

**FINAL TERMS FOR CERTIFICATES**

**FINAL TERMS DATED 4 October 2021**

**BNP Paribas Issuance B.V.**

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

Legal entity identifier (LEI): 7245009UXRIGIRYOBR48

**BNP Paribas**

*(incorporated in France)  
(as Guarantor)*

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

**Up to SEK 100,000,000 5Y Certificate on Coeli Nordic Corporate Bond Fund with 5% Capital Protection in SEK due 3 December 2026**

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

**ISIN Code:** NL0015000M18

**BNP Paribas Arbitrage S.N.C.**

*(as Manager)*

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

- (i) in those Non-exempt Offer Jurisdictions mentioned in Paragraph 47 of Part A below, provided such person is a Manager or an Authorised Offeror (as such term is defined in the Base Prospectus) and that the offer is made during the Offer Period specified in that paragraph and that any conditions relevant to the use of the Base Prospectus are complied with; or
- (ii) otherwise in circumstances in which no obligation arises for the Issuer, the Guarantor or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or to supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

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

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 1 June 2021, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below) and any other Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any such Supplement (i) is published and approved after the date of these Final Terms and (ii) provides for any change to the Conditions of the Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitutes 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 and, any Supplement(s) to the Base Prospectus and these Final Terms are available for viewing at 160 – 162 boulevard MacDonald, 75019, Paris, France and <https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx> and copies may be obtained free of charge at the specified offices of the Paying 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**

<b>SERIES NUMBER</b>	<b>NO. OF SECURITIES ISSUED</b>	<b>NO OF SECURITIES</b>	<b>ISIN</b>	<b>COMMON CODE</b>	<b>ISSUE PRICE PER SECURITY</b>	<b>REDEMPTION DATE</b>
CE4004JBG	Up to 1,000	Up to 1,000	NL0015000M18	239479332	SEK 15,000	3 December 2026

### **GENERAL PROVISIONS**

The following terms apply to each series of Securities:

1. Issuer: BNP Paribas Issuance B.V.
2. Guarantor: BNP Paribas
3. Trade Date: 18 November 2021
4. Issue Date: 2 December 2021
5. Consolidation: Not applicable
6. Type of Securities: Certificates  
  
The Securities are Fund Securities.  
  
Automatic Exercise applies.  
  
The provisions of Annex 9 (*Additional Terms and Conditions for Fund 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 Payouts**

**SPS Vanilla Products**  
**Vanilla Call Securities**

Constant Percentage  $1 + \text{Gearing} * \text{Max} (\text{Final Redemption Value} - \text{Strike Percentage, Floor Percentage})$

*Where*

**Constant Percentage 1** means 5%

**Gearing** or **G** is a percentage expected to be about 120% but which will not be less than 100% as determined by the Issuer on Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as publication of these Final Terms.

**Strike Percentage** means 100%

**Floor Percentage** means 0%

**Final Redemption Value** means the Underlying Reference Volatility Hedged Value

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

**SPS Repemption Valuation Date** means Repemption Valuation Date

Payout Switch:

**Applicable**

**Automatic Payout Switch Event** means, If SPS APS Value is equal to or greater than the Automatic Payout Switch Level in respect of a SPS APS Valuation Period, as specified in the applicable Final Terms

**SPS APS Value** means the Greatest Underlying Reference Volatility Hedged Value

**Automatic Payout Switch Level** means 105,00%

**SPS APS Valuation Date** means each Fund Business Day in the SPS APS Valuation Period

**SPS APS Valuation Period** means from 19 November 2021 (included) to 19 November 2026 (included)

**SPS Valuation Date** means SPS APS Valuation Date

**Switch Payout** means Option Max Securities

**Option Max Securities**

$$\text{Constant Percentage 1} + \text{Max}_{a=1}^A ([\text{Additional Final Payout}]_a)$$

*Where:*

**Constant Percentage 1** means 5.0%

**A** means 2

**[Additional Final Payout]<sub>1</sub>** means SPS Fixed Percentage Securities

*Where:*

**Constant Percentage 1** means 0%

**[Additional Final Payout]<sub>2</sub>** means Sum Securities

$$\text{Constant Percentage 1} + \sum_{a=1}^A \text{PW}_a \prod_{b=1}^B ([\text{Additional Final Payout}]_{a,b})$$

*Where:*

**Constant Percentage 1** means 0%

**A** means 81

**B** means 1

**[Additional Final Payout]<sub>[1, 1]</sub>** means Vanilla Call Securities

**Constant Percentage 1 + Gearing \* Max** (Final Redemption Value - Strike Percentage, Floor Percentage)

*Where:*

**Constant Percentage 1** means 0%

**Gearing** or **G** is a percentage expected to be about 120% but which will not be less than 100% as determined by the Issuer on Trade Date after the end of the Offer Period. Notice of the rate will be published in the same manner as publication of these Final Terms.

**Strike Percentage** means 100%

**Floor Percentage** means -100%

**Final Redemption Value** means the Underlying Reference Volatility Hedged Value

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

**SPS Repemption Valuation Date** means Repemption Valuation Date

**[Additional Final Payout]<sub>a</sub>** for  $a = 2-81$  means Vanilla Digital Securities

(A) If a Knock-in Event has occurred: Constant Percentage<sub>1</sub> + Bonus Coupon

If no Knock-in Event has occurred: Constant Percentage<sub>2</sub>

*Where:*

**Constant Percentage<sub>1</sub>** means  $5\% * G$  for  $a = 2$  to 81

**Bonus Coupon** means 0%

**Constant Percentage<sub>2</sub>** means 0%

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

**SPS Repemption Valuation Date** means Repemption Valuation Date

**P<sub>wa</sub>** means -1

Greatest Underlying Reference Volatility Hedged Value

means, in respect of a SPS Valuation Period, the highest Underlying Reference Volatility Hedged Value for all the SPS Valuation Dates in such SPS Valuation Period

Underlying Reference Volatility Hedged Value:

means, in respect of an ACT Day, the rate determined by the Calculation Agent:

$$\text{Underlying Reference Volatility Hedged Value}_t = \text{Underlying Reference Volatility Hedged Value}_{t-1} \times \left[ \text{Constant Percentage 1} + W_{t-1} \left( \frac{\text{Basket}_t}{\text{Basket}_{t-1}} - \text{Constant Percentage 2} \right) + (1 - W_{t-1}) \times \left( \text{Constant Percentage 3} + (\text{Reference Rate}_{t-1} + \text{Leverage Rate}_{t-1}) \times \frac{\text{Act}(t-1,t)}{360} \right) \right] \times \left[ 1 - \text{AF} \times \frac{\text{Act}(t-1,t)}{360} \right]$$

provided that the Underlying Reference Volatility Hedged Value on the Strike Date is Underlying Reference Volatility Hedged Value<sub>0</sub>.

*Where:*

**ACT Day** means each day that is an Underlying Reference Valuation Day and a Strategy Business Day

**Underlying Reference Valuation Day** means a Fund Business Day

**Total Return** is Applicable

**Underlying Reference Volatility Hedged Value<sub>t-1</sub>** means, in respect of an ACT Day, the Underlying Reference Volatility Hedged Value on the ACT Day immediately preceding such day

**Underlying Reference Volatility Hedged Value<sub>0</sub>** means 1

**Constant Percentage1** means 0%

**Constant Percentage2** means 0%

**Constant Percentage3** means 100%

**Basket<sub>t</sub>** means, in respect of an ACT Day, the level determined by the Calculation Agent in accordance with the following formula:

$$\text{Basket}_t = \text{Basket}_{t-1} \times \left[ 1 + \sum_{k=1}^n P_k \left( \frac{\text{Level}_{k,t}}{\text{Level}_{k,t-1}} - 1 \right) \right]$$

Provided that Basket<sub>t</sub> for the Initial ACT Day will be Basket Level<sub>0</sub>.

**Basket<sub>t-1</sub>** means, in respect of an ACT Day, Basket<sub>t</sub> for the ACT Day immediately preceding such day

**Basket<sub>0</sub>** means 1

**n** means 1

**Level<sub>k,t</sub>** means, in respect of an Underlying Reference and an ACT Day, the Underlying Reference Closing Price Value in respect of such day

**Level<sub>k,t-1</sub>** means, in respect of an Underlying Reference and an ACT Day, the Underlying Reference Closing Price on the immediately preceding ACT Day

**Underlying Reference Closing Price Value** means, in respect of a SPS Valuation Date the NAV per Fund Share in respect of such day

**P<sub>k</sub>** means 100%

**Underlying Reference** means

Underlying Reference	Strike Date (t=0)
CSGBORS LX	19 November 2021

**Reference Rate<sub>t-1</sub>** means, in respect of an ACT Day, the Reference Floating Rate for such day as specified in these Final Terms

**Reference Floating Rate** means, in respect of an ACT Day, the Reference Floating Rate Option in respect of the Rate Calculation Date for such day appearing on the Reference Floating Rate Option Page at the Reference Floating Rate Option Time.

means, the 3-month STIBOR rate, published as of 11:00 am LONDON time on two London Business Days prior to Strategy Business Day t as determined by the Calculation Agent.

**Leverage Rate<sub>t-1</sub>** means, in respect of an ACT Day, 0%

**ACT<sub>(t-1,t)</sub>** means, in respect of an ACT Day, the number of calendar days from (but excluding) the ACT Day immediately preceding such ACT Day to (and including) such ACT Day

**AF** means 0%

$W_t$  means in respect of an ACT Day, the percentage determined by the Calculation Agent in accordance with the following formula:

$$W_t = \text{Min}(\text{Max Exposure}; W_t^*)$$

provided that  $W_t$  on the Strike Date is  $W_0$

**Max Exposure** means 200%

**Lag 2** is Applicable

$W_0 = W_1 = W^*_1$  means 100%

$W^*_{t+2}$  means,

If  $W_{t+1}$  is equal to  $W_t$  :

- means  $\frac{W_t \text{ Target}}{\text{Target}}$  if  $W_t > (1 + \text{Tolerance}) * W_t \text{ Target}$

- means  $\frac{W_t \text{ Target}}{\text{Target}}$  if  $W_t < (1 - \text{Tolerance}) * W_t \text{ Target}$

- means  $\frac{W_{t+1}}{\text{Target}}$  otherwise

If  $W_{t+1}$  is not equal to  $W_t$  :

- means  $\frac{W_t \text{ Target}}{W_{t-1} \text{ Target}}$  if  $W_t \text{ Target} > (1 + \text{Tolerance}) * W_{t-1} \text{ Target}$

- means  $\frac{W_t \text{ Target}}{W_{t-1} \text{ Target}}$  if  $W_t \text{ Target} < (1 - \text{Tolerance}) * W_{t-1} \text{ Target}$

- means  $\frac{W_{t+1}}{W_{t-1} \text{ Target}}$  otherwise

**Tolerance** means 5%

**$W_t \text{ Target}$**  means, in respect of an ACT Day, the percentage determined by the Calculation Agent in accordance with the following formula:

$$W_t^{\text{Target}} = \text{Max} \left[ \text{Min}(\text{Max Exposure}; \frac{\text{Target Volatility}}{\text{Max}(\text{Vol } x_t; \text{Vol } y_t)}); \text{Min Exposure} \right]$$

**Target Volatility** means 2%

**Min Exposure** is Not Applicable

**Vol  $x_t$**  means, in respect of an ACT Day, the level determined by the Calculation Agent in accordance with the following formula:

$$\text{Vol } x_t = \sqrt{252} \times \sqrt{\frac{x}{x-1} \times \left[ \frac{1}{x} \sum_{q=1}^{q=x} \left( \ln \left( \frac{\text{Basket}_{t-x+q}^*}{\text{Basket}_{t-x+q-1}^*} \right) \right)^2 - \left( \frac{1}{x} \sum_{i=1}^i=x \ln \left( \frac{\text{Basket}_{t-x+q}^*}{\text{Basket}_{t-x+q-1}^*} \right) \right)^2 \right]}$$



x means 20

**Basket<sub>t-s</sub><sup>t\*</sup>** means a hypothetical basket of Underlying References, which the Calculation Agent will use to determine the volatility of the Basket over the preceding x ACT Days where Vol<sub>x</sub> applies or the preceding y ACT Days where Vol<sub>y</sub> applies and is calculated in accordance with the following formula:

$$Basket_{t-s}^{t*} = \sum_{k=1}^n NS_k^t \times Level_{k,t-s}$$

**NS<sub>k</sub><sup>t</sup>** means, in respect of an Underlying Reference and an ACT Day, the amount determined by the Calculation Agent in accordance with the following formula:

$$NS_k^t = P_k \times \frac{Basket_t}{Level_{k,t}}$$

**Vol<sub>y</sub><sup>t</sup>** means, in respect of an ACT Day, the level determined by the Calculation Agent in accordance with the following formula:

$$Vol_{y_t} = \sqrt{252} \times \sqrt{\frac{y}{y-1} \times \left[ \frac{1}{y} \sum_{q=1}^{y-q=y} \left( \ln \left( \frac{Basket_{t-y+q}^{t*}}{Basket_{t-y+q-1}^{t*}} \right) \right)^2 - \left( \frac{1}{y} \sum_{i=1}^{y-i=y} \ln \left( \frac{Basket_{t-y+q}^{t*}}{Basket_{t-y+q-1}^{t*}} \right) \right)^2 \right]}$$

Reference Value:	Not applicable
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 (“SEK”).
17. Syndication:	The Securities will be distributed on a non-syndicated basis.
18. Minimum Trading Size:	1 Certificate
19. Principal Security Agent:	The Swedish Security Agent is indicated in § 5 of Part B – “Other Information”
20. Registrar:	Not applicable
21. Calculation Agent:	Not applicable

22. Governing law: English law
23. *Masse* provisions (Condition 9.4) Not Applicable

**PRODUCT SPECIFIC PROVISIONS**

24. Hybrid Securities: Not applicable
25. Index Securities: Not applicable
26. Share Securities/ETI Share Securities: 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: Applicable

- |     |                             |             |            |  |
|-----|-----------------------------|-------------|------------|--|
| (a) | Fund/Fund Indices:          | Basket/Fund | Index/Fund | Coeli SICAV I – Nordic Corporate Bond Fund in SEK                                  |
|     |                             |             |            | Coeli SICAV I – Nordic Corporate Bond Fund is a Mutual Fund                        |
| (b) | Fund Share(s):              |             |            | Coeli SICAV I – Nordic Corporate Bond Fund<br><br>Bloomberg Code CSGBORS LX Equity |
| (c) | Fund Documents:             |             |            | As per Conditions  |
| (d) | Fund Business Day:          |             |            | Per Fund Share Basis   |
| (e) | Maximum Days of Disruption: |             |            | As per Conditions  |
| (f) | Fund Service Provider:      |             |            | As per Conditions  |
| (g) | Calculation Date(s):        |             |            | As per Conditions  |
| (h) | Initial Calculation Date:   |             |            | Not applicable   |
| (i) | Final Calculation Date:     |             |            | Not applicable   |
| (j) | Hedging Date:               |             |            | 19 November 2021   |
| (k) | AUM Level:                  |             |            | 50,000,000 EUR or currency equivalent  |
| (l) | NAV Trigger Percentage:     |             |            | Means if the NAV falls by 50% during the NAV Trigger Period                        |
| (m) | NAV Trigger Period:         |             |            | 10 business days   |

(n)	Number of NAV Publication Days:	Five calendar days
(o)	Basket Trigger Level:	Not applicable
(p)	Termination Amount:	As per Conditions
(q)	Termination Date:	As per Conditions
(r)	Delayed Payment Cut-off Date:	As per Conditions
(s)	Cancellation on Occurrence of a Fund Index Adjustment Event:	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):	<p>Illegality: Cancellation in accordance with Security Condition 7.1(c)</p> <p>Force Majeure: cancellation in accordance with Security Condition 7.2(b)</p>
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;">Increased Cost of Hedging</p> <p>(c) Cancellation</p> <p style="padding-left: 40px;">As per Conditions</p>
40.	Knock-in Event:	Applicable
(a)	SPS Knock-in Valuation:	<p>Applicable/Not applicable</p> <p><b>Knock-in Value</b> means the Greatest Underlying Reference Volatility Hedged Value</p> <p><b>SPS Valuation Period</b> means the Knock-in Determination Period</p> <p><b>SPS Valuation Day</b> means Knock-in Determination Day</p>
(b)	Level:	Not applicable

- (c) Knock-in Level/Knock-in Range Level:
- | a   | Knock-in Level |
|-----|----------------|
| 2   | 105,00%        |
| 3   | 110,00%        |
| 4   | 115,00%        |
| 5   | 120,00%        |
| ... | ...            |
| 81  | 500,00%        |
- (d) Knock-in Period Beginning Date: Applicable
- (e) Knock-in Period Beginning Date Day Convention: Applicable
- (f) Knock-in Determination Period: From 19 November 2021 (included) to 19 November 2026 (included)
- (g) Knock-in Determination Day(s): Each Fund Business Day in the Knock-in Determination Period
- (h) Knock-in Period Ending Date: Applicable
- (i) Knock-in Period Ending Date Day Convention: 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: 1 Certificate = SEK 100,000
- (b) Partly Paid Certificates: The Certificates are not Partly Paid Certificates.
- (c) Interest: Applicable

Coupon Switch: Not Applicable

**Sum Coupon**

$$\sum_{a=1}^A (CW_a(i) \times \text{Additional Coupon}_a(i))$$

Where:

A means 160

**Additional Coupon a for a = 1 to 80 means**

<i>i</i>	<i>Additional Coupon a for a = 1 to 80</i>
<i>1 to 5</i>	<b>Digital Coupon</b>

**CWa for a = 1 to 80 means**

<i>i</i>	<i>CWa for a = 1 to 80</i>
<i>1 to 5</i>	<i>1</i>

**Additional Coupon a for a = 81 to 160 means**

<i>i</i>	<i>Additional Coupon a for a = 81 to 160</i>
<i>1</i>	<b>Not applicable</b>
<i>2 to 5</i>	<b>Digital Coupon</b>

**CWa for a = 81 to 160 means**

<i>i</i>	<i>CWa for a = 81 to 160</i>
<i>1</i>	Not applicable
<i>2 to 5</i>	-1

- (i) Interest period(s) SPS Coupon Valuation Period(s)
- (ii) Interest Period End Date(s) SPS Coupon Valuation Period(s)
- (iii) Business Day Convention for Interest Period End Date(s): Not applicable

(iv) Interest Payment Date(s)

<i>i</i>	<i>Interest Payment Date(s)</i>
<i>1</i>	December 05th, 2022
<i>2</i>	December 04th, 2023
<i>3</i>	December 02nd, 2024
<i>4</i>	December 02nd, 2025
<i>5</i>	December 03rd, 2026

- (v) Business Day Convention for Interest Payment Date(s): Not applicable

- (vi) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent): Calculation Agent
- (vii) Margin(s): Not applicable
- (viii) Minimum Interest Rate: As per the Conditions
- (ix) Maximum Interest Rate: Not applicable
- (x) Day Count Fraction: Unadjusted
- (xi) Determination Dates: Not applicable
- (xii) Accrual to Redemption: Not applicable
- (xiii) Rate of Interest: Fixed Rate
- (xiv) Coupon Rate: Digital Coupon applicable:

**Additional Coupon a for a= 1 to 80**

*Where:*

**Rate(i)** means  $5\% * G$

**i** means “i” (i = 1 to 5) means the relevant Interest Payment Date

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

**Barrier Level** means

a	Barrier Level
2	105,00%
3	110,00%
4	115,00%
5	120,00%
...	...
80	500,00%

**SPS Coupon Valuation Period** means

<i>i</i>	<i>SPS Coupon Valuation Period</i>
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<i>1</i>	<i>From 19 November 2021 (excluded) to 21 November 2022 (included)</i>
<i>2</i>	<i>From 21 November 2022 (excluded) to 20 November 2023 (included)</i>
<i>3</i>	<i>From 20 November 2023 (excluded) to 19 November 2024 (included)</i>
<i>4</i>	<i>From 19 November 2024 (excluded) to 19 November 2025 (included)</i>
<i>5</i>	<i>From 19 November 2025 (excluded) to 19 November 2026 (included)</i>

**SPS Coupon Valuation Date** means

Settlement Price Date = Valuation Date = Interest  
Valuation Date(s)

<i>i</i>	<i>Interest Valuation Date(s)</i>
<i>1</i>	<i>Each Fund Business Day in SPS Coupon Valuation Period 1</i>
<i>2</i>	<i>Each Fund Business Day in SPS Coupon Valuation Period 2</i>
<i>3</i>	<i>Each Fund Business Day in SPS Coupon Valuation Period 3</i>
<i>4</i>	<i>Each Fund Business Day in SPS Coupon Valuation Period 4</i>

5	<i>Each Fund Business Day in SPS Coupon Valuation Period 5</i>
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**Additional Coupon a for a= 81 to 160**

*Where:*

**Rate(i)** means 5% \* G

**i** means “i” (i = 1 to 5) means the relevant Interest Payment Date

**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

**Barrier Level** means

a	Barrier Level
81	105,00%
82	110,00%
83	115,00%
84	120,00%
...	...
160	500,00%

**SPS Coupon Valuation Period** means

<i>i</i>	<i>SPS Coupon Valuation Period</i>
1	<i>Not applicable</i>
2	<i>From 19 November 2021 (excluded) to 21 November 2022 (included)</i>
3	<i>From 19 November 2021 (excluded) to 20 November 2023 (included)</i>
4	<i>From 19 November 2021 (excluded) to 19 November 2024 (included)</i>



5	<i>From 19 November 2021 (excluded) to 19 November 2025 (included)</i>
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**SPS Coupon Valuation Date means**

Settlement Price Date = Valuation Date = Interest Valuation Date(s)

<i>i</i>	<i>Interest Valuation Date(s)</i>
1	<i>Not applicable</i>
2	<i>Each Fund Business Day in SPS Coupon Valuation Period 2</i>
3	<i>Each Fund Business Day in SPS Coupon Valuation Period 3</i>
4	<i>Each Fund Business Day in SPS Coupon Valuation Period 4</i>
5	<i>Each Fund Business Day in SPS Coupon Valuation Period 5</i>

DC Barrier Value

Greatest Underlying Reference Volatility Hedged Value

SPS Valuation Period

SPS Coupon Valuation Period

SPS Valuation Date

SPS Coupon Valuation Date

- |   |                |
|---|----------------|
| (d) Fixed Rate Provisions:                      | Not Applicable |
| (e) Floating Rate Protivions:                   | Not Applicable |
| (f) Linked Interest Certificates:               | Not Applicable |
| (g) Payment of Premium Amounts                  | Not applicable |
| (h) Index Linked Certificates:                  | Not applicable |
| (i) Share Linked/ETI Share Linked Certificates: | Not applicable |
| (j) ETI Linked Certificates:                    | Not applicable |

(k)	Debt Linked Certificates:	Not applicable
(l)	Commodity Linked Premium Amount Certificates:	Not applicable
(m)	Inflation Index Linked Premium Amount Certificates	Not applicable
(n)	Currency Linked Premium Amount Certificates:	Not applicable
(o)	Fund Linked Premium Amount Certificates:	Not applicable
(p)	Futures Linked Premium Amount Certificates:	Not applicable
(q)	Underlying Interest Rate Linked Interest Provisions	Not applicable
(r)	Instalment Certificates:	The Certificates are not Instalment Certificates
(s)	Issuer Call Option:	Not applicable
(t)	Holder Put Option:	Not applicable
(u)	Automatic Early Redemption:	Not applicable
(v)	Strike Date:	19 November 2021
(w)	Strike Price	Not applicable
(x)	Redemption Valuation Date	19 November 2026
(y)	Averaging:	Averaging does not apply to the Certificates
(z)	Observation Dates:	Not applicable
(aa)	Observation Period:	Not applicable
(bb)	Settlement Business Date:	Not applicable
(cc)	Cut-off Date:	Not applicable
(dd)	Identification information of Holders as provided by condition 29:	Not applicable

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

<b>43.</b>	U.S. Selling Restrictions:	Not applicable – the Securities may not be legally or beneficially owned by or transferred to any U.S. person at any time
------------	----------------------------	---

- |     |   |   |
|-----|---|---|
| 44. | Additional U.S. Federal income tax considerations:  | The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.  |
| 45. | Registered broker/dealer:   | Not applicable  |
| 46. | TEFRA C or TEFRA Not Applicable:  | TEFRA C/TEFRA Not Applicable  |
| 47. | Non-exempt Offer:   | Applicable  |
|     | (a) Non-exempt Offer Jurisdictions:   | Sweden  |
|     | (b) Offer Period:   | The period from and including 4 October 2021 to and including 5 November 2021, subject to any early closing or extension of the Offer Period, as indicated in Part B, item 7. |
|     | (c) Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it: | Not applicable  |
|     | (d) General Consent:  | Not applicable  |
|     | (e) Other Authorised Offeror Terms:   | Not Applicable  |
| 48. | Prohibition of Sales to EEA Investors:  |   |
|     | (a) Selling Restriction:  | Not applicable  |
|     | (b) Legend:   | Not applicable  |

**PROVISIONS RELATING TO COLLATERAL AND SECURITY**

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

For the purpose of the Securities the terms specified in these Final Terms are deemed to be incorporated into the Terms and Conditions of the Securities as amended and/or supplemented by the provisions of the Additional Terms and Conditions set out in the Annex specified in the Final Terms (the "**Conditions**") and shall thereby complete the Conditions for the purpose of the Securities and these Final Terms may be regarded as evidencing the complete Conditions.

## Responsibility

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

Signed on behalf of BNP Paribas Issuance B.V.

As Issuer:

A handwritten signature in black ink, appearing to be 'P.P.R.', written in a cursive style.

By:

Duly authorised

## PART B – OTHER INFORMATION

### 1. Listing and Admission to trading

Application has been made to list the Securities on the Official List of NGM Nordic MTF.

Estimate of total expenses related to admission to trading: EUR 3,600

### 2. Ratings

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

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

(a) Reasons for the offer: See "Use of Proceeds" in the Base Prospectus

(b) Estimated net proceeds: Up to SEK 100,000,000

(c) Estimated total expenses: See item 1 of this Part B above

### 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.

Part and further performances of the Fund 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).

The Issuer does not intend to provide post-issuance information.

### 6. Operational Information

Relevant Clearing System(s): Euroclear Sweden

If other than Euroclear Bank S.A./N.V., Clearstream Identification number(s): 5561128074

Banking, S.A., Euroclear France, include the relevant identification number(s) and in the case of Swedish Security Agent:

Swedish Dematerialised Securities, the Swedish Security Agent: **Nordea Bank Abp, Swedish Branch**

Address: 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 Issuer will determine the final amount of Securities issued up to a limit of SEK 100,000,000. The final amount that are issued on 2 December 2021

will be listed/admitted to trading on NGM Nordic MTF. 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 depending on the number of Securities which have been agreed to be purchased as of 2 December 2021.

Description of the application process:

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

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

Minimum subscription amount per investor: One (1) Security.

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 total amount of the offer destined to prospective investors the Issuer, in accordance with the Authorised Offeror, will proceed to early terminate the Offer Period and will immediately suspend the acceptance of further requests

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

Not applicable

Details of the method and time limits for paying up and delivering 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 or around 5 November 2021 on the following link: <a href="https://eqdpo.bnpparibas.com/NL0015000M18">https://eqdpo.bnpparibas.com/NL0015000M18</a>
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:	No dealings in the Securities on a regulated market for the purposes of the Markets in Financial Instruments Directive 2014/65/EU may take place prior to the Issue Date.
Amount of any expenses and taxes charged to the subscriber or purchaser:	The Issuer is not aware of any expenses and taxes specifically charged to the subscriber.

- 8. MiFID II Product Governance/Target Market Assessment**
- Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five categories in item 18 of the Guidelines published by the European Securities and Markets Authority on 5 February 2018, has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Securities are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services; and (iii) the following channels for distribution of the Securities to retail clients are appropriate – investment advice, portfolio management, non-advised sales and pure execution services, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Consider any negative target market. Any person subsequently offering, selling or recommending the Securities (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

## **ANNEX A – ISSUE SPECIFIC SUMMARY**



# Summary

## Section A – Introduction and Warnings

### Warnings

This summary should be read as an introduction to the Base Prospectus and the applicable Final Terms.

Any decision to invest in any Securities should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the applicable Final Terms.

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

Where a claim relating to information contained in the Base Prospectus and the applicable Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating the Base Prospectus and the applicable Final Terms before the legal proceedings are initiated.

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

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

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

5Y Certificates linked to Coeli Nordic Corporate Bond Fund with 5% Capital Protection in SEK - The securities are Certificates. International Securities Identification Number ("ISIN"): NL0015000M18.

### Identity and contact details of the issuer

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

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

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

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

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

### Date of approval of the prospectus

The Base Prospectus has been approved on 1 June 2021 under the approval number 21-196 by the AMF, as supplemented from time to time.

## Section B - Key information on the issuer

### Who is the issuer of the securities?

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

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

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

### Principal activities

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

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

### Major shareholders

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

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

The Managing Director of the Issuer is BNP Paribas Finance B.V.

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

### Identity of the issuer's statutory auditors

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

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

#### Key financial information

#### Income statement

	Year	Year-1		
In €	31/12/2020	31/12/2019		
<b>Operating profit/loss</b>	54,758	47,976		

Balance sheet				
	Year	Year-1		
In €	31/12/2020	31/12/2019		
Net financial debt (long term debt plus short term debt minus cash)	69,621,531,827	64,938,742,676		
Current ratio (current assets/current liabilities)	1	1		
Debt to equity ratio (total liabilities/total shareholder equity)	112,649	112,828		
Interest cover ratio (operating income/interest expense)	No interest expenses	No interest expenses		
Cash flow statement				
	Year	Year-1		
In €	31/12/2020	31/12/2019		
Net Cash flows from operating activities	-563,228	661,222		
Net Cash flows from financing activities	0	0		
Net Cash flows from investing activities	0	0		

#### Qualifications in the audit report

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

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

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

### Section C - Key Information on the securities

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

##### Type, class and ISIN

5Y Certificates linked to Coeli Nordic Corporate Bond Fund with 5% Capital Protection in SEK - The securities are Certificates. International Securities Identification Number ("ISIN"): NL0015000M18.

##### 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 100,000. Up to 1,000 Securities will be issued. The Securities will be redeemed on 3 December 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 an underlying Fund. The product may also pay coupon under predefined conditions in accordance with the Coupon provisions below. On the Redemption Date, you will receive in respect of each certificate in addition to any final payment of a coupon:

**Coupon:** A conditional coupon is due for payment at the relevant Conditional Coupon Rate if, on any Coupon Valuation Date<sub>n</sub>, Lock-In Event(s) occurred between Coupon Valuation Date<sub>n</sub> and Coupon Valuation Date<sub>n-1</sub>.

1. If a Lock-in Event has occurred:

a. If the Final Level of the Strategy is greater than or equal to the Max Lock-in Level on the Redemption Valuation Date: a payment in cash equal to the Notional Amount multiplied by G% of the Final Level of the Strategy minus the Max Lock-in Level on the Redemption Valuation Date plus 5%.

b. If the Final Level of the Strategy is less than the Max Lock-in Level on the Redemption Valuation Date: a payment in cash equal to 5% of the Notional Amount.

2. If no Lock-in Event has occurred:

a. If the Final Level of the Strategy is greater than or equal to 0%: a payment in cash equal to the Notional Amount multiplied by G% of the Final Level of the Strategy plus 5%.

b. If the Final Level of the Strategy is less than 0%: a payment in cash equal to 5% of the Notional Amount. In this case, you will suffer a partial loss of the Notional Amount.

**Where:**

- A Lock-in Event shall be deemed to occur if, on any Lock-in observation dates, the level of the Strategy is greater than or equal to one of the Lock-in Barrier.
- The Max Lock-in Level is the highest Lock-in Level (corresponding to the Lock-in Barrier) reached by the Strategy on the occurrence of a Lock-in Event in on any Lock-in observation dates.
- The Strategy is calculated recursively on a daily basis over the life of the certificate. The Strategy aims to replicate the performance of the Underlying fund with a mechanism of volatility control equal to 2% on a per annum basis. The mechanism of volatility control is made by adjusting the weight allocated between the Underlying Fund and the Reference Rate in order to limit the volatility of the Strategy to 2% per annum (the maximum exposure of the Underlying Fund in the Strategy is equal to 200%).
- The Final Level of the Strategy is the Strategy on the Redemption Valuation Date minus 100%.
- G% is a percentage expected to be about 120% but which will not be less than 100%.

Strike Date	19 November 2021	Issue Price	SEK 15,000
Issue Date	2 December 2021	Product Currency	SEK
Redemption Valuation Date	19 November 2026	Notional Amount (per certificate)	SEK 100,000
Redemption Date (maturity)	3 December 2026		

<b>Coupon Valuation Datan</b>	21 November 2022 (n=1), 20 November 2023 (n=2), 19 November 2024 (n=3), 19 November 2025 (n=4) and 19 November 2026 (n=5).	<b>Coupon Payment Datan</b>	5 December 2022 (n=1), 4 December 2023 (n=2), 2 December 2024 (n=3), 2 December 2025 (n=4) and 3 December 2026 (n=5).
<b>Lock-in Barrier</b>	105%, 110%, 115%, 120%, 125%, ... , 500%	<b>Conditional Coupon Rate</b>	The Notional Amount multiplied by G% of the Max LockIn Level (Coupon Valuation Datan) minus Max LockIn Level (Coupon Valuation Datan-1)
<b>Lock-in Level</b>	5%, 10%, 15%, 20%, 25%, ... , 400%	<b>Lock-in observation dates</b>	Each Fund Business Day between 19 November 2021 and 19 November 2026

<b>Reference Rate</b>	3-month STIBOR
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<b>Underlying</b>	<b>Bloomberg Code</b>
Coeli SICAV I – Nordic Corporate Bond Fund in SEK	CSGBORS LX Equity

**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.

<b>Seniority of the securities</b>
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The Securities are unsubordinated and unsecured obligations of the Issuer and rank *pari passu* among themselves.

<b>Restrictions on the free transferability of the securities</b>
---

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

<b>Dividend or payout policy</b>
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Not Applicable

<b>Where will the securities be traded?</b>
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<b>Admission to trading</b>
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Not applicable

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

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

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

<b>Description of the guarantor</b>
-------------------------------------

The Securities will be unconditionally and irrevocably guaranteed by BNP Paribas ("BNPP" or the "Guarantor") pursuant to an English law deed of guarantee executed by BNPP 1 June 2021 (the "Guarantee").

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

BNPP's long-term credit ratings are A+ with a negative outlook (S&P Global Ratings Europe Limited), Aa3 with a stable outlook (Moody's Investors Service Ltd.), , AA- with a negative outlook (Fitch Ratings Ireland Limited) (which is the long-term rating assigned to BNPP's senior preferred debt by Fitch Ratings Ireland Limited) and AA (low) with a stable outlook (DBRS Rating GmbH) and BNPP's short-term credit ratings are A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Investors Service Ltd.), F1+ (Fitch Ratings Ireland Limited.) and R-1 (middle) (DBRS Rating GmbH).

BNPP is a European leading provider of banking and financial services and has four domestic Retail Banking markets in Europe, namely in France, Belgium, Italy and Luxembourg. It operates in 68 countries and has more than 193,000 employees, including nearly 148,000 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, BNP Paribas Personal Investors, Nickel and Luxembourg Retail Banking (LRB);

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

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

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

As at 31 December 2020, the main shareholders were Société Fédérale de Participations et d'Investissement ("SFPI") a public-interest société anonyme (public limited company) acting on behalf of the Belgian government state holding 7.7% of the share capital, BlackRock Inc. holding 6.0% of the share capital and Grand Duchy of Luxembourg holding 1.0% of the share capital.

<b>Key financial information for the purpose of assessing the guarantor's ability to fulfil its commitments under the guarantee</b>
---

Income statement					
	Year	Year-1	Year-2	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2020	31/12/2019	31/12/2018	31/03/2021	31/03/2020
Net interest income	21,312	21,127	21,062	n.a	n.a
Net fee and commission income	9,862	9,365	9,207	n.a	n.a
Net gain on financial instruments	7,146	7,464	6,118	n.a	n.a
Revenues	44,275	44,597	42,516	11,829	10,888
Cost of risk	-5,717	-3,203	-2,764	-896	-1,426
Operating Income	8,364	10,057	9,169	2,336	1,305
Net income attributable to equity holders	7,067	8,173	7,526	1,768	1,282
Earnings per share (in euros)	5.31	6.21	5.73	1.31	0.93
Balance sheet					
	Year	Year-1	Year-2	Interim	Comparative interim from same period in prior year
In millions of €	31/12/2020	31/12/2019	31/12/2018	31/03/2021	31/03/2020
Total assets	2,488,491	2,164,713	2,040,836	2,660,266	2,673,276
Debt securities	212,351	221,336	206,359	236,942	223,387
Of which mid long term Senior Preferred	82,086*	88,466*	88,381	n.a	n.a
Subordinated debt	23,325	20,896	18,414	n.a	n.a
Loans and receivables from customers (net)	809,533	805,777	765,871	821,991	941,099
Deposits from customers	940,991	834,667	796,548	974,083	907,662
Shareholders' equity (Group share)	112,799	107,453	101,467	113,788	109,037
Doubtful loans/ gross outstandings**	2.1%	2.2%	2.6%	2.1%	2.1%
Common Equity Tier 1 capital (CET1) ratio	12.8%	12.1%	11.8%	12.8%	12%
Total Capital Ratio	16.4%	15.5%	15%	16.2%	15.5%
Leverage Ratio***	4.9%	4.6%	4.5%	4.3%	3.9%

(\*) Regulatory scope

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

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

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

1. A substantial increase in new provisions or a shortfall in the level of previously recorded provisions exposed to credit risk and counterparty risk could adversely affect the BNP Paribas Group's results of operations and financial condition
2. An interruption in or a breach of the BNP Paribas Group's information systems may cause substantial losses of client or customer information, damage to the BNP Paribas Group's reputation and result in financial losses
3. The BNP Paribas Group may incur significant losses on its trading and investment activities due to market fluctuations and volatility
4. Adjustments to the carrying value of the BNP Paribas Group's securities and derivatives portfolios and the BNP Paribas Group's own debt could have an adverse effect on its net income and shareholders' equity
5. The BNP Paribas Group's access to and cost of funding could be adversely affected by a resurgence of financial crises, worsening economic conditions, rating downgrades, increases in sovereign credit spreads or other factors
6. Adverse economic and financial conditions have in the past had and may in the future have an impact on the BNP Paribas Group and the markets in which it operates
7. Laws and regulations adopted in recent years, particularly in response to the global financial crisis, as well as new legislative proposals, may materially impact the BNP Paribas Group and the financial and economic environment in which it operates
8. The BNP Paribas Group may incur substantial fines and other administrative and criminal penalties for noncompliance with applicable laws and regulations, and may also incur losses in related (or unrelated) litigation with private parties
9. Epidemics and pandemics, including the ongoing coronavirus (COVID-19) pandemic and their economic consequences may adversely affect the Group's business, operations, results and financial condition

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

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

There are also risks associated with the Securities, including:

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

The return on the Securities depends on the performance of the Underlying Reference(s) and the capital protection applies only at Maturity.

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

Index Securities are linked to the performance of an underlying index (an "Index"), which may reference various asset classes such as, equities, bonds, currency exchange rates or property price data, or could reference a mixture of asset classes. Investors in Index Securities face the risk of a broader set of circumstances that mean that the assets underlying the Index do not perform as expected compared to an investment in conventional debt securities. Accordingly, the return on an investment in Index Securities is more likely to be adversely affected than an investment in conventional debt securities.

Exposure to indices, adjustment 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**

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

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

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

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

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

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

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

The net proceeds from the issue of the Securities will become part of the general funds of the Issuer. Such proceeds may be used to maintain positions in options or futures contracts or other hedging instruments.

Estimated net proceeds: Up to SEK 100,000,000

#### **Underwriting agreement**

No underwriting commitment is undertaken by the Offeror

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

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

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

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

Other than as mentioned above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer, including conflicting interests.

# 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 samarbetsrådet 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 eller Garanten 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

5Y Certifikat kopplat till Coeli Nordic Corporate Bond Fund med 5% kapitalskydd i SEK – Värdepappren är Certifikat. Internationellt identifikationsnummer på värdepappret ("ISIN"): NL0015000M18.

### Emittentens namn och kontaktuppgifter

BNP Paribas Issuance B.V. ("Emittent"), Herengracht 595, 1017 CE Amsterdam, Nederländerna (telefonnummer: +31(0)88 738 0000). Emittentens organisationsnummer är 7245009UXRIGIRYOBR48.

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

Person som ber om tillstånd att få handla: BNP Paribas Issuance B.V. ("Emittenten"), Herengracht 595, 1017 CE Amsterdam, Nederländerna (telefonnummer: +31(0)88 738 0000).

### 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

### Datum för godkännande av tillståndet

Grundprospektet har fått tillstånd den 1 Juni 2021 under den godkända numret 21-196 av AMF, med olika bilagor från tid till.

## Avsnitt B - Emittentens nyckelinformation

### Vem är värdepapprens emittent?

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

BNPP B.V. är ett privat aktiebolag registrerat i Nederländerna enligt nederländsk lag, med säte på Herengracht 595, 1017 CE Amsterdam, Nederländerna; Organisationsnummer (LEI): 7245009UXRIGIRYOBR48.

BNPP B.V.:s långfristiga kreditvärderingar är A+ med negativa utsikter (S&P Global Ratings Europe Limited) och BNPP B.V.:s kortfristiga kreditvärderingar är A-1 (S&P Global Ratings Europe Limited).

#### Huvudsaklig verksamhet

Emittentens huvudsakliga verksamhet består i att emittera och/eller förvärva alla slags finansiella instrument och att ingå avtal inom liknande områden för de olika enheterna inom BNPP-koncernen.

BNPP B.V. tillgångar består av förpliktelserna från andra enheter i BNPP-koncernen. Innehavare av värdepapper som emitterats av BNPP B.V. kommer, med förbehåll för bestämmelserna i garantin som utfärdats av BNPP, att utsättas för BNPP-gruppens förmåga att fullgöra sina åtaganden gentemot BNPP B.V.

#### Största aktieägare

BNP Paribas innehar 100 procent av aktiekapitalet i BNPP B.V.

#### Identiteten för de viktigaste administrerande direktörerna

Emittentens Verkställande direktör är BNP Paribas Finance B.V.

De Verkställande direktörerna i BNP Paribas Finance B.V. är Edwin Herskovic, Erik Stroet, Folkert van Asma, Richard Daelman, Geert Lippens och Matthew Yandle.

#### Identiteten för emittentens lagstadgade revisorer

Mazars N.V. är emittentens revisorer Mazars N.V. är en oberoende revisionsfirma i Nederländerna och registrerad på NBA (*Nederlandse Beroepsorganisatie van Accountants*).

### Vilka är emittentens finansiella nyckeluppgifter?

#### Finansiell nyckelinformation

##### Resultaträkning

	År	År-1	
I €	31/12/2020	31/12/2019	
Rörelseresultat	54 758	47 976	

Balansräkning			
	År	År-1	
I €	31/12/2020	31/12/2019	
Finansiell skuldsättningsgrad (långsiktiga skulder plus kortfristiga skulder minus kontanter)	69 621 531 827	64 938 742 676	
Nuvarande kapitaltäckningsgrad (omsättningstillgångar/kortfristiga skulder)	1	1	
Skuld i förhållande till eget kapital (totala skulder/totala egna kapitalet)	112 649	112 828	
Räntetäckningsgrad (rörelseresultat/räntekostnad)			
Kassaflödesanalys			
	År	År-1	
I €	31/12/2020	31/12/2019	
Likvida medel från den löpande verksamheten	-563 228	661 222	
Likvida medel från finansieringsverksamheten	0	0	
Likvida medel från investeringsverksamheten	0	0	

#### Reservationer i revisionsberättelsen

Inte tillämpligt, det finns inga reservationer i någon av revisionsberättelserna avseende den historiska finansiella information som inkluderats i Grundprospektet.

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

Inte tillämpligt. BNPP B.V. är ett operationellt bolag. Kreditvärdigheten för BNPP B.V. beror på BNPP: s kreditvärdighet.

### Avsnitt C - Nyckelinformation om värdepapperen

#### Vilka är värdepappernas viktigaste kännetecken?

#### Typ, kategori och ISIN

5Y Certifikat kopplat till Coeli Nordic Corporate Bond Fund med 5% kapitalskydd i SEK – Värdepapperen är Certifikat. Internationellt identifikationsnummer på värdepapperet ("ISIN"): NL0015000M18.

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

Värdepappernas valuta är Swedish Krona ("SEK"). Värdepapperna har ett partivärde på SEK 100 000. Upp till 1 000 värdepapper kommer att emitteras. Värdepapperna kommer att lösas in den 3 december 2026.

#### Rättigheter som sammanhänger med värdepapperen

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

*Uppsägningsgrunder* - Villkoren för Värdepapperna 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 Fond. Produkten kan också betala en kupong under fördefinierade villkor i enlighet med kupongbestämmelserna nedanför. På avtalsdagen får du för varje certifikat med eventuell slutbetalning av en kupong:

1. Om en Inlåsningshändelse har inträffat :

a. Om Slutkursen på Strategi är större än eller lika med Högsta Observerade Inlåsningsnivån på slutdagen, kommer du få det Nominella Beloppet multiplicerad av G% av Strategin minus det Högsta Observerade Inlåsningsnivån plus 5%.

b. Om Slutkursen på Strategi är mindre än Högsta Observerade Inlåsningsnivån på slutdagen, kommer du få 5% av det Nominella Beloppet.

2. Om ingen Inlåsningshändelse har inträffat :

a. Om Slutkursen på Strategi är större än eller lika med 0%, kommer du få det Nominella Beloppet multiplicerad av G% av Strategin plus 5%.

b. Om Slutkursen är mindre än 100% kommer du få 5% av det Nominella Beloppet.

**Kupong:** En villkorad kupong förfaller till betalning till relevant kupongränta om, på vilken observationsdag för kupongen, en eller flera Inlåsningshändelse(r) har inträffats mellan Observationsdag<sub>n</sub> och Observationsdag<sub>n-1</sub> för kupongen.

Där :

- En Inlåsningshändelse ska inträffa om, på Inlåsningshändelse observationsdagar, Strategin nivå är större än eller lika med en av det Inlåsnings barriär.
- Högsta Observerade Inlåsningsnivån är den högsta Inlåsningsnivån Strategin uppnådd på Inlåsningshändelse observationsdagar.
- Strategin räknas ut rekursivt dagligen under löptiden. Strategin syftar till att replikera avkastningen för underliggande fond vilken en förutbestämd volatilitetskontrollmekanism appliceras. Målvolatilitetsnivå är lika med 2% per annum. Volatilitetskontrollmekanismen justerar dynamiskt exponeringen mellan underliggande fond och referensräntan för att behålla dess årliga volatilitet kring Målvolatilitetsnivån (Strategins' maximala exponering är lika med 200%).
- Slutkursen på Strategi är Strategin på Slutdagen minus 100%.
- G är ett procental lika med 120 procent och ska inte vara mindre än 100 procent.

Startdag	19 november 2021
Emissionsdag	2 december 2021
Slutdag	19 november 2026
Återbetalningsdag	3 december 2026

Emissionskurs	SEK 15,000
Valuta	SEK
Nominellt belopp (per produkt)	SEK 100,000

<b>Observationsdag<sub>n</sub> för kupongen</b>	21 november 2022 (n=1), 20 november 2023 (n=2), 19 november 2024 (n=3), 19 november 2025 (n=4) and 19 november 2026 (n=5).	<b>Kupongens utbetalningsdag<sub>n</sub></b>	5 december 2022 (n=1), 4 december 2023 (n=2), 2 december 2024 (n=3), 2 december 2025 (n=4) and 3 december 2026 (n=5).
<b>Inläsningsbarriär</b>	105%, 110%, 115%, 120%, 125%, ... , 500%	<b>Villkorad kupongränta</b>	nominellt belopp multiplicerad av G% av Högsta Inläsningsnivå (Observationsdag <sub>n</sub> ) min Högsta Inläsningsnivå (Observationsdag <sub>n-1</sub> )
<b>Inläsningsnivå</b>	5%, 10%, 15%, 20%, 25%, ... , 400%	<b>Inläsningshändelse observationsdagar</b>	Varje Fond Arbetsdag, mellan den 19 november 2021 and 19 november 2026

<b>Underliggande</b>	<b>Bloombergkod</b>
Coeli SICAV I – Nordic Corporate Bond Fund i SEK	CSGBORS LX Equity

<b>Referensränta</b>
3-månad STIBOR

**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

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

#### Begränsningar vad gäller överlåtelse av värdepapper

Det finns inga begränsningar vad gäller överlåtelse av Värdepappererna.

#### Utdelning eller utbetalningspolicy

Inte tillämplig

#### Var kommer värdepapperen att handlas?

#### Medgivande till handel

Inte tillämplig

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

#### Garantins beskaffenhet och omfattning

Åtagandena enligt garantin är icke efterställda (enligt betydelsen i artikel L.613-30-3-13° i den franska lagen Code monétaire et financier) och icke säkerställda åtaganden för BNPP och kommer att rankas pari passu med alla övriga nuvarande och framtida icke efterställda och icke säkerställda åtaganden som är föremål för sådana undantag och kan vid olika tillfällen vara obligatoriska enligt fransk lag.

I händelse av en skuldnedskrivning av BNPP men inte av BNPP B.V, kommer alla förpliktelser och/eller belopp som är i BNPP ägo enligt garantin att reduceras för att återspegla alla ändringar eller reduceringar av åtaganden för BNPP som är en följd av tillämpningen av skuldnedskrivning av BNPP av en tillämplig regleringsmyndighet (inklusive i en situation där själva garantin inte är föremål för en sådan skuldnedskrivning).

Garanten garanterar varje Innehavare villkorslöst och oåterkalleligt att om, oavsett anledning, BNPP B.V inte betalar någon summa som är förfallen till betalning eller inte verkställer någon skyldighet gällande något värdepapper på dagen som specificerats för en sådan betalning eller förpliktelse, kommer Garanten enligt villkoren att betala summan i gällande valuta i omedelbart tillgängliga fondmedel eller, i tillämpliga fall, verkställa eller anskaffa medel för förpliktelsen i fråga på förfallodagen.

#### Beskrivning av garanten

Värdepappererna kommer ovillkorligen och oåterkalleligt att säkerställas av BNP Paribas ("BNPP" eller "Garanten") i enlighet med engelsk gällande rätt, verkställt av BNPP den 1 juni 2021 ("Garantin").

Garanten 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): RÖMUWSFPU8MPRO8K5P83.

BNPP:s långsiktiga kreditbetyg är A+ med negativ prognos (S&P Global Ratings Europe Limited), Aa3 med stabila prognos (Moody's, Investors Service Ltd.), AA- med negativ prognos (Fitch Ratings Ireland Limited) (vilket är den långsiktiga värdering som tilldelats BNPP:s preferensobligationer med bättre rätt av Fitch Ratings Ireland Limited) och AA (låg) med stabila prognos (DBRS Rating GmbH) och BNPP:s kortfristiga kreditbetyg är A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Investors Service Ltd.), F1+ (Fitch Ratings Ireland Limited) och R-1 (medel) (DBRS Rating GmbH).

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 68 länder och har mer än 193 000 anställda, inklusive nästan 148 000 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, BNP Paribas Personal Investors, Nickel och Luxembourg Retail Banking (LRB);

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

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

BNP Paribas SA är BNP Paribas Grupp moderbolag.

Per den 31 december 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 6,0 procent av aktiekapitalet och Storhertigdömet av Luxemburg som äger 1,0 procent av aktiekapitalet.

#### Finansiella nyckelinformation i syfte att bedöma garantens möjligheter att fullgöra åtagandena enligt garantin



Resultaträkning					
	År	År-1	År-2	Delår	Jämförande delårsperiod från samma period föregående år
I miljoner €	31/12/2020	31/12/2019	31/12/2018	31/03/2021	31/03/2020
Räntenetto	21 312	21 127	21 062	n.a	n.a
Nettoavgift och provisioner	9 862	9 365	9 207	n.a	n.a
Nettovinst på finansiella instrument	7 146	7 464	6 118	n.a	n.a
Intäkter	44 275	44 597	42 516	11 829	10 888
Kostnad för risk	-5 717	-3 203	-2 764	-896	-1 426
Rörelseresultat	8 364	10 057	9 169	2 336	1 305
Nettoresultat hänförligt till aktieägare	7 067	8 173	7 526	1 768	1 282
Resultat per aktie (i €)	5,31	6,21	5,73	1,31	0,93
Balansräkning					
	År	År-1	År-2	Delår	Jämförande delårsperiod från samma period föregående år
I miljoner €	31/12/2020	31/12/2019	31/12/2018	31/03/2021	31/03/2020
Totala tillgångar	2 488 491	2 164 713	2 040 836	2 660 266	2 673 276
Skuldförbindelser	212 351	221 336	206 359	236 942	223 387
Av vilka medelfristiga prioriterade skuldförbindelser föredras	82 086*	88 466*	88 381	n.a	n.a
Mindre prioriterade skulder	23 325	20 896	18 414	n.a	n.a
Lån och kundfordringar (netto)	809 533	805 777	765 871	821 991	941 099
Insättningar från kunder	940 991	834 667	796 548	974 083	907 662
Eget kapital (koncernandel)	112 799	107 453	101 467	113 788	109 037
Tvivelaktiga lån/bruttoresultat**	2,1%	2,2%	2,6%	2,1%	2,1%
Kärnprimärkapitalrelation	12,8%	12,1%	11,8%	12,8%	12%
Total kapitalrelation	16,4%	15,5%	15%	16,2%	15,5%
Hävstångsmått***	4,9%	4,6%	4,5%	4,3%	3,9%

(i) 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).

(\*\*\*) Med beaktande av det tillfälliga undantaget för insättningar hos centralbanker i Eurosystemet (beräknat i enlighet med förordning (EU) nr 2020/873, artikel 500b). Den uppgår till 4,4 % vid 31.12.20 exklusive denna effekt.

#### Mest väsentliga riskfaktorer som gäller garanten

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 förorsaka 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 miljö 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, resultat och finansiella ställning.

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

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

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 kapitalskyddet endast tillämpas på förfallodagen.

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

Indexvärdepapper är kopplade till utvecklingen på underliggande index (ett "index"), som kan innehålla olika tillgångsklasser såsom aktier, obligationer, utländsk valuta eller värde på fastigheter eller kan referera till en blandning av tillgångsklasser. Investerare i Indexvärdepapper står inför risker som har ett bredare spektrum, vilket betyder att tillgångarna som Index baserar sig på inte utvecklar sig som man tror jämfört med en investering i en konventionell obligation. Därför är avkastningen på en investering i Indexvärdepapper antagligen mer negativt än en investering i konventionella obligationer.

Exponering mot index, justerade händelser och marknadsavbrott eller misslyckad handel 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 fluktueras (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**

#### **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**

Person som ber om tillstånd att få handla : BNP Paribas Issuance B.V. ("Emittenten"), Herengracht 595, 1017 CE Amsterdam, Nederländerna (telefonnummer: +31(0)88 738 0000).

#### ***Varför görs detta prospekt?***

#### **Användning av och uppskattat nettobelopp på avkastning**

Nettointäkterna från emissionen av värdepapperna kommer att bli en del av Emittentens allmänna fonder. Sådana intäkter kan komma att användas för att bibehålla positioner inom optioner och terminskontrakt eller andra risksäkringsinstrument.

Uppskattad nettoavkastning: Upp till SEK 100 000 000

#### **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 Garanten och deras respektive dotterbolag.

Olika företag inom BNPP-koncernen (inklusive Emittenten och Garanten) 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 Garanten 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.