

**Sixth Supplement dated 4 May 2016**  
**to the Euro Medium Term Note Programme Base Prospectus dated 9 June 2015**



**BNP PARIBAS**

*(incorporated in France)*

*(as Issuer)*

**€90,000,000,000**

**EURO MEDIUM TERM NOTE PROGRAMME**

This sixth supplement (the "**Sixth Supplement**") is supplemental to, and should be read in conjunction with, the base prospectus dated 9 June 2015 (the "**Base Prospectus**"), the first supplement to the Base Prospectus dated 6 August 2015 (the "**First Supplement**"), the second supplement to the Base Prospectus dated 10 November 2015 (the "**Second Supplement**"), the third supplement to the Base Prospectus dated 29 December 2015 (the "**Third Supplement**"), the fourth supplement to the Base Prospectus dated 15 February 2016 (the "**Fourth Supplement**") and the fifth supplement to the Base Prospectus dated 18 March 2016 (the "**Fifth Supplement**" and, together with the First Supplement, the Second Supplement, the Third Supplement and the Fourth Supplement, the "**Previous Supplements**"), in each case, in relation to the €90,000,000,000 Euro Medium Term Note Programme (the "**Programme**") of BNP Paribas ("**BNPP**", the "**Bank**", or the "**Issuer**"). The Base Prospectus and the Previous Supplements together constitute a base prospectus for the purposes of Article 5.4 of Directive 2003/71/EC of 4 November 2003 (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU) to the extent that such amendments have been implemented in a relevant Member State of the European Economic Area. The *Autorité des marchés financiers* (the "**AMF**") granted visa no. 15-263 on 9 June 2015 in respect of the Base Prospectus, visa no. 15-441 on 6 August 2015 in respect of the First Supplement, visa no. 15-569 on 10 November 2015 in respect of the Second Supplement, visa no. 15-643 on 29 December 2015 in respect of the Third Supplement, visa no. 16-050 on 15 February 2016 in respect of the Fourth Supplement and visa no. 16-086 on 18 March 2016 in respect of the Fifth Supplement. Application has been made for approval of this Sixth Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive in France.

Unless the context otherwise requires, terms defined in the Base Prospectus, as amended by the Previous Supplements, shall have the same meanings when used in this Sixth Supplement.

To the extent that there is any inconsistency between (i) any statement in this Sixth Supplement and (ii) any statement in, or incorporated by reference in, the Base Prospectus, as amended by the Previous Supplements, the statement referred to in (i) above will prevail.

References in this Sixth Supplement to paragraphs of the Base Prospectus are to the Base Prospectus as amended by the Previous Supplements. References in this Sixth Supplement to page numbers in the Base Prospectus are to the page numbers in the Base Prospectus without taking into account any amendments made in the Previous Supplements.

Copies of this Sixth Supplement may be obtained free of charge at the registered offices of BNP Paribas and BNP Paribas Securities Services, Luxembourg Branch as Principal Paying Agent and will be available on the website of BNP Paribas ([www.invest.bnpparibas.com](http://www.invest.bnpparibas.com)) and on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)).

This Sixth Supplement has been prepared in accordance with Article 16.1 of the Prospectus Directive and pursuant to Article 212-25 of the AMF's *Règlement Général*, for the purposes of giving information which amends or is additional to the information already contained in the Base Prospectus, as amended by the Previous Supplements.

This Sixth Supplement has been prepared for the purposes of:

- (A) amending the "Programme Summary" and the "Pro Forma Issue Specific Summary of the Programme";
- (B) incorporating by reference BNPP's *document de référence et rapport financier annuel* in English for 2015;
- (C) incorporating by reference the *Actualisation du Document de référence déposée auprès de l'AMF le 3 mai 2016* (in English);
- (D) amending the "General Information" section; and
- (E) amending the "Programme Summary (in French)" and the "Pro Forma Issue Specific Summary of the Programme (in French)".

The amendments referred to in (B) and (C) above have been made to update the BNPP disclosure. The amendments referred to in (A), (D) and (E) above have been made to reflect the updated BNPP disclosure referred to in (B) and (C). The amendments referred to in (D) above have also been made to amend an error in the capitalization table inserted by virtue of the Fifth Supplement.

In accordance with Article 16.2 of the Prospectus Directive, in the case of an offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes issued under the Programme before this Sixth Supplement is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date of publication of this Sixth Supplement to withdraw their acceptances. This right to withdraw shall expire by close of business on 10 May 2016.

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**AMENDMENTS TO THE PROGRAMME SUMMARY AND PRO FORMA ISSUE SPECIFIC SUMMARY OF THE PROGRAMME**

1. The "Programme Summary" on pages 13 to 35 of the Base Prospectus is amended as follows:
- (a) Element B.12 is amended by the insertion of the following new table immediately above the heading "*Statements of no significant or material adverse change*":

<b>Comparative Interim Financial Data – In millions of EUR</b>		
	<b>1Q16</b>	<b>1Q15</b>
Revenues	10,844	11,065
Cost of Risk	(757)	(1,044)
Net income, Group share	1,814	1,648
	<b>31/03/2016</b>	<b>31/12/2015</b>
Common equity Tier 1 ratio (Basel 3 fully loaded, CRD4)	11.0%	10.9%
	<b>31/03/2016</b>	<b>31/12/2015 (audited)</b>
Total consolidated balance sheet	2,121,021	1,994,193
Consolidated loans and receivables due from customers	691,620	682,497
Consolidated items due to customers	710,173	700,309
Shareholders' equity (Group share)	98,549	96,269

- (b) Element B.13 is deleted in its entirety and replaced with the following:

<b>B.13</b>	Events impacting the Issuer's solvency	Not applicable, as at 4 May 2016 and to the best of the Issuer's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Issuer's solvency since 31 December 2015.
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2. The "Pro Forma Issue Specific Summary of the Programme" on pages 36 to 58 of the Base Prospectus is amended as follows:

(a) Element B.12 is amended by the insertion of the following new table immediately above the heading "*Statements of no significant or material adverse change*":

<b>Comparative Interim Financial Data – In millions of EUR</b>		
	<b>1Q16</b>	<b>1Q15</b>
Revenues	10,844	11,065
Cost of Risk	(757)	(1,044)
Net income, Group share	1,814	1,648
	<b>31/03/2016</b>	<b>31/12/2015</b>
Common equity Tier 1 ratio (Basel 3 fully loaded, CRD4)	11.0%	10.9%
	<b>31/03/2016</b>	<b>31/12/2015 (audited)</b>
Total consolidated balance sheet	2,121,021	1,994,193
Consolidated loans and receivables due from customers	691,620	682,497
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Shareholders' equity (Group share)	98,549	96,269

(b) Element B.13 is deleted in its entirety and replaced with the following:

<b>B.13</b>	Events impacting the Issuer's solvency	Not applicable, as at 4 May 2016 and to the best of the Issuer's knowledge, there have not been any recent events which are to a material extent relevant to the evaluation of the Issuer's solvency since 31 December 2015.
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## DOCUMENTS INCORPORATED BY REFERENCE

The *Actualisation du Document de référence déposée auprès de l'AMF le 3 mai 2016* (in English) has been filed with the AMF for the purposes of the Prospectus Directive and, by virtue of this Sixth Supplement, is incorporated in, and forms part of, the Base Prospectus.

The section "**DOCUMENTS INCORPORATED BY REFERENCE**" in the Base Prospectus, as amended by the Previous Supplements, is updated as follows:

- (a) the text "and" at the end of paragraph (g) (as amended by virtue of the Fifth Supplement) is deleted;
- (b) paragraph (h) (which was added to the Base Prospectus by virtue of the Fifth Supplement) is deleted in its entirety;
- (c) the following new paragraphs (h) and (i) are added under paragraph (g):
  - "(h) BNPP's *Document de référence et rapport financier annuel* in English for 2015 including the consolidated financial statements for the year ended 31 December 2015 and the statutory auditors' report thereon other than Chapter 7 (A Responsible Bank: Information on BNP Paribas' Economic, Social, Civic and Environmental Responsibility), the sections entitled "*Person responsible for the registration document*", the "*Table of concordance*" and any reference to the "*Lettre de fin de travaux*" therein (the "**BNPP 2015 Registration Document (in English)**"); and
  - (i) the *Actualisation du Document de référence déposée auprès de l'AMF le 3 mai 2016* (in English) (the "**First Update to the BNPP 2015 Registration Document (in English)**")."; and
- (d) the heading "**BNPP 2015 Registration Document (in French)**" and the information below such heading (which was added to the Base Prospectus by virtue of the Fifth Supplement) is deleted and replaced with the following:

<b>BNPP 2015 REGISTRATION DOCUMENT (in English)</b>	
<i>Extracts of Annex XI of the European Regulation 809/2004/EC of 29 April 2004</i>	
<b>3. Risk Factors</b>	
3.1. Prominent disclosure of risk factors that may affect the Issuer's ability to fulfil its obligations under the securities to investors in a section headed "Risk Factors".	Pages 233 to 398 of the BNPP 2015 Registration Document (in English)
<b>4. Information about the Issuer</b>	
4.1. History and development of the Issuer	Pages 5 and 6 of the BNPP 2015 Registration Document (in English)
4.1.1. The legal and commercial name of the Issuer	Page 519 of the BNPP 2015 Registration Document (in English)
4.1.2. The place of registration of the Issuer and its registration number;	Pages 519 and 538 (back cover) of the BNPP 2015 Registration Document (in English)
4.1.3. The date of incorporation and the length of	Page 519 of the BNPP 2015 Registration

life of the Issuer, except where indefinite;	Document (in English)
<p>4.1.4.</p> <ul style="list-style-type: none"> <li>- the domicile and legal form of the Issuer,</li> <li>- the legislation under which the Issuer operates,</li> <li>- its country of incorporation, and</li> <li>- the address and telephone number of its registered office (or principal place of business if different from its registered office).</li> </ul>	Pages 519 and 538 (back cover) of the BNPP 2015 Registration Document (in English)
4.1.5. Any recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.	Page 125 of the BNPP 2015 Registration Document (in English)
<b>5. Business Overview</b>	
<p>5.1.1. A brief description of</p> <ul style="list-style-type: none"> <li>- the Issuer's principal activities stating,</li> <li>- the main categories of products sold and/or services performed.</li> </ul>	Pages 6 to 15, 159 to 171 and 512 to 518 of the BNPP 2015 Registration Document (in English)
5.1.2. An indication of any significant new products and/or activities.	Pages 6 to 15, 159 to 171 and 512 to 518 of the BNPP 2015 Registration Document (in English)
5.1.3. A brief description of the principal markets in which the Issuer competes.	Pages 6 to 15, 159 to 171 and 512 to 518 of the BNPP 2015 Registration Document (in English)
5.1.4. The basis for any statements in the registration document made by the Issuer regarding its competitive position.	Pages 6 to 15 and 106 to 115 of the BNPP 2015 Registration Document (in English)
<b>6. Organisational Structure</b>	
6.1. If the Issuer is part of a group, a brief description of the group and of the Issuer's position within it.	Page 4 of the BNPP 2015 Registration Document (in English)
6.2. If the Issuer is dependent upon other entities within the group, this must be clearly stated together with an explanation of this dependence.	Pages 221 to 229, 433 to 435, 510 and 512 to 517 of the BNPP 2015 Registration Document (in English)
<b>7. Trend Information</b>	
7.2 Information on any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material	Pages 126 to 127 of the BNPP 2015 Registration Document (in English)

effect on the issuer's prospects for at least the current financial year.	
<b>8. Profit Forecasts or Estimates</b>	
<p>8.1. A statement setting out the principal assumptions upon which the Issuer has based its forecast, or estimate.</p> <p>There must be a clear distinction between assumptions about factors which the members of the administrative, management or supervisory bodies can influence and assumptions about factors which are exclusively outside the influence of the members of the administrative, management or supervisory bodies; be readily understandable by investors; be specific and precise; and not relate to the general accuracy of the estimates underlying the forecast.</p>	N/A
<p>8.2. A report prepared by independent accountants or auditors stating that in the opinion of the independent accountants or auditors the forecast or estimate has been properly compiled on the basis stated, and that the basis of accounting used for the profit forecast or estimate is consistent with the accounting policies of the Issuer.</p> <p>Where financial information relates to the previous financial year and only contains non-misleading figures substantially consistent with the final figures to be published in the next annual audited financial statements for the previous financial year, and the explanatory information necessary to assess the figures, a report shall not be required provided that the prospectus includes all of the following statements:</p> <p>(a) the person responsible for this financial information, if different from the one which is responsible for the prospectus in general, approves that information;</p> <p>(b) independent accountants or auditors have agreed that this information is substantially consistent with the final figures to be published in the next annual audited financial statements;</p> <p>(c) this financial information has not been audited.</p>	N/A



8.3. The profit forecast or estimate must be prepared on a basis comparable with the historical financial information.	N/A
<b>9. Administrative, Management, and Supervisory Bodies</b>	
<p>9.1. Names, business addresses and functions in the Issuer of the members of the administrative, management or supervisory bodies, and an indication of the principal activities performed by them outside the Issuer where these are significant with respect to that Issuer:</p> <p>(a) members of the administrative, management or supervisory bodies;</p> <p>(b) partners with unlimited liability, in the case of a limited partnership with a share capital.</p>	Pages 30 to 45 and 101 of the BNPP 2015 Registration Document (in English)
<p>9.2. Administrative, Management, and Supervisory bodies conflicts of interests.</p> <p>Potential conflicts of interests between any duties to the issuing entity of the persons referred to in item 9.1 and their private interests and or other duties must be clearly stated.</p> <p>In the event that there are no such conflicts, make a statement to that effect.</p>	Pages 46 to 68 and 72 to 74 of the BNPP 2015 Registration Document (in English)
<b>10. Major Shareholders</b>	
10.1. To the extent known to the Issuer, state whether the Issuer is directly or indirectly owned or controlled and by whom, and describe the nature of such control, and describe the measures in place to ensure that such control is not abused.	Pages 16 and 17 of the BNPP 2015 Registration Document (in English)
10.2. A description of any arrangements, known to the Issuer, the operation of which may at a subsequent date result in a change in control of the Issuer.	Page 17 of the BNPP 2015 Registration Document (in English)
<b>2015 FINANCIAL STATEMENTS</b>	
Profit and loss account for the year ended 31 December 2015	Page 132 of the BNPP 2015 Registration Document (in English)
Statement of net income and changes in assets and liabilities recognised directly in equity	Page 133 of the BNPP 2015 Registration Document (in English)
Balance sheet at 31 December 2015	Page 134 of the BNPP 2015 Registration Document (in English)

Cash flow statement for the year ended 31 December 2015	Page 135 of the BNPP 2015 Registration Document (in English)
Statement of changes in shareholders' equity between 1 January 2015 and 31 December 2015	Pages 136 and 137 of the BNPP 2015 Registration Document (in English)
Notes to the financial statements prepared in accordance with International Financial Reporting Standards as adopted by the European Union	Pages 138 to 230 of the BNPP 2015 Registration Document (in English)
Statutory Auditors' report on the Consolidated Financial Statements of BNP Paribas for the year ended 31 December 2015	Pages 231 and 232 of the BNPP 2015 Registration Document (in English)
<b><i>First Update to the BNPP 2015 Registration Document (in English)</i></b>	
Person responsible	Page 90 of the First Update to the BNPP 2015 Registration Document (in English)
Quarterly Financial Information	Pages 4 to 64 of the First Update to the BNPP 2015 Registration Document (in English)
Risk factors	Pages 65, 66 to 71 of the First Update to the BNPP 2015 Registration Document (in English)
Remuneration and benefits	Pages 72 to 86 of the First Update to the BNPP 2015 Registration Document (in English)
Legal and arbitration proceedings	Page 87 of the First Update to the BNPP 2015 Registration Document (in English)
Documents on display	Page 88 of the First Update to the BNPP 2015 Registration Document (in English)
Significant change in the Issuer's financial or trading position	Page 88 of the First Update to the BNPP 2015 Registration Document (in English)
Additional Information	Page 65 of the First Update to the BNPP 2015 Registration Document (in English)
Statutory Auditors	Page 89 of the First Update to the BNPP 2015 Registration Document (in English)

## AMENDMENTS TO THE GENERAL INFORMATION SECTION

The General Information Section on pages 712 to 715 of the Base Prospectus is amended as follows:

- (a) the paragraph under the heading "**1. Corporate Authorisations**" on page 712 of the Base Prospectus is amended by the deletion of the words "13 May 2015" and their replacement with the words "2 May 2016";
- (b) the paragraphs under the heading "**4. Documents Available**" on page 712 of the Base Prospectus are amended as follows:
- (i) the text "and" (which was added to the Base Prospectus by virtue of the Fifth Supplement) at the end of sub-paragraph (xi) is deleted;
- (ii) paragraph (xii) (which was added to the Base Prospectus by virtue of the Fifth Supplement) is deleted and replaced with:
- "(xii) the BNPP 2015 Registration Document (in English); and"; and
- (iii) the following new paragraph (xiii) is added:
- "(xiii) the First Update to the BNPP 2015 Registration Document (in English),";
- (c) the sentence beginning "In addition, (ii), (iii), (v) – (xii)" in the last paragraph under the heading "**4. Documents Available**" on page 712 (as amended by virtue of the Fifth Supplement) is amended by the deletion of "(xii)" and the insertion of "(xiii)" in its place; and
- (d) the table under the heading "**17. Capitalization of BNPP and the BNPP Group**" on page 715 of the Base Prospectus (as amended by virtue of the Fifth Supplement) is deleted and replaced with the following to correct the amount of subordinated debt as at 31 December 2015, as reflected in the Fifth Supplement:

<b>TABLE OF CAPITALIZATION AND MEDIUM-TO-LONG TERM INDEBTEDNESS</b>		
Millions of Euros	<b>BNP PARIBAS GROUP</b>	<b>BNP PARIBAS GROUP</b>
	December 31, 2014	December 31, 2015
Medium-and Long Term Debt of which unexpired term to maturity is more than one year		
Debt securities at fair value through profit or lost	38,876	34,889
Other debt securities	74,322	65,756
Subordinated debt	10,746	12,070
<b>Total Medium and Long-Term Debt</b>	<b>123,944</b>	<b>112,715</b>
Shareholders' Equity and Equivalent		

Issued Capital	2,492	2,493
Additional paid-in capital	24,479	24,404
Preferred shares and equivalent instruments	6,589	7,855
Retained earnings	47,895	51,906
Unrealized or deferred gains and losses attributable to shareholders	6,091	6,736
Undated participating subordinated notes	222	222
Undated Subordinated FRNs	1,849	1,811
<b>Total Shareholders' Equity and Equivalents</b>	<b>89,617</b>	<b>95,427</b>
Minority Interest	4,141	3,719
<b>Total Capitalization and Medium-to-Long Term Indebtedness</b>	<b>217,702</b>	<b>211,861</b>

**AMENDMENTS TO THE PROGRAMME SUMMARY (IN FRENCH) AND TO THE PRO FORMA  
ISSUE SPECIFIC SUMMARY OF THE PROGRAMME (IN FRENCH)**

1. Le "Résumé du Programme" figurant aux pages 716 à 742 du Prospectus de Base est modifié comme suit:

(a) Dans l'élément B.12. le tableau ci-dessous est inséré au dessus du titre « **Déclarations relatives à l'absence de changement significatif ou de changement défavorable significatif** » :

<b>Données Financières Annuelles Comparées – En millions d'EUR</b>		
	<b>1Q 16</b>	<b>1Q 15</b>
Produit Net Bancaire	10.844	11.065
Coût du Risque	(757)	(1.044)
Résultat Net, Part du Groupe	1.814	1.648
	<b>31/03/2016</b>	<b>31/12/2015</b>
Ratio Common Equity Tier 1 (Bâle 3 pleinement appliqué, CRD4)	11,0%	10,9%
	<b>31/03/2016</b>	<b>31/12/2015 (audités)</b>
Total du bilan consolidé	2.121.021	1.994.193
Total consolidé des prêts et créances sur la clientèle	691.620	682.497
Total consolidé des dettes envers la clientèle	710.173	700.309
Capitaux propres (Part du Groupe)	98.549	96.269

(b) L'Elément B.13 est supprimé et remplacé comme suit :

<b>B.13</b>	Evènements impactant la solvabilité de l'Emetteur	Sans objet, au 4 mai 2016 et à la connaissance de l'Emetteur, il ne s'est produit aucun évènement récent qui présente un intérêt significatif pour l'évaluation de la solvabilité de l'Emetteur depuis le 31 décembre 2015.
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2. Le "Modèle de Résumé du Programme Spécifique à l'Emission en relation avec le Prospectus de Base" figurant aux pages 743 à 768 du Prospectus de Base est modifié comme suit:

(a) Dans l'élément B.12. le tableau ci-dessous est inséré au dessus du titre « **Déclarations relatives à l'absence de changement significatif ou de changement défavorable significatif** » :

<b>Données Financières Annuelles Comparées – En millions d'EUR</b>		
	<b>1Q16</b>	<b>1Q15</b>
Produit Net Bancaire	10.844	11.065
Coût du Risque	(757)	(1.044)

Résultat Net, Part du Groupe	1.814	1.648
	<b>31/03/2016</b>	<b>31/12/2015</b>
Ratio Common Equity Tier 1 (Bâle 3 pleinement appliqué, CRD4)	11,0%	10,9%
	<b>31/03/2016</b>	<b>31/12/2015 (audités)</b>
Total du bilan consolidé	2.121.021	1.994.193
Total consolidé des prêts et créances sur la clientèle	691.620	682.497
Total consolidé des dettes envers la clientèle	710.173	700.309
Capitaux propres (Part du Groupe)	98.549	96.269

(b) L'Elément B.13 est supprimé et remplacé comme suit :

<b>B.13</b>	Evènements impactant la solvabilité de l'Emetteur	Sans objet, au 4 mai 2016 et à la connaissance de l'Emetteur, il ne s'est produit aucun évènement récent qui présente un intérêt significatif pour l'évaluation de la solvabilité de l'Emetteur depuis le 31 décembre 2015.
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## **RESPONSIBILITY STATEMENT**

I hereby certify, having taken all reasonable care to ensure that such is the case that, to the best of my knowledge, the information contained in this Sixth Supplement is in accordance with the facts and contains no omission likely to affect its import.

The consolidated financial statements as of and for the year ended 31 December 2014 of BNPP were audited by statutory auditors who issued an audit report which is incorporated by reference in the Base Prospectus, as amended by the Previous Supplements. This report contains an emphasis of matter paragraph (*paragraphe d'observations*) which can be found on page 241 of the BNPP 2014 Registration Document referring to note 3.g to the consolidated financial statements which outlines the costs related to the comprehensive settlement with US authorities.

The consolidated financial statements as of and for the year ended 31 December 2015 of BNPP were audited by statutory auditors who issued an audit report which is incorporated by reference in the Base Prospectus, as amended by the Previous Supplements. This report contains an emphasis of matter paragraph which can be found on page 231 of the BNPP 2015 Registration Document (in English).

BNP Paribas  
16 boulevard des Italiens  
75009 Paris  
France

Represented by Lars Machenil

in his capacity as Chief Financial Officer

Dated 4 May 2016



In accordance with Articles L. 412-1 and L. 621-8 of the French *Code monétaire et financier* and with the General Regulations (*Règlement général*) of the French *Autorité des marchés financiers* ("AMF"), in particular Articles 211-1 to 216-1, the AMF has granted to this Sixth Supplement the visa n°16-163 on 4 May 2016. This Sixth Supplement has been prepared by BNP Paribas and its signatories assume responsibility for it. This Sixth Supplement and the Base Prospectus, as amended by the Previous Supplements, may only be used for the purposes of a financial transaction if completed by Final Terms. In accordance with Article L. 621-8-1-I of the French *Code monétaire et financier*, the *visa* has been granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information in it is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.