# FORM OF FINAL TERMS FOR W&C SECURITIES

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** - The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded, the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** - The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the "**FSMA**") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA. (the "**UK PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to any retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**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 19 of the Guidelines published by the European Securities and Markets Authority ("**ESMA**") on 3 August 2023, 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; however, a distributor subject to the distributor's 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 appropriate sole (by either adopting or refining the manufacturer's target market assessment) appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

## FINAL TERMS FOR LISTING PURPOSES ON SIX SWISS EXCHANGE DATED AS OF 27 JANUARY 2025

#### **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): R0MUWSFPU8MPR08K5P83

(Note, Warrant and Certificate Programme)

## "Knock-Out Warrant" Certificates relating to a Share

SSPA product type: Knock-Out Warrant (2200)

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

(as Manager)

## **PART A - CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 20 September 2024, 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) provide 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) (the Base Prospectus and the Supplements, together the **"Base Prospectus"**).

The Base Prospectus has been approved by SIX Exchange Regulation AG ("SIX Exchange Regulation") in its capacity as Swiss Prospectus Office (the "Swiss Prospectus Office") as of 20 September 2024 and constitutes a base prospectus pursuant to article 45 of the Swiss Financial Services Act ("FinSA").

This document constitutes the Final Terms of the Securities described herein and must be read in conjunction with such Base Prospectus.

For the purpose of public offering in Switzerland and/or the admission to trading on SIX Swiss Exchange, these Final Terms will be or have been registered with the Swiss Prospectus Office and are or will be published pursuant to FinSA prior to the public offering of the Securities in Switzerland or the admission to trading of the Securities on SIX Swiss Exchange and the Base Prospectus and these Final Terms together will constitute the prospectus pursuant to FinSA.

Full information on BNP Paribas Issuance B.V. (the "Issuer"), BNP Paribas (the "Guarantor") and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus, any Supplement(s) to the Base Prospectus and these Final Terms are available free of charge during normal business hours from Principal Security Agent. Written or oral requests for such documents should be directed to the Principal Security Agent at its principal office set out at the end of the Base Prospectus or may be obtained by telephone (+41 58 212 6339) or fax (+41 58 212 6360). In addition, copies of any documents incorporated by reference will be made available, along with this Base Prospectus, for viewing on the website of BNPP at the following address www.bnpparibasmarkets.ch or any other website specified in the applicable Final Terms.

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.

The Securities issued pursuant to these Final Terms may be considered structured products in Switzerland pursuant to article 70 FinSA and do not constitute collective investment schemes in the meaning of the Swiss Collective Investment Schemes Act ("**CISA**"). Accordingly, holders of the Securities do not benefit from protection under the CISA or supervision by the Swiss Financial Market Supervisory Authority ("**FINMA**"). Further, investors are exposed to the Issuer's and the Guarantor's insolvency risk.

The Securities may be offered, sold or advertised, directly or indirectly, in Switzerland to retail clients (*Privatkundinnen und - kunden*) within the meaning of FinSA ("**Retail Clients**") in accordance with FinSA.

## SPECIFIC PROVISIONS FOR EACH SERIES

Series Number / ISIN Code	No. of Securitie s issued	No. of Securitie s	Issue Price per Security	Call / Put	Exercise Price	Capitalised Exercise Price Rounding Rule	Security Threshold on the Commence ment Date	Security Threshold Rounding Rule	Minimum Security Percentage	Maximum Security Percentage	Security Percentag e on the Commenc ement Date	Dividend Percentag e	Interbank Rate 1 Screen Page	Minimum Financing Rate Percentage	Maximum Financing Rate Percentage	Financing Rate Percentag e	Redempt ion Date	Parity	SPECIFIED SECURITIE S PURSUANT TO SECTION 871(m)
CH1408690 126	1,710,00 0	1,710,00 0	CHF 0.29	Call	CHF 160.000	Upwards to the next 3 digits (0.0010 points)	CHF 160.000	Upwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	SARON.S	0%	8%	+4.50%	Open End	50	No
CH1408690 134	2,420,00 0	2,420,00 0	CHF 0.21	Put	CHF 185.000	Downwards to the next 3 digits (0.0010 points)	CHF 185.000	Downwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	SARON.S	0%	8%	-4.50%	Open End	50	No
CH1408690 142	1,590,00 0	1,590,00 0	CHF 0.32	Put	CHF 4,000.000	Downwards to the next 3 digits (0.0010 points)	CHF 4,000.000	Downwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	SARON.S	0%	8%	-4.50%	Open End	500	No
CH1408690 159	460,000	460,000	CHF 1.09	Call	USD 135.000	Upwards to the next 3 digits (0.0010 points)	135.000	Upwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	USDSOFR=	0%	8%	+4.50%	Open End	10	Yes
CH1408690 167	2,580,00 0	2,580,00 0	CHF 0.19	Call	CHF 265.000	Upwards to the next 3 digits (0.0010 points)	265.000	Upwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	SARON.S	0%	8%	+4.50%	Open End	50	No
CH1408690 175	810,000	810,000	CHF 0.62	Put	CHF 35.000	Downwards to the next 3 digits (0.0010 points)	CHF 35.000	Downwards to the next 3 digits (0.0010 points)	N/A	N/A	0%	100%	SARON.S	0%	8%	-4.50%	Open End	5	No

Series Number / ISIN Code	Valoren Code	Symbol	Type of Share	Share Company / Share	Share Currency	ISIN of Share	Reuters Code of Share / Reuters Screen Page	Share Company Website	Exchange	Exchange Website	Busines s Day Centre	Settleme nt Currency
CH140869012 6	1408690 12	AAEQBP	Registered	Cie Financiere Richemont SA	CHF	CH02104833 32	CFR.S	www.richemont.com	SIX Swiss Exchange AG	www.six-group.com	Zurich	CHF
CH140869013 4	1408690 13	AAERBP	Registered	Cie Financiere Richemont SA	CHF	CH02104833 32	CFR.S	www.richemont.com	SIX Swiss Exchange AG	www.six-group.com	Zurich	CHF
CH140869014 2	1408690 14	AAESBP	Registered	Givaudan SA	CHF	CH00106459 32	GIVN.S	www.givaudan.com	SIX Swiss Exchange AG	www.six-group.com	Zurich	CHF
CH140869015 9	1408690 15	AAETBP	Ordinary	NVIDIA Corp	USD	US67066G10 40	NVDA.OQ	www.nvidia.com	NASDAQ GS	www.nasdaq.com	Zurich	CHF
CH140869016 7	1408690 16	AAEUBP	Genusschein	Roche Holding AG	CHF	CH00120320 48	ROG.S	www.roche.com	SIX Swiss Exchange AG	www.six-group.com	Zurich	CHF
CH140869017 5	1408690 17	AAEVBP	Registered	UBS Group AG	CHF	CH02447675 85	UBSG.S	www.ubs.com	SIX Swiss Exchange AG	www.six-group.com	Zurich	CHF

## **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:	24 January 2025.
4.	Issue Date:	27 January 2025.
5.	Consolidation:	Not applicable.
6.	Type of Securities:	(a) Certificates.
		(b) The Securities are Share Securities.
		The Certificates are OET Certificates and are OET Call Certificates or OET Put Certificates.
		The provisions of Annex 2 ( <i>Additional Terms and Conditions for Share Securities</i> ) and Annex 11 ( <i>Additional Terms and Conditions for OET Certificates</i> ) shall apply.
7.	Form of Securities:	Uncertificated Securities.
8.	Business Day Centre(s):	The applicable Business Day Centre for the purposes of the definition of "Business Day" in Condition 1 is as set out in Specific Provisions for each Series above.
9.	Settlement:	Settlement will be by way of cash payment (Cash Settled Securities).
10.	Variation of Settlement:	
	(a) Issuer's option to vary settlement:	The Issuer does not have the option to vary settlement in respect of the Securities.
11.	Relevant Asset(s):	Not applicable.
12.	Entitlement:	Not applicable.
13.	Conversion Rate:	The Conversion Rate equal one if the relevant Share Currency is the same as the Settlement Currency or otherwise the applicable rate of exchange for conversion of any amount into the relevant Settlement Currency for the purposes of determining the Settlement Price (as defined in the relevant Annex to the Terms and Conditions) or the Cash Settlement Amount (as defined in Condition 1).
14.	Settlement Currency:	The settlement currency for the payment of the Cash Settlement Amount is as set out in "Specific Provisions for each Series" above.
15.	Syndication:	The Securities will be distributed on a non-syndicated basis.
16.	Minimum Trading Size:	Not applicable.
17.	Security Agent:	BNP Paribas, Paris, Zurich Branch.
18.	Calculation Agent:	BNP Paribas Financial Markets S.N.C. 20 boulevard des Italiens 75009 Paris, France.
19.	Governing law:	French law.
20.	Special conditions or other modifications to the Terms and Conditions:	Not applicable
21	Masse provisions (Condition 9.4):	Not applicable.

# PRODUCT SPECIFIC PROVISIONS (ALL SECURITIES)

22.	Index Securities:	Not applicable.
23.	Share Securities/ETI Share	Applicable.

#### Securities:

Share Securities: Applicable.

	(a)	Share(s)/Share Company/Basket Company/GDR/ADR/ETI Interest/Basket of ETI Interests:	In respect of a Series, the share specified in the Type of Share and issued by the Share Company in each case in respect of such Series in "Specific Provisions for each Series" above (each a " <b>Share</b> ").
	(b)	Relative Performance Basket:	Not applicable.
	(c)	Share/ETI Interest Currency:	See the "Specific Provisions for each Series" above.
	(d)	Exchange(s):	See the "Specific Provisions for each Series" above.
	(e)	Related Exchange(s):	All Exchanges.
	(f)	Exchange Business Day:	Single Share Basis.
	(g)	Scheduled Trading Day:	Single Share Basis.
	(h)	Weighting:	Not applicable.
	(i)	Settlement Price:	Official closing price.
	(j)	Disrupted Day:	As per Conditions.
	(k)	Specified Maximum Days of Disruption:	Twenty (20) Scheduled Trading Days.
	(1)	Valuation Time:	The Scheduled Closing Time as defined in Condition 1.
	(m)	Delayed Redemption of Occurrence of an Extraordinary Event:	Not applicable.
	(n)	Share/ETI Interest Correction Period:	As per Conditions.
	(o)	Dividend Payment:	Not applicable.
	(p)	Listing Change:	Applicable.
	(q)	Listing Suspension:	Applicable.
	(r)	Illiquidity:	Applicable.
	(s)	Tender Offer:	Applicable.
	(t)	Hedging Liquidity Event:	Not applicable.
	(u)	Other terms or special conditions:	Not applicable.
24.	ETI Securi	ties:	Not applicable.
25.	Debt Secu	rities:	Not applicable.
26.	Commodit	y Securities:	Not applicable.
27.	Inflation In	dex Securities:	Not applicable.
28.			Not applicable.
-	Fund Secu		Not applicable.
	Futures Se		Not applicable.
31.	OET Certif		Applicable.
	(a)	Final Price:	As per OET Certificate Conditions.

(b)	Valuation Date:		As per OET Certificate Conditions.				
(c)	Exe	rcise Price:	See the "Specific Provisions for each Series" above.				
(d)	Cap Pric	italised Exercise e:	Unrounded Capitalised Exercise Price applicable, in accordance with the OET Certificate Conditions.				
			OET Website(s): www.bnpparibasmarkets.ch				
			Local Business Day Centre(s): Zurich.				
(e)		italised Exercise e Rounding Rule:	See the "Specific Provisions for each Series" above.				
(f)	Divi	dend Percentage:	See the "Specific Provisions for each Series" above.				
(g)	Fina	ancing Rate:					
	(i)	Interbank Rate 1 Screen Page:	See the "Specific Provisions for each Series" above.				
		Interbank Rate 1 Specified Time:	As per OET Certificate Conditions.				
	(iii)	Interbank Rate 2 Screen Page:	Not applicable.				
	(iv)	Interbank Rate 2 Specified Time:	Not applicable.				
	(v)	Financing Rate Percentage:	See the "Specific Provisions for each Series" above.				
	(vi)	Financing Rate Range:	See the "Specific Provisions for each Series" above.				
(h)		omatic Early emption:	Applicable.				
	(i)	Automatic Early Redemption Amount:	The Automatic Early Redemption Payout, in respect of each Certificate, shall be equal to 0 (zero).				
	(ii)	Automatic Early Redemption Date:	Not applicable.				
	(iii)	<b>Observation Price:</b>	Traded price.				
	(iv)	Observation Price Source:	Exchange.				
	(v)	Observation Time(s):	At any time during the opening hours of the Exchange.				
	(vi)	Security Threshold:	As per OET Certificate Conditions.				
			The Security Threshold in respect of a Relevant Business Day will be published as soon as practicable after its determination on the OET Website(s), as set out in § $31(d)$				
	(vii)	Security Threshold Rounding Rule:	See the "Specific Provisions for each Series" above.				
(	viii)	Security Percentage:	See the "Specific Provisions for each Series" above.				
	(ix)	Minimum Security Percentage:	See the "Specific Provisions for each Series" above.				
	(x)	Maximum Security Percentage:	See the "Specific Provisions for each Series" above.				

(xi) Reset Date:	Every calendar day.
(i) Commencement Date:	As per OET Certificate Conditions.
(j) Other provisions:	Not applicable.
32. Constant Leverage Securities:	Not applicable.
33. Additional Disruption Events:	Applicable.
34. Optional Additional Disruption Events:	(a) The following Optional Additional Disruption Events apply to the Securities:Administrator/Benchmark Event
	Increased Cost of Hedging
	Currency Event
	Loss of Stock Borrow
	Insolvency Filing
	Increased Cost of Stock Borrow
	(b) The Maximum Stock Loan Rate is 25%.
	The Initial Stock Loan Rate is 25%.
	(c) Delayed Redemption on Occurrence of an Additional Disruption Event and/or Optional Additional Disruption Event: Not applicable.
35. Knock-in Event:	Not applicable.
36. Knock-out Event:	Not applicable.
PROVISIONS RELATING TO WARRANTS	
37. Provisions relating to Warrants:	Not applicable.
37. Provisions relating to Warrants: PROVISIONS RELATING TO CERTIFICATES	Not applicable.
-	Not applicable.
PROVISIONS RELATING TO CERTIFICATES	
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each	Applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate:	Applicable. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates:	Applicable. Not applicable. The Certificates are not Partly Paid Certificates.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest:	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest: (d) Accrual to Redemption:	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest: (d) Accrual to Redemption: (e) Fixed Rate Provisions:	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable. Not applicable. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest: (d) Accrual to Redemption: (e) Fixed Rate Provisions: (f) Floating Rate Provisions: (g) Linked Interest	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable. Not applicable. Not applicable. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest: (d) Accrual to Redemption: (e) Fixed Rate Provisions: (f) Floating Rate Provisions: (g) Linked Interest Certificates: (h) Index Linked Interest	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable. Not applicable. Not applicable. Not applicable.
PROVISIONS RELATING TO CERTIFICATES 38. Provisions relating to Certificates: (a) Notional Amount of each Certificate: (b) Partly Paid Certificates: (c) Interest: (d) Accrual to Redemption: (e) Fixed Rate Provisions: (f) Floating Rate Provisions: (g) Linked Interest Certificates: (h) Index Linked Interest Certificates: (i) Share Linked/ETI Share Linked Interest	Applicable. Not applicable. The Certificates are not Partly Paid Certificates. Not applicable. Not applicable. Not applicable. Not applicable. Not applicable.

(1)	Commodity Linked Interest Certificates:	Not applicable.
(m)	Inflation Index Linked Interest Certificates:	Not applicable.
(n)	Currency Linked Interest Certificates:	Not applicable.
(0)	Fund Linked Interest Certificates:	Not applicable.
(p)	Futures Linked Interest Certificates:	Not applicable.
(q)	Instalment Certificates:	The Certificates are not Instalment Certificates.
(r)	Issuer Call Option:	Not applicable.
(s)	Holder Put Option:	Applicable provided that (i) no Automatic Early Redemption Event has occurred and (ii) the Issuer has not already designated the Valuation Date in accordance with the OET Certificate Conditions.
	(i) Optional Redemption Date(s):	The day falling ten (10) Business Days immediately following the relevant Optional Redemption Valuation Date.
	(ii) Optional Redemption Valuation Date:	The last Relevant Business Day in March in each year commencing in March of the calendar year after the Commencement Date, subject to adjustment in the event that such day is a Disrupted Day as provided in the definition of Valuation Date in Condition 27.
	(iii) Optional Redemption	-in respect of <i>Call</i> Certificates:

(III) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s):

 $\mathsf{Max}\left(\mathsf{0}; \left(\frac{\mathsf{Final}\;\mathsf{Price}-\mathsf{Capitalised}\;\mathsf{Exercise}\;\mathsf{Price}}{\mathsf{Parity}\times\mathsf{Conversion}\;\mathsf{Rate}\;\mathsf{Early}}\right)\right).$ 

-in respect of Put Certificates:

$$\mathsf{Max}\left(\mathsf{0}; \left(\frac{\mathsf{Capitalised Exercise Price} - \mathsf{Final Price}}{\mathsf{Parity} \times \mathsf{Conversion Rate Early}}\right)\right)$$

Where:

Final Price means as set out in OET Certificate Conditions.

Capitalised Exercise Price means as set out in § 31(d).

Parity means as set out in "Specific Provisions for each Series" above;

**Conversion Rate Early** means the Conversion Rate on the relevant Optional Redemption Valuation Date;

(iv) Notice Period (if different from those set out in the Conditions):

Not less than 30 days prior to the next occurring Optional Redemption Valuation Date.

(t) Automatic Early Redemption:

(u) Cash Settlement Amount:

Not applicable. The Cash Settlement Amount in respect of each Certificate will be

-in respect of *Call* Certificates:

$$\mathsf{Max}\left(\mathsf{0}; \left(\frac{\mathsf{Final}\;\mathsf{Price}-\mathsf{Capitalised}\;\mathsf{Exercise}\;\mathsf{Price}}{\mathsf{Parity}\times\mathsf{Conversion}\;\mathsf{Rate}\;\mathsf{Final}}\right)\right)_{\texttt{;}}$$

-in respect of *Put* Certificates:

 $\mathsf{Max}\left(\mathsf{0}; \left(\frac{\mathsf{Capitalised Exercise Price} - \mathsf{Final Price}}{\mathsf{Parity} \times \mathsf{Conversion Rate Final}}\right)\right)$ 

Where:

Final Price means as set out in OET Certificate Conditions.

Capitalised Exercise Price means as set out in § 31(d).

Parity means as set out in "Specific Provisions for each Series" above;

**Conversion Rate Final** means the Conversion Rate on the relevant Valuation Date;

- (v) Strike Date: Not applicable.
- (w) Redemption Valuation Not applicable.
- (x) Averaging: Averaging does not apply to the Securities.
- (y) **Observation Dates:** Not applicable.
- (z) **Observation Period:** Not applicable.
- (aa) Settlement Business Day: Not applicable.
- (bb) Cut-off Date: Not applicable.
- 39. Identification information of Holders: Not applicable.

#### DISTRIBUTION AND US SALES ELIGIBILITY (ALL SECURITIES)

#### 40. Selling Restrictions:

	(a) Eligibility for sale of Securities in the United	The Securities are not eligible for sale in the United States.
	States:	Reg. S Compliance Category 2; TEFRA Not applicable
	(b) Other Selling Restrictions:	Not applicable.
41.	Additional U.S. Federal income tax considerations:	The Securities may be Specified Securities for the purpo 871(m) of the U.S. Internal Revenue Code of 1986 as state

The Securities may be Specified Securities for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986 as stated in "Specific Provisions for each Series" above. If the Securities are Specified Securities, then the following provisions will apply.

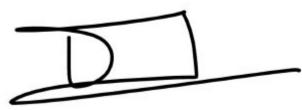
Additional information regarding the application of Section 871(m) to the Securities will be available at markets.ch@bnpparibas.com. The Issuer will arrange for withholding under Section 871(m) to be imposed on any dividend equivalent payment at a rate of 30 per cent.

Payments on the Specified Securities are calculated by reference to Net Dividends. By purchasing a Specified Security, the parties agree that in calculating the relevant payment amount the Issuer has withheld, and the purchaser is deemed to have received 30 per cent. of any dividend equivalent payments (as defined in Section 871(m) of the U.S. Internal Revenue Code of 1986, as amended) in respect of the relevant U.S. securities. The Issuer will not pay any additional amounts to the holder on account of the Section 871(m) amount deemed withheld.

For this purpose, **"Net Dividends"** means the dividends paid by an issuer of a security net of 30 per cent. U.S. federal withholding tax.

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. The information included in Part B to these Final Terms (the "Additional Information") consists of extracts from or summaries of information that is publicly available. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Share Company, no facts have been omitted which would render the reproduced inaccurate or misleading.

Signed on behalf of BNP Paribas Issuance B.V. As Issuer:



By: ..... Duly authorised

The Guarantor accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Guarantor (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. The information included in Part B to these Final Terms (the "Additional Information") consists of extracts from or summaries of information that is publicly available. The Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Share Company, no facts have been omitted which would render the reproduced inaccurate or misleading.

Signed on behalf of BNP Paribas As Guarantor:

By: ..... Duly authorised

	$\wedge$	
	$\mathcal{A}$	
$\leq$		
By: Duly authorised		

## PART B - OTHER INFORMATION

#### 1. Listing and Admission to trading

Application has been made by the Issuer (or on its behalf) for the Securities to be admitted provisionally to trading on SIX Swiss Exchange with effect from the Issue Date. Application for listing on SIX Swiss Exchange will be made by the Issuer (or on its behalf) for the Securities as soon as possible thereafter. The last day of trading is: open-end

#### 2. Additional information Required for Securities to be listed on SIX Swiss Exchange

#### Listing/Trading information:

Trading Size and Ratio:	minimum Trading Size is (one) 1 Certificate and the standard exercise ratio is the Parity
First Trading Day:	the Issue Date
Last Trading Day and Time:	open-end
Capital Protection:	no capital protection
Type of quoting:	not applicable

#### Information relating to underlyings:

Name	Country/Place of Incorporation	Address
Cie Financiere Richemont SA-REG	Switzerland / Bellevue	50, Chemin de la Chênaie 1293 Bellevue Switzerland
Givaudan SA-REG	Switzerland / Vernier	5, Chemin de la Parfumerie 1214 Vernier Switzerland
NVIDIA Corp	United States / Santa Clara	2788 San Tomas Expressway Santa Clara, CA 95050 United States of America
Roche Holding AG	Switzerland / Basel	c/o F. Hoffmann-La Roche AG Grenzacherstrasse 124 4002 Basel Switzerland
UBS Group AG-REG	Switzerland / Zurich	Bahnhofstrasse 45 8001 Zurich Switzerland

## Additional information:

Name and address of the representative for purposes of Article 58a of the Listing Rules of SIX Exchange Regulation AG: BNP Paribas (Suisse) SA, Selnaustrasse 16, 8022 Zurich, Switzerland.

Save as disclosed in the Base Prospectus, there has been no material adverse change in the prospectus of BNPP or the Group since 31 December 2023 (being the end of the financial period for which audited statements have been published).

#### **Commissions:**

Not applicable

#### 3. Governing Law and Jurisdiction

As provided in the Conditions, the Securities are governed by French Law and the Paris Court of Appeal shall have exclusive jurisdiction to settle all disputes that may, directly or indirectly, arise out of or in connection with the Securities.

#### 4. Ratings

The Securities have not been rated.

#### 5. 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.

# 6. Performance of Underlying/Formula/Other Variable, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The Share Knock-Out Warrant Call or Put Certificate is an Open End Turbo ("OET") Certificate being a leveraged security with no fixed term, which gives investors a level of exposure from moderate to high to the price and performance of the relevant Share as described in Part A "Specific Provisions for each Series" (the "Underlying Share") that is greater than the capital invested. The leveraged nature of the Certificates means that any movement in the value of the Underlying Share will have a magnified effect on the value of the Certificates, both positively and negatively.

In respect of Call Certificates, the Certificates will increase in value when the Underlying Share increases in value and decrease in value when the Underlying Share decreases in value.

In respect of Put Certificates, the Certificates will increase in value when the Underlying Share decreases in value and decrease in value when the Underlying Share increases in value.

The Certificates are "OET Call" Certificates or "OET Put" Certificates. The Certificates feature a Capitalised Exercise Price and a Security Threshold (which is equal to the Capitalised Exercise Price in respect of Call Certificates and Put Certificates). Both the Capitalised Exercise Price and the Security Threshold are adjusted by the Calculation Agent on a daily basis according to the cost of financing (the "Financing Rate").

The closer the value of Security Threshold to the level of the Underlying Share from time to time, the higher the leverage effect will be and the higher the risk that the Security Threshold will be reached. The Certificates will be automatically early redeemed at a price equal to zero if the level of the Underlying Share reaches the Capitalised Exercise Price. Otherwise they have no fixed redemption date and the Issuer may choose to redeem them at any time upon giving notice to Holders.

On redemption, Holders will receive an amount, which may be zero, determined by reference to the performance of the Underlying Share, the Capitalised Exercise Price, the Financing Rate and, if applicable, the performance of the Conversion Rate between the Share Currency and the Settlement Currency.

Information on each Share shall be available on the relevant Share Company website as set out in "Specific Provisions for each Series" in Part A.

Past and further performances of each Share are available on the relevant Exchange website as set out in "Specific Provisions for each Series" in Part A and the volatility of each Share may be obtained from the Calculation Agent: markets.ch@bnpparibas.com

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

## SHARE DISCLAIMER

The issue of the Securities is not sponsored or promoted by any Share Company and is under the sole responsibility of BNP Paribas. No Share Company makes any representation whatsoever nor promotes the growth of the Securities in relation to their Shares and consequently does not have any financial or legal obligation with respect to the Securities. In addition, Securities do not give the right to dividends distributed by the Share Company or voting rights or any other right with respect of the Share Company.

## 7. Operational Information

i.	Relevant Clearing System(s):	SIX SIS Ltd., Olten, Switzerland
ii.	Intermediary:	SIX SIS Ltd., Olten, Switzerland
iii.	Delivery:	Delivery against payment

## SUMMARY OF FINAL TERMS

This shall constitute a summary of the Final Terms (the "Summary") pursuant to Art. 56 para. 2 FinSO.

		Part A – Introdu	ction				
A.1	Introduction and Warnings	The Securities may only be offered, sold or advertised, directly or indirectly, in Switzerland in accordance with the requirements of the FinSA, as further set out in the Base Prospectus approved by the SIX Exchange Regulation AG in its capacity as Swiss Prospectus Office as of 20 September 2024 and the Final Terms. Terms used in this Summary shall have the same meaning as set forth in the Base Prospectus and the Final Terms.					
		FinSA and are neither subject to au	The Securities may be considered structured products in Switzerland pursuant to article 70 FinSA and are neither subject to authorisation nor supervision by FINMA. Investors bear the credit risk of the Issuer and/or the Guarantor. Investors should read the section "Risks" of the Base Prospectus.				
		Investing in the Securities may put of their investment.	Investing in the Securities may put Investor's capital at risk. Investors may lose some or all of their investment.				
A.2	Investment Decisi		Any decision to invest in any Securities should be based on a consideration of the Base Prospectus and the Final Terms as a whole, including any documents incorporated by reference.				
A.3	Liability	together with the other parts of the E not provide, when read together with	The Issuer or the Guarantor may be liable for the content of this Summary solely when read together with the other parts of the Base Prospectus and the Final Terms or where it does not provide, when read together with the other parts of the Base Prospectus and the Final Terms, key information in order to aid investors when considering whether to invest in the Securities.				
		Part B – Secur	ities				
B.1	Issuer/Guarantor	antor Issuer					
		domicile of the Issuer is Amsterda	The legal company name of the Issuer is BNP Paribas Issuance B.V. (the <b>"Issuer</b> "). The domicile of the Issuer is Amsterdam, Netherland. The registered office of the Issuer is Herengracht 595, 1017 CE Amsterdam, the Netherlands. <i>Guarantor</i>				
		The legal company name of the Guarantor is BNP Paribas (the " <b>Guarantor</b> "). The dom of the Guarantor is Paris, France. The head office of the Guarantor is 16, boulevard Italiens – 75009 Paris, France.					
B.2	ISIN	As set out in table below.	As set out in table below.				
B.3	Nature of Securitie	es Certificates.	Certificates.				
B.4	Product Name	"Knock-Out Warrant" Certificates rel	"Knock-Out Warrant" Certificates relating to a Share				
B.5	Issue Date	27 January 2025					
B.6	Redemption Date	As set out in table below.	As set out in table below.				
B.7	Issue Price	As set out in table below.	As set out in table below.				
B.8	Underlyings	As set out in table below.	As set out in table below.				
B.9	Settlement	Settlement type: cash settlement. Settlement currency: As set out in table below.					
		Part C – Offer and Admiss	sion to Trading				
C.1	Public Offer	retail clients (Privatkundinnen und -	The Securities may be offered, sold or advertised, directly or indirectly, in Switzerland to retail clients ( <i>Privatkundinnen und -kunden</i> ) within the meaning of FinSA (" <b>Retail Clients</b> ") in accordance with FinSA starting from the Issue Date.				
C.2	Admission to		Application will be made to list the Securities on SIX Swiss Exchange.				
	Trading/listing	The Securities will be provisionally a	The Securities will be provisionally admitted to trading on the Issue Date.				
C.3	Clearing System	SIX SIS Ltd., Olten, Switzerland					
C.4	Intermediary	SIX SIS Ltd., Olten, Switzerland					
C.5	Selling restriction						
	ries Number / ISIN Code	Share Company / Share	Issue Price per Security	Settlement Currency	Redemption Date		
			occurry	Garrency			

CHF 0.29

CHF 0.21

CHF

CHF

CH1408690126

CH1408690134

Cie Financiere Richemont SA

Cie Financiere Richemont SA

Open End

Open End

Series Number / ISIN Code	Share Company / Share	Issue Price per Security	Settlement Currency	Redemption Date
CH1408690142	Givaudan SA	CHF 0.32	CHF	Open End
CH1408690159	NVIDIA Corp	CHF 1.09	CHF	Open End
CH1408690167	Roche Holding AG	CHF 0.19	CHF	Open End
CH1408690175	UBS Group AG	CHF 0.62	CHF	Open End