Events: Applicable. Hedging Disruption does not apply to the Securities. (b) The following Optional Additional Disruption Events apply to the

Securities: Administrator/Benchmark Event; Insolvency Filing.

(c) 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.

(a) **SPS Knock-in Valuation:**

Applicable.

Knock-in Value means the Worst Value.

Strike Price Closing Value: Applicable;

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

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

For the avoidance of doubt, when determining (i) above the SPS Valuation Date shall never refer to the Strike Date.

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.

Underlying Reference Strike Price means, in respect of an Underlying Reference^k, the Underlying Reference Closing Price Value for such Underlying Reference^k on the Strike Date;

Basket means the Basket of Shares as set out in §26(a) above;

Underlying Reference^k means as set out in §26(a) above.

SPS Valuation Date means the Knock-in Determination Day or the Strike Date, as applicable.

(b) **Level:** Not applicable.

(c) **Knock-in Level/Knock-in Range Level:** 60 per cent

(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** The Redemption Valuation Date

- Day(s):**
- (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:** Applicable.
41. **Knock-out Event:** Not applicable.
42. **EXERCISE, VALUATION AND REDEMPTION**
- (a) **Notional Amount of each Certificate:** PLN 1,000
- (b) **Partly Paid Certificates:** The Certificates are not Partly Paid Certificates.
- (c) **Interest:** Applicable.
- (i) **Interest Period(s):** As per Conditions.
- (ii) **Interest Period End Date(s):** 10 January 2022 (i = 1), 8 February 2022 (i = 2), 8 March 2022 (i = 3), 8 April 2022 (i = 4), 9 May 2022 (i = 5), 8 June 2022 (i = 6), 8 July 2022 (i = 7), 8 August 2022 (i = 8), 8 September 2022 (i = 9), 11 October 2022 (i = 10), 8 November 2022 (i = 11), 8 December 2022 (i = 12), 10 January 2023 (i = 13), 8 February 2023 (i = 14), 8 March 2023 (i = 15), 11 April 2023 (i = 16), 9 May 2023 (i = 17), 9 June 2023 (i = 18), 10 July 2023 (i = 19), 8 August 2023 (i = 20), 8 September 2023 (i = 21), 9 October 2023 (i = 22), 8 November 2023 (i = 23), 8 December 2023 (i = 24), 9 January 2024 (i = 25), 8 February 2024 (i = 26), 8 March 2024 (i = 27), 9 April 2024 (i = 28), 9 May 2024 (i = 29), 10 June 2024 (i = 30), 8 July 2024 (i = 31), 8 August 2024 (i = 32), 10 September 2024 (i = 33), 8 October 2024 (i = 34), 8 November 2024 (i = 35), 9 December 2024 (i = 36), 9 January 2025 (i = 37), 10 February 2025 (i = 38), 10 March 2025 (i = 39), 8 April 2025 (i = 40), 9 May 2025 (i = 41), 9 June 2025 (i = 42), 8 July 2025 (i = 43), 8 August 2025 (i = 44), 9 September 2025 (i = 45), 8 October 2025 (i = 46), 10 November 2025 (i = 47) and the Redemption Date (i = 48).
- (iii) **Business Day Convention for Interest Period End Date(s):** Not applicable.
- (iv) **Interest Payment Date(s):** 10 January 2022 (i = 1), 8 February 2022 (i = 2), 8 March 2022 (i = 3), 8 April 2022 (i = 4), 9 May 2022 (i = 5), 8 June 2022 (i = 6), 8 July 2022 (i = 7), 8 August 2022 (i = 8), 8 September 2022 (i = 9), 11 October 2022 (i = 10), 8 November 2022 (i = 11), 8 December 2022 (i = 12), 10 January 2023 (i = 13), 8 February 2023 (i = 14), 8 March 2023 (i = 15), 11 April 2023 (i = 16), 9 May 2023 (i = 17), 9 June 2023 (i = 18), 10 July 2023 (i = 19), 8 August 2023 (i = 20), 8 September 2023 (i = 21), 9 October 2023 (i = 22), 8 November 2023 (i = 23), 8 December 2023 (i = 24), 9 January 2024 (i = 25), 8 February

2024 (i = 26), 8 March 2024 (i = 27), 9 April 2024 (i = 28), 9 May 2024 (i = 29), 10 June 2024 (i = 30), 8 July 2024 (i = 31), 8 August 2024 (i = 32), 10 September 2024 (i = 33), 8 October 2024 (i = 34), 8 November 2024 (i = 35), 9 December 2024 (i = 36), 9 January 2025 (i = 37), 10 February 2025 (i = 38), 10 March 2025 (i = 39), 8 April 2025 (i = 40), 9 May 2025 (i = 41), 9 June 2025 (i = 42), 8 July 2025 (i = 43), 8 August 2025 (i = 44), 9 September 2025 (i = 45), 8 October 2025 (i = 46), 10 November 2025 (i = 47) and the Redemption Date (i = 48).

- | | | |
|--------|---|--|
| (v) | Business Day Convention for Interest Payment Date(s): | Following Business Day Convention. |
| (vi) | Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent): | Not applicable. |
| (vii) | Margin(s): | Not applicable. |
| (viii) | Minimum Interest Rate: | Not applicable. |
| (ix) | Maximum Interest Rate: | Not applicable. |
| (x) | Day Count Fraction: | Not applicable. |
| (xi) | Determination Date(s): | Not applicable. |
| (xii) | Accrual to Redemption: | Not applicable. |
| (xiii) | Rate of Interest: | Linked Interest |
| (xiv) | Coupon rate: | Snowball Digital Coupon is applicable |

(i) if the Snowball Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date(i):

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

(ii) if the Snowball Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date(i):

zero.

Where

Rate_(i) is 0.42 per cent.

“i” is a number from 1 to 48 and it means the relevant SPS Valuation Date.

SumRate means the sum of Rate 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 Digital Coupon Condition" means that the Snowball Barrier Value for the relevant SPS Coupon Valuation Date is equal to or greater than the Snowball Level;

Strike Price Closing Value: Applicable;

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 equal to or greater than the Snowball Level.

Snowball Barrier Value means the Worst Value;

Strike Price Closing Value: Applicable;

Worst Value means, in respect of a SPS Valuation Date, the lowest Underlying Reference^k Value for any Underlying Reference^k in the Basket in respect of such SPS Valuation Date;

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

For the avoidance of doubt, when determining (i) above the SPS Valuation Date shall never refer to the Strike Date.

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.

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

Basket means the Basket of Shares as set out in §26(a) above;

Underlying Reference^k means as set out in §26(a) above.

SPS Valuation Date means the SPS Coupon Valuation Dates or the Strike Date, as applicable.

SPS Coupon Valuation Date means the Settlement Price Date.

Settlement Price Date means the relevant Valuation Date(s).

Valuation Date(s) means the Interest Valuation Date(s).

Interest Valuation Date means as set out in item 42(i)(v) below

Snowball Level is as set out in the table below.

i	Snowball Level
1	92%
2	92%
3	92%

4	92%
5	92%
6	92%
7	92%
8	92%
9	92%
10	92%
11	92%
12	92%
13	92%
14	92%
15	92%
16	92%
17	92%
18	87%
19	87%
20	87%
21	87%
22	87%
23	87%
24	82%
25	82%
26	82%
27	82%
28	82%
29	82%
30	77%
31	77%
32	77%
33	77%
34	77%
35	77%
36	72%
37	72%
38	72%
39	72%
40	72%
41	72%
42	67%
43	67%
44	67%
45	67%
46	67%
47	67%

	48	62%
(d)	Fixed Rate Provisions:	Not applicable.
(e)	Floating Rate Provisions:	Not applicable.
(f)	Linked Interest Certificates:	Applicable - see Share Linked Interest Certificates below.
(g)	Payment of Premium Amount(s):	Not applicable.
(h)	Index Linked Interest Certificates:	Not applicable.
(i)	Share Linked Interest 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)	Interest Valuation Time:	As set out in § 26 above
(v)	Interest Valuation Date(s):	3 January 2022 (i = 1), 1 February 2022 (i = 2), 1 March 2022 (i = 3), 1 April 2022 (i = 4), 2 May 2022 (i = 5), 1 June 2022 (i = 6), 1 July 2022 (i = 7), 1 August 2022 (i = 8), 1 September 2022 (i = 9), 4 October 2022 (i = 10), 1 November 2022 (i = 11), 1 December 2022 (i = 12), 3 January 2023 (i = 13), 1 February 2023 (i = 14), 1 March 2023 (i = 15), 3 April 2023 (i = 16), 2 May 2023 (i = 17), 1 June 2023 (i = 18), 3 July 2023 (i = 19), 1 August 2023 (i = 20), 1 September 2023 (i = 21), 2 October 2023 (i = 22), 1 November 2023 (i = 23), 1 December 2023 (i = 24), 2 January 2024 (i = 25), 1 February 2024 (i = 26), 1 March 2024 (i = 27), 2 April 2024 (i = 28), 2 May 2024 (i = 29), 3 June 2024 (i = 30), 1 July 2024 (i = 31), 1 August 2024 (i = 32), 3 September 2024 (i = 33), 1 October 2024 (i = 34), 1 November 2024 (i = 35), 2 December 2024 (i = 36), 2 January 2025 (i = 37), 3 February 2025 (i = 38), 3 March 2025 (i = 39), 1 April 2025 (i = 40), 2 May 2025 (i = 41), 2 June 2025 (i = 42), 1 July 2025 (i = 43), 1 August 2025 (i = 44), 2 September 2025 (i = 45), 1 October 2025 (i = 46), 3 November 2025 (i = 47) and the Redemption Valuation Date (i = 48).
(vi)	Observation Dates:	Not applicable
(vii)	Observation Period:	Not applicable

(viii)	Specified Maximum Days of Disruption:	As set out in § 26 above
(ix)	Exchange(s):	As set out in § 26 above
(x)	Related Exchange(s):	As set out in § 26 above
(xi)	Exchange Business Day:	As set out in § 26 above
(xii)	Scheduled Trading Day:	As set out in § 26 above
(xiii)	Settlement Price:	Not applicable
(xiv)	Share/ETI Interest Correction Period	As per Conditions
(xv)	Dividend Payment:	Not applicable
(xvi)	Listing Change:	Not applicable
(xvii)	Listing Suspension:	Not applicable
(xviii)	Illiquidity:	Not applicable
(xix)	Tender Offer:	Applicable
(xx)	CSR Event:	Not applicable
(xxi)	Hedging Liquidity Event:	Not applicable
(xxii)	Redemption on Occurrence of an Extraordinary Event:	Delayed Redemption on Occurrence of an Extraordinary Event: Not applicable
(j)	ETI Linked Interest Certificates:	Not applicable
(k)	Debt Linked Interest Certificates:	Not applicable.
(l)	Commodity Linked Interest Certificates:	Not applicable.
(m)	Inflation Index Linked Interest Certificates:	Not applicable.
(n)	Currency Linked Interest Certificates:	Not applicable.
(o)	Fund Linked Interest	Not applicable.

- Certificates:**
- (p) **Futures Linked Interest 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 x (AER Redemption Percentage + AER Exit Rate)

"AER Redemption Percentage" is 100 per cent.
- (iii) **Automatic Early Redemption Date(s):** 8 December 2022 (n=1), 10 January 2023 (n=2), 8 February 2023 (n=3), 8 March 2023 (n=4), 11 April 2023 (n=5), 9 May 2023 (n=6), 9 June 2023 (n=7), 10 July 2023 (n=8), 8 August 2023 (n=9), 8 September 2023 (n=10), 9 October 2023 (n=11), 8 November 2023 (n=12), 8 December 2023 (n=13), 9 January 2024 (n=14), 8 February 2024 (n=15), 8 March 2024 (n=16), 9 April 2024 (n=17), 9 May 2024 (n=18), 10 June 2024 (n=19), 8 July 2024 (n=20), 8 August 2024 (n=21), 10 September 2024 (n=22), 8 October 2024 (n=23), 8 November 2024 (n=24), 9 December 2024 (n=25), 9 January 2025 (n=26), 10 February 2025 (n=27), 10 March 2025 (n=28), 8 April 2025 (n=29), 9 May 2025 (n=30), 9 June 2025 (n=31), 8 July 2025 (n=32), 8 August 2025 (n=33), 9 September 2025 (n=34), 8 October 2025 (n=35) and 10 November 2025 (n=36).
- (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:** Applicable;
- Worst Value** means, in respect of a SPS Valuation Date, the lowest Underlying Reference Value for any Underlying Reference^k in the Basket in respect of such SPS Valuation Date.
- SPS Valuation Date** means each Automatic Early Redemption Valuation Date or the Strike Date, as applicable.

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

For the avoidance of doubt, when determining (i) above the SPS Valuation Date shall never refer to the Strike Date.

Underlying Reference Closing Price Value means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.

Underlying Reference Strike Price means in respect of an Underlying Reference^k, the Underlying Reference Closing Price Value for such Underlying Reference^k on the Strike Date;

Basket means the Basket of Shares as set out in §26(a) above;

Underlying Reference^k means as set out in §26(a) above.

(vi)

Automatic Early Redemption Level:

Automatic Early Redemption Level means :

i	Automatic Early Redemption level
1	92%
2	92%
3	92%
4	92%
5	92%
6	92%
7	87%
8	87%
9	87%
10	87%
11	87%
12	87%
13	82%
14	82%
15	82%
16	82%
17	82%
18	82%
19	77%
20	77%
21	77%
22	77%
23	77%
24	77%
25	72%

26	72%
27	72%
28	72%
29	72%
30	72%
31	67%
32	67%
33	67%
34	67%
35	67%
36	67%

“i” is a number from 1 to 48 representing the relevant Automatic Early Redemption Valuation Date.

- (vii) **Automatic Early Redemption Percentage:** Not applicable.
- (viii) **AER Exit Rate:** AER Rate
AER Rate means 0 per cent.
- (ix) **Automatic Early Redemption Valuation Date(s):** 1 December 2022 (n=1), 3 January 2023 (n=2), 1 February 2023 (n=3), 1 March 2023 (n=4), 3 April 2023 (n=5), 2 May 2023 (n=6), 1 June 2023 (n=7), 3 July 2023 (n=8), 1 August 2023 (n=9), 1 September 2023 (n=10), 2 October 2023 (n=11), 1 November 2023 (n=12), 1 December 2023 (n=13), 2 January 2024 (n=14), 1 February 2024 (n=15), 1 March 2024 (n=16), 2 April 2024 (n=17), 2 May 2024 (n=18), 3 June 2024 (n=19), 1 July 2024 (n=20), 1 August 2024 (n=21), 3 September 2024 (n=22), 1 October 2024 (n=23), 1 November 2024 (n=24), 2 December 2024 (n=25), 2 January 2025 (n=26), 3 February 2025 (n=27), 3 March 2025 (n=28), 1 April 2025 (n=29), 2 May 2025 (n=30), 2 June 2025 (n=31), 1 July 2025 (n=32), 1 August 2025 (n=33), 2 September 2025 (n=34), 1 October 2025 (n=35) and 3 November 2025 (n=36).
- (v) **Strike Date:** 1 December 2021
- (w) **Strike Price:** Not applicable.
- (x) **Redemption Valuation Date:** 1 December 2025
- (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:** Poland.
- (ii) **Offer Period:** From (and including) 2 November 2021 until (and including) 29 November 2021, subject to any early closing, as indicated in Part B, item 7.
- (iii) **Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it:** Biuro Maklerskie BNP Paribas Bank Polska S.A.
Twarda 18
00-105 Warszawa
Poland

(the “**Authorised Offeror**”)

Legal Entity Identifier: NMH2KF074RKAGTH4CM63
- (iv) **General Consent:** Not applicable.
- (v) **Other Authorised Offeror Terms:** Not applicable.
48. **Prohibition of Sales to EEA and UK Retail Investors:**
- (a) **Selling Restriction:** Not applicable.
- (b) **Legend:** Not applicable.

PROVISIONS RELATING TO COLLATERAL AND SECURITY

49. **Secured Securities 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.

Signed on behalf of BNP Paribas Issuance B.V.

As Issuer:



By: .. Camille LAMY ... Duly authorised

PART B - OTHER INFORMATION

1. Listing and Admission to trading - De listing

Application will be made to list the Securities and to admit the Securities for trading on the Warsaw Stock Exchange (*Gielda Papierów Wartościowych w Warszawie S.A.*). No assurance can be given that any such application will be successful.

2. Ratings

The Securities have not been rated.

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

Save as discussed in the "*Potential Conflicts of Interest*" paragraph in the "*Risks*" section in the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the issue.

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

- (a) **Reasons for the Issue:** See "Use of Proceeds" in the Base Prospectus.

A small portion of the net proceeds from the issue of the Securities will be allocated to finance the construction of the Tara International Polar Station, the new project of the Fondation Tara Ocean dedicated to scientific research in Arctic. Should the project fails, this portion of the proceeds would be reallocated to another project to protect the oceans of the Fondation Tara Ocean. The remaining balance of the net proceeds will become part of the general funds of the Issuer and may be used to maintain positions in options or futures contracts or other hedging instruments.

- (b) **Estimated net proceeds:** Up to PLN Quanto 50,000,000.00

- (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 websites as set out below.

Past and further performances of each Share are available on the relevant Exchange websites as set out in below and its volatility as well as the Exchange Rate may be obtained from the Calculation Agent by emailing eqd.sps.poland@uk.bnpparibas.com

Place where information on the Underlying ETI can be obtained:

Autodesk Inc
Website: www.autodesk.com

Deutsche Post AG-REG
Website: <http://www.dpdhl.com>

6. Operational Information

Relevant Clearing System(s): Euroclear and Clearstream Luxembourg.

7. Terms and Conditions of the Non-Exempt Offer

Offer Price: The offer price of the Certificates is PLN 1,000 per Certificate, of which commissions of a maximum of 0.95 per cent. per annum (all tax included) shall be retained by the Authorised Offeror.

Conditions to which the offer is subject: The offer of the Securities is conditional on their issue.

The Issuer reserves the right to withdraw the offer of the Securities and cancel the issuance of the Securities for any reason, in accordance with the Authorised Offeror at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities. Such an event will be notified to investors via the following link:

<http://eqdpo.bnpparibas.com/XS2310439422>

The Issuer will in its sole discretion determine the final amount of Securities issued up to a limit of 50,000 Securities. The final amount that is issued on the Issue Date will be listed on the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.). Securities will be allotted subject to availability in the order of receipt of investors' applications. The final amount of the Securities issued will be determined by the Issuer in light of prevailing market conditions, and in its sole and absolute discretion depending on the number of Securities which have been agreed to be purchased as of the Issue Date.

The Offer Period may be closed early as determined by Issuer in its sole discretion and notified on or around such earlier date by publication on the following webpage: <http://eqdpo.bnpparibas.com/XS2310439422>

The Issuer reserves the right to extend the Offer Period. The Issuer will inform of the extension of the Offer Period by means of a notice to be published on the following webpage: <http://eqdpo.bnpparibas.com/XS2310439422>

The Issuer reserves the right to increase the number of Securities to be issued during the Offer Period. The Issuer will inform the public

of the size increase by means of a notice to be published on the following webpage: <http://eqdpo.bnpparibas.com/XS2310439422>

Description of the application process:

From, and including, 2 November 2021 to, and including, 29 November 2021, or such earlier date as the Issuer determines as notified on or around such earlier date by loading the following link :

<http://eqdpo.bnpparibas.com/XS2310439422>

Application to subscribe for the Securities can be made in Poland through the Authorised Offeror. The distribution activity will be carried out in accordance with the usual procedures of the Authorised Offeror.

The Authorised Offeror is responsible for the notification of any withdrawal right applicable in relation to the offer of the Securities to potential investors.

Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription for the Securities.

Details of the minimum and/or maximum amount of the application:

Minimum purchase amount per investor: One (1) Certificate.

Maximum subscription amount per investor: The number of Securities issued as set out in SPECIFIC PROVISIONS FOR EACH SERIES in Part A.

The maximum amount of application of Securities will be subject only to availability at the time of the application.

There are no pre-identified allotment criteria.

The Authorised Offeror will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Authorised Offeror during the Offer Period will be assigned up to the maximum amount of the offer.

In the event that during the Offer Period the requests exceed the number of Securities to be issued, the Issuer will at its discretion, either, (i) proceed to increase the size of the offer or, (ii) early terminate the Offer Period and suspend the acceptance of further requests.

Description of possibility to reduce subscriptions and manner for refunding amounts paid in excess by applicants:

Not applicable.

Details of the method and time limits for paying up and delivering Securities:

The Securities will be issued on the Issue Date against payment to the Issuer by the Authorised Offeror of the gross subscription moneys.

The Securities are cleared through the clearing systems and are due to be delivered through the Authorised Offeror on or around the Issue Date.

Manner in and date on which results of the offer are to be made public:

Publication on the following website:

<http://eqdpo.bnpparibas.com/XS2310439422> on or around the Issue

Date.

Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:

Not applicable.

Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:

In the case of over subscription, allotted amounts will be notified to applicants on the following website: <http://eqdpo.bnpparibas.com/XS2310439422> on or around the Issue Date.

No dealing in the Certificates may begin before any such notification is made.

In all other cases, allotted amounts will be equal to the amount of the application, and no further notification shall be made.

In all cases, no dealing in the Certificates may take place prior to the Issue Date.

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

Series Number	Issue Price per Security	Expenses included in the Issue Price
CE5212WX	PLN 1,000	PNL 72.08 per Certificate

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 offer rates and a description of the main terms of their commitment:

BNP Paribas Arbitrage S.N.C.
1 rue Laffitte
75009 Paris
France

Liquidity will be provided on a bid and an offer basis. The bid-offer spread will be determined in light of prevailing market conditions, and in any case will not be greater than ten per cent (10%)

Minimum amount per order is one (1) Security

9. Placing and Underwriting

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

The Authorised Offerors identified in Paragraph 47 of Part A and identifiable from the Base Prospectus

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

Not applicable.

offer:

Name and address of any paying agents and depository agents in each country (in addition to the Principal Paying Agent): Not applicable.

Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements: The placement activity will be carried out by Biuro Maklerskie BNP Paribas Bank Polska S.A. at Twarda 18, 00-105 Warszawa, Poland (the "**Distributor**" or the "**Authorised Offeror**").
LEI: NMH2KF074RKAGTH4CM63

No underwriting commitment is undertaken by the Distributor.

When the underwriting agreement has been or will be reached: Not applicable

10. 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

PLN Quanto "Phoenix Snowball Worst-of" Certificates relating to 2 Shares - The securities are Certificates. International Securities Identification Number ("ISIN"): XS2310439422

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

Offeror: Biuro Maklerskie BNP Paribas Bank Polska S.A. at Twarda 18, 00-105 Warszawa, Poland The legal entity identifier (LEI) of Biuro Maklerskie BNP Paribas Bank Polska S.A. is NMH2KF074RKAGTH4CM63.

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 1 June 2021 under the approval number 21-196 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 stable 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 Director of the Issuer is BNP Paribas Finance B.V.

The Managing Directors of BNP Paribas Finance B.V. are Edwin Herskovic, Erik Stroet, Folkert van Asma, Richard Daelman, Geert Lippens and Matthew Yandle.

Identity of the issuer's statutory auditors

Mazars N.V. are the auditors of the Issuer. Mazars N.V. is an independent public accountancy firm in the Netherlands registered with the NBA (*Nederlandse Beroepsorganisatie van Accountants*).

What is the key financial information regarding the issuer?

Key financial information

Income statement

	Year	Year-1	Interim	Comparative interim from same period in prior year
In €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Operating profit/loss	54,758	47,976	24,718	27,896

Balance sheet				
	Year	Year-1	Interim	Comparative interim from same period in prior year
In €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Net financial debt (long term debt plus short term debt minus cash)	69,621,531,827	64,938,742,676	94,686,587,018	80,868,819,411
Current ratio (current assets/current liabilities)	1	1	1	1
Debt to equity ratio (total liabilities/total shareholder equity)	112,649	112,828	148,764	135,904
Interest cover ratio (operating income/interest expense)	No interest expenses	No interest expenses	No interest expenses	No interest expenses
Cash flow statement				
	Year	Year-1	Interim	Comparative interim from same period in prior year
In €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Net Cash flows from operating activities	-563,228	661,222	656,425	-595,018
Net Cash flows from financing activities	0	0	0	0
Net Cash flows from investing activities	0	0	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

PLN Quanto "Phoenix Snowball Worst-of" Certificates relating to 2 Shares - The securities are Certificates. International Securities Identification Number ("ISIN"): XS2310439422.

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

The currency of the Securities is Polish Zloty ("PLN"). The Securities have a par value of PLN 1,000. Up to 50,000 Securities will be issued. The Securities will be redeemed on 8 December 2025.

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). This product has a fixed term and will redeem on the Redemption Date unless redeemed early in accordance with the Automatic Early Redemption provisions below. The product may also pay coupon under predefined conditions 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 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:

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	01 December 2021	Issue Price	PLN 1,000
Issue Date	08 December 2021	Product Currency	PLN
Redemption Valuation Date	01 December 2025	Notional Amount (per certificate)	PLN 1,000
Redemption Date (maturity)	08 December 2025		
Coupon Valuation Date(s)	See Annex	Coupon Payment Date(s)	See Annex
Conditional Coupon Barrier(s)	See Annex	Conditional Coupon Rate(s)	See Annex
Barrier	60% of the Initial Reference Price	Autocall Valuation Date(s)	See Annex
Early Redemption Date(s)	See Annex	Autocall Barrier(s)	See Annex

Underlying	Bloomberg Code	ISIN
Autodesk Inc	ADSK UW	US0527691069
Deutsche Post AG	DPW GY	DE0005552004

ANNEX

► Coupon

Coupon Valuation Date(s)	Coupon Payment Date(s)	Conditional Coupon Barrier(s)	Conditional Coupon Rate(s)
03 January 2022	10 January 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 February 2022	08 February 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 March 2022	08 March 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 April 2022	08 April 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
02 May 2022	09 May 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 June 2022	08 June 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 July 2022	08 July 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 August 2022	08 August 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 September 2022	08 September 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
04 October 2022	11 October 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 November 2022	08 November 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
01 December 2022	08 December 2022	92% of the Initial Reference Price	0.42% of the Notional Amount
03 January 2023	10 January 2023	92% of the Initial Reference Price	0.42% of the Notional Amount
01 February 2023	08 February 2023	92% of the Initial Reference Price	0.42% of the Notional Amount
01 March 2023	08 March 2023	92% of the Initial Reference Price	0.42% of the Notional Amount
03 April 2023	11 April 2023	92% of the Initial Reference Price	0.42% of the Notional Amount
02 May 2023	09 May 2023	92% of the Initial Reference Price	0.42% of the Notional Amount
01 June 2023	09 June 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
03 July 2023	10 July 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
01 August 2023	08 August 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
01 September 2023	08 September 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
02 October 2023	09 October 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
01 November 2023	08 November 2023	87% of the Initial Reference Price	0.42% of the Notional Amount
01 December 2023	08 December 2023	82% of the Initial Reference Price	0.42% of the Notional Amount
02 January 2024	09 January 2024	82% of the Initial Reference Price	0.42% of the Notional Amount
01 February 2024	08 February 2024	82% of the Initial Reference Price	0.42% of the Notional Amount
01 March 2024	08 March 2024	82% of the Initial Reference Price	0.42% of the Notional Amount
02 April 2024	09 April 2024	82% of the Initial Reference Price	0.42% of the Notional Amount
02 May 2024	09 May 2024	82% of the Initial Reference Price	0.42% of the Notional Amount
03 June 2024	10 June 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
01 July 2024	08 July 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
01 August 2024	08 August 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
03 September 2024	10 September 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
01 October 2024	08 October 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
01 November 2024	08 November 2024	77% of the Initial Reference Price	0.42% of the Notional Amount
02 December 2024	09 December 2024	72% of the Initial Reference Price	0.42% of the Notional Amount
02 January 2025	09 January 2025	72% of the Initial Reference Price	0.42% of the Notional Amount
03 February 2025	10 February 2025	72% of the Initial Reference Price	0.42% of the Notional Amount
03 March 2025	10 March 2025	72% of the Initial Reference Price	0.42% of the Notional Amount
01 April 2025	08 April 2025	72% of the Initial Reference Price	0.42% of the Notional Amount
02 May 2025	09 May 2025	72% of the Initial Reference Price	0.42% of the Notional Amount
02 June 2025	09 June 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
01 July 2025	08 July 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
01 August 2025	08 August 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
02 September 2025	09 September 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
01 October 2025	08 October 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
03 November 2025	10 November 2025	67% of the Initial Reference Price	0.42% of the Notional Amount
01 December 2025	08 December 2025	62% of the Initial Reference Price	0.42% of the Notional Amount

► Automatic Early Redemption

Autocall Valuation Date(s)	Early Redemption Date(s)	Autocall Barrier(s)
01 December 2022	08 December 2022	92% of the Initial Reference Price
03 January 2023	10 January 2023	92% of the Initial Reference Price
01 February 2023	08 February 2023	92% of the Initial Reference Price
01 March 2023	08 March 2023	92% of the Initial Reference Price
03 April 2023	11 April 2023	92% of the Initial Reference Price
02 May 2023	09 May 2023	92% of the Initial Reference Price
01 June 2023	09 June 2023	87% of the Initial Reference Price
03 July 2023	10 July 2023	87% of the Initial Reference Price
01 August 2023	08 August 2023	87% of the Initial Reference Price
01 September 2023	08 September 2023	87% of the Initial Reference Price
02 October 2023	09 October 2023	87% of the Initial Reference Price
01 November 2023	08 November 2023	87% of the Initial Reference Price
01 December 2023	08 December 2023	82% of the Initial Reference Price
02 January 2024	09 January 2024	82% of the Initial Reference Price
01 February 2024	08 February 2024	82% of the Initial Reference Price
01 March 2024	08 March 2024	82% of the Initial Reference Price
02 April 2024	09 April 2024	82% of the Initial Reference Price
02 May 2024	09 May 2024	82% of the Initial Reference Price
03 June 2024	10 June 2024	77% of the Initial Reference Price
01 July 2024	08 July 2024	77% of the Initial Reference Price
01 August 2024	08 August 2024	77% of the Initial Reference Price
03 September 2024	10 September 2024	77% of the Initial Reference Price
01 October 2024	08 October 2024	77% of the Initial Reference Price
01 November 2024	08 November 2024	77% of the Initial Reference Price
02 December 2024	09 December 2024	72% of the Initial Reference Price
02 January 2025	09 January 2025	72% of the Initial Reference Price
03 February 2025	10 February 2025	72% of the Initial Reference Price
03 March 2025	10 March 2025	72% of the Initial Reference Price
01 April 2025	08 April 2025	72% of the Initial Reference Price
02 May 2025	09 May 2025	72% of the Initial Reference Price
02 June 2025	09 June 2025	67% of the Initial Reference Price
01 July 2025	08 July 2025	67% of the Initial Reference Price
01 August 2025	08 August 2025	67% of the Initial Reference Price
02 September 2025	09 September 2025	67% of the Initial Reference Price
01 October 2025	08 October 2025	67% of the Initial Reference Price
03 November 2025	10 November 2025	67% of the Initial Reference Price

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 Warsaw Stock Exchange (Regulated Market).

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 1 June 2021 (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), Aa3 with a stable outlook (Moody's Investors Service Ltd.), AA- with a stable outlook (Fitch Ratings Ireland Limited) (which is the long-term rating assigned to BNPP's senior preferred debt by Fitch Ratings Ireland Limited) 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 Investors Service Ltd.), F1+ (Fitch Ratings Ireland Limited.) and R-1 (middle) (DBRS Rating GmbH).

BNPP is a European leading provider of banking and financial services and has four domestic Retail Banking markets in Europe, namely in France, Belgium, Italy and Luxembourg. It operates in 66 countries and has nearly 190,000 employees, including nearly 150,000 in Europe.

BNP Paribas holds key positions in its two main businesses:

- Retail Banking and Services, which includes:

Domestic Markets, comprising: French Retail Banking (FRB), BNL banca commerciale (BNL bc), Italian retail banking, Belgian Retail Banking (BRB), Other Domestic Markets activities including Arval, BNP Paribas Leasing Solutions, Personal Investors, Nickel and Luxembourg Retail Banking (LRB);

International Financial Services, comprising: Europe-Mediterranean, BancWest, Personal Finance, Insurance, Wealth and Asset Management;

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

BNP Paribas SA is the parent company of the BNP Paribas Group.

As at 30 June 2021, 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 7.7% of the share capital, BlackRock Inc. holding 6.0% of the share capital and Grand Duchy of Luxembourg holding 1.0% of the share capital.

Key financial information for the purpose of assessing the guarantor's ability to fulfil its commitments under the guarantee					
Income statement					
	Year	Year-1	Year-2	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2020	31/12/2019	31/12/2018	30/06/2021	30/06/2020
Net interest income	21,312	21,127	21,062	10,823	10,707
Net fee and commission income	9,862	9,365	9,207	5,194	4,795
Net gain on financial instruments	7,146	7,464	6,118	4,283	4,025
Revenues	44,275	44,597	42,516	23,605	22,563
Cost of risk	-5,717	-3,203	-2,764	-1,709	-2,873
Operating Income	8,364	10,057	9,169	6,127	4,195
Net income attributable to equity holders	7,067	8,173	7,526	4,679	3,581
Earnings per share (in euros)	5.31	6.21	5.73	3.56	2.69
Balance sheet					
	Year	Year-1	Year-2	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2020	31/12/2019	31/12/2018	30/06/2021	30/06/2020
Total assets	2,488,491	2,164,713	2,040,836	2,671,803	2,622,988
Debt securities	212,351	221,336	206,359	239,945	224,303
Of which mid long term Senior Preferred	82,086*	88,466*	88,381	n.a	n.a
Subordinated debt	23,325	20,896	18,414	24,071	22,555
Loans and receivables from customers (net)	809,533	805,777	765,871	825,226	828,053
Deposits from customers	940,991	834,667	796,548	1,000,870	963,183
Shareholders' equity (Group share)	112,799	107,453	101,467	115,991	111,469
Doubtful loans/ gross outstandings**	2.1%	2.2%	2.6%	2.1%	2.2%
Common Equity Tier 1 capital (CET1) ratio	12.8%	12.1%	11.8%	12.9%	12.4%
Total Capital Ratio	16.4%	15.5%	15%	16.5%	15.9%
Leverage Ratio***	4.9%	4.6%	4.5%	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 debt securities measured at amortized costs or at fair value through shareholders' equity reported on gross outstanding loans to customers and credit institutions, on-balance sheet and off-balance sheet and including debt securities measured at amortized costs or at fair value through shareholders' equity (excluding insurance).

(***) Taking into account the temporary exemption related to deposits with Eurosystem central banks (calculated in accordance with Regulation (EU) No. 2020/873, Article 500b). It amounts to 4.4% as at 31.12.20 excluding this effect.

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. An interruption in or a breach of the BNP Paribas Group's information systems may cause substantial losses of client or customer information, damage to the BNP Paribas Group's reputation and result in financial losses
3. The BNP Paribas Group may incur significant losses on its trading and investment activities due to market fluctuations and volatility
4. Adjustments to the carrying value of the BNP Paribas Group's securities and derivatives portfolios and the BNP Paribas Group's own debt could have an adverse effect on its net income and shareholders' equity
5. 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
6. Adverse economic and financial conditions have in the past had and may in the future have an impact on the BNP Paribas Group and the markets in which it operates
7. Laws and regulations adopted in recent years, particularly in response to the global financial crisis, as well as new legislative proposals, may materially impact the BNP Paribas Group and the financial and economic environment in which it operates
8. The BNP Paribas Group may incur substantial fines and other administrative and criminal penalties for noncompliance with applicable laws and regulations, and may also incur losses in related (or unrelated) litigation with private parties

9. Epidemics and pandemics, including the ongoing coronavirus (COVID-19) pandemic and their economic consequences may adversely affect the Group's business, operations, results and financial condition

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

The securities will be offered to the public from and including November 2nd, 2021 to and including November 29th, 2021, subject to any early closing or extension of the offer period.

Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Warsaw Stock Exchange (Regulated Market).

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

Offeror: Biuro Maklerskie BNP Paribas Bank Polska S.A. at Twarda 18, 00-105 Warszawa, Poland The legal entity identifier (LEI) of Biuro Maklerskie BNP Paribas Bank Polska S.A. is NMH2KF074RKAGTH4CM63.

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.

A small portion of the net proceeds from the issue of the Securities will be allocated to finance the construction of the Tara International Polar Station, the new project of the Fondation Tara Ocean dedicated to scientific research in Arctic. Should the project fails, this portion of the proceeds would be reallocated to another project to protect the oceans of the Fondation Tara Ocean.

Estimated net proceeds: Up to PLN 50,000,000

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 Arbitrage 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 Arbitrage 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.

Podsumowanie

Dział A - Wstęp i ostrzeżenia

Ostrzeżenia

Niniejsze podsumowanie należy traktować jako wstęp do Prospektu Emisyjnego Podstawowego oraz mające zastosowanie Warunki Ostateczne. Każda decyzja o inwestycji w Papiery Wartościowe powinna być oparta na rozważeniu przez inwestora całości niniejszego Prospektu Emisyjnego Podstawowego, w tym wszelkich dokumentów włączonych do niego na mocy stosownego odwołania oraz mających zastosowanie Warunków Ostatecznych. Inwestorzy mogą być narażeni na ryzyko częściowej lub całkowitej utraty swojej inwestycji. W przypadku wystąpienia do sądu w państwie członkowskim Europejskiego Obszaru Gospodarczego z roszczeniem odnoszącym się do informacji zawartych w Prospekcie Emisyjnym Podstawowym i mających zastosowanie Warunkach Ostatecznych skarżący inwestor może – na mocy ustawodawstwa krajowego państwa członkowskiego, w którym wniesiono roszczenie – mieć obowiązek poniesienia kosztów przetłumaczenia Prospektu Emisyjnego Podstawowego i właściwych Warunków Ostatecznych przed rozpoczęciem postępowania sądowego. Odpowiedzialność cywilna w każdym takim państwie członkowskim spoczywa na Emitencie lub Gwarancie wyłącznie na podstawie niniejszego podsumowania, w tym jego tłumaczenia, jednak tylko wówczas, gdy podsumowanie ma charakter wprowadzający w błąd, niedokładny lub niespójny w połączeniu z innymi częściami Prospektu Emisyjnego Podstawowego i mającymi zastosowanie Warunkami Ostatecznymi lub gdy nie dostarcza, w połączeniu z innymi częściami Prospektu Emisyjnego Podstawowego i mającymi zastosowanie Warunkami Ostatecznymi, podstawowych informacji mających pomóc inwestorom przy podejmowaniu decyzji o inwestycji w Papiery Wartościowe. Inwestor zamierza zainwestować w złożony produkt, który może być trudny do zrozumienia.

Nazwa i międzynarodowy numer identyfikacyjny papierów wartościowych (ISIN)

PLN Quanto "Phoenix Snowball Worst-of" Certyfikaty na 2 Akcjami - Papierami wartościowymi są Certyfikaty. Międzynarodowy numer identyfikacyjny papierów wartościowych ("ISIN"): XS2310439422.

Tożsamość i dane kontaktowe emitenta

BNP Paribas Issuance B.V. („Emitent”), Herengracht 595, 1017 CE Amsterdam, Niderlandy (numer telefonu: +31(0)88 738 0000). W przypadku Emitenta identyfikatorem podmiotu prawnego jest 7245009UXRIGIRYOBR48.

Tożsamość i dane kontaktowe oferującego i/lub osoby wnioskującej o dopuszczenie do obrotu

Oferujący Biuro Maklerskie BNP Paribas Bank Polska S.A., ul. Twarda 18, 00-105 Warszawa, Polska. **W przypadku Oferującego identyfikatorem podmiotu prawnego jest NMH2KF074RKAGTH4CM63.** Osoba wnioskująca o dopuszczenie do obrotu: BNP Paribas Issuance B.V. („Emitent”), Herengracht 595, 1017 CE Amsterdam, Holandia (numer telefonu: +31(0)88 738 0000).

Tożsamość i dane kontaktowe organu właściwego do zatwierdzenia prospektu emisyjnego

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

Data zatwierdzenia prospektu emisyjnego

Prospekt Emisyjny Podstawowy został zatwierdzony w dniu 1 czerwca 2021 pod numerem zatwierdzenia 21-196 przez AMF, r. z wszelkimi wprowadzanymi do niego w późniejszym.

Dział B - Podstawowe informacje o emitencie

Kto jest emitentem papierów wartościowych?

Siedziba / forma prawna / LEI / przepisy prawa, na mocy których emitent prowadzi działalność / kraj rejestracji

BNPP B.V. została założona w Holandii jako prywatna spółka z ograniczoną odpowiedzialnością prawa holenderskiego z siedzibą pod adresem Herengracht 595, 1017 CE Amsterdam, Holandia. Identyfikator podmiotu prawnego (LEI): 7245009UXRIGIRYOBR48. Długoterminowy rating kredytowy BNPP B.V. kształtuje się na poziomie A + z perspektywą stabilną (S&P Global Ratings Europe Limited), zaś krótkoterminowy rating kredytowy BNPP B.V. kształtuje się na poziomie A-1 (S&P Global Ratings Europe Limited).

Podstawowa działalność

Podstawowa działalność Emitenta polega na emisji i/lub nabywaniu wszelkiego rodzaju instrumentów finansowych oraz zawieraniu powiązanych umów na rachunek różnych jednostek z Grupy BNPP. Aktywa BNPP B.V. obejmują zobowiązania innych podmiotów Grupy BNPP. Posiadacze papierów wartościowych wyemitowanych przez BNPP B.V., z zastrzeżeniem postanowień gwarancji wydanej przez BNPP, będą narażeni na zdolność podmiotów z Grupy BNPP do wywiązania się ze swoich zobowiązań wobec BNPP B.V.

Główni akcjonariusze

BNP Paribas posiada 100 procent kapitału zakładowego BNPP B.V.

Tożsamość kluczowych osób zarządzających emitenta

Dyrektorem zarządzającym Emitenta jest BNP Paribas Finance B.V. Dyrektorami zarządzającymi BNP Paribas Finance B.V. są: Edwin Herskovic, Erik Stroet, Folkert van Asma, Richard Daelman, Geert Lippens i Matthew Yandle.

Tożsamość biegłych rewidentów emitenta

Biegłym rewidentem Emitenta jest Mazars N.V. Mazars N.V. jest niezależną publiczną firmą księgową wpisaną w Holandii do rejestru NBA (*Nederlandse Beroepsorganisatie van Accountants*).

Jak kształtują się główne dane finansowe emitenta?

Główne dane finansowe

Rachunek zysków i strat

	Rok	Rok-1	Okres	Porównawcze śródroczne dane za ten sam okres w roku poprzednim
w €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Zysk/strata na działalności operacyjnej	54 758	47 976	24 718	27 896

Bilans				
	Rok	Rok-1	Okres	Porównawcze śródroczne dane za ten sam okres w roku poprzednim
w €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Zobowiązania finansowe netto (zobowiązania długoterminowe plus zobowiązania krótkoterminowe minus środki pieniężne)	69 621 531 827	64 938 742 676	94 686 587 018	80 868 819 411
Wskaźnik płynności bieżącej (stosunek bieżących aktywów do bieżących pasywów)	1	1	1	1
Wskaźnik zadłużenia kapitałów własnych (stosunek zobowiązań ogółem do kapitałów własnych)	112 649	112 828	148 764	135 904
Wskaźnik pokrycia kosztów odsetek (stosunek dochodu z działalności operacyjnej do kosztów z tytułu odsetek)	Brak kosztów odsetek	Brak kosztów odsetek	Brak kosztów odsetek	Brak kosztów odsetek
Rachunek przepływów pieniężnych				
	Rok	Rok-1	Okres	Porównawcze śródroczne dane za ten sam okres w roku poprzednim
w €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Przepływy środków pieniężnych netto z tytułu działalności operacyjnej	-563 228	661 222	656 425	-595 018
Przepływy środków pieniężnych netto z tytułu działalności finansowej	0	0	0	0
Przepływy środków pieniężnych netto z tytułu działalności inwestycyjnej	0	0	0	0

Zastrzeżenia w raporcie z badania

Nie dotyczy, ponieważ brak jakichkolwiek zastrzeżeń w raporcie biegłego rewidenta z badania historycznych informacji finansowych zawartych w Prospekcie Emisyjnym Podstawowym.

Jakie są główne czynniki ryzyka charakterystyczne dla emitenta?

Nie dotyczy. BNPP B.V. jest spółką operacyjną. Zdolność kredytowa BNPP B.V. zależy od wiarygodności kredytowej BNPP

Dział C - Podstawowe informacje na temat papierów wartościowych

Jakie są podstawowe cechy papierów wartościowych?

Rodzaj, klasa i kod ISIN

PLN Quanto "Phoenix Snowball Worst-of" Certyfikaty na 2 Akcjami - Papierami wartościowymi są Certyfikaty. Międzynarodowy numer identyfikacyjny papierów wartościowych ("**ISIN**") : XS2310439422.

Waluta / nominal / wartość nominalna / liczba emitowanych papierów wartościowych / termin zapadalności papierów wartościowych

Papiery Wartościowe są emitowane w polskich złotych ("PLN"). Papiery Wartościowe mają wartość nominalną PLN 1 000. Do 50 000 Papierów Wartościowych będzie wyemitowanych. Papiery Wartościowe będą podlegać wykupowi w dniu 8 grudnia 2025.

Prawa przypisane do papierów wartościowych

Klauzula negative pledge - Warunki mające zastosowanie do Papierów Wartościowych nie będą zawierać klauzuli negative pledge (zakaz ustanawiania obciążeń).

Przypadki Naruszenia - Warunki mające zastosowanie do Papierów Wartościowych nie będą rzewidować przypadków naruszenia.

Prawo właściwe - Papiery Wartościowe podlegają prawu angielskiemu.

Celem niniejszego produktu jest zapewnienie inwestorom zwrotu w oparciu o wyniki bazowych akcji (z których każda zwana jest „Instrumentem Bazowym”). Produkt jest produktem o stałym okresie inwestycji i zostanie wykupiony w Dacie Wykupu, chyba że zostanie wykupiony wcześniej zgodnie z niżej określonymi warunkami Automatycznego Wcześniejszego Wykupu. Ponadto produkt może również wypłacić kupon zgodnie z wcześniej zdefiniowanymi warunkami wypłaty Kuponów określonymi poniżej.

Jeżeli produkt nie zostanie wykupiony wcześniej, mają zastosowanie następujące warunki.

W Dacie Wykupu inwestor otrzyma z tytułu każdego certyfikatu, oprócz ostatecznej wypłaty kuponu:

1. Jeśli Zdarzenie Bariery nie miało miejsca: wypłatę w gotówce równą Wartości Nominalnej.
2. Jeśli Zdarzenie Bariery miało miejsce: wypłatę w gotówce w wysokości Wartości Nominalnej pomniejszonej o Wynik Instrumentu Bazowego o Najgorszych Wynikach. W takim przypadku inwestor poniesie częściową lub całkowitą stratę Wartości Nominalnej.

Kupon: kupon warunkowy jest płatny po stosownej Stawce Kuponu Warunkowego za każdym razem, gdy zostanie spełniony następujący warunek (Warunek Kuponu): jeśli w Dacie Wyceny Kuponu cena zamknięcia każdego instrumentu bazowego jest większa lub równa odpowiedniej Barierze dla Kuponu Warunkowego. W przeciwnym przypadku możliwość wypłaty kuponu przepada, ale kupon nie ulega utracie. Wszystkie kupony, których możliwość wypłaty przepada, będą kumulowane i zostaną wypłacone, jeśli w terminie późniejszym spełniony zostanie Warunek Kuponu.

Automatyczny Wcześniejszy Wykup: Jeśli w Dacie Wyceny Automatycznego Wykupu cena zamknięcia każdego instrumentu bazowego jest większa lub równa wartości stosownej Bariery Automatycznego Wykupu, produkt zostanie wykupiony w odpowiedniej Dacie Wcześniejszego Wykupu. Za każdy certyfikat inwestor otrzyma wypłatę w gotówce w wysokości Wartości Nominalnej.

W przypadku, gdy:

- Uznane zostanie, że Zdarzenie Bariery miało miejsce, jeśli Końcowa Cena Referencyjna przynajmniej jednego Instrumentu Bazowego jest mniejsza od Bariery.
- Wynik Instrumentu Bazowego to różnica pomiędzy jego Końcową Ceną Referencyjną i jego Początkową Ceną Referencyjną, podzielona przez jego Początkową Cenę Referencyjną, wyrażona jako wartość bezwzględna.
- Instrument Bazowy o Najgorszych Wynikach to Instrument Bazowy, który odnotowuje najniższą Końcową Cenę Referencyjną przy podzieleniu przez jego Początkową Cenę Referencyjną.
- Początkowa Cena Referencyjna Instrumentu Bazowego to cena zamknięcia tego Instrumentu Bazowego w Dacie Wyceny Początkowej.
- Końcowa Cena Referencyjna Instrumentu Bazowego to cena zamknięcia tego Instrumentu Bazowego w Dacie Wyceny Wykupu.

Data Wyceny Początkowej	1 grudnia 2021
Data Emisji	8 grudnia 2021
Data Wyceny Wykupu	1 grudnia 2025
Data Wykupu (zapadalności)	8 grudnia 2025
Data(y) Wyceny Kuponu	Podane w Aneksie
Bariera(y) Kuponów Warunkowych	Podane w Aneksie
Bariera(y)	60% Początkowej Ceny Referencyjnej
Data(y) Wcześniejszego Wykupu	Podane w Aneksie

Cena Emisyjna	1 000 PLN
Waluta Produktu	PLN
Wartość Nominalna (certyfikatu)	1 000 PLN

Data(y) Wypłaty Kuponu	Podane w Aneksie
Stawka(i) Kuponów Warunkowych	Podane w Aneksie
Data(y) Wyceny Automatycznego Wykupu	Podane w Aneksie
Bariera(y) Automatycznego Wykupu	Podane w Aneksie

Instrument Bazowy	Kod Bloomberg	ISIN
Autodesk Inc	ADSK UW	US0527691069
Deutsche Post AG	DPW GY	DE0005552004

ANEKS

► Kupon

Data(y) Wyceny Kuponu	Data(y) Wyплаты Kuponu	Bariera(y) Kuponów Warunkowych	Stawka(i) Kuponów Warunkowych
3 stycznia 2022	10 stycznia 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lutego 2022	8 lutego 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 marca 2022	8 marca 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 kwietnia 2022	8 kwietnia 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 maja 2022	9 maja 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 czerwca 2022	8 czerwca 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lipca 2022	8 lipca 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 sierpnia 2022	8 sierpnia 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 września 2022	8 września 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
4 października 2022	11 października 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 listopada 2022	8 listopada 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 grudnia 2022	8 grudnia 2022	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 stycznia 2023	10 stycznia 2023	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lutego 2023	8 lutego 2023	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 marca 2023	8 marca 2023	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 kwietnia 2023	11 kwietnia 2023	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 maja 2023	9 maja 2023	92% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 czerwca 2023	9 czerwca 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 lipca 2023	10 lipca 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 sierpnia 2023	8 sierpnia 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 września 2023	8 września 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 października 2023	9 października 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 listopada 2023	8 listopada 2023	87% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 grudnia 2023	8 grudnia 2023	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 stycznia 2024	9 stycznia 2024	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lutego 2024	8 lutego 2024	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 marca 2024	8 marca 2024	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 kwietnia 2024	9 kwietnia 2024	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 maja 2024	9 maja 2024	82% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 czerwca 2024	10 czerwca 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lipca 2024	8 lipca 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 sierpnia 2024	8 sierpnia 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 września 2024	10 września 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 października 2024	8 października 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 listopada 2024	8 listopada 2024	77% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 grudnia 2024	9 grudnia 2024	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 stycznia 2025	9 stycznia 2025	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 lutego 2025	10 lutego 2025	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 marca 2025	10 marca 2025	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 kwietnia 2025	8 kwietnia 2025	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 maja 2025	9 maja 2025	72% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 czerwca 2025	9 czerwca 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 lipca 2025	8 lipca 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 sierpnia 2025	8 sierpnia 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
2 września 2025	9 września 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 października 2025	8 października 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
3 listopada 2025	10 listopada 2025	67% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej
1 grudnia 2025	8 grudnia 2025	62% Początkowej Ceny Referencyjnej	0.42% Wartości Nominalnej

► Automatyczny Wcześniejszy Wykup