

FINAL TERMS DATED 23 MAY 2019

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

Legal entity identifier (LEI):
7245009UXRIGIRYOB48

BNP Paribas
(incorporated in France)
(as Guarantor)

Legal entity identifier (LEI):
R0MUWSFPU8MPRO8K5P83

(Warrant and Certificate Programme)

77,130 CZK "Talisman Quanto" Certificates relating to a Basket of 20 Shares due 24 May 2022

ISIN Code: XS1926857613

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
CE1923WX	77,130	77,130	XS1926857613	192685761	100% of the Notional Amount	24 May 2022

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:** 15 May 2019
4. **Issue Date:** 23 May 2019
5. **Consolidation:** Not applicable.
6. **Type of Securities:**
 - (a) Certificates.
 - (b) The Securities are Share Securities.
The Certificates are "Talisman Quanto" Certificates.

The provisions of Annex 2 (*Additional Terms and Conditions for Share 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 Prague.
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 Czech Koruna ("**CZK**").
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.
1 rue Laffitte, 75009 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:** Not applicable.
- 27. Share Securities:** Applicable.
- Share Securities: Applicable.

(a) Share(s)/Share Company/Basket Company/GDR/ADR/ETI Interest/Basket of ETI Interests:

The Securities are linked to the performance of a basket (the "**Underlying Basket**") composed of 20 shares (each an "**Underlying Share**") as set out in the table below.

i	Share Company	Underlying Share ⁱ		Currency	Share ⁱ _{Initial}	Weighting (wi)	Exchange
		Bloomberg Code	ISIN Code				
1	AnheuserBusch InBev SANV	ABI BB	BE0974293251	EUR	75.41	1/20	Euronext Brussels
2	Lonza Group AG	LONN SE	CH0013841017	CHF	319	1/20	Six Swiss Exchange
3	Swiss Life Holding AG	SLHN SE	CH0014852781	CHF	464.8	1/20	Six Swiss Exchange
4	Banco Bilbao Vizcaya Argentaria SA	BBVA SQ	ES0113211835	EUR	5.192	1/20	Madrid Stock Exchange
5	Industria de Diseno Textil SA	ITX SQ	ES0148396007	EUR	25.72	1/20	Madrid Stock Exchange
6	Banco Santander SA	SAN SQ	ES0113900J37	EUR	4.1915	1/20	Madrid Stock Exchange
7	Telefonica SA	TEF SQ	ES0178430E18	EUR	7,217	1/20	Madrid Stock Exchange
8	Credit Agricole SA	ACA FP	FR0000045072	EUR	11.32	1/20	Euronext Paris
9	Airbus SE	AIR FP	NL0000235190	EUR	122.5	1/20	Euronext Paris
10	Valeo SA	FR FP	FR0013176526	EUR	27.61	1/20	Euronext Paris
11	Societe Generale SA	GLE FP	FR0000130809	EUR	25.995	1/20	Euronext Paris
12	Kering SA	KER FP	FR0000121485	EUR	521.9	1/20	Euronext Paris
13	Orange SA	ORA FP	FR0000133308	EUR	13.78	1/20	Euronext Paris
14	Hermes International	RMS FP	FR0000052292	EUR	615	1/20	Euronext Paris
15	Anglo American PLC	AAL LN	GB00B1XZS820	GBP	1972	1/20	London Stock Exchange

16	Diageo PLC	DGE LN	GB0002374006	GBP	3350.5	1/20	London Stock Exchange
17	Pearson PLC	PSON LN	GB0006776081	GBP	810.8	1/20	London Stock Exchange
18	Canon Inc	7751 JT	JP3242800005	JPY	3087	1/20	Tokyo Stock Exchange
19	Central Japan Railway Co	9022 JT	JP3566800003	JPY	22230	1/20	Tokyo Stock Exchange
20	ASML Holding NV	ASML NA	NL0010273215	EUR	181.62	1/20	Euronext Amsterdam

- (b) **Relative Performance Basket:** Applicable.
- (c) **Share/ETI Interest Currency:** See table above.
- (d) **Exchange(s):** See table above.
- (e) **Related Exchange(s):** All Exchanges.
- (f) **Exchange Business Day:** Per Share Basis.
- (g) **Scheduled Trading Day:** Per Share Basis.
- (h) **Weighting:** The weighting to be applied to each item comprising the Basket to ascertain the Settlement Price is 1/20. Each such Weighting shall be subject to adjustment in accordance with Annex 2.
- (i) **Settlement Price:** As set out in sub-paragraph (a) of the definition of "Settlement Price" provided in Condition 1 of Annex 2 - Additional Terms and Conditions for Share Securities.
- (j) **Disrupted Day:** As per Conditions.
- (k) **Specified Maximum Days of Disruption:** Five (5) Scheduled Trading Days.
- (l) **Valuation Time:** The Scheduled Closing Time.
- (m) **Delayed Redemption on Occurrence of an Extraordinary Event:** Not applicable.
- (n) **Share/ETI Interest Correction Period:** As per Conditions.
- (o) **Dividend Payment:** Not applicable.
- (p) **Listing Change:** Applicable.
- (q) **Listing Suspension:** Applicable.
- (r) **Illiquidity:** Applicable.
- (s) **Tender Offer:** Applicable.
- (t) **Other terms or special conditions:** Not applicable.
28. **ETI Securities:** Not applicable.
29. **Debt Securities:** Not applicable.
30. **Commodity Securities:** Not applicable.

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| 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: | <p>(a) The following Optional Additional Disruption Event applies to the Securities: Administrator/Benchmark Event; Insolvency Filing.</p> <p>(b) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.</p> |
| 41. Knock-in Event: | Not applicable. |
| 42. Knock-out Event: | Not applicable. |

PROVISIONS RELATING TO WARRANTS

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| 43. Provisions relating to Warrants: | Not applicable. |
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PROVISIONS RELATING TO CERTIFICATES

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| 44. Provisions relating to Certificates: | Applicable. |
| (a) Notional Amount of each Certificate: | CZK 1,000 |
| (b) Partly Paid Certificates: | The Certificates are not Partly Paid Certificates. |
| (c) Interest: | Not applicable. |
| (d) Fixed Rate Provisions: | Not applicable. |
| (e) Floating Rate Provisions: | Not applicable. |
| (f) Linked Interest Certificates: | Not applicable. |
| (g) Payment of Premium Amount(s): | Not applicable. |
| (h) Index Linked Interest Certificates: | Not applicable. |
| (i) 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:** Not applicable.
- (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:

$$N \times \frac{FX_{Final}}{FX_{Initial}} \times (100\% + \text{Bonus}), \text{ if Bonus} \geq -5\%$$

or

$$N \times \frac{FX_{Final}}{FX_{Initial}} \times 95\%, \text{ if Bonus} < -5\%$$

Where:

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

Bonus= Dispersion – Strike

$$\text{Dispersion} = \frac{1}{20} \times \sum_{i=1}^{20} \text{ABS} \left(\frac{\text{Share}_{Final}^i}{\text{Share}_{Initial}^i} - \text{Basket}_{Final} \right)$$

ABS means the Absolute Value

Strike is 26%

Basket_{Initial} = 1

$$\text{Basket}_{Final} = \sum_{i=1}^{20} \left(w^i \times \frac{\text{Share}_{Final}^i}{\text{Share}_{Initial}^i} \right)$$

Share_{Initial}ⁱ is the Closing Price of the **Shareⁱ** on the **Strike Date**

Share_{Final}ⁱ is the Closing Price of the **Shareⁱ** on the **Redemption Valuation Date**

FX_{Initial} means the WM / Reuters currency exchange rate for the currency pair USD/CZK (expressed as an amount of CZK per one unit of USD), calculated by WM Company which appears on the relevant Thomson Reuters Screen USDCZKFIX=WM at 16.00 London Time, on the Strike Date.

FX_{Final} means the WM / Reuters currency exchange rate for the currency pair USD/CZK (expressed as an amount of CZK per one unit of USD), calculated by WM Company which appears on the relevant Thomson Reuters Screen USDCZKFIX=WM at 16.00 London Time, on

one currency business day following the Redemption Valuation Date.

Closing Price is the Settlement Price.

(v) Strike Date:	16 May 2019
(w) Redemption Valuation Date:	16 May 2022.
(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 U.S. 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 considerations:** 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.

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: Danai ARGYROPOULOU. 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.