

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

## **FINAL TERMS FOR CERTIFICATES**

### **FINAL TERMS DATED 22 APRIL 2024**

#### **BNP Paribas Issuance B.V.**

*(incorporated in The Netherlands)*

*(as Issuer)*

Legal entity identifier (LEI): 7245009UXRIGIRYOBR48

#### **BNP Paribas**

*(incorporated in France)*

*(as Guarantor)*

Legal entity identifier (LEI): R0MUWSFPU8MPRO8K5P83

### **Up to 100,000 CZK Quanto "3Y Easy Transition Plus" Certificates relating to BNP PARIBAS MULTI ASSET DIVERSIFIED 5 Index due 31 May 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. 23-197 on 31 May 2023

**ISIN Code: XS2749347279**

#### **BNP Paribas Financial Markets S.N.C**

*(formerly known as BNP Paribas Arbitrage S.N.C.)*

*(as Manager)*

### **The Securities are offered to the public in Czech Republic from 22 April 2024 to 22 May 2024**

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 authorize, the making of any offer of Securities in any other circumstances.

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

## PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 31 May 2023, each Supplement to the Base Prospectus published and approved on or before the date of these Final Terms (copies of which are available as described below) and any other Supplement to the Base Prospectus which may have been published and approved before the issue of any additional amount of Securities (the "**Supplements**") (provided that to the extent any such Supplement (i) is published and approved after the date of these Final Terms and (ii) provides for any change to the Conditions of the Securities such changes shall have no effect with respect to the Conditions of the Securities to which these Final Terms relate) which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") (the "**Base Prospectus**"). This document constitutes the Final Terms of the Securities described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus to obtain all the relevant information. A summary of the Securities is annexed to these Final Terms. The Base Prospectus, any Supplements to the Base Prospectus and these Final Terms are available for viewing on <http://eqdpo.bnpparibas.com/XS2749347279> 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
CE5516WX	Up to 100,000	Up to 100,000	XS2749347279	274934727	100.00%	31 May 2027

## 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:** 12 April 2024.
4. **Issue Date:** 29 May 2024.
5. **Consolidation:** Not applicable.
6. **Type of Securities:** (a) Certificates.  
(b) The Securities are Index Securities.

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

Unwind Costs: Applicable.

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. **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:

#### Dropback Payout:

#### Dropback Securities

$$\begin{aligned}
 & \text{Constant Percentage 1} + \text{Constant Percentage 2} \\
 & \times \min \left( \text{Cap 1}, \max \left( \text{Floor 1}, \frac{\text{Dropback Value}_{\text{Final}} - \text{Dropback Value}_{\text{Initial}}}{\text{Dropback Value}_{\text{Initial}}} \right) \right) \\
 & + \sum_{i=1}^K \text{Dropback Investment Amount}_i \\
 & \times \min \left( \text{Cap 2}_i, \max \left( \text{Floor 2}_i, \left( \frac{\text{Dropback Value}_{\text{Final}} - \text{Dropback Trigger Level}_i \times \text{Dropback Value}_{\text{Initial}}}{\text{Dropback Trigger Level}_i \times \text{Dropback Value}_{\text{Initial}}} \right) \right) \right)
 \end{aligned}$$

Where:

**Constant Percentage 1** means 100%;

**Constant Percentage 2** means 50%;

**Cap 1** : Not applicable

**Floor 1** means 0.00%

**Dropback Value<sub>Initial</sub>** means 100%

**Dropback Value<sub>Final</sub>** means the Dropback Value on the Redemption Valuation Date

**Dropback Value** means, in respect of a single Underlying Reference, the Underlying Reference Value

**Underlying Reference** means as set out in item 25(a);

**Underlying Reference Value** means, in respect of an Underlying Reference and (a) a Dropback Trigger Observation Date<sub>i</sub> or (b) the Redemption Valuation Date, as the case may be, (i) the Observation Closing Value for such Underlying Reference in respect of such Dropback Trigger Observation Date<sub>i</sub> or the Redemption Valuation Date, as the case may be, divided by (ii) the Initial Closing Value for such Underlying Reference, expressed as a percentage.

**Following Dropback Observation Day:** Applicable

**Observation Closing Value** means, in respect of an Underlying Reference and (a) a Dropback Trigger Observation Date<sub>i</sub> or (b) the Redemption Valuation Date, as the case may be, the Relevant Closing Value in respect of such Underlying Reference and such Dropback Trigger Observation Date<sub>i</sub> or the Redemption Valuation Date, as the case may be, provided that, if such day is not a Dropback Observation Day or such day is a Disrupted Day (in the case of Index Securities or Share Securities) or a Commodity Disrupted Day (in the case of Commodity Securities) (such day a "Disrupted Value Day", the Observation Closing Value will be the Observation Closing Value for the next succeeding Dropback Observation Day which is not a Disrupted Value Day

**Relevant Closing Value** means the Closing Level

**Initial Closing Value** means the Relevant Closing Value on the Strike Date

**Dropback Investment Amount<sub>i</sub>** means, in respect of a Dropback Investment Event, the percentage specified as such in the table set out in the Final Terms next to the relevant Dropback Trigger Level<sub>i</sub> in respect of which the relevant Dropback Investment Event has occurred.

**Dropback Trigger Level<sub>i</sub>**

<i>i</i>	<i>Dropback Trigger Level<sub>i</sub></i>	<i>Dropback Investment Amount<sub>i</sub></i>
1	95.00%	25.00%
2	90.00%	25.00%

**Dropback Trigger Barrier<sub>i</sub>** means, in respect of the Dropback Trigger Observation Period and a Dropback Trigger Observation Date<sub>i</sub>, the first Dropback Trigger Level<sub>i</sub> in the table that has not been the subject of a Dropback Investment Event in respect of any previous Dropback Trigger Observation Date<sub>i</sub> in the Dropback Trigger Observation Period

**Cap 2** [for i=1 to K]: Not applicable

**Floor 2** [for i=1 to K] means 0.00%

**K** means the number of Dropback Investment Events that have occurred in the Dropback Trigger Observation Period

**Dropback Investment Event** means the Dropback Value is less than any Dropback Trigger Barrier<sub>i</sub> on any Dropback Trigger Observation Date<sub>i</sub> during the Dropback Trigger Observation Period, provided that, if the Dropback Value in respect of a single Dropback Trigger Observation Date<sub>i</sub> satisfies more than one Dropback Trigger Barrier<sub>i</sub>, the number of Dropback Investment Events in respect of such Dropback Trigger Observation Date<sub>i</sub> will be deemed to be equal to the number of Dropback Trigger Barriers so satisfied

**Dropback Value** means, in respect of a single Underlying Reference, the Underlying Reference Value

**Underlying Reference** means as set out in item 25(a);

**Underlying Reference Value** means, in respect of an Underlying Reference and (a) a Dropback Trigger Observation Date<sub>i</sub> or (b) the Redemption Valuation Date, as the case may be, (i) the Observation Closing Value for such Underlying Reference in respect of such Dropback Trigger Observation Date<sub>i</sub> or the Redemption Valuation Date, as the case may be, divided by (ii) the Initial Closing Value for such Underlying Reference, expressed as a percentage.

**Following Dropback Observation Day:** Applicable

**Observation Closing Value** means, in respect of an Underlying Reference and (a) a Dropback Trigger Observation Date<sub>i</sub> or (b) the Redemption Valuation Date, as the case may be, the Relevant Closing Value in respect of such Underlying Reference and such Dropback Trigger Observation Date<sub>i</sub> or the Redemption Valuation Date, as the case may be, provided that, if such day is not a Dropback Observation Day or such day is a Disrupted Day (in the case of Index Securities or Share Securities) or a Commodity Disrupted Day (in the case of Commodity Securities) (such day a "Disrupted Value Day", the Observation Closing Value will be the Observation Closing Value for the next succeeding Dropback Observation Day which is not a Disrupted Value Day.

**Relevant Closing Value** means the Closing Level

**Initial Closing Value** means the Relevant Closing Value on the Strike Date

**Dropback Trigger Period Monitoring:** Applicable

**Dropback Trigger Observation Date** means, in respect of the Dropback Trigger Observation Period, each Dropback Observation Day during the Dropback Trigger Observation Period

**Dropback Observation Day** means Scheduled Trading Days

**Dropback Trigger Observation Period** means the period from (but excluding) the Strike Date to (and including) the Redemption Valuation Date.

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|--|---|
| 13. <b>Relevant Asset(s):</b>                | Not applicable.   |
| 14. <b>Entitlement:</b>                      | Not applicable.   |
| 15. <b>Exchange Rate:</b>                    | Not applicable.   |
| 16. <b>Settlement Currency:</b>              | The settlement currency for the payment of the Cash Settlement Amount is Czech Koruna (" <b>CZK</b> "). |
| 17. <b>Syndication:</b>                      | The Securities will be distributed on a non-syndicated basis.   |
| 18. <b>Minimum Trading Size:</b>             | Not applicable.   |
| 19. <b>Agent(s):</b>                         |   |
| (a) <b>Principal Security Agent</b>          | BNP Paribas Financial Markets S.N.C.  |
| (b) <b>Security Agent</b>                    | Not applicable.   |
| 20. <b>Registrar:</b>                        | Not applicable.   |
| 21. <b>Calculation Agent:</b>                | BNP Paribas Financial Markets S.N.C.<br>20 Boulevard des Italiens, 75009 Paris, France.                 |
| 22. <b>Governing law:</b>                    | English law.  |
| 23. <b>Masse provisions (Condition 9.4):</b> | Not applicable.   |

#### PRODUCT SPECIFIC PROVISIONS

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|--|---|
| 24. <b>Hybrid Securities:</b>                        | Not applicable.   |
| 25. <b>Index Securities:</b>                         | Applicable.   |
| (a) <b>Index/Basket of Indices/Index Sponsor(s):</b> | The "Underlying Reference" is the BNP Paribas Multi Asset Diversified 5 Index (Bloomberg: BNPIMAD5 Index).<br><br>BNP Paribas or any successor thereto is the Index Sponsor.<br><br>The Underlying Index is a Custom Index.<br><br>Asset Class Type: Equity Custom Index.<br><br>For the purposes of the Conditions, the Underlying Reference shall be deemed an Index. |
| (b) <b>Index Currency:</b>                           | United States Dollar ("USD").   |
| (c) <b>Exchange(s):</b>                              | As set out in Annex 2 for a Composite Index.  |
| (d) <b>Related Exchange(s):</b>                      | All Exchanges   |
| (e) <b>Exchange Business Day:</b>                    | Single Index Basis.   |
| (f) <b>Scheduled Trading Day:</b>                    | Single Index Basis.   |
| (g) <b>Weighting:</b>                                | Not applicable.   |
| (h) <b>Settlement Price:</b>                         | Not applicable.   |

(i) <b>Specified Maximum Days of Disruption:</b>	Three (3) Scheduled Trading Days.
(j) <b>Valuation Time:</b>	As per Conditions.
(k) <b>Redemption on Occurrence of an Index Adjustments Event:</b>	Delayed Redemption on Occurrence of an Index Adjustment Event: Not applicable.
(l) <b>Index Correction Period:</b>	See item 25(m)(iv) below
(m) <b>Additional provisions applicable to Custom Indices:</b>	Applicable
(i) <b>Screen Page:</b>	BNP Paribas Multi Asset Diversified 5 Index Bloomberg page: <b>BNPIMAD5</b> <Index>.
(ii) <b>Custom Index Business Day</b>	As per Conditions
(iii) <b>Scheduled Custom Index Business Day</b>	As per Condition
(iv) <b>Custom Index Correction Period</b>	As per Condition
(v) <b>Redemption on Occurrence of a Custom Index Adjustment Event</b>	Delayed Redemption on Occurrence of a Custom Index Adjustment Event : Not applicable
(vi) <b>Custom Index Disruption Event:</b>	Specified Maximum Days of Disruption will be equal to: Eight (8) Scheduled Custom Index Business Days
(vii) <b>Custom Index Law Closing Trigger Event:</b>	Not Applicable
(viii) <b>Outstanding Securities Trigger Event</b>	Not Applicable
(n) <b>Additional provisions applicable to Futures Price Valuation:</b>	Not applicable.
26. <b>Share Securities/ETI Share Securities:</b>	Not applicable.
27. <b>ETI Securities:</b>	Not applicable.
28. <b>Debt Securities:</b>	Not applicable.
29. <b>Commodity Securities:</b>	Not applicable.
30. <b>Inflation Index Securities:</b>	Not applicable.
31. <b>Currency Securities:</b>	Not applicable.
32. <b>Fund Securities:</b>	Not applicable.
33. <b>Futures Securities:</b>	Not applicable.
34. <b>Credit Security Provisions:</b>	Not applicable.
35. <b>Underlying Interest Rate Securities:</b>	Not applicable.
36. <b>Preference Share Certificates:</b>	Not applicable.
37. <b>OET Certificates:</b>	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: 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:** CZK 1,000.
- (b) **Partly Paid Certificates:** The Certificates are not Partly Paid Certificates.
- (c) **Interest:** Not applicable.
- (i) **Interest Period(s):** As per Conditions
- (ii) **Interest Period End Date(s):** 1 July 2024 (i=1), 29 July 2024 (i=2), 29 August 2024 (i=3), 30 September 2024 (i=4), 30 October 2024 (i=5), 29 November 2024 (i=6), 3 January 2025 (i=7), 29 January 2025 (i=8), 3 March 2025 (i=9), 31 March 2025 (i=10), 29 April 2025 (i=11), 29 May 2025 (i=12), 30 June 2025 (i=13), 29 July 2025 (i=14), 29 August 2025 (i=15), 29 September 2025 (i=16), 30 October 2025 (i=17), 1 December 2025 (i=18), 2 January 2026 (i=19), 29 January 2026 (i=20), 2 March 2026 (i=21), 30 March 2026 (i=22), 29 April 2026 (i=23), 29 May 2026 (i=24), 29 June 2026 (i=25), 29 July 2026 (i=26), 31 August 2026 (i=27), 30 September 2026 (i=28), 30 October 2026 (i=29), 30 November 2026 (i=30), 31 December 2026 (i=31), 29 January 2027 (i=32), 1 March 2027 (i=33), 31 March 2027 (i=34), 29 April 2027 (i=35) and the Redemption Date (i=36)
- (iii) **Business Day Convention for Interest Period End Date(s):** Not applicable
- (iv) **Interest Payment Date(s):** 1 July 2024 (i=1), 29 July 2024 (i=2), 29 August 2024 (i=3), 30 September 2024 (i=4), 30 October 2024 (i=5), 29 November 2024 (i=6), 3 January 2025 (i=7), 29 January 2025 (i=8), 3 March 2025 (i=9), 31 March 2025 (i=10), 29 April 2025 (i=11), 29 May 2025 (i=12), 30 June 2025 (i=13), 29 July 2025 (i=14), 29 August 2025 (i=15), 29 September 2025 (i=16), 30 October 2025 (i=17), 1 December 2025 (i=18), 2 January 2026 (i=19), 29 January 2026 (i=20), 2 March 2026 (i=21), 30 March 2026 (i=22), 29 April 2026 (i=23), 29 May 2026 (i=24), 29 June 2026 (i=25), 29 July 2026 (i=26), 31 August 2026 (i=27), 30 September 2026 (i=28), 30 October 2026 (i=29), 30 November 2026 (i=30), 31 December 2026 (i=31), 29 January 2027 (i=32), 1 March 2027 (i=33), 31 March 2027 (i=34), 29 April 2027 (i=35) and the Redemption Date (i=36)
- (v) **Business Day Convention for Interest Payment Date(s):** Following Business Day Convention
- (vi) **Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):** Not applicable



- (vii) Margin(s): Not applicable.
  - (viii) Minimum Interest Rate: Not applicable.
  - (ix) Maximum Interest Rate: Not applicable.
  - (x) Day Count Fraction: Not applicable.
  - (xi) Interest Determination Date(s): Not applicable.
  - (xii) Accrual to Redemption: Not applicable.
  - (xiii) Rate of Interest: Linked Interest
  - (xiv) Coupon rate: Applicable
- Dropback Non-Accrued Coupon applicable

$$\text{Constant Percentage 1} \times (\text{Constant Percentage 2} - \sum_{i=1}^{K^j} \text{Coupon Investment Amount}_i)$$

Where

**Constant Percentage 1** means 0.225%

**Constant Percentage 2** means 50.00%

**K<sup>j</sup>** means, in respect of a Dropback Coupon Period<sup>j</sup>, the number of Coupon Investment Events that have occurred during the period from (but excluding) the Strike Date to (and including) the Dropback Coupon Period End Date<sup>j</sup> in respect of such Dropback Coupon Period<sup>j</sup>

**Coupon Investment Amount<sub>i</sub>** means, in respect of a Coupon Investment Event, the percentage specified as such in the table set out in the Final Terms next to the relevant Coupon Trigger Level<sub>i</sub> in respect of which the relevant Coupon Investment Event has occurred, including, for the avoidance of doubt and, if required, in accordance with the relevant determination, where such Coupon Investment Event has occurred during a Coupon Trigger Observation Period prior to the current Coupon Trigger Observation Period<sub>i</sub>

**Coupon Trigger Level<sub>i</sub>**

<i>i</i>	<i>Coupon Trigger Level<sub>i</sub></i>	<i>Coupon Investment Amount<sub>i</sub></i>
1	95.00%	25.00%
2	90.00%	25.00%

**Coupon Trigger Observation Period<sub>i</sub>**

<i>i</i>	<i>Coupon Trigger Observation Period<sub>i</sub></i>
1	From (but excluding) 24 May 2024 to (and including) 24 June 2024
2	From (but excluding) 24 June 2024 to (and including) 22 July 2024
3	From (but excluding) 22 July 2024 to (and including) 22 August 2024
4	From (but excluding) 22 August 2024 to (and including) 23 September 2024
5	From (but excluding) 23 September 2024 to (and including) 22 October 2024

6	From (but excluding) 22 October 2024 to (and including) 22 November 2024
7	From (but excluding) 22 November 2024 to (and including) 23 December 2024
8	From (but excluding) 23 December 2024 to (and including) 22 January 2025
9	From (but excluding) 22 January 2025 to (and including) 24 February 2025
10	From (but excluding) 24 February 2025 to (and including) 24 March 2025
11	From (but excluding) 24 March 2025 to (and including) 22 April 2025
12	From (but excluding) 22 April 2025 to (and including) 22 May 2025
13	From (but excluding) 22 May 2025 to (and including) 23 June 2025
14	From (but excluding) 23 June 2025 to (and including) 22 July 2025
15	From (but excluding) 22 July 2025 to (and including) 22 August 2025
16	From (but excluding) 22 August 2025 to (and including) 22 September 2025
17	From (but excluding) 22 September 2025 to (and including) 22 October 2025
18	From (but excluding) 22 October 2025 to (and including) 24 November 2025
19	From (but excluding) 24 November 2025 to (and including) 22 December 2025
20	From (but excluding) 22 December 2025 to (and including) 22 January 2026
21	From (but excluding) 22 January 2026 to (and including) 23 February 2026
22	From (but excluding) 23 February 2026 to (and including) 23 March 2026
23	From (but excluding) 23 March 2026 to (and including) 22 April 2026
24	From (but excluding) 22 April 2026 to (and including) 22 May 2026
25	From (but excluding) 22 May 2026 to (and including) 22 June 2026
26	From (but excluding) 22 June 2026 to (and including) 22 July 2026
27	From (but excluding) 22 July 2026 to (and including) 24 August 2026
28	From (but excluding) 24 August 2026 to (and including) 22 September 2026
29	From (but excluding) 22 September 2026 to (and including) 22 October 2026
30	From (but excluding) 22 October 2026 to (and including) 23 November 2026
31	From (but excluding) 23 November 2026 to (and including) 22 December 2026
32	From (but excluding) 22 December 2026 to (and including) 22 January 2027
33	From (but excluding) 22 January 2027 to (and including) 22 February 2027
34	From (but excluding) 22 February 2027 to (and including) 22 March 2027
35	From (but excluding) 22 March 2027 to (and including) 22 April 2027
36	From (but excluding) 22 April 2027 to (and including) 24 May 2027

**Coupon Investment Event** means the Dropback Trigger Value is less than any Coupon Trigger Barrier<sub>i</sub> on any Coupon Trigger Observation Date<sub>i</sub> during the Coupon Trigger Observation Period<sub>i</sub>, most closely corresponding to the relevant Dropback Coupon Period<sub>i</sub>, provided that, if the Dropback Trigger Value in respect of a single Coupon Trigger Observation Date<sub>i</sub> satisfies more than one Coupon Trigger Barrier<sub>i</sub>, the number of Coupon Investment Events in respect of such Coupon Trigger

Observation Date<sub>i</sub> will be deemed to be equal to the number of Coupon Trigger Barriers so satisfied

**Dropback Trigger Value** means, in respect of a single Underlying Reference, the Underlying Reference Value

**Underlying Reference** means as set out in item 25(a) above.

**Underlying Reference Value** means, in respect of an Underlying Reference and a Coupon Trigger Observation Date<sub>i</sub>, (i) the Observation Closing Value for such Underlying Reference in respect of such Coupon Trigger Observation Date<sub>i</sub> divided by (ii) the Initial Closing Value for such Underlying Reference, expressed as a percentage

**Following Dropback Observation Day:** Applicable

**Observation Closing Value** means, in respect of an Underlying Reference and a Coupon Trigger Observation Date<sub>i</sub>, the Relevant Closing Value in respect of such Underlying Reference and such Coupon Trigger Observation Date<sub>i</sub>, provided that, if such day is not a Dropback Observation Day or such day is a Disrupted Day (in the case of Index Securities or Share Securities) or a Commodity Disrupted Day (in the case of Commodity Securities) (such day a "Disrupted Value Day") the Relevant Closing Value in respect of such Underlying Reference and such Coupon Trigger Observation Date<sub>i</sub>, the Observation Closing Value will be the Observation Closing Value for the next succeeding Dropback Observation Day which is not a Disrupted Value Day

**Dropback Observation Day** means Scheduled Trading Days

**Relevant Closing Value** means the Closing Level

**Initial Closing Value** means the Relevant Closing Value on the Strike Date

**Coupon Trigger Barrier<sub>i</sub>** means, in respect of a Coupon Trigger Observation Period<sub>i</sub> and a Coupon Trigger Observation Date<sub>i</sub>, the first Coupon Trigger Level<sub>i</sub> in the table that has not been the subject of a Coupon Investment Event in respect of any previous Coupon Trigger Observation Date<sub>i</sub> in such Coupon Trigger Observation Period<sub>i</sub> or any previous Coupon Trigger Observation Period<sub>i</sub>

**Coupon Trigger Period Monitoring:** Applicable

**Coupon Trigger Observation Date<sub>i</sub>:** means, in respect of a Coupon Trigger Observation Period<sub>i</sub>, each Dropback Observation Day during such Coupon Trigger Observation Period<sub>i</sub>

**Dropback Coupon Period<sub>j</sub>** means each period from (but excluding) a Dropback Coupon Period Start Date<sub>j</sub> to (and including) a Dropback Coupon Period End Date<sub>j</sub>

<i>j</i>	<i>Dropback Coupon Period Start Date<sup>j</sup></i>	<i>Dropback Coupon Period End Date<sup>j</sup></i>
1	24 May 2024	24 June 2024
2	24 June 2024	22 July 2024
3	22 July 2024	22 August 2024
4	22 August 2024	23 September 2024
5	23 September 2024	22 October 2024
6	22 October 2024	22 November 2024
7	22 November 2024	23 December 2024

8	23 December 2024	22 January 2025
9	22 January 2025	24 February 2025
10	24 February 2025	24 March 2025
11	24 March 2025	22 April 2025
12	22 April 2025	22 May 2025
13	22 May 2025	23 June 2025
14	23 June 2025	22 July 2025
15	22 July 2025	22 August 2025
16	22 August 2025	22 September 2025
17	22 September 2025	22 October 2025
18	22 October 2025	24 November 2025
19	24 November 2025	22 December 2025
20	22 December 2025	22 January 2026
21	22 January 2026	23 February 2026
22	23 February 2026	23 March 2026
23	23 March 2026	22 April 2026
24	22 April 2026	22 May 2026
25	22 May 2026	22 June 2026
26	22 June 2026	22 July 2026
27	22 July 2026	24 August 2026
28	24 August 2026	22 September 2026
29	22 September 2026	22 October 2026
30	22 October 2026	23 November 2026
31	23 November 2026	22 December 2026
32	22 December 2026	22 January 2027
33	22 January 2027	22 February 2027
34	22 February 2027	22 March 2027
35	22 March 2027	22 April 2027
36	22 April 2027	24 May 2027

- (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 Premium Amount Certificates:** Not applicable.
- (i) **Share Linked/ETI Share Linked Premium Amount Certificates:** Not applicable.
- (j) **ETI Linked Premium Amount Certificates:** Not applicable.
- (k) **Debt Linked Premium Amount Certificates:** Not applicable.
- (l) **Commodity Linked Premium Amount Certificates:** Not applicable.

(m) <b>Inflation Index Linked Premium Amount Certificates:</b>	Not applicable.
(n) <b>Currency Linked Premium Amount Certificates:</b>	Not applicable.
(o) <b>Fund Linked Premium Amount Certificates:</b>	Not applicable.
(p) <b>Futures Linked Premium Amount Certificates:</b>	Not applicable.
(q) <b>Underlying Interest Rate Linked Interest Provisions:</b>	Not applicable.
(r) <b>Instalment Certificates:</b>	Not applicable.
(s) <b>Issuer Call Option:</b>	Not applicable.
(t) <b>Holder Put Option:</b>	Not applicable.
(u) <b>Automatic Early Redemption:</b>	Not applicable.
(v) <b>Strike Date:</b>	22 May 2024.
(w) <b>Strike Price:</b>	Not applicable.
(x) <b>Redemption Valuation Date:</b>	24 May 2027.
(y) <b>Averaging:</b>	Averaging does not apply to the Securities.
(z) <b>Observation Dates:</b>	Not applicable.
(aa) <b>Observation Period:</b>	Not applicable.
(bb) <b>Settlement Business Day:</b>	Not applicable.
(cc) <b>Cut-off Date:</b>	Not applicable.
(dd) <b>Identification information of Holders as provided by Condition 29:</b>	Not applicable.

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

43. <b>U.S. Selling Restrictions:</b>	Not applicable - the Securities may not be legally or beneficially owned by or transferred to any U.S. person at any time.
44. <b>Additional U.S. Federal income tax considerations:</b>	The Securities are not Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.
45. <b>Registered broker/dealer:</b>	Not applicable.
46. <b>TEFRA C or TEFRA Not Applicable:</b>	TEFRA Not Applicable.
47. <b>Non exempt Offer:</b>	Applicable.
(i) <b>Non-exempt Offer Jurisdictions:</b>	Czech Republic.
(ii) <b>Offer Period:</b>	From (and including) 22 April 2024 until (and including) 22 May 2024, subject to any early closing, as indicated in Part B, item 7.
(iii) <b>Financial intermediaries granted specific consent to use the Base Prospectus in</b>	Cyrrus, A.S., Veveri 3163/111 Zabovresky, Brno CZ (Czech Republic) LEI: 31570010000000043551

- |       |  |                                     |
|-------|--|-------------------------------------|
|       | <b>accordance with the Conditions in it:</b>   | (the “ <b>Authorised Offeror</b> ”) |
| (iv)  | <b>General Consent:</b>  | Not applicable.                     |
| (v)   | <b>Other Authorised Offeror Terms:</b>   | Not applicable.                     |
| 48.   | <b>Prohibition of Sales to EEA and UK Investors:</b>   |                                     |
| (i)   | <b>Prohibition of Sales to EEA Retail Investors:</b>   | Not applicable.                     |
| (ii)  | <b>Prohibition of Sales to UK Retail Investors:</b>  | Not applicable.                     |
| (iii) | <b>Prohibition of Sales to EEA Non Retail Investors (where Securities are held in a retail account):</b> | Not applicable.                     |
| (iv)  | <b>Prohibition of Sales to UK Non Retail Investors (where Securities are held in a retail account):</b>  | Not applicable.                     |

#### PROVISIONS RELATING TO COLLATERAL AND SECURITY

- |     |  |                 |
|-----|--|-----------------|
| 49. | <b>Secured Securities other than Notional Value Repack Securities:</b> | Not applicable. |
| 50. | <b>Notional Value Repack Securities:</b>                               | 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: Vincent DECHAUX, Duly authorised

## PART B - OTHER INFORMATION

### 1. Listing and Admission to trading - De listing

The Securities are unlisted.

### 2. 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 issue of the Securities has an interest material to the issue.

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

- |                                      |   |
|--------------------------------------|---|
| (a) <b>Reasons for the Issue:</b>    | See "Use of Proceeds" in the Base Prospectus.   |
| (b) <b>Estimated net proceeds:</b>   | Up to CZK 100,000,000.                          |
| (c) <b>Estimated total expenses:</b> | The estimated total expenses are not available. |

### 5. Performance of Underlying/Formula/Other Variable and Other Information concerning the Underlying Reference

See Base Prospectus for an explanation of effect on value of Investment and associated risks in investing in Securities.

Information on the Index shall be available on the Index Sponsor website as set out below.

Past and further performances of the Index are available on the Index Sponsor website as set out below, and its volatility may be obtained from the Calculation Agent by emailing [egd.cee@uk.bnpparibas.com](mailto:egd.cee@uk.bnpparibas.com)

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

BNP Paribas Multi Asset Diversified 5 Index  
Website: <https://madindex.bnpparibas.com>

### 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.

### Index Disclaimer

#### **BNP Paribas Multi Asset Diversified 5 Index**

The Certificates are not in any way sponsored, endorsed, sold or promoted by any Index Sponsor of any index components (each, a "Reference Index") which comprise the Custom Index (the "Reference Index Sponsors"). The Reference Index Sponsors do not make any representation whatsoever, whether express or implied, either as to the results to be obtained from the use of the relevant Reference Index and/or the levels at which the relevant Reference Index stands at any particular time on any particular date or otherwise. No Reference Index Sponsor shall be liable (whether in negligence or otherwise) to any person for any error in the relevant Reference Index and the relevant Reference Index Sponsor is under no obligation to advise any person of any error therein. None of the Index Sponsors makes any representation whatsoever, whether express or implied, as to the advisability of purchasing or assuming any risk in connection with the Certificates. None of the Issuer, the Guarantor or the Calculation Agent shall have any rights against or recourse to any Reference Index Sponsor should any

Reference Index not be published or for any errors in the calculation thereof or on any other basis whatsoever in relation to any Reference Index, its production, or the level or constituents thereof. None of the parties and the Calculation Agent shall have any liability to any party for any act or failure to act by any Reference Index Sponsor in connection with the calculation, adjustment or maintenance of the relevant Reference Index. None of the Issuer, the Guarantor, the Calculation Agent nor any of their affiliates nor the Index Calculation Agent has any affiliation with or control over any Reference Index or the relevant Reference Index Sponsor or any control over the computation, composition or dissemination of any Reference Index. Although the Index Calculation Agent will obtain information concerning each Reference 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 any party, its affiliates or the index Calculation Agent as to the accuracy, completeness and timeliness of information concerning any Reference Index.

The Index Calculation Agent and the Index Sponsor shall not be held liable for any modification or change in the methodology used in calculating the Custom Index. The Index Calculation Agent and the Index Sponsor are under no obligation to continue the calculation, publication or dissemination of the Custom Index and cannot be held liable for any suspension or interruption in the calculation of the Custom Index. The Index Calculation Agent and the Index Sponsor decline any liability in connection with the level of the Custom Index at any given time. Neither the Calculation Agent nor the Index Sponsor can be held liable for any loss whatsoever, directly or indirectly related to the Custom Index.

The index methodology is confidential. BNP Paribas does not guarantee the accuracy or completeness of the index methodology or the calculation methods, any errors or omissions in computing or disseminating the index, and for any use you make of it and BNP Paribas shall have no liability for any errors or omissions therein. The index methodology is based on certain assumptions, certain pricing models and calculation methods adopted by BNP Paribas and have certain inherent limitations. Information prepared on the basis of different models, calculation methods or assumptions may yield different results. Numerous factors may affect the analysis, which may or may not be taken into account. Therefore, the analysis of information may vary significantly from analysis obtained from other sources or market participants. The index methodology is strictly confidential. You have no authority to use or reproduce the index methodology in any way and BNP Paribas shall not be liable for any loss arising from the use of the index methodology or otherwise in connection herewith.

## 6. Operational Information

**Relevant Clearing System(s):** Euroclear and Clearstream Luxembourg.

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

**Offer Price:** The offer price of the Certificates is 100 per cent. of their Notional Amount (i.e. CZK 1,000 per Certificate, of which commissions of a maximum of 1.5 per cent. per annum shall be retained by the Authorised Offeror)

**Conditions to which the offer is subject:** The offer of the Securities is conditional on their issue.

The Issuer reserves the right to withdraw the offer of the Securities and cancel the issuance of the Securities for any reason, in accordance with the Authorised Offeror at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities. Such an event will be notified to investors via the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

The Issuer will in its sole discretion determine the final amount of Securities issued up to a limit of 100,000 Securities.

Securities will be allotted subject to availability in the order of receipt of investors' applications. The final amount of the Securities issued will be determined by the Issuer in light of prevailing market conditions, and in its sole and absolute discretion depending on the number of Securities which have been agreed to be purchased as of the Issue Date.



The Offer Period may be closed early as determined by Issuer in its sole discretion and notified on or around such earlier date by publication on the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

The Issuer reserves the right to extend the Offer Period. The Issuer will inform of the extension of the Offer Period by means of a notice to be published on the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

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 website:

<http://eqdpo.bnpparibas.com/XS2749347279>

### Description of the application process:

From, and including, 22 April 2024 to, and including 22 May 2024, or such earlier date as the Issuer determines as notified on or around such earlier date by loading the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

Application to subscribe for the Securities can be made in Czech Republic through the Authorised Offeror. The distribution activity will be carried out in accordance with the usual procedures of the Authorised Offeror.

The Authorised Offeror is responsible for the notification of any withdrawal right applicable in relation to the offer of the Securities to potential investors.

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

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

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

Minimum purchase amount per investor: One (1) Certificate.

Maximum subscription amount per investor: The number of Securities issued as set out in SPECIFIC PROVISIONS FOR EACH SERIES in Part A.

The maximum amount of application of Securities will be subject only to availability at the time of the application.

There are no pre-identified allotment criteria.

The Authorised Offeror will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Authorised Offeror during the Offer Period will be assigned up to the maximum amount of the offer.

In the event that during the Offer Period the requests exceed the number of Securities to be issued, the Issuer will at its discretion, either, (i) proceed to increase the size of the offer or, (ii) early terminate the Offer Period and suspend the acceptance of further requests.

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

Not applicable.

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

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

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

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

Publication on the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

on or around the Issue Date.

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

Not applicable.

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

In the case of over subscription, allotted amounts will be notified to applicants on the following website:

<http://eqdpo.bnpparibas.com/XS2749347279>

on or around the Issue Date.

No dealing in the Certificates may begin before any such notification is made.

In all other cases, allotted amounts will be equal to the amount of the application, and no further notification shall be made.

In all cases, no dealing in the Certificates may take place prior to the Issue Date.

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

Series Number	Issue Price per Security	Expenses included in the Issue Price
CE5516WX	100%	6.94% of the Notional Amount per Certificate

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

**Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and a description of the main terms of their commitment:**

None

**9. Placing and Underwriting**

**Name(s) and address(es), to the extent known to the issuer, of the placers in the various countries where the offer takes place:**

The Authorised Offerors 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 Paying 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:**

Cyrrus, A.S., Veveri 3163/111  
 Zabovresky, Brno  
 CZ (Czech Republic)  
 LEI: 31570010000000043551

(the "Authorized Offeror")

(the "Distributor" or the "Authorized Offeror").

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)statement on benchmarks:**

Applicable: Amounts payable under the Securities are calculated by reference to the relevant Benchmark which is provided by the relevant Administrator, as specified in the table below.

As at the date of these Final Terms, the relevant Administrator is not included / included, as the case may be, 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 "EU BMR"), as specified in the table below.

As far as the Issuer is aware, the transitional provisions in Article 51 of the BMR apply, such that the relevant Administrator is not currently required to obtain authorisation/registration, as specified in the table below.

Benchmark	Administrator	Register
BNP Paribas Multi Asset Diversified 5 Index	BNP Paribas	Not Included

# 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

CZK Quanto "3Y Easy Transition Plus" Certificates relating to BNP PARIBAS MULTI ASSET DIVERSIFIED 5 Index - The securities are Certificates. International Securities Identification Number ("ISIN"): XS2749347279.

### 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: Cyrrus, A.S., Veveri 3163/111, Zabovresky, Brno, CZ (Czech Republic), LEI: 31570010000000043551.

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 31 May 2023 under the approval number 23-197 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 Directors of BNP Paribas Issuance B.V. are Edwin Herskovic, Cyril Le Merrer, Folkert van Asma, Geert Lippens and Matthew Yandle.

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

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

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

#### Key financial information

Income statement		
	Year	Year-1
In €	31/12/2022	31/12/2021
Operating profit/loss	120,674	47,856

Balance sheet		
	Year	Year-1
In €	31/12/2022	31/12/2021
Net financial debt (long term debt plus short term debt minus cash)	94,563,113,054	87,075,923,521
Current ratio (current assets/current liabilities)	1	1
Debt to equity ratio (total liabilities/total shareholder equity)	126,405	133,566
Interest cover ratio (operating income/interest expense)	No interest expenses	No interest expenses
Cash flow statement		
	Year	Year-1
In €	31/12/2022	31/12/2021
Net Cash flows from operating activities	-113,916	622,151
Net Cash flows from financing activities	0	0
Net Cash flows from investing activities	0	0

#### Qualifications in the audit report

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

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

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

### Section C - Key Information on the securities

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

##### Type, class and ISIN

CZK Quanto "3Y Easy Transition Plus" Certificates relating to BNP PARIBAS MULTI ASSET DIVERSIFIED 5 Index - The securities are Certificates. International Securities Identification Number ("ISIN"): XS2749347279.

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

The currency of the Securities is Czech Koruna ("CZK"). The Securities have a par value of CZK 1,000. Up to 100,000 Securities will be issued. The Securities will be redeemed on 31 May 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 not contain events of default.

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

The objective of this product is to provide you with a return based on the performance of an underlying (the Underlying). This product has a fixed term and will redeem on the Redemption Date. The product may also pay coupon(s) under predefined conditions in accordance with the Coupon provisions below.

On the Redemption Date you will receive in respect of each certificate, in addition to any final payment of a coupon:

1. If no Barrier Event, from Barrier Event 1 to Barrier Event 2, has occurred: a payment in cash equal to the Notional Amount multiplied by the sum of:
  - a. 100%, and
  - b. 50% of the Performance of the Underlying if positive.
2. Else if Barrier Event 1, has occurred, but Barrier Event 2 has not occurred: a payment in cash equal to the Notional Amount multiplied by the sum of:
  - a. 100%, and
  - b. 50% of the Performance of the Underlying if positive; and
  - c. 25% of the Boosted Performance 1 of the Underlying if positive
3. Otherwise, if all Barrier Events, from Barrier Event 1 to Barrier Event 2, have occurred: a payment in cash equal to the Notional Amount multiplied by the sum of:
  - a. 100%, and
  - b. 50% of the Performance of the Underlying if positive; and
  - c. The sum of 25% of the Boosted Performance of the Underlying, from the Booster Performance 1 to the Booster Performance 2 if positive.

**Conditional Coupon:** A conditional coupon is due for payment on the relevant Coupon Payment Date at the Conditional Coupon Rate if, on a Coupon Valuation Date, the Premium Amount Bearing Notional is not equal to zero.

On each Coupon Valuation Date, the Premium Amount Bearing Notional is calculated as follows:

1. If no Barrier Event, from Barrier Event 1 to Barrier Event 2, has occurred: Premium Amount Bearing Notional is equal to 50%;
2. If Barrier Event 1 has occurred, but Barrier Event 2 has not occurred: Premium Amount Bearing Notional is equal to 25%
3. If all Barrier Events, from Barrier Event 1 to Barrier Event 2, have occurred: Premium Amount Bearing Notional is equal to 0%.

For each Coupon Valuation Date, the Conditional Coupon Rate is equal to the Premium Amount Bearing Notional multiplied by 2.7% per annum

#### Where:

- A Barrier Event 1 shall be deemed to occur if, on any day during the Barrier Observation Period, the closing price of the Underlying is below the Barrier Level 1.
- A Barrier Event 2 shall be deemed to occur if, on any day during the Barrier Observation Period, the closing price of the Underlying is below the Barrier Level 2.
- The Barrier Observation Period is the period starting on the Strike Date (excluded) and ending on the relevant Coupon Observation Date or Redemption Valuation Date (included).
- The Performance of the Underlying is equal to its Final Reference Price divided by its Initial Reference Price minus 100%.
- The Boosted Performance 1 of the Underlying is equal to its Final Reference Price divided by 95% of its Initial Reference Price minus 100%.
- The Boosted Performance 2 of the Underlying is equal to its Final Reference Price divided by 90% of its Initial Reference Price minus 100%.
- The Initial Reference Price is the closing price of the Underlying on the Strike Date.
- The Final Reference Price is the closing price of the Underlying on the Redemption Valuation Date.

<b>Strike Date</b>	22 May 2024	<b>Issue Price</b>	100%
<b>Issue Date</b>	29 May 2024	<b>Product Currency</b>	CZK
<b>Redemption Valuation Date</b>	24 May 2027	<b>Notional Amount (per certificate)</b>	CZK 1,000
		<b>Barrier Observation Date(s)</b>	Each Scheduled Trading Day (beginning on but excluding the Strike Date and ending on and including the relevant Redemption Valuation Date)
<b>Redemption Date (maturity)</b>	31 May 2027	<b>Coupon Rate(s)</b>	See Annex
<b>Coupon Payment Date(s)</b>	See Annex	<b>Barrier level 2</b>	90%
<b>Barrier Level 1</b>	95%		

<b>Underlying</b>	<b>Bloomberg Code</b>
BNP Paribas Multi Asset Diversified 5 Index	BNPIMAD5

The product terms provide that if certain exceptional events occur (1) adjustments may be made to the product and/or (2) the Issuer of the product may terminate the product early. These events are specified in the product terms and principally relate to the Underlying(s), the product and the Issuer of the product. The return (if any) you receive on such early termination is likely to be different from the scenarios described above and may be less than the amount you invested.

All redemptions described in this document (including potential gains) are calculated on the basis of the Notional Amount, excluding costs, social contributions and taxation applicable to this type of investment.

## ANNEX

n	Coupon Valuation Date <sub>n</sub>	Coupon Payment Date <sub>n</sub>
1	24-Jun-24	1-Jul-24
2	22-Jul-24	29-Jul-24
3	22-Aug-24	29-Aug-24
4	23-Sep-24	30-Sep-24
5	22-Oct-24	30-Oct-24
6	22-Nov-24	29-Nov-24
7	23-Dec-24	3-Jan-25
8	22-Jan-25	29-Jan-25
9	24-Feb-25	3-Mar-25
10	24-Mar-25	31-Mar-25
11	22-Apr-25	29-Apr-25
12	22-May-25	29-May-25
13	23-Jun-25	30-Jun-25
14	22-Jul-25	29-Jul-25
15	22-Aug-25	29-Aug-25
16	22-Sep-25	29-Sep-25
17	22-Oct-25	30-Oct-25
18	24-Nov-25	1-Dec-25
19	22-Dec-25	2-Jan-26
20	22-Jan-26	29-Jan-26
21	23-Feb-26	2-Mar-26
22	23-Mar-26	30-Mar-26
23	22-Apr-26	29-Apr-26
24	22-May-26	29-May-26
25	22-Jun-26	29-Jun-26
26	22-Jul-26	29-Jul-26
27	24-Aug-26	31-Aug-26
28	22-Sep-26	30-Sep-26
29	22-Oct-26	30-Oct-26
30	23-Nov-26	30-Nov-26
31	22-Dec-26	31-Dec-26
32	22-Jan-27	29-Jan-27
33	22-Feb-27	1-Mar-27
34	22-Mar-27	31-Mar-27
35	22-Apr-27	29-Apr-27
36	24-May-27	31-May-27

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

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

<b>Seniority of the securities</b>
------------------------------------

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

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

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

<b>Dividend or payout policy</b>
----------------------------------

Not Applicable

<b>Where will the securities be traded?</b>
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### Admission to trading

Not Applicable

### 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-l-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 31 May 2023 (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 SA is the parent company of the BNP Paribas Group (together the "**BNPP Group**").

BNP Paribas' organisation is based on three operating divisions: Corporate & Institutional Banking (CIB), Commercial, Personal Banking & Services (CPBS) and Investment & Protection Services (IPS).

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

Commercial, Personal Banking & Services (CPBS):

- *Commercial & Personal banking in the Euro-zone:* Commercial & Personal Banking in France (CPBF), BNL banca commerciale (BNL bc), Commercial & Personal Banking in Italy, Commercial & Personal Banking in Belgium (CPBB) and Commercial & Personal Banking in Luxembourg (CPBL).

- *Commercial & Personal Banking outside the Euro-zone, organised around:* Europe-Mediterranean, covering Commercial & Personal Banking outside the Euro-zone, in particular in Central and Eastern Europe, Türkiye and Africa.

- *Specialised Businesses:* BNP Paribas Personal Finance, Arval and BNP Paribas Leasing Solutions, new digital businesses (in particular Nickel, Floa, Lyf) and BNP Paribas Personal Investors.

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

As at 31 December 2023, 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 5.5% of the share capital, BlackRock Inc. holding 6.9% of the share capital, Amundi holding 5.4% of the share capital and Grand Duchy of Luxembourg holding 1.1% of the share capital.

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

Since 1 January 2023, BNP Paribas Group's insurance entities have applied IFRS 17 « Insurance Contracts » and IFRS 9 « Financial Instruments ». The results for 2022 have been recomposed to take into account the enforcement of IFRS17 and IFRS 9 for insurance entities.

Income statement					
	Year	Year-1	Year-2	Interim	Comparative interim from same period in prior year
<b>In millions of €</b>	31/12/2023	31/12/2022	31/12/2021	n.a	n.a
<b>Net interest income</b>	19,058	20,933	19,238	n.a	n.a
<b>Net fee and commission income</b>	9,821	10,165	10,362	n.a	n.a
<b>Net gain on financial instruments</b>	10,440	9,449	7,777	n.a	n.a
<b>Revenues</b>	45,874	45,430	43,762	n.a	n.a
<b>Cost of risk</b>	-2,907	-3,003	-2,971	n.a	n.a
<b>Other net losses for risk on financial instruments</b>	-775	n.a	n.a	n.a	n.a
<b>Operating Income</b>	11,236	12,563	11,325	n.a	n.a
<b>Net income attributable to equity holders</b>	10,975	9,848	9,488	n.a	n.a
<b>Earnings per share (in euros)</b>	8.58	7.52	7.26	n.a	n.a



<b>Balance sheet</b>					
	<b>Year</b>	<b>Year-1</b>	<b>Year-2</b>	<b>Interim</b>	<b>Comparative interim from same period in prior year</b>
<b>In millions of €</b>	31/12/2023	31/12/2022	31/12/2021	n.a	n.a
<b>Total assets</b>	2,591,499	2,663,748	2,634,444	n.a	n.a
<b>Debt securities</b>	275,245	220,937	220,106	n.a	n.a
<b>Of which mid long term Senior Preferred</b>	84,821*	58,899*	78,845*	n.a	n.a
<b>Subordinated debt</b>	25,478	24,832	25,667	n.a	n.a
<b>Loans and receivables from customers (net)</b>	859,200	857,020	814,000	n.a	n.a
<b>Deposits from customers</b>	988,549	1,008,056	957,684	n.a	n.a
<b>Shareholders' equity (Group share)</b>	123,742	121,237	117,886	n.a	n.a
<b>Doubtful loans/ gross outstandings**</b>	1.7%	1.7%	2%	n.a	n.a
<b>Common Equity Tier 1 capital (CET1) ratio</b>	13.2%	12.3%	12.9%	n.a	n.a
<b>Total Capital Ratio</b>	17.3%	16.2%	16.4%	n.a	n.a
<b>Leverage Ratio</b>	4.6%	4.4%	4.1%	n.a	n.a

(\*) Regulatory scope

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

#### **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. The BNP Paribas Group's risk management policies, procedures and methods may leave it exposed to unidentified or unanticipated risks, which could lead to material losses
3. The BNP Paribas Group may incur significant losses on its trading and investment activities due to market fluctuations and volatility
4. 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
5. Adverse macroeconomic and financial conditions have in the past had and may in the future significantly affect the BNP Paribas Group and the markets in which it operates
6. Laws and regulations adopted in recent years, as well as current and future legislative and regulatory developments, may significantly impact the BNP Paribas Group and the financial and economic environment in which it operates.
7. Should the BNP Paribas Group fail to implement its strategic objectives or to achieve its published financial objectives, or should its results not follow stated expected trends, the trading price of its securities could be adversely affected.

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

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

Unlike a direct investment in any Share(s), Stapled Share(s), GDR(s) and/or ADR(s) comprising the Underlying Reference(s) (together the "Share(s)"), an investment in Share Securities does not entitle Holders to vote or receive dividends or distributions (unless otherwise specified in the Final Terms). Accordingly, the return on Share Securities will not be the same as a direct investment in the relevant Share(s) and could be less than a direct investment.

Exposure to shares, similar market risks to a direct investment in an equity, potential adjustment events or extraordinary events and market disruption or failure to open of an exchange may have an adverse effect on the value and liquidity of the Securities.

##### **3. Risks related to the trading markets of the securities:**

The trading price of the Securities may be affected by a number of factors including, but not limited to, the relevant price, value or level of the Underlying Reference(s), the time remaining until the scheduled redemption date of the Securities, the actual or implied volatility associated with the Underlying Reference(s) and the correlation risk of the relevant Underlying Reference(s). The possibility that the value and trading price of the Securities will fluctuate (either positively or negatively) depends on a number of factors, which investors should consider carefully before purchasing or selling Securities.

##### **4. Legal risks:**

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

### **Section D - Key Information on the offer of securities to the public and/or admission to trading on a regulated market**

#### **Under which conditions and timetable can I invest in this security?**

#### **General terms, conditions and expected timetable of the offer**

The securities will be offered to the public from and including 22 April 2024 to and including 22 May 2024, subject to any early closing or extension of the offer period.

#### **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: Cyrrus, A.S., Veveri 3163/111, Zabovresky, Brno, CZ (Czech Republic), LEI: 31570010000000043551.

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 CZK 100,000,000

**Underwriting agreement**

No underwriting commitment is undertaken by the Offeror

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

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

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

BNP Paribas Financial Markets 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 Financial Markets 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.

## Souhm

## Oddíl A - Úvod a upozornění

## Upozornění

Tento souhm je nutno číst jako úvod k Základnímu prospektu a příslušným Konečným podmínkám.

Jakékoliv rozhodnutí investovat do jakýchkoliv Cenných papírů by mělo být založeno na zvážení Základního prospektu jako celku, a to včetně dokumentů zahrnutých odkazem a příslušných Konečných podmínek.

Investorům může hrozit částečná či celková ztráta investice.

Bude-li v kterémkoli členském státě Evropského hospodářského prostoru předložen soudu nárok týkající se informací obsažených v Základním prospektu a příslušných Konečných podmínkách, může být podle právních předpisů členského státu Evropského hospodářského prostoru, v němž došlo ke vznesení nároku, na žalující straně požadováno, aby uhradila náklady na vyhotovení překladu Základního prospektu a Konečných podmínek, a to ještě předtím, než bude zahájeno soudní řízení.

Emitent a Ručitel v libovolném takovém členském státě nesou občanskoprávní odpovědnost pouze na základě tohoto souhru, včetně jeho překladu, avšak pouze pokud je zavádějící, nepřesný nebo v rozporu při společném výkladu s ostatními částmi Základního prospektu a příslušných Konečných podmínek nebo při společném výkladu s ostatními částmi Základního prospektu a příslušných Konečných podmínek neposkytuje klíčové informace, které by pomohly investorům zvažujícím, zda investovat do Cenných papírů

Produkt, o jehož koupi uvažujete, je složitý a může být obtížně srozumitelný.

## Název a mezinárodní identifikační číslo cenného papíru (ISIN)

CZK Quanto "3Y Easy Transition Plus" Certifikáty navázané na BNP PARIBAS MULTI ASSET DIVERSIFIED 5 Index - Cenné papíry jsou Certifikáty. Mezinárodní identifikační číslo cenného papíru („ISIN“): XS2749347279.

## Identifikační a kontaktní údaje emitenta

BNP Paribas Issuance B.V. („Emitent“), Herengracht 595, 1017 CE Amsterdam, Nizozemsko (telefonní číslo: +31(0)88 738 0000). Identifikační kód právnické osoby přidělený Emitentovi je 7245009UXRIGIRYOBR48.

## Identifikační a kontaktní údaje nabízejícího a/nebo osoby žádající o přijetí k obchodování

Nabízející: Cyrrus, A.S., Veverí 3163/111, Zabovresky, Brno, CZ (Česká republika), LEI: 3157001000000043551

Osoba žádající o přijetí k obchodování: BNP Paribas Issuance B.V. („Emitent“), Herengracht 595, 1017 CE Amsterdam, Nizozemsko (telefonní číslo: +31(0)88 738 0000).

## Identifikační a kontaktní údaje příslušného úřadu, který schvaluje prospekt

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

## Datum schválení prospektu

Základní prospekt byl schválen dne 31. května 2023 pod číslem schválení 23-197 AMF jak je čas od času doplňováno .

## Oddíl B - Klíčové informace o emitentovi

## Kdo je emitentem cenných papírů?

## Domicil / právní forma / LEI / právo, dle něhož emitent funguje / země, kde byl založen

BNPP B.V. byla založena v Nizozemsku jako společnost s ručením omezeným podle nizozemského práva, se sídlem na adrese Herengracht 595, 1017 CE Amsterdam, Nizozemsko. Identifikační číslo právnické osoby (LEI): 7245009UXRIGIRYOBR48.

Dlouhodobý úvěrový rating BNPP B.V. je A + se stabilním výhledem (S&P Global Ratings Europe Limited) a krátkodobý úvěrový rating BNPP B.V. je A-1 (S&P Global Ratings Europe Limited).

## Hlavní činnosti

Hlavní činností Emitenta je vydávat a/nebo nabývat finanční nástroje jakékoli povahy a uzavírat související dohody na účet různých subjektů ze Skupiny BNPP.

Aktiva BNPP B.V. sestávají ze závazků jiných subjektů skupiny BNPP. Držitelé cenných papírů vydaných BNPP B.V. budou, s výhradou ustanovení záruky vydané BNPP, vystaveni schopnosti subjektů skupiny BNPP plnit své závazky vůči BNPP B.V.

## Významní společníci

BNP Paribas drží 100 % základního kapitálu BNPP B.V.

## Totožnost hlavních výkonných ředitelů emitenta

Výkonnými řediteli BNP Paribas Issuance B.V. jsou Edwin Herskovic, Cyril Le Merrer, Folkert van Asma, Geert Lippens a Matthew Yandle.

## Totožnost zákonných auditorů emitenta

Auditorské služby poskytuje emitentovi společnost Deloitte Accountants N.V. Deloitte Accountants N.V. je nezávislá účetní společnost v Nizozemsku a je registrovaná u NBA (Nederlandse Beroepsorganisatie van Accountants).

## Jaké jsou hlavní finanční údaje emitenta?

## Hlavní finanční informace

Výkaz zisků a ztrát		
V €	Rok	Rok-1
Provozní zisk/ztráta	31/12/2022	31/12/2021
	120 674	47 856

Rozvaha		
	Rok	Rok-1
V €	31/12/2022	31/12/2021
Čisté finanční závazky (dlouhodobé závazky plus krátkodobé závazky minus hotovost)	94 563 113 054	87 075 923 521
Běžná likvidita (běžná aktiva / krátkodobé závazky)	1	1
Poměr cizího a vlastního kapitálu (celkové závazky / celkový vlastní kapitál)	126 405	133 566
Úrokové krytí (provozní výnosy / nákladové úroky)	Žádné nákladové úroky	Žádné nákladové úroky
Výkaz peněžních toků		
	Rok	Rok-1
V €	31/12/2022	31/12/2021
Čistý peněžní tok z provozní činnosti	-113 916	622 151
Čistý peněžní tok z finanční činnosti	0	0
Čistý peněžní tok z investiční činnosti	0	0

#### Výhrady ve zprávě auditora

Neuvádí se, zpráva auditora o historických finančních informacích uvedených v Základním prospektu neobsahuje žádné výhrady.

#### Která jsou hlavní rizika specifická pro emitenta?

Není relevantní. BNPP B.V. je provozní společnost. Úvěryhodnost BNPP B.V. závisí na bonitě BNPP

#### Oddíl C - Klíčové informace o cenných papírech

##### Které jsou hlavní vlastnosti cenných papírů?

##### Typ, třída a ISIN

CZK Quanto "3Y Easy Transition Plus" Certifikáty navázané na BNP PARIBAS MULTI ASSET DIVERSIFIED 5 Index - Cenné papíry jsou Certifikáty. Mezinárodní identifikační číslo cenného papíru („ISIN“): XS2749347279.

#### Měna / jmenovitá/nominální hodnota / počet vydaných cenných papírů / splatnost cenných papírů

Měnou Cenných papírů je Česká koruna ("CZK"). Cenné papíry mají nominální hodnotu CZK 1,000. Bude vydáno až 100,000 Cenných papírů. Cenné papíry budou splaceny dne 31. května 2027.

#### Práva spojená s cennými papíry

**Zákaz zatížení** - Podmínky Cenných papírů nebudou obsahovat žádné ustanovení o zákazu zatížení.

**Případy porušení** - Podmínky Cenných papírů nebudou obsahovat případy porušení.

**Rozhodné právo** - Cenným papírům se řídí a budou vykládány podle anglického práva.

Cílem tohoto produktu je poskytnout vám návratnost založenou na výkonnosti podkladového aktiva (podkladového aktiva). Tento produkt má pevně stanovenou dobu platnosti a bude uplatněn k Datu uplatnění. Produkt může také platit kupón(y) za předem stanovených podmínek v souladu s ustanoveními kupónu níže.

K Datu uplatnění obdržíte za každý certifikát navíc k případné konečné platbě kupónu:

- Pokud nedošlo k žádné bariérové události, od bariérové události 1 do bariérové události 2: platba v hotovosti rovnající se pomyslné částce vynásobené součtem:
  - 100%, a,
  - 50% Vývoje Podkladového nástroje pokud je tento Vývoj kladný
- Pokud došlo k Bariérové události 1, ale Bariérové události 2 nedošlo: platba v hotovosti rovnající se Pomyslné částce vynásobené součtem:
  - 100% ; a
  - 50% Vývoje Podkladového nástroje pokud je tento Vývoj kladný; a
  - 25% zvýšené Vývoje 1 Podkladového nástroje pokud je tento Vývoj kladný
- V opačném případě, pokud došlo ke všem bariérovým událostem, od bariérové události 1 až po bariérovou událost 2: platba v hotovosti rovnající se pomyslné částce vynásobené součtem:
  - 100%, a,
  - 50% výkonnosti podkladového nástroje; a
  - Součet 25 % zvýšeného výkonu podkladového aktiva, od výkonu 1 do výkonu posilovače 2.

**Podmíněný kupón:** Podmíněný kupón je splatný k příslušnému datu výplaty kupónu v podmíněné kupónové sazbě, pokud k datu ocenění kupónu není částka pojistného nesoucí pomyslnou hodnotu rovna nule.

Ke každému datu ocenění kupónu se částka pojistného nesoucí pomyslnou hodnotu vypočítá takto:

- Pokud nedošlo k žádné bariérové události, od bariérové události 1 do bariérové události 2: fiktivní částka pojistného se rovná 50%;
  - Pokud došlo k bariérové události 1, ale k bariérové události 2: Částka pojistného nese pomyslnou hodnotu se rovná 25%
  - Pokud došlo ke všem bariérovým událostem, od bariérové události 1 až po bariérovou událost 2: Částka pojistného nesoucí pomyslnou částku se rovná 0 %.
- Pro každé datum ocenění kupónu se podmíněná kupónová sazba rovná pomyslné částce pojistného vynásobené 2,7 % ročně

Kde:

- Bude se mít za to, že nastal Případ bariéry 1, pokud v jakýkoli den během Doby pozorování bariéry závěrečná cena Podkladového nástroje bude pod Úrovní bariéry 1.
- Bude se mít za to, že nastal Případ bariéry 2, pokud v jakýkoli den během Doby pozorování bariéry závěrečná cena Podkladového nástroje bude pod Úrovní bariéry 2.
- Doba pozorování bariéry je doba od (a bez) Dne realizace do (a včetně) příslušného Dne pozorování kupónu nebo Dne ocenění splatnosti.
- Vývoj Podkladového nástroje se vypočítá jako Konečná referenční cena děleno její Počáteční referenční cenou minus 100 %.
- Zesílený vývoj 1 Podkladového nástroje se vypočítá jako jeho Konečná referenční cena děleno 95 % jeho Počáteční referenční ceny minus 100 %.
- Zesílený vývoj 2 Podkladového nástroje se vypočítá jako jeho Konečná referenční cena děleno 90 % jeho Počáteční referenční ceny minus 100 %.
- Počáteční referenční cena je závěrečná cena Podkladového nástroje v Den realizace.
- Konečná referenční cena je závěrečná cena Podkladového nástroje v Den ocenění splatnosti.

<b>Den realizace</b>	22. května 2024	<b>Emisní cena</b>	100%
<b>Den emise</b>	29. května 2024	<b>Měna produktu</b>	CZK
<b>Den konečného ocenění</b>	24. května 2027	<b>Nominální hodnota (certifikátu)</b>	1,000 CZK
		<b>Barrier Observation Date(s)</b>	Každý plánovaný obchodní den (počínaje datem realizace, ale bez něj, a končící a včetně příslušného Datum ocenění odkupu)
<b>Den splatnosti</b>	31. května 2027	<b>Datum (data) výplaty kupónu</b>	Viz příloha
<b>Den/Dny vyplacení kupónu</b>	viz. Příloha	<b>Úroveň bariéry 2</b>	90%
<b>Úroveň bariéry 1</b>	95%		

<b>Podkladové aktivum</b>	<b>Kód Bloomberg</b>
BNP Paribas Multi Asset Diversified 5 Index	BNPIMAD5

Podmínky produktu stanoví, že pokud dojde k určitým výjimečným událostem, (1) mohou být učiněny úpravy produktu a/nebo (2) emitent produktu může produkt předčasně ukončit. Tyto události jsou uvedeny v podmínkách produktu a souvisejí především s podkladovými aktivy, produktem a emitentem produktu. Výnos (bude-li nějaký), který obdržíte při takovém předčasném ukončení, se bude nejspíše lišit od scénářů uvedených výše a může být nižší než Vámi investovaná částka.

Veškeré částky k výplatě uvedené v tomto dokumentu (včetně možných zisků) jsou vypočteny na základě nominální hodnoty, bez nákladů, příspěvků na sociální zabezpečení a daní, které se vztahují na tento druh investice.

## PŘÍLOHA

n	Coupon Valuation Daten	Coupon Payment Daten
1	24. června 2024	01. července 2024
2	22. července 2024	29. července 2024
3	22. srpna 2024	29. srpna 2024
4	23. září 2024	30. září 2024
5	22. října 2024	30. října 2024
6	22. listopadu 2024	29. listopadu 2024
7	23. prosince 2024	03. ledna 2025
8	22. ledna 2025	29. ledna 2025
9	24. února 2025	03. března 2025
10	24. března 2025	31. března 2025
11	22. dubna 2025	29. dubna 2025
12	22. května 2025	29. května 2025
13	23. června 2025	30. června 2025
14	22. července 2025	29. července 2025
15	22. srpna 2025	29. srpna 2025
16	22. září 2025	29. září 2025
17	22. října 2025	30. října 2025
18	24. listopadu 2025	01. prosince 2025
19	22. prosince 2025	02. ledna 2026
20	22. ledna 2026	29. ledna 2026
21	23. února 2026	02. března 2026
22	23. března 2026	30. března 2026
23	22. dubna 2026	29. února 2026
24	22. května 2026	29. května 2026
25	22. června 2026	29. června 2026
26	22. července 2026	29. července 2026
27	24. srpna 2026	31. srpna 2026
28	22. září 2026	30. září 2026
29	22. října 2026	30. října 2026
30	23. listopadu 2026	30. listopadu 2026
31	22. prosince 2026	31. prosince 2026
32	22. ledna 2027	29. ledna 2027
33	22. února 2027	01. března 2027
34	22. března 2027	31. března 2027
35	22. dubna 2027	29. dubna 2027
36	24. května 2027	31. května 2027

Valné hromady - Podmínky Cenných papírů budou obsahovat ustanovení o svolávání valných hromad majitelů těchto Cenných papírů za účelem projednání záležitostí majících obecný vliv na jejich zájmy. Tato ustanovení umožňují, aby určené většiny zavazovaly všechny majitele, včetně majitelů, kteří se příslušné valné hromady neúčastnili a nehlasovali na ní, a majitelů, kteří hlasovali opačně než většina.

Zástupce majitelů - Emitent ne zvolil žádného zástupce majitelů.

#### Seniorita cenných papírů

Cenné papíry a nezajištěné závazky Emitenta a budou mít stejné pořadí mezi sebou navzájem.

#### Omezení volné převoditelnosti cenných papírů

Neexistují omezení volné převoditelnosti cenných papírů.

#### Zásady pro dividendy či výplaty

Není relevantní

#### Kde budou cenné papíry obchodovány?

## Přijetí k obchodování

Není relevantní

### Je s cennými papíry spojená záruka?

#### Povaha a rozsah záruky

Závazky plynoucí ze záruky jsou nepodřízené preferenční závazky (ve smyslu § L.613-30-3-I-3° francouzského Měnového a finančního zákoníku) a nezajištěné závazky BNPP a budou mít stejné pořadí jako ostatní současné a budoucí nepodřízené preferenční a nezajištěné závazky s výhradou výjimek, které mohou být povinné dle francouzského práva.

V případě bail-inu BNPP, ale nikoli BNPP B.V. budou závazky a/nebo částky, jež BNPP dluží ze záruky, sníženy tak, aby odrážely snížení či úpravu týkající se závazků BNPP v důsledku toho, že relevantní regulátor provede bail-in BNPP (včetně situace, kdy Záruka sama o sobě nebude předmětem takového bail-inu).

Ručitel bezpodmínečně a neodvolatelně ručí každému Držiteli za to, že pokud BNPP B. V. z libovolného důvodu nezaplátí jakoukoli dlužnou částku či neprovede jinou svou povinnost s ohledem na libovolné Cenné papíry v den určený pro takovou platbu či plnění, v souladu s Podmínkami zaplatí tuto částku v měně, ve které je dlužná, v okamžitě použitelných peněžních prostředcích, případně splní relevantní závazek či zajistí jeho splnění ve stanovený den.

## Popis ručitele

Cenné papíry budou bezpodmínečně a neodvolatelně zaručeny BNP Paribas („BNPP“ nebo „Ručitel“) podle záruky dle anglického práva vystavené BNPP dne 31. května 2023 („Záruka“).

Ručitel byl založen ve Francii jako akciová společnost podle francouzského práva, má bankovní licenci a sídlo na adrese 16, boulevard des Italiens - 75009 Paříž, Francie. Identifikační číslo právnické osoby (LEI): R0MUWSFPU8MPRO8K5P83.

Ratingy BNPP pro dlouhodobé úvěry jsou A+ se stabilním výhledem (S&P Global Ratings Europe Limited), Aa3 se stabilním výhledem (Moody's Investors Service Ltd.) a AA- se stabilním výhledem (Fitch Ratings Ireland Limited) (což je dlouhodobý rating přidělený prioritnímu dluhu BNPP společností Fitch Ratings Ireland Limited) a AA (nízké) se stabilním výhledem (DBRS Rating GmbH) a krátkodobé ratingy BNPP jsou A-1 (S&P Global Ratings Europe Limited), P-1 (Moody's Investors Service Ltd.), F1+ (Fitch Ratings Ireland Limited) a R-1 (střed) (DBRS Rating GmbH).

BNP Paribas SA je mateřská společnost BNP Paribas Group (společně jen „Skupina BNPP“).

BNP Paribas organizace je založena na třech provozních divizích: Corporate & Institutional Banking (CIB), Commercial, Personal Banking & Services (CPBS) a Investment & Protection Services (IPS).

Korporátní a investiční bankovníctví (CIB): Globální bankovníctví, Globální trhy, Bezpečnostní služby

Komerční, osobní bankovníctví a služby (CPBS):

- *Komerční a osobní banky v eurozóně:* Komerční a osobní bankovníctví ve Francii (CPBF), BNL banca commerciale (BNL bc), Komerční a osobní bankovníctví v Itálii, Komerční a osobní bankovníctví v Belgii (CPBB) a Komerční a osobní bankovníctví v Lucemburku (CPBL).

- *Komerční a osobní banky mimo eurozónu, které jsou organizovány kolem:* Evropsko-středomořské obchodní a osobní bankovníctví mimo eurozónu, zejména ve střední a východní Evropě, Turecku a Africe.

- *Specializované podniky:* BNP Paribas Personal Finance, Arval a BNP Paribas Leasing Solutions, Nové digitální obchodní linky (zejména Nickel, Floa, Lyf) a BNP Paribas Personal Investors.

Investiční a ochranné služby (IPS): Pojištění (BNP Paribas Cardif) a správa majetku a aktiv: BNP Paribas Asset Management, BNP Paribas Real Estate a BNP Paribas Principal Investments (správa portfolia nekótovaných a kótovaných průmyslových a komerčních investic skupiny BNP Paribas), a BNP Paribas Wealth Management.

Hlavními akcionáři byli k 31. prosinci 2023 Sociétés Fédérale de Participations et d'Investissement („SFPI“), akciová společnost založená ve veřejném zájmu a jednající jménem belgické vlády držící 5,5% základního kapitálu, BlackRock Inc. držící 6,9% základního kapitálu, Amundi držící 5,4% základního kapitálu a Lucemburské velkověvodství držící 1,1% základního kapitálu.

## Hlavní finanční informace pro účel vyhodnocení schopnosti ručitele plnit své závazky ze záruky

Od 1. ledna 2023 uplatňují pojišťovny skupiny BNP Paribas IFRS 17 „Pojišťovny“ a IFRS 9 „Finanční nástroje“. Výsledky pro rok 2022 byly přepracovány, aby zohlednily provádění IFRS 17 a IFRS 9 pro pojišťovny.

Výkaz zisků a ztrát					
	Rok	Rok-1	Rok-2	Interimní čísla	Srovnávací čas od stejného období v předchozím roce
<b>V milionech €</b>	31/12/2023	31/12/2022	31/12/2021	n.a	n.a
<b>Čisté úrokové výnosy</b>	19 058	20 933	19 238	n.a	n.a
<b>Čisté výnosy z poplatků a provizí</b>	9 821	10 165	10 362	n.a	n.a
<b>Čistý zisk z finančních nástrojů</b>	10 440	9 449	7 777	n.a	n.a
<b>Výnosy</b>	45 874	45 430	43 762	n.a	n.a
<b>Tvorba rezerv a opravných položek</b>	-2 907	-3 003	-2 971	n.a	n.a
<b>Další čisté ztráty rizika finančních nástrojů</b>	-775	n.a	n.a	n.a	n.a
<b>Provozní příjem</b>	11 236	12 563	11 325	n.a	n.a
<b>Čistý zisk připadající na akcionáře</b>	10 975	9 848	9 488	n.a	n.a
<b>Zisk na akcii (v EUR)</b>	8,58	7,52	7,26	n.a	n.a
Rozvaha					
	Rok	Rok-1	Rok-2	Interimní čísla	Srovnávací čas od stejného období v předchozím roce
<b>V milionech €</b>	31/12/2023	31/12/2022	31/12/2021	n.a	n.a
<b>Celková aktiva</b>	2 591 499	2 663 748	2 634 444	n.a	n.a
<b>Dluhopisy</b>	275 245	220 937	220 106	n.a	n.a
<b>Z toho středně- až dlouhodobé seniorní preferenční dluhopisy</b>	84 821*	58 899*	78 845*	n.a	n.a
<b>Podřízený dluh</b>	25 478	24 832	25 667	n.a	n.a
<b>Půjčky a pohledávky za klienty (v čistém vyjádření)</b>	859 200	857 020	814 000	n.a	n.a
<b>Vklady klientů</b>	988 549	1 008 056	957 684	n.a	n.a
<b>Vlastní jmění (podíl Skupiny)</b>	123 742	121 237	117 886	n.a	n.a
<b>Pochybné půjčky / nesplacené v hrubém vyjádření**</b>	1,7%	1,7%	2%	n.a	n.a
<b>Míra kmenového kapitálu Tier 1 (CET1)</b>	13,2%	12,3%	12,9%	n.a	n.a
<b>Celkový kapitálový poměr</b>	17,3%	16,2%	16,4%	n.a	n.a
<b>Páka</b>	4,6%	4,4%	4,1%	n.a	n.a

(\*) Podléhá regulaci

(<sup>\*)</sup> Klasifikované půjčky (fáze 3) klientům a úvěrovým institucím bez úpravy o záruky, včetně rozvahových a mimorozvahových položek, a dluhopisy oceněné v amortizované hodnotě či tržní hodnotě na základě vlastního kapitálu (včetně pojištění), a vykázané jako hrubé nesplacené půjčky klientům a úvěrovým institucím (rozvahové i mimorozvahové položky) včetně dluhopisů oceněných v amortizované hodnotě nebo tržní hodnotě na základě vlastního kapitálu (včetně pojištění).

#### Nejvýznamnější rizikové faktory vztahující se k ručiteli

1. Výrazný nárůst nových rezerv nebo deficitů v úrovni dříve vytvořených rezerv pro půjčky s úvěrovým rizikem a rizikem protistrany by mohly negativně ovlivnit provozní výsledky a finanční situaci BNP Paribas Group.
2. Uplatňované zásady, postupy a metody řízení rizik mohou skupinu BNP Paribas vystavit neidentifikovaným nebo neočekávaným rizikům, která by mohla vést k významným ztrátám.
3. BNP Paribas Group může kvůli tržním fluktuacím a volatilitě utrpět závažné ztráty ze svých obchodních a investičních aktivit.
4. Přístup BNP Paribas Group k financování a jeho náklady by mohly být nepříznivě ovlivněny opětovným vypuknutím finanční krize, zhoršujícími se hospodářskými podmínkami, snížením ratingu, růstem rozpětí u vládních dluhopisů či jinými faktory.
5. Nepříznivé makroekonomické a finanční podmínky v minulosti měly a mohou mít v budoucnu významný dopad na BNP Paribas Group a trhy, na kterých působí.
6. Zákony a nařízení přijaté v posledních letech a stávající a budoucí legislativní a regulační změny mohou mít významný vliv na společnost BNP Paribas Group a na finanční a ekonomické prostředí, ve kterém působí.
7. Pokud by skupina BNP Paribas nedokázala naplňovat své strategické cíle nebo dosahovat zveřejněných finančních cílů nebo pokud by její výsledky neodpovídaly očekávanému vývoji, mohlo by to mít nepříznivý vliv na cenu, za kterou jsou obchodovány její cenné papíry.

#### Která jsou hlavní rizika specifická pro cenné papíry?

##### Nejvýznamnější rizikové faktory týkající se cenných papírů

Existují také rizika spojená s cennými papíry včetně následujících:

#### 1. Rizika spojená se strukturou cenných papírů:

Návratnost cenných papírů závisí na výkonnosti Podkladových referencí a na tom, zda dojde k použití knock-in nebo knock-out. Investorům může hrozit částečná či celková ztráta investice.

#### 2. Rizika spojená s podkladovým aktivem, jeho narušením a úpravami:

Na rozdíl od přímých investic do libovolných Akcií, Spojených akcií, globálních depozitních poukázek („GDR“), amerických depozitních poukázek („ADR“ představujících Podkladovou referenci (společně „Akcie“) neopravňuje investice do Akciových cenných papírů Držitele k hlasování či k příjmu dividend či jiných výplat (není-li uvedeno jinak v Konečných podmínkách). Výnos z Akciových cenných papírů nebude stejný jako u přímé investice do relevantních Akcií a může být nižší než u přímé investice. Expozice vůči akciím, podobná tržní rizika jako u přímé investice do vlastního kapitálu, potenciální úpravy nebo mimořádné události a narušení trhu nebo nezahájení burzovního obchodování mohou mít nepříznivý vliv na cenu a likviditu Cenných papírů.

#### 3. Rizika týkající se trhů, na kterých se cenné papíry obchodují:

Tržní Cenných papírů může být ovlivněna řadou faktorů, zejména relevantní cenou, hodnotou či úrovní Podkladových referencí, doby do stanovené splatnosti Cenných papírů, skutečné či implicitní volatilitě spojené s Podkladovými referencemi a korelačním rizikem relevantní Podkladové reference. Možnost, že hodnota a tržní cena Cenných papírů budou fluktuovat (pozitivně či negativně), závisí na řadě faktorů, jež by investoři měli řádně zvážit, než Cenné papíry koupí či prodají.

#### 4. Právní rizika:

Podmínky Cenných papírů budou obsahovat ustanovení o svolávání valných hromad majitelů těchto Cenných papírů za účelem projednání záležitostí majících obecný vliv na jejich zájmy. Tato ustanovení umožňují, aby určené většiny zavazovaly všechny majitele, včetně majitelů, kteří se příslušné valné hromady neúčastnili a nehlasovali na ní, a majitelů, kteří hlasovali opačně než většina.

#### Oddíl D - Klíčové informace o nabídce cenných papírů veřejnosti a/nebo přijetí k obchodování na regulovaném trhu

##### Za jakých podmínek a dle jakého rozvrhu mohou investovat do tohoto cenného papíru?

##### Obecné podmínky a očekávaný časový rozvrh nabídky

Cenné papíry budou veřejnosti nabízeny od 22. dubna 2024 včetně do 22. května 2024 včetně s výhradou možnosti předčasného ukončení či prodloužení doby nabídky.

#### Odhad celkových výdajů na emisi a/nebo nabídku včetně očekávaných výdajů účtovaných investorovi emitentem nebo nabízejícím

No exEmitent investorům neúčtuje žádné výdaje.

#### Kdo je nabízející a/nebo osoba žádající o přijetí k obchodování?

##### Popis nabízejícího a/nebo osoby žádající o přijetí k obchodování

Nabízející: Cyrrus, A.S., Veveri 3163/111, Zabovresky, Brno, CZ (Česká republika), LEI: 3157001000000043551.

Osoba žádající o přijetí k obchodování: BNP Paribas Issuance B.V. („Emitent“), Herengracht 595, 1017 CE Amsterdam, Nizozemsko (telefonní číslo: +31(0)88 738 0000).

#### Proč se tento prospekt vypracovává?

##### Použití a očekávaný čistý výnos

Čisté výnosy z vydání Cenných papírů se stanou součástí obecných prostředků Emitenta. Takové výnosy mohou být použity k udržení pozic v opčních či futures kontraktech nebo jiných nástrojích k zajišťování rizik.

Očekávaný čistý výnos: Bude vydáno až CZK 100,000,000

#### Dohoda o úpisu

Nabízející nevstupuje do žádného závazku spojeného s úpisem



### **Nejvýznamnější střety zájmů týkající se nabídky nebo přijetí k obchodování**

Manažer a jeho přidružené subjekty mohou nyní či v budoucnu figurovat v investičních bankovních a/nebo obchodních bankovních transakcích s Emitentem a Ručitelem a mohou poskytovat další služby jim a jejich přidruženým subjektům v rámci běžného obchodního styku.

Různé subjekty v rámci BNPP Group (včetně Emitenta a Ručitele) a Přidružené subjekty zastávají různé role ve vztahu k Cenným papírům, včetně Emitenta Cenných papírů a Agentu pro výpočet Cenných papírů, emitenta, a mohou se také zapojit do obchodní činnosti (včetně zajišťovací činnosti) ve vztahu k Podkladovému aktivu a dalším nástrojům nebo derivátovým produktům založeným na nebo vztahujícím se k Podkladovému aktivu, což by mohlo způsobit možné střety zájmů.

BNP Paribas Financial Markets SNC, která působí jako Manažer a Agent pro výpočet, je Přidruženou společností Emitenta a Ručitele a mezi ní a držiteli Cenných papírů mohou existovat střety zájmů, které se mohou týkat i jistých rozhodnutí a posouzení, která musí provést Agent pro výpočet. Ekonomické zájmy Emitenta a BNP Paribas Financial Markets SNC jako Manažera a Agentu pro výpočet mohou být nepříznivé pro zájmy Držitelů jako investorů do Cenných papírů.

S výjimkou toho, co je uvedeno výše, nemá dle vědomí Emitenta žádná osoba zapojená do emise Cenných papírů zájem podstatný pro nabídku včetně střetu zájmů.