

**FINAL TERMS DATED 18 JULY 2019
AMENDING AND RESTATING THE FINAL TERMS DATED 7 NOVEMBER 2018**

BNP Paribas Issuance B.V.
(incorporated in The Netherlands)
(as Issuer)

Legal entity identifier (LEI):
7245009UXRIGIRYOB848

BNP Paribas
(incorporated in France)
(as Guarantor)

Legal entity identifier (LEI):
R0MUWSFPU8MPRO8K5P83

(Warrant and Certificate Programme)

670 USD "Phoenix Snowball Worst-of Quanto" Certificates relating to 3 Indices due 7 November 2023

ISIN Code: XS1831456733

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

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 8 June 2018 which constitutes a base prospectus for the purposes of the Luxembourg Act dated 10 July 2005 relating to prospectuses for securities, as amended (the "**Prospectus Act 2005**"). This document constitutes the Final Terms of the Securities described herein and must be read in conjunction with such Base Prospectus. Full information on BNP Paribas Issuance B.V. (the "**Issuer**") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at BNP Paribas Securities Services, Luxembourg Branch, 60 avenue J.F. KENNEDY, L-1855 Luxembourg and on the website of the Luxembourg Stock Exchange www.bourse.lu 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
CE1643WX	670	670	XS1831456733	183145673	100%	7 November 2023

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:** 31 October 2018.
4. **Issue Date and Interest Commencement Date:** 7 November 2018.
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
 - (a) Certificates.
 - (b) The Securities are Index Securities.

The Certificates are "Phoenix Snowball Worst-of Quanto" Certificates.

The provisions of Annex 1 (*Additional Terms and Conditions for Index Securities*) shall apply.
7. **Form of Securities:** Clearing System Global Security.
8. **Business Day Centre(s):** The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is New York.
9. **Settlement:** Settlement will be by way of cash payment (**Cash Settled Securities**).
10. **Variation of Settlement:**
 - (a) **Issuer's option to vary settlement:** The Issuer does not have the option to vary settlement in respect of the Securities.
 - (b) **Variation of Settlement of Physical Delivery Securities:** Not applicable.
11. **Relevant Asset(s):** Not applicable.
12. **Entitlement:** Not applicable.
13. **Exchange Rate:** Not applicable.
14. **Equivalent Amount Settlement Currency:** Not applicable.
15. **Equivalent Amount Settlement Price Source:** Not applicable.
16. **Equivalent Amount Settlement Valuation Time:** Not applicable.
17. **Settlement Currency:** The settlement currency for payment of the Cash Settlement Amount is United States Dollar ("**USD**").
18. **Syndication:** The Securities will be distributed on a non-syndicated basis.
19. **Minimum Trading Size:** Not applicable.
20. **Principal Security Agent:** BNP Paribas Arbitrage S.N.C.
21. **Registrar:** Not applicable.
22. **Calculation Agent:** BNP Paribas Arbitrage S.N.C.
160-162 boulevard MacDonald, 75019 Paris, France.

23. **Governing law:** English law.
24. **Special conditions or other modifications to the Terms and Conditions:** Not applicable.
25. **Masse Provision (Condition 9.4):** Not applicable.

PRODUCT SPECIFIC PROVISIONS

26. **Index Securities:** Applicable.
- (a) **Index/Basket of Indices/Index Sponsor(s):** The Certificates relate to a basket of 3 Indices (each an "**Underlying Index**" and together the "**Basket of Indices**"), as described in the table below.
- The EURO STOXX 50 and S&P 500® are Composite Indices.
- For the purposes of the Conditions each Underlying Indexⁱ shall be deemed an Index.

i	Index Name	Index Sponsor	Underlying Index ⁱ		Index ⁱ Initial	Knock-in Level ⁱ (i.e. 70% of Index ⁱ Initial)	Automatic Early	Exchange
			Bloomberg Code	Index Currency			Redemption Level ⁱ (i.e. 100% of Index ⁱ Initial)	
1	EURO STOXX 50	STOXX Limited	SX5E	EUR	3197.51	2238.257	3197.51	As set out in annex 1 for a Composite Index
2	S&P 500® Index	Standard and Poor's, a division of the McGraw-Hill Companies, Inc.	SPX	USD	2711.74	1898.218	2711.74	As set out in annex 1 for a Composite Index
3	SMI	SIX Swiss Exchange AG	SMI	CHF	9022.16	6315.512	9022.16	SIX Swiss Exchange

- (b) **Index Currency:** See table above.
- (c) **Exchange(s):** See table above.
- (d) **Related Exchange(s):** All Exchanges.
- (e) **Exchange Business Day:** All Indices Basis.
- (f) **Scheduled Trading Day:** All Indices Basis.
- (g) **Weighting:** Not applicable.
- (h) **Settlement Price:** As set out in sub-paragraph (a) of the definition of "Settlement Price" provided in Condition 1 of Annex 1 - Additional Terms and Conditions for Index Securities.
- (i) **Disrupted Day:** As per Conditions.
- (j) **Specified Maximum Days of Disruption:** Three (3) Scheduled Trading Days.
- (k) **Valuation Time:** The Scheduled Closing Time.
- (l) **Delayed Redemption on** Not applicable.

Occurrence of an Index Adjustments Event:	
(m) Index Correction Period:	As per Conditions.
(n) Other terms or special conditions:	Not applicable.
(o) Additional provisions applicable to Custom Indices:	Not applicable.
(p) Additional provisions applicable to Futures Price Valuation:	Not applicable.
27. Share Securities/ETI Share Securities:	Not applicable.
28. ETI Securities:	Not applicable.
29. Debt Securities:	Not applicable.
30. Commodity Securities:	Not applicable.
31. Inflation Index Securities:	Not applicable.
32. Currency Securities:	Not applicable.
33. Fund Securities:	Not applicable.
34. Market Access Securities:	Not applicable.
35. Futures Securities:	Not applicable.
36. Credit Securities:	Not applicable.
37. Preference Share Certificates:	Not applicable.
38. OET Certificates:	Not applicable.
39. Additional Disruption Events:	Applicable.
40. Optional Additional Disruption Events:	(a) The following Optional Additional Disruption Event applies to the Securities: Administrator/Benchmark Event. (b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.
41. Knock-in Event:	Applicable. A Knock-in Event shall be deemed to occur if, at the Knock-in Valuation Time on the Knock-in Determination Day, at least one Underlying Index closes at a level strictly less than its Knock-in Level.
(a) Knock-in Level:	As set out in §26(a).
(b) Knock-in Period Beginning Date:	Not applicable.
(c) Knock-in Period Beginning Date Day Convention:	Not applicable.
(d) Knock-in Determination Period:	Not applicable.
(e) Knock-in Determination Day(s):	The Redemption Valuation Date.
(f) Knock-in Period Ending Date:	Not applicable.
(g) Knock-in Period Ending Date Day Convention:	Not applicable.
(h) Knock-in Valuation Time:	The Valuation Time.

42. Knock-out Event: Not applicable.

PROVISIONS RELATING TO WARRANTS

43. Provisions relating to Warrants: Not applicable.

PROVISIONS RELATING TO CERTIFICATES

44. Provisions relating to Certificates: Applicable.

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| (a) Notional Amount of each Certificate: | USD 100 |
| (b) Partly Paid Certificates: | The Certificates are not Partly Paid Certificates. |
| (c) Interest: | Applicable. |
| (d) Fixed Rate Provisions: | Not applicable. |
| (e) Floating Rate Provisions: | Not applicable. |
| (f) Linked Interest Certificates: | Applicable (see §44(h) below). |
| (i) Party responsible for calculating Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent): | Not applicable. |
| (ii) Provisions for determining coupon where calculation by reference to Formula is impossible or impracticable: | The Calculation Agent will determine the coupon in such circumstances by reference to such sources as it deems appropriate. |
| (iii) Interest Period(s): | As per Conditions. |
| (iv) Interest Period End Date(s): | 7 May 2019 (n = 1), 7 November 2019 (n = 2), 7 May 2020 (n = 3), 9 November 2020 (n = 4), 7 May 2021 (n = 5), 8 November 2021 (n = 6), 9 May 2022 (n = 7), 7 November 2022 (n = 8), 9 May 2023 (n = 9) and the Redemption Date (n = 10). |
| (v) Business Day Convention for Interest Period End Date(s): | Not applicable. |
| (vi) Interest Payment Date(s): | 7 May 2019 (n = 1), 7 November 2019 (n = 2), 7 May 2020 (n = 3), 9 November 2020 (n = 4), 7 May 2021 (n = 5), 8 November 2021 (n = 6), 9 May 2022 (n = 7), 7 November 2022 (n = 8), 9 May 2023 (n = 9) and the Redemption Date (n = 10). |
| (vii) Business Day Convention for Interest Payment Date(s): | Following Business Day Convention. |
| (viii) Day Count Fraction: | Not applicable. |
| (g) Payment of Premium Amount(s): | Not applicable. |
| (h) Index Linked Interest Certificates: | Applicable. |
| (i) Index/Basket of Indices/Index Sponsor(s): | As set out in §26. |
| (ii) Formula: | If, on the relevant Interest Valuation Date _n , the Closing Level of each |

Underlying Index is greater than or equal to 70% of $\text{Index}_{\text{Initial}}^i$ with i from 1 to 3, then an Interest Amount calculated as follows will be paid on the corresponding Interest Payment Date_n per Certificate:

$$N \times 3.50\% \times (1 + T)$$

Where:

N is the Notional Amount of each Certificate (see §44(a));

T is the number of Interest Payment Dates since the last interest payment, or since the Issue Date if there has not yet been any interest payment (for example, if an Interest Amount was paid on the previous Interest Payment Date, then T equals 0 for the following Interest Payment Date).

Otherwise, no Interest Amount will be paid.

For the avoidance of doubt, no further Interest Amount will be paid after the Certificates have been automatically early redeemed.

(iii) Averaging:	Not applicable.
(iv) Interest Valuation Time:	As set out in §26.
(v) Interest Valuation Date(s):	30 April 2019 (n = 1), 31 October 2019 (n = 2), 30 April 2020 (n = 3), 2 November 2020 (n = 4), 30 April 2021 (n = 5), 1 November 2021 (n = 6), 2 May 2022 (n = 7), 31 October 2022 (n = 8), 2 May 2023 (n = 9) and the Redemption Valuation Date (n = 10).
(vi) Index Correction Period:	As per Conditions.
(vii) Observation Dates:	Not applicable.
(viii) Observation Period:	Not applicable.
(ix) Specified Maximum Days of Disruption:	As set out in §26.
(x) Exchange(s):	As set out in §26.
(xi) Related Exchange(s):	As set out in §26.
(xii) Exchange Business Day:	As set out in §26.
(xiii) Scheduled Trading Day:	As set out in §26.
(xiv) Weighting:	Not applicable.
(xv) Settlement Price:	As set out in §26.
(xvi) Other terms or special conditions:	As set out in §26.
(xvii) Additional provisions applicable to Custom Indices:	Not applicable.
(i) Share Linked/ETI Share linked Interest Certificates:	Not applicable.
(j) ETI Linked Interest Certificates:	Not applicable.
(k) Debt Linked Interest Certificates:	Not applicable.

(l) Commodity Linked Interest Certificates:	Not applicable.
(m) Inflation Index Linked Interest Certificates:	Not applicable.
(n) Currency Linked Interest Certificates:	Not applicable.
(o) Fund Linked Interest Certificates:	Not applicable.
(p) Futures Linked Interest Certificates:	Not applicable.
(q) Instalment Certificates:	The Certificates are not Instalment Certificates.
(r) Issuer Call Option:	Not applicable.
(s) Holder Put Option:	Not applicable.
(t) Automatic Early Redemption:	Applicable. An Automatic Early Redemption shall be deemed to occur if the Closing Level of each Underlying Index¹ on the relevant Automatic Early Redemption Valuation Date_n is greater than or equal to its Automatic Early Redemption Level. Where: Closing Level is the Settlement Price provided that the corresponding definition of "Settlement Price" shall apply as if references to "Valuation Date" were to "Automatic Early Redemption Valuation Date".
(i) Automatic Early Redemption Amount:	$N \times 100\%$ Where: N is the Notional Amount of each Certificate (see §44(a)).
(ii) Automatic Early Redemption Date(s):	7 November 2019 (n = 1), 7 May 2020 (n = 2), 9 November 2020 (n = 3), 7 May 2021 (n = 4), 8 November 2021 (n = 5), 9 May 2022 (n = 6), 7 November 2022 (n = 7) and 9 May 2023 (n = 8).
(iii) Automatic Early Redemption Level:	As set out in §26(a).
(iv) Automatic Early Redemption Rate:	Not applicable.
(v) Automatic Early Redemption Valuation Date(s):	31 October 2019 (n = 1), 30 April 2020 (n = 2), 2 November 2020 (n = 3), 30 April 2021 (n = 4), 1 November 2021 (n = 5), 2 May 2022 (n = 6), 31 October 2022 (n = 7) and 2 May 2023 (n = 8).
(u) Cash Settlement Amount:	Unless previously redeemed or purchased and cancelled by the Issuer, the Holder shall receive on the Redemption Date, in respect of each Certificate payment of a Cash Settlement Amount in accordance with the following provisions: 1) If no Knock-in Event has occurred: $N \times 100\%$ 2) Otherwise: $N \times \frac{WO\ Index_{Final}}{WO\ Index_{Initial}}$ Where:

N is the Notional Amount of each Certificate (see §44(a));

Index_{Initial}ⁱ is the Closing Level of each Underlying Indexⁱ on the Strike Date and is specified in the table set out in §26;

Index_{Final}ⁱ is the Closing Level of each Underlying Indexⁱ on the Redemption Valuation Date;

Worst-Performing Underlying Index is the Underlying Indexⁱ with the lowest performance from the Strike Date to the Redemption Valuation Date, calculated as follows:

$$\min_{i=1}^3 \left(\frac{\text{Index}_{\text{Final}}^i}{\text{Index}_{\text{Initial}}^i} \right)$$

WO Index_{Initial} is the Closing Level of the Worst-Performing Underlying Index on the Strike Date;

WO Index_{Final} is the Closing Level of the Worst-Performing Underlying Index on the Redemption Valuation Date;

Closing Level is the Settlement Price.

(v) Strike Date:	31 October 2018.
(w) Redemption Valuation Date:	31 October 2023.
(x) Averaging:	Averaging does not apply to the Securities.
(y) Observation Dates:	Not applicable.
(z) Observation Period:	Not applicable.
(aa) Settlement Business Day:	Not applicable.
(bb) Cut-off Date:	Not applicable.

DISTRIBUTION AND US SALES ELIGIBILITY

45. Selling Restrictions:	As set out in the Base Prospectus.
(a) Eligibility for sale of Securities in the United States to AIs:	The Securities are not eligible for sale in the United States to AIs.
(b) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A:	The Securities are not eligible for sale in the United States under Rule 144A to QIBs.
(c) Eligibility for sale of Securities in the United States to QIBs within the meaning of Rule 144A who are also QPs within the meaning of the Investment Company Act:	The Securities are not eligible for sale in the United States to persons who are QIBs and QPs.
46. Additional U.S. Federal income tax consequences:	The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.
47. TEFRA C or TEFRA Not Applicable:	TEFRA not applicable.
48. Registered broker/dealer:	Not applicable.

PROVISIONS RELATING TO COLLATERAL AND SECURITY

49. Collateral Security Conditions:	Not applicable.
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Responsibility

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

Signed on behalf of BNP Paribas Issuance B.V.

As Issuer:



By: Cezar NASTASA Duly authorised

PART B - OTHER INFORMATION

1. Listing and Admission to trading

The Securities are unlisted.

2. Operational Information

Relevant Clearing System(s):

Euroclear and Clearstream Luxembourg.

Index Disclaimer

Neither the Issuer nor the Guarantor shall have any liability for any act or failure to act by an Index Sponsor in connection with the calculation, adjustment or maintenance of an Index. Except as disclosed prior to the Issue Date, neither the Issuer, the Guarantor nor their affiliates has any affiliation with or control over an Index or Index Sponsor or any control over the computation, composition or dissemination of an Index. Although the Calculation Agent will obtain information concerning an Index from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by the Issuer, the Guarantor, their affiliates or the Calculation Agent as to the accuracy, completeness and timeliness of information concerning an Index.

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