

FINAL TERMS FOR CERTIFICATES

**FINAL TERMS DATED 14 DECEMBER 2020**

**BNP Paribas**

*(incorporated in France)  
(as Issuer)*

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

**Up to 2,000 SEK "BNP Paribas SA Green Bond" Certificates relating to a Basket of Shares due 26 February 2026**

**ISIN Code: SE0015244124**

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. 20-233 on 2 June 2020

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

**The Securities are offered to the public in Sweden from 14 December 2020 to 29 January 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 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 two working days of the Publication Date to withdraw their acceptances.

## **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 2 June 2020, 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, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing at <http://eqdpo.bnpparibas.com/SE0015244124> 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
EM0051JBG	Up to 2,000	Up to 2,000	SE0015244124	227015004	100% of the Notional Amount	26 February 2026

## GENERAL PROVISIONS

The following terms apply to each series of Securities:

1. Issuer: BNP Paribas.
2. Guarantor: Not applicable.
3. Trade Date: 11 February 2021.
4. Issue Date and Interest Commencement Date: 25 February 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: Swedish Dematerialised Securities
8. Business Day Centre(s): The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is Stockholm.
9. Settlement: Settlement will be by way of cash payment (Cash Settled Securities)
10. Rounding Convention for Cash Settlement Amount: Not applicable
11. Variation of Settlement:
  - (a) Issuer's option to vary settlement: The Issuer does not have the option to vary settlement in respect of the Securities.
12. Final Payout
 

**SPS Payout:**

**Auto-Callable Products**

**Autocall Standard Securities**

  - (A) If FR Barrier Value is greater than or equal to the Final Redemption Condition Level:  
100% + FR Exit Rate
  - (B) If FR Barrier Value is less than the Final Redemption Condition Level and no Knock-in Event has occurred:

100% + Coupon Airbag Percentage

- (C) If FR Barrier Value is less than the Final Redemption Condition Level and a Knock-in Event has occurred:  
Min (100%, Final Redemption Value)

*Where:*

**FR Exit Rate** means FR Rate

**FR Rate** means 5 x Coupon B – Coupon A

**Coupon B** is a percentage expected to be about 14.00 per cent but which will not be less than 11.00 per cent as determined by the Issuer on the Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as the publication of these Final Terms and be available by accessing the following link <http://eqdpo.bnpparibas.com/SE0015244124>

**Coupon A** is a percentage expected to be about 4.00 per cent but which will not be less than 3.00 per cent as determined by the Issuer on the Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as the publication of these Final Terms and be available by accessing the following link <http://eqdpo.bnpparibas.com/SE0015244124>

**Coupon Airbag Percentage** means 0%

**Final Redemption Value** means Worst Value

**Strike Price Minimum Value:** 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.

**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 an Underlying Reference, the lowest Underlying Reference Closing Price Value for such Underlying Reference for all the Strike Days in the Strike Period.

**Strike Period** means the period from (and including) 12 February 2021 to (and including) 15 March 2021.

**Strike Days** means 12 February 2021 (i=1), 16 February 2021 (i=2), 17 February 2021 (i=3), 18 February 2021 (i=4), 19 February 2021 (i=5), 22 February 2021 (i=6), 23 February 2021 (i=7), 24 February 2021 (i=8), 25 February 2021 (i=9), 26 February 2021 (i=10), 1 March 2021 (i=11), 2 March 2021 (i=12), 3 March 2021 (i=13), 4 March 2021 (i=14), 5 March 2021 (i=15), 8 March 2021 (i=16), 9 March 2021 (i=17), 10 March 2021 (i=18), 11 March 2021 (i=19), 12 March 2021 (i=20), 15 March 2021 (i=21).

**Basket** is as set out in § 26 (a).

**Underlying Reference** is as set out in § 26 (a).

**SPS Valuation** means SPS Redemption Valuation Date.

**SPS Redemption Valuation Date** means Redemption Valuation Date.

**FR Barrier Value** means Worst Value.

**Strike Price Minimum Value:** 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.

**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 an Underlying Reference, the lowest Underlying Reference Closing Price Value for such Underlying Reference for all the Strike Days in the Strike Period.

**Strike Period** means the period from (and including) 12 February 2021 to (and including) 15 March 2021.

**Strike Days** means 12 February 2021 (i=1), 16 February 2021 (i=2), 17 February 2021 (i=3), 18 February 2021 (i=4), 19 February 2021 (i=5), 22 February 2021 (i=6), 23 February 2021 (i=7), 24 February 2021 (i=8), 25 February 2021 (i=9), 26 February 2021 (i=10), 1 March 2021 (i=11), 2 March 2021 (i=12),

3 March 2021 (i=13), 4 March 2021 (i=14), 5 March 2021 (i=15), 8 March 2021 (i=16), 9 March 2021 (i=17), 10 March 2021 (i=18), 11 March 2021 (i=19), 12 March 2021 (i=20), 15 March 2021 (i=21).

**Basket** is as set out in § 26 (a).

**Underlying Reference** is as set out in § 26 (a).

**Final Redemption Condition Level** means 90%.

**SPS Valuation Date** means SPS FR Barrier Valuation Date.

**SPS FR Barrier Valuation Date** means Redemption Valuation Date.

	Aggregation:	Not applicable.
13.	Relevant Asset(s):	Not applicable.
14.	Entitlement:	Not applicable.
15.	Exchange Rate	Not applicable.
16.	Settlement Currency:	The settlement currency for the payment of the Cash Settlement Amount is Swedish Krona (" <b>SEK</b> ").
17.	Syndication:	The Securities will be distributed on a non-syndicated basis.
18.	Minimum Trading Size:	Not applicable.
19.	Principal Security Agent:	The Swedish Security Agent as indicated in § 6 of Part B - "Other Information".
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.	<i>Masse</i> 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.
	(a) Share(s)Share Company/ Basket Company/GDR/ADR/ETI.Int erest/ Basket of ETI Interests:	An ordinary share, or, if so indicated in the table below in the column Share Company, another share type in the share capital of the relevant Share Company (each an " <b>Underlying Reference</b> <sup>k</sup> ").

k	Share Company	Underlying Reference <sup>k</sup>		Share Currency	Exchange
		Bloomberg Code	ISIN Code		
1	Svenska Cellulosa AB SCA	SCAB SS	SE0000112724	SEK	Nasdaq OMX Stockholm
2	Electrolux AB	ELUXB SS	SE0000103814	SEK	Nasdaq OMX Stockholm
3	Autoliv Inc	ALV UN	US0528001094	USD	New York Stock Exchange
4	Elekta AB	EKTAB SS	SE0000163628	SEK	Nasdaq OMX Stockholm

- (b) Relative Performance Basket: Applicable.
- (c) Share/ ETI Interest Currency: As set out in §26(a).
- (d) ISIN of Share(s)/ETI Interest(s): As set out in §26(a).
- (e) Exchange(s): As set out in §26(a).
- (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: Eight (8) Scheduled Trading Days.
- (l) Valuation Time: The Scheduled Closing Time as defined in Condition 1.
- (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: Applicable.
- (q) Listing Suspension: Applicable.
- (r) Illiquidity: Applicable.
- (s) Tender Offer: Applicable
- (t) CSR Event: 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:	<p>(a) Additional Disruption Events: Applicable</p> <p>(b) The following Optional Additional Disruption Events apply to the Securities:</p> <p style="padding-left: 40px;">Administrator/Benchmark Event</p> <p style="padding-left: 40px;">Insolvency Filing</p> <p>(c) Redemption:</p> <p style="padding-left: 40px;">Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.</p>
40.	Knock-in Event:	Applicable.
	(a) SPS Knock-in Valuation:	<p>If the Knock-in Value is strictly less than the Knock-in Level on the Knock-in Determination Day.</p> <p>Applicable.</p> <p><b>Knock-in Value</b> means the Worst Value.</p> <p><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.</p> <p><b>Strike Price Minimum Value:</b> Applicable.</p> <p><b>Underlying Reference Value</b> 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.</p> <p>For the avoidance of doubt, when determining (i) above the SPS Valuation Date shall never refer to the Strike Date.</p> <p><b>Underlying Reference Closing Price Value</b> means, in respect of a SPS Valuation Date, the Closing Price in respect of such day.</p> <p><b>Underlying Reference Strike Price</b> means, in respect of an Underlying Reference, the lowest Underlying Reference Closing Price Value for such Underlying Reference for all the Strike Days in the Strike Period.</p> <p><b>Strike Period</b> means the period from (and including) 12 February</p>



2021 to (and including) 15 March 2021.

**Strike Days** means 12 February 2021 (i=1), 16 February 2021 (i=2), 17 February 2021 (i=3), 18 February 2021 (i=4), 19 February 2021 (i=5), 22 February 2021 (i=6), 23 February 2021 (i=7), 24 February 2021 (i=8), 25 February 2021 (i=9), 26 February 2021 (i=10), 1 March 2021 (i=11), 2 March 2021 (i=12), 3 March 2021 (i=13), 4 March 2021 (i=14), 5 March 2021 (i=15), 8 March 2021 (i=16), 9 March 2021 (i=17), 10 March 2021 (i=18), 11 March 2021 (i=19), 12 March 2021 (i=20), 15 March 2021 (i=21).

**Basket** is as set out in § 26 (a).

**Underlying Reference** is as set out in § 26 (a).

**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%.                           |
| (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):                 | The 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:                       | Applicable.                    |
| 41. | Knock-out Event:                               | Not applicable.                |

**42. EXERCISE, VALUATION AND REDEMPTION.**

- |     |  |   |
|-----|--|---|
| (a) | Notional Amount of each Certificate:                           | SEK 10,000.   |
| (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):                              | 28 February 2022 (i=1), 27 February 2023 (i=2), 26 February 2024 (i=3), 26 February 2025 (i=4), 26 February 2026 (i=5). |
|     | (iii) Business Day Convention for Interest Period End Date(s): | Not applicable.   |

(iv) Interest Payment Date(s):	28 February 2022 (i=1), 27 February 2023 (i=2), 26 February 2024 (i=3), 26 February 2025 (i=4), 26 February 2026 (i=5).
(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) Interest Determination Date(s):	Not applicable.
(xii) Accrual to Redemption:	Not applicable.
(xiii) Rate of Interest:	Linked Interest.
(xiv) Coupon Rate:	<b>Digital Coupon applicable</b>

- (i) if the Digital Coupon Condition is satisfied in respect of SPS Coupon Valuation Date(i):  
Rate; or
- (ii) if the Digital Coupon Condition is not satisfied in respect of SPS Coupon Valuation Date(i):  
zero.

Where

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

**DC Barrier Value** means in respect of a SPS Coupon Valuation Date, the Worst Value.

**SPS Coupon Valuation Date** means the Settlement Price Date.

**Settlement Price Date** means the Valuation Date.

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

**Interest Valuation Date** means as set out in item 42(l)(v) below.

**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.

**SPS Valuation Date** means the relevant SPS Coupon 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 an Underlying Reference, the lowest Underlying Reference Closing Price Value for such Underlying Reference for all the Strike Days in the Strike Period.

**Strike Period** means the period from (and including) 12 February 2021 to (and including) 15 March 2021.

**Strike Days** means 12 February 2021 (i=1), 16 February 2021 (i=2), 17 February 2021 (i=3), 18 February 2021 (i=4), 19 February 2021 (i=5), 22 February 2021 (i=6), 23 February 2021 (i=7), 24 February 2021 (i=8), 25 February 2021 (i=9), 26 February 2021 (i=10), 1 March 2021 (i=11), 2 March 2021 (i=12), 3 March 2021 (i=13), 4 March 2021 (i=14), 5 March 2021 (i=15), 8 March 2021 (i=16), 9 March 2021 (i=17), 10 March 2021 (i=18), 11 March 2021 (i=19), 12 March 2021 (i=20), 15 March 2021 (i=21).

**Basket** is as set out in §26 (a).

**Underlying Reference** is as set out in §26 (a)

**Barrier Level** is 60 per cent.

**SPS Coupon Valuation Date** means the Settlement Price Date as defined above.

**i** is a number from 1 to 5 and it means the relevant SPS Valuation Date;

**Rate** means Coupon A.

**Coupon A** is a percentage expected to be about 4.00 per cent but which will not be less than 3.00 per cent as determined by the Issuer on the Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as the publication of these Final Terms and be available by accessing the following link <http://eqdpo.bnpparibas.com/SE0015244124>

- |     |                               |  |
|-----|-------------------------------|--|
| (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): | The Certificates are not Instalment Certificates.          |

(h)	Index Linked Interest Certificates:	Not applicable.
(i)	Share Linked/ETI Share Linked Interest Certificates:	Applicable. Share Linked Interest Certificates: Applicable.
	(i) Share(s)/Share Company/Basket Company/GDR/ADR:	As set out in §26 (a).
	(ii) Relative Basket Performance:	Applicable.
	(iii) Averaging:	Not applicable.
	(iv) Interest Valuation Time:	As set out in §26.
	(v) Interest Valuation Date(s):	14 February 2022 (i=1), 13 February 2023 (i=2), 12 February 2024 (i=3), 12 February 2025 (i=4), 12 February 2026 (i=5).
	(vi) Observation Dates:	Not applicable.
	(vii) Observation Period:	Not applicable.
	(viii) Specified Maximum Days of Disruption:	As set out in §26.
	(ix) Exchange(s):	As set out in §26.
	(x) Related Exchange(s):	As set out in §26.
	(xi) Exchange Business Day	As set out in §26.
	(xii) Scheduled Trading Day:	As set out in §26.
	(xiii) Settlement Price:	Not applicable.
	(xiv) Weighting:	Not applicable.
	(xv) Share/ETI Interest Correction Period:	As per Conditions
	(xvi) Dividend Payment:	Not applicable
	(xvii) Listing Change:	Applicable.
	(xviii) Listing Suspension:	Applicable.
	(xix) Illiquidity:	Applicable.
	(xx) Tender Offer:	Applicable
	(xxi) CSR Event:	Applicable
	(xxii) Hedging Liquidity Event:	Not applicable
	(xiv) Redemption on Occurrence of an Index Adjustment Event:	Not applicable.
(j)	ETI Linked Interest Certificates:	Not applicable.
(k)	Debt Linked Interest Certificates:	
(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 Certificates:	Not applicable.
(p)	Futures Linked Interest Certificates:	Not applicable.
(q)	Underlying Interest Rate Linked Interest Provisions:	Not applicable.
(r)	Instalment Certificates:	Not applicable.
(s)	Issuer Call Option:	Not applicable.
(t)	Holder Put Option:	Not applicable.
(u)	Automatic Early Redemption:	Applicable
	(i) Automatic Early Redemption Event:	<p><b>Single Standard Automatic Early Redemption</b></p> <p>If on any Automatic Early Redemption Valuation Date the SPS AER Value is greater than or equal to the Automatic Early Redemption Level.</p>
	(ii) Automatic Early Redemption Payout:	<p><b>SPS Automatic Early Redemption Payout:</b></p> <p>NA x (AER Redemption Percentage + AER Exit Rate)</p> <p><b>AER Redemption Percentage</b> is 100 per cent.</p> <p><b>AER Exit Rate</b> means, in respect of a SPS ER Valuation Date, the AER Rate.</p> <p><b>SPS ER Valuation Date</b> means the Settlement Price Date.</p> <p><b>Settlement Price Date</b> means the Valuation Date.</p> <p><b>Valuation Date</b> means the relevant Automatic Early Redemption Valuation Date.</p> <p><b>NA</b> means Notional Amount.</p>
	(iii) Automatic Early Redemption Date(s):	28 February 2022 (i=1), 27 February 2023 (i=2), 26 February 2024 (i=3), 26 February 2025 (i=4).
	(iv) Observation Price Source:	Not applicable.
	(v) Underlying Reference Level:	<p><b>SPS AER Valuation:</b> Applicable.</p> <p><b>SPS AER Value</b> means the Worst Value.</p> <p><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.</p> <p><b>SPS Valuation Date</b> means each Automatic Early Redemption Valuation Date.</p> <p><b>Underlying Reference</b> means as set out in §26(a) above.</p>

**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 an Underlying Reference, the lowest Underlying Reference Closing Price Value for such Underlying Reference for all the Strike Days in the Strike Period.

**Basket** is as set out in §26(a).

**Underlying Reference** is as set out in §26(a).

**Strike Period** means the period from (and including) 12 February 2021 to (and including) 15 March 2021.

**Strike Days** means 12 February 2021 (i=1), 16 February 2021 (i=2), 17 February 2021 (i=3), 18 February 2021 (i=4), 19 February 2021 (i=5), 22 February 2021 (i=6), 23 February 2021 (i=7), 24 February 2021 (i=8), 25 February 2021 (i=9), 26 February 2021 (i=10), 1 March 2021 (i=11), 2 March 2021 (i=12), 3 March 2021 (i=13), 4 March 2021 (i=14), 5 March 2021 (i=15), 8 March 2021 (i=16), 9 March 2021 (i=17), 10 March 2021 (i=18), 11 March 2021 (i=19), 12 March 2021 (i=20), 15 March 2021 (i=21).

(vi) Automatic Early Redemption Level:	90 per cent.
(vii) Automatic Early Redemption Percentage:	Not applicable.
(viii) Automatic Early Redemption Percentage Up:	Not applicable.
(ix) Automatic Early Redemption Percentage Down:	Not applicable.
(x) AER Exit Rate:	AER Rate

AER Rate is **i x Coupon B - Coupon A**

**Coupon B** is a percentage expected to be about 14.00 per cent but which will not be less than 11.00 per cent as determined by the Issuer on the Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as the publication of these Final Terms and be available by accessing the following link

<http://eqdpo.bnpparibas.com/SE0015244124>

**Coupon A** is a percentage expected to be about 4.00 per cent but which will not be less than 3.00 per cent as determined by the Issuer on the Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as the publication of these Final Terms and be available by accessing the following link <http://eqdpo.bnpparibas.com/SE0015244124>

**i** is a number from 1 to 4 representing the relevant Automatic Redemption Valuation Date.

(xi) Automatic Early Redemption Valuation Date(s):	14 February 2022 (i=1), 13 February 2023 (i=2), 12 February 2024 (i=3), 12 February 2025 (i=4).
(v) Renouncement Notice Cut-off Time	Not applicable
(w) Strike Date:	Not applicable.
(x) Strike Price:	Not applicable.
(y) Redemption Valuation Date	12 February 2026.
(z) Averaging:	Averaging does not apply to the Securities.
(aa) Observation Dates:	Not applicable.
(bb) Observation Period:	Not applicable.
(cc) Settlement Business Day:	Not applicable.
(dd) Cut-off Date:	Not applicable.
(ee) 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:	Not Applicable
47.	Non exempt Offer:	Applicable.
	(i) Non-Exempt Offer Jurisdictions:	Sweden.
	(ii) Offer Period:	From (and including) 14 December 2020 until (and including) 29 January 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	<b>Strukturinvest Fondkommission (FK) A.B.</b> (the “ <b>Authorised Offeror</b> ”)

accordance with the Stora Badhusgatan 18-20  
Conditions in it: 411 21 Göteborg  
Sweden

Legal Identity Identifier (LEI): 5493001PRPGL0IF5SB56.

- (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. Collateral Security Conditions: 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

As Issuer:



**Gaëtane FOA**

By: Gaëtane FOA  
Duly authorised



By: Cezar NASTASA  
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 Official List of NASDAQ OMX Stockholm.

### 2. Ratings

The Securities have not been rated.

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

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:

The net proceeds of the issue of the Securities will be allocated or reallocated from time to time to the financing and/or refinancing, in whole or in part, of Eligible Green Assets as defined below and further described in the BNP Paribas Green Bond Framework dated 30/09/2020 available on <https://invest.bnpparibas.com/en/debts/senior-unsecured-green-bond-issues/green-bonds-framework>, as may be amended from time to time by the Issuer (the “BNP Paribas Green Bond Framework”).

Pending the allocation or reallocation, as the case may be, of the net proceeds of the Securities to Eligible Green Assets, the Issuer will invest the balance of the net proceeds, at its own discretion, in cash and/or cash equivalent and/or other liquid marketable instruments. The Issuer will use its best efforts to substitute any redeemed loans, any other form of financing that is no longer financed or refinanced by the net proceeds and/or any such loans or any other form of financing which cease to be Eligible Green Assets, as soon as practicable once an appropriate substitution option has been identified. The Issuer will monitor the use of the net proceeds of the Securities via its internal information systems.

For the avoidance of doubt, payment of principal and interest in respect of the Securities will be made from general funds of the Issuer and will not be directly or indirectly linked to the performance of Eligible Green Assets.

**Eligible Green Assets** means any existing, on-going and/or future loans or any other form of financing from Eligible Categories selected by the Issuer, which meet the Eligibility Criteria, all in accordance with the BNP Paribas Green Bond Framework.

**Eligible Categories** means the following categories (all as more fully described in the BNP Paribas Green Bond

Framework):

- Renewable Energy
- Energy Efficiency
- Green Buildings
- Transportation
- Water Management and Water Treatment
- Pollution prevention and control

For the avoidance of doubt, the following sectors are excluded from the BNP Paribas Green Bond Framework: defence and security, palm oil, wood pulp, nuclear power generation, coal-fired power generation, unconventional oil and gas, mining and tobacco.

**Eligibility Criteria** means the criteria with which any loan or any other form of financing should comply, at any time, in order to be considered as an Eligible Green Asset (as such criteria may be amended, from time to time, by the Issuer, subject to external review by third parties, as the case may be, as per the BNP Paribas Green Bond Framework). As part of the application of the Eligibility Criteria, the Issuer will assess the potential environmental, social and governance risks of the relevant assets, in line with its framework for managing such risks, including specific risk assessment tools and the Equator Principles. The selection of the Eligible Green Assets in accordance with the Eligibility Criteria will then be verified by external third parties, as per the BNP Paribas Green Bond Framework.

As long as any Securities are outstanding, the Issuer is expected to provide a report, at least annually, on (i) the Eligible Green Assets financed or refinanced by the net proceeds and their relevant environmental impact indicators, (ii) the allocation of the net proceeds of the Securities to Eligible Green Assets detailing the aggregate amount dedicated to each of the Eligible Categories and (iii) the balance of unallocated cash and/or cash equivalent and/or other liquid marketable instruments still held by the Issuer, as further described in the BNP Paribas Green Bond Framework. The report will be published by the Issuer on <https://invest.bnpparibas.com/en/green-bond-issues>.

**External Review by third parties:** the Eligibility Criteria will be further reviewed by the external third parties designated by the Issuer to assess the sustainability and relevance of the criteria identified and the resulting Eligible Green Assets:

- a. **Second Party Opinion on Green Bond Framework:** the Issuer will appoint an independent second party opinion provider to assess the sustainability of its Green Bond Framework and in particular the dual selection criteria (second party opinion provider and BNP Paribas), to provide a Second Party Opinion on its Green Bond Framework and to

confirm its alignment with the ICMA Green Bond Principles. The Green Bond Framework and Second Party Opinion are available on BNP Paribas' Investors' website:

<https://invest.bnpparibas.com/en/green-bond-issues>

This Second Party Opinion on the Green Bond Framework will be published as and when BNP Paribas Framework is updated.;

- b. Annual External Review: 1. Second Party Opinion on Eligible Green Assets: on an annual basis, an independent second party opinion provider will provide a verification of the compliance of all the new Eligible Green assets added within the course of the year and 2. Independent Assurance Review: the external independent auditors will provide, on an annual basis, assurance on the allocation of the net proceeds of the Securities to Eligible Green Assets, the conformity of the Eligible Green Assets with the Eligibility Criteria, the relevant impact indicators.

These reports will be available on BNP Paribas' Investors' website:

<https://invest.bnpparibas.com/en/green-bond-issues>

(b) Estimated net proceeds: Up to SEK 20,000,000.

(a) 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 website as set out in below.

Past and further performances of each Share are available on the relevant Exchange website as set out in below and its volatility may be obtained from the Calculation Agent by emailing [dl.eqd.nordic@uk.bnpparibas.com](mailto:dl.eqd.nordic@uk.bnpparibas.com) or [emea.gm.client.service@bnpparibas.com](mailto:emea.gm.client.service@bnpparibas.com)

(a)

**Place where information on the Underlying Share can be obtained:**

**Svenska Cellulosa AB SCA**

Website: [www.sca.com](http://www.sca.com)

**Electrolux AB**

Website: [www.electroluxgroup.com](http://www.electroluxgroup.com)

**Autoliv Inc**

Website: [www.autoliv.com](http://www.autoliv.com)

**Elektta AB**

Website: [www.elektta.com](http://www.elektta.com)

## 6. Operational Information

Relevant Clearing System(s):

**Euroclear Sweden AB.**

If other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme, Euroclear France include the relevant identification number and in the case of the Swedish Dematerialised Securities, the Swedish Security Agent:

Identification number(s): 5561128074

Swedish Security Agent:

**Nordea Bank Abp, Swedish Branch**

Issuer Services

Smålandsgatan 17

105 71 Stockholm

Sweden

## 7. Terms and Conditions of the Non-exempt Offer

**Offer Price:**

Issue Price.

**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/SE0015244124>

The Issuer will in its sole discretion determine the final amount of Securities issued up to a limit of 2,000 Securities.

The final amount that is issued on the Issue Date will be listed on NASDAQ OMX Stockholm.

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/SE0015244124>

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/SE0015244124>

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/SE0015244124>

**Description of the application process:** From, and including 14 December 2020 to, and including, 29 January 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/SE0015244124>

Application to subscribe for the Securities can be made in Sweden 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.

By purchasing the Securities, the holders of the Securities are deemed to have knowledge of all the Conditions of the Securities and to accept said Conditions.

**Details of the minimum and/or maximum amount of 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 excess amount paid by applicants:**

Not applicable.

**Details of the method and time limits for paying up and delivering the 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 link: <http://eqdpo.bnpparibas.com/SE0015244124> 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/SE0015244124>

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
EM0051JBG	100%	6.9% of the Notional Amount 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:**

None.

**9. Placing and Underwriting**

**Name(s) and address(es), to the extent**

The Authorised Offeror identified in Paragraph 47 of

<b>known to the issuer, of the places in the various countries where the offer takes place:</b>	Part A and identifiable from the Base Prospectus.
<b>Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:</b>	Not applicable.
<b>Name and address of any paying agents and depository agents in each country (in addition to the Principal Paying Agent):</b>	Not applicable.
<b>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:</b>	<p>Strukturinvest Fondkommission (FK) A.B. (the "Authorised Offeror")</p> <p>Stora Badhusgatan 18-20 411 21 Göteborg</p> <p>Sweden</p> <p>Legal Identity Identifier (LEI): 5493001PRPGL0IF5SB56</p> <p>No underwriting commitment is undertaken by the Authorised Offeror.</p>
<b>When the underwriting agreement has been or will be reached:</b>	Not applicable

**10. EU Benchmarks Regulation**

EU Benchmarks Regulation: Article 29 (2) statement on benchmarks:	Not applicable.
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# 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 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

SEK "BNP Paribas SA Green Bond" Certificates linked to a Basket of Shares - The securities are Certificates. International Securities Identification Number ("ISIN"): SE0015244124.

### Identity and contact details of the issuer

BNP Paribas (the "Issuer" or "BNPP"), 16, boulevard des Italiens – 75009 Paris, France (telephone number: +33 (0)1 57 08 22 00. The legal entity identifier of the Issuer is R0MUWSFPU8MPRO8K5P83.

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

Offeror: Strukturinvest Fondkommission (FK) A.B., Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. The legal entity identifier (LEI) of Strukturinvest Fondkommission (FK) A.B is 5493001PRPGL0IF5SB56.

Person asking for admission to trading: BNP Paribas (the "Issuer"), 16, boulevard des Italiens – 75009 Paris, France (telephone number: +33 (0)1 57 08 22 00.

### 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 2 June 2020 under the approval number 20-233 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 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 negative outlook (S&P Global Ratings Europe Limited), Aa3 with a stable outlook (Moody's Investors Service Ltd.), AA- with a "rating watch negative" outlook (Fitch France S.A.S.) and AA (low) with a stable outlook (DBRS Limited) 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 France S.A.S.) and R-1 (middle) (DBRS Limited).

#### Principal activities

BNP Paribas, Europe's leading provider of banking and financial services, has four domestic Retail Banking markets in Europe, namely in France, Belgium, Italy and Luxembourg. It operates in 71 countries and has more than 197,000 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.

#### Major shareholders

Main shareholders as at 30 June 2020: Société Fédérale de Participations et d'Investissement ("SFPI") a public-interest société anonyme (public limited company) acting on behalf of the Belgian State holding 7.7% of the share capital; BlackRock Inc. holding 6.1% of the share capital; Grand Duchy of Luxembourg holding 1.0% of the share capital.

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

Jean LEMIERRE: Chairman of the Board of directors of BNP Paribas

Jean-Laurent BONNAFÉ: Director and Chief Executive of BNP Paribas

Philippe BORDENAVE: Chief Operating Officer of BNP Paribas

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

■ Deloitte & Associés was re-appointed as Statutory Auditor at the Annual General Meeting of 24 May 2018 for a six-year period expiring at the close of the Annual General Meeting called in 2024 to approve the financial statements for the year ending 31 December 2023. The firm was first appointed at the Annual General Meeting of 23 May 2006.

Deloitte & Associés is represented by Laurence Dubois

Deputy:

Société BEAS, 6, place de la Pyramide, Paris-La Défense Cedex (92), France, SIREN No. 315 172 445, Nanterre trade and companies register.



- PricewaterhouseCoopers audit was re-appointed as Statutory Auditor at the Annual General Meeting of 24 May 2018 for a six-year period expiring at the close of the Annual General Meeting called in 2024 to approve the financial statements for the year ending 31 December 2023. The firm was first appointed at the Annual General Meeting of 26 May 1994.

PricewaterhouseCoopers Audit is represented by Patrice Morot.

Deputy:

Jean-Baptiste Deschryver, 63, rue de Villiers, Neuilly-sur-Seine (92).

- Mazars was re-appointed as Statutory Auditor at the Annual General Meeting of 24 May 2018 for a six-year period expiring at the close of the Annual General Meeting called in 2024 to approve the financial statements for the year ending 31 December 2023. The firm was first appointed at the Annual General Meeting of 23 May 2000.

Mazars is represented by Virginie Chauvin.

Deputy:

Charles de Boisriou, 28 rue Fernand Forest, Suresnes (92).

Deloitte & Associés, PricewaterhouseCoopers and Mazars are registered as Statutory Auditors with the Versailles Regional Association of Statutory Auditors, under the authority of the French National Accounting Oversight Board (*Haut Conseil du Commissariat aux Comptes*).

<b>What is the key financial information regarding the issuer?</b>					
<b>Income statement</b>					
	<b>Year</b>	<b>Year -1</b>	<b>Year-2</b>	<b>Interim</b>	<b>Comparative interim from same period in prior year</b>
<b>In millions of euros</b>	31/12/2019	31/12/2018	31/12/2017	30/06/2020	30/06/2019
<b>Net interest income</b>	21,127	21,062	21,191	10,107	10,498
<b>Net fee and commission income</b>	9,365	9,207	9,430	4,795	4,469
<b>Net gain on financial instruments</b>	7,464	6,118	7,112	4,025	3,910
<b>Revenues</b>	44,597	42,516	43,161	25,563	22,368
<b>Cost of Risk</b>	-3,203	-2,764	-2,901	-2,873	-1,390
<b>Operating Income</b>	10,057	9,169	10,310	4,195	5,094
<b>Net income attributable to equity holders</b>	8,173	7,526	7,759	3,581	4,386
<b>Earnings per share (in euros)</b>	6.21	5.73	6.05	2.69	3.35
<b>Balance sheet</b>					
	<b>Year</b>	<b>Year -1</b>	<b>Year-2</b>	<b>Interim</b>	<b>Comparative interim from same period in prior year</b>
<b>In millions of euros</b>	31/12/2019	31/12/2018	31/12/2017	30/06/2020	30/06/2019
<b>Total assets</b>	2,164,713	2,040,836	1,952,166	2,622,988	2,372,620
<b>Debt securities</b>	221,336	206,359	198,646	224,303	230,086
<b>Of which mid long term Senior Preferred</b>	88,466*	88,381*	88,432	n.a	n.a
<b>Subordinated debt</b>	20,896	18,414	16,787	22,555	19,507
<b>Loans and receivables from customers (net)</b>	805,777	765,871	735,013	828,053	793,960
<b>Deposits from customers</b>	834,667	796,548	760,941	963,183	833,265
<b>Shareholders' equity (Group share)</b>	107,453	101,467	101,983	111,469	104,135
<b>Doubtful loans / gross outstandings**</b>	2.2%	2.6%	3.3%	2.2%	2.5%
<b>Common Equity Tier 1 capital (CET1) ratio</b>	12.1%	11.8%	11.9%	12.4%	11.9%
<b>Total Capital Ratio</b>	15.5%	15.0%	14.8%	15.9%	15.2%
<b>Leverage Ratio</b>	4.6%	4.5%	4.6%	4%	4.1%

(\*) 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).

#### **Qualifications in the audit report**

Not applicable

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

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 and financial condition

## Section C - Key Information on the securities

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

#### Type, class and ISIN

SEK "BNP Paribas SA Green Bond" Certificates linked to a Basket of Shares - The securities are Certificates. International Securities Identification Number ("ISIN"): SE0015244124.

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

The currency of the Securities is Swedish Krona ("SEK"). The Securities have a par value of SEK 10,000. Up to 2,000 Securities will be issued. The Securities will be redeemed on 26 February 2026.

#### 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 the Final Reference Price of the Worst-Performing Underlying is greater than or equal to 90% of its Initial Reference Price: a payment in cash equal expected to be about 170%, but not less than 155% of the Notional Amount.
2. If the Final Reference Price of the Worst-Performing Underlying is less than 90% of its Initial Reference Price:
  - a. If a Barrier Event has not occurred: a payment in cash equal to the Notional Amount.
  - b. 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 if, on a Coupon Valuation Date, the closing price of each underlying is greater than or equal to the relevant Conditional Coupon Barrier. A second conditional coupon is due for payment at the Second Conditional Coupon Rate if, on a Coupon Valuation Date, the closing price of each underlying is greater than or equal to the Second Conditional Coupon Barrier.

**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 plus a premium based on the relevant Exit Rate.

#### 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 lowest closing price of that Underlying on the Initial Lookback Dates.
- The Final Reference Price of an Underlying is the closing price of that Underlying on the Redemption Valuation Date.

<b>Strike Date</b>	12 February 2021	<b>Issue Price</b>	100%
<b>Issue Date</b>	25 February 2021	<b>Product Currency</b>	SEK
<b>Redemption Valuation Date</b>	12 February 2026	<b>Notional Amount (per certificate)</b>	SEK 10,000
<b>Redemption Date (maturity)</b>	26 February 2026		
<b>Coupon Valuation Date(s)</b>	14 February 2022, 13 February 2023, 12 February 2024, 12 February 2025 and 12 February 2026	<b>Coupon Payment Date(s)</b>	28 February 2022, 27 February 2023, 26 February 2024, 26 February 2025 and 26 February 2026
<b>Conditional Coupon Barrier(s)</b>	60% of the Initial Reference Price	<b>Conditional Coupon Rate(s)</b>	4% of the Notional Amount (minimum 3%)
<b>Barrier</b>	60% of the Initial Reference Price	<b>Autocall Valuation Date(s)</b>	14 February 2022, 13 February 2023, 12 February 2024 and 12 February 2025
<b>Early Redemption Date(s)</b>	28 February 2022, 27 February 2023, 26 February 2024 and 26 February 2025	<b>Autocall Barrier(s)</b>	90% of the Initial Reference Price
<b>Exit Rate(s)</b>	14%, 28%, 42% and 56% of the Notional Amount and not less than 11%, 22%, 33% and 44% of the Notional Amount	<b>Initial Lookback Date(s)</b>	12 February 2021, 16 February 2021, 17 February 2021, 18 February 2021, 19 February 2021, 22 February 2021, 23 February 2021, 24 February 2021, 25 February 2021, 26 February 2021, 01 March 2021, 02 March 2021, 03 March 2021, 04 March 2021, 05 March 2021, 08 March 2021, 09 March 2021, 10 March 2021, 11 March 2021, 12 March 2021 and 15 March 2021

Underlying	Bloomberg Code	ISIN
Svenska Cellulosa AB SCA	SCAB SS	SE0000112724
Electrolux AB	ELUXB SS	SE0000103814
Autoliv Inc	ALV UN	US0528001094
Elektro AB	EKTAB SS	SE0000163628

*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.

The exercise of any power under the Directive 2014/59/EU, as amended by Directive (EU) 2019/879 of the European Parliament and of the Council of 20 May 2019 (the "Bank Recovery and Resolution Directive" or "BRRD") by the relevant resolution authority or any suggestion that such powers may be exercised could materially adversely affect the rights of the holders of Securities, the price or value of their investment in the Securities and/or the ability of the Issuer to satisfy its obligations under the Securities. As a result, holders of Securities may be subject to write-down or conversion into equity on any application of the general bail-in tool under BRRD which may result in holders losing all or a substantial part of their investment in the Securities.

#### 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 NASDAQ OMX Stockholm (Regulated Market).

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

Not Applicable

#### 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 in Sweden from and including 14 December 2020 to and including 29 January 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 NASDAQ OMX Stockholm (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: Strukturinvest Fondkommission (FK) A.B., Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. The legal entity identifier (LEI) of Strukturinvest Fondkommission (FK) A.B is 5493001PRPGL01F5SB56.

Person asking for admission to trading: BNP Paribas (the "Issuer"), 16, boulevard des Italiens – 75009 Paris, France (telephone number: +33 (0)1 57 08 22 00

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

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

The net proceeds of the issue of the Securities will be allocated or reallocated from time to time to the financing and/or refinancing, in whole or in part, of Eligible Green Assets as defined below and further described in the BNP Paribas Green Bond Framework dated 30/09/2020 available on <https://invest.bnpparibas.com/en/debts/senior-unsecured-green-bond-issues/green-bonds-framework>, as may be amended from time to time by the Issuer (the "BNP Paribas Green Bond Framework").

Pending the allocation or reallocation, as the case may be, of the net proceeds of the Securities to Eligible Green Assets, the Issuer will invest the balance of the net proceeds, at its own discretion, in cash and/or cash equivalent and/or other liquid marketable instruments. The Issuer will use its best efforts to substitute any redeemed loans, any other form of financing that is no longer financed or refinanced by the net proceeds and/or any such loans or any other form of financing which cease to be Eligible Green Assets, as soon as practicable once an appropriate substitution option has been identified. The Issuer will monitor the use of the net proceeds of the Securities via its internal information systems.

For the avoidance of doubt, payment of principal and interest in respect of the Securities will be made from general funds of the Issuer and will not be directly or indirectly linked to the performance of Eligible Green Assets.

Eligible Green Assets means any existing, on-going and/or future loans or any other form of financing from Eligible Categories selected by the Issuer, which meet the Eligibility Criteria, all in accordance with the BNP Paribas Green Bond Framework.

Eligible Categories means the following categories (all as more fully described in the BNP Paribas Green Bond Framework):

- Renewable Energy
- Energy Efficiency
- Green Buildings
- Transportation
- Water Management and Water Treatment
- Pollution prevention and control

For the avoidance of doubt, the following sectors are excluded from the BNP Paribas Green Bond Framework: defence and security, palm oil, wood pulp, nuclear power generation, coal-fired power generation, unconventional oil and gas, mining and tobacco.

Eligibility Criteria means the criteria with which any loan or any other form of financing should comply, at any time, in order to be considered as an Eligible Green Asset (as such criteria may be amended, from time to time, by the Issuer, subject to external review by third parties, as the case may be, as per the BNP Paribas Green Bond Framework). As part of the application of the Eligibility Criteria, the Issuer will assess the potential environmental, social and governance risks of the relevant assets, in line with its framework for managing such risks, including specific risk assessment tools and the Equator Principles. The selection of the Eligible Green Assets in accordance with the Eligibility Criteria will then be verified by external third parties, as per the BNP Paribas Green Bond Framework.

As long as any Securities are outstanding, the Issuer is expected to provide a report, at least annually, on (i) the Eligible Green Assets financed or refinanced by the net proceeds and their relevant environmental impact indicators, (ii) the allocation of the net proceeds of the Securities to Eligible Green Assets detailing the aggregate amount dedicated to each of the Eligible Categories and (iii) the balance of unallocated cash and/or cash equivalent and/or other liquid marketable instruments still held by the Issuer, as further described in the BNP Paribas Green Bond Framework. The report will be published by the Issuer on <https://invest.bnpparibas.com/en/green-bond-issues>.

External Review by third parties: the Eligibility Criteria will be further reviewed by the external third parties designated by the Issuer to assess the sustainability and relevance of the criteria identified and the resulting Eligible Green Assets:

- a. Second Party Opinion on Green Bond Framework: the Issuer will appoint an independent second party opinion provider to assess the sustainability of its Green Bond Framework and in particular the dual selection criteria (second party opinion provider and BNP Paribas), to provide a Second Party Opinion on its Green Bond Framework and to confirm its alignment with the ICMA Green Bond Principles. The Green Bond Framework and Second Party Opinion are available on BNP Paribas' Investors' website: <https://invest.bnpparibas.com/en/green-bond-issues>

This Second Party Opinion on the Green Bond Framework will be published as and when BNP Paribas Framework is updated.;

- b. Annual External Review: 1. Second Party Opinion on Eligible Green Assets: on an annual basis, an independent second party opinion provider will provide a verification of the compliance of all the new Eligible Green assets added within the course of the year and 2. Independent Assurance Review: the external independent auditors will provide, on an annual basis, assurance on the allocation of the net proceeds of the Securities to Eligible Green Assets, the conformity of the Eligible Green Assets with the Eligibility Criteria, the relevant impact indicators. These reports will be available on BNP Paribas' Investors' website: <https://invest.bnpparibas.com/en/green-bond-issues>

Estimated net proceeds: Up to SEK 20,000,000

### **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 their respective affiliates in the ordinary course of business.

Various entities within the BNPP Group (including the Issuer) 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 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.

# Sammanfattning

## Avsnitt A - Introduktion och Varningar

### Varningar

Den här sammanfattningen ska läsas som en introduktion till Grundprospektet och de gällande slutliga villkoren. Varje beslut att investera i värdepapper ska ske med beaktande av Grundprospektet i sin helhet, inklusive de dokument som infogats och de tillämpliga Slutliga Villkoren. Investeringar kan exponeras mot en partiell eller fullständig förlust av sin investering. Om krav grundat på upplysningar i Grundprospektet och de tillämpliga Slutliga Villkoren framställs vid domstol i en medlemsstat inom Europeiska ekonomiska samarbetsområdet kan käranden komma att vara skyldig att bekosta översättningen av Grundprospektet och de tillämpliga Slutliga Villkoren i enlighet med nationell lagstiftning i den medlemsstat där kravet framställs innan de rättsliga förfarandena inleds. Civilrättsligt ansvar i något av medlemsstaterna binder Emittenten endast på grundval av denna sammanfattning inklusive varje översättning av denna, men bara om den är vilseledande eller oförenlig när den läses tillsammans med de övriga delarna i Grundprospektet och de tillämpliga Slutliga Villkoren eller att den inte ger, när den läses tillsammans med andra delar av Grundprospektet och de tillämpliga Slutliga Villkoren, nyckelinformation för att hjälpa investerare när de överväger om de ska investera i Värdepappren.

Du står i begrepp att köpa en produkt som inte är enkel och som kan vara svår att förstå.

### Namn och internationellt identifikationsnummer för värdepapper (ISIN) på värdepappren

SEK "BNP Paribas SA Green Bond" Certifikat kopplat till korg med aktier - Värdepappren är Certifikat. Internationellt identifikationsnummer på värdepappret ("ISIN"): SE0015244124.

### Emittentens namn och kontaktuppgifter

BNP Paribas ("**Emittent**"), Netherlands16, boulevard des Italiens – 75009 Paris, France (telefonnummer: +33 (0)1 57 08 22 00 ). Emittentens organisationsnummer är ROMUWSFPU8MPRO8K5P83.

### Anbudsgivarens namn och kontaktuppgifter och/eller person som ber om tillstånd att handla

Erbjudare: Strukturinvest Fondkommission (FK) A.B., Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. Dess identifikationskod för juridiska personer (LEI) är 5493001PRPGL01F5SB56.

Person som ber om tillstånd att få handla: BNP Paribas ("**Emittent**"), Netherlands16, boulevard des Italiens – 75009 Paris, France (telefonnummer: +33 (0)1 57 08 22 00).

### Namn och kontaktuppgifter på behörig myndighet som godkänner prospektet

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

### Datum för godkännande av tillståndet

Grundprospektet har fått tillstånd den 2 Juni 2020 under den godkända numret 20-233 av AMF, som kompletterat då och då.

## Avsnitt B - Emittentens nyckelinformation

### Vem är värdepappernas emittent?

#### Hemvist / juridiska form / LEI / rättsordning enligt vilken emittenten verkar registreringsland

BNPP är ett aktiebolag registrerat i Frankrike enligt fransk lag och licensierat som bank med säte på 16, Boulevard des Italiens – 75009 Paris, Frankrike. Organisationsnummer (LEI): ROMUWSFPU8MPRO8K5P83.

BNPP:s långsiktiga kreditbetyg är A+ med negativ utsikter (S&P Global Ratings Europe Limited), Aa3 med stabila utsikter (Moody's, Investors Service Ltd.), AA- med negativ utsikter (Fitch France S.A.S.) och AA (låg) med stabila utsikter (DBRS Limited) och BNPP:s kortfristiga kreditbetyg är A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Investors Service Ltd.), F1+ (Fitch France S.A.S.) och R-1 (medel) (DBRS Limited).

#### Huvudsaklig verksamhet

BNP Paribas, Europas ledande leverantör av bank- och finansiella tjänster har fyra inhemska bolag för banktjänster riktade till privatpersoner och mindre företag i Europa, nämligen i Belgien, Frankrike, Italien och Luxemburg. Det är verksamt i 71 länder och har mer än 197 000 anställda, inklusive nästan 150 000 i Europa.

BNP Paribas har nyckelpositioner inom sina två verksamhetsområden:

- Retail Banking och Services, vilket inkluderar:

Hemmamarknaden, omfattar: French Retail Banking (FRB), BNL banca commerciale (BNL bc), Italian retail banking, Belgian Retail Banking (BRB), övriga verksamheter på hemmamarknaden inkluderar Arval, BNP Paribas Leasing Solutions, Personal Investors, Nickel och Luxembourg Retail Banking (LRB);

International Financial Services, omfattar: Europa-Medelhavsområdet, BancWest, Personal Finance, Försäkring, Kapitalförvaltning;

- Corporate och Investment Banking (CIB). Corporate Banking, Global Markets, Securities Services.

BNP Paribas SA är BNP Paribas Grupp moderbolag.

#### Största aktieägare

Per den 30 juni 2020 var huvudaktieägare är Société Fédérale de Participations et d'Investissement ("**SFPI**") ett public-interest société anonyme (publikt aktiebolag) som agerar på uppdrag av den belgiska regeringen och som äger 7,7 procent av aktiekapitalet, BlackRock Inc. som innehar 6,1 procent av aktiekapitalet och Storherigdömet av Luxembourg som äger 1,0 procent av aktiekapitalet.

#### Identiteten för de viktigaste administrerande direktörerna

Jean LEMIERRE: Styrelseordförande i BNP Paribas

Jean-Laurent BONNAFÉ: Direktör och Verkställande Direktör i BNP Paribas

Philippe BORDENAVE: Chief Operating Officer i BNP Paribas

#### Identiteten för emittentens lagstadda revisorer

■ Deloitte & Associés utsågs på nytt som Lagstaddad Revisor vid Årsstämman den 24 maj 2018, för en sexårsperiod som slutar vid avslutandet av Årsstämman som ska äga rum 2024, för att godkänna de finansiella räkenskaper för året som slutar den 31 december 2023. Firman utsågs första gången vid Årsstämman den 23 maj 2006.

Deloitte & Associés representeras av Laurence Dubois

Ställföreträdande:

Société BEAS, 6, place de la Pyramide, Paris-La Défense Cedex (92), France, SIREN No. 315 172 445, Nanterre handels- och företagsregister (Nanterre trade and companies register).

- PricewaterhouseCoopers audit utsågs på nytt som Lagstadgad Revisor vid Årsstämman den 24 maj 2018, för en sexårsperiod som slutar vid avslutandet av Årsstämman som ska äga rum 2024, för att godkänna de finansiella räkenskaperna för året som slutar den 31 december 2023. Firman utsågs första gången vid Årsstämman den 26 maj 1994.

PricewaterhouseCoopers Audit representeras av Patrice Morot.

Ställföreträdande:

Jean-Baptiste Deschryver, 63, rue de Villiers, Neuilly-sur-Seine (92).

- Mazars utsågs på nytt som Lagstadgad Revisor vid Årsstämman den 24 maj 2018, för en sexårsperiod som slutar vid avslutandet av Årsstämman 2024, för att godkänna de finansiella räkenskaperna för året som slutar den 31 december 2023. Firman utsågs första gången vid Årsstämman den 23 maj 2000.

Mazars representeras av Virginie Chauvin.

Ställföreträdande:

Charles de Boisriou, 28 rue Fernand Forest, Suresnes (92).

Deloitte & Associés, PricewaterhouseCoopers and Mazars är registrerade som Lagstadgade Revisorer hos Versailles Regional Association of Statutory Auditors, under tillsyn av den franska nationella revisorstillsynsstyrelsen Oversight Board (*Haut Conseil du Commissariat aux Comptes*).

### Vilka är emittentens finansiella nyckeluppgifter?

Resultaträkning					
	År	År -1	År -2	Delår	Jämförande delår från samma tidsperiod för året innan
Miljoner euro	31/12/2019	31/12/2018	31/12/2017	30/06/2020	30/06/2019
Nettoränteintäkt	21,127	21,062	21,191	10,707	10,498
Nettoavgift och provisionsintäkt	9,365	9,207	9,430	4,795	4,469
Nettovinst på finansiella instrument	7,464	6,118	7,112	4,025	3,910
Intäkter	44,597	42,516	43,161	25,563	22,368
Riskkostnad	-3,203	-2,764	-2,907	-2,873	-1,390
Rörelseresultat	10,057	9,169	10,310	4,195	5,094
Årets resultat hänförligt till aktieägare	8,173	7,526	7,759	3,581	4,386
Resultat per aktie (i euro)	6.21	5.73	6.05	2.69	3.35
Balansräkning					
	År	År -1	År -2	Delår	Jämförande delår från samma tidsperiod för året ('SREP')
Miljoner euro	31/12/2019	31/12/2018	31/12/2017	30/06/2020	30/06/2019
Summa tillgångar	2,164,713	2,040,836	1,952,166	2,622,988	2,372,620
Skuldförbindelser	221,336	206,359	198,646	224,303	230,086
Av vilka medelfristiga prioriterade skuldförbindelser föredras	88,466*	88,381*	88,432	Inte tillämplig	Inte tillämplig
Efterställda skulder	20,896	18,414	16,787	22,555	19,507
Kundlån och kundfordringar (netto)	805,777	765,871	735,013	828,053	793,960
Kundinlåning	834,667	796,548	760,941	963,183	833,265
Eget kapital (Koncernandel)	107,453	101,467	101,983	111,469	104,135
Osäkra lån/utestående brutto**	2.2%	2.6%	3.3%	2.2%	2.5%
Kärnprimärkapital (CET1)	12.1%	11.8%	11.9%	12.4%	11.9%
Summa Kapitaltäckningskvot	15.5%	15.0%	14.8%	15.9%	15.2%
Skuldsättningsgrad	4.6%	4.5%	4.6%	4.0%	4.1%

(\*) Tillsynsombfattning

(\*\*) Nedskrivna lån (steg 3) för kunder och kreditinstitut, ej avdragna från garantier, inklusive i balansräkningen och utanför balansräkningen och obligationer beräknat från upplupet anskaffningsvärde eller till rimligt värde genom eget kapital redovisat på obetalda lån brutto till kunder och kreditinstitut, i balansräkningen och utanför balansräkningen inklusive obligationer beräknat från upplupet anskaffningsvärde eller till rimligt värde genom eget kapital (exklusive försäkring).

### Reservationer i revisionsberättelsen

Inte tillämpligt

### Vilka är de centrala riskerna som är specifika för emittenten?

1. En väsentlig ökning i nya avsättningar, eller ett underskott i nivån på tidigare redovisade avsättningar som varit exponerade för kreditrisker och risker vad gäller motparter skulle negativt kunna påverka BNP Paribas Grupp verksamhetsresultat och finansiella ställning.
2. Ett avbrott eller en störning i BNP Paribas Grupp informationssystem kan försäkra väsentlig förlust av kundupplysningar, skada BNP Paribas Grupp rykte och leda till ekonomiska förluster.
3. BNP Paribas Grupp kan ådra sig väsentliga förluster vid handels- och investeringsverksamhet till följd av valutakursfluktuationer och volatilitet.
4. Justering av balansvärdet på BNP Paribas Grupp värdepappers- och derivatportfölj och BNP Paribas Grupp egen skuld skulle kunna ha en negativ effekt på årets resultat och eget kapital.
5. BNP Paribas Grupp tillgång till och kostnader för finansiering skulle kunna påverkas negativt av nya ekonomiska kriser, sämre konjunkturläge, lägre kreditvärdering, ökning av kreditspreaden eller andra faktorer.
6. O gynnsamma ekonomiska och finansiella villkor har tidigare påverkat och kommer kanske i framtiden att påverka BNP Paribas Grupp och marknaden i vilken den verkar.
7. Lagar och bestämmelser som antagits under senare år, särskilt som svar på den globala finanskrisen så väl som nya lagförslag kan väsentligen påverka BNP Paribas Grupp och den finansiella och ekonomiska miljön i vilken den bedriver sin verksamhet.
8. BNP Paribas Grupp kan drabbas av betydande böter och andra administrativa och straffrättsliga påföljder för bristande efterlevnad av tillämpliga lagar och förordningar och kan även ådra sig förluster vid relaterad (eller orelaterad) rättstvist med privata parter.

9. Epidemier och pandemier, inklusive den pågående coronaviruspandemin (Covid-19) och dess ekonomiska konsekvenser kan negativt påverka koncernens affärsverksamhet, funktion och finansiella ställning.

## Avsnitt C - Nyckelinformation om värdepapperen

### Vilka är värdepappernas viktigaste kännetecken?

#### Typ, kategori och ISIN

SEK "BNP Paribas SA Green Bond" Certifikat kopplat till korg med aktier - Värdepapperen är Certifikat. Internationellt identifikationsnummer på värdepapperet ("ISIN"): SE0015244124.

#### Valuta / nominellt värde / partivärde / antal emitterade värdepapper / värdepappernas löptid

Värdepappernas valuta är svenska kronor ("SEK"). Värdepapperna har ett partivärde på SEK 10 000. Upp till 2 000 värdepapper kommer att emitteras. Värdepapperna kommer att lösas in den 26 februari 2026.

#### Rättigheter som sammanhänger med värdepapperen

*Negative pledge* - Värdepapprenas villkor kommer inte innehålla någon så kallad negative pledgebestämmelse.

*Uppsägningsgrunder* - Villkoren för Värdepapprena kommer inte innehålla några uppsägningsgrundande omständigheter

*Tillämplig lag* - Värdepapperna och ska tolkas i enlighet med engelsk rätt.

Målet för denna produkt är att ge dig en avkastning baserad på utvecklingen för underliggande aktier (varje aktie, en underliggande). Denna produkt har en fastställd löptid och kommer att lösas in på återbetalningsdagen såvida den inte löses in tidigare med en automatisk förtida inlösen enligt villkoren nedan.. Produkten kan även betala ut en kupong enligt i förväg fastställda villkor enligt kupongbestämmelserna nedan.

Såvida produkten inte har lösts in för tid, gäller följande bestämmelser.

På återbetalningsdagen får du för varje certifikat, utöver eventuell slutlig utbetalning av en kupong:

1. Om slutkursen för den underliggande med sämst utveckling är större än eller lika med 90% av dess startkurs: en återbetalning som är lika med det nominella beloppet plus 70% och minst 55% av det nominella beloppet
2. Om slutkursen av den underliggande med sämst utveckling är mindre än 90% av startkurs:
  - a. Om en barriärhändelse inte har inträffat: en återbetalning som är lika med det nominella beloppet.
  - b. Om en barriärhändelse har inträffat: en återbetalning som är lika med det nominella beloppet minskat med utvecklingen av den underliggande med sämst utveckling. I det här fallet kommer du att drabbas av en partiell eller en total förlust av det nominella beloppet.

**Kupong:** En villkorad kupong förfaller till betalning till relevant kupongränta om, på en observationsdag för kupong, stängningskursen av varje underliggande är större än eller lika med den relevanta villkorade kupongbarriären. En andra villkorad kupong förfaller till betalning till den andra villkorade kupongräntan om, på en observationsdag för kupong, stängningskursen av varje underliggande är större än eller lika med den andra villkorade kupongbarriären.

**Automatisk förtida inlösen:** Om, på en observationsdag för automatisk förtida inlösen, stängningskursen av varje underliggande är större än eller lika med relevant barriär för automatisk förtida inlösen, kommer produkten att lösas in på motsvarande förtida inlösendag. Du kommer att få för varje certifikat en återbetalning som är lika med det nominella beloppet plus en premie baserad på relevant relevant kupong.

#### Där:

- En barriärhändelse ska anses ha inträffat om slutkursen minst en underliggande är under riskbarriären.
- Utvecklingen på en underliggande är skillnaden mellan dess slutkurs och dess startkurs, dividerat med dess startkurs, uttryckt som ett absolutbelopp.
- Den underliggande med sämst utveckling är den underliggande som har lägsta slutkurs dividerad med startkurs.
- Startkursen är på en underliggande den lägsta stängningskursen för den underliggande på de Första observationsdag för inlösen.
- Slutkursen på en underliggande är stängningskursen för den underliggande på slutdagen.

<b>Startdag</b>	12 februari 2021	<b>Emissionskurs</b>	100%
<b>Emissionsdag</b>	25 februari 2021	<b>Valuta</b>	SEK
<b>Slutdag</b>	12 februari 2026	<b>Nominellt belopp (per produkt)</b>	10 000 SEK
<b>Återbetalningsdag</b>	26 februari 2026		
<b>Observationsdag(ar) för kupongen</b>	14 februari 2022, 13 februari 2023, 12 februari 2024, 12 februari 2025 och 12 februari 2026	<b>Kupongens utbetalningsdag</b>	28 februari 2022, 27 februari 2023, 26 februari 2024, 26 februari 2025 och 26 februari 2026
<b>Villkorad kupongbarriär</b>	60% av startkursen	<b>Villkorad kupongränta</b>	4% av nominellt belopp men inte sämre än 3% av nominellt belopp
<b>Barriärnivå</b>	60% av startkursen	<b>Observationsdag för automatisk förtida inlösen</b>	14 februari 2022, 13 februari 2023, 12 februari 2024 och 12 februari 2025
<b>Datum för tidig inlösen</b>	28 februari 2022, 27 februari 2023, 26 februari 2024 och 26 februari 2025	<b>Barriär för automatisk förtida inlösen</b>	90% av startkursen
<b>Kupong</b>	18%, 28%, 42% och 56% av nominellt belopp men inte sämre än 11%, 22%, 33% och 44% av nominellt belopp	<b>Första observationsdag för inlösen</b>	12 februari 2021, 16 februari 2021, 17 februari 2021, 18 februari 2021, 19 februari 2021, 22 februari 2021, 23 februari 2021, 24 februari 2021, 25 februari 2021, 26 februari 2021, 1 mars 2021, 2 mars 2021, 3 mars 2021, 4 mars 2021, 5 mars 2021, 8 mars 2021, 9 mars 2021, 10 mars 2021, 11 mars 2021, 12 mars 2021 och 15 mars 2021

Underliggande	Bloombergkod	ISIN
Svenska Cellulosa AB SCA	SCAB SS	SE0000112724
Electrolux AB	ELUXB SS	SE0000103814
Autoliv Inc	ALV UN	US0528001094



Möten - Villkoren för Värdepapper kommer innehålla bestämmelser för hur man ska kalla till möten mellan innehavare av aktuella värdepapper för att belysa frågor som generellt sett påverkar deras intressen. Dessa bestämmelser ger angivna majoriteter rätten att fatta beslut som binder alla innehavare, inklusive innehavare som inte har närvarat eller röstat på aktuellt möte och innehavare som röstat mot majoriteten.

Företrädare för Innehavare av Värdepapper - Emittenten har inte utsett någon företrädare för Innehavarna av Värdepapper.

#### Värdepapperens prioriteringsnivå

Värdepapperna är efterställda och icke säkerställda förpliktelser för Emittenten och rankas *lika* sinsemellan.

Utövat av befogenheter enligt Direktiv 2014/59/EU, ändrat genom Europaparlamentets och Rådets Direktiv (EU) 2019/879 av den 20 maj 2019 ("Direktivet om återhämtning och resolution av banker" eller "BRRD") av den relevanta resolutionsmyndigheten eller något förslag om att sådana befogenheter kan utövas kan väsentligt påverka rättigheterna för innehavarna av Värdepapper, kursen eller värdet på deras investering i Värdepapperen och/eller Emittentens förmåga att uppfylla sina skyldigheter enligt Värdepapperen. Som ett resultat kan innehavare av Värdepapper bli föremål för nedskrivning eller omvandling till eget kapital vid varje tillämpning av det allmänna resolutionsverktyget under BRRD, vilket kan leda till att innehavare tappar hela eller en väsentlig del av sin investering i Värdepapperen.

#### Begränsningar vad gäller överlåtelse av värdepapper

Det finns inga begränsningar vad gäller överlåtelse av Värdepapperna.

#### Utdelning eller utbetalningspolicy

Inte tillämplig

#### Var kommer värdepapperen att handlas?

#### Medgivande till handel

Ansökan kommer att göras av Emittenten (eller på dennes vägnar) för värdepapper som ska tillåtas att handlas på NASDAQ OMX Stockholm (Reglerad Marknad).

#### Finns det någon garanti som följer med värdepapperna?

Inte tillämplig

#### Vilka är de centrala riskerna som är specifika för värdepapperna?

#### Mest väsentliga riskfaktorer som är specifika för värdepapperen

Det finns även risker som är förknippade med Värdepapperna, inklusive:

##### 1. Risker som är relaterad till värdepappernas struktur:

Avkastningen på Värdepapperna beror på avkastningen på de Underliggande Referenserna och om knock-in- eller knock-out-funktion tillämpas. Produkter som löses in automatiskt omfattar mekanismer för automatisk tidig inlösen. Beroende på tillämpningsformeln kan investerarna, om en automatisk tidig inlösenhändelse inträffar, exponeras mot en partiell förlust på investeringen. Investerares kan exponeras mot en partiell eller fullständig förlust på investeringen.

##### 2. Risker som är relaterade till de underliggande och dess avbrott och justeringar:

Till skillnad från direktinvestering i aktier, Stapelaktier, GDR och/eller ADR som hänvisar till Underliggande Referens(er) (tillsammans "Aktierna", ger en investering i Aktievärdepapper inte Innehavaren rösträtt eller rätten till utdelning (såvida inte annat är överenskommet i de slutliga villkoren). Därför är avkastningen på Aktievärdepapper inte samma sak som en direktinvestering i gällande Aktie(r) och kan bli mindre än i en direktinvestering. Exponering mot aktier, liknande marknadsrisker som för en direktinvestering i en aktie, möjlig anpassningshändelse eller synnerlig händelse och marknadsstörning eller ett misslyckande att handla kan ha negativa effekter på värdepapperets värde och likviditet.

##### 3. Risker som är relaterade till handel med värdepapper:

Kursen på Värdepapper kan påverkas av ett antal faktorer inklusive, men inte begränsat till, det gällande priset eller nivån på Underliggande Referenser, återstående tid på Värdepapperets planerade inlösendag, aktuell eller implicit volatilitet som är förknippat med den Underliggande Referensen och risken med det inbördes förhållandet till gällande Underliggande Referens(er). Möjligheten att Värdepapperets kurs kommer att fluktua (antingen uppåt eller nedåt) beror på ett antal faktorer som investeraren nog borde överväga innan köp eller försäljning av Värdepapper.

##### 4. Rättsliga risker:

Villkoren för Värdepapper kommer innehålla bestämmelser för hur man ska kalla till möten mellan innehavare av aktuella värdepapper för att belysa frågor som generellt sett påverkar deras intressen. Dessa bestämmelser ger angivna majoriteter rätten att fatta beslut som binder alla innehavare, inklusive innehavare som inte har närvarat eller röstat på aktuellt möte och innehavare som röstat mot majoriteten.

### Avsnitt D - Nyckelinformation om erbjudandet av värdepapper till allmänheten och/eller upptagandet tillstånd att handla på en reglerad marknad

#### Enligt vilka villkor och tidsramar kan jag investera i detta värdepapper?

#### Allmänna villkor och erbjudandets förväntade tidsram

Värdepapperna kommer att erbjudas allmänheten i Sverige fr.o.m. den 14 december 2020 t.o.m. den 29 januari 2021 med förbehåll för varje tidigare stängning eller förlängning av erbjudandeperioden

Ansökan kommer att göras av Emittenten (eller på dennes vägnar) för värdepapper som ska tillåtas att handlas på NASDAQ OMX Stockholm (Reglerad Marknad).

#### Uppskattning av emissionens totala kostnader och/eller erbjudande, inklusive uppskattade kostnader som påförs investeraren av emittenten eller anbudsgivaren

Emittenten kommer inte att påföra investeraren några kostnader.

#### Vem är anbudsgivaren och/eller personen som ber om tillstånd att handla?

#### Beskrivning av anbudsgivaren och/eller personen som ber om tillstånd att handla

Erbjudare : Strukturinvest Fondkommission (FK) A.B., Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. Dess identitetskod för juridiska personer (LEI) är 5493001PRPGL0IF5SB56.

Person som ber om tillstånd att få handla: BNP Paribas ("Emittenten"), Netherlands16, boulevard des Italiens – 75009 Paris, France (telefonnummer: +33 (0)1 57 08 22 00).

#### Varför görs detta prospekt?



Nettointäkterna från emissionen av Värdepapperen kommer fördelas eller omfördelas från var tid till annan till finansiering och/eller refinansiering, helt eller delvis, av Lämpliga Gröna Tillgångar såsom definierade nedan och närmre beskriva i BNP Paribas Green Bond Framework daterat 30/09/2020 tillgängligt på <https://invest.bnpparibas.com/en/debts/senior-unsecured-green-bond-issues/green-bonds-framework>, såsom reviderat från var tid till annan av Emittenten ("BNP Paribas Green Bond Framework").

I väntan på fördelning eller omfördelning, som fallet kan vara, av nettointäkterna av Värdepapperen till Lämpliga Gröna Tillgångar, kommer Emittenten investera balansen av Nettointäkterna, enligt eget gottfinnande, i kontanta medel eller likvida medel och/eller andra likvida handelsbara instrument. Emittenten kommer efter bästa förmåga ersätta eventuella inlösta lån, andra former av finansiering som inte längre är finansierade eller refinansierade av nettointäkterna och/eller sådana lån eller andra former av finansiering som upphör att vara Lämpliga Gröna Tillgångar, så snart som är praktiskt möjligt när ett lämpligt ersättningsalternativ har identifierats. Emittenten kommer övervaka användningen av nettointäkterna från Värdepapperen via dess interna informationssystem.

För undvikande av tvivel, kommer betalningar av huvudbelopp och ränta avseende Värdepapperen göras från Emittentens generella medel och kommer inte vara direkt eller indirekt relaterade till utvecklingen för Lämpliga Gröna Tillgångar.

Lämpliga Gröna Tillgångar betyder existerande, pågående och/eller framtida lån eller annan typ av finansiering från Lämpliga Kategorier valda av Emittenten, vilka möter Lämplighetskriterier, allt i enlighet med BNP Paribas Green Bond Framework.

Lämpliga Kategorier betyder följande kategorier (alla som fullt beskrivna i BNP Paribas Green Bond Framework):

- Föryelsebar Energi
- Energieffektivitet
- Gröna Byggnader
- Transportmedel
- Vattenhantering och Vattenbehandling
- Föroreningsförebyggande och -kontroll

För undvikande av tvivel, är följande sektorer exkluderade från BNP Paribas Green Bond Framework: försvar och säkerhet, palmolja, trämassa, kärnkraft, kolkraft, okonventionell olja och gas, gruvbrytning och tobak.

Lämplighetskriterium betyder kriteriet vilket lån och andra former av finansiering ska uppnå, vid var tid, för att anses vara en Lämplig Grön Tillgång (eftersom sådant kriterium kan förändras, från var tid till annan, av Emittenten, med förbehåll för extern översyn från tredje parter, som fallet kan vara, enligt BNP Paribas Green Bond Framework). Som en del av tillämpningen av Lämplighetskriteriet, kommer Emittenten utvärdera de potentiella miljö-, sociala och styrningsriskerna för de relevanta tillgångarna, i enlighet med dess regelverk för att hantera sådana risker, inkluderat specifika riskutvärderingsverktyg och Equator Principles. Urvalet av Lämpliga Gröna Tillgångar i enlighet med Lämplighetskriteriet kommer därefter bekräftas av externa tredje parter, i enlighet med BNP Paribas Green Bond Framework.

Så länge som Värdepapperen är utestående, förväntas Emittenten tillhandahålla en rapport, åtminstone årligen, avseende (i) Lämpliga Gröna Tillgångar som finansierats eller refinansierats av nettointäkterna och deras relevanta miljöpåverkanindikatorer, (ii) fördelningen av nettointäkter från Värdepapperen till Lämpliga Gröna Tillgångar som detaljerat anger det aggregerade beloppet som dedikerats till vardera Lämplig Kategori och (iii) balansen av ej allokerade kontanta medel och/eller likvida medel och/eller andra likvida handelsbara instrument som fortfarande innehas av Emittenten, såsom närmre beskrivs i BNP Paribas Green Bond Framework. Rapporten kommer publiceras av Emittenten på <https://invest.bnpparibas.com/en/green-bond-issues>.

Extern granskning av tredje part: Lämplighetskriterierna kommer att granskas ytterligare av de externa tredje parter som utsetts för att bedöma hållbarheten och relevansen av de identifierade kriterierna och de resulterande Lämpliga Gröna Tillgångarna:

- a. Andrahandsutlåtande om Green Bond Framework: Emittenten kommer att utse en oberoende leverantör av andrahandsutlåtanden för att bedöma hållbarheten för sitt Green Bond Framework och i synnerhet kriterierna för dubbelt urval (leverantören av andrahandsutlåtanden och BNP Paribas) för att tillhandahålla ett andrahandsutlåtande om Green Bond Framework och för att bekräfta dess anpassning till ICMA Green Bond-principerna. Green Bond Framework och Andrahandsutlåtandet finns tillgängligt på BNP Paribas Investors webbplats: <https://invest.bnpparibas.com/en/green-bond-issues>

Andrahandsutlåtandet om Green Bond Framework kommer att publiceras när BNP Paribas Framework uppdateras.;

- b. Årlig extern granskning: 1. Andrahandsutlåtande om Lämpliga Gröna Tillgångar: på en årlig basis kommer en oberoende leverantör av andrahandsutlåtanden att tillhandahålla en verifikation på att alla nya Lämpliga Gröna Tillgångar som har lagts till under året följer regelverket och 2. Oberoende Försäkringsgranskning: de externa oberoende revisorerna kommer, på årsbasis, att försäkra sig om fördelningen av nettointäkterna för Värdepapperen till Lämpliga Gröna Tillgångar, de Lämpliga Gröna Tillgångarnas överensstämmelse med Lämplighetskriterierna, de relevanta effektindikatorerna.

Dessa rapporter kommer finnas tillgängliga på BNP Paribas Investors webbplats: <https://invest.bnpparibas.com/en/green-bond-issues>

Uppskattad nettoavkastning: Upp till SEK 20 000 000

#### Emissionsverksamhetsavtal

Ingen emissionsverksamhet utförs av Anbudsgivaren

#### Mest väsentliga intressekonflikterna rörande erbjudandet eller upptagandet till handel

Förvaltaren och dess dotterbolag kan också ha varit verksamma, och kan även i framtiden bli verksamma vad gäller investeringar och börshandel och kan utföra andra tjänster för Emittenten och deras respektive dotterbolag.

Olika företag inom BNPP-koncernen (inklusive Emittenten) och Dotterbolag åtar sig olika roller i samband med Värdepapperna, inklusive Värdepappernas Emittent och Värdepappernas Beräkningsombud och kan även utföra handelsrelaterade verksamheter (inklusive risksäkringsverksamhet) som hänför sig till Underliggande och andra instrument eller derivatprodukter baseras på eller som är relaterade till de Underliggande. Detta kan förorsaka möjliga intressekonflikter.

BNP Paribas Arbitrage SNC som verkar som Förvaltare och Beräkningsombud, är ett Dotterbolag till Emittenten och potentiella intressekonflikter kan finnas mellan Värdepappernas innehavare, inklusive och med hänsyn till vissa beslut och bedömningar som Beräkningsombuden måste göra. De ekonomiska intressena hos Emittenten och hos BNP Paribas Arbitrage SNC såsom Förvaltare och Beräkningsombud, är potentiellt motsatta till intressena hos Innehavare av Värdepapperna.

Annat än vad som nämnts ovan och såvitt Emittenten vet, har ingen person som är involverad i Värdepappersemissionerna något intresse i erbjudandet, inklusive de motstridiga intressena.