

**The Base Prospectus expires on 1 June 2022 and the Issuer intends that the Base Prospectus will be updated before expiry. The updated base prospectus will be available on <https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx>.**

**FINAL TERMS FOR CERTIFICATES**

**FINAL TERMS DATED 25 APRIL 2022**

**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

**Issue of up to SEK 50,000,000 Credit Linked Certificates due July 2027**

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

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

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

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

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

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Base Prospectus dated 1 June 2021 and 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) notwithstanding the publication and approval of any other Supplement to the 2021 Base Prospectus (each a "**2021 Future Supplement**") which may have been published and approved after the date of these Final Terms and before the end of the public offer period of the Securities to which these Final Terms relate) (together, the "**2021 Base Prospectus**") and an updated Base Prospectus (and any Supplement(s) thereto, each a "**2022 Future Supplement**"), which will replace the 2021 Base Prospectus (the "**2022 Base Prospectus**") (the date of any such publication and approval, each a "**Publication Date**"). This document constitutes the Final Terms of the Securities described herein for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and (i) prior to any Publication Date, must be read in conjunction with the 2021 Base Prospectus, or (ii) on and after any Publication Date must be read in conjunction with the 2021 Base Prospectus, as supplemented by any 2021 Future Supplement as at such date or, as applicable, the 2022 Base Prospectus, as supplemented by any 2022 Future Supplement as at such date, save in respect of the Conditions which are extracted from the 2021 Base Prospectus to obtain all the relevant information. The 2021 Base Prospectus, as supplemented, constitutes, and the 2022 Base Prospectus will constitute, a base prospectus for the purposes of the Prospectus Regulation. The Issuer has in the 2022 Base Prospectus given consent to the use of the 2021 Base Prospectus in connection with the offer of the Securities. Such consent will be valid until the date that is twelve months following the date of the 2021 Base Prospectus. The Issuer will in the 2022 Base Prospectus give consent to the use of the 2022 Base Prospectus in connection with the offer of the Securities. A summary of the Securities is annexed to these Final Terms. The 2021 Base Prospectus, as supplemented and the 2022 Base Prospectus will be available for viewing at <https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx> 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:	CE5794JBG
Tranche Number:	1
Number of Securities issued:	Up to 50,000
Number of Securities:	Up to 50,000
ISIN:	SE0017831324
Common Code:	247062335

Issue Price per Security:	104.25 per cent. of the Notional Amount
Redemption Date:	5 July 2027
Relevant Jurisdiction:	Not applicable
Share Amount/Debt Security Amount:	Not applicable
Specified Securities pursuant to Section 871(m):	No

## 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: 9 June 2022
4. Issue Date and Interest Commencement Date: 23 June 2022
5. Consolidation: Not applicable
6. Type of Securities:
  - (a) Certificates
  - (b) The Securities are Hybrid Securities.

The provisions of Annex 2 (Additional Terms and Conditions for Index Securities) shall apply.

The provisions of Annex 12 (Additional Terms and Conditions for Credit Securities) shall apply.
7. Form of Securities: Swedish Dematerialised Securities
8. Business Day Centre(s): The applicable Business Day Centres for the purposes of the definition of "Business Day" in Condition 1 are Stockholm and London
9. Settlement: Settlement will be by way of cash payment (Cash Settled Securities).
10. Rounding Convention for Cash Settlement Amount: Not applicable
11. Variation of Settlement:
 

Issuer's option to vary settlement: The Issuer does not have the option to vary settlement in respect of the Securities.

12. Final Payout

**SPS Payouts**

**Vanilla Call Securities:**

Constant Percentage 1 + Gearing x Max (Final Redemption Value – Strike Percentage , Floor Percentage)

Where:

**"Average Underlying Reference Value"** means, in respect of an Underlying Reference and a SPS Valuation Period, the arithmetic average of the Underlying Reference Value for such Underlying Reference for all the SPS Valuation Dates in such SPS Valuation Period

**"Constant Percentage 1"** means 0%.

**"Final Redemption Value"** means Average Underlying Reference Value

**"Floor Percentage"** means 0%

**"Gearing"** means a percentage expected to be approximately 100 per cent. and which will not be less than 80 per cent., as determined by the Issuer after the end of the Offer Period. Notice of the Gearing will be published in the same manner as the publication of these Final Terms and will be available by accessing the following link <http://eqdpo.bnpparibas.com/SE0017831324>. Such determination will be binding for the purchasers of the Securities

**"SPS Redemption Valuation Date(s)"** means 21 June 2026, 21 July 2026, 21 August 2026, 21 September 2026, 21 October 2026, 23 November 2026, 21 December 2026, 21 January 2027, 22 February 2027, 22 March 2027, 21 April 2027, 21 May 2027 and 21 June 2027.

**"SPS Redemption Valuation Period"** means the period from and including 21 June 2026 to and including 21 June 2027

"**SPS Valuation Date(s)**" means the SPS Redemption Valuation Date(s)

"**SPS Valuation Period**" means the SPS Redemption Valuation Period

"**Strike Date**" means 10 June 2022

"**Strike Percentage**" means 100%

"**Strike Price Closing Value**": applicable

"**Underlying Reference**" means the Index, as specified in sub-paragraph 25(a) below

"**Underlying Reference Closing Price Value**" means, in respect of an SPS Valuation Date, the Closing Price in respect of such day

"**Underlying Reference Strike Price**" means the Underlying Reference Closing Price Value for such Underlying Reference on the Strike Date

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

	Payout Switch:	Not applicable
	Aggregation:	Not applicable
13.	Relevant Asset(s):	Not applicable
14.	Entitlement:	Not applicable
15.	Exchange Rate / Conversion Rate:	Not applicable.
16.	Settlement Currency:	The settlement currency for the payment of the Cash Settlement Amount is Swedish Krona (" <b>SEK</b> ").
17.	Syndication:	The Securities will be distributed on a non-syndicated basis.
18.	Minimum Trading Size:	SEK 10,000

19. Principal Security Agent: BNP Paribas Arbitrage S.N.C.
20. Registrar: Not applicable
21. Calculation Agent: BNP Paribas  
10 Harewood Avenue  
London NW1 6AA
22. Governing law: English law
23. *Masse* provisions (Condition 9.4): Not applicable

#### PRODUCT SPECIFIC PROVISIONS

24. Hybrid Securities: Applicable
- (a) The Securities are linked to each of the types of Underlying Reference (each a "**Type of Underlying Reference**") set out in the table below. The terms and conditions of the Securities will be construed on the basis that in respect of each separate Type of Underlying Reference, the relevant terms applicable to each such separate Type of Underlying Reference will apply, as the context admits, separately and independently in respect of the relevant Type of Underlying Reference.
- | Type of Underlying Reference |                   |
|------------------------------|-------------------|
| Index Securities:            | See item 25 below |
| Credit Securities:           | See item 34 below |
- (b) Hybrid Business Day: Not applicable
25. Index Securities: Applicable
- (a) Index/Basket of Indices/Index Sponsor(s): Index: OMXS30 Return Index (Bloomberg: OMXS30GI)  
Index Sponsor: Nasdaq OMX  
The Index is a Multi-Exchange Index.
- (b) Index Currency: SEK
- (c) Exchange(s): NASDAQ OMX Stockholm
- (d) Related Exchange(s): All Exchanges
- (e) Exchange Business Day: Single Index Basis

		Exchange/Related Exchange: Applicable
(f)	Scheduled Trading Day:	Single Index Basis
		Exchange/Related Exchange: Applicable
(g)	Weighting:	Not applicable
(h)	Settlement Price:	Official closing level
(i)	Specified Maximum Days of Disruption:	As defined in Condition 1
(j)	Valuation Time:	As per the Conditions
(k)	Redemption on Occurrence of an Index Adjustment Event:	Delayed Redemption on Occurrence of an Index Adjustment Event: Not applicable
(l)	Index Correction Period:	As per Conditions
(m)	Additional provisions applicable to Custom Indices:	Not applicable
(n)	Additional provisions applicable to Futures Price Valuation:	Not applicable
<b>26.</b>	Share Securities:	Not applicable
<b>27.</b>	ETI Securities	Not applicable
<b>28.</b>	Debt Securities:	Not applicable
<b>29.</b>	Commodity Securities:	Not applicable
<b>30.</b>	Inflation Index Securities:	Not applicable
<b>31.</b>	Currency Securities:	Not applicable
<b>32.</b>	Fund Securities:	Not applicable
<b>33.</b>	Futures Securities:	Not applicable
<b>34.</b>	Credit Security Provisions:	Applicable
(a)	Type of Credit Securities:	
(i)	Single Reference Entity Credit Securities:	Not applicable
(ii)	Nth-to-Default Credit Securities:	Not applicable
(iii)	Basket Credit Securities:	Not applicable

- |       |  |                                    |   |
|-------|--|------------------------------------|---|
| (iv)  | Tranched Securities:   | Credit                             | Applicable<br>Attachment Point: 16%<br>Exhaustion Point: 100%<br>Incurred Recoveries: Not applicable  |
| <br>  |  |                                    |   |
| (b)   | Credit Linkage:  |                                    |   |
| (i)   | Reference Entity(ies):                                       | Index Credit Securities            | iTraxx Europe Crossover Series 37 Version 1<br>Index RED Code: 2I667KJP4;<br>Roll Date: 21 March 2022;<br>Annex Date: 20 March 2022.<br><br>Index Sponsor: Markit Indices Limited, or any successor thereto |
| (ii)  | Transaction Type:  | As specified in the Relevant Annex |   |
| (iii) | Reference Entity Notional Amount/Reference Entity Weighting: | As specified in the Relevant Annex |   |
| (iv)  | Reference Obligation(s):                                     | Applicable                         |   |
|       | Standard Reference Obligation:                               | As specified in the Relevant Annex |   |
|       | Seniority Level:   | As specified in the Relevant Annex |   |
| (v)   | Credit Linked Interest Only:                                 | Not applicable                     |   |
| (vi)  | Credit-Linked Principal Only:                                | Not applicable                     |   |
| <br>  |  |                                    |   |
| (c)   | Terms relating to Credit Event Settlement                    |                                    |   |
| (i)   | Settlement Method:   | Zero Recovery                      |   |
| (ii)  | Credit Unwind Costs  | Not applicable                     |   |
| (iii) | Settlement at Maturity:                                      | Not applicable                     |   |
| (iv)  | Settlement Currency  | SEK                                |   |
| <br>  |  |                                    |   |
| (d)   | Miscellaneous Credit Terms                                   |                                    |   |



- (i) Merger Event: Applicable  
 Merger Event Redemption Date: The date falling 10 business days after the delivery by the Issuer of the notice relating to the Merger Event  
 Merger Type: Reference Entity/Holders Merger
- (ii) Credit Event Backstop Date: 10 June 2022
- (iii) Credit Observation Period End Date: Applicable: 20 June 2027
- (iv) CoCo Supplement: Not applicable
- (v) LPN Reference Entities: Not applicable
- (vi) NTCE Provisions: As per the Transaction Type
- (vii) Accrual of Interest upon Credit Event: Not applicable
- (viii) Interest following Scheduled Redemption: Not applicable
- (ix) Hybrid Credit Securities: Applicable  
 Event Determination Date Overrides Automatic Early Redemption: Not applicable  
 Credit Linked Calculation Basis: Applicable  
 Excluded Items: Item 12 (Final Payout)
- (x) Bonus Coupon Credit Securities: Not applicable
- (xi) Additional Credit Security Disruption Events: Applicable  
 Change in Law: Applicable  
 Hedging Disruption: Applicable  
 Increased Cost of Hedging: Applicable  
 Disruption redemption basis: Fair Market Value
- (xii) Change in Standard Terms and Market Conventions: Applicable
- (xiii) Hedging Link Provisions: Applicable

- (xiv) Calculation and Applicable Settlement Suspension:
- (xv) Additional Credit Not applicable Provisions:
35. Underlying Interest Rate Securities: Not applicable
36. Preference Share Certificates: Not applicable
37. OET Certificates: Not applicable
38. Illegality (Security Condition 7.1) and Force Majeure (Security Condition 7.2): Illegality: redemption in accordance with Security Condition 7.1(d)  
Force Majeure: redemption in accordance with Security Condition 7.2(b)
39. Additional Disruption Events and Optional Additional Disruption Events: (a) Additional Disruption Events: Not applicable  
(b) The following Optional Additional Disruption Events apply to the Securities:  
Administrator/Benchmark Event  
(c) Redemption:  
Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable
40. Knock-in Event: Not applicable
41. Knock-out Event: Not applicable
42. **EXERCISE, VALUATION AND REDEMPTION**
- (a) Notional Amount of each Certificate: SEK 10,000
- (b) Partly Paid Certificates: The Certificates are not Partly Paid Certificates
- (c) Interest: 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/Premium Amount] Certificates:	Not applicable
(i)	Share Linked [Interest/Premium Amount] Certificates:	Not applicable
(j)	ETI Linked [Interest/Premium Amount] Certificates:	Not applicable
(k)	Debt Linked [Interest/Premium Amount] Certificates:	Not applicable
(l)	Commodity [Interest/Premium Amount] Certificates:	Linked Amount Not applicable
(m)	Inflation [Interest/Premium Amount] Certificates:	Linked Amount Not applicable
(n)	Currency [Interest/Premium Amount] Certificates:	Linked Amount Not applicable
(o)	Fund Linked [Interest/Premium Amount] Certificates:	Not applicable
(p)	Futures Linked [Interest/Premium Amount] Certificates:	Not applicable
(q)	Underlying Interest Rate Interest Provisions:	Linked 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:	10 June 2022
(w)	Strike Price:	Not applicable
(x)	Redemption Valuation Date:	Not applicable
(y)	Averaging:	Not applicable
(z)	Observation Dates:	Not applicable
(aa)	Observation Period:	Not applicable

- (bb) Settlement Business Day: Not applicable
- (cc) Cut-off Date: Not applicable
- (dd) Security Threshold on the Issue Date: Not applicable
- (ee) Identification information of Holders as provided by Condition 29: Not applicable

#### **DISTRIBUTION AND US SALES ELIGIBILITY**

- 43. U.S. Selling Restrictions: Not applicable
- 44. Additional U.S. Federal income tax considerations: The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986
- 45. Registered broker/dealer: Not applicable
- 46. TEFRA C or TEFRA Not Applicable: TEFRA Not Applicable
- 47. Non-exempt Offer: Applicable
  - (i) Non-exempt Offer Jurisdictions: The Kingdom of Sweden
  - (ii) Offer Period: From and including 25 April 2022 to and including 27 May 2022
  - (iii) Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it: Strivo AB  
Stora Badhusgatan 18-20  
411 21 Göteborg  
Sweden  
(the "**Distributor**" or "**Authorised Offeror**")
  - (iv) General Consent: Not applicable
  - (v) Other Authorised Offeror Terms: Not applicable
- 48. Prohibition of Sales to EEA and UK Retail Investors:
  - (a) Selling Restriction: Not applicable
  - (b) Legend: Not applicable
  - (c) Prohibition of Sales to Belgian Consumers: Applicable

#### **PROVISIONS RELATING TO COLLATERAL AND SECURITY**

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


50. Notional Value Repack Securities: Not applicable

**Responsibility**

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

Signed on behalf of BNP Paribas Issuance B.V.

As Issuer:

By: 

Duly authorised

**PART B – OTHER INFORMATION**

**1. Listing and Admission to trading**

Listing and admission to trading: Application will be made to list the Securities and to admit the Securities for trading on the Official List of NASDAQ OMX Stockholm with effect from the Issue Date.

**2. Ratings**

Ratings: The Securities have not been rated.

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

Save as discussed in the "*Potential Conflicts of Interest*" paragraph in the "*Risks*" section in the Base Prospectus, so far as the Issuer is aware, no person involved in the 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 Base Prospectus
- (b) Estimated net proceeds: Up to SEK 50,000,000
- (c) Estimated total expenses: Not applicable

**5. Performance of Underlying References and Other Information concerning the Underlying References**

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

Index	Website	Screen Page
OMXS 30 Return Index	<a href="http://www.nasdaqomxnordic.com/index/index_info?Instrument=SE0000337842">http://www.nasdaqomxnordic.com/index/index_info?Instrument=SE0000337842</a>	Bloomberg: OMXS30GI

**Index Disclaimers**

**OMXS30GI**

The Product(s) is not sponsored, endorsed, sold or promoted by NASDAQ, Inc. or its affiliates (NASDAQ, with its affiliates, are referred to as the "Corporations"). The Corporations have not passed on the legality or suitability of, or the accuracy or adequacy of descriptions and disclosures relating to, the Product(s). The Corporations make no representation or warranty, express or implied to the owners

of the Product(s) or any member of the public regarding the advisability of investing in securities generally or in the Product(s) particularly, or the ability of the OMXS30GI to track general stock market performance. The Corporations' only relationship to BNP Paribas ("Licensee") is in the licensing of the Nasdaq®, OMXS30GI® and certain trade names of the Corporations and the use of the OMXS30GI which is determined, composed and calculated by NASDAQ without regard to Licensee or the Product(s). NASDAQ has no obligation to take the needs of the Licensee or the owners of the Product(s) into consideration in determining, composing or calculating the OMXS30GI. The Corporations are not responsible for and have not participated in the determination of the timing of, prices at, or quantities of the Product(s) to be issued or in the determination or calculation of the equation by which the Product(s) is to be converted into cash. The Corporations have no liability in connection with the administration, marketing or trading of the Product(s).

The Corporations do not guarantee the accuracy and/or uninterrupted calculation of OMXS30GI or any data included therein. The Corporations make no warranty, express or implied, as to results to be obtained by Licensee, owners of the product(s), or any other person or entity from the use of the OMXS30GI or any data included therein. The Corporations make no express or implied warranties, and expressly disclaim all warranties of merchantability or fitness for a particular purpose or use with respect to the OMXS30GI® or any data included therein. Without limiting any of the foregoing, in no event shall the Corporations have any liability for any lost profits or special, incidental, punitive, indirect, or consequential damages, even if notified of the possibility of such damages.

### **General 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.

## **6. Operational Information**

Relevant Clearing System(s):	Euroclear Sweden
If other than Euroclear Bank S.A./N.V., Clearstream Banking, S.A., Euroclear France, include the relevant identification number(s) and in the case of Swedish Dematerialised Securities, the Swedish Security Agent:	Identification number(s): 5561128074
	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:	<p>The Offer of the Securities is conditional on their issue.</p> <p>The Issuer reserves the right to withdraw the offer and cancel the issuance of the Securities for any reason, in accordance with the Distributor at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities.</p> <p>The Issuer will determine the final amount of Securities issued up to a limit of 50,000 Securities. The final amount that is issued on the Issue Date will be listed on the Official List of NASDAQ OMX Stockholm. Securities will be allotted subject to availability in the order of receipt of investors' applications. The final amount of the Securities issued will be determined by the Issuer in light of prevailing market conditions, and depending on the number of Securities which have been agreed to be purchased as of end of the Offer Period.</p> <p>The Offer Period may be closed early as determined by Issuer in its sole discretion and notified on or around such earlier date by publication on the webpage <a href="http://eqdpo.bnpparibas.com/SE0017831324">http://eqdpo.bnpparibas.com/SE0017831324</a></p> <p>The Issuer reserves the right to extend the Offer Period. The Issuer will inform of the extension of the Offer Period by means of a notice to be published on the webpage <a href="http://eqdpo.bnpparibas.com/SE0017831324">http://eqdpo.bnpparibas.com/SE0017831324</a></p> <p>The Issuer reserves the right to increase the number of Securities to be issued during the Offer Period. The Issuer will inform the public of the size increase by means of a notice to be published on the following webpage <a href="http://eqdpo.bnpparibas.com/SE0017831324">http://eqdpo.bnpparibas.com/SE0017831324</a></p>
Description of the application process:	From and including 25 April 2022 to and including 27 May 2022, or such earlier date as the



Issuer determines as notified on or around such earlier date on the webpage <http://eqdpo.bnpparibas.com/SE0017831324>

Application to subscribe for the Securities can be made in the Kingdom of 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 application:

Minimum subscription amount per investor: one Certificate (SEK 10,000). The maximum amount of application of Securities will be subject only to availability at the time of the application.

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

Not applicable

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

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

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

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

Publication on the following website: <http://eqdpo.bnpparibas.com/SE0017831324> on or around the Issue Date.

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

Not applicable

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

There are no pre-identified allotment criteria.

The Distributor will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Distributor 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 will at its discretion, either, (i) proceed to increase the size of the Offer or, (ii) early terminate the Offer Period and suspend the acceptance of further requests.

Each investor will be notified by the Distributor of its allocation of Securities after the end of the Offer Period and in any event on or around the Issue Date.

No dealings in the Securities may take place prior to the Issue Date.

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

The Issuer is not aware of any expenses and taxes specifically charged to the subscriber.

See "Offer Price" above

#### **8. Intermediaries with a firm commitment to act**

Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and after rates and a description of the main terms of their commitment: None

#### **9. Placing and Underwriting**

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: The Distributor identified in Paragraph 47 of Part A and identifiable from the Base Prospectus

Name and address of the co-ordinator(s) of the global offer and of single parts of the offer: Not applicable

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

Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements: No underwriting commitment is undertaken by the Distributor.

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

## 10. EU Benchmarks Regulation

EU Benchmarks Regulation: Article 29(2) Applicable: Amounts payable under the Securities are calculated by reference to the statement on benchmarks: OMXS30 Return Index which is provided by Nasdaq OMX

As at the date of these Final Terms, Nasdaq OMX is included, in the register of Administrators and Benchmarks established and maintained by the European Securities and Markets Authority (“ESMA”) pursuant to article 36 of the Benchmarks Regulation (Regulation (EU) 2016/1011) (the “BMR”)

# 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

Up to SEK 50,000,000 Credit Linked Certificates due July 2027- The securities are Certificates. International Securities Identification Number ("ISIN"): SE0017831324.

### Identity and contact details of the issuer

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

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

Offeror: Strivo AB, Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. The legal entity identifier (LEI) of Strivo AB is 5493001PRPGL0IF5SB56.

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 21-194 by the AMF, as supplemented from time to time.

## Section B - Key information on the issuer

### Who is the issuer of the securities?

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

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

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

#### Principal activities

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

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

#### Major shareholders

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

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

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

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

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

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

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

#### Key financial information

##### Income statement

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

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

Cash flow statement				
	Year	Year-1	Interim	Comparative interim from same period in prior year
In €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Net Cash flows from operating activities	-563,228	661,222	656,425	-595,018
Net Cash flows from financing activities	0	0	0	0
Net Cash flows from investing activities	0	0	0	0

#### Qualifications in the audit report

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

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

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

## Section C - Key Information on the securities

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

##### Type, class and ISIN

Up to SEK 50,000,000 Credit Linked Certificates due July 2027 - The securities are Certificates. International Securities Identification Number ("ISIN"): SE0017831324.

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

The currency of the Securities is Swedish Krone ("SEK"). The Securities have a par value of SEK 10,000. Up to 50,000 Securities will be issued. The Securities will be redeemed on 5 July 2027.

##### 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 contain events of default including non-payment, non-performance or non-observance of the Issuer's or Guarantor's obligations in respect of the Securities; the insolvency or winding up of the Issuer or Guarantor.

*Governing law* - The Securities are governed by English law.

The objective of this product is to provide you with the return based on the performance of underlying index and the credit risk on 16% to 100% of the Reference Entity.

#### Equity Terms

On the Redemption Date, you will receive in respect of each Security:

1. If the Final Reference Price is greater than or equal to 100% of the Initial Reference Price: a payment in cash equal to the Notional Amount increased by a percentage expected to be 100% but not less than 80% of the Performance of the Underlying.
2. If the Final Reference Price is less than 100% of the Initial Reference Price: no payment will occur.

Where:

- The Performance of an Underlying is the difference between its Final Reference Price and its Initial Reference Price, divided by its Initial Reference Price, expressed in absolute value.
- The Initial Reference Price is the closing price of the Underlying on the Strike Date.
- The Final Reference Price is the arithmetic average of the closing prices of the Underlying on the Final Averaging Dates.

Underlying Index	OMXS30 Return Index
Issue Date	23 June 2022
Strike Date	10 June 2022
Redemption Valuation Date	21 June 2027
Redemption Date (maturity)	05 July 2027

Bloomberg Code:	OMXS30GI
Product Currency	SEK
Notional Amount (per Security)	SEK 10,000
Redemption Valuation Date	21 June 2027

Final Averaging Date(s)	21 June 2026, 21 July 2026, 21 August 2026, 21 September 2026, 21 October 2026, 23 November 2026, 21 December 2026, 21 January 2027, 22 February 2027, 22 March 2027, 21 April 2027, 21 May 2027 and 21 June 2027
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## Credit Terms:

In addition to the payment in accordance with the Equity Terms above, on the Redemption Date, you will receive in respect of each Security:

- (i) If a Credit Event has not occurred, 100.0% of the Notional Amount per Security.
- (ii) If a Credit Event occurs in respect of one or more of the Reference Entities, the Current Notional Amount per Security. The Current Notional Amount per Security shall be reduced, according to the formula further described below without any recovery payment in respect of the relevant Reference Entity.

Redemption following a Credit Event reducing the Current Notional Amount per Security to zero: If a Credit Event occurs with respect to each Reference Entity of the product, the outstanding Current Notional Amount will be reduced to zero. No regard shall be given to any auction final price determined by the CDDC with respect to the relevant Reference Entity in respect of which a Credit Event has occurred. In such case, there will be a loss of 100% of the Notional Amount per Security.

The events constituting Credit Events are summarised below:

- Bankruptcy: the Reference Entity experiences bankruptcy or liquidation or insolvency or related events.
- Failure to Pay: the Reference Entity fails to make payments to creditors due on its debt at all or in good time.
- Restructuring: the Reference Entity's debt is restructured on terms that are detrimental to the holder(s) of the relevant debt in a form that is binding on all holder(s).

Whether or not a Credit Event has occurred will be determined by a committee named CDDC, or, in the absence a CDDC determination, by the product calculation agent. Only Credit Events occurring between the Credit Event Backstop Date and the Redemption Valuation Date shall affect the product (earlier or later Credit Events shall not be taken into account).

Where:

- CDDC is a Credit Derivatives Determinations Committee established by the International Swaps and Derivatives Association, Inc. (ISDA) (or any successor thereto), further information on the committee, its members and its rules is available at the following website: <http://dc.isda.org/>.
- The Event Determination Date is the date on which the CDDC is asked to determine whether the relevant Credit Event has occurred or, the date on which the product calculation agent notifies the Issuer that a Credit Event has occurred.
- The Current Notional Amount per Security is the Notional Amount per Security reduced by approximately 1.59% for each Credit Event after 12 events have already taken place, provided it is greater than 0 (subject to rounding of index weights). In mathematical terms, this is represented as :

$$SEK10,000 * \max\{0\%; \min[100\%; \frac{100\% - \sum_{i=1}^N \text{Weight}_i * (1 - \text{RecoveryRate}_i)}{100\% - 16\%}]\}$$

- The date falling 3 business days after the determination of the Recovery Rate in respect to the Event Determination Date that leads to a reduction of the Current Notional Amount per Security to zero.
- Recovery Rate means a percentage fixed at 0%.

Reference Entity	Weights	RED Code	Annex
ITRAXX EUROPE CROSSOVER SERIES 37 VERSION 1	The Reference Entity Weight, as defined in the index annex, divided by the sum of all Reference Entity Weightings in the Index Annex.	21667KJP4	<a href="http://www.markit.com/Documentation/Product/Itraxx/">www.markit.com/Documentation/Product/Itraxx/</a>

## General Terms

**Meetings** - The terms of the Securities will contain provisions for calling meetings of holders of such Securities to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.

**Representative of holders** - No representative of the Holders has been appointed by the Issuer.

### Seniority of the securities

The Securities are unsubordinated and unsecured obligations of the Issuer and rank *pari passu* among themselves.

### Restrictions on the free transferability of the securities

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

### Dividend or payout policy

Not Applicable

### Where will the securities be traded?

### Admission to trading

Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Official List of Nasdaq Stockholm.

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

### Nature and scope of the guarantee

The obligations under the guarantee are senior preferred obligations (within the meaning of Article L.613-30-3-1-3° of the French Code monétaire et financier) and unsecured obligations of BNPP and will rank *pari passu* with all its other present and future senior preferred and unsecured obligations subject to such exceptions as may from time to time be mandatory under French law.

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

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

#### Description of the guarantor

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

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

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

BNP Paribas, Europe's leading provider of banking and financial services, has four domestic Retail Banking markets in Europe, namely in France, Belgium, Italy and Luxembourg. It operates in 65 countries and has close to 190,000 employees, including nearly 145,000 in Europe.

BNP Paribas SA is the parent company of the BNP Paribas Group (together the "BNPP Group").

BNP Paribas' organisation changed in 2021 with two new operating divisions: Commercial, Personal Banking & Services (CPBS) and Investment & Protection Services (IPS). With Corporate & Institutional Banking (CIB), the third operating division of BNP Paribas' diversified and integrated model, they are working in particular to prepare the 2022-2025 strategic plan. Within this framework, the Group's new organisation effective from 2022 is as follows:

#### Commercial, Personal Banking & Services (CPBS):

- *Commercial & Personal banks in the euro zone:* Commercial & Personal Banking in France (CPBF), BNL banca commerciale (BNL bc), Italian Retail Banking, Commercial & Personal Banking in Belgium (CPBB), Commercial & Personal Banking in Luxembourg (CPBL).

- *Commercial banks outside the euro zone, which are organised around:* Europe-Mediterranean, to cover Central and Eastern Europe and Turkey, BancWest in the United States.

- *Specialised businesses:* Arval, BNP Paribas Leasing Solutions, BNP Paribas Personal Finance, BNP Paribas Personal Investors, New digital business lines (Nickel, Paypal, etc.).

**Investment & Protection Services (IPS):** Insurance (BNP Paribas Cardif), Wealth and Asset Management [(BNP Paribas Asset Management, BNP Paribas Wealth Management and BNP Paribas Real Estate), Management of the BNP Paribas Group's portfolio of unlisted and listed industrial and commercial investments (BNP Paribas Principal Investments).

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

As at 31 December 2021, the main shareholders were Société Fédérale de Participations et d'Investissement ("SFPI") a public-interest société anonyme (public limited company) acting on behalf of the Belgian government state holding 7.8% of the share capital, BlackRock Inc. holding 6.1% of the share capital and Grand Duchy of Luxembourg holding 1.0% of the share capital.

#### Key financial information for the purpose of assessing the guarantor's ability to fulfil its commitments under the guarantee

Income statement				
	Year	Year-1	Year-2	
In millions of €	31/12/2021*	31/12/2020	31/12/2019	
<b>Net interest income</b>	19,238	21,312	21,127	
<b>Net fee and commission income</b>	10,362	9,862	9,365	
<b>Net gain on financial instruments</b>	7,777	7,146	7,464	
<b>Revenues</b>	43,762	44,275	44,597	
<b>Cost of risk</b>	-2,971	-5,717	-3,203	
<b>Operating Income</b>	11,325	8,364	10,057	
<b>Net income attributable to equity holders</b>	9,488	7,067	8,173	
<b>Earnings per share (in euros)</b>	7.26	5.31	6.21	
Balance sheet				
	Year	Year-1	Year-2	
In millions of €	31/12/2021*	31/12/2020	31/12/2019	
<b>Total assets</b>	2,634,444	2,488,491	2,164,713	
<b>Debt securities</b>	220,106	212,351	221,336	
<b>Of which mid long term Senior Preferred</b>	78,845**	82,086**	88,466**	
<b>Subordinated debt</b>	25,667	23,325	20,896	
<b>Loans and receivables from customers (net)</b>	814,000	809,533	805,777	
<b>Deposits from customers</b>	957,684	940,991	834,667	
<b>Shareholders' equity (Group share)</b>	117,886	112,799	107,453	
<b>Doubtful loans/ gross outstandings***</b>	2%	2.1%	2.2%	
<b>Common Equity Tier 1 capital (CET1) ratio</b>	12.9%	12.8%	12.1%	
<b>Total Capital Ratio</b>	16.4%	16.4%	15.5%	
<b>Leverage Ratio****</b>	4.1%	4.9%	4.6%	

(\*) Application of IFRS 5

(\*\*) 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 4.7% as at 31.12.21 excluding this effect.

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

1. A substantial increase in new provisions or a shortfall in the level of previously recorded provisions exposed to credit risk and counterparty risk could adversely affect the BNP Paribas Group's results of operations and financial condition

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

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

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

There are also risks associated with the Securities, including:

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

The return on the Securities depends on the performance of the Underlying Reference(s) and whether knock-in or knock out features apply. Auto-callable Products include automatic early redemption mechanisms. Depending on the applicable formula, if an automatic early redemption event occurs investors may be exposed to a partial loss of their investment. Investors may be exposed to a partial or total loss of their investment.

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

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**

Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Official List of Nasdaq Stockholm..

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

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

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

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

Offeror: Strivo AB, Stora Badhusgatan 18-20, 411 21 Göteborg, Sweden. The legal entity identifier (LEI) of Strivo AB is 5493001PRPGL0IF5SB56

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 50,000,000

#### **Underwriting agreement**

No underwriting commitment is undertaken by the Offeror

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

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

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



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

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

# Sammanfattning

## Avsnitt A - Introduktion och Varningar

### Varningar

Den här sammanfattningen ska läsas som en introduktion till Grundprospektet och de gällande slutliga villkoren.

Varje beslut att investera i värdepapper ska ske med beaktande av Grundprospektet i sin helhet, inklusive de dokument som infogats och de tillämpliga Slutliga Villkoren. Investeringar kan exponeras mot en partiell eller fullständig förlust av sin investering.

Om krav grundat på upplysningar i Grundprospektet och de tillämpliga Slutliga Villkoren framställs vid domstol i en medlemsstat inom Europeiska ekonomiska samarbetsområdet kan käranden komma att vara skyldig att bekosta översättningen av Grundprospektet och de tillämpliga Slutliga Villkoren i enlighet med nationell lagstiftning i den medlemsstat där kravet framställs innan de rättsliga förfarandena inleds.

Civilrättsligt ansvar i något av medlemsstaterna binder Emittenten 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

Upp till SEK 50 000 000 Kreditrelaterade Certifikat med förfall i juli 2027 – Värdepappren är Certifikat. Internationellt identifikationsnummer på värdepapperet ("ISIN"): SE0017831324.

### 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

Erbjudare: Strivo AB, Stora Badhusgatan 18-20, 411 21 Göteborg, Sverige. Identifikationskod för juridiska personer (LEI) för Strivo AB är 5493001PRPGL0IF5SB56.

Person som ber om tillstånd att få handla: BNP Paribas Issuance B.V. ("**Emittent**"), 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 21-194 av AMF, med olika bilagor från tid till.

## Avsnitt B - Emittentens nyckelinformation

### Vem är värdepappernas 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 stabila 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 förpliktelse 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	Delår	Jämförande delårsperiod från samma period föregående år
I €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Rörelseresultat	54 758	47 976	24 718	27 896

Balansräkning				
	År	År-1	Delår	Jämförande delårsperiod från samma period föregående år
I €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Finansiell skuldsättningsgrad (långsiktiga skulder plus kortfristiga skulder minus kontanter)	69 621 531 827	64 938 742 676	94 686 587 018	80 868 819 411
Nuvarande kapitaltäckningsgrad (omsättningstillgångar/kortfristiga skulder)	1	1	1	1
Skuld i förhållande till eget kapital (totala skulder/totala egna kapitalet)	112 649	112 828	148 764	135 904
Räntetäckningsgrad (rörelseresultat/räntekostnad)				

Kassaflödesanalys				
	År	År-1	Delår	Jämförande delårsperiod från samma period föregående år
I €	31/12/2020	31/12/2019	30/06/2021	30/06/2020
Likvida medel från den löpande verksamheten	-563 228	661 222	656 425	-595 018
Likvida medel från finansieringsverksamheten	0	0	0	0
Likvida medel från investeringsverksamheten	0	0	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 tillämplig. 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

Upp till SEK 50 000 000 Kreditrelaterade Certifikat med förfall i juli 2027 – Värdepapperen är Certifikat. Internationellt identifikationsnummer på värdepapperet ("ISIN"): SE0017831324.

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

Valutan för Värdepapperen är svenska kronor ("SEK"). Värdepapperen har ett parvärde om SEK 10 000. Upp till 50 000 Värdepapper kommer att emitteras. Värdepapperen kommer att lösas in den 5 juli 2027.

#### Rättigheter som sammanhänger med värdepapperen

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

*Uppsägningsgrunder* – Värdepapperens villkor kommer att innehålla uppsägningsgrunder inkluderat utebliven betalning, bristande fullgörande eller bristande efterlevnad av Emittentens eller Garantens förpliktelser avseende Värdepapperen; Emittentens eller Garantens insolvens eller avveckling.

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

Målet för denna produkt är att ge dig en avkastning baserad på utvecklingen för underliggande index och kreditrisken om 16% till 100% av Referensenheten.

#### Aktierelaterade villkor

På Återbetalningsdagen får du för varje Värdepapper:

- Om den Slutliga Referenskursen är större än eller lika med 100% av den Initiala Referenskursen: en kontant betalning motsvarande det Nominella Beloppet ökat med en procentsats som förväntas vara 100% men inte mindre än 80% av Utvecklingen för den Underliggande.
- Om den Slutliga Referenskursen är mindre än 100% av den Initiala Referenskursen: ingen betalning kommer att inträffa.

Där:

■ Utvecklingen för en Underliggande är skillnaden mellan dess Slutliga Referenskurs och dess Initiala Referenskurs, dividerat med dess Initiala Referenskurs, uttryckt som ett absolut värde.

■ Den Initiala Referenskursen är stängningskursen för den Underliggande på Startdagen.

■ Den Slutliga Stängningskursen är det aritmetiska genomsnittet av stängningskurserna för den Underliggande på de Slutliga Genomsnittsdagarna.

Underliggande Index	OMXS30 Return Index	Bloomberg-kod	OMXS30GI
Emissionsdag	23 juni 2022	Produktvaluta	SEK
Startdag	10 juni 2022		
Värderingsdag för Återbetalning	21 juni 2027	Nominellt belopp (per produkt)	SEK 10 000
Återbetalningsdag (förfall)	05 juli 2027	Värderingsdag för Återbetalning	21 juni 2027

Slutlig(a) Genomsnittsdag(ar)	21 juni 2026, 21 juli 2026, 21 augusti 2026, 21 september 2026, 21 oktober 2026, 23 november 2026, 21 december 2026, 21 januari 2027, 22 februari 2027, 22 mars 2027, 21 april 2027, 21 maj 2027 och 21 juni 2027
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#### Kreditrelaterade villkor

Utöver betalning i enlighet med de Aktierelaterade villkoren ovan, på Utbetalningsdagen får du för varje Värdepapper:

- Om en Kredithändelse inte har inträffat, 100,0% av det Nominella Beloppet per Värdepapper.

- (ii) Om en Kredithändelse inträffar avseende en eller flera av Referensenheterna, det Innevarande Nominella Beloppet per Värdepapper. Det Innevarande Nominella Beloppet per Värdepapper ska reduceras, i enlighet med formeln som beskrivs närmare nedan utan någon återvinningsbetalning avseende den relevanta Referensenheten.

Inlösen efter en kredithändelse som reducerar det Innevarande Nominella Beloppet per Värdepapper till noll: Om en Kredithändelse inträffar avseende varje Referensenhet för produkten, kommer det utestående Innevarande Nominella Beloppet att reduceras till noll. Ingen hänsyn ska tas till något slutligt auktionspris som fastställts av CDDC avseende den relevanta Referensenhet för vilken en Kredithändelse har inträffat. I sådana fall kommer det att finnas en förlust på 100 % av det Nominella Beloppet per Värdepapper.

Händelserna som utgör Kredithändelser sammanfattas nedan :

- Konkurs: Referensenheten drabbas av konkurs eller likvidation eller insolvens eller relaterade händelser.
- Underlåtenhet att betala : Referensenheten underlåter att göra betalningar till borgenärer vid skuldernas förfall över huvud taget eller i rätt tid.
- Omstrukturering: Referensenhetens skuld omstruktureras på villkor som är skadliga för innehavaren(rna) av den relevanta skulden på ett sätt som är bindande för alla innehavare.

Huruvida en Kredithändelse har inträffat kommer att fastställas av en kommitté vid namn CDDC, eller, i frånvaron av beslut från CDDC, av produktberäkningsagenten. Endast Kredithändelser som inträffar mellan Startdag för Kredithändelse och Värderingsdagen för Återbetalning ska påverka produkten (tidigare eller senare Kredithändelser ska inte tas hänsyn till).

- Där:**
- CDDC är Credit Derivatives Determinations Committee upprättad av the International Swaps och Derivatives Association, Inc. (ISDA) (eller någon efterträdare), ytterligare information om kommittéen, dess medlemmar och dess regler finns tillgängliga på följande webbsida: <http://dc.isda.org/>.
  - Händelsefastställdedagen är den dag på vilken CDDC ombeds att fastställa om en relevant Kredithändelse har inträffat eller, dagen på vilken produktberäkningsagenten meddelar emittenten att en Kredithändelse har inträffat.
  - Det Innevarande Nominella Beloppet per Värdepapper är det Nominella Beloppet per Värdepapper reducerat med cirka 1,59% per Kredithändelse efter att 12 händelser har inträffat, förutsatt att det är större än 0 (med förbehåll för avrundning av indexviktning). I matematiska termer är detta representerat som:

$$SEK\ 10\ 000 \times \max[0\%; \min \left[ 100\%; \frac{100\% - \sum_{i=1}^N \text{Viktning}_i \times \left( \frac{1 - \text{Återvinningskurs}_i}{100\% - 16\%} \right) \right] ]$$

- Dagen som infaller 3 bankdagar efter fastställelsen av Återvinningskursen avseende Händelsefastställdedagen som leder till en reduktion av det Innevarande Nominella Beloppet per Värdepapper till noll.
- Återhämtningskurs betyder en fast procentsats om 0%.

Referensenhet	Viktning	RED-kod	Bilaga
ITRAXX EUROPE CROSSOVER SERIES 37 VERSION 1	Referensenhetens viktning, definierad i indexets bilaga, dividerat med summan av Referensenhetens Viktningar i Indexets Bilaga.	21667KJP4	<a href="http://www.markit.com/Documentation/Product/Itraxx/">www.markit.com/Documentation/Product/Itraxx/</a>

#### Allmänna Villkor

**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 förpliktelse 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

Ansökan kommer att göras av Emittenten (eller på dennes vägnar) för värdepapper som ska tillåtas att handlas på Official List of Nasdaq Stockholm.

#### 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 förpliktelse 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 förfalldagen.

#### Beskrivning av garanten

Värdepapperna 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): R0MUWSFPU8MPRO8K5P83.

BNPP:s långsiktiga kreditbetyg är A+ med stabila prognos (S&P Global Ratings Europe Limited), Aa3 med stabila prognos (Moody's, Investors Service Ltd.), AA- med stabila 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 är en ledande europeisk leverantör av tjänster inom området bank och finans och har fyra inhemska retail banking-marknader i Europa, nämligen Frankrike, Belgien, Italien och Luxemburg. Det är verksamt i 65 länder och har nästan 190 000 anställda, inklusive nästan 145 000 i Europa.

BNP Paribas SA är moderbolag i BNP Paribas-koncernen (tillsammans kallat "**BNPP-Koncernen**").

BNP Paribas:s organisation förändrades under 2021 med två nya operativa divisioner: Commercial, Personal Banking & Services (CPBS) (Kommersiella tjänster och personliga banktjänster) och Investment & Protection Services (IPS) (Investerings- och skyddstjänster). Med Corporate & Institutional Banking (CIB) (Företagsbankverksamhet och institutionell bankverksamhet), den tredje operativa divisionen av BNP Paribas diversifierade och integrerade modell, arbetar de specifikt med att förbereda den strategiska planen för 2022-2025. Inom detta ramverk är koncernens nya organisation som träder i kraft 2022 följande:

Kommersiella tjänster och personliga banktjänster:

– *Kommersiella och privata banker i euroområdet:* Commercial & Personal Banking in France (CPBF) (Kommersiell och personlig bankverksamhet i Frankrike), BNL banca commerciale (BNL bc) (BNL banca commerciale), Italian Retail Banking (Italiensk detaljhandelsbank), Commercial & Personal Banking in Belgium (CPBB) (Kommersiell och personlig bankverksamhet i Belgien), Commercial & Personal Banking in Luxembourg (CPBL) (Kommersiell och personlig bankverksamhet i Luxemburg).

– *Kommersiella banker utanför euroområdet, som är organiserade kring:* Europa-Medelhavsområdet, för att täcka Central- och Östeuropa samt Turkiet, BancWest i USA.

– *Specialiserade företag:* Arval, BNP Paribas Leasing Solutions, BNP Paribas Personal Finance, BNP Paribas Personal Investors, Nya digitala affärslinjer (Nickel, Paypal, etc.).

Investerings- och skyddstjänster: Försäkring (BNP Paribas Cardif), Förmögenhets- och kapitalförvaltning (BNP Paribas Asset Management, BNP Paribas Wealth Management och BNP Paribas Real Estate), Förvaltning av BNP Paribas Groups portfölj av onoterade och börsnoterade industriella och kommersiella investeringar (BNP Paribas Principal Investments).

Företagsbankverksamhet och institutionell bankverksamhet: Globala Affärsbanksverksamhet, Globala marknader, Värdepapperstjänster.

Per den 31 december 2021 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 7,8 procent av aktiekapitalet, BlackRock Inc. som innehar 6,1 procent av aktiekapitalet och Storherigdömet 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	
I miljoner €	31/12/2021*	31/12/2020	31/12/2019	
Räntenetto	19 238	21 312	21 127	
Nettoavgift och provisioner	10 362	9 862	9 365	
Nettovinst på finansiella instrument	7 777	7 146	7 464	
Intäkter	43 762	44 275	44 597	
Kostnad för risk	-2 971	-5 717	-3 203	
Rörelseresultat	11 325	8 364	10 057	
Nettoresultat hänförligt till aktieägare	9 488	7 067	8 173	
Resultat per aktie (i €)	7,26	5,31	6,21	
Balansräkning				
	År	År-1	År-2	
I miljoner €	31/12/2021*	31/12/2020	31/12/2019	
Totala tillgångar	2 634 444	2 488 491	2 164 713	
Skuldförbindelser	220 106	212 351	221 336	
Av vilka medelfristiga prioriterade skuldförbindelser föredras	78 845**	82 086**	88 466**	
Mindre prioriterade skulder	25 667	23 325	20 896	
Lån och kundfordringar (netto)	814 000	809 533	805 777	
Insättningar från kunder	957 684	940 991	834 667	
Eget kapital (koncernandel)	117 886	112 799	107 453	
Tvivelaktiga lån/bruttoresultat***	2%	2,1%	2,2%	
Kärnprimärkapitalrelation	12,9%	12,8%	12,1%	
Total kapitalrelation	16,4%	16,4%	15,5%	
Hävstångsmått****	4,1%	4,9%	4,6%	

(\*) IFRS5

(\*\*) Tillsynsomsfattning

(\*\*\*) 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 4,7 % vid 31.12.21 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. Ogynnsamma ekonomiska och finansiella villkor har tidigare påverkat och kommer kanske i framtiden att påverka BNP Paribas Grupp och marknaden i vilken den verkar.

7. Lagar och bestämmelser som antagits under senare år, särskilt som svar på den globala finanskrisen så väl som nya lagförslag kan väsentligen påverka BNP Paribas Grupp och den finansiella och ekonomiska miljön i vilken den bedriver sin verksamhet.

8. BNP Paribas Grupp kan drabbas av betydande böter och andra administrativa och straffrättsliga påföljder för bristande efterlevnad av tillämpliga lagar och förordningar och kan även ådra sig förluster vid relaterad (eller orelaterad) rättsvist 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 relaterade till värdepappernas struktur:**

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

##### **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. Investerarerna 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 fluktuera (antingen uppåt eller nedåt) beror på ett antal faktorer som investerarerna 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**

Ansökan kommer att göras av Emittenten (eller på dennes vägnar) för värdepapper som ska tillåtas att handlas på Official List of Nasdaq Stockholm.

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

Emittenten kommer inte att påföra investerarerna några kostnader.

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

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

Erbjudare: Strivo AB, Stora Badhusgatan 18-20, 411 21 Göteborg, Sverige. Identifikationskod för juridiska personer (LEI) för Strivo AB är 5493001PRPGL0IF5SB56.

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 50 000 000

#### **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 Garanterna och deras respektive dotterbolag.

Olika företag inom BNPP-koncernen (inklusive Emittenten och Garanterna) 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 förforsaka möjliga intressekonflikter.

BNP Paribas Arbitrage SNC som verkar som Förvaltare och Beräkningsombud, är ett Dotterbolag till Emittenten och Garanterna 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.