

**Supplement No. 6 dated 15 February 2012
to the Base Prospectus dated 7 June 2011**



BNP PARIBAS
(incorporated in France)

(as Issuer and Guarantor)

BNP PARIBAS ARBITRAGE ISSUANCE B.V.

(incorporated in the Netherlands)

(as Issuer)

€90,000,000,000

PROGRAMME FOR THE ISSUANCE OF DEBT INSTRUMENTS

This sixth supplement (the "**Sixth Supplement**") is supplemental to, and should be read in conjunction with, the base prospectus dated 7 June 2011 (the "**Base Prospectus**"), the first supplement to the Base Prospectus dated 16 August 2011 (the "**First Supplement**"), the second supplement to the Base Prospectus dated 9 September 2011 (the "**Second Supplement**"), the third supplement to the Base Prospectus dated 9 November 2011 (the "**Third Supplement**"), the fourth supplement to the Base Prospectus dated 15 December 2011 (the "**Fourth Supplement**") and the fifth supplement to the Base Prospectus dated 20 December 2011 (the "**Fifth Supplement**"), in relation to the €90,000,000,000 programme for the issuance of debt instruments of BNP Paribas and BNP Paribas Arbitrage Issuance B.V. The Base Prospectus constitutes a base prospectus for the purposes of Article 5.4 of Directive 2003/71/EC (the "**Prospectus Directive**"). The *Autorité des Marchés Financiers* (the "**AMF**") granted visa no. 11-208 on 7 June 2011 in respect of the Base Prospectus, visa no. 11-365 on 16 August 2011 in respect of the First Supplement, visa no. 11-405 on 9 September 2011 in respect of the Second Supplement, visa no. 11-516 on 9 November 2011 in respect of the Third Supplement, visa no. 11-581 on 15 December 2011 in respect of the Fourth Supplement and visa no. 11-587 on 20 December 2011 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, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth Supplement 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, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth Supplement, the statement referred to in (i) above will prevail.

Copies of this Sixth Supplement may be obtained free of charge at the registered offices of the Issuers and will

be available on the website of BNP Paribas (www.invest.bnpparibas.com) and on the website of the AMF (www.amf-france.org).

This Sixth Supplement has been prepared in accordance with Article 16.1 of the Prospectus Directive as amended by Directive 2010/79/EU to the extent that such amendments have been implemented in the relevant Member State of the European Economic Area, and pursuant to Article 212-25 of the AMF's *Règlement Général* for the purposes of giving information with regard to the Issuer additional to the information already contained or incorporated by reference in the Base Prospectus, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth Supplement. This Sixth Supplement has been prepared for the purpose of (i) including the press release and its slides published by BNP Paribas on 15 February 2012 with respect to its results as at 31 December 2011, (ii) including risk factors and terms and conditions relating to Notes which are denominated in Chinese Yuan or Renminbi, (iii) including risk factors, terms and conditions and information relating to Notes which are cleared through the Central Moneymarkets Unit Service, the book-entry clearing system operated by the Hong Kong Monetary Authority, (iv) amending the Form of Final Terms appearing at pages 282 to 335 of the Base Prospectus, (v) including a new Hong Kong Special Administrative Region taxation disclosure in the section entitled "Taxation" in the Base Prospectus and (vi) inserting a recent developments related to rating actions announced by Moody's Investors Services Inc..

In accordance with Article 16.2 of the Prospectus Directive, investors who have already agreed to purchase or subscribe for Notes before this Sixth Supplement is published have the right, exercisable within two working days after the publication of this Sixth Supplement, to withdraw their acceptances. Investors should be aware, however, that the law of the jurisdiction in which they have accepted an offer of Notes may provide for a longer time limit.

Save as disclosed in this Sixth Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth Supplement, which is capable of affecting the assessment of the Notes to be issued under the programme since the publication of the Base Prospectus as supplemented by the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth Supplement.



FOURTH QUARTER 2011 RESULTS

PRESS RELEASE
Paris, 15 February 2012

2011

GOOD PERFORMANCE DESPITE THE GREEK SOVEREIGN DEBT IMPAIRMENT

NET INCOME ATTRIBUTABLE TO EQUITY HOLDERS: **€6.0BN** (-22.9% vs. 2010); €765M IN 4Q2011
RETURN ON EQUITY: **8.8%** (-3.5 pts vs. 2010)
NET EARNINGS PER SHARE: **€4.82** (vs. €6.33 IN 2010)
DIVIDEND PER SHARE: **€1.20⁽¹⁾** WITH THE OPTION TO RECEIVE PAYMENT IN SHARES (VS €2.10 IN 2010):
MORE THAN ¾ OF PROFITS REINVESTED

CONTINUED REINFORCING SHAREHOLDERS' EQUITY

COMMON EQUITY TIER 1 RATIO (BASEL 2.5): **9.6%** (+90BP UNDER BASEL 2 VS. 31.12.2010)
EBA TARGET REACHED 6 MONTHS AHEAD OF SCHEDULE

GROWTH IN THE NET BOOK VALUE PER SHARE THROUGHOUT THE CYCLE

NET BOOK VALUE PER SHARE: **€58.2** (+5.0% vs. 2010 AND +6.3% PER ANNUM ON AVERAGE SINCE 2006)

GREEK PROVISION INCREASED TO COVER 75% OF TOTAL EXPOSURE: -€3,454M

COST OF RISK: **-€3,241M** (OF WHICH AN ADDITIONAL -€567M IN 4Q2011)
ASSOCIATED COMPANIES: **-€213M** (OF WHICH AN ADDITIONAL -€72M IN 4Q2011): PARTNERSHIPS IN INSURANCE

BNP PARIBAS, DEEPLY COMMITTED TO SERVING THE ECONOMIES OF ITS DOMESTIC MARKETS

With a presence in 80 countries, BNP Paribas is a socially responsible bank that stands by its customers the world over. **The Group is especially committed to its four domestic markets—France, Belgium, Italy and Luxembourg**—which boast a population of 140 million.

In 2011, outstanding loans made by the Group in its four domestic markets grew 5.1%: +6.2% for loans to individuals (+7% in France) and +3.9% for corporate loans (+3.1% in France and +4.3% for VSEs & SMEs). In addition, BNP Paribas ranked number 1 for issues of euro-denominated corporate bonds⁽²⁾ and number 1 for syndicated loans in EMEA⁽³⁾.

BNP Paribas Group hired 5,800 people in its four domestic countries in 2011. The Group employs 101,400 people in those countries.

(1) Subject to shareholder approval, shares will go ex-dividend on 30 May 2012 and the dividend will be paid in cash or in shares on 26 June 2012.

(2) Source: Thomson Reuters.

(3) Source: Dealogic.



The Board of Directors of BNP Paribas met on 14 February 2012. The meeting was chaired by Baudouin Prot and the Board examined the Group's results for the fourth quarter and approved the 2011 financial statements.

6 BILLION EUROS IN NET INCOME ATTRIBUTABLE TO EQUITY HOLDERS, DESPITE THE GREEK SOVEREIGN DEBT IMPAIRMENT INCREASING THE PROVISION TO 75% OF THE TOTAL GREEK DEBT EXPOSURE, CONFIRMING THE ROBUSTNESS OF BNP PARIBAS' BUSINESS MODEL

The second half of 2011 was marked by the European authorities' decision not to cover the full amount of the Greek sovereign debt, the sovereign debt crisis of certain eurozone countries, plummeting equity markets, liquidity and refinancing tensions as well as the more stringent solvency requirements of the European Banking Authority (EBA). In the circumstance, the Group increased the provision covering its Greek sovereign debt to 75% and substantially reduced its sovereign debt outstandings (-29%), taking a 872 million euro loss. It also contracted its medium- and long-term funding needs in dollars (-53 billion dollars) and grew its medium- and long-term debt issues (43 billion euros as compared to 35 billion planned). Lastly, the Group has introduced a plan to deleverage its balance sheet and downsize its business operations in order to generate a further +100bp in common equity Tier 1 ratio by the end of 2012. One-third has already been completed.

In this exceptional environment, the Group generated 42,384 million euros in revenues¹, down 3.4% compared to 2010. Operating expenses came to 26,116 million euros (-1.5%)² and gross operating income was down 6.3% to 16,268 million euros. Due to the Greek sovereign debt provision (-3,241 million euros), the cost of risk is up 41.5% to 6,797 million euros. Excluding this effect, it was down 25.9% to 3,556 million euros. After the impact of Greek sovereign debt impairment in the insurance partnerships (-213 million euros), the pre-tax income was down 25.9% to 9,651 million euros. After the corporate tax charge (-2,757 million euros) and minority interests (-844 million euros), net income attributable to equity holders came to 6,050 million euros, down 22.9% compared to 2010.

Despite this exceptionally challenging environment, the Group has confirmed its expertise in corporate integration. The successful integration of BNP Paribas Fortis and BGL BNP Paribas with the Group thanks to the dedication of the teams in all of the territories and business units produced 1,127 million euros in synergies already in 2011, an amount close to the 1,200 million euro target set for 2012. An additional 300 million euros per year starting in 2012 will bring the total amount of synergies to 1,500 million euros compared to 900 million initially planned. The corresponding residual restructuring costs will total 300 million euros in 2012.

Return on equity was 8.8% compared to 12.3% in 2010.

¹ Exceptional revenue items offset one another, save for 35 million euros: losses from sovereign bond sales (-872 million euros), losses from loan sales (-152 million euros), the impairment of the equity investment in AXA (-299 million euros), own debt revaluation (+1,190 million euros) and a one-off amortisation of Fortis PPA (+168 million euros).

² Exceptional operating expense items offset each other, save for 14 million euros: cost of the adaptation plan (-239 million euros), reversal of provision due to the favourable outcome of litigation (+253 million euros).



Net earnings per share were 4.82 euros compared to 6.33 euros in 2010. The net book value per share, which totalled 58.2 euros, was up 5.0% compared to 2010. It has increased 35.7% since 2006, the last year before the crisis began. So, BNP Paribas' business model generates robust growth in net book value per share throughout the cycle.

The Board of Directors will propose to shareholders to pay a dividend of 1.20 euro per share, which equates to a 25.1% pay-out ratio, payable in cash or shares³. This allocation of earnings will enable the Group to reinvest at least three-quarters of profits back into the company to reinforce the shareholders' equity and protect the Group's ability to finance its customers.

In the fourth quarter 2011, in a context marked by additional Greek sovereign debt impairment, increasing the provision to 75%, very challenging market conditions and sovereign bond sales, the Group's revenues totalled 9,686 million euros, down 6.1% compared to the fourth quarter 2010 and operating expenses were 6,678 million euros, down 3.0%. These trends incorporate non-recurring items in CIB and the "Corporate Centre" (see below), the net effect of which was -120 million euros in revenues and -28 million euros in operating expenses. Excluding the Greek sovereign debt impairment (-567 million euros), the cost of risk was down 18.2% (+30.6% including this effect). Thus, the Group's net income attributable to equity holders was 765 million euros, down 50.6% compared to the same period a year earlier.

RETAIL BANKING

All the retail banking business units had very strong business performances, driven in part by deposit and loan volume growth. The cost of risk contraction in all the business units enabled Retail Banking to generate a pre-tax income⁴ increasing by 22.8% compared to 2010, after allocating one-third of French, Italian and Belgian Private Bankings' net income to the Investment Solutions division, which equates to a 23% pre-tax return on equity, a 4pt jump for the period.

French Retail Banking (FRB)

For the whole of 2011, FRB continued to improve its customer relations organisation: 46 Small Business Centres are now open and the BNP Paribas Mobile service offering got off to a successful start. This organisation, combined with the tremendous dedication of staff in actively supporting customers in financing their projects, helped FRB generate sustained business activity: outstanding loans are up 5.2% compared to 2010, driven by strong growth in loans to individuals (+7.0%), which slowed down at the end of the year in mortgage lending, whilst outstanding corporate loans (+3.1%) marked an acceleration. The successful initiatives rolled out for the benefit of small businesses, VSEs and SMEs, originated 9.2 billion euros in new loans in 2011.

Deposit growth, the outstandings of which attained 113.6 billion euros, was vigorous and outpaced loan growth: +8.4% on average compared to 2010. They benefited from a favourable structural effect with strong sight deposit growth (+7.2%) and savings account growth (+10.6%), whilst market rate deposits declined at the end of the year.

³) Ex-dividend date 30th May 2012 and payment on 26 June 2012.

⁴) Excluding PEL/CEL effects.



Thanks to this solid sales and marketing drive, revenues⁵ grew to 6,968 million euros (+1.7% compared to 2010): net interest income (+2,3%) was driven by volume growth and the favourable structural trend in deposits whilst fee growth was limited at 0.9%.

At 4,573 million euros, operating expenses⁵ edged up 1.3%, affected by exceptional profit-sharing and bank levies. Excluding this effect, their growth was contained at 0.4%. This good operating performance helped FRB generate 2.6% gross operating income⁵ growth and a further 0.3pt improvement of the cost/income ratio, bringing it to 65.6%. The cost of risk⁵, at 22bp of outstanding customer loans, was particularly low for the whole year, down 13bp compared to 2010.

After allocating one-third of French Private Banking's net income to the Investment Solutions division, pre-tax income, which totalled 1,959 million euros, was up 12.5% compared to 2010.

In the fourth quarter 2011, FRB's revenues⁵, which totalled 1,680 million euros, rose 0.2% compared to the fourth quarter 2010. It benefited from the robust growth in deposits (+5.2%) and loans (+6.4%) whilst fees were adversely affected in part by new bank card fee rates mandated by the French antitrust authority. Operating expenses⁵, increased as a result of profit-sharing and bank levies, were up 1.6% (-1.0% excluding these effects). The cost of risk contraction⁵ (-40.1%) helped FRB generate 378 million euros in pre-tax income, after allocating one-third of French Private Banking's net income to the Investment Solutions division, up 12.5% for the period.

BNL banca commerciale (BNL bc)

For the whole of 2011, in a challenging economic environment, BNL bc continued to upgrade its customer relations organisation with the opening of 27 new branches, bringing to 180 the total number of branches opened in four years and 19 Small Business Centres. As a result of the "One bank for corporate in Europe" campaign, the number of accounts opened by Italian companies worldwide in BNP Paribas' global networks grew 41%.

Loan growth (+4.7%) is due to the rise in corporate loans (+6.4%) driven by factoring, whilst the trend in loans to individuals (+2.6%) was affected by a slowdown in mortgage growth (+1.4%). Deposits were down 3.0% for the period due to strong competitive rates on term deposits that BNL bc faces in Italy and households switch, especially in the fourth quarter, to Italian government bonds.

Revenues⁶, at 3,140 million euros, were up 2.6% compared to 2010, with a balanced contribution of net interest revenues (+2.4%) driven by volumes, and fee growth (+2.9%), thanks to the solid business with individuals and corporates, especially flow products (cash management, factoring, Fixed Income).

Even though 27 new branches and 19 Small Business Centres were opened in 2011, operating expenses⁶ rose only 1.7%. Excluding bank levies, the growth was contained at +0.9%. This excellent operating performance is reflected in 3.9% gross operating income⁶ growth at 1,311 million euros and a further 0.6pt improvement in the cost/income ratio at 58.2%. Since 2006, when BNL bc was integrated into BNP Paribas, the Italian network has regularly improved its operating efficiency, positioning it now amongst the best comparable banks.

In a challenging economic environment, the cost of risk⁶ remained stable throughout the period at a high level (98bp). As a proportion of outstandings, it was down 9bp compared to 2010.

⁵⁾ Excluding PEL/CEL effects, with 100% of French Private Banking.

⁶⁾ With 100% of Italian Private Banking.



BNL bc thereby generated 502 million euros in pre-tax income, after allocating one-third of Italian Private Banking's net income to the Investment Solutions division, up 16.2% compared to 2010.

In the fourth quarter 2011, BNL bc's revenues⁶ moved up 1.9% thanks to net interest income growth (+3.2%) driven by volume growth and despite fee stability in an unfavourable environment. Operating expenses⁶ edged up 1.0% (+0.3% excluding bank levies). This good operating performance combined with cost of risk stability helped BNL bc generate 102 million euros in pre-tax income, after allocating one-third of Italian Private Banking's net income to the Investment Solutions division, up 10.9% compared to the fourth quarter 2010.

BeLux Retail Banking (BeLux RB)

For the whole of 2011, thanks to the dedication of the teams actively working with customers to finance their projects, outstanding loans grew 5.5% compared to 2010, driven by the increase in loans to individuals (+7.2%). Corporate loans grew on average by 2.3%, the decline in large corporations' financing needs being more than offset by the rise in loans to SMEs. Deposit outstandings, which totalled 102 billion euros, grew at a fast pace (+7.5%) with a favourable structural effect, the gathering of sight deposits (+8.9%) and savings accounts (+7.5%) being greater than term deposits gathered (+5.2%).

Through the acquisition of Fortis Commercial Finance, number 1 in factoring in Belgium, BeLux Retail Banking continued to improve its customer relations organisation.

Revenues⁷, which came to 3,555 million euros, were up 4.9% compared to 2010, driven by net interest income growth as a result of volume growth.

With the hiring of sales and marketing staff, operating expenses⁷ were up 3.7% compared to 2010. Thus, Belux Retail Banking posted gross operating income⁷ up 8.1% for the period at 1,046 million euros, and the cost/income ratio improved a further 0.8pt to 70.6%.

The cost of risk⁷, at 19bp of outstanding customer loans, was maintained at an especially low level throughout 2011, down 7bp compared to what it was in 2010.

After allocating one-third of Belgian Private Banking's net income to the Investment Solutions division, Belux Retail Banking's pre-tax income, which totalled 819 million euros, was up 18.9% for the period.

In the fourth quarter 2011, BeLux RB's revenues⁷ grew 6.7% compared to the fourth quarter 2010, driven primarily by growth in loans to individuals (+6.1%) and to corporates (+2.3% excluding the scope effect associated with the acquisition of Fortis Commercial Finance) as well as deposit growth (+4.3%). The 4.7% rise in operating expenses⁷, which includes the scope effect and the impact of hiring sales and marketing staff, drove gross operating income⁷ up 12.5%. This fine operating performance combined with the cost of risk contraction, at 22bp of outstanding loans compared to 32bp in the fourth quarter 2010, brought pre-tax income to 169 million euros, after allocating one-third of Belgian Private Banking's net income to the Investment Solutions division, which equates to 43.2% growth over the fourth quarter 2010.

⁷⁾ With 100% of Belgian Private Banking.



Europe-Mediterranean

For the whole of 2011, Europe-Mediterranean continued its selective business development as illustrated by the solid deposit growth (+11.6%⁸) achieved in most countries, especially in Turkey, and loan growth (+7.3%⁸). In Turkey, the integration of the two entities is ahead of the schedule announced: the operational merger was successfully achieved and the streamlining of the network has been completed.

Revenues totalled 1,586 million euros, up slightly (+0.7%⁸) compared to 2010. Excluding Ukraine, it rose 2.1%⁸ as growth in the Mediterranean was vigorous (+10.6%⁸).

Operating expenses rose 4.5%⁸ to reach 1,277 million euros after the opening of 46 branches in the Mediterranean, of which 32 in Morocco. Thanks to cost of risk contraction, at 115bp compared to 146bp in 2010, operating income was 41 million euros.

As a result of capital gains (+25 million euros) from the sale of the Madagascar network in the third quarter of the year, Europe-Mediterranean posted 111 million euros in pre-tax income, up 66.5%⁸ compared to 2010.

In the fourth quarter 2011, Europe-Mediterranean's revenues were down 2.6%⁸ compared to the fourth quarter 2010, totalling 409 million euros. Excluding Ukraine, it was up 0.6%⁸. The growth in operating expenses (+3.3%⁸) made it possible to open 21 new branches in Morocco and to restructure the business in Ukraine.

The cost of risk, at 116bp, was down 69bp compared to the fourth quarter 2010. Due to an additional provision combined with a sale of doubtful loans in Ukraine, it was up 35bp compared to the third quarter 2011. Thus, Europe-Mediterranean posted 20 million euros in pre-tax income compared to 7 million euros in the fourth quarter 2010.

BancWest

For the whole of 2011, BancWest benefited from the gradual improvement of the U.S. economy. It managed to grow its core deposits substantially and on a regular basis, thereby achieving average growth of +10.6%⁹ compared to 2010 and bringing the growth of all deposits to +6.6%⁹. Loans were down 0.8%⁹ on average compared to 2010 due to lower outstanding mortgages (-6.7%⁹), but up in the second half of the year due to a rebound in corporate loans (+3.3%⁹ in the fourth quarter 2011 compared to the previous quarter).

Revenues, which totalled 2,187 million euros, were down 4.2% compared to 2010. At constant exchange rates, they were up only 0.5%, affected in part by regulatory changes affecting interchange and overdraft fees.

Operating expenses were down 0.7% (+3.4% at constant scope and excluding bank levies) compared to a limited base in 2010 after the 2009 cost-cutting programme. They include the cost to bolster the sales and marketing organisation in the corporate segment and to roll out the Private Banking offering; they were also adversely affected by expenses undertaken as a result of the new regulations.

⁸⁾ At constant scope and exchange rates.

⁹⁾ At constant exchange rates. The average value of the dollar in relation to the euro in 2011 was 4.8 % below its average value in 2010.



Thus, the cost/income ratio was 56.7%, up 2pts during the period, and remained very competitive. Gross operating income, which came to 946 million euros, was down -8.5% compared to 2010 (-3.9%⁹).

The cost of risk benefited from the improved economic environment and continued its sharp decline which began in 2010. It was 69bp compared to 119bp in 2010. The doubtful loan rate has been down quarter after quarter and was 1.83% in the fourth quarter 2011 compared to 2.96% in the fourth quarter 2010.

So, despite the impact of the new regulations on operating performance, BancWest's pre-tax income soared to 691 million euros (+26.7%⁹ compared to 2010).

In the fourth quarter 2011, BancWest's revenues, totalling 542 million euros, were down 2.5%⁹ compared to the fourth quarter 2010. Excluding the impact of the regulatory changes, it was up 2.4%⁹. Operating expenses were up 1.0%⁹ (+0.3%⁹ excluding bank levies). Thanks to the cost of risk contraction to 58bp of outstandings (compared to 79bp in the fourth quarter 2010), pre-tax income came to 159 million euros, up 1.9% compared to the fourth quarter 2010.

Personal Finance

For the whole of 2011, in a business and regulatory environment undergoing radical changes, Personal Finance continued to adapt its business model and pursued its selective growth and industrialisation strategy: PF signed a partnership deal in December with Sberbank, Russia's leading bank, to expand consumer lending at points of sale; developed Cetelem Bank by gathering savings and selling protection insurance products; implemented adaptation plans in mortgage lending. In addition, as part of its pledge to be a committed socially responsible player, the business unit eased access to credit for persons on short-term employment contracts and developed preventive solutions for customers experiencing temporary hardship.

Revenues, adversely affected by more stringent consumer lending regulations, particularly in France and Italy, was up only 1.4% compared to 2010, at 5,092 million euros, despite the 5.4% growth in consolidated outstandings.

Operating expenses rose 4.7% (+4.3% excluding bank levies). They were affected by costs (40 million euros) associated with the implementation of measures to adapt to the new regulations. Continued massive upgrade and business development investments will make it possible, specifically in connection with the partnership with BPCE, to create a state-of-the-art shared IT platform to manage consumer loans.

Thus, gross operating income, at 2,672 million euros, was down 1.4% and the cost/income ratio, which came to 47.5%, was up 1.5pt for the period.

The cost of risk, which totalled 1,639 million euros (or 183bp of outstandings), was down 14.3% compared to 2010 (-43bp). The trend was positive in all the countries, with the exception of Laser Cofinoga.

Operating performance held up well in an environment undergoing radical changes, cost of risk contracted and 63 million euros in capital gains from the sale of a building helped Personal Finance generate 1,193 million euros in pre-tax income, up 33.9% compared to 2010.

In the fourth quarter 2011, despite solid consumer loan production in Italy, Germany, Belgium and in the Group's networks where PF Inside is deployed, revenues were down 1.2% compared to the



fourth quarter 2010 due to the impact of the new regulations. Operating expenses were up 8.0%. Excluding the adaptation plan and bank levies, their growth was contained at 1.3%. Thus, the business unit generated gross operating income down 9.1%. The cost of risk, at 412 million euros, or 183bp of outstanding customer loans, was down 5.9% for the period. It was up 22 million euros compared to the third quarter 2011, of which +75 million euros due to Laser Cofinoga. Pre-tax income, after the capital gains from the sale of a building (+63 million euros), was 299 million euros, up 10.3% compared to the fourth quarter 2010.

Equipment Solutions

For the whole of 2011, Equipment Solutions' revenues, at 1,571 million euros, were up 7.2% compared to 2010 thanks to the fact that used vehicle prices and Leasing Solutions' revenues held up well. As a result of the refocusing of the leasing business to comply with Basel 3, by reducing real estate leasing among other things, operating expenses incorporated 15 million euros in adaptation costs, growing 6.3% during the period (+5.1% excluding bank levies). Thus, Equipment Solutions generated gross operating income up 8.4%. This operating performance combined with the substantial cost of risk contraction (-51.0%), the case in all of Europe, including in associated consolidated companies, helped Equipment Solutions generate 629 million euros in pre-tax income, up 58.4% compared to 2010.

In the fourth quarter 2011, the business unit's revenues moved up 3.6% compared to the fourth quarter 2010 and operating expenses grew by 4.3% (+3.3% excluding bank levies). Thanks to the considerable cost of risk contraction (-28.3%), pre-tax income, which totalled 119 million euros, jumped 35.2% compared to the fourth quarter 2010.

Retail Banking's 2012 Action Plan

In the four domestic networks (France, Italy, Belgium and Luxembourg), the Group will continue its dedication to serving its customers throughout the crisis and adapt to regulatory changes.

Thus, for individual customers, the networks will continue to upgrade the savings product offering to meet customers' expectations and adapt to regulatory changes. Technological innovations for the benefit of customers (mobile, online, contactless payment systems) will be rolled out quickly and a new service (Priority Banking) will also be introduced.

For corporates and small businesses, the networks will finish rolling out the Small Business Centres in France and Italy and develop leasing solutions (Leasing, Arval), in particular for SMEs' investments. In Belgium, a Working Capital Management campaign will be launched to better support customers in the financing of their working capital and in their cash management requirements.

In an effort to achieve greater operating efficiency, cost-cutting programmes under way in Italy, Belgium and Luxembourg will continue with ambitious savings targets by 2014.

In the retail banking networks outside the eurozone, the objective will be to support selective business development initiatives. BancWest may therefore benefit from a more favourable economic environment, pursuing the rolling out of private banking and capitalising on sales and marketing drives targeting corporates. Europe-Mediterranean will continue the selective roll out of its integrated business model, stepping up the development of shared platforms and reducing the operating cost base. In Turkey, a fast-growing market, the Group will be aiming to consolidate its



position by carrying out the business plan and expanding cross-selling with Investment Solutions (Wealth Management and Insurance) and CIB (Trade Finance and Fixed Income).

Personal Finance will continue to adapt its business models to the new environment.

In France, Cetelem Bank will continue to grow sales of savings and protection insurance products. Action will be taken to foster access to credit in the new regulatory environment. Personal Finance will gradually follow through with the business alliance with BPCE.

In Italy, Personal Finance will roll out the Cetelem Bank model with Findomestic Banca, improving customer relations and marketing deposit accounts. The marketing of BNL bc's mortgages and current accounts as well as Cardif's insurance products will also be stepped up.

Separately, Personal Finance will be exploring growth sources by developing business in Germany, Brazil, Central Europe and Russia, launching a partnership with Banque de la Poste in Belgium and expanding PF Inside, a model to market consumer lending within the Group's networks outside the eurozone.

INVESTMENT SOLUTIONS

As at 31 December 2011, assets under management, which totalled 842 billion euros, were down 6.5% compared to 31 December 2010 and 1.0% compared to 30 September 2011: the plummeting of equity markets in the second half of the year reduced the value of the portfolio and amplified the effects of the substantial asset outflows in Asset Management (-35.7 billion euros) in a general context of asset outflows in Continental Europe. In all the other business units, there were asset inflows: +3.5 billion euros in Private Banking, essentially in domestic markets and in Asia; +1.7 billion euros at Personal Investors, especially in Germany, and +2.4 billion euros in Insurance thanks to solid asset inflows in Belgium, Luxembourg and Asia.

For the whole of 2011, in an environment unfavourable for financial savings, the division's revenues, sustained by a diversified business mix, grew 2.8% compared to 2010 to 6,265 million euros, the decline in revenues in Asset Management (-9.9%) being more than offset by rise in the other business units (+5.9%). Revenues from Wealth and Asset Management, excluding Asset Management, grew 3.9% thanks to the resilience of Wealth Management, Personal Investors and Real Estate Services. Despite the contraction of the life insurance market in France, revenues from Insurance were up 4.7% driven in part by good growth in the protection insurance business outside France. Revenues from Securities Services jumped 11.0%, as a result of the combined effect of growth in assets under administration (+7.4%) associated with the winning of new mandates, higher transaction volumes (+4.4%) and higher short-term interest rates in the first half of the year.

Operating expenses, which came to 4,554 million euros, were up 6.0% compared to 2010. They are driven, in Insurance (+9.0%) and Securities Services (+9.3%), by business development investments. Wealth and Asset Management's operating expenses (+3.5%) were adversely affected by the cost of implementing the adaptation plan in Asset Management (46 million euros in the fourth quarter). Excluding this effect, their growth was limited to 1.6%.

The Greek sovereign debt provision weighed on Insurance's results to the tune of -80 million euros for the cost of risk and -213 million euros for the contribution of associated companies.

So, after receiving one-third of the net income of domestic private banking, the Investment Solutions division generated 1,573 million euros in pre-tax income, down 20.6% compared to 2010.



Excluding the effect of Greek sovereign debt provisions, the decline was limited to 5.8%. Pre-tax return on equity was 22%. Excluding the Greek sovereign debt provisions, it reached 26%.

In the fourth quarter 2011, the division's revenues, adversely affected by lower assets under management, especially in Asset Management, dropped 8.9% compared to the fourth quarter 2010 to 1,486 million euros. They were down 19.8% in Asset Management. Excluding Asset Management, the decline in the division's revenues was limited to 6.4% and Wealth and Asset Management's drop in revenues was contained at 4.2%. Insurance revenues (-18.8%) were affected by falling equity markets and gross written premiums whilst Securities Services revenues (+6.8%) benefited in part from the growth in assets under administration as a result of new mandates won.

Operating expenses were up 5.9% including the cost of adapting Asset Management (46 million euros). Excluding this effect, their rise was limited to 1.8%. As a result of additional Greek debt provisions in Insurance, the division's pre-tax income, at 212 million euros, was down 61.2% compared to the fourth quarter 2010. Excluding these provisions, the decline was 45.2%.

Investment Solutions' 2012 Action Plan

In 2012, the division will continue its efforts to turnaround Asset Management. The business unit's goal is to cut costs by 10% compared to 2011. It will speed up the development of value added products such as debt and equity securities management for emerging markets and alternative management and focus on Asia Pacific, Middle East and Latin America. More generally, Investment Solutions will bolster its presence in fast-growing markets like Asia Pacific, in particular the Wealth Management and Securities Services business units. Insurance will endeavour to grow its gross written premiums from the protection insurance business.

Lastly, the division will pursue cross-business growth and streamlining approaches, both within Investment Solutions' business units and with Retail Banking and CIB, as well as growing BNP Paribas Real Estate's business in the Group.

CORPORATE AND INVESTMENT BANKING (CIB)

For the whole of 2011, CIB's revenues totalled 9,731 million euros, down 19.8% compared to 2010. Revenues were adversely affected by the eurozone crisis since the summer, to which were added one-off losses from sales of sovereign bonds in the treasury portfolio (-872 million euros) and from loan sales by the financing businesses (-152 million euros) as part of the adaptation plan. Excluding these one-off losses, CIB's revenues were down only 11.4% compared to 2010.

Revenues from Capital Markets, at 5,598 million euros, were down 26.7% for the year. Excluding losses from sovereign bond sales, the decline is 15.3%, illustrating the resilience of client activity in very unfavourable markets in the second half of the year.

Fixed Income's revenues were down 18.8%, excluding losses from sovereign bond sales, due in part to the reduced level of activity and high volatility in the markets because of concerns over the eurozone in the second half of the year. Against this backdrop, the business unit is pursuing its strategy to service its client in the markets, confirming its leading position in bond issues in euros and becoming number 4 for international bonds in all currencies.

Revenues from the Equities and Advisory business unit, at 2,067 million euros, were down 7.0% compared to 2010 and the client activity held up well despite falling equity markets. Serving its clients in the markets, the bank ranked number 2 in the Europe, Middle East and Africa (EMEA)



region in equity-linked product issues. In a difficult year for mergers and acquisitions, BNP Paribas ranked number 9 in Europe for completed deals.

Revenues from the Financing Businesses were 4,133 million euros, down 8.1% compared to 2010. Excluding the impact of loan sales, the decline was 4.7% in the context of an average 4.8% depreciation of the dollar during the period and a reduction of the origination business to adapt to the new regulations.

The division's operating expenses, at 6,126 million euros, were down 5.8% compared to 2010, and even 10.0%, excluding bank levies (93 million euros) and the costs of the adaptation plan (184 million euros), thanks to the cost flexibility of capital market activities. The workforce adaptation plan is under way and over 40% already completed.

The cost/income ratio was thus 63%, still one of the best in the sector.

The division's cost of risk was 75 million euros, down considerably compared to 2010 (350 million euros). CIB's pre-tax income was thus 3,610 million euros, down 32.9% compared to last year in a particularly unfavourable market environment in the second half of the year.

This performance illustrates again this year the quality of the CIB franchise, its robust client activity and its operating efficiency maintained at the highest level.

The division has continued to rapidly adapt to the new regulation by downsizing its business. Funding needs in US dollars were reduced by 57 billion dollars in the second half of the year, way ahead of the target to reduce funding needs by 60 billion dollars by the end of 2012; the target has now been raised to 65 billion dollars. Risk-weighted assets have been reduced by 22 billion euros and allocated equity by 1.3 billion euros, which equates to an 8.9% reduction compared to 2010. Thus, pre-tax return on equity came to 27%.

In the fourth quarter 2011, revenues fell 39.6% compared to the fourth quarter 2010 to 1,645 million euros. Excluding one-off losses this quarter from sovereign bond sales (-510 million euros) and loan sales (-148 million euros), revenues were down 15.5% compared to the fourth quarter 2010 and rose 9% compared to the third quarter 2011. The 1,261 million euros in revenues from Capital Markets, excluding losses from sovereign bond sales, down 24% compared to the fourth quarter 2010, continued to be adversely affected by the effects of the euro crisis. The Financing Businesses' revenues, at 1,042 million euros excluding losses from loan sales, edged down only 2.3% compared to the fourth quarter 2010.

Operating expenses totalled 1,569 million euros, down 0.1% compared to the fourth quarter 2010. Excluding bank levies (22 million euros) and the cost of the adaptation plan (184 million euros), the reduction is 13.2%.

At 72 million euros, the division's cost of risk remained at a low level. In the Financing Businesses, it was 28bp compared to a net write-back in the fourth quarter 2010. Thus, the division's pre-tax income just about broke even at 6 million euros compared to 1,091 million euros in the fourth quarter 2010. Excluding losses from sales and the cost of the adaptation plan, it was +848 million euros.

CIB's 2012 Action Plan

CIB will continue its efforts to adapt rapidly and to implement a more disintermediated model to support its clients in connection with the new Basel regulations.



In Fixed Income, CIB will develop distribution capacity and investor services and promote short-term and more standard products to meet the growing role of markets in financing the economy and reduce capital and liquidity consumption, adjusting its platform in a selective way. Synergies with the Financing Businesses will be expanded in order to promote origination and distribution to support clients in their projects. The Equities and Advisory business units will speed up the roll out of standardised or listed product distribution platforms and bolster the franchise in reaction to market consolidation and to meet the demand for simpler and more liquid products.

In 2012, a further significant impact of non-recurring items is expected with an additional 650 million euros in costs for sales and 200 million euros in restructuring costs. Over time, these adaptation efforts are expected to generate 450 million euros in savings on a full year basis, partly offsetting the loss of recurring revenues as a result of the reduction of financed loan outstandings: -1.4 billion euros excluding the repricing effect.

With increasingly stringent regulations, the division is well positioned, being one of the few European CIBs with critical mass and a global reach that has a customer approach based on long-term relationships, four domestic markets and teams with exceptional expertise recognised by the market.

CORPORATE CENTRE

For the whole of 2011, Corporate Centre revenues were 2,725 million euros compared to 2,309 million euros in 2010. They factor in fair value changes of the Group's own debt (+1,190 millions compared to +95 million euros in 2010), the impairment of the equity investment in AXA (-299 million euros compared to -534 million euros in 2010), a one-off amortisation of purchase price accounting at Fortis due to disposals and early redemptions (+168 million euros compared to +630 million euros in 2010) and they also include a regular amortisation of the purchase price accounting in the Fortis banking book of +658 million euros (compared to +666 million in 2010).

Operating expenses dropped to -965 million euros compared to -1,537 million euros in 2010, due to lower restructuring costs (-603 million euros compared to -780 million euros) and the reversal of provision due to the favourable outcome of litigation (+253 million euros in the fourth quarter 2011). The cost of risk reflects the provision to cover the Greek sovereign debt (-3 161 million euros) and came to -3,093 million euros compared to write-back of +26 million euros in 2010.

After 152 million euros in goodwill impairments in the fourth quarter of the year, Corporate Centre's pre-tax income came to -1,419 million euros compared to +874 million euros in 2010.

In the fourth quarter 2011, Corporate Centre revenues totalled +717 million euros, including the revaluation of the Group's own debt (+390 million euros), compared to +120 million euros in the fourth quarter 2010, affected by the impairment of the equity investment in AXA (-534 million euros). Operating expenses were -104 million euros, including -213 million euros in restructuring costs and the positive impact of the reversal of a provision as a result of the favourable outcome of litigation (+253 million euros), compared to -479 million euros in the fourth quarter 2010, which saw greater restructuring costs (-281 million euros).

The cost of risk, at 533 million euros, consisted primarily of an additional Greek sovereign debt provision.



After 152 million euros in goodwill impairments in the fourth quarter of the year, the Corporate Centre posted -114 million euros in pre-tax losses compared to -351 million euros in the fourth quarter 2010.

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LIQUIDITY AND FINANCING

The Group's cash balance sheet, excluding Klépierre and Insurance and with netted amounts for derivatives, repos, and payables/receivables, fell from 1,097 billion euros as at 31 December 2010 to 965 billion euros as 31 December 2011, which equates to a 12% decline in one year. Equity, customer deposits and medium- and long-term resources show total stable resources with a 31 billion euro surplus compared to the funding needs of the client activity, which illustrates how the bank has adjusted to the new regulatory and market environment.

The Group's immediately available liquid asset reserves totalled 160 billion euros (including 66 billion dollars), which equates to 85% of the short-term cash resources.

The Group's 2012 medium- and long-term funding programme amounts to 20 billion euros, given the reduced funding needs as a result of the adaptation plan. As at 31 January 2012, 5 billion euros have already been raised with an average spread of 122bp above the swap and an average maturity of 6.7 years, in the form of private placements and in the Group's networks. The 2012 programme is designed to be carried out without the need to tap public markets.

SOLVENCY

As at 31 December 2011, the Basel 2.5 common equity Tier 1 ratio, which includes the European Capital Requirements Directive 3 (CRD3) regulatory regime that came into force at the end of 2011, was 9.6%. The target of 9% solvency by the end of June 2012 set by the European Banking Authority (EBA), which, beyond CRD3, mandates an additional deduction for unrealised capital losses from European sovereign bonds held, has thus already been achieved 6 months ahead of schedule with a 9.2% ratio. According to the EBA's official measurement, this additional deduction is actually 40bp for BNP Paribas.

This high solvency has been reinforced each year and helped double the common equity Tier 1 in three years, in particular thanks to retaining most of the earnings.

Risk-weighted assets were 614 billion euros, including the impact of the switch to Basel 2.5 which added a further 32 billion euros, essentially in capital markets. The deleveraging plan helped reduce the risk-weighted assets by 25 billion euros, of which 8 billion euros from the adaptation to Basel 2.5.

By the end of 2012, based on the Basel 2.5 common equity Tier 1 ratio of 9.6% at the end of 2011, the Basel 3 9% common equity Tier 1 ratio (fully loaded) target should be attained by combining the conventional 40bp deduction, as an extension of the EBA rule, for European sovereign debt held; the impact of the other CRD4 directives currently anticipated by BNP Paribas to be



-180bp¹⁰; the deleveraging plan producing an additional +68bp on top of the 32bp already realised in 2011; lastly, the payment of the dividend in shares and the 2012 organic generation of capital respectively bring in an additional +20bp¹¹ and +72bp¹².

The Group's balanced portfolio of activities has been a stabilising factor that has helped it to continue to remain profitable throughout the crisis. This equilibrium will not be affected by the switch to Basel 2.5, since the share of retail banking business operations is still above 50%, CIB's share is close to one-third and Investment Solutions' is about one-sixth of the capital allocated to the operating divisions.

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Commenting on these results, Chief Executive Officer Jean-Laurent Bonnafé stated:

"In 2011, in an economic and regulatory environment undergoing radical changes, the Group had solid operating performances, in particular in retail banking, and it increased its solvency ratio despite the switch to Basel 2.5.

Plans to reduce funding needs in dollars and the size of the balance sheet have been put into action very quickly thanks to the dedication of all the staff. The Group thereby managed to withstand the impact of the crisis in the money and financial markets in the second half of the year and has made good progress adapting to the implementation by European banks of Basel 3 by the end of 2012.

With a provision covering 75% of the Greek debt exposure, a downsized exposure to sovereign debt, substantially reduced funding needs in dollars and solvency further reinforced, BNP Paribas is well positioned to take on the challenges of the new environment and continue to finance its clients, in line with its mission."

¹⁰⁾ Since CRD4 is still being debated in the European Parliament, its directives remain subject to interpretation and can still be amended.

¹¹⁾ Assumption that, on average, 50% of the dividend is paid in shares for both 2011 and 2012.

¹²⁾ Based on the Bloomberg consensus as at 10 February 2012 with a 25% payout ratio.



CONSOLIDATED PROFIT AND LOSS ACCOUNT

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	9,686	10,320	-6.1%	10,032	-3.4%	42,384	43,880	-3.4%
Operating Expenses and Dep.	-6,678	-6,887	-3.0%	-6,108	+9.3%	-26,116	-26,517	-1.5%
Gross Operating Income	3,008	3,433	-12.4%	3,924	-23.3%	16,268	17,363	-6.3%
Cost of Risk	-1,518	-1,162	+30.6%	-3,010	-49.6%	-6,797	-4,802	+41.5%
Operating Income	1,490	2,271	-34.4%	914	+63.0%	9,471	12,561	-24.6%
Share of Earnings of Associates	-37	89	n.s.	-20	+85.0%	80	268	-70.1%
Other Non Operating Items	-127	-7	n.s.	54	n.s.	100	191	-47.6%
Non Operating Items	-164	82	n.s.	34	n.s.	180	459	-60.8%
Pre-Tax Income	1,326	2,353	-43.6%	948	+39.9%	9,651	13,020	-25.9%
Corporate Income Tax	-386	-469	-17.7%	-240	+60.8%	-2,757	-3,856	-28.5%
Net Income Attributable to Minority Interests	-175	-334	-47.6%	-167	+4.8%	-844	-1,321	-36.1%
Net Income Attributable to Equity Holders	765	1,550	-50.6%	541	+41.4%	6,050	7,843	-22.9%
Cost/Income	68.9%	66.7%	+2.2 pt	60.9%	+8.0 pt	61.6%	60.4%	+1.2 pt

BNP Paribas' financial disclosures for the fourth quarter 2011 are contained in this press release and in the presentation attached herewith.

All legally required disclosures, including the Registration document, are available online at <http://invest.bnpparibas.com> in the "Results" section and are made public by BNP Paribas pursuant to the requirements under Article L.451-1-2 of the French Monetary and Financial Code and Articles 222-1 et seq. of the Autorité des Marchés Financiers' general rules.



4Q11 – RESULTS BY CORE BUSINESSES

	Retail Banking	Investment Solutions	CIB	Operating Divisions	Other Activities	Group
<i>€m</i>						
Revenues	5,838	1,486	1,645	8,969	717	9,686
%Change/4Q10	-0.1%	-8.9%	-39.6%	-12.1%	n.s.	-6.1%
%Change/3Q11	-0.5%	-4.2%	-5.8%	-2.1%	-17.6%	-3.4%
Operating Expenses and Dep.	-3,797	-1,208	-1,569	-6,574	-104	-6,678
%Change/4Q10	+2.7%	+5.9%	-0.1%	+2.6%	-78.3%	-3.0%
%Change/3Q11	+5.8%	+8.0%	+40.1%	+12.8%	-62.7%	+9.3%
Gross Operating Income	2,041	278	76	2,395	613	3,008
%Change/4Q10	-4.9%	-43.4%	-93.4%	-36.8%	n.s.	-12.4%
%Change/3Q11	-10.3%	-35.6%	-87.9%	-28.1%	+3.7%	-23.3%
Cost of Risk	-916	3	-72	-985	-533	-1,518
%Change/4Q10	-16.7%	n.s.	-21.7%	-17.4%	n.s.	+30.6%
%Change/3Q11	+8.5%	n.s.	n.s.	+8.6%	-74.7%	-49.6%
Operating Income	1,125	281	4	1,410	80	1,490
%Change/4Q10	+7.3%	-42.7%	-99.6%	-45.8%	n.s.	-34.4%
%Change/3Q11	-21.4%	-25.9%	-99.4%	-41.9%	n.s.	+63.0%
Share of Earnings of Associates	36	-50	1	-13	-24	-37
Other Non Operating Items	61	-19	1	43	-170	-127
Pre-Tax Income	1,222	212	6	1,440	-114	1,326
%Change/4Q10	+14.6%	-61.2%	-99.5%	-46.7%	-67.5%	-43.6%
%Change/3Q11	-19.2%	-20.3%	-99.1%	-40.5%	-92.3%	+39.9%

	Retail Banking	Investment Solutions	CIB	Operating Divisions	Other Activities	Group
<i>€m</i>						
Revenues	5,838	1,486	1,645	8,969	717	9,686
4Q10	5,843	1,632	2,725	10,200	120	10,320
3Q11	5,865	1,551	1,746	9,162	870	10,032
Operating Expenses and Dep.	-3,797	-1,208	-1,569	-6,574	-104	-6,678
4Q10	-3,696	-1,141	-1,571	-6,408	-479	-6,887
3Q11	-3,590	-1,119	-1,120	-5,829	-279	-6,108
Gross Operating Income	2,041	278	76	2,395	613	3,008
4Q10	2,147	491	1,154	3,792	-359	3,433
3Q11	2,275	432	626	3,333	591	3,924
Cost of Risk	-916	3	-72	-985	-533	-1,518
4Q10	-1,099	-1	-92	-1,192	30	-1,162
3Q11	-844	-53	-10	-907	-2,103	-3,010
Operating Income	1,125	281	4	1,410	80	1,490
4Q10	1,048	490	1,062	2,600	-329	2,271
3Q11	1,431	379	616	2,426	-1,512	914
Share of Earnings of Associates	36	-50	1	-13	-24	-37
4Q10	21	50	26	97	-8	89
3Q11	51	-111	14	-46	26	-20
Other Non Operating Items	61	-19	1	43	-170	-127
4Q10	-3	7	3	7	-14	-7
3Q11	31	-2	11	40	14	54
Pre-Tax Income	1,222	212	6	1,440	-114	1,326
4Q10	1,066	547	1,091	2,704	-351	2,353
3Q11	1,513	266	641	2,420	-1,472	948
Corporate Income Tax						-386
Net Income Attributable to Minority Interests						-175
Net Income Attributable to Equity Holders						765



2011 – RESULTS BY CORE BUSINESSES

	Retail Banking	Investment Solutions	CIB	Operating Divisions	Other Activities	Group
<i>€m</i>						
Revenues	23,663	6,265	9,731	39,659	2,725	42,384
%Change/2010	+1.4%	+2.8%	-19.8%	-4.6%	+18.0%	-3.4%
Operating Expenses and Dep.	-14,471	-4,554	-6,126	-25,151	-965	-26,116
%Change/2010	+2.0%	+6.0%	-5.8%	+0.7%	-37.2%	-1.5%
Gross Operating Income	9,192	1,711	3,605	14,508	1,760	16,268
%Change/2010	+0.4%	-4.9%	-36.0%	-12.6%	n.s.	-6.3%
Cost of Risk	-3,565	-64	-75	-3,704	-3,093	-6,797
%Change/2010	-20.8%	n.s.	-78.6%	-23.3%	n.s.	+41.5%
Operating Income	5,627	1,647	3,530	10,804	-1,333	9,471
%Change/2010	+20.8%	-9.5%	-33.2%	-8.2%	n.s.	-24.6%
Share of Earnings of Associates	164	-134	38	68	12	80
Other Non Operating Items	96	60	42	198	-98	100
Pre-Tax Income	5,887	1,573	3,610	11,070	-1,419	9,651
%Change/2010	+23.1%	-20.6%	-32.9%	-8.9%	n.s.	-25.9%
Corporate Income Tax						-2,757
Net Income Attributable to Minority Interests						-844
Net Income Attributable to Equity Holders						6,050
Annualised ROE After Tax						8.7%

**QUARTERLY SERIES**

€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
GROUP								
Revenues	9,686	10,032	10,981	11,685	10,320	10,856	11,174	11,530
Operating Expenses and Dep.	-6,678	-6,108	-6,602	-6,728	-6,887	-6,620	-6,414	-6,596
Gross Operating Income	3,008	3,924	4,379	4,957	3,433	4,236	4,760	4,934
Cost of Risk	-1,518	-3,010	-1,350	-919	-1,162	-1,222	-1,081	-1,337
Operating Income	1,490	914	3,029	4,038	2,271	3,014	3,679	3,597
Share of Earnings of Associates	-37	-20	42	95	89	85	26	68
Other Non Operating Items	-127	54	197	-24	-7	52	-29	175
Pre-Tax Income	1,326	948	3,268	4,109	2,353	3,151	3,676	3,840
Corporate Income Tax	-386	-240	-956	-1,175	-469	-951	-1,248	-1,188
Net Income Attributable to Minority Interests	-175	-167	-184	-318	-334	-295	-323	-369
Net Income Attributable to Equity Holders	765	541	2,128	2,616	1,550	1,905	2,105	2,283
Cost/Income	68.9%	60.9%	60.1%	57.6%	66.7%	61.0%	57.4%	57.2%



€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
FRENCH RETAIL BANKING (including 100% of Private Banking in France*)								
Revenues	1,656	1,733	1,773	1,789	1,674	1,689	1,718	1,743
<i>Incl. Net Interest Income</i>	<i>972</i>	<i>1,028</i>	<i>1,037</i>	<i>1,043</i>	<i>971</i>	<i>986</i>	<i>1,006</i>	<i>1,015</i>
<i>Incl. Commissions</i>	<i>684</i>	<i>705</i>	<i>736</i>	<i>746</i>	<i>703</i>	<i>703</i>	<i>712</i>	<i>728</i>
Operating Expenses and Dep.	-1,190	-1,168	-1,116	-1,099	-1,171	-1,156	-1,102	-1,085
Gross Operating Income	466	565	657	690	503	533	616	658
Cost of Risk	-85	-69	-81	-80	-142	-107	-111	-122
Operating Income	381	496	576	610	361	426	505	536
Non Operating Items	1	1	0	1	1	2	1	0
Pre-Tax Income	382	497	576	611	362	428	506	536
Income Attributable to Investment Solutions	-28	-28	-34	-34	-28	-28	-27	-33
Pre-Tax Income of French Retail Bkg	354	469	542	577	334	400	479	503
Allocated Equity (€bn, year to date)	6.0	6.0	5.9	5.8	5.8	5.8	5.8	5.9

€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
FRENCH RETAIL BANKING (including 100% of Private Banking in France*) Excluding PEL/CEL Effects								
Revenues	1,680	1,730	1,767	1,791	1,676	1,702	1,724	1,747
<i>Incl. Net Interest Income</i>	<i>996</i>	<i>1,025</i>	<i>1,031</i>	<i>1,045</i>	<i>973</i>	<i>999</i>	<i>1,012</i>	<i>1,019</i>
<i>Incl. Commissions</i>	<i>684</i>	<i>705</i>	<i>736</i>	<i>746</i>	<i>703</i>	<i>703</i>	<i>712</i>	<i>728</i>
Operating Expenses and Dep.	-1,190	-1,168	-1,116	-1,099	-1,171	-1,156	-1,102	-1,085
Gross Operating Income	490	562	651	692	505	546	622	662
Cost of Risk	-85	-69	-81	-80	-142	-107	-111	-122
Operating Income	405	493	570	612	363	439	511	540
Non Operating Items	1	1	0	1	1	2	1	0
Pre-Tax Income	406	494	570	613	364	441	512	540
Income Attributable to Investment Solutions	-28	-28	-34	-34	-28	-28	-27	-33
Pre-Tax Income of French Retail Bkg	378	466	536	579	336	413	485	507
Allocated Equity (€bn, year to date)	6.0	6.0	5.9	5.8	5.8	5.8	5.8	5.9

€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
French Retail Banking (including 2/3 of Private Banking in France)								
Revenues	1,601	1,677	1,711	1,728	1,620	1,634	1,663	1,683
Operating Expenses and Dep.	-1,163	-1,139	-1,088	-1,072	-1,144	-1,130	-1,075	-1,057
Gross Operating Income	438	538	623	656	476	504	588	626
Cost of Risk	-85	-69	-81	-80	-143	-106	-109	-123
Operating Income	353	469	542	576	333	398	479	503
Non Operating Items	1	0	0	1	1	2	0	0
Pre-Tax Income	354	469	542	577	334	400	479	503
Allocated Equity (€bn, year to date)	6.0	6.0	5.9	5.8	5.8	5.8	5.8	5.9

* Including 100% of Private Banking for Revenues down to Pre-tax income line items



€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
BNL banca commerciale (Including 100% of Private Banking in Italy*)								
Revenues	796	780	782	782	781	765	755	759
Operating Expenses and Dep.	-489	-444	-452	-444	-484	-438	-443	-433
Gross Operating Income	307	336	330	338	297	327	312	326
Cost of Risk	-203	-198	-196	-198	-203	-209	-205	-200
Operating Income	104	138	134	140	94	118	107	126
Non Operating Items	0	0	0	0	1	-1	-2	0
Pre-Tax Income	104	138	134	140	95	117	105	126
Income Attributable to IS	-2	-3	-5	-4	-3	-3	-2	-3
Pre-Tax Income of BNL bc	102	135	129	136	92	114	103	123
Allocated Equity (€bn, year to date)	5.0	5.0	4.9	4.9	4.8	4.8	4.8	4.7
BNL banca commerciale (Including 2/3 of Private Banking in Italy)								
Revenues	786	771	771	773	772	757	746	751
Operating Expenses and Dep.	-483	-438	-446	-439	-478	-434	-436	-428
Gross Operating Income	303	333	325	334	294	323	310	323
Cost of Risk	-201	-198	-196	-198	-204	-208	-205	-200
Operating Income	102	135	129	136	90	115	105	123
Non Operating Items	0	0	0	0	2	-1	-2	0
Pre-Tax Income	102	135	129	136	92	114	103	123
Allocated Equity (€bn, year to date)	5.0	5.0	4.9	4.9	4.8	4.8	4.8	4.7
BELUX RETAIL BANKING (Including 100% of Private Banking in Belgium*)								
Revenues	898	886	876	895	842	840	839	867
Operating Expenses and Dep.	-664	-609	-622	-614	-634	-583	-602	-601
Gross Operating Income	234	277	254	281	208	257	237	266
Cost of Risk	-49	-40	-46	-35	-67	-71	-66	-15
Operating Income	185	237	208	246	141	186	171	251
Associated Companies	1	2	2	2	-6	2	3	1
Other Non Operating Items	-1	4	2	0	-1	3	0	2
Pre-Tax Income	185	243	212	248	134	191	174	254
Income Attributable to IS	-16	-14	-18	-21	-16	-12	-18	-18
Pre-Tax Income of BeLux	169	229	194	227	118	179	156	236
Allocated Equity (€bn, year to date)	3.1	3.1	3.1	3.1	2.9	2.9	2.9	2.9
BELUX RETAIL BANKING (Including 2/3 of Private Banking in Belgium)								
Revenues	863	852	838	856	810	810	807	834
Operating Expenses and Dep.	-645	-590	-602	-596	-615	-566	-588	-585
Gross Operating Income	218	262	236	260	195	244	219	249
Cost of Risk	-49	-39	-46	-35	-70	-70	-66	-16
Operating Income	169	223	190	225	125	174	153	233
Associated Companies	1	2	2	2	-6	2	3	1
Other Non Operating Items	-1	4	2	0	-1	3	0	2
Pre-Tax Income	169	229	194	227	118	179	156	236
Allocated Equity (€bn, year to date)	3.1	3.1	3.1	3.1	2.9	2.9	2.9	2.9

* Including 100% of Private Banking for Revenues down to Pre-tax income line items



€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
EUROPE-MEDITERRANEAN								
Revenues	409	388	385	404	451	409	412	410
Operating Expenses and Dep.	-328	-333	-308	-308	-343	-329	-325	-306
Gross Operating Income	81	55	77	96	108	80	87	104
Cost of Risk	-70	-48	-47	-103	-109	-93	-76	-68
Operating Income	11	7	30	-7	-1	-13	11	36
Associated Companies	11	16	12	11	10	17	9	15
Other Non Operating Items	-2	25	-2	-1	-2	4	0	0
Pre-Tax Income	20	48	40	3	7	8	20	51
Allocated Equity (€bn, year to date)	2.6	2.7	2.7	2.7	2.5	2.4	2.3	2.3
BANCWEST								
Revenues	542	549	541	555	551	599	601	533
Operating Expenses and Dep.	-326	-299	-302	-314	-320	-320	-322	-288
Gross Operating Income	216	250	239	241	231	279	279	245
Cost of Risk	-56	-63	-62	-75	-75	-113	-127	-150
Operating Income	160	187	177	166	156	166	152	95
Non Operating Items	-1	1	0	1	0	2	1	1
Pre-Tax Income	159	188	177	167	156	168	153	96
Allocated Equity (€bn, year to date)	2.9	2.9	3.0	3.0	3.2	3.3	3.2	3.1
PERSONAL FINANCE								
Revenues	1,259	1,238	1,298	1,297	1,274	1,247	1,245	1,255
Operating Expenses and Dep.	-636	-580	-613	-591	-589	-560	-589	-573
Gross Operating Income	623	658	685	706	685	687	656	682
Cost of Risk	-412	-390	-406	-431	-438	-467	-486	-522
Operating Income	211	268	279	275	247	220	170	160
Associated Companies	29	27	18	21	24	22	21	16
Other Non Operating Items	59	3	2	1	0	-1	5	7
Pre-Tax Income	299	298	299	297	271	241	196	183
Allocated Equity (€bn, year to date)	4.0	4.0	4.0	4.0	3.9	3.9	3.8	3.8
EQUIPMENT SOLUTIONS								
Revenues	378	390	402	401	365	369	385	346
Operating Expenses and Dep.	-216	-211	-203	-202	-207	-198	-189	-189
Gross Operating Income	162	179	199	199	158	171	196	157
Cost of Risk	-43	-37	-31	-14	-60	-60	-70	-65
Operating Income	119	142	168	185	98	111	126	92
Associated Companies	-5	5	-3	13	-9	-6	-7	-9
Other Non Operating Items	5	-1	4	-3	-1	2	-2	2
Pre-Tax Income	119	146	169	195	88	107	117	85
Allocated Equity (€bn, year to date)	2.2	2.2	2.2	2.2	2.1	2.1	2.1	2.1



€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
INVESTMENT SOLUTIONS								
Revenues	1,486	1,551	1,623	1,605	1,632	1,513	1,520	1,431
Operating Expenses and Dep.	-1,208	-1,119	-1,114	-1,113	-1,141	-1,073	-1,071	-1,012
Gross Operating Income	278	432	509	492	491	440	449	419
Cost of Risk	3	-53	-19	5	-1	18	5	-1
Operating Income	281	379	490	497	490	458	454	418
Associated Companies	-50	-111	-8	35	50	8	19	24
Other Non Operating Items	-19	-2	67	14	7	30	2	22
Pre-Tax Income	212	266	549	546	547	496	475	464
Allocated Equity (€bn, year to date)	7.3	7.2	7.0	6.9	6.5	6.5	6.4	6.3
WEALTH AND ASSET MANAGEMENT								
Revenues	806	804	832	862	892	825	822	801
Operating Expenses and Dep.	-673	-617	-614	-617	-649	-603	-605	-578
Gross Operating Income	133	187	218	245	243	222	217	223
Cost of Risk	3	-5	0	8	-6	21	7	2
Operating Income	136	182	218	253	237	243	224	225
Associated Companies	5	15	5	8	17	3	4	4
Other Non Operating Items	-19	-2	67	17	6	4	7	23
Pre-Tax Income	122	195	290	278	260	250	235	252
Allocated Equity (€bn, year to date)	1.6	1.6	1.5	1.5	1.6	1.6	1.7	1.7
INSURANCE								
Revenues	351	421	429	425	432	398	371	352
Operating Expenses and Dep.	-243	-223	-223	-221	-221	-216	-210	-188
Gross Operating Income	108	198	206	204	211	182	161	164
Cost of Risk	-1	-48	-19	-3	5	-3	-2	-3
Operating Income	107	150	187	201	216	179	159	161
Associated Companies	-55	-125	-13	27	34	5	15	19
Other Non Operating Items	0	0	0	-3	1	26	-5	-1
Pre-Tax Income	52	25	174	225	251	210	169	179
Allocated Equity (€bn, year to date)	5.3	5.2	5.1	5.0	4.6	4.5	4.5	4.3
SECURITIES SERVICES								
Revenues	329	326	362	318	308	290	327	278
Operating Expenses and Dep.	-292	-279	-277	-275	-271	-254	-256	-246
Gross Operating Income	37	47	85	43	37	36	71	32
Cost of Risk	1	0	0	0	0	0	0	0
Operating Income	38	47	85	43	37	36	71	32
Non Operating Items	0	-1	0	0	-1	0	0	1
Pre-Tax Income	38	46	85	43	36	36	71	33
Allocated Equity (€bn, year to date)	0.4	0.4	0.4	0.4	0.3	0.3	0.3	0.3



€m	4Q11	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10
CORPORATE AND INVESTMENT BANKING								
Revenues	1,645	1,746	2,878	3,462	2,725	2,901	2,724	3,786
Operating Expenses and Dep.	-1,569	-1,120	-1,613	-1,824	-1,571	-1,558	-1,499	-1,872
Gross Operating Income	76	626	1,265	1,638	1,154	1,343	1,225	1,914
Cost of Risk	-72	-10	23	-16	-92	-79	41	-220
Operating Income	4	616	1,288	1,622	1,062	1,264	1,266	1,694
Associated Companies	1	14	13	10	26	17	18	14
Other Non Operating Items	1	11	27	3	3	-3	13	6
Pre-Tax Income	6	641	1,328	1,635	1,091	1,278	1,297	1,714
Allocated Equity (€bn, year to date)	13.2	13.3	13.5	13.8	14.5	14.8	14.7	14.9
ADVISORY AND CAPITAL MARKETS								
Revenues	751	735	1,786	2,326	1,658	1,731	1,530	2,722
Operating Expenses and Dep.	-1,153	-672	-1,163	-1,389	-1,125	-1,129	-1,055	-1,461
Gross Operating Income	-402	63	623	937	533	602	475	1,261
Cost of Risk	33	-42	9	21	-41	-77	-57	-127
Operating Income	-369	21	632	958	492	525	418	1,134
Associated Companies	1	7	9	0	2	4	15	11
Other Non Operating Items	0	5	8	0	2	-8	12	7
Pre-Tax Income	-368	33	649	958	496	521	445	1,152
Allocated Equity (€bn, year to date)	5.3	5.3	5.3	5.4	5.9	6.1	6.1	6.2
FINANCING BUSINESSES								
Revenues	894	1,011	1,092	1,136	1,067	1,170	1,194	1,064
Operating Expenses and Dep.	-416	-448	-450	-435	-446	-429	-444	-411
Gross Operating Income	478	563	642	701	621	741	750	653
Cost of Risk	-105	32	14	-37	-51	-2	98	-93
Operating Income	373	595	656	664	570	739	848	560
Non Operating Items	1	13	23	13	25	18	4	2
Pre-Tax Income	374	608	679	677	595	757	852	562
Allocated Equity (€bn, year to date)	7.9	8.0	8.2	8.4	8.6	8.7	8.7	8.7
CORPORATE CENTRE (Including Klepierre)								
Revenues	717	870	534	604	120	617	1,071	501
Operating Expenses and Dep.	-104	-279	-313	-269	-479	-452	-320	-286
<i>Incl. Restructuring Costs</i>	<i>-213</i>	<i>-118</i>	<i>-148</i>	<i>-124</i>	<i>-281</i>	<i>-176</i>	<i>-180</i>	<i>-143</i>
Gross Operating Income	613	591	221	335	-359	165	751	215
Cost of Risk	-533	-2,103	-485	28	30	-44	12	28
Operating Income	80	-1,512	-264	363	-329	121	763	243
Associated Companies	-24	26	8	2	-8	24	-37	7
Other Non Operating Items	-170	14	97	-39	-14	15	-46	135
Pre-Tax Income	-114	-1,472	-159	326	-351	160	680	385



6 BILLION EUROS IN NET INCOME ATTRIBUTABLE TO EQUITY HOLDERS, DESPITE THE GREEK SOVEREIGN DEBT IMPAIRMENT INCREASING THE PROVISION TO 75% OF THE TOTAL GREEK DEBT EXPOSURE, CONFIRMING THE ROBUSTNESS OF BNP PARIBAS' BUSINESS MODEL	2
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Figures included in this presentation are unaudited. On 21 April 2011, BNP Paribas issued a restatement of its quarterly results for 2010 reflecting the raising of the consolidation thresholds resulting in the deconsolidation or a change in the consolidation method used by several entities and in the transfer of businesses between business units. In these restated results, data pertaining to 2010 results and volumes has been represented as though the transactions had occurred on 1st January 2010. This presentation is based on the restated 2010 quarterly data.

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Selected exposures as at 31 December 2011

Based on recommendations
of the Financial Stability Board



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Funding Through Proprietary Securitisation

Cash securitisation
as at 31 December 2011
in €bn

	Amount of securitised assets	Amount of notes	Securitised positions held	
			First losses	Others
Personal Finance	5.5	5.5	0.2	1.7
o/w Residential loans	5.1	5.2	0.2	1.7
o/w Consumer loans	0.1	0.0	0.0	-
o/w Lease receivables	0.3	0.3	0.0	0.1
BNL	2.6	2.5	0.1	0.2
o/w Residential loans	2.6	2.5	0.1	0.2
o/w Consumer loans	-	-	-	-
o/w Lease receivables	-	-	-	-
o/w Public sector	-	-	-	-
Total	8.1	8.0	0.3	1.9

- Loans refinanced through securitisation : €8.1bn (+€1.4bn vs. 31.12.10)
 - Securitisation of Dutch residential loans in 1H11 (+€1.5bn issued)
 - Securitisation of Personal Finance's residential loans in France in 2H11 (+€0.9bn issued)
- Securitised positions held (other than first losses): €1.9bn
- SPVs consolidated in BNP Paribas' balance sheet since IFRS' first time application (2005)
 - Since BNP Paribas is retaining the majority of risks and returns



Sensitive Loan Portfolios

Personal Loans

Personal loans as at 31 December 2011, in €bn	Gross outstanding					Allowances		Net exposure
	Consumer	First Mortgage		Home Equity Loans	Total	Portfolio	Specific	
		Full Doc	Alt A					
US	9.2	7.2	0.3	2.9	19.6	- 0.3	- 0.1	19.1
Super Prime <i>FICO* > 730</i>	7.5	4.5	0.2	1.6	13.7			13.7
Prime <i>600 < FICO* < 730</i>	1.6	2.3	0.1	1.3	5.4			5.4
Subprime <i>FICO* < 600</i>	0.0	0.4	-	0.0	0.4			0.4
UK	0.9	0.4	-	-	1.3	- 0.0	- 0.2	1.1
Spain	3.9	6.0	-	-	9.8	- 0.2	- 1.0	8.7

- Good quality of US portfolio
 - +€0.4bn vs. 31.12.10, increase of « Super Prime » loans and dollar appreciation
 - Improvement of consumer loan portfolio quality
- Moderate exposure to the UK market
- Exposure to risks in Spain well secured
 - Property collateral on the mortgage portfolio
 - Large portion of auto loans in the consumer loan portfolio

* At origination



Sensitive Loan Portfolios

Commercial Real Estate

Commercial Real Estate as at 31 December 2011, in €bn	Gross exposure					Allowances		Net exposure
	Home Builders	Non residential developers	Property companies	Others (1)	Total	Portfolio	Specific	
US	0.3	0.6	0.2	4.6	5.7	- 0.1	- 0.0	5.6
BancWest	0.3	0.5	-	4.6	5.4	- 0.1	- 0.0	5.3
CIB	-	0.1	0.2	-	0.3	-	-	0.3
UK	0.1	0.4	1.3	0.5	2.2	- 0.0	- 0.3	1.9
Spain	-	0.0	0.4	0.6	1.1	- 0.0	- 0.0	1.0

(1) Excluding owner-occupied and real estate backed loans to corporates

- US: diversified and granular exposure
 - Total exposure reduced (-€1.0bn vs. 31.12.10)
 - Others: €4.6bn, very granular and well diversified financing of smaller property companies on a secured basis; mainly office, retail and residential multifamily property type
- UK exposure concentrated on large property companies
 - Total exposure decreased by €0.5bn vs. 31.12.10
- Limited exposure to commercial real estate risk in Spain
 - Others: good quality commercial mortgage loan portfolio



Real-Estate Related ABS and CDOs Exposure

- Banking book: net exposure decreased by €0.8bn vs. 31.12.10
 - Reduction in the ABS portfolio due to sales and amortisation
 - Increase in the CDO of CMBS portfolio as a result of hedge unwinding (commutations) in 4Q11
- Quality of the portfolio remains high
 - 72% AAA-rated
- Booked at amortised cost
 - With the appropriate allowances in case of permanent impairment

	31.12.2010	31.12.2011		
	Net exposure	Gross exposure *	Allowances	Net exposure
<i>Net exposure in €bn</i>				
TOTAL RMBS	10.4	10.1	- 0.1	9.9
US	0.3	0.1	- 0.0	0.1
Subprime	0.1	0.0	- 0.0	0.0
Mid-prime	0.0	0.0	- 0.0	0.0
Alt-A	0.0	-	-	-
Prime **	0.2	0.1	- 0.0	0.1
UK	0.8	0.6	- 0.0	0.6
Conforming	0.2	0.1	-	0.1
Non conforming	0.6	0.5	- 0.0	0.5
Spain	0.8	0.8	- 0.0	0.8
The Netherlands	8.2	8.1	- 0.0	8.1
Other countries	0.4	0.3	- 0.0	0.3
TOTAL CMBS	2.3	1.7	- 0.0	1.7
US	1.3	1.0	-	1.0
Non US	1.0	0.7	- 0.0	0.7
TOTAL CDOs (cash and synthetic)	0.8	1.1	- 0.0	0.4
RMBS	0.7	-	-	-
US	0.2	0.1	-	0.1
Non US	0.6	0.5	- 0.0	0.5
CMBS	0.0	0.4	- 0.0	0.4
CDO of TRUPs	0.1	0.0	-	0.0
	Total	13.5	- 0.2	12.7
	o/w Trading Book	0.2	-	0.2
TOTAL Subprime, Alt-A, US CMBS and related CDOs	1.5	1.1	- 0.0	1.1

* Entry price + accrued interests – amortisation; ** Excluding Government Sponsored Entity backed securities



Monoline Counterparty Exposure

- Gross counterparty exposure: €1.18bn (stable vs. 31.12.10)
 - Reduction in the notional of protection purchased on CDOs of CMBS and CDOs of corporate bonds due to commutations over Q4 11

<i>In €bn</i>	31.12.2010		31.12.2011	
	Notional	Gross counterparty exposure	Notional	Gross counterparty exposure
CDOs of US RMBS subprime	0.68	0.58	0.70	0.60
CDOs of european RMBS	0.26	0.04	0.26	0.04
CDOs of CMBS	1.12	0.26	0.71	0.22
CDOs of corporate bonds	7.81	0.18	6.40	0.16
CLOs	5.05	0.17	4.96	0.16
Non credit related	n.s	0.00	n.s	0.00
Total gross counterparty exposure	n.s	1.23	n.s	1.18

- Net exposure: €0.10bn

<i>In €bn</i>	31.12.2010	31.12.2011
Total gross counterparty exposure	1.23	1.18
Credit derivatives bought from banks or other collateralized third parties	-0.22	-0.24
Total unhedged gross counterparty exposure	1.01	0.93
Credit adjustments and allowances (1)	-0.86	-0.83
Net counterparty exposure	0.16	0.10

(1) Including specific allowances as at 31 December 2011 of €0.4bn related to monolines classified as doubtful



BNP Paribas Fortis "IN" Portfolio⁽¹⁾

- Net exposure: €9.2bn, -€2.6bn vs. 31.12.10
 - Second loss tranche guaranteed by the Belgian State: €1.5bn
 - Reduction overall, due to amortisation or sale
 - 76% AA-rated ⁽²⁾ or better
- RMBS : good quality portfolio
 - 66% AA-rated ⁽²⁾ or better
- Consumer credit related ABS
 - Student loans: 94% AA-rated ⁽²⁾ or better
 - Auto loans: 99% AA-rated ⁽²⁾ or better
 - Credit cards: 98% AA-rated ⁽²⁾ or better
- CLOs and corporate CDOs
 - Diversified portfolio of bonds and corporate loans
 - US: 90% AA-rated ⁽²⁾ or better
 - Other countries: 61% AA-rated ⁽²⁾ or better

Net exposure in €bn	31.12.2010	31.12.2011		
	Net exposure	Gross exposure*	Allowances	Net exposure
TOTAL RMBS	3.3	2.2	- 0.1	2.1
US	0.8	0.3	- 0.1	0.3
Subprime	0.0	0.0	-	0.0
Mid-prime	-	-	-	-
Alt-A	0.2	0.1	- 0.0	0.1
Prime**	0.5	0.2	- 0.0	0.2
Agency	0.1	-	-	-
UK	1.0	0.7	-	0.7
Conforming	0.3	0.1	-	0.1
Non conforming	0.8	0.6	-	0.6
Spain	0.3	0.3	-	0.3
Netherlands	0.2	0.2	-	0.2
Other countries	0.9	0.7	- 0.0	0.7
CDO of RMBS	-	-	-	-
TOTAL CMBS	0.8	0.8	- 0.0	0.8
US	0.0	0.1	- 0.0	0.1
Non US	0.8	0.7	- 0.0	0.7
TOTAL Consumer Related ABS	4.6	3.9	- 0.0	3.9
Auto Loans/Leases	0.4	0.2	-	0.2
US	-	-	-	-
Non US	0.4	0.2	-	0.2
Student Loans	3.0	2.8	- 0.0	2.8
Credit cards	0.9	0.6	-	0.6
Consumer Loans / Leases	0.1	0.1	- 0.0	0.1
Other ABS (equipment lease, ...)	0.3	0.2	-	0.2
CLOs and Corporate CDOs	3.2	2.6	- 0.0	2.6
US	2.3	1.9	- 0.0	1.8
Non US	0.8	0.8	- 0.0	0.7
Sectorial Provision			- 0.1	
TOTAL	11.8	9.5	- 0.2	9.2

(1) Including Scaldis, ABCP refinancing conduit consolidated by BNP Paribas Fortis

(2) Based on the lowest S&P, Moody's & Fitch rating

* Entry price + accrued interests – amortisation

** Excluding Government Sponsored Entity backed securities



Fourth Quarter 2011 Results



Disclaimer

Figures included in this presentation are unaudited. On 21 April 2011, BNP Paribas issued a restatement of its quarterly results for 2010 reflecting the raising of the consolidation thresholds resulting in the deconsolidation or a change in the consolidation method used by several entities and in the transfer of businesses between business units. In these restated results, data pertaining to 2010 results and volumes has been represented as though the transactions had occurred on 1st January 2010. This presentation is based on the restated 2010 quarterly data.

This presentation includes forward-looking statements based on current beliefs and expectations about future events. Forward-looking statements include financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future events, operations, products and services, and statements regarding future performance and synergies. Forward-looking statements are not guarantees of future performance and are subject to inherent risks, uncertainties and assumptions about BNP Paribas and its subsidiaries and investments, developments of BNP Paribas and its subsidiaries, banking industry trends, future capital expenditures and acquisitions, changes in economic conditions globally or in BNP Paribas' principal local markets, the competitive market and regulatory factors. Those events are uncertain; their outcome may differ from current expectations which may in turn significantly affect expected results. Actual results may differ materially from those projected or implied in these forward-looking statements. Any forward-looking statement contained in this presentation speaks as of the date of this presentation. BNP Paribas undertakes no obligation to publicly revise or update any forward-looking statements in light of new information or future events.

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Group Summary

Summary by Division

Conclusion

4Q11 Detailed Results

Appendix



2011 Key Figures

> Good results despite exceptional items

	2011	vs. 2010
Revenues	€42,384m	-3.4%
Net income attributable to equity holders	€6,050m	-22.9%
Return on equity	8.8%	-3.5 pts

> Performance per share

	2011	vs. 2010
Net book value per share	€8.2	+5.0%
Dividend per share	€1.20	vs. €2.10
Pay-out ratio	25.1%	vs. 33.3%

> Solvency further reinforced

	31.12.11	vs. 31.12.10
Common equity Tier 1 (Basel 2.5*)	9.6%	
Common equity Tier 1 (pro forma Basel 2)	10.1%	vs. 9.2% (+90bp)




> Reduced balance sheet

	31.12.11	vs. 31.12.10
Global cash balance sheet **	€965bn	-12.0%

* CRD3; ** Balance sheet with netted amounts for derivatives, repos, securities lending/borrowing and payables/receivables



Key Messages

Key issues	Action	Outcome
 Exposure to sovereign debt	<ul style="list-style-type: none"> - Substantial provision set aside for Greece - Reduce outstandings 	<ul style="list-style-type: none"> - Allowance covering 75% of the Greek debt risk - Sovereign debt outstandings substantially reduced (-29% vs. 30.06.11)
 Tension in liquidity and funding	<ul style="list-style-type: none"> - Specific dollar adaptation plan - MLT issue programme expanded and extended 	<ul style="list-style-type: none"> - Dollar funding need sharply reduced (-30% vs. 30.06.11) - Funding needs of customer activity more than covered by stable funding, including in dollars
 Solvency requirements reinforced and brought forward by the EBA	Adaptation plan to achieve a 9% Basel 3* CET1 ratio (fully loaded) as at 01.01.2013	<ul style="list-style-type: none"> - EBA target reached at the end of 2011, 6 months ahead of schedule - Improvement of +90 bp in 2011 (pro forma Basel 2)



Deleveraging Plan: Progress Report

- Implementation well under way

	Ratio (bp)		Risk-weighted assets (€bn equivalent)	
	Plan	Realised at 31.12.2011	Plan	Realised at 31.12.2011
CIB	57	28	-45	-22
Retail	7	1	-6	-1
Other activities	36	3	-28	-2
Total	100	32	-79*	-25

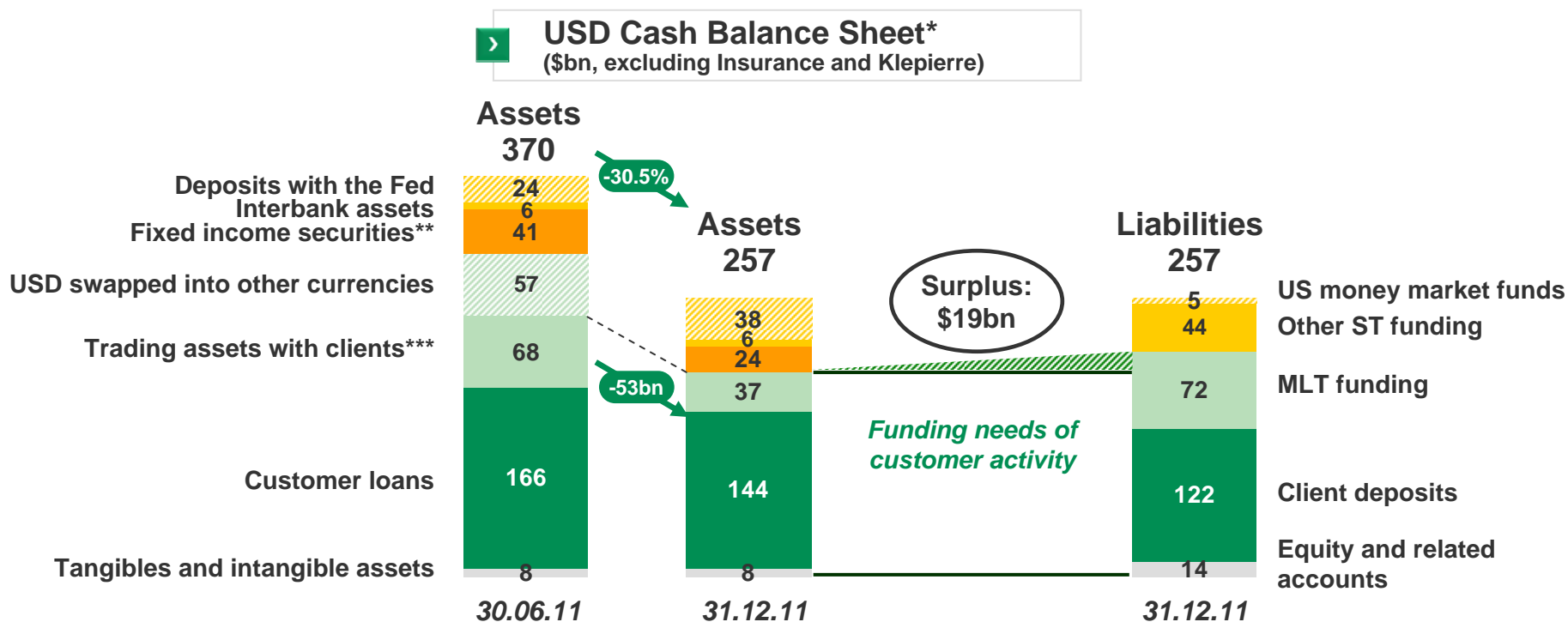
- With non-recurring impacts in 2011
 - Adaptation costs: -€239m (o/w -€184m at CIB) vs. ~€500m expected in total by the end of 2012 (o/w -€400m at CIB)
 - Losses from loan sales: -€152m on €5.2bn (3% average discount) vs. -€800m expected in total by the end of 2012
- All this whilst continuing to expand lending in the domestic networks (+5.1% vs. 2010)

> Implementation in line with targets



Deleveraging Plan: Focus on the Dollar

- Sharp decline of USD funding needs of the Group : -30.5% vs. 30.06.11
 - CIB: -\$57bn
 - CIB's target raised from \$60 to \$65bn by the end of 2012



\$19bn surplus of stable funding

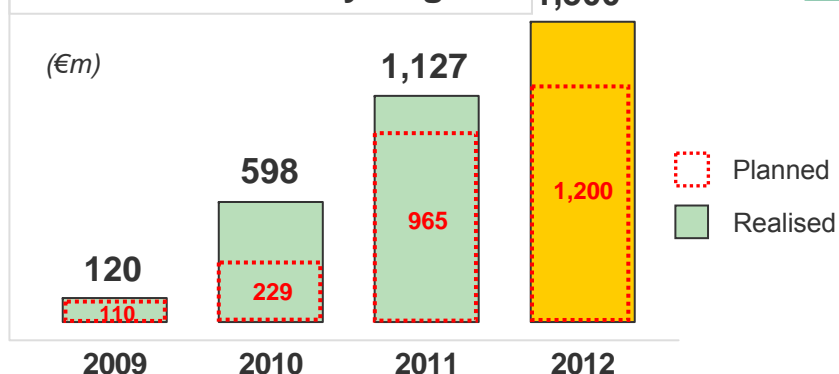
* Balance sheet with netted amounts for derivatives, repos, securities lending/borrowing and payables/receivables; ** Including HQLA;

*** With netted amounts for derivatives, repos and payables/receivables

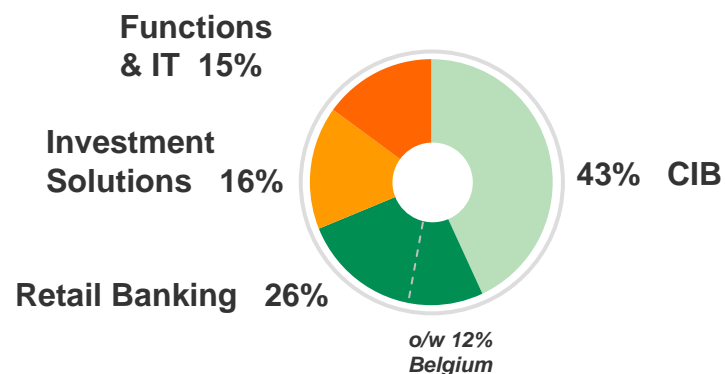


BNP Paribas Fortis Integration Plan

> Net cumulative synergies



> Breakdown of synergies by business unit in 2012



- Cumulative synergies as at 31.12.11: €1,127m, very close to the 2012 target
 - Of which €115m booked in 4Q11 (€529m in 2011)
 - Of which €62m in Turkey
- Additional Part
 - Synergies target increased by €300m p/a starting in 2012, both in terms of revenues (Cash management, Multichannel, Insurance) and costs (factoring, IT, functions)
 - Related restructuring costs : €300m in 2012

> **Successful integration, exceeded synergy targets**



Exceptional Items

- Revenues

- Losses from the sale of sovereign bonds
(CIB – Capital markets)
- Losses from the sale of loans
(CIB – Financing businesses)
- Additional impairment on the equity investment in AXA
(« Corporate Centre »)
- Own debt revaluation
(« Corporate Centre »)
- One-off amortisation of Fortis PPA
(« Corporate Centre »)

Total one-off revenue items

- Operating expenses

- Adaptation costs
(CIB, Personal Finance, Leasing Solutions)
- Contingent liability provision reversal
(« Corporate Centre »)

Total one-off operating expense items

- Greece: cost of risk

- Sovereign debt impairment
(including Insurance)

- Greece: associated companies

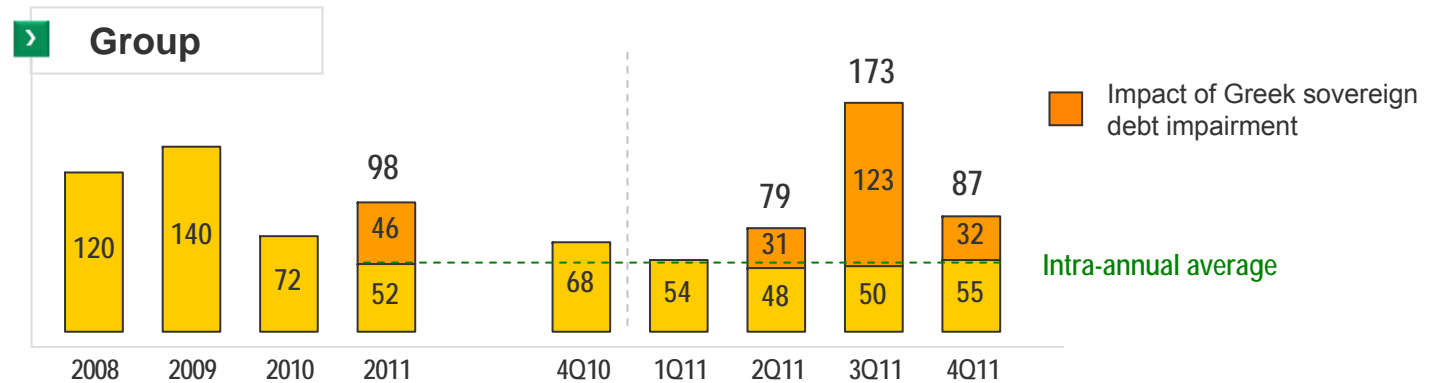
- Sovereign debt impairment
(partnerships in Insurance)

	> 4Q11	> 2011
	-€510m	-€872m
	-€148m	-€152m
		-€299m
	+€390m	+€1,190m
	+€148m	+€168m
	-€120m	+€35m
	-€225m	-€239m
	+€253m	+€253m
	+€28m	+€14m
	-€567m	-€3,241m
	-€12m	-€213m



Cost of Risk

Net provisions/Customer loans (in annualised bp)



- Cost of risk: €6,797m
 - Of which €3,241m for Greece
- Excluding impairment of Greek debt: €3,556m
 - -€1,246m vs. 2010 (-25.9%)
- Intra-annual stabilisation trend in each of the businesses, excluding Greece

Excluding Greece, cost of risk in 2011 returned to a level close to the cycle average



4Q11 Consolidated Group

	> 4Q11	> 4Q11 vs. 4Q10
Revenues	€9,686m	-6.1%
Operating expenses	-€6,678m	-3.0%
Gross operating income	€3,008m	-12.4%
Cost of risk	-€1,518m	+30.6%
<i>Cost of risk excluding Greece</i>	<i>-€951m</i>	<i>-18.2%</i>
Pre-tax income	€1,326m	-43.6%
Net income attributable to equity holders	€765m	-50.6%



A quarter marked by the additional impairment of Greek debt to 75% and very challenging market conditions



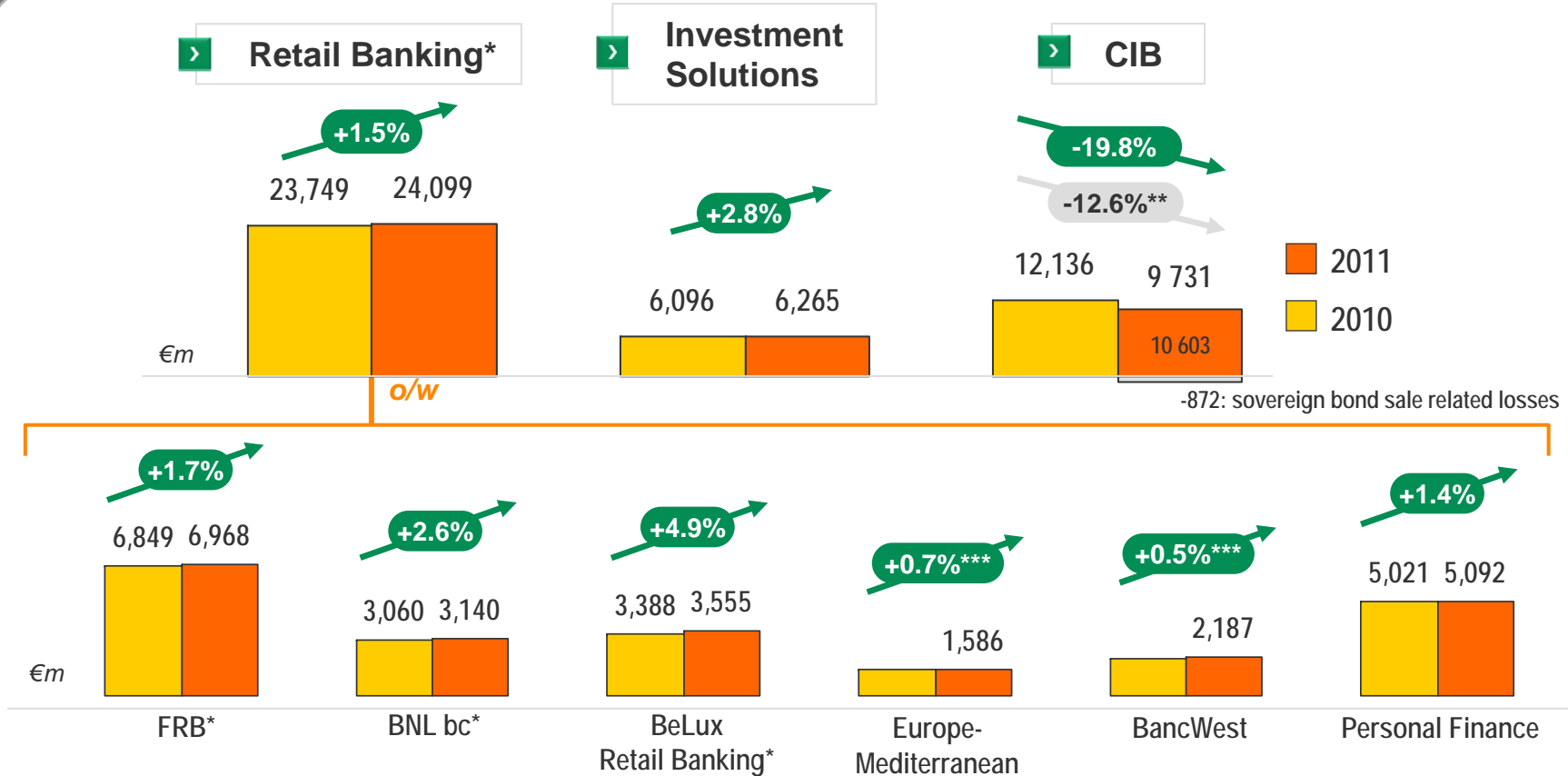
2011 Consolidated Group

	> 2011	> 2011 vs. 2010
Revenues	€42,384m	-3.4%
Operating expenses	-€26,116m	-1.5%
Gross operating income	€16,268m	-6.3%
Cost of risk	-€6,797m	+41.5%
<i>Cost of risk excluding Greece</i>	<i>-€3,556m</i>	<i>-25.9%</i>
Pre-tax income	€9,651m	-25.9%
Net income attributable to equity holders	€6,050m	-22.9%
Return on equity	8.8%	-3.5pts
Return on tangible equity*	11.1%	-4.7pts

> **Good resilience of operating performance
in a very unfavourable environment**



2011 Revenues of the Operating Divisions



> **Revenues up in all the businesses excluding CIB**

*Including 100% of Private Banking in France (excluding PEL/CEL effects), Italy and Belgium;
 ** Excluding losses from sovereign bond sales; *** At constant scope and exchange rates



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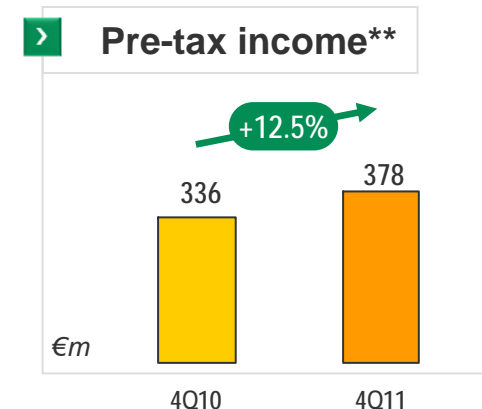
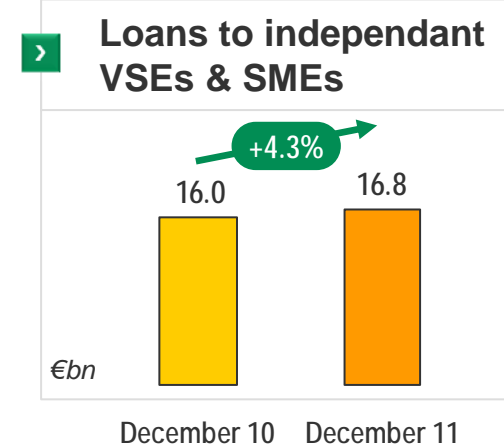
4Q11 Detailed Results

Appendix



French Retail Banking - 2011

- Actively supporting clients in achieving their plans
 - Deposits: +8.4% vs. 2010; sharp growth in savings account outstandings (+10.6% vs. 2010)
 - Loans: +5.2% vs. 2010, of which loans to individuals (+7.0%, slowing down, especially for new mortgage production) and corporate loans (+3.1%, accelerating)
 - Small businesses and SMEs: €9.2bn in new loans
- Continued to enhance the customer relation organisation
 - 46 Small Business Centres opened at the end of 2011
 - Online services: 2.4 millions users, over 16,000 clients for the online bank Net Agence, successful launch of the BNP Paribas Mobile service offering
- Revenues*: +1.7% vs. 2010
 - Driven by net interest income (+2.3%) due to growing volumes
- Operating expenses*: +1.3% vs. 2010
 - +0.4%, excluding bank levy and exceptional profit-sharing
- Pre-tax income**: €1,959m (+12.5% vs. 2010)
 - Cost of risk contraction



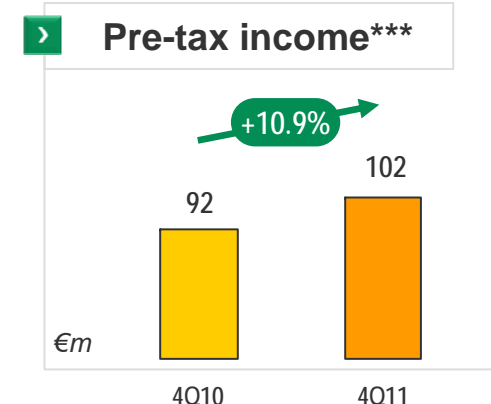
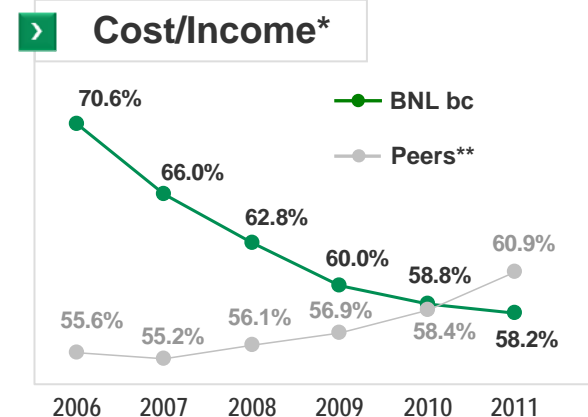
> **BNP Paribas, partner of its clients in France**

*Including 100% of French Private Banking (FPB), excluding PEL/CEL effects; ** Including 2/3 of FPB



BNL banca commerciale - 2011

- Actively supporting clients in achieving their plans
 - Loans: +4.7% vs. 2010, in line with the market, targeting selected sectors; driven by loans to small businesses, local governments and factoring
 - Deposits: -3.0% vs. 2010; current accounts in line with the market (-3.3%); against a backdrop of strong rate competition
 - Volume growth in cash management (+18% vs. 2010)
- Continued to enhance the customer relation organisation
 - 27 branches (+180 new branches in 4 years) and 19 Small Business Centres (+33 in 2 years) opened
 - “One Bank for Corporate in Europe”: +41% accounts opened by Italian companies worldwide in BNP Paribas’ global networks
 - Launch of first product jointly developed with Findomestic (BNL Credit: >27,000 cards in 2011, €47m financed)
- Revenues*: +2.6% vs. 2010
 - Balanced growth between net interest income and fees
- Pre-tax income***: €502m (+16.2% vs. 2010)
 - Further cost/income ratio improvement (-0.6pt) at 58.2%, amongst the best in the market
 - Cost of risk stable



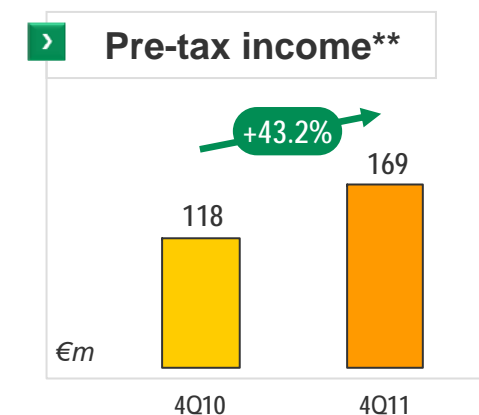
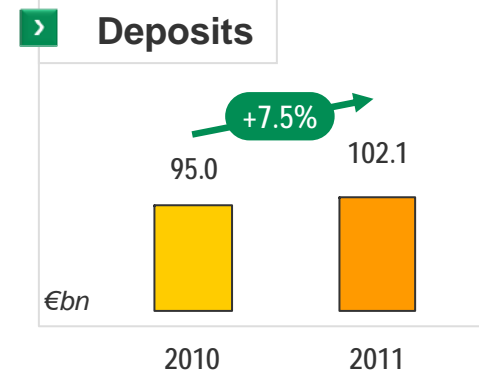
Positive performance by BNL bc in 2011

* Including 100% of Italian Private Banking; ** For peers (Unicredito's, Intesa's, MPS', Banco Popolare's and UBI Banca's retail banking networks in Italy), figures relate to 9M11; *** Including 2/3 of Italian Private Banking



BeLux Retail Banking - 2011

- Actively supporting clients in achieving their plans
 - Deposits: good performance (+7.5% vs. 2010) driven by current accounts (+8.9% vs. 2010) and savings accounts (+7.5% vs. 2010)
 - Loans: individuals (+7.2% vs. 2010); corporates (+2.3% vs. 2010, driven by SMEs)
- Continued to enhance the customer relation organisation
 - Acquisition of Fortis Commercial Finance (Number 1 in factoring in Belgium)
- Revenues*: +4.9% vs. 2010
 - Driven by volume growth
- Pre-tax income**: €819m (+18.9% vs. 2010)
 - Improved cost/income ratio (70.6%) despite bolstering sales and marketing staff
 - Cost of risk contraction



Strong volume and income growth



Retail Banking - Domestic Markets

2012 Action Plan

- Support the economy in all the domestic markets, whilst concurrently fostering deposit gathering
- Individuals
 - Adapt the savings product offering to customers' new requirements and to changes in regulations: more long-term on balance sheet savings, more protection insurance, develop private banking
 - Speed up the release of technological innovations, liaising with Personal Investors, to better serve customers (mobile banking, online banking, contactless payment systems)
 - Roll out a new service: Priority Banking
- Corporates and Small Businesses
 - Complete the roll out of the Small Business Centres in France and Italy
 - Develop leasing solutions (Leasing, Arval) particularly to support investments from SMEs
 - Launch of the "Working Capital Management" campaign in Belgium
- Improve operating efficiency: plans for cost-cutting to 2014 launched in Italy, Belgium and Luxembourg

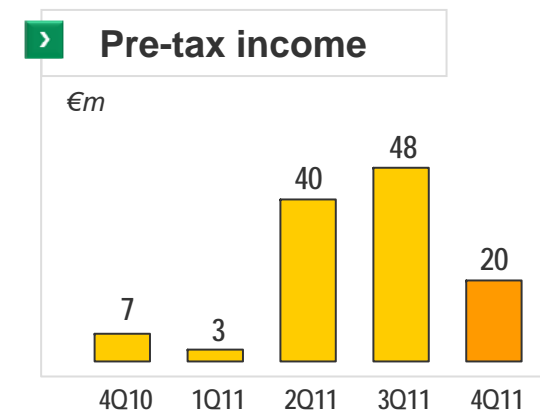
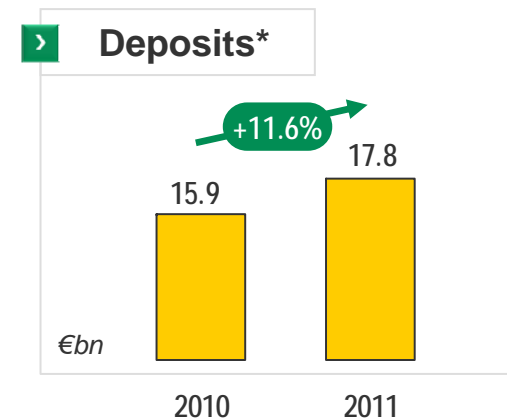


**Support customers throughout the crisis
and through regulatory changes**



Europe-Mediterranean - 2011

- Good Sales and Marketing Drive
 - Deposits: + 11.6%* vs. 2010, very good growth in most countries, especially Turkey
 - Loans: + 7.3%* vs. 2010, -18.9%* in Ukraine
- Turkey: TEB integration plan ahead of schedule (operational merger successful and streamlining of the network completed)
- Revenues: +0.7%* vs. 2010
 - +2.1%* excluding Ukraine
 - +10.6%* for the Mediterranean
- Operating expenses: +4.5%* vs. 2010
 - 46 branches opened in the Mediterranean (32 in Morocco)
- Pre-tax income: €111m (+29.1% vs. 2010)
 - Sharp cost of risk contraction (-25.2%*)



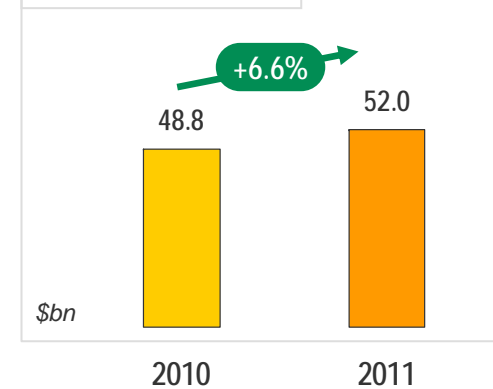
> **Continued to pursue selective business development**



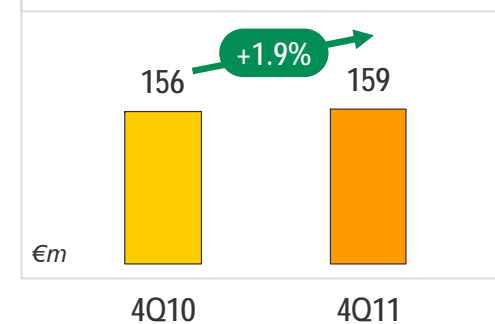
BancWest - 2011

- Dynamic business activity in a gradually improving environment
 - Deposits: +6.6%* vs. 2010
 - Loans: -0.8%* vs. 2010, decrease in mortgage loans but rebound in corporate loans (+7.0%* vs. 2010)
- Expanded the customer relation organisation
 - Launch of mobile banking services
 - Introduction of Wealth Management organisation: 40 private client advisors hired and 5 Wealth Management Centres opened
- Revenues: +0.5%* vs. 2010
 - Impact of regulatory changes** on commissions
- Pre-tax income: €691m (+26.7%* vs. 2010)
 - Despite the increase in costs due to regulatory changes
 - Strong cost of risk contraction

> Deposits*



> Pre-tax income

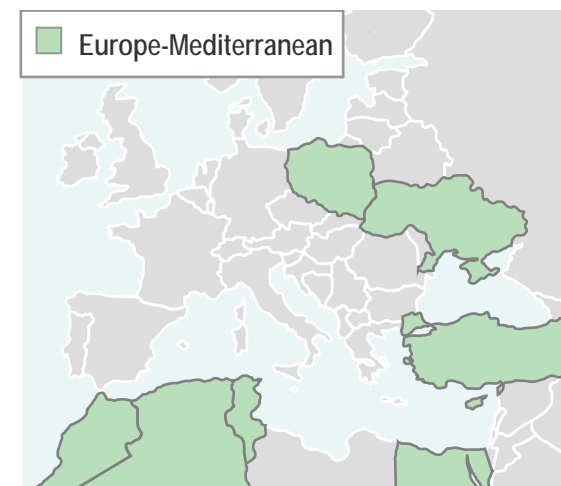


> **Strong rebound in the contribution to Group's results**



Retail Banking - Non Euro Zone 2012 Action Plan

- BancWest: benefit from a more favourable economic environment
 - Continue to roll-out the Wealth Management offering following the start in 2011
 - Capitalize on business investments in the SME and Corporate segments
- Europe-Mediterranean: deploy the integrated model on a selected basis
 - Develop cross-business platforms (Multichannel, Fixed Income, etc.)
 - Keep operating costs under control
- Turkey: consolidate the position in an attractive market
 - Complete the business plan
 - Reap the full benefit of cross-selling with Investment Solutions (Wealth Management and Insurance) and CIB (Trade Finance and Fixed Income)

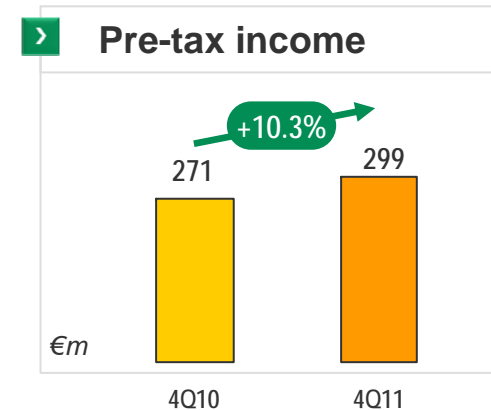


Reap the benefit of selective business development plans



Personal Finance - 2011

- France: “greater access and less excess”
 - Give people on temporary employment contracts access to credit
 - Responsible lending®: preventive solutions for customers facing difficulties
- Cetelem Banque: deposit gathering and sale of protection insurance products (over 25,000 clients at the end 2011)
- Mortgages: implementation of adaptation plans
 - Integration with domestic markets
 - Discontinuation of the other business activities, except the partnership with Santander
- Russia: partnership deal signed with Sberbank in December (expected to start in 3Q12)
 - JV with 30% interest with Russia’s leading bank
 - Consumer lending at point of sales
- Revenues: +1.4% vs. 2010
 - Consolidated outstandings up (+5.4%) and impact of new regulations in Europe
- Pre-tax income: €1,193m (+33.9% vs. 2010)
 - Cost of risk contraction



A socially responsible player that adjusts its business model



Personal Finance 2012 Action Plan

- France: continue changing the business model
 - Sell savings and protection insurance products: target of 80,000 contracts and 100 million euros in asset gathering
 - Action to facilitate access to credit in the new regulatory environment
 - Start implementing business alliance with BPCE
- Italy: roll-out the Cetelem bank model (Findomestic Banca)
 - Upgrade customer relation management
 - Market deposit accounts
 - Develop marketing of BNL bc mortgages and current accounts and Cardif insurance products
- Develop sources of growth
 - Germany, Brazil, Central Europe, Russia
 - Belgium: new partnership alliance with the Banque de la Poste
 - PF Inside entities in the Bank in emerging countries



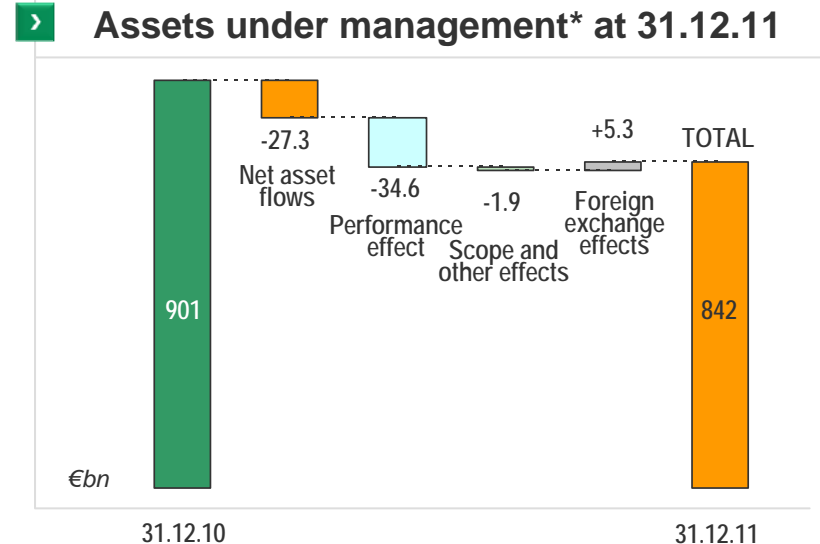
Adapt the models to the new environment



Investment Solutions

Asset Inflows and Assets under Management

- Assets under management: €842bn as at 31.12.11
 - -6.5% vs. 31.12.10; -1.0% vs. 30.09.11
 - Impact of falling stock markets in 2H11
- Significant asset outflows in Asset Management (-€35.7bn vs. 31.12.10)
 - General context of asset outflows in Continental Europe
 - Asset inflows in Asia Pacific and in the Middle East
- Net asset inflows in the other business units
 - Wealth Management (+€3.5bn): especially in the domestic markets and in Asia
 - Personal Investors (+€1.7bn): very solid performance in Germany
 - Insurance (+€2.4bn): good business in Belgium, in Luxembourg and in Asia

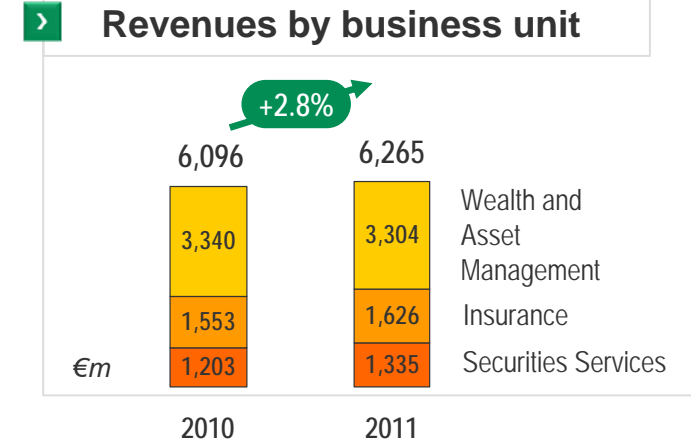


➤ **Mixed performances
in an unfavourable market environment**



Investment Solutions - 2011

- Sales and marketing drive in markets with strong potential
 - Securities Services: successful roll-out in Asia (won new mandates)
 - Insurance: grew protection insurance outside France (gross written premiums +14% vs. 2010)
 - Wealth Management: success of the joint venture model with the Group's networks
- Asset Management: strategic reorientation
 - Revenues: -9.9% vs. 2010; -19.8% vs. 4Q10 (sharp decline in assets under management)
 - Implementation of the adaptation plan (cost: -€46m in 4Q11)
 - Focus on institutional clients and emerging regions
- Other business units: revenues +5.9% vs. 2010
 - WAM excluding Asset Management: +3.9% vs. 2010; -4.2% vs. 4Q10
 - Insurance: +4.7% vs. 2010
 - Securities Services: +11.0% vs. 2010
- Cost optimisation programmes in all the business units
- Pre-tax income: €1,573m (-20.6% vs. 2010)
 - Excluding the impact of Greece: -5.8% vs. 2010



➤ **Resilience of the business in a challenging environment**



Investment Solutions 2012 Action Plan

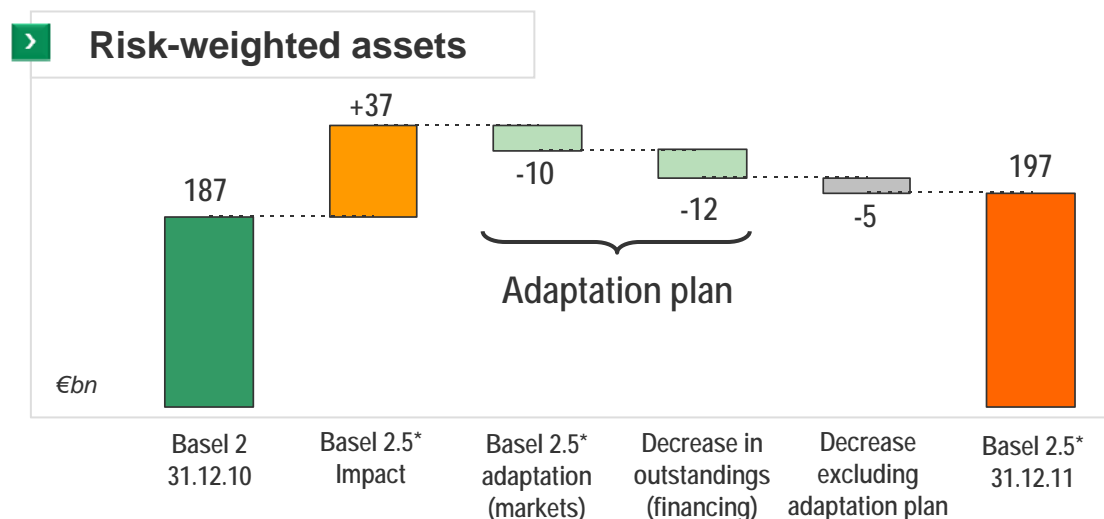
- Continue the turnaround of Asset Management
 - Further cost cutting (-10% vs. 2011)
 - Speed up the process of developing high value-added products: emerging markets debt and equity, alternative investments with THEAM
 - Focus efforts on Asia Pacific, Middle East and Latin America
 - Strengthen the service offering geared to institutional clients
- Bolster presence in fast-growing markets
 - Priority on business development in Asia Pacific (Wealth Management, Securities Services)
 - Grow protection insurance in the Insurance business line
- Continue to implement cross-business approaches to enhance growth and optimisation
 - Between the Investment Solutions business units
 - With Retail Banking and CIB
 - Expand BNP Paribas Real Estate within the Group

 **Continue adaptation and development
in order to fully benefit from structural strengths in the medium term**



Corporate and Investment Banking Adaptation Plan - 2011

- Sharp reduction in funding needs in USD: -\$57bn in 2H11
 - Target raised from \$60bn to \$65bn by the end of 2012
- Reduction in risk-weighted assets: -€22bn as a result of the adaptation plan
 - Moderate impact of Basel 2.5* due to the limited weight of market related risks and the adaptation of the businesses

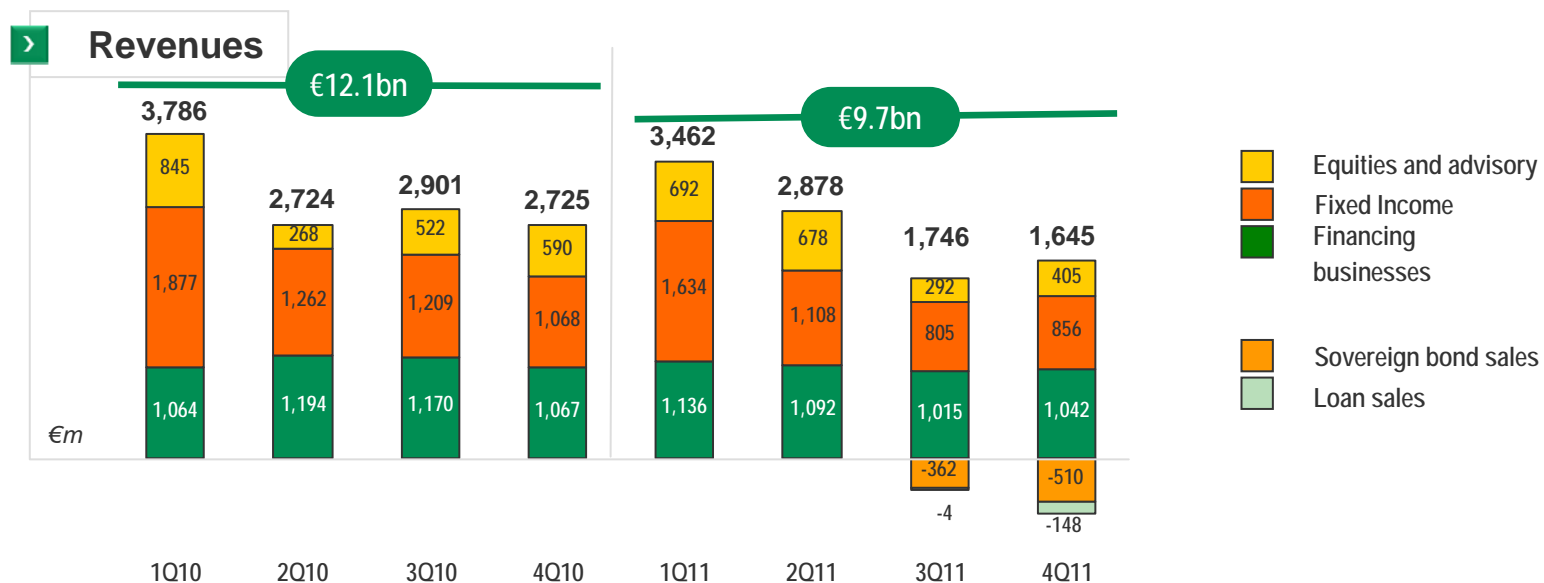


- Pre-tax income: €3,610m (-32.9% vs. 2010)
 - Income in 4Q11: break-even (€6m) despite one-off items

> CIB rapidly adapting to the new environment



Corporate and Investment Banking Revenues - 2011



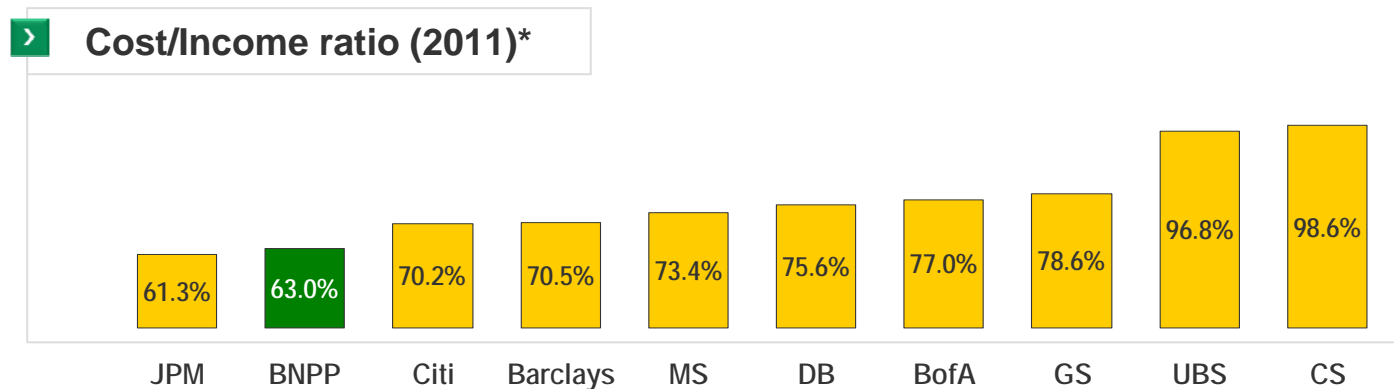
- Revenues declined (-19.8% vs. 2010) in a challenging business environment
 - Deepening of the eurozone crisis since the summer
 - Losses from sovereign bond sales: €872m, of which €510m in 4Q11 (of which €450m in October)
 - Impact of the adaptation plan: €152m in losses from loan sales in the financing businesses (of which €4m in 3Q11 and €148m in 4Q11)

> Impact of the crisis and of the adaptation plan



Corporate and Investment Banking Operating Expenses - 2011

- 2011 cost/income ratio: 63%



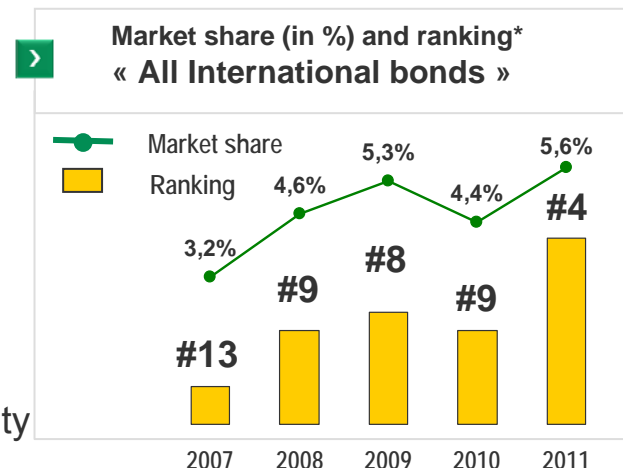
- Workforce adaptation plan
 - 40% already ongoing at a cost of €184m in 4Q11
- Regionalisation of the organisation for better proximity

> Operating efficiency maintained at the best level



Corporate and Investment Banking Capital Markets - 2011

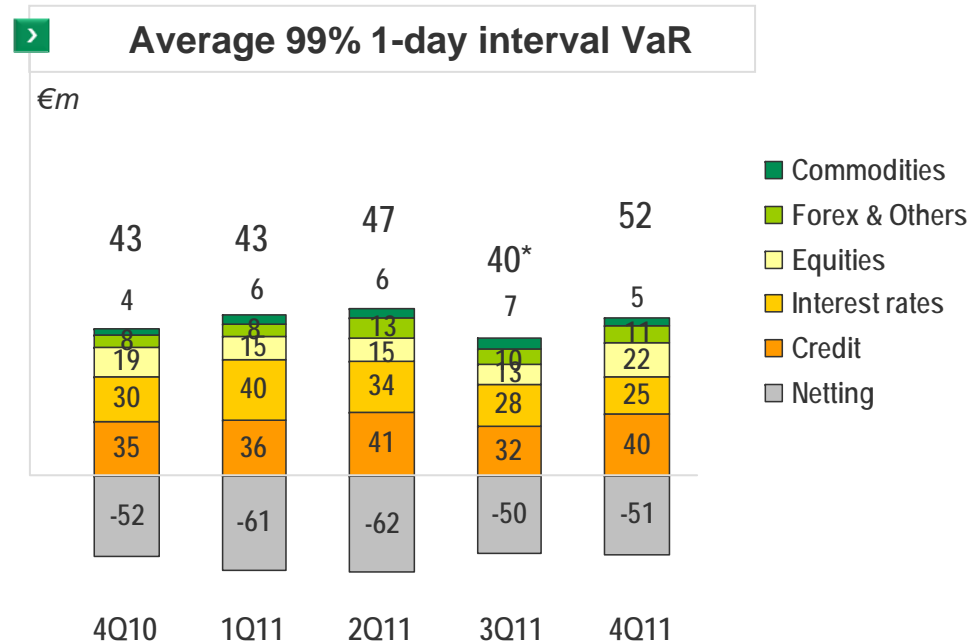
- Actively supporting clients in the markets (financing, hedging and advisory needs)
 - # 1 All Bonds in Euros, 264 transactions raising €72.9bn in 2011*
 - # 2 in Equity-linked issues in EMEA**
 - # 9 in Europe for M&A completed deals*
- Revenues: €5,598m (-26.7% vs. 2010)
 - -15.3% vs. 2010 excluding losses from sovereign bond sales (-€872m)
 - Fixed Income excluding this impact: -18.8%, limited liquidity and high volatility due to concerns over the eurozone
 - Equities and Advisory: -7.0% vs. 2010, good resilience of client business despite falling markets
- Operating expenses: -8.2% vs. 2010
 - -12.5% excluding bank levies (€68m) and excluding the cost of the adaptation plan (€135m)
- Pre-tax income: €1,272m (-51.3% vs. 2010)
 - Loss in 4Q11 due to sovereign bond sales and the adaptation plan; excluding these effects, +€277m



Resilience of client business in unfavourable markets



Corporate and Investment Banking Market Risks - 2011



* Including BNP Paribas Fortis integrated as of 01.07.2011
(BNP Paribas Fortis: average VaR €3.7m in 4Q11)

- Low level of VaR, but up in 4Q11 over the preceding quarters
 - Impact of market parameters due to high levels of volatility
 - No day of losses greater than VaR in 2011

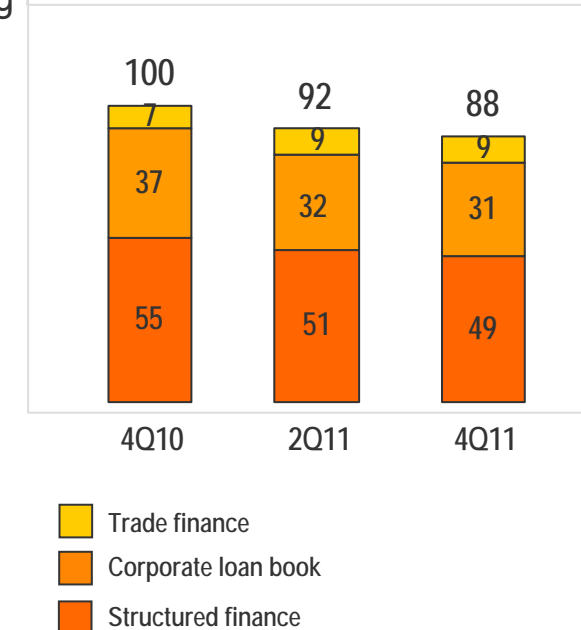


Corporate and Investment Banking Financing Businesses - 2011

- Adapting the business to the new market environment
 - Financing: decline in the origination of long-term loans in dollars starting in 3Q11, developing advisory and structuring
 - Growth in Cash Management: expanded client resources, especially in Europe and Asia
- Revenues: €4,133m (-8.1% vs. 2010)
 - -4.7% vs. 2010 excluding the impact of losses from asset sales in connection with the plan (€5.2bn, at a cost of €152m)
 - Depreciation of the dollar (-4.8% vs. 2010 average)
- Operating expenses: +1.1% vs. 2010
 - -3.2% excluding bank levies (€25m) and cost of the adaptation plan (€49m in 4Q11)
- Pre-tax income: 2,338m (-15.5% vs. 2010)
 - €374m in 4Q11 (-37.1% vs. 4Q10)

Commitments in favour of corporate clients

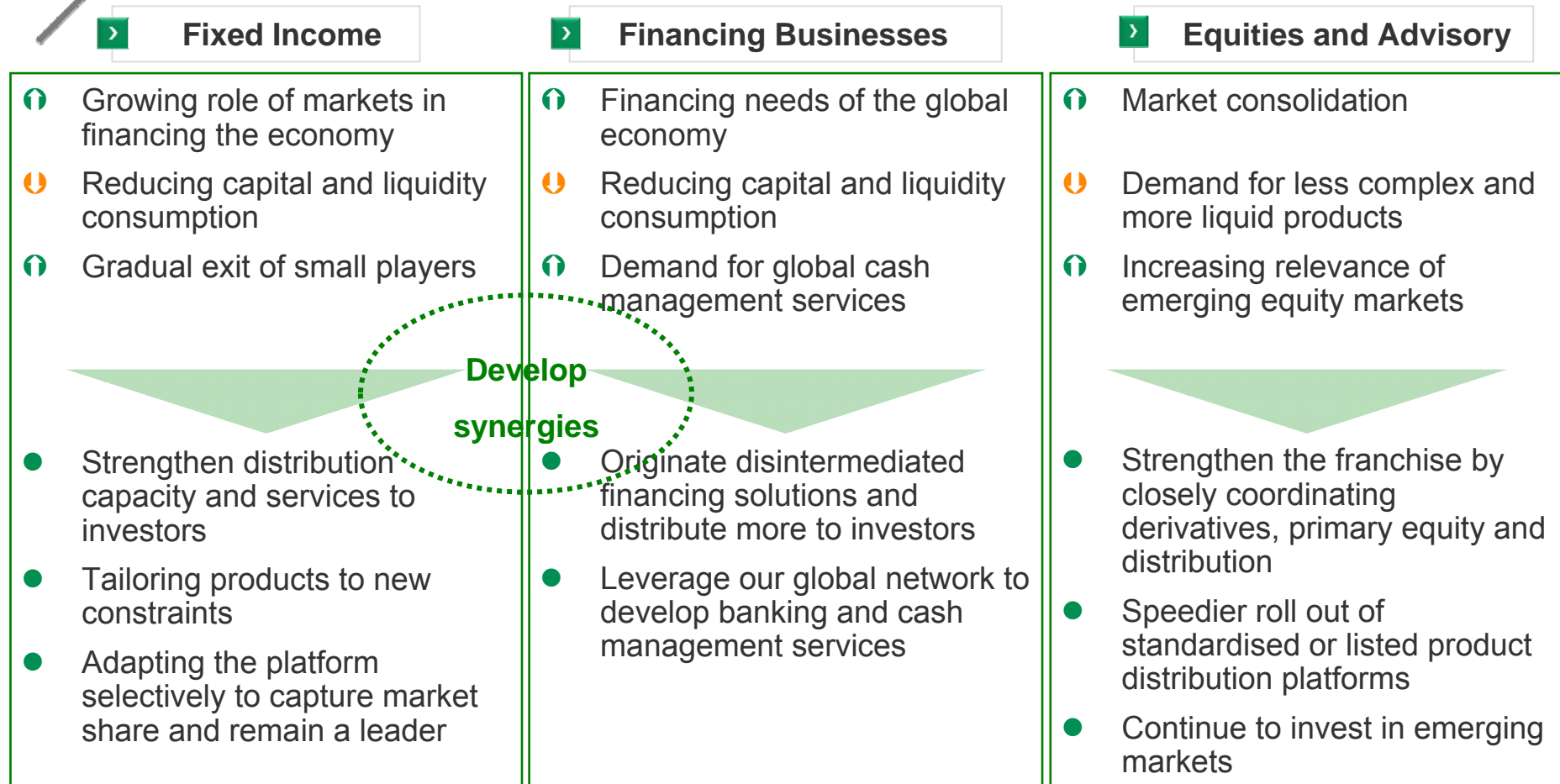
(basis of 100 as at 31.12.2010)



➤ **Business units repositioned in a new environment**



Corporate and Investment Banking Structural Adaptation Plan (1/2)



➤ **A more disintermediated but still balanced model for better efficiency in the new environment**



Corporate and Investment Banking Structural Adaptation Plan (2/2)

- Further impact of non-recurring items in 2012
 - Restructuring costs: still a further €200m to be booked, generating about €450m in savings on a full year basis
 - Losses from disposals: about -€650m expected
- A business that will be transformed going forward by
 - The loss of recurring revenues from deleveraging (about -€1.4bn expected, before the positive impact of repricing)
 - Increasingly stringent regulations
- One of the few European CIBs in a favourable position in the new disintermediated environment
 - Critical mass and global reach
 - A customer approach already based on long-term relationship and the support of 4 domestic markets
 - Expertise of teams recognised by the market



Strong momentum to adapt CIB rapidly



Group Summary

Summary by Division

Conclusion

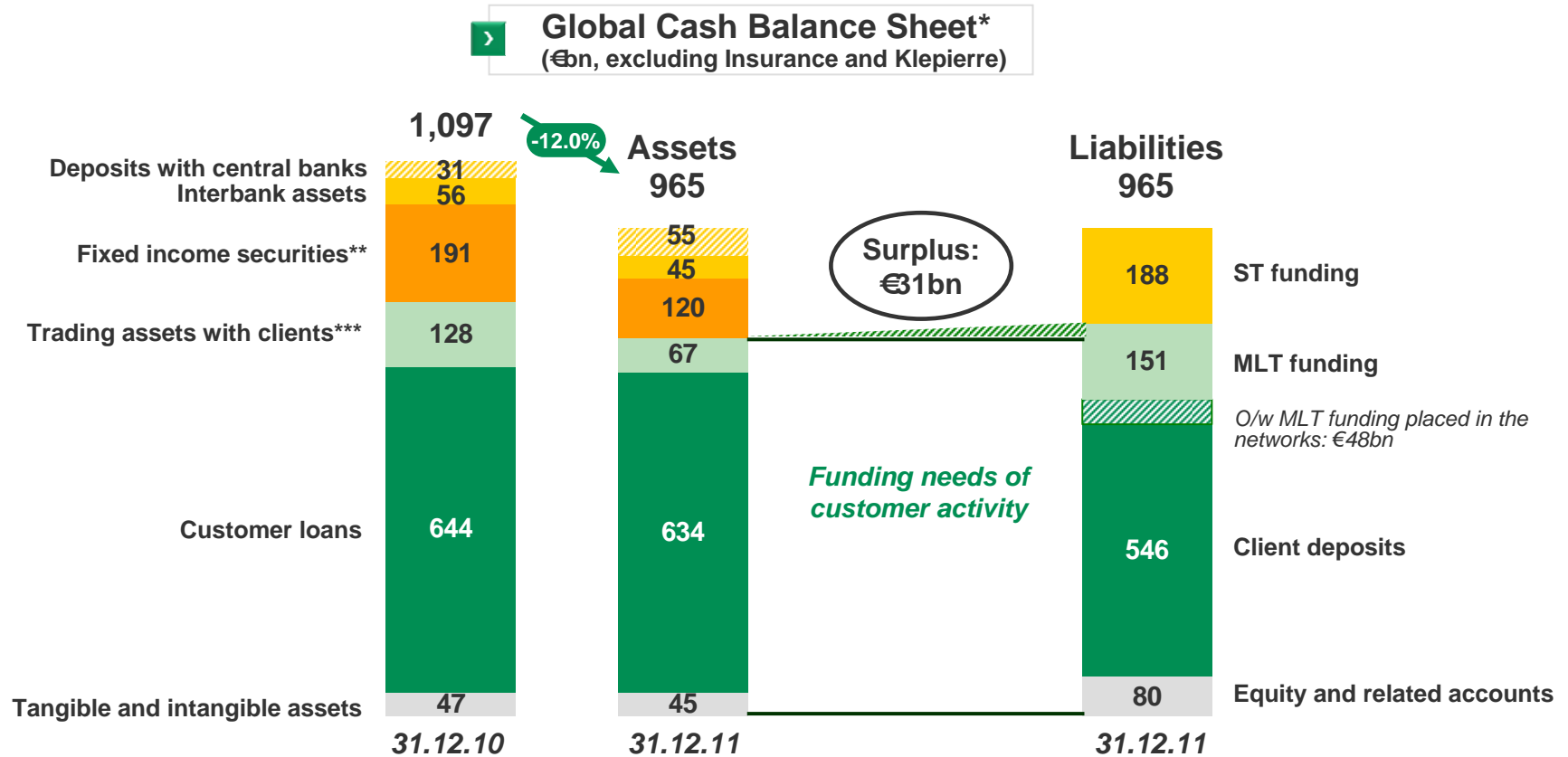
4Q11 Detailed Results

Appendix



BNP Paribas, a Solid Bank

A Well Structured Balance Sheet



Rapid adjustment to the new regulatory and market environment

* Balance sheet with netted amounts for derivatives, repos, securities lending/borrowing and payables/receivables;

Including HQLA; * With netted amounts for derivatives, repos and payables/receivables



BNP Paribas, a Solid Bank

Liquidity

Liquidity buffer as at 31.12.11

€bn

258

98

Additional assets
(Repo, monetary policy,
clearing systems)

160

Deposits with
Central Banks

55

Unencumbered
assets eligible to
central banks*

105

Available
Liquidity

- Liquid asset reserves immediately available: €160bn*
 - Accounting for ~85% of short-term wholesale funding
 - Of which \$66bn



Solid liquidity reserves

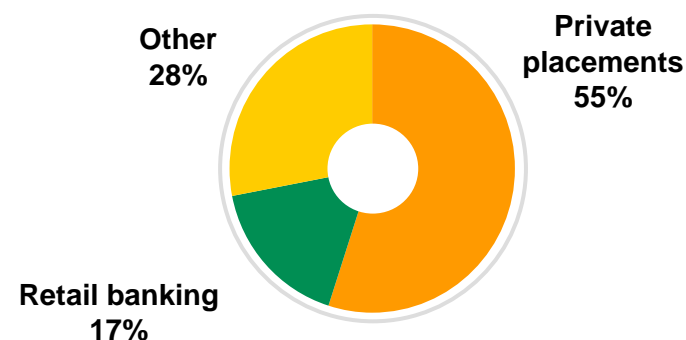


BNP Paribas, a Solid Bank

2012 Medium/Long-Term Funding

- 2012 MLT Programme: €20bn
 - Requirements reduced due to the adaptation plan
- €5bn completed* as at 31 January 2012
 - Average maturity of 6.7 years
 - At mid-swap +122 bp
 - Through private placements, distribution in the networks and the CRH**
- 2012 programme achievable without the need to resort to public issues

2012 MLT Structure – €5bn – Breakdown by source



Continued access to medium/long-term diversified funding despite the crisis

**Including issues at the end of 2011 on top of the €43bn completed under the 2011 programme;*

***Caisse de Refinancement de l'Habitat: France's home loan refinancing entity*

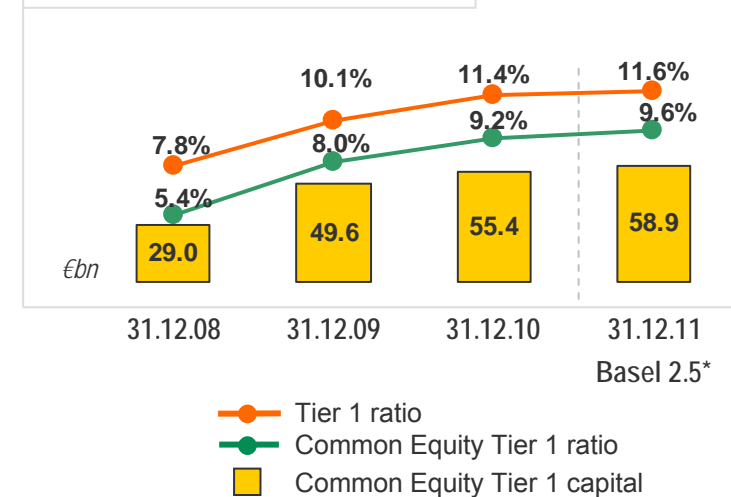


BNP Paribas, a Solid Bank

Solvency

- Basel 2.5* CET1 ratio: 9.6% as at 31.12.2011
 - Pro forma Basel 2: 10.1% (+90bp vs. 31.12.2010)
- Target set by the EBA (CET1 ratio at 9% as at 30.06.2012) already reached
 - 9.2% after deducting 40bp for European sovereign debt held, as requested by the EBA
- Shareholders' Equity
 - Common equity Tier 1: doubled vs. 2008 thanks in part to retaining most of the earnings
- Basel 2.5* risk-weighted assets: €614bn
 - Impact of the switch to Basel 2.5*: +€32bn, essentially in Capital Markets (vs. €40bn before adaptation)
 - Adaptation plan: -€25bn, including -€8bn from adapting to Basel 2.5*

> Solvency ratios

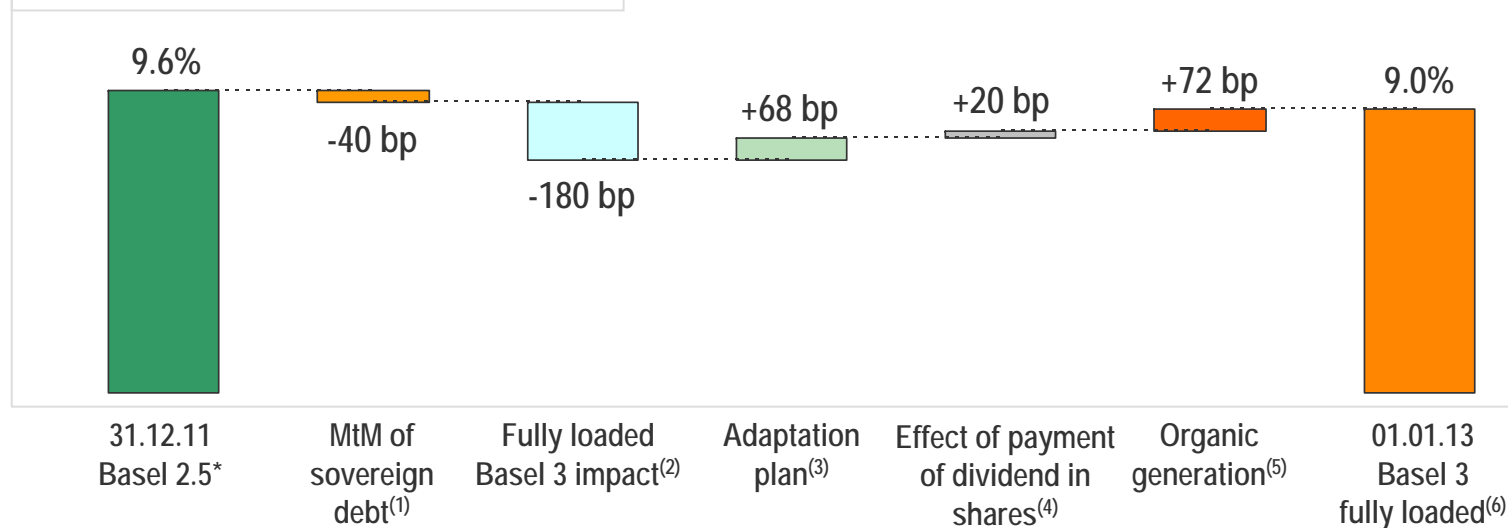


> **Strong solvency, reinforced each year**



BNP Paribas, a Solid Bank Switch to Basel 3

> Common equity Tier 1 ratio



(*) CRD3

(1) Retained at -40bp under the convention (as an extension of the EBA rule for June 30)

(2) According to CRD4 as anticipated by BNP Paribas as at 31.01.2012, excluding mark-to-market of sovereign debt

(3) 100bp (total plan) - 32pb (completed in 2011)

(4) Assumption that on average 50% of the dividend is paid in shares for both 2011 and 2012

(5) Based on 2012 net income published by the Bloomberg consensus on 10.02.12, after a 25% dividend distribution assumption

(6) Given assumptions (1) to (5)

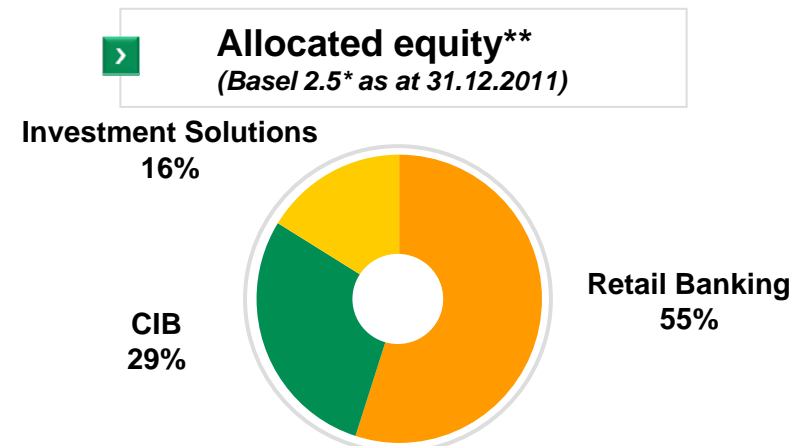
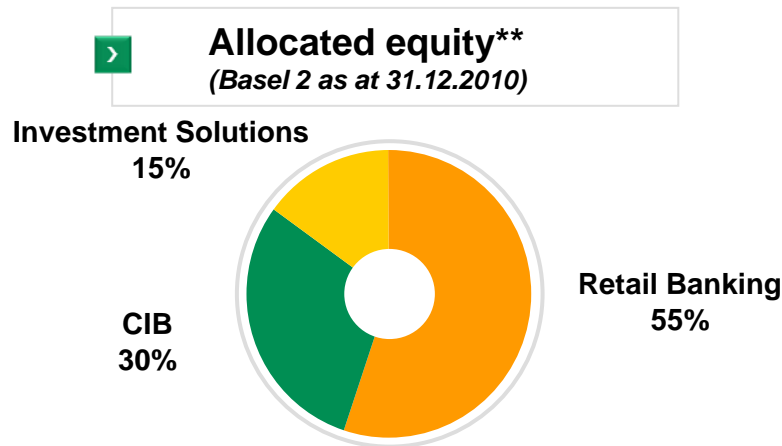
> **Target: Basel 3⁽⁶⁾ 9% common equity Tier 1 ratio (fully loaded) on 01.01.13**



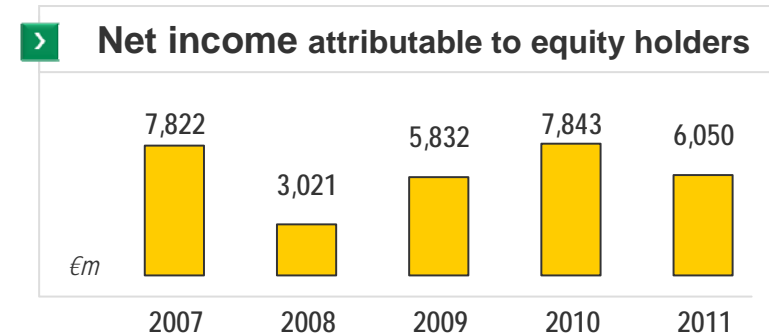
BNP Paribas, a Solid Bank

Balanced Portfolio of Activities

- Balance maintained after the switch to Basel 2.5*
 - Allocated equity: 1/2 Retail, 1/3 CIB, 1/6 Investment Solutions



- Continued generating profits during the crisis

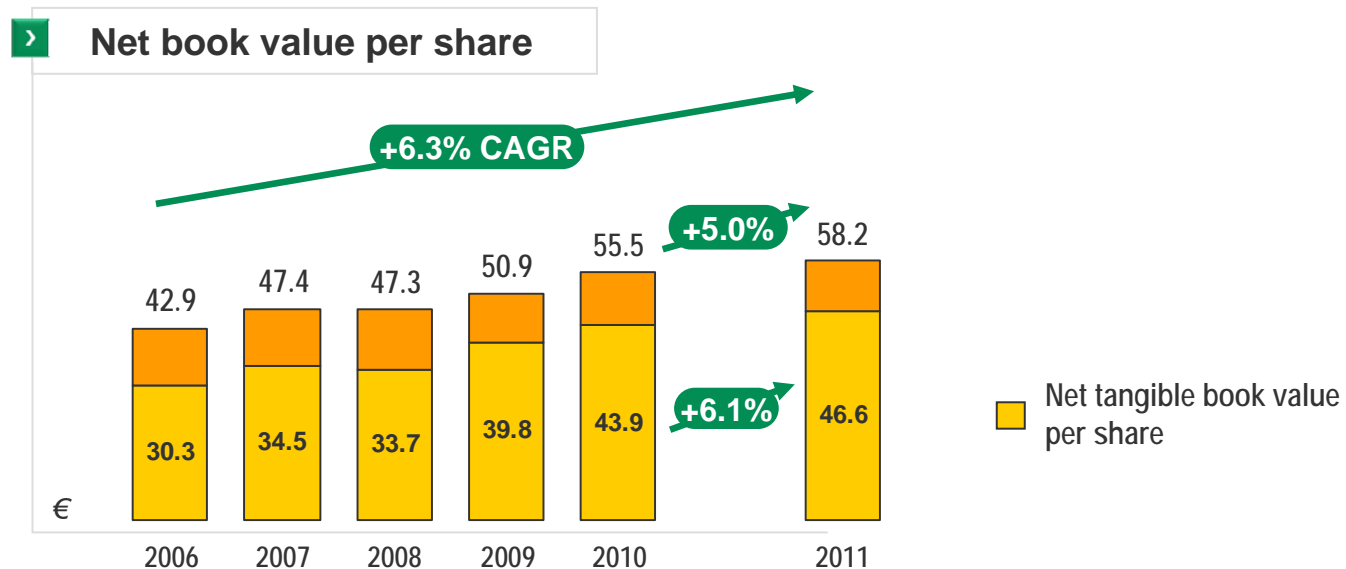


Balanced portfolio of activities: stabilising factor



BNP Paribas, a Solid Bank

Net Book Value per Share



**A model generating robust growth
of the net book value throughout the cycle**

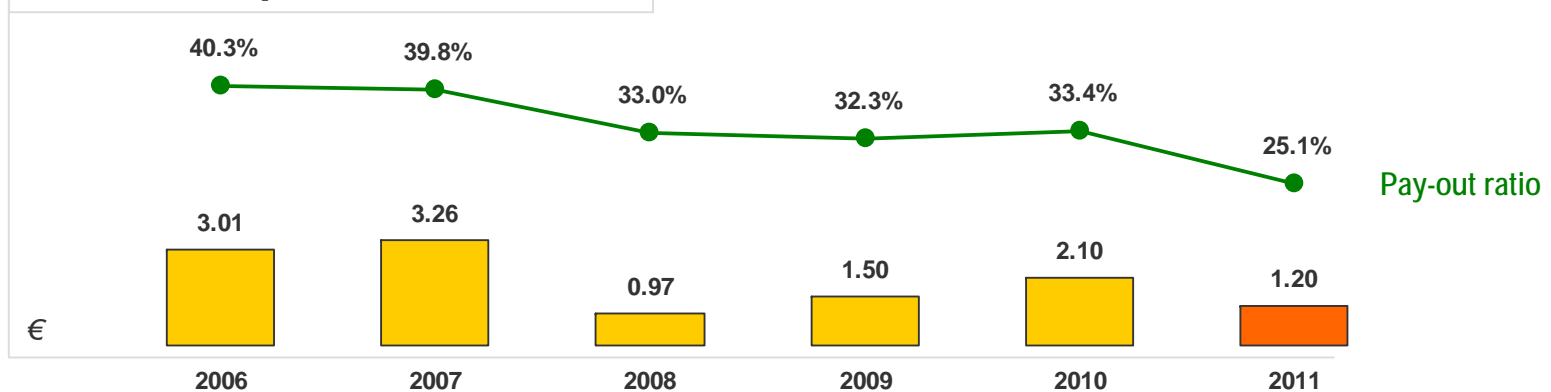


BNP Paribas, a Solid Bank

Priority on Reinforcing Shareholders' Equity

- Dividend*: €1.20 per share
 - 2011 pay-out ratio: 25.1%
 - Option to receive payment in shares

> Dividend per share



> **At least 3/4 of 2011 profits reinvested in the company to maintain its ability to provide financing to clients**

** Subject to shareholder approval, shares will go ex-dividend on 30 May 2012 and the dividend will be paid in cash or in shares on 26 June 2012*



2012 Action Plan



Financial strength

- Solvency: begin 2013 well-positioned compared to the competition
- Complete the deleveraging plan
- Consolidate liquidity by increasing the surplus of stable funding by currency



Business development

- Domestic markets: expand cross-selling and innovation
- Bolster our businesses in fast-growing regions, especially in Asia Pacific
- Capitalise on a global organisation, leading market positions and strong customer relations



Operating efficiency

- Promote synergies between various business units
- Invest on a selective basis, in particular to grow distribution
- Streamline platforms



A year fully dedicated to laying the foundations to be well positioned for 2013



Conclusion



**Good operating performances
especially in retail banking**



**Rapid adaptation
to the new regulatory environment**



**A solid bank,
well positioned to service and finance its clients**



Group Summary

Summary by Division

Conclusion

4Q11 Detailed Results

Appendix



BNP Paribas Group - 4Q11

<i>€m</i>	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	9,686	10,320	-6.1%	10,032	-3.4%	42,384	43,880	-3.4%
Operating Expenses and Dep.	-6,678	-6,887	-3.0%	-6,108	+9.3%	-26,116	-26,517	-1.5%
Gross Operating Income	3,008	3,433	-12.4%	3,924	-23.3%	16,268	17,363	-6.3%
Cost of Risk	-1,518	-1,162	+30.6%	-3,010	-49.6%	-6,797	-4,802	+41.5%
Operating Income	1,490	2,271	-34.4%	914	+63.0%	9,471	12,561	-24.6%
Share of Earnings of Associates	-37	89	n.s.	-20	+85.0%	80	268	-70.1%
Other Non Operating Items	-127	-7	n.s.	54	n.s.	100	191	-47.6%
Non Operating Items	-164	82	n.s.	34	n.s.	180	459	-60.8%
Pre-Tax Income	1,326	2,353	-43.6%	948	+39.9%	9,651	13,020	-25.9%
Corporate Income Tax	-386	-469	-17.7%	-240	+60.8%	-2,757	-3,856	-28.5%
Net Income Attributable to Minority Interests	-175	-334	-47.6%	-167	+4.8%	-844	-1,321	-36.1%
Net Income Attributable to Equity Holders	765	1,550	-50.6%	541	+41.4%	6,050	7,843	-22.9%
Cost/Income	68.9%	66.7%	+2.2 pt	60.9%	+8.0 pt	61.6%	60.4%	+1.2 pt

- Corporate income tax: average rate of 28.5% in 2011 vs. 30.1% in 2010



Impact of Greek Sovereign Debt Impairment

- 2Q11: restructured debt impairment in the P&L (-21%) in accordance with the 21 July 2011 plan
- 3Q11: additional impairment in the P&L bringing the total provision to 60% of the entire exposure as a result of the new 27 October 2011 plan
- 4Q11: additional impairment in the P&L bringing the total provision to 75% of all exposure

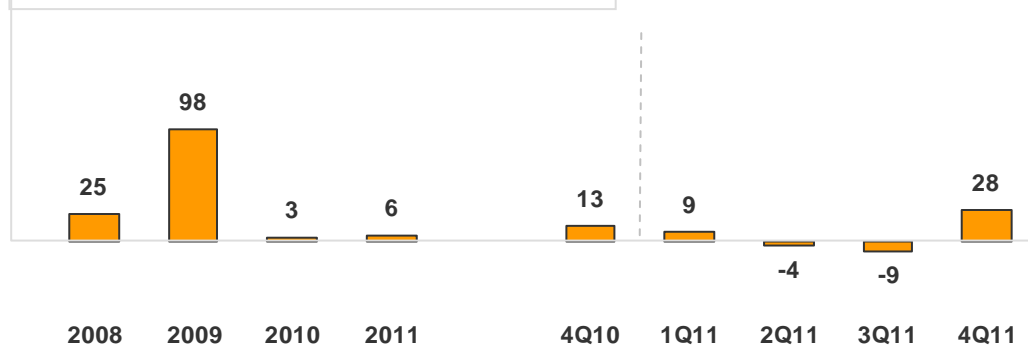
	> 4Q11	> 3Q11	> 2Q11	> Total
● Cost of risk	-€567m	-€2,141m	-€534m	-€3,241m
■ O/w Bank <i>(booked in the « Corporate Centre »)</i>	-€551m	-€2,094m	-€516m	-€3,161m
■ O/w Insurance	-€16m	-€47m	-€17m	-€80m
● Associated companies	-€72m	-€116m	-€26m	-€213m



Variation in the Cost of Risk by Business Unit (1/3)

Net provisions/Customer loans (in annualised bp)

CIB Financing businesses



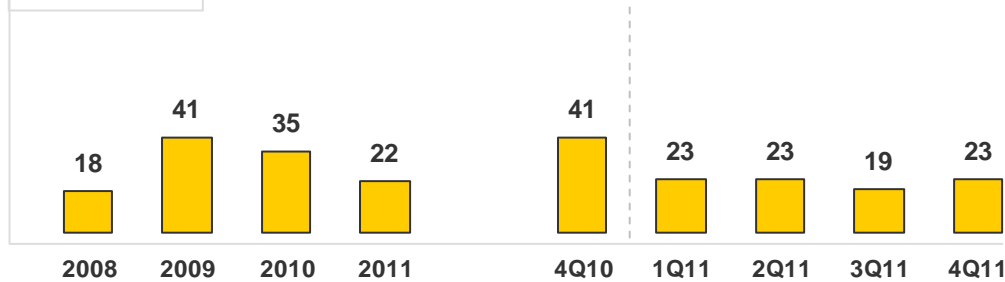
- Cost of risk: €105m
- Slight increase in specific provisions at the end of the year



Variation in the Cost of Risk by Business Unit (2/3)

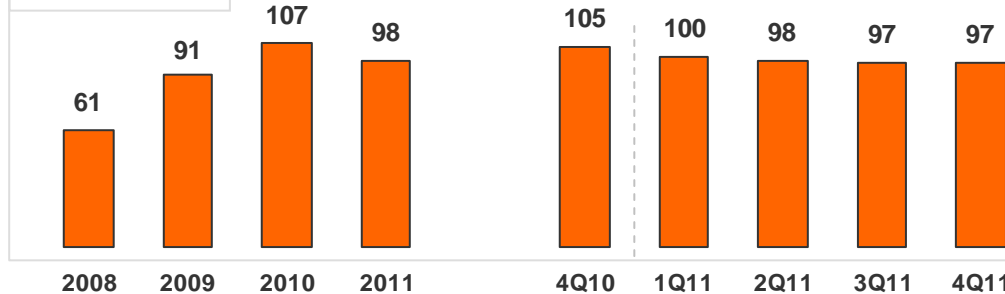
Net provisions/Customer loans (in annualised bp)

> FRB



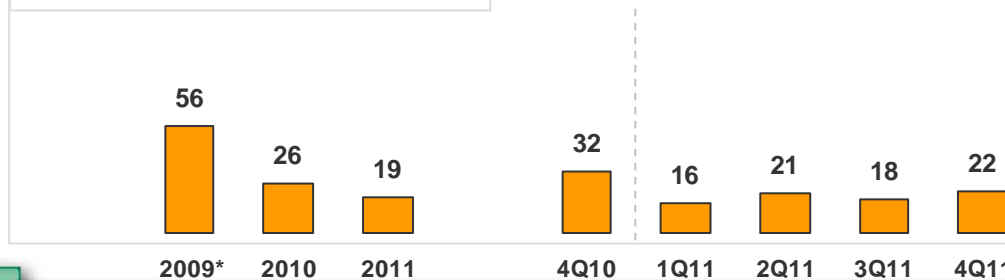
- Cost of risk: €85m
 - -€57m vs. 4Q10
 - +€16m vs. 3Q11
- Cost of risk still at a particularly low level

> BNL bc



- Cost of risk: €203m
 - Stability vs. 4Q10
 - +€5m vs. 3Q11
- Stability maintained this quarter

> BeLux Retail Banking



- Cost of risk: €49m
 - -€18m vs. 4Q10
 - +€9m vs. 3Q11
- Cost of risk still at a particularly low level

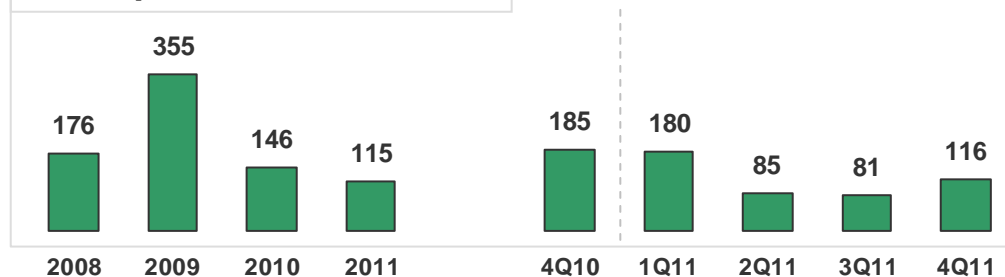
* Pro forma



Variation in the Cost of Risk by Business Unit (3/3)

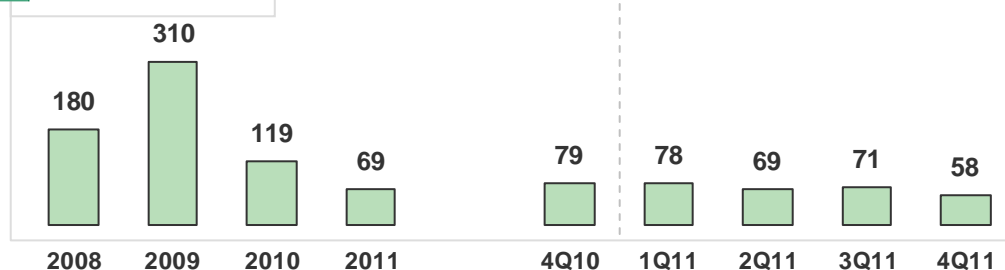
Net provisions/Customer loans (in annualised bp)

> Europe-Mediterranean



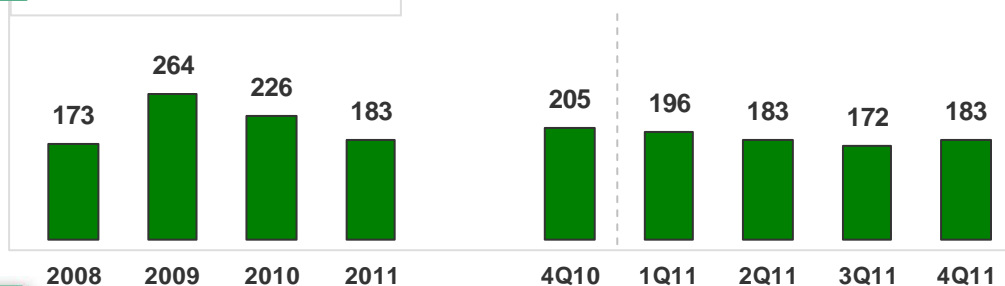
- Cost of risk: €70m, additional provision and sale of doubtful loans in Ukraine
 - -€39m vs. 4Q10
 - +€22m vs. 3Q11

> BancWest



- Cost of risk: €56m
 - -€19m vs. 4Q10
 - -€7m vs. 3Q11
- Continued improvement of the economic environment

> Personal Finance



- Cost of risk: €412m
 - -€26m vs. 4Q10
 - +€22m vs. 3Q11 (of which +€75m Laser Cofinoga)
- Continued improvement for virtually all countries, excluding Laser Cofinoga



Retail Banking - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	5,962	5,940	+0.4%	5,961	+0.0%	24,099	23,749	+1.5%
Operating Expenses and Dep.	-3,849	-3,748	+2.7%	-3,644	+5.6%	-14,681	-14,379	+2.1%
Gross Operating Income	2,113	2,192	-3.6%	2,317	-8.8%	9,418	9,370	+0.5%
Cost of Risk	-918	-1,094	-16.1%	-845	+8.6%	-3,568	-4,497	-20.7%
Operating Income	1,195	1,098	+8.8%	1,472	-18.8%	5,850	4,873	+20.0%
Associated Companies	36	21	+71.4%	52	-30.8%	165	107	+54.2%
Other Non Operating Items	61	-4	n.s.	31	+96.8%	96	20	n.s.
Pre-Tax Income	1,292	1,115	+15.9%	1,555	-16.9%	6,111	5,000	+22.2%
Income Attributable to IS	-46	-47	-2.1%	-45	+2.2%	-207	-191	+8.4%
Pre-Tax Income of Retail Banking	1,246	1,068	+16.7%	1,510	-17.5%	5,904	4,809	+22.8%
Cost/Income	64.6%	63.1%	+1.5 pt	61.1%	+3.5 pt	60.9%	60.5%	+0.4 pt
Allocated Equity (€bn)						25.9	25.1	+2.9%

*Including 100% of French, Italian and Belgian Private Banking (excluding PEL/CEL effects),
for the Revenues to Pre-tax Income line items*



French Retail Banking - 4Q11

Excluding PEL/CEL Effects

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	1,680	1,676	+0.2%	1,730	-2.9%	6,968	6,849	+1.7%
<i>Incl. Net Interest Income</i>	996	973	+2.4%	1,025	-2.8%	4,097	4,003	+2.3%
<i>Incl. Commissions</i>	684	703	-2.7%	705	-3.0%	2,871	2,846	+0.9%
Operating Expenses and Dep.	-1,190	-1,171	+1.6%	-1,168	+1.9%	-4,573	-4,514	+1.3%
Gross Operating Income	490	505	-3.0%	562	-12.8%	2,395	2,335	+2.6%
Cost of Risk	-85	-142	-40.1%	-69	+23.2%	-315	-482	-34.6%
Operating Income	405	363	+11.6%	493	-17.8%	2,080	1,853	+12.3%
Non Operating Items	1	1	+0.0%	1	+0.0%	3	4	-25.0%
Pre-Tax Income	406	364	+11.5%	494	-17.8%	2,083	1,857	+12.2%
Income Attributable to IS	-28	-28	+0.0%	-28	+0.0%	-124	-116	+6.9%
Pre-Tax Income of French Retail Bkg	378	336	+12.5%	466	-18.9%	1,959	1,741	+12.5%
Cost/Income	70.8%	69.9%	+0.9 pt	67.5%	+3.3 pt	65.6%	65.9%	-0.3 pt
Allocated Equity (€bn)						6.0	5.8	+4.0%

Including 100% of French Private Banking for Revenues to Pre-Tax Income line items

- Revenues: +0.2% vs. 4Q10
 - Net interest income: +2.4% vs. 4Q10 driven by volume growth
 - Fees: -2.7% vs. 4Q10, decline in bank card fees mandated by the French Antitrust Regulator
- Operating expenses: +1.6% vs. 4Q10
 - Excluding exceptional profit-sharing and bank levy: -1.0%
- Pre-tax income: +12.5% vs. 4Q10
 - Cost of risk contraction



French Retail Banking Volumes

Average outstandings (€bn)	Outstandings 4Q11	%Var/4Q10	%Var/3Q11	Outstandings 2011	%Var/2010
LOANS	150.2	+6.4%	+1.5%	146.6	+5.2%
Individual Customers	77.9	+5.2%	+0.9%	76.6	+7.0%
Incl. Mortgages	68.2	+5.4%	+0.9%	67.1	+7.6%
Incl. Consumer Lending	9.7	+3.6%	+1.2%	9.5	+2.8%
Corporates	67.5	+7.8%	+2.3%	65.1	+3.1%
DEPOSITS AND SAVINGS	113.6	+5.2%	-1.0%	113.6	+8.4%
Current Accounts	49.6	+4.4%	-1.1%	49.1	+7.2%
Savings Accounts	51.1	+10.7%	-0.3%	50.3	+10.6%
Market Rate Deposits	12.9	-9.7%	-3.3%	14.2	+5.2%

€bn	31.12.11	%Var/ 31.12.10	%Var/ 30.09.11
OFF BALANCE SHEET SAVINGS			
Life insurance	70.2	+0.6%	-0.6%
Mutual funds (1)	66.1	-10.6%	+0.3%

(1) Does not include Luxembourg registered funds (PARVEST). Source: Europerformance.

- **Loans**
 - Individuals: mortgage deceleration compared to record new loans in 4Q10
 - Corporates: sharp growth in working capital loans and rise in capital expenditure loans especially to VSEs and SMEs
- **Deposits**
 - Strong growth in 2011 with consolidation in 4Q11
 - Favourable mix trend
- **Off balance sheet savings: continued re-intermediation from mutual funds to on balance sheet savings products**



BNL banca commerciale - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	796	781	+1.9%	780	+2.1%	3,140	3,060	+2.6%
Operating Expenses and Dep.	-489	-484	+1.0%	-444	+10.1%	-1,829	-1,798	+1.7%
Gross Operating Income	307	297	+3.4%	336	-8.6%	1,311	1,262	+3.9%
Cost of Risk	-203	-203	+0.0%	-198	+2.5%	-795	-817	-2.7%
Operating Income	104	94	+10.6%	138	-24.6%	516	445	+16.0%
Non Operating Items	0	1	n.s.	0	n.s.	0	-2	n.s.
Pre-Tax Income	104	95	+9.5%	138	-24.6%	516	443	+16.5%
Income Attributable to IS	-2	-3	-33.3%	-3	-33.3%	-14	-11	+27.3%
Pre-Tax Income of BNL bc	102	92	+10.9%	135	-24.4%	502	432	+16.2%
Cost/Income	61.4%	62.0%	-0.6 pt	56.9%	+4.5 pt	58.2%	58.8%	-0.6 pt
Allocated Equity (€bn)						5.0	4.8	+3.8%

Including 100% of Italian Private Banking for the Revenues to Pre-tax Income line items

- Revenues: +1.9% vs. 4Q10
 - Net interest income (+3.2% vs. 4Q10): volume growth
 - Fees (-0.1% vs. 4Q10): stability despite the challenging environment
- Pre-tax income: +10.9% vs. 4Q10
 - Costs under control (excluding the bank levy, operating expenses: +0.3% vs. 4Q10)
 - Cost of risk stable



BNL banca commerciale

Volumes

Average outstandings (€bn)	Outstandings 4Q11	%Var/4Q10	%Var/3Q11	Outstandings 2011	%Var/2010
LOANS	73.7	+4.9%	+0.6%	72.6	+4.7%
Individual Customers	32.7	+2.8%	+0.5%	32.4	+2.6%
Incl. Mortgages	22.4	+1.3%	-0.1%	22.4	+1.4%
Incl. Consumer Lending	2.9	+6.4%	+1.3%	2.8	+7.9%
Corporates	41.0	+6.6%	+0.6%	40.2	+6.4%
DEPOSITS AND SAVINGS	31.8	-1.5%	-1.1%	32.0	-3.0%
Individual Deposits	20.9	-2.9%	-0.9%	21.2	-3.2%
Incl. Current Accounts	20.0	-3.3%	-0.1%	20.3	-3.7%
Corporate Deposits	10.9	+1.4%	-1.5%	10.8	-2.6%

€bn	31.12.11	%Var 31.12.10	%Var 30.09.11
OFF BALANCE SHEET SAVINGS			
Life insurance	11.3	-1.5%	-5.0%
Mutual funds	8.4	-10.2%	-4.7%

- Loans: +4.9% vs. 4Q10
 - Individuals: relaunch in small business loan activity with strict risk criteria
 - Corporates: growth across all segments; good performance in factoring
- Deposits: -1.5% vs. 4Q10
 - Individuals: current account trend in line with the market; switch to government bonds
 - Corporates: growth vs. 4Q10, driven by SMEs
- Life Insurance: market share gains in terms of gross asset inflows (>10%*: +5 pts vs. 4Q10)

* Source: ANIA panel (November 2011)



BeLux Retail Banking - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	898	842	+6.7%	886	+1.4%	3,555	3,388	+4.9%
Operating Expenses and Dep.	-664	-634	+4.7%	-609	+9.0%	-2,509	-2,420	+3.7%
Gross Operating Income	234	208	+12.5%	277	-15.5%	1,046	968	+8.1%
Cost of Risk	-49	-67	-26.9%	-40	+22.5%	-170	-219	-22.4%
Operating Income	185	141	+31.2%	237	-21.9%	876	749	+17.0%
Non Operating Items	0	-7	n.s.	6	n.s.	12	4	n.s.
Pre-Tax Income	185	134	+38.1%	243	-23.9%	888	753	+17.9%
Income Attributable to Investment Solutions	-16	-16	+0.0%	-14	+14.3%	-69	-64	+7.8%
Pre-Tax Income of BeLux Retail Banking	169	118	+43.2%	229	-26.2%	819	689	+18.9%
Cost/Income	73.9%	75.3%	-1.4 pt	68.7%	+5.2 pt	70.6%	71.4%	-0.8 pt
Allocated Equity (€bn)						3.1	2.9	+7.8%

Including 100% of Belgian Private Banking for the Revenues to Pre-tax Income line items

- **Revenues: +6.7% vs. 4Q10**
 - Higher net interest income driven by volume growth
 - Fees stable, benefiting from the successful placement of government bonds
- **Operating expenses: +4.7% vs. 4Q10**
 - Positive 2-point jaws effect
 - Bolstered sales and marketing staff
- **Pre-tax income: +43.2% vs. 4Q10**
 - GOI: +12.5% vs. 4Q10 (+9.7% at constant scope)
 - Cost of risk contraction driven by write-backs



BeLux Retail Banking Volumes

Average outstandings (€bn)	Outstandings 4Q11	%Var/4Q10	%Var/3Q11	Outstandings 2011	%Var/2010
LOANS*	90.7	+6.1%	+1.5%	88.8	+5.5%
Individual Customers	59.0	+6.1%	+1.2%	57.8	+7.2%
Incl. Mortgages	39.9	+10.6%	+1.5%	38.9	+13.3%
Incl. Consumer Lending	1.3	-28.1%	-2.1%	1.4	-25.4%
Incl. Small Businesses	17.7	+1.0%	+0.8%	17.5	+1.1%
Corporates and local governments*	31.6	+6.1%	+2.2%	31.0	+2.3%
DEPOSITS AND SAVINGS	102.0	+4.3%	-0.8%	102.1	+7.5%
Current Accounts	30.5	+8.0%	-0.7%	30.5	+8.9%
Savings Accounts	60.9	+0.7%	-0.6%	61.4	+7.5%
Term Deposits	10.5	+17.0%	-2.3%	10.2	+5.2%

* Including €1.7bn of loans to local authorities reintegrated in 2Q11 and €1.1bn of loans to corporates (factoring) due to the acquisition of FCF in 4Q11.

€bn	31.12.11	%Var 31.12.10	%Var 30.09.11
OFF BALANCE SHEET SAVINGS			
Life insurance	24.6	+2.7%	+0.8%
Mutual funds	42.7	+3.1%	+8.2%

- Loans to corporates: scope effect due to the acquisition of Fortis Commercial Finance (factoring) closed in 4Q11 (+€1.1bn)
 - +2.3% vs. 4Q10 excluding this effect
- Deposits: +4.3% vs. 4Q10
 - -0.8% vs. 3Q11: effect of the successful placement of government bonds with individuals in December (€1.6bn out of €5.7bn, consistent with BNP Paribas Fortis' market share)
 - +7.5% 2011 vs. 2010, with an improved mix
- Mutual funds: +3.1% vs. 4Q10 ; +8.2% vs. 3Q11
 - One-off effect of switching from bearer instruments to going paperless, due to the introduction of a new tax on 01.01.2012



Europe-Mediterranean - 4Q11

<i>€m</i>	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	409	451	-9.3%	388	+5.4%	1,586	1,682	-5.7%
Operating Expenses and Dep.	-328	-343	-4.4%	-333	-1.5%	-1,277	-1,303	-2.0%
Gross Operating Income	81	108	-25.0%	55	+47.3%	309	379	-18.5%
Cost of Risk	-70	-109	-35.8%	-48	+45.8%	-268	-346	-22.5%
Operating Income	11	-1	n.s.	7	+57.1%	41	33	+24.2%
Associated Companies	11	10	+10.0%	16	-31.3%	50	51	-2.0%
Other Non Operating Items	-2	-2	+0.0%	25	n.s.	20	2	n.s.
Pre-Tax Income	20	7	n.s.	48	-58.3%	111	86	+29.1%
Cost/Income	80.2%	76.1%	+4.1 pt	85.8%	-5.6 pt	80.5%	77.5%	+3.0 pt
Allocated Equity (€bn)						2.6	2.5	+6.9%

- Revenues: €409m, -2.6%* vs. 4Q10
 - +0.6%* excluding Ukraine, fast-paced growth in the Mediterranean
- Operating expenses: +3.3%* vs. 4Q10
 - 21 branches opened in Morocco in 4Q11
 - Business restructured in Ukraine
- Pre-tax income: €20m
 - Cost of risk contraction

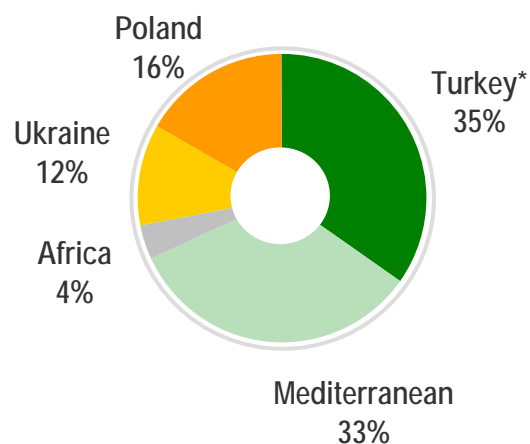
* At constant scope and exchange rates



Europe-Mediterranean Volumes and Risks

Average outstandings (€bn)	4Q11	%Var/4Q10 at constant historical scope and exchange rates		%Var/3Q11 at constant historical scope and exchange rates		2011	%Var/2010 at constant historical scope and exchange rates	
LOANS	23.0	+1.8%	+9.8%	+1.7%	+0.7%	22.3	+0.9%	+7.3%
DEPOSITS	18.8	+9.4%	+16.2%	+5.8%	+3.3%	17.9	+4.9%	+11.6%

Geographic distribution of outstanding loans 4Q11



Cost of risk/outstandings

Annualised cost of risk/outstandings as at beginning of period	4Q10	1Q11	2Q11	3Q11	4Q11
Turkey	0.10%	0.21%	0.08%	0.48%	0.70%
UkrSibbank	6.54%	6.02%	2.50%	2.72%	4.59%
Poland	0.47%	1.13%	0.28%	0.47%	0.37%
Others	2.02%	1.81%	1.16%	0.66%	0.80%
Europe-Mediterranean	1.85%	1.80%	0.85%	0.81%	1.16%

* TEB at 70.33%



BancWest - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	542	551	-1.6%	549	-1.3%	2,187	2,284	-4.2%
Operating Expenses and Dep.	-326	-320	+1.9%	-299	+9.0%	-1,241	-1,250	-0.7%
Gross Operating Income	216	231	-6.5%	250	-13.6%	946	1,034	-8.5%
Cost of Risk	-56	-75	-25.3%	-63	-11.1%	-256	-465	-44.9%
Operating Income	160	156	+2.6%	187	-14.4%	690	569	+21.3%
Associated Companies	0	0	n.s.	0	n.s.	0	0	n.s.
Other Non Operating Items	-1	0	n.s.	1	n.s.	1	4	-75.0%
Pre-Tax Income	159	156	+1.9%	188	-15.4%	691	573	+20.6%
Cost/Income	60.1%	58.1%	+2.0 pt	54.5%	+5.6 pt	56.7%	54.7%	+2.0 pt
Allocated Equity (€bn)						2.9	3.2	-9.0%

- Revenues: -2.5%* vs. 4Q10
 - Durbin Amendment effect on commissions: -€10m
 - Provision for the debit card class action**: -€17m
 - +2.4%* excluding these elements
- Operating expenses: +1.0%* vs. 4Q10
 - +0.3%* excluding bank levy
 - Continuing business investments and impact of regulatory expenses
- Pre-tax income: stable* vs. 4Q10
 - Decrease in the cost of risk

* At constant exchange rates; ** Collective action against 42 US banks



BancWest Volumes

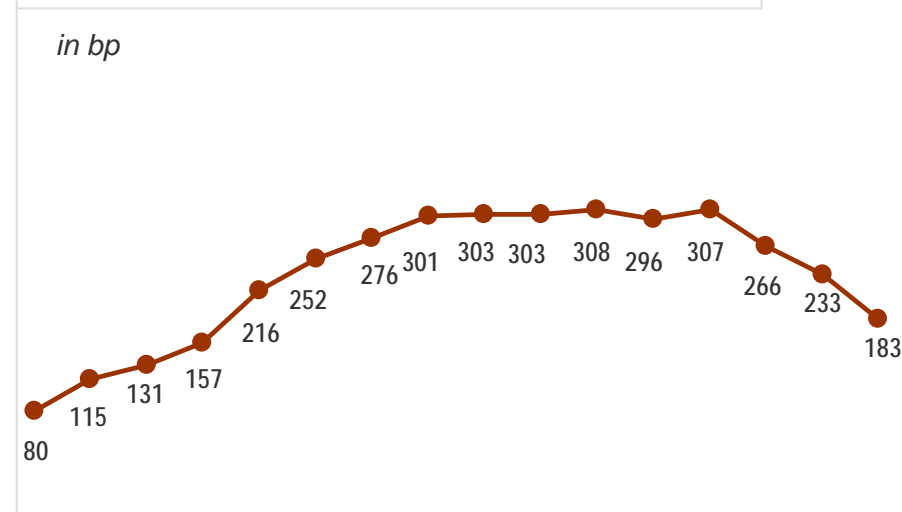
Average outstandings (€bn)	Outstandings	%Var/4Q10		%Var/3Q11		Outstandings	%Var/2010	
	4Q11	historical	at constant scope and exchange rates	historical	at constant scope and exchange rates	2011	historical	at constant scope and exchange rates
LOANS	38.3	+1.2%	+0.5%	+6.2%	+0.7%	36.8	-5.6%	-0.8%
Individual Customers	18.8	-1.0%	-1.8%	+5.7%	+0.3%	18.2	-7.4%	-2.7%
Incl. Mortgages	9.9	-5.5%	-6.2%	+4.3%	-1.1%	9.7	-11.3%	-6.7%
Incl. Consumer Lending	8.9	+4.4%	+3.6%	+7.3%	+1.7%	8.5	-2.5%	+2.5%
Commercial Real Estate	8.8	-3.4%	-4.1%	+4.1%	-1.3%	8.7	-9.6%	-4.9%
Corporate loans	10.6	+10.1%	+9.2%	+8.9%	+3.3%	9.9	+1.8%	+7.0%
DEPOSITS AND SAVINGS	40.3	+14.1%	+13.3%	+8.8%	+3.2%	37.3	+1.4%	+6.6%
Deposits Excl. Jumbo CDs	35.7	+13.2%	+12.3%	+8.2%	+2.6%	33.3	+5.3%	+10.6%

- Loans: +0.5%* vs. 4Q10 (+0.7%* vs. 3Q11) loan pick-up confirmed
 - Rebound in loans to corporate clients in 2H11
 - Continued contraction in mortgages against a backdrop of households reducing their indebtedness and sale of conforming loans to Fannie Mae
- Deposits: +13.3%* vs. 4Q10, strong growth in current accounts and market rate deposits



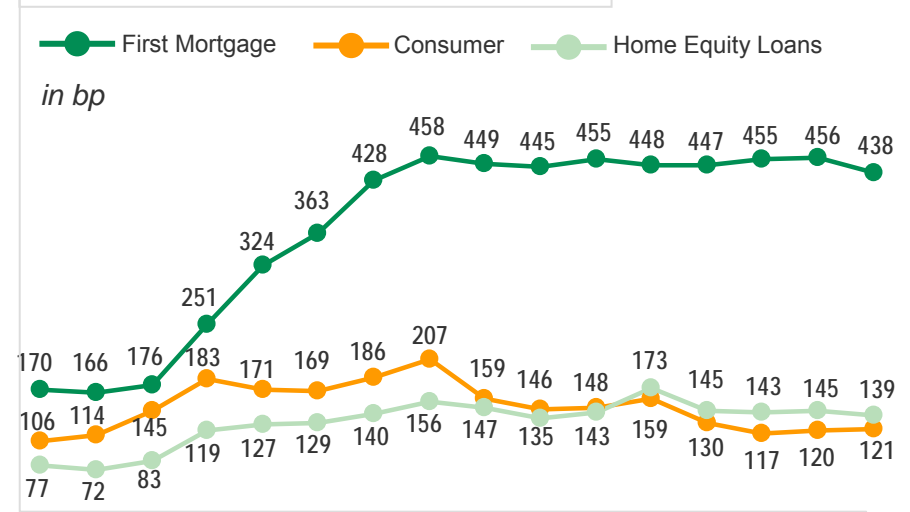
BancWest Risks

> Non-accruing Loans vs. Total Loans



1Q08 2Q08 3Q08 4Q08 1Q09 2Q09 3Q09 4Q09 1Q10 2Q10 3Q10 4Q10 1Q11 2Q11 3Q11 4Q11

> 30-day + delinquency rates



1Q08 2Q08 3Q08 4Q08 1Q09 2Q09 3Q09 4Q09 1Q10 2Q10 3Q10 4Q10 1Q11 2Q11 3Q11 4Q11

- Sharp decline in the non-accruing loan ratio: 183 bp as at 31.12.11 vs. 296 bp as at 31.12.10, primarily in corporate loans
- Overall stabilisation of advanced delinquency indicators



Personal Finance - 4Q11

<i>€m</i>	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	1,259	1,274	-1.2%	1,238	+1.7%	5,092	5,021	+1.4%
Operating Expenses and Dep.	-636	-589	+8.0%	-580	+9.7%	-2,420	-2,311	+4.7%
Gross Operating Income	623	685	-9.1%	658	-5.3%	2,672	2,710	-1.4%
Cost of Risk	-412	-438	-5.9%	-390	+5.6%	-1,639	-1,913	-14.3%
Operating Income	211	247	-14.6%	268	-21.3%	1,033	797	+29.6%
Associated Companies	29	24	+20.8%	27	+7.4%	95	83	+14.5%
Other Non Operating Items	59	0	n.s.	3	n.s.	65	11	n.s.
Pre-Tax Income	299	271	+10.3%	298	+0.3%	1,193	891	+33.9%
Cost/Income	50.5%	46.2%	+4.3 pt	46.8%	+3.7 pt	47.5%	46.0%	+1.5 pt
Allocated Equity (€bn)						4.0	3.9	+2.3%

- New consumer loan production
 - Good business performance in Italy, Germany, Belgium and PF Inside
 - Slowdown in France and in Latin America
- Revenues: -1.2% vs. 4Q10
 - Effect of new regulations in Italy and in France
- Operating expenses: +8.0% vs. 4Q10
 - +1.3% excluding adaptation plan (-€37m) and bank levy (-€3m)
- Pre-tax income: +10.3% vs. 4Q10
 - Cost of risk contraction, despite Laser Cofinoga
 - Sale of a building in 4Q11: €63m capital gain



Personal Finance Volumes and Risks

Average outstandings (€bn)	4Q11	%Var/4Q10 at constant scope and exchange rates		%Var/3Q11 at constant scope and exchange rates		2011	%Var/2010 at constant scope and exchange rates	
		historical		historical			historical	
TOTAL CONSOLIDATED OUTSTANDINGS	90.8	+3.3%	+3.8%	+0.1%	+0.5%	90.4	+5.4%	+5.0%
Consumer Loans	51.1	+1.9%	+2.8%	+0.2%	+0.8%	50.9	+2.8%	+2.3%
Mortgages	39.7	+5.2%	+5.0%	-0.1%	0.0%	39.5	+9.1%	+8.7%
TOTAL OUTSTANDINGS UNDER MANAGEMENT ⁽¹⁾	122.9	+3.2%	+4.6%	+0.2%	+0.7%	122.2	+5.1%	+5.1%

(1) Including 100% of outstandings of subsidiaries not fully owned as well as all of partnerships

> Cost of risk/outstandings

Annualised cost of risk/outstandings as at beginning of period	4Q10	1Q11	2Q11	3Q11	4Q11
France	1.89%	1.42%	1.55%	1.35%	1.98%*
Italy	2.88%	2.52%	2.82%	3.13%*	3.44%*
Spain	1.62%	3.22%	1.35%	2.50%*	1.03%
Other Western Europe	1.18%	1.05%	1.22%	0.87%	0.83%
Eastern Europe	6.85%	5.38%	3.45%	4.08%	3.04%
Brazil	2.73%	2.37%	3.48%	3.23%	3.22%
Others	2.80%	4.76%	4.39%	1.62%	2.35%
Personal Finance	2.05%	1.96%	1.83%	1.72%	1.83%

* Exceptional adjustments



Equipment Solutions - 4Q11

<i>€m</i>	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	378	365	+3.6%	390	-3.1%	1,571	1,465	+7.2%
Operating Expenses and Dep.	-216	-207	+4.3%	-211	+2.4%	-832	-783	+6.3%
Gross Operating Income	162	158	+2.5%	179	-9.5%	739	682	+8.4%
Cost of Risk	-43	-60	-28.3%	-37	+16.2%	-125	-255	-51.0%
Operating Income	119	98	+21.4%	142	-16.2%	614	427	+43.8%
Associated Companies	-5	-9	-44.4%	5	n.s.	10	-31	n.s.
Other Non Operating Items	5	-1	n.s.	-1	n.s.	5	1	n.s.
Pre-Tax Income	119	88	+35.2%	146	-18.5%	629	397	+58.4%
Cost/Income	57.1%	56.7%	+0.4 pt	54.1%	+3.0 pt	53.0%	53.4%	-0.4 pt
Allocated Equity (€bn)						2.2	2.1	+6.0%

- Revenues: +3.6% vs. 4Q10
 - Used vehicle prices fell in 4Q11, Leasing Solutions' revenues held up well
- Operating expenses: +4.3% vs. 4Q10
 - +3.3% excluding bank levies
- Pre-tax income: +35.2% vs. 4Q10
 - Cost of risk contraction throughout the whole of Europe



Equipment Solutions Volumes

Average outstandings (€bn)	4Q11	%Var/4Q10	%Var/3Q11	2011	%Var/2010
TOTAL CONSOLIDATED OUTSTANDINGS	29.0	-4.7%	-1.6%	29.5	-3.9%
Leasing	20.1	-10.6%	-2.7%	20.9	-9.8%
Long Term Leasing with services	8.9	+12.0%	+1.0%	8.6	+14.4%
TOTAL OUTSTANDINGS UNDER MANAGEMENT	30.5	-5.0%	-1.8%	31.1	-4.3%
Financed vehicles (in thousands of vehicles)	687	+2.9%	+0.9%	678	+7.2%

- Leasing Solutions: -10.6% vs. 4Q10
 - Selective policy in terms of profitability/risks
- Long Term Leasing with Services outstandings: +12.0% vs. 4Q10
 - Growth in the fleet and increase in average outstandings by vehicle as a result of the renewal of the fleet
- Financed fleet: +2.9% vs. 4Q10
 - +7.2% vs. 2010 thanks to the buyout of Caixa Renting's fleet of vehicles in Spain (29,000 vehicles) at the end of 2010 and Commerz Real Autoleasing's fleet of vehicles in Germany (11,000 vehicles) in April 2011



Investment Solutions - 4Q11

<i>€m</i>	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	1,486	1,632	-8.9%	1,551	-4.2%	6,265	6,096	+2.8%
Operating Expenses and Dep.	-1,208	-1,141	+5.9%	-1,119	+8.0%	-4,554	-4,297	+6.0%
Gross Operating Income	278	491	-43.4%	432	-35.6%	1,711	1,799	-4.9%
Cost of Risk	3	-1	n.s.	-53	n.s.	-64	21	n.s.
Operating Income	281	490	-42.7%	379	-25.9%	1,647	1,820	-9.5%
Associated Companies	-50	50	n.s.	-111	-55.0%	-134	101	n.s.
Other Non Operating Items	-19	7	n.s.	-2	n.s.	60	61	-1.6%
Pre-Tax Income	212	547	-61.2%	266	-20.3%	1,573	1,982	-20.6%
Cost/Income	81.3%	69.9%	+11.4 pt	72.1%	+9.2 pt	72.7%	70.5%	+2.2 pt
Allocated Equity (€bn)						7.3	6.5	+12.2%

- Revenues: -8.9% vs. 4Q10
 - Excluding Asset Management: -6.4% vs. 4Q10
 - Decline in assets under management in particular in Asset Management
- Operating expenses: +5.9% vs. 4Q10
 - Excluding Asset Management: +1.8% (adaptation costs in Asset Management: -€46m)
 - Continue business development in Insurance and Securities Services
- Pre-tax income excluding the impairment of Greek bonds: -45.2% vs. 4Q10
 - Impact of the impairment of Greek bonds (-€88m)

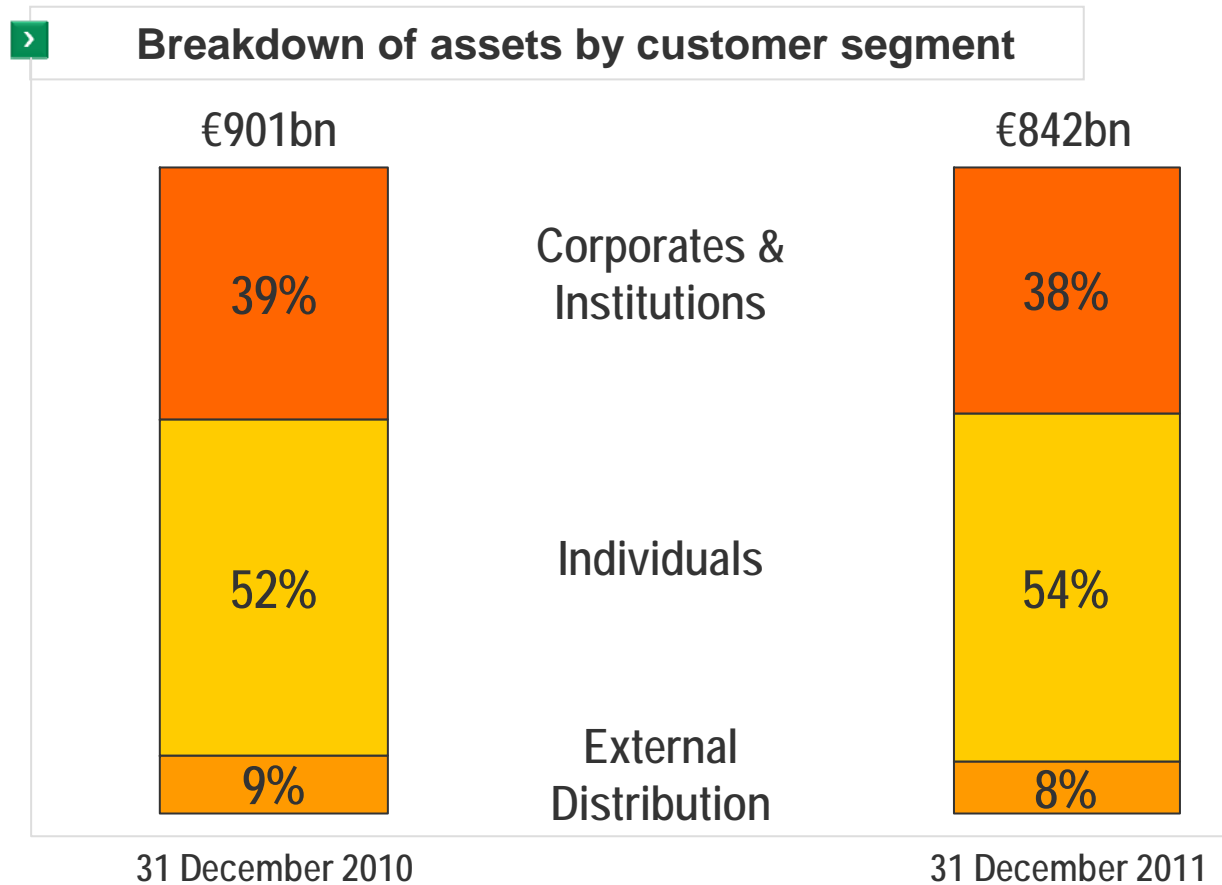


Investment Solutions Business

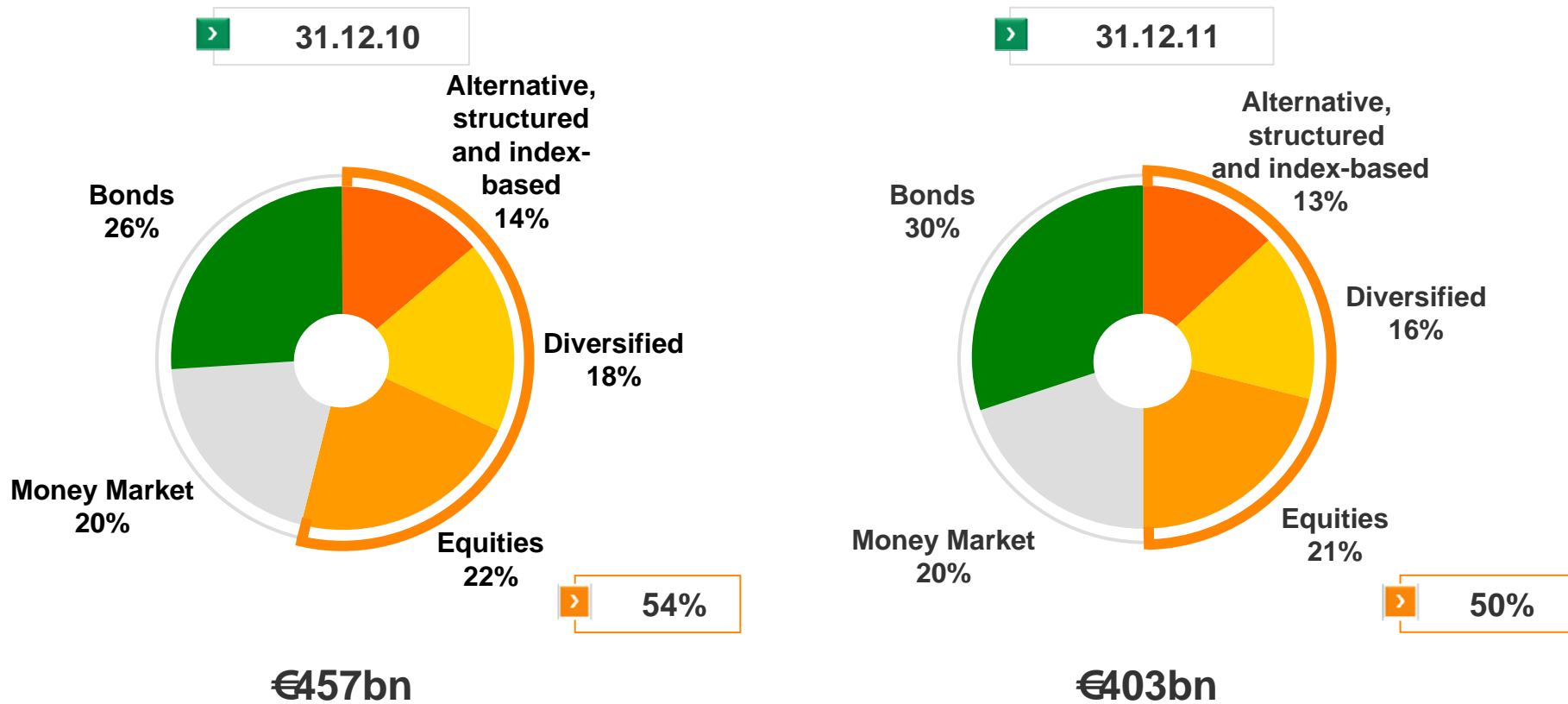
	31.12.11	31.12.10	%Var/ 31.12.10	30.09.11	%Var/ 30.09.11
Assets under management (€bn)	842	901	-6.5%	851	-1.0%
Asset Management	403	457	-11.9%	416	-3.2%
Wealth Management	244	254	-3.6%	247	-1.2%
Personal Investors	32	33	-2.6%	30	+4.7%
Real Estate Services	13	11	+19.7%	12	+7.5%
Insurance	151	147	+2.4%	146	+3.4%
	4Q11	4Q10	%Var/ 4Q10	3Q11	Variation/ 3Q11
Net asset inflows (€bn)	-19.4	1.4	n.s.	-13.1	-48.6%
Asset Management	-13.3	0.3	n.s.	-14.5	+8.7%
Wealth Management	-5.0	-1.7	n.s.	0.8	n.s.
Personal Investors	-0.2	0.2	n.s.	0.6	n.s.
Real Estate Services	0.2	0.7	-68.4%	0.3	-26.1%
Insurance	-1.2	1.9	n.s.	-0.3	n.s.
	31.12.11	31.12.10	%Var/ 31.12.10	30.09.11	%Var/ 30.09.11
Securities Services					
Assets under custody (€bn)	4,517	4,641	-2.7%	4,480	+0.8%
Assets under administration (€bn)	828	771	+7.4%	794	+4.3%
	4Q11	4Q10	4Q11/4Q10	3Q11	4Q11/3Q11
Number of transactions (in millions)	11.8	12.2	-3.8%	12.8	-8.2%



Investment Solutions Breakdown of Assets by Customer Segment



Asset Management Breakdown of Managed Assets



Investment Solutions Wealth and Asset Management - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	806	892	-9.6%	804	+0.2%	3,304	3,340	-1.1%
Operating Expenses and Dep.	-673	-649	+3.7%	-617	+9.1%	-2,521	-2,435	+3.5%
Gross Operating Income	133	243	-45.3%	187	-28.9%	783	905	-13.5%
Cost of Risk	3	-6	n.s.	-5	n.s.	6	24	-75.0%
Operating Income	136	237	-42.6%	182	-25.3%	789	929	-15.1%
Associated Companies	5	17	-70.6%	15	-66.7%	33	28	+17.9%
Other Non Operating Items	-19	6	n.s.	-2	n.s.	63	40	+57.5%
Pre-Tax Income	122	260	-53.1%	195	-37.4%	885	997	-11.2%
Cost/Income	83.5%	72.8%	+10.7 pt	76.7%	+6.8 pt	76.3%	72.9%	+3.4 pt
Allocated Equity (€bn)						1.6	1.6	+2.0%

- Revenues: -9.6% vs. 4Q10
 - Excluding Asset Management: -4.2% vs. 4Q10
 - Decline in assets under management
- Operating expenses: +3.7% vs. 4Q10
 - -3.4% excluding one-off costs of the adaptation plan in Asset Management (-€46m in 4Q11)
 - Costs adjusted to the new environment in all the business units



Investment Solutions Insurance - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	351	432	-18.8%	421	-16.6%	1,626	1,553	+4.7%
Operating Expenses and Dep.	-243	-221	+10.0%	-223	+9.0%	-910	-835	+9.0%
Gross Operating Income	108	211	-48.8%	198	-45.5%	716	718	-0.3%
Cost of Risk	-1	5	n.s.	-48	-97.9%	-71	-3	n.s.
Operating Income	107	216	-50.5%	150	-28.7%	645	715	-9.8%
Associated Companies	-55	34	n.s.	-125	-56.0%	-166	73	n.s.
Other Non Operating Items	0	1	n.s.	0	n.s.	-3	21	n.s.
Pre-Tax Income	52	251	-79.3%	25	n.s.	476	809	-41.2%
Cost/Income	69.2%	51.2%	+18.0 pt	53.0%	+16.2 pt	56.0%	53.8%	+2.2 pt
Allocated Equity (€bn)						5.3	4.6	+13.8%

- Gross written premiums: €5.5bn (-9.8% vs. high level in 4Q10)
 - Good drive in the protection insurance business (+7.5% vs. 4Q10), in particular outside France
 - Contraction in the life insurance market in France
- Revenues: impact of declining stock markets and gross written premiums
- Operating expenses: continued business development investments
- Cost of risk: effect of the impairment of Greek bonds (-€16m in 4Q11)
- Associated companies: impact of the impairment of Greek bonds on partnerships (-€72m in 4Q11)



Investment Solutions Securities Services - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	329	308	+6.8%	326	+0.9%	1,335	1,203	+11.0%
Operating Expenses and Dep.	-292	-271	+7.7%	-279	+4.7%	-1,123	-1,027	+9.3%
Gross Operating Income	37	37	+0.0%	47	-21.3%	212	176	+20.5%
Cost of Risk	1	0	n.s.	0	n.s.	1	0	n.s.
Operating Income	38	37	+2.7%	47	-19.1%	213	176	+21.0%
Non Operating Items	0	-1	n.s.	-1	n.s.	-1	0	n.s.
Pre-Tax Income	38	36	+5.6%	46	-17.4%	212	176	+20.5%
Cost/Income	88.8%	88.0%	+0.8 pt	85.6%	+3.2 pt	84.1%	85.4%	-1.3 pt
Allocated Equity (€bn)						0.4	0.3	+38.1%

- Revenues: +6.8% vs. 4Q10
 - Growth in assets under administration (+7.4% vs. 4Q10; +4.3% vs. 3Q11) resulting from the gain of new mandates
- Operating expenses: +7.7% vs. 4Q10
 - Continued business development, in particular in Asia Pacific (Hong Kong, Singapore, Australia) and in Latin America



Corporate and Investment Banking - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	1,645	2,725	-39.6%	1,746	-5.8%	9,731	12,136	-19.8%
Operating Expenses and Dep.	-1,569	-1,571	-0.1%	-1,120	+40.1%	-6,126	-6,500	-5.8%
Gross Operating Income	76	1,154	-93.4%	626	-87.9%	3,605	5,636	-36.0%
Cost of Risk	-72	-92	-21.7%	-10	n.s.	-75	-350	-78.6%
Operating Income	4	1,062	-99.6%	616	-99.4%	3,530	5,286	-33.2%
Associated Companies	1	26	-96.2%	14	-92.9%	38	75	-49.3%
Other Non Operating Items	1	3	-66.7%	11	-90.9%	42	19	n.s.
Pre-Tax Income	6	1,091	-99.5%	641	-99.1%	3,610	5,380	-32.9%
Cost/Income	95.4%	57.7%	+37.7 pt	64.1%	+31.3 pt	63.0%	53.6%	+9.4 pt
Allocated Equity (€bn)						13.2	14.5	-8.9%

- Revenues excluding losses from sales: €2,303m (-15.5% vs. 4Q10, +9% vs. 3Q11)
 - €510m in losses from sovereign bond sales and €148m from loan sales
- Operating expenses: €1,569m (-0.1% vs. 4Q10, +40.1% vs. 3Q11)
 - -13.2% vs. 4Q10 excluding bank levies (€22m) and the cost of the adaptation plan (€184m)
 - Low comparison base in 3Q11 due to the partial reversal of variable compensation reserves set aside in 1H11
- Pre-tax income
 - +€848m, excluding losses from sales and the cost of the adaptation plan



Corporate and Investment Banking Advisory and Capital Markets - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	751	1,658	-54.7%	735	+2.2%	5,598	7,641	-26.7%
<i>Incl. Equities and Advisory</i>	405	589	-31.2%	292	+38.7%	2,067	2,222	-7.0%
<i>Incl. Fixed Income</i>	346	1,070	-67.7%	443	-21.9%	3,531	5,419	-34.8%
Operating Expenses and Dep.	-1,153	-1,125	+2.5%	-672	+71.6%	-4,377	-4,770	-8.2%
Gross Operating Income	-402	533	n.s.	63	n.s.	1,221	2,871	-57.5%
Cost of Risk	33	-41	n.s.	-42	n.s.	21	-302	n.s.
Operating Income	-369	492	n.s.	21	n.s.	1,242	2,569	-51.7%
Associated Companies	1	2	-50.0%	7	-85.7%	17	32	-46.9%
Other Non Operating Items	0	2	n.s.	5	n.s.	13	13	+0.0%
Pre-Tax Income	-368	496	n.s.	33	n.s.	1,272	2,614	-51.3%
Cost/Income	153.5%	67.9%	+85.6 pt	91.4%	+62.1 pt	78.2%	62.4%	+15.8 pt
Allocated Equity (€bn)						5.3	5.9	-10.3%

- Revenues: €1,261m excluding losses from sovereign bond sales (-€510m), -23.9% vs. 4Q10
 - Fixed Income excluding this impact: -20.0% vs. 4Q10 (+6.3% vs. 3Q11); impact of the Euro crisis
 - Equities and Advisory: -31.2% vs. 4Q10 (+38.7% vs. 3Q11); client business driven by hedging requirements in a highly volatile environment
- Operating expenses: +2.5% vs. 4Q10
 - -11.0% excluding bank levies (€17m) and excluding adaptation costs (€135m)
 - Low base in 3Q11 due to the partial reversal of variable compensation reserves set aside in 1H11
- Pre-tax income
 - +€277m (-44.2% vs. 4Q10) excluding losses from sovereign bond sales and the cost of the adaptation plan



Corporate and Investment Banking Financing Businesses - 4Q11

€m	4Q11	4Q10	4Q11 / 4Q10	3Q11	4Q11/ 3Q11	2011	2010	2011 / 2010
Revenues	894	1,067	-16.2%	1,011	-11.6%	4,133	4,495	-8.1%
Operating Expenses and Dep.	-416	-446	-6.7%	-448	-7.1%	-1,749	-1,730	+1.1%
Gross Operating Income	478	621	-23.0%	563	-15.1%	2,384	2,765	-13.8%
Cost of Risk	-105	-51	n.s.	32	n.s.	-96	-48	+100.0%
Operating Income	373	570	-34.6%	595	-37.3%	2,288	2,717	-15.8%
Non Operating Items	1	25	-96.0%	13	-92.3%	50	49	+2.0%
Pre-Tax Income	374	595	-37.1%	608	-38.5%	2,338	2,766	-15.5%
Cost/Income	46.5%	41.8%	+4.7 pt	44.3%	+2.2 pt	42.3%	38.5%	+3.8 pt
Allocated Equity (€bn)						7.9	8.6	-7.9%

- Revenues excluding losses from sales: €1,042m (-2.3% vs. 4Q10; +2.7% vs. 3Q11)
 - Losses from loan sales (-€148m), average discount of ~3% on €5.2bn of assets disposed
 - Structured Finance: lower origination in dollars starting in 3Q11 as part of the adaptation plan
 - Growth in Cash Management revenues in Europe and Asia
- Operating expenses: -6.7% vs. 4Q10
 - -18.7% vs. 4Q10 excluding bank levies (€5m) and excluding the cost of the adaptation plan (€49m)
- Pre-tax income
 - Impact of cost of risk expansion to a modest level








Corporate and Investment Banking Advisory and Capital Markets

Equities and Advisory

	<p>Hong Kong: Sun Art Retail Group's USD 1.2bn IPO. "Best Equity Deal & Best IPO" by FinanceAsia, "Best IPO", by Asiamoney Joint Bookrunner and Joint Lead Manager. July 2011</p>
	<p>Spain United-Kingdom: Renovalia Advisor to Renovalia in its JV agreement with First Reserve to own and operate wind projects in Europe and North America. December 2011</p>
	<p>First deal made on Exchange Traded Certificates (ETCs), a newly launched range of liquid and transparent listed products. Fully collateralized access to the EuroStoxx 50 index futures with a risk-control mechanism</p>
	<p>Hong Kong: New China Life Insurance Company Ltd USD 1.9bn A+H share IPO 4th largest life insurance company in China H share Joint bookrunner & Joint lead manager. December 2011</p>
	<p>Poland : Tauron Polska Energia Advisor in the acquisition of Górnosławski Zakład Elektroenergetyczny S.A., allowing Tauron to enhance its position as a leading player in the Polish energy market December 2011</p>


Fixed Income

	<p>Mexico: Pemex USD 1.25bn 6.500% 30-year reopening BNP Paribas' first USD mandate from Pemex Joint bookrunner. 12 October 2011</p>
	<p>Italy: Enel Finance International €2.25bn dual tranche Issuer's second EUR benchmark of the year Joint bookrunner October 2011</p>
	<p>UK: UK Debt Management Office (DMO) GBP 4.5bn 0.375% Index-linked 50-year Gilt BNP Paribas' second mandate from the DMO Joint bookrunner. 25 October 2011</p>
	<p>Supranational: World Bank USD 6.25bn 0.500% 2-year global benchmark BNP Paribas' first ever mandate from the World Bank Joint bookrunner. 19 Oct. & 21 Nov. 2011 (USD 4bn & USD 2.25bn)</p>
	<p>US : Freddie Mac USD 6bn 0.625% 3-year Reference Note BNP Paribas' second mandate from Freddie Mac in 2011 Joint bookrunner. 15 December 2011</p>

BNP Paribas serving clients all over the world




Corporate and Investment Banking Financing Businesses



Colombia: Refineria de Cartagena S.A. ("Reficar")
Advisory role in structuring and raising a 16-year multi dollar-tranched debt funding, for financing the expansion of crude processing capacity of this subsidiary of Ecopetro (majority state owned oil company)



China: Home Inns & Hotels Management
Lead Arranger of the USD 240m loan facility for the USD 470m acquisition of Motel 168, making Home Inns & Hotel the market leader in China's economy hotel sector. "Best Acquisition Financing" (The Asset Triple A Regional Awards 2011) and "Best China Deal" (FinanceAsia Achievement Awards 2011)



Canada: Boralex-Gaz Metropolitan
Advisory role for Boralex and Gaz Metropolitan in a wind power project financing of CAD 725bn with an 18 year tenor



China: Air China
Refinancing of the purchase of a Boeing 777-300ER, Sole Bookrunner & Structuring Agent for the USD 135m, 2.735% secured notes, benefiting from a guarantee from US Ex-Im. "Best Transport Finance Deal" by The Asset and "Best Securitisation Deal" by Asiamoney



India: Lafarge
Payment and liquidity management solutions
Domestic Payments Mandate
September 2011



China: Local government of Shanghai
Financial advisor in relation to the development of an international brand theme park and resort in Pudong, assisting in all aspects of commercial negotiations until successful conclusion.
Total project cost close to RMB 30bn.

> **A partner supporting corporate business development**



Corporate and Investment Banking Rankings and Awards

- **Most Innovative Investment Bank from Western Europe – The Banker – October 2011**
- **Advisory and Capital Markets: recognised global franchises**
 - No.1 All Bonds in EUR (*Thomson Reuters*)
 - No.1 All Financial Institution Bonds in EUR & No.2 All Corporate Bonds in EUR (*Thomson Reuters*)
 - Covered Bond "House of the Year" (*IFR*) & No.2 All Covered Bonds, All Currencies (*Thomson Reuters*)
 - "EMEA Structured Equity House of the Year" (*IFR*) & No.2 EMEA equity linked (*Dealogic / Thomson Reuters*)
 - No. 9 in Europe for M&A completed deals (*Thomson Reuters*)
 - Credit Derivatives "House of the Year" – AsiaRisk Award 2011 – Oct. 2011
- **Financing business: confirmed leadership in all the business units**
 - No.1 Mandated Lead Arranger for Global Trade Finance loans (excl. sole bank loans) - 2011 – *Dealogic*
 - No.1 Bookrunner and Mandated Lead Arranger in EMEA for Syndicated loans by number and volume of deals - 2011 – *Dealogic*
 - No.5 globally in Cash Management Bank - October 2011 - *Euromoney Cash Management Survey*
 - Emerging EMEA Loan House (*IFR*)



Corporate Centre Including Klépierre - 2011

€m	4Q11	4Q10	3Q11	2011	2010
Revenues	717	120	870	2,725	2,309
Operating Expenses and Dep. <i>incl. restructuring costs</i>	-104	-479	-279	-965	-1,537
Gross Operating income	613	-359	591	1,760	772
Cost of Risk	-533	30	-2,103	-3,093	26
Operating Income	80	-329	-1,512	-1,333	798
Share of earnings of associates	-24	-8	26	12	-14
Other non operating items	-170	-14	14	-98	90
Pre-Tax Income	-114	-351	-1,472	-1,419	874

- Revenues
 - Amortisation of the PPA in the banking book: +€658m (of which +€179m in 4Q11 vs. +€176m in 4Q10)
 - One-off amortisation of PPA due to disposals and early redemptions: +€168m (of which +€148m in 4Q11 vs. +€176m in 4Q10)
 - Own debt revaluation*: €1,190m (of which +€390m in 4Q11 vs. negligible amount in 4Q10)
 - Impairment of the equity investment in AXA: -€299m (-€534m in 2010)
- Operating expenses
 - Reversal of provision due to the favourable outcome of a litigation: +€253m in 4Q11
- Cost of risk
 - Impairment of Greek sovereign debt: -€3,161m (including an additional impairment of -€551m in 4Q11)
- Other items
 - Goodwill impairment: -€152m in 4Q11

* Fair value takes into account any change in value attributable to issuer risk relating to the BNP Paribas Group. For most amounts concerned, fair value is the replacement value of each instrument, which is calculated by discounting the instrument's cash flows using a discount rate corresponding to that of a similar debt instrument that might be issued by the BNP Paribas group at the closing date.



Group Summary

Summary by Division

Conclusion

4Q11 Detailed Results

Appendix



Number of Shares, Earnings and Book Value per Share

> Number of Shares and Book Value per Share

<i>in millions</i>	31-Dec-11	31-Dec-10
Number of Shares (end of period)	1,207.7	1,198.7
Number of Shares excluding Treasury Shares (end of period)	1,191.8	1,195.7
Average number of Shares outstanding excluding Treasury Shares	1,197.4	1,188.8
Book value per share (a)	57.1	55.6
<i>of which net assets non reevaluated per share (a)</i>	58.2	55.5

(a) Excluding undated super subordinated notes

> Earnings per Share

<i>in euros</i>	2011	2010
Net Earnings Per Share (EPS)	4.82	6.33

> Equity

<i>€bn</i>	31-Dec-11	31-Dec-10
Shareholders' equity Group share, not reevaluated (a)	68.0	63.8
Valuation Reserve	-1.4	0.2
Total Capital Ratio	14.0%(c)	14.5%(b)
Tier 1 Ratio	11.6%(c)	11.4%(b)
Common equity Tier 1 ratio	9.6%(c)	9.2%(b)

(a) Excluding undated super subordinated notes and after estimated distribution

(b) On Basel 2 risk-weighted assets of €601bn as at 31.12.10

(c) On Basel 2.5 (CRD3) risk-weighted assets of €614bn as at 31.12.11



A Solid Financial Structure

> Doubtful loans/gross outstandings (excluding Greek debt)

	31-Dec-11	31-Dec-10
Doubtful loans (a) / Loans (b)	4.3%	4.4%
(a) Doubtful loans to customers and credit institutions excluding repos, netted of guarantees		
(b) Gross outstanding loans to customers and credit institutions excluding repos		

> Coverage ratio (excluding Greek debt)

<i>€bn</i>	31-Dec-11	31-Dec-10
Doubtful loans (a)	33.1	35.6
Allowance for loan losses (b)	27.2	28.7
Coverage ratio	82%	81%
(a) Gross doubtful loans, balance sheet and off-balance sheet, netted of guarantees and collaterals		
(b) Specific and on a portfolio basis		

> Ratings

S&P	AA-	Negative	Outlook revised on 23 January 2012
Moody's	Aa3	Negative	Revised on 9 December 2011
Fitch	A+	Stable	Revised on 15 December 2011

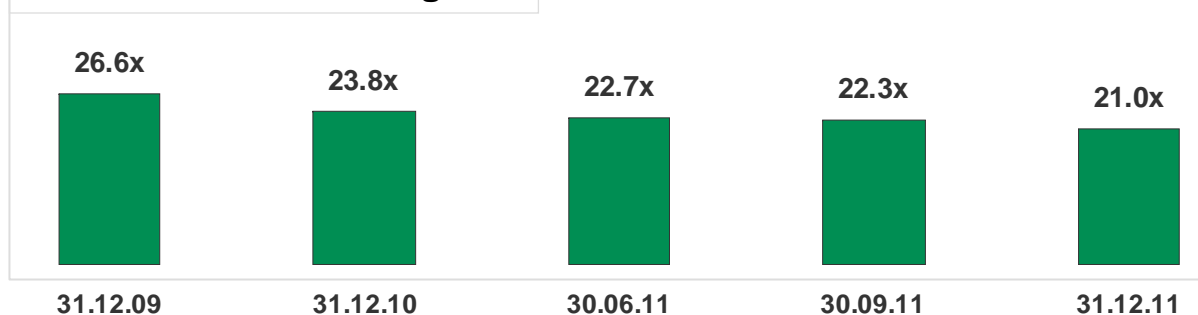


Leverage

> 2009 – 2011: Tier 1 and total adjusted assets

€bn	31.12.09	31.12.10	30.06.11	30.09.11	31.12.11
Tier 1 capital	62.9	68.5	70.6	70.5	71.0
Total adjusted assets (Adjusted for intangible assets and asset derivatives)	1,675.9	1,631.1	1,606.7	1,575.0	1,490.0

> 2009 – 2011: Leverage*



**Continued reducing leverage
despite the appreciation of the dollar**

* Defined as tangible assets (Total assets minus goodwill and intangible assets) excluding asset derivatives, divided by Tier 1 capital



Sovereign Debt Exposure in the Banking Book as at 31 December 2011

Sovereign exposures (€bn)*	30.06.2011	31.12.2011	Changes
Programme countries			
Greece	3.5	1.0	
Ireland	0.4	0.3	
Portugal	1.4	1.4	
Total programme countries	5.3	2.6	-50.4%
Germany	3.9	2.5	
Austria	1.0	0.5	
Belgium	16.9	17.0	
Cyprus	0.1	0.0	
Spain	2.7	0.4	
Estonia	0.0	0.0	
Finland	0.4	0.3	
France	14.8	13.8	
Italy	20.5	12.3	
Luxembourg	0.0	0.0	
Malta	0.0	0.0	
Netherlands	8.4	7.4	
Slovakia	0.0	0.0	
Slovenia	0.0	0.0	
Other euro zone countries	68.6	54.3	-20.9%
Total euro zone	73.9	56.9	-23.0%
Other EEA countries	4.5	2.8	-36.9%
Rest of the world	27.8	15.6	-44.1%
Total	106.2	75.3	-29.1%

* After impairment, excluding revaluations and accrued coupons



Cost of Risk on Outstandings (1/2)

➤ Cost of risk *Net provisions/Customer loans (in annualised bp)*

	2008	2009*	1Q10	2Q10	3Q10	4Q10	2010	1Q11	2Q11	3Q11	4Q11	2011
FRB**												
Loan outstandings as of the beg. of the quarter (€bn)	114.8	130.9	136.2	137.2	139.8	138.1	137.8	142.0	143.8	146.5	147.4	144.9
Cost of risk (€m)	203	518	122	111	107	142	482	80	81	69	85	315
Cost of risk (in annualised bp)	18	41	36	32	31	41	35	23	23	19	23	22
BNL bc**												
Loan outstandings as of the beg. of the quarter (€bn)	67.0	75.0	74.8	76.0	77.1	77.1	76.3	78.9	80.1	81.9	83.5	81.1
Cost of risk (€m)	411	671	200	205	209	203	817	198	196	198	203	795
Cost of risk (in annualised bp)	61	91	107	108	108	105	107	100	98	97	97	98
BeLux**												
Loan outstandings as of the beg. of the quarter (€bn)		80.6	81.8	83.6	83.9	85.0	84.2	85.6	86.7	88.4	88.5	87.3
Cost of risk (€m)		353	15	66	71	67	219	35	46	40	49	170
Cost of risk (in annualised bp)		56	7	32	34	32	26	16	21	18	22	19
BancWest												
Loan outstandings as of the beg. of the quarter (€bn)	35.0	38.5	36.9	38.5	42.4	37.9	38.9	38.5	36.1	35.5	38.5	37.1
Cost of risk (€m)	628	1,195	150	127	113	75	465	75	62	63	56	256
Cost of risk (in annualised bp)	180	310	163	132	107	79	119	78	69	71	58	69
Europe-Mediterranean												
Loan outstandings as of the beg. of the quarter (€bn)	21.4	24.9	23.3	23.3	24.8	23.5	23.7	22.9	22.2	23.6	24.1	23.2
Cost of risk (€m)	377	869	68	76	93	109	346	103	47	48	70	268
Cost of risk (in annualised bp)	176	355	117	130	150	185	146	180	85	81	116	115

NB. The scope of each business unit takes into account the restatement due to BNP Paribas Fortis integration in 2009, but not in 2008

*BNP Paribas Fortis annualised contribution, taking into account its entry in the Group during 2Q09 (for BeLux Retail Banking cost of risk in bp pro-forma)

**With Private Banking at 100%



Cost of Risk on Outstandings (2/2)

► Cost of risk *Net provisions/Customer loans (in annualised bp)*

	2008	2009*	1Q10	2Q10	3Q10	4Q10	2010	1Q11	2Q11	3Q11	4Q11	2011
Personal Finance												
Loan outstandings as of the beg. of the quarter (€bn)	70.5	73.8	82.8	84.1	85.4	85.6	84.5	88.1	88.9	90.6	90.2	89.5
Cost of risk (€m)	1,218	1,938	522	486	467	438	1,913	431	406	390	412	1,639
Cost of risk (in annualised bp)	173	264	252	231	219	205	226	196	183	172	183	183
Equipment Solutions												
Loan outstandings as of the beg. of the quarter (€bn)	23.0	26.9	24.9	24.3	24.4	24.4	24.5	24.1	23.0	23.0	22.6	23.2
Cost of risk (€m)	155	307	65	70	60	60	255	14	31	37	43	125
Cost of risk (in annualised bp)	67	125	104	115	98	98	104	23	54	64	76	54
CIB - Financing Businesses												
Loan outstandings as of the beg. of the quarter (€bn)	139.5	164.5	153.6	156.1	171.5	158.7	160.0	159.6	153.4	149.7	149.8	153.2
Cost of risk (€m)	355	1,533	93	-98	2	51	48	37	-15	-32	105	96
Cost of risk (in annualised bp)	25	98	24	-25	0	13	3	9	-4	-9	28	6
Group**												
Loan outstandings as of the beg. of the quarter (€bn)	479.9	617.2	646.3	654.5	679.6	681.2	665.4	685.2	684.1	694.5	699.9	690.9
Cost of risk (€m)	5,752	8,369	1,337	1,081	1,222	1,162	4,802	919	1,350	3,010	1,518	6,797
Cost of risk (in annualised bp)	120	140	83	66	72	68	72	54	79	173	87	98

NB. The scope of each business unit takes into account the restatement due to BNP Paribas Fortis integration in 2009, but not in 2008

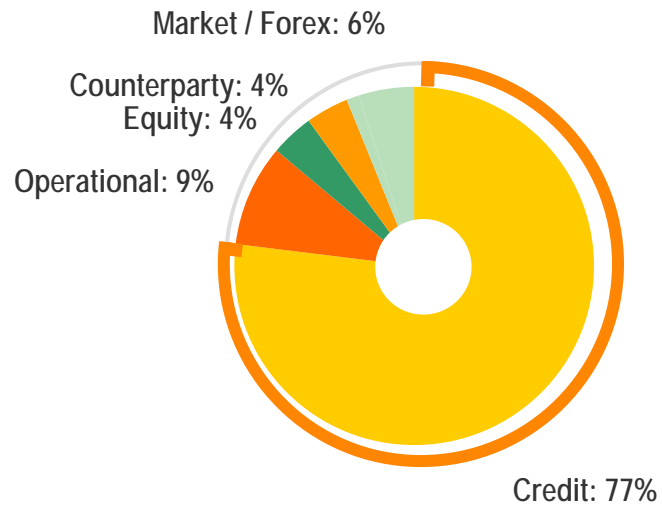
*BNP Paribas Fortis annualised contribution, taking into account its entry in the Group during 2Q09

**Including cost of risk of market activities, Investment Solutions and Corporate Centre



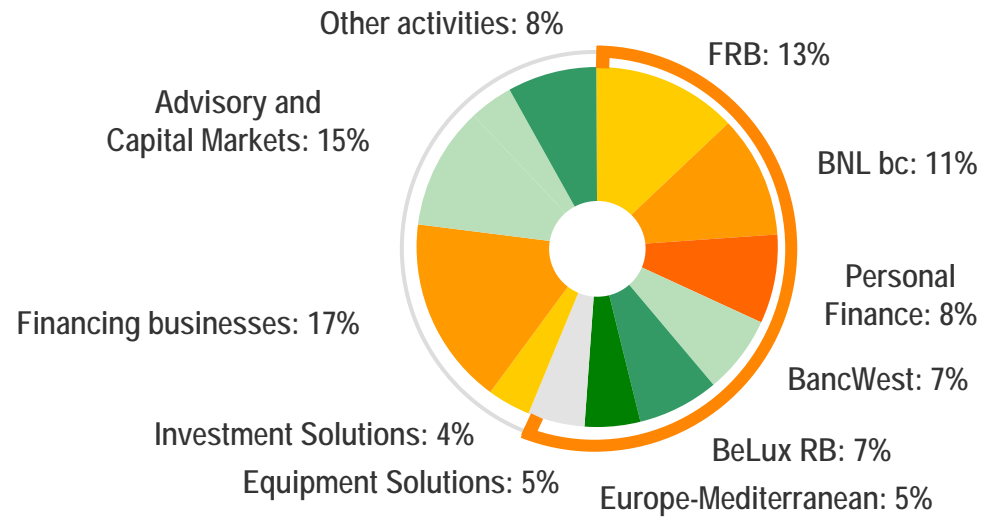
Basel 2.5* Risk-Weighted Assets

> **Basel 2.5* risk-weighted assets by type of risk as at 31.12.2011**



■ O/w Basel 2.5* impact: +€32bn of risk-weighted assets

> **Basel 2.5* risk-weighted assets by business as at 31.12.2011**

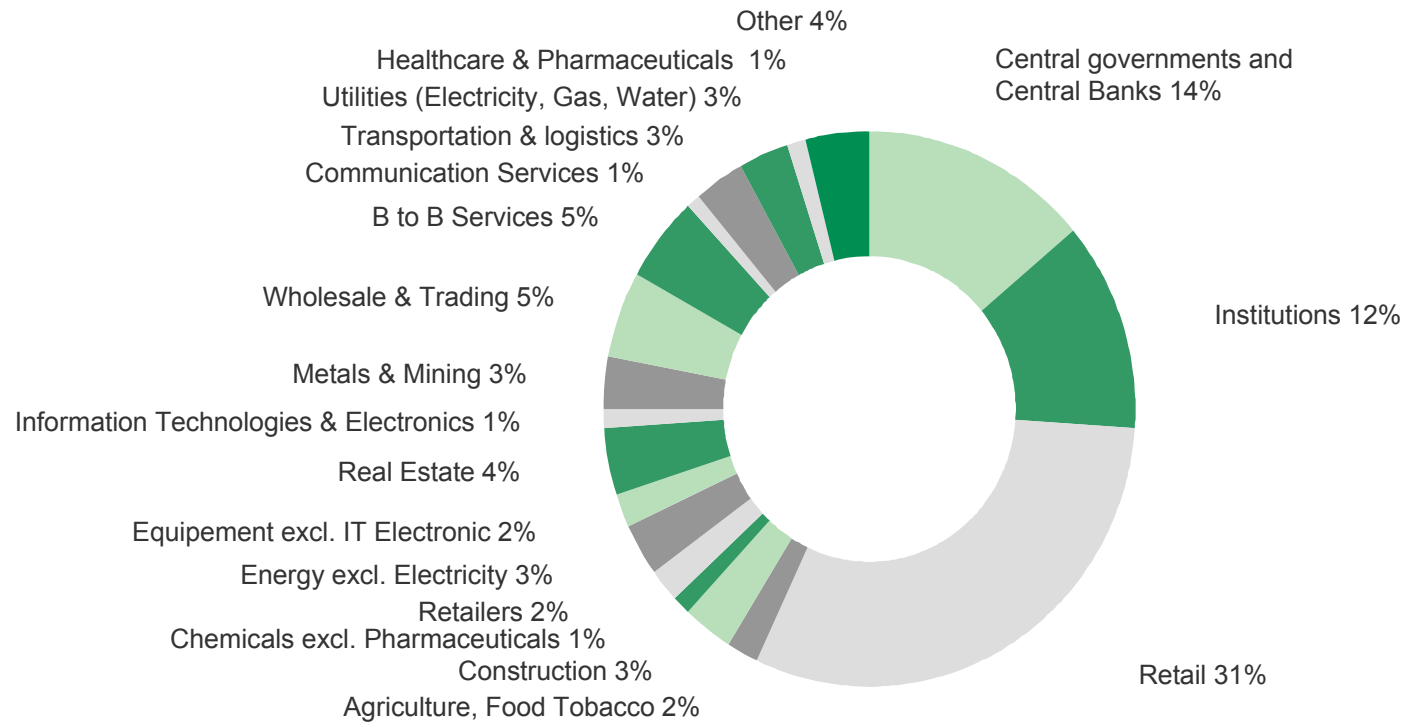


> **Retail Banking: 56%**

> **€14bn**



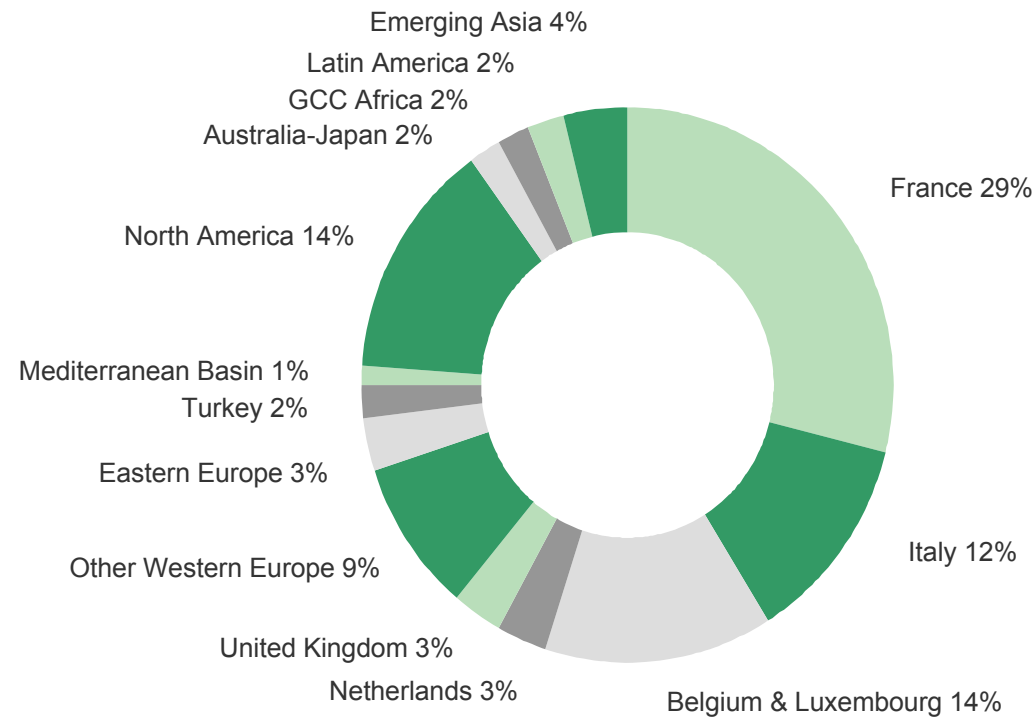
Breakdown of Commitments by Industry



Total gross commitments, on and off balance sheet, unweighted = €1,224bn as at 31.12.2011



Breakdown of Commitments by Region



**Total gross commitments, on and off balance sheet,
unweighted = €1,224bn as at 31.12.2011**



BNP Paribas in its Environment

- Recognised by corporate social responsibility rating agencies
 - The Group is included in the leading SRI indexes: Ethibel, Aspi, DJSI World, FTSE4Good
 - Ranked number 2 out of 57 banks by the extra-financial rating agency Vigeo
- CSR incorporated in all the business lines
 - Definition of environment and social standards for financing/investments in sensitive sectors (palm oil and paper pulp, defence, civil nuclear energy, ...)
 - 12 initiatives to expand the offering of green Product & Services with a positive social impact
- Environmental and socially responsible sponsorship
 - Renewal of partnership with ADIE
 - Launch of a programme to sponsor climate research
- Supporting victims of Japan's tsunami
 - BNP Paribas Tokyo, socially involved



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Amendments to the Base Prospectus

The following amendments shall be made to the Base Prospectus by virtue of this Sixth Supplement:

1. Risk Factors

The following additional risk factors shall be inserted on page 35 of the Base Prospectus immediately before the section entitled "Risks Relating to the Structure of a Particular Issue of Notes":

"Risks relating to Securities denominated in CNY

Where the Notes are denominated in CNY, prospective investors in the Notes should be aware that CNY is not freely convertible at present. The government of the People's Republic of China ("**PRC**") continues to regulate conversion between CNY and foreign currencies despite the significant reduction over the years by the PRC government of control over routine foreign exchange transactions under current accounts. As a result of the restrictions by the PRC government on cross-border CNY fund flows, the availability of CNY outside the PRC is limited.

As a part of its relaxation of control over foreign exchange transactions under current accounts, the PRC government introduced a pilot scheme in July 2009 whereby participating banks in the Hong Kong Special Administrative Region of the PRC are permitted to engage in the settlement of CNY trade transactions, which represents a current account activity. The pilot scheme was extended in July 2010 to cover 20 provinces and cities in the PRC and further extended in August 2011 to cover the whole nation.

The People's Bank of China ("**PBOC**") issued in October 2011 the Renminbi Foreign Direct Investment Settlement Rules (the "**Rules**") in order to expand cross-border use of CNY in trade and investment. Under the Rules, in relation to CNY settled foreign direct investment, special approval from the PBOC, which was previously required, is no longer necessary.

There is no assurance that the PRC government will continue to gradually liberalise the control over cross-border CNY remittances in the future or that new PRC regulations will not be promulgated in the future which have the effect of restricting the remittance of CNY into or outside the PRC.

The current size of CNY-denominated financial assets outside the PRC is limited. Although it is expected that the offshore CNY market will continue to grow in depth and size, its growth is subject to many constraints as a result of PRC laws and regulations on foreign exchange. The limited availability of CNY outside the PRC may affect the liquidity of the Notes. To the extent the Issuer is required to source CNY in the offshore market to service the Notes, there is no assurance that the Issuer will be able to source such CNY on satisfactory terms, if at all.

There can be no assurance that access to CNY funds for the purposes of making payments under the Notes or generally will remain available or will not become restricted. The value of CNY against foreign currencies fluctuates and is affected by changes in the PRC's and international political and economic conditions and by many other factors. As a result, foreign exchange fluctuations between an investor's home currency and CNY may affect investors who intend to convert gains or losses from the sale or redemption of the Notes into their home currency.

Where the Notes are denominated in CNY, all payments to investors in respect of the Notes will be made solely by transfer to a CNY bank account maintained in the CNY Settlement Centre (for this purpose, excluding the PRC) in accordance with prevailing rules and procedures. The Issuer cannot be required to make payment by any other means (including in any other currency or by transfer to a bank account in the PRC unless otherwise specified in the applicable Final Terms).

The PRC government has gradually liberalised the regulation of interest rates in recent years. Further liberalisation may increase interest rate volatility. With respect to any Notes which carry a fixed interest rate, the value of such Notes will vary with the fluctuations in the CNY interest rates. If a Noteholder tries to sell such Notes before their maturity, he may receive an offer that is less than the amount he has

invested.

The occurrence of a CNY Payment Disruption Event may lead to postponement or payment in an alternative currency

If the applicable Final Terms specify that "CNY Payment Disruption Event" is applicable to the Securities, and the Calculation Agent determines that a CNY Payment Disruption Event has occurred and is continuing and such event is material in relation to the Issuer's payment obligations under the Securities, unless otherwise stated in the applicable Final Terms, the relevant Affected Payment Date may be postponed to a later date or the Issuer's payment obligations under the Securities may be replaced with the obligation to pay the Equivalent Amount of the relevant Interest Amount, Final Redemption Amount or other amount payable (if applicable) on the relevant Affected Payment Date or the relevant CNY Payment Disruption Cut-off Date, as the case may be.

If the relevant Affected Payment Date is postponed, and if the Calculation Agent determines that the CNY Payment Disruption Event is still continuing on the CNY Payment Disruption Cut-off Date, then the Issuer's payment obligations under the Securities will be replaced with the obligation to pay the relevant Equivalent Amount on the CNY Payment Disruption Cut-off Date.

If the Issuer's payment obligations under the Securities are replaced with the obligation to pay the relevant Equivalent Amount on the relevant Affected Payment Date or the relevant CNY Payment Disruption Cut-off Date, as the case may be, then the relevant Equivalent Amount payable will be dependent on the performance of the Equivalent Amount Settlement Price (which may be zero) on such Affected Payment Date or CNY Payment Disruption Cut-off Date, as the case may be.

Risks relating to Securities cleared through CMU

The Issuer will be discharged upon payment to the CMU Paying Agent, and no claims may be brought directly against the Issuer in respect of amounts so paid.

So long as any Note is represented by a Global Note held on behalf of the CMU, each person for whose account interest in the Global Note is credited as being held in the CMU, as notified by the CMU to the CMU Lodging Agent in a relevant CMU Instrument Position Report, will be the only person entitled to receive payments on the Notes represented by the Global Note. Such person(s) must look solely to the CMU Paying Agent for his share of each payment made by the Issuer in respect of the Global Note, and in relation to all other rights arising under the Global Note, subject to and in accordance with the respective rules and procedures of the CMU. The Issuer will be discharged by payment to the CMU Paying Agent, and such person(s) shall have no claim directly against the Issuer in respect of payments due on the Notes for so long as the Notes are represented by the Global Note in respect of each amount so paid. Investors are exposed to the creditworthiness of the CMU Paying Agent and may suffer a loss in their investment if the CMU Paying Agent delays in making or fails to make the relevant payment to the aforesaid person(s) upon receiving the relevant payment from the Issuer.

Since the CMU operator can act only on behalf of the CMU participants, who in turn may act on behalf of persons who hold interests through them, the ability of persons having interests in the Global Note to pledge such interests to persons or entities that are not CMU participants, or otherwise take action in respect of such interests, may be affected by the lack of definitive Notes. Any payments by CMU participants to indirect participants will be governed by arrangements between the CMU participants and such indirect participants.

Payments, transfers, exchanges and other matters relating to interests in the Global Notes may be subject to various policies and procedures adopted by the CMU operator from time to time. None of the Issuer, the Dealer, the Principal Paying Agent, the Registrar, the CMU Paying Agent, the CMU Lodging Agent, the Exchange Agent, the Transfer Agent, the other Agents, nor any of their agents, will have any responsibility or liability for any aspect of the CMU operator's records relating to, or for payments made on account of, interests in the Global Note, or for maintaining, supervising or reviewing any records relating to such interests.

The CMU operator is under no obligation to maintain or continue to operate the CMU and/or to perform or continue to perform the procedures described above. Accordingly, the CMU and such procedures may be discontinued or modified at any time. None of the Issuer, the Dealer, the Principal Paying Agent, the Registrar, the CMU Paying Agent, the CMU Lodging Agent, the Transfer Agent, the other Agents nor any of their agents will have any responsibility for the performance by the CMU operator or the CMU participants of their respective obligations under the rules and procedures governing their operations."

2. Terms and Conditions of the Notes

The Terms and Conditions of the Notes shall be amended as follows:

- (i) Condition 1 (*Form, Denomination, Title and Transfer*) shall be amended as follows:
- (a) The following paragraph shall be inserted after the fourth paragraph of Condition 1(a) (*Form, Denomination and Title*) on page 70 of the Base Prospectus:
- "For so long as any of the Notes are represented by a Bearer Global Note or a Registered Global Note (each as defined in Condition 1(b)(vi) below) held by or on behalf of the HKMA as the operator of the CMU ("**CMU operator**"), each person for whose account interest in the relevant Bearer Global Note or Registered Global Note is credited as being held in the CMU, as notified by the CMU to the CMU Lodging Agent in a relevant CMU Instrument Position Report, or any other relevant notification by the CMU (which notification, in either case, shall be conclusive evidence of the records of the CMU save in the case of manifest error), shall be treated by the Issuer, the Guarantor and any Agent as the holder of such nominal amount of such Notes in accordance with and subject to the terms of the relevant Global Note and the expressions "Noteholder" and "Noteholders" and related expressions shall be construed accordingly."
- (b) The last paragraph of Condition 1(a) (*Form, Denomination and Title*) shall be deleted and replaced with the following paragraph:
- "Notes which are represented by a Global Note will be transferable only in accordance with the rules and procedures for the time being of Euroclear and/or Clearstream, Luxembourg or the CMU or such other clearing system approved by the Issuers or the Principal Paying Agent."
- (c) Each reference to "Euroclear or Clearstream, Luxembourg" in Condition 1(b)(i) (*Transfers of Registered Global Notes*) on page 70 of the Base Prospectus shall be replaced with a reference to "Euroclear, Clearstream, Luxembourg or the CMU".
- (d) The following definitions shall be inserted in the appropriate alphabetical order in Condition 1(b)(vi) (*Definitions*) on page 72 of the Base Prospectus:
- ""**CMU**" or "**CMU Service**" means the Central Moneymarkets Unit Service (or any lawful successor thereto), being the book-entry clearing system operated by the HKMA;"
- ""**CMU Instrument Position Report**" means the instrument position report showing the aggregate nominal value of the instrument specified therein held by CMU Members in the CMU securities accounts, as prepared from time to time by the CMU, and provided to the relevant paying agent of such instrument, in the form shown in Appendix E.2 of the CMU Manual;"
- ""**CMU Lodging Agent**" shall be as specified in the relevant Final Terms;"
- ""**CMU Manual**" means the reference manual relating to the operation of the CMU Service issued by the HKMA to CMU Members, as amended from time to time;"
- ""**CMU Member**" means any member of the CMU Service;"

""**CMU Rules**" means all requirements of the CMU Service for the time being applicable to a CMU Member and includes (a) all the obligations for the time being applicable to a CMU Member under or by virtue of its membership agreement with the CMU Service and the CMU Manual; (b) all the operating procedures as set out in the CMU Manual for the time being in force in so far as such procedures are applicable to a CMU Member; and (c) any directions for the time being in force and applicable to a CMU Member given by the HKMA through any operational circulars or pursuant to any provision of its membership agreement with the HKMA or the CMU Manual;"

""**HKMA**" means the Hong Kong Monetary Authority, the government authority in Hong Kong with responsibility for maintaining currency and banking stability, or any lawful successor thereto;"

""**Hong Kong**" means the Hong Kong Special Administrative Region of the People's Republic of China;"

- (ii) Condition 3 (*Interest*) shall be amended as follows:
- (a) Sub-paragraph (b) of the definition of "Business Day" on page 76 of the Base Prospectus shall be deleted in its entirety and replaced with the following:
- "(b) either (A) in relation to any sum payable in a Specified Currency other than euro or CNY, a day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in the principal financial centre of the country of the relevant Specified Currency (any such centre an "**Additional Business Centre**" and which, if the Specified Currency is Australian dollars or New Zealand dollars shall be Sydney or Auckland, respectively), (B) in relation to any sum payable in euro, a day (a "**TARGET2 Settlement Day**") on which the Trans-European Automated Real-Time Gross Settlement Express Transfer (TARGET2) System (the "**TARGET2 System**") is open, or (C) in relation to any sum payable in CNY, unless otherwise specified in the applicable Final Terms, a day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in the CNY Settlement Centre(s)."
- (b) Condition 3(b)(viii) (*Notification of Rate of Interest and Interest Amount*) on page 82 of the Base Prospectus shall be amended as follows:
- (I) by replacing the reference to "Euroclear and Clearstream, Luxembourg" in the eleventh line therein with a reference to "Euroclear, Clearstream, Luxembourg or the CMU, as the case may be"; and
- (II) by replacing the reference to "Euroclear and Clearstream, Luxembourg" in the 13th line therein with a reference to "Euroclear and Clearstream, Luxembourg or the CMU Lodging Agent, as the case may be".
- (iii) Condition 4 (*Payments, Physical Delivery and Exchange of Talons*) shall be amended as follows:
- (a) The first paragraph of Condition 4(a) (*Method of Payment*) on pages 84 and 85 of the Base Prospectus shall be amended as follows:
- (I) by replacing the reference to "Euroclear, Clearstream, Luxembourg" in the eighth and ninth lines therein with a reference to "Euroclear, Clearstream, Luxembourg, the CMU"; and
- (II) by deleting the last sentence therein and replacing with the following sentence:

"For these purposes, "**Designated Account**" means the account maintained by a holder with a Designated Bank and identified as such in the Register and "**Designated Bank**" means (i) (in the case of a Specified Currency other than euro or CNY) a bank in the principal financial centre of the country of such Specified Currency; (ii) (in the case of a payment in euro) any bank which processes payment in euro; and (iii) (in the case of a payment in CNY) any bank which processes payment in CNY in the CNY Settlement Centre(s)."

(b) The second paragraph of Condition 4(a) (*Method of Payment*) on page 85 of the Base Prospectus shall be amended as follows:

(I) by replacing the reference to "Euroclear, Clearstream, Luxembourg" in the eighth line therein with a reference to "Euroclear, Clearstream, Luxembourg, the CMU"; and

(II) by inserting the following sentence immediately after the last sentence therein:

"Notwithstanding anything to the contrary in this paragraph, payments of interest and payments of instalments of principal (other than the final instalment) in respect of each Registered Note denominated in CNY (whether or not in global form) will be made solely by transfer to the Designated Account of the holder (or the first named of joint holders) of the Registered Note appearing in the Register (i) where in global form, at the close of the business day (being for this purpose a day on which Euroclear, Clearstream, Luxembourg or the CMU and/or any other relevant Clearing System are open for business) before the relevant due date, and (ii) where in definitive form, at the close of business on the fifteenth day (whether or not such fifteenth day is a business day) before the Record Date."

(c) The sixth paragraph of Condition 4(a) (*Method of Payment*) beginning with "Subject as provided below" on page 86 of the Base Prospectus shall be deleted and replaced with the following:

"Subject as provided below and subject also as provided in the applicable Final Terms, payments in respect of definitive Notes (other than Foreign Exchange (FX) Rate Notes) denominated in a Specified Currency (other than euro or CNY) or, in the case of Foreign Exchange (FX) Rate Notes, payable in a Specified Currency (other than euro or CNY) will (subject as provided below) be made by a cheque in the Specified Currency drawn on, or, at the option of the holder and upon 15 days' prior notice to the Principal Paying Agent, by transfer to an account in the Specified Currency maintained by the payee with a bank in the principal financial centre of the country of the Specified Currency. Payments in euro will be made by credit or transfer to a euro account or any other account to which euro may be credited or transferred specified by the payee or, at the option of the payee, by euro-cheque. Payments in CNY will be made by credit or transfer to a CNY account within the CNY Settlement Centre(s) unless otherwise specified in the applicable Final Terms.

The applicable Final Terms may also contain provisions for variation of settlement where, for reasons beyond the control of the Issuer or any Noteholder (including, without limitation, unlawfulness, illegality, impossibility, force majeure, non-transferability or the like, each a "**Payment Disruption Event**"), the Issuer is not able to make, or any Noteholder is not able to receive, as the case may be, payment on the due date and in the Specified Currency of any amount of principal or interest due under the Notes.

If the applicable Final Terms specify "CNY Payment Disruption Event" to be applicable, in the event that the Calculation Agent determines, in its sole and absolute discretion, that a CNY Payment Disruption Event has occurred or is likely to occur and that such CNY Payment Disruption Event is material in relation to the Issuer's payment obligations under

the Notes in respect of any forthcoming Interest Payment Date, Maturity Date or other date on which any amount in respect of the Notes shall be due and payable (each such date, an "**Affected Payment Date**"), then the Calculation Agent shall notify Noteholders as soon as practicable of the occurrence of such CNY Payment Disruption Event in accordance with Condition 12.

If the applicable Final Terms specify that "CNY Payment Disruption Event" is applicable to the Securities, upon the occurrence of a CNY Payment Disruption Event:

(i) *Postponement*

If the applicable Final Terms specify "Postponement" to be applicable in respect of the Notes, then the Affected Payment Date shall be postponed until the earlier of (A) the second Business Day following the day on which such CNY Payment Disruption Event ceases to exist, and (B) the date falling 14 calendar days following the original date on which the Affected Payment Date was scheduled to fall (the "**CNY Payment Disruption Cut-off Date**") and notice thereof shall be given to the relevant Noteholders in accordance with Condition 12. For the avoidance of doubt, no amount of interest shall be payable in respect of any delay in payment of any amount(s) due to the adjustment of any Affected Payment Date.

In the event that, pursuant to the preceding paragraph, the Affected Payment Date is adjusted to fall on the CNY Payment Disruption Cut-off Date and the Calculation Agent determines that a CNY Payment Disruption Event still exists on such day, then the Issuer shall make payment of the Equivalent Amount of the relevant Interest Amount, Final Redemption Amount or such other amount payable (if applicable) on the CNY Payment Disruption Cut-off Date and notice thereof shall be given to the relevant Noteholders in accordance with Condition 12. Any such payment made by the Issuer on the CNY Payment Disruption Cut-off Date shall be in full and final settlement of its obligations to pay such amount in respect of the Notes.

(ii) *Payment of Equivalent Amount*

If the applicable Final Terms specify "Payment of Equivalent Amount" to be applicable in respect of the Notes, the Issuer shall, upon giving notice prior to the relevant Affected Payment Date to the Noteholders in accordance with Condition 12, make payment of the Equivalent Amount of the relevant Interest Amount, Final Redemption Amount or such other amount payable (if applicable) on the relevant Affected Payment Date. Any such payment made by the Issuer on an Affected Payment Date shall be in full and final settlement of its obligations to pay such amount in respect of the Notes.

For these purposes:

"**CNY**" means Chinese Yuan or Renminbi, the lawful currency of the People's Republic of China (including any lawful successor currency to the CNY).

"**CNY Governmental Authority**" means any de facto or de jure government (or any agency or instrumentality thereof), court, tribunal, administrative or other governmental authority or any other entity (private or public) charged with the regulation of the financial markets (including the central bank) in the People's Republic of China, Hong Kong and any other CNY Settlement Centre(s).

"**CNY Payment Disruption Event**" means the occurrence of any of the following events:

- (A) an event which makes it impossible (where it had previously been possible) or

impractical for the Issuer to convert any amounts due and payable in CNY under the Notes into or from the Equivalent Amount Settlement Currency in the general CNY foreign exchange market in the relevant CNY Settlement Centre(s), except where such impossibility or impracticality is due solely to the failure of the Issuer to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the relevant Trade Date, and it is impossible or impractical for the Issuer, due to events beyond its control, to comply with such law, rule or regulation) (a "**CNY Inconvertibility Event**"). For the avoidance of doubt, the inability of the Issuer to convert CNY solely due to issues relating to its creditworthiness shall not constitute a CNY Inconvertibility Event;

- (B) an event that makes it impossible (where it had previously been possible) or impractical for the Issuer to deliver (i) CNY between accounts inside the relevant CNY Settlement Centre(s), or (ii) from an account inside the relevant CNY Settlement Centre(s) to an account outside the relevant CNY Settlement Centre(s) (including, if applicable, to another CNY Settlement Centre) and outside Mainland China, or (iii) from an account outside the relevant CNY Settlement Centre(s) (including, if applicable, from an account inside another CNY Settlement Centre) and outside Mainland China to an account inside the relevant CNY Settlement Centre(s), except where such impossibility or impracticality is due solely to the failure of the Issuer to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the relevant Trade Date, and it is impossible or impractical for the Issuer, due to events beyond its control, to comply with such law, rule or regulation) (a "**CNY Non-Transferability Event**"). For the purposes of determining whether a CNY Non-Transferability Event has occurred only, a segregated CNY fiduciary cash account with the People's Bank of China and operated by Bank of China (Hong Kong) Limited shall be deemed to be an account inside Hong Kong; and
- (C) an event that makes it impossible (where it had previously been possible) or impractical for the Issuer to obtain a firm quote of an offer price in respect of any amounts due and payable in CNY under the Notes (either in one transaction or a commercially reasonable number of transactions that, when taken together, is no less than such amount) in the general CNY foreign exchange market in the relevant CNY Settlement Centre(s) in order to perform its obligations under the Notes (a "**CNY Illiquidity Event**"). For the avoidance of doubt, the inability of the Issuer to obtain such firm quote solely due to issues relating to its creditworthiness shall not constitute a CNY Illiquidity Event.

"**CNY Settlement Centre**" means the financial centre(s) specified as such in the applicable Final Terms in accordance with applicable laws and regulations. If no CNY Settlement Centre is specified in the relevant Final Terms, the CNY Settlement Centre shall be deemed to be Hong Kong.

"**Equivalent Amount**" means, following the occurrence of a CNY Payment Disruption Event and in respect of the relevant Interest Amount, Final Redemption Amount or such other amount payable (if applicable) on the relevant Affected Payment Date or the relevant CNY Payment Disruption Cut-off Date, as the case may be (for these purposes, the "**Relevant CNY Amount**"), an amount in the Equivalent Amount Settlement Currency determined by the Calculation Agent (in its sole and absolute discretion), by converting the Relevant CNY Amount into the Equivalent Amount Settlement Currency using the Equivalent Amount Settlement Price for the relevant Affected Payment Date or the relevant CNY Payment Disruption Cut-off Date, as the case may be.

"**Equivalent Amount Settlement Currency**" means the currency specified as such in the

applicable Final Terms.

"Equivalent Amount Settlement Price" means, unless otherwise specified in the applicable Final Terms, in respect of any relevant day, the spot rate of exchange between CNY and the Equivalent Amount Settlement Currency on such day, appearing on the Equivalent Amount Settlement Price Source at the Equivalent Amount Settlement Valuation Time on such day (expressed as a number of units (or part units) of CNY for which one unit of the Equivalent Amount Settlement Currency can be exchanged), or if such rate is not available, the arithmetic mean (rounded, if necessary, to four decimal places (with 0.00005 being rounded upwards)) as determined by or on behalf of the Calculation Agent of the bid and offer CNY/Equivalent Amount Settlement Currency exchange rates provided by two or more leading dealers on a foreign exchange market (as selected by the Calculation Agent) at the Equivalent Amount Settlement Valuation Time on such day. If less than two leading dealers provide the Calculation Agent with bid and offer CNY/Equivalent Amount Settlement Currency exchange rates on such day, the Calculation Agent shall determine the Equivalent Amount Settlement Price in its discretion.

"Equivalent Amount Settlement Price Source" means the price source specified in the applicable Final Terms.

"Equivalent Amount Settlement Valuation Time" means, unless otherwise specified in the applicable Final Terms, the time at which the Equivalent Amount Settlement Price Source publishes the Equivalent Amount Settlement Price.

"impossible" or **"impossibility"** in relation to a CNY Payment Disruption Event, shall include (but shall not be limited to) any act which, if done or performed by the Issuer (or any affiliate of the Issuer) would be or result in the breach of any applicable law, rule, or regulation.

"impractical" or **"impracticality"** means, in relation to a CNY Payment Disruption Event and in respect of any action to be taken by the Issuer, that the Issuer (or any of its affiliates) would incur a materially increased amount of taxes, duties, expenses or fees (as compared with circumstances existing on the Trade Date) to perform such action."

- (d) The following paragraph shall be inserted after the eighth paragraph of Condition 4(a) (*Method of Payment*) beginning with "Notwithstanding the foregoing..." on page 86 of the Base Prospectus:

"Notwithstanding the foregoing, payments in respect of Notes denominated and payable in CNY will be made solely by transfer to a CNY bank account maintained in the CNY Settlement Centre(s) in accordance with prevailing rules and regulations."

- (e) The ninth paragraph of Condition 4(a) (*Method of Payment*) beginning with "The holder of the relevant Global Note" on page 86 of the Base Prospectus shall be amended by replacing each reference to "Euroclear and/or Clearstream, Luxembourg" therein with a reference to "Euroclear and/or Clearstream, Luxembourg or the CMU".

- (f) The definition of "Payment Day" on page 87 of the Base Prospectus shall be amended by inserting a new sub-paragraph after sub-paragraph (C) as follows:

"(D) in relation to any sum payable in CNY, a day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in the CNY Settlement Centre(s)."

- (g) The fifteenth paragraph of Condition 4(a) (*Method of Payment*) beginning with "The

names of the initial Principal Paying Agent" on page 87 of the Base Prospectus shall be amended by inserting a new sub-paragraph after sub-paragraph (iv) as follows:

"(v) so long as any Notes are cleared through CMU, there will at all times be appointed a CMU lodging agent or paying agent with a specified office in such place as required by the CMU."

(iv) The second paragraph of Condition 5(d) (*Redemption and Purchase – Redemption at the Option of the Noteholders (Noteholder Put)*) on page 97 of the Base Prospectus shall be amended as follows;

(a) by inserting the words "or the CMU" after each reference to "Clearstream, Luxembourg" appearing in the second line, the thirteenth line, the seventeenth line and twentieth line therein;

(b) by inserting the words "or the CMU Lodging Agent" after the reference to "Paying Agent" appearing in the fifteenth line therein; and

(c) by inserting the words "or the CMU Lodging Agent" after the reference to "Euroclear or Clearstream, Luxembourg" appearing in the eighteenth line therein.

(v) Condition 12 (*Notices*) on page 104 of the Base Prospectus shall be amended as follows:

(a) Condition 12(b) shall be amended by inserting the words "or in the CNY Settlement Centre(s) (in the case of Notes denominated in CNY)" after the words "(which is expected to be the *Financial Times*)" appearing in the third line therein.

(b) The following paragraph shall be inserted after paragraph (e) of Condition 12 (*Notices*) on page 105 of the Base Prospectus:

"(f) Until such time as any definitive Notes are issued, for so long as the Notes are represented by a Global Note and such Global Note is held on behalf of CMU, notices to the Noteholders may be given by delivery of relevant notice to the CMU Lodging Agent for communication to the CMU participants or to the persons shown in a CMU Instrument Position Report issued by the CMU on the Business Day preceding the date of dispatch of such notice as holding interests in the Global Note. Any such notice shall be deemed to have been given to the Noteholders on the second Business Day after such notice has been sent."

3. **Form of the Notes**

The section entitled "Form of the Notes" on pages 278 to 280 of the Base Prospectus shall be amended as follows:

(i) The first paragraph of the section entitled "Bearer Notes" on page 278 of the Base Prospectus shall be amended by inserting the following words after the words "Euroclear and Clearstream, Luxembourg" appearing in the fifth line therein:

"(in the case of Notes cleared through Euroclear and Clearstream, Luxembourg) or to a sub-custodian nominated by the HKMA as operator of the CMU (in the case of Notes to be cleared through the CMU),"

(ii) The second paragraph of the section entitled "Bearer Notes" on page 278 of the Base Prospectus shall be amended by inserting the following words after the words "Principal Paying Agent" appearing in the last line therein:

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or received by the CMU Lodging Agent (in the case of Notes cleared through the CMU)"

- (iii) The third paragraph of the section entitled "Bearer Notes" on page 278 of the Base Prospectus shall be amended by inserting the following sentence at the end of the paragraph:

"Notwithstanding the foregoing, if the Temporary Bearer Global Note is held by or on behalf of the HKMA as operator of the CMU, the CMU may require that exchange for interests in the Permanent Bearer Global Note is made in whole but not in part and, in such event, no such exchange will be effected until all persons appearing in the records of the CMU as entitled to an interest in the Temporary Bearer Global Note have been so certified."

- (iv) The fifth paragraph of the section entitled "Bearer Notes" on pages 278 to 279 of the Base Prospectus shall be amended as follows:

- (a) by inserting the following words after the words "Principal Paying Agent, as described therein" appearing in the fifth line therein:

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or not less than 60 days' written notice received from the holder of an interest in such Permanent Bearer Global Note by the CMU Lodging Agent (in the case of Notes cleared through the CMU),";

- (b) by inserting the following words after the words "both Euroclear and Clearstream, Luxembourg" appearing in the eighth line therein:

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or the CMU (in the case of Notes cleared through the CMU)";

- (c) by inserting the following words after the words "Principal Paying Agent" appearing in the sixteenth line therein:

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or any holder of an interest in such Permanent Bearer Global Note may give notice to the CMU Lodging Agent (in the case of Notes cleared through the CMU)";

- (d) by replacing each reference to "Principal Paying Agent" appearing in the eighteenth and twentieth lines therein with a reference to "Principal Paying Agent or the CMU Lodging Agent, as the case may be,".

- (v) The last paragraph of the section entitled "Bearer Notes" on page 279 of the Base Prospectus shall be amended by inserting the words "or the CMU," after the words "Clearstream, Luxembourg," appearing in the second line therein.

- (vi) The first paragraph of the section entitled "Registered Notes" on page 279 of the Base Prospectus shall be amended by inserting the following words in the fifth line therein after the words "Clearstream, Luxembourg":

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or deposited with a sub-custodian nominated by the HKMA as operator of the CMU and registered in the name of the HKMA in its capacity as operator of the CMU (in the case of Notes cleared through the CMU)"

- (vii) The fifth paragraph of the section entitled "Registered Notes" on page 279 shall be amended by inserting the following words after the words "both Euroclear and Clearstream, Luxembourg" appearing in the fourth and fifth lines therein:

"(in the case of Notes cleared through Euroclear and/or Clearstream, Luxembourg) or the CMU (in the case of Notes cleared through the CMU)"

- (viii) The fifth paragraph of the section entitled "Registered Notes" on page 280 shall be amended by

inserting the words "or the CMU Lodging Agent, as the case may be," after the words "Clearstream, Luxembourg" appearing in the twelfth line therein.

- (ix) The last paragraph of the section entitled "Registered Notes" on page 280 of the Base Prospectus shall be amended by inserting the words "or the CMU" after the words "Clearstream, Luxembourg," appearing in the second line therein.

4. Clearing Systems

The section entitled "Clearing Systems" on page 281 of the Base Prospectus shall be amended by inserting a new paragraph after paragraph 3 (*Euroclear Safekeeper*) as follows:

"4. **Central Moneymarkets Unit ("CMU")**

The CMU is the book-entry clearing system operated by the Hong Kong Monetary Authority ("HKMA"), the government authority in Hong Kong with responsibility for maintaining currency and banking stability. The CMU comprises computerised clearing, settlement and custodian facilities for bills, notes, and bonds issued by the government of the Hong Kong Special Administrative Region, and debt securities issued by both public and private sector entities. The CMU offers the services including real time and end-of day delivery against payment for all CMU securities denominated in Hong Kong dollar, US dollars, Euros and CNY, and cross-border delivery against payment settlement via regional central securities depositories (CSDs) and international central securities depositories (ISCDs) such as Euroclear and Clearstream, Luxembourg."

5. Form of Final Terms

The Form of Final Terms appearing at pages 282 to 335 of the Base Prospectus shall be amended as follows:

- (i) Paragraph 53 (*Other terms or special conditions*) of the "Form of Final Terms" on page 329 of the Base Prospectus shall be deleted and replaced with the following:

"Other terms or special conditions: [Not applicable/give details/specify rating, if applicable/specify any Payment Disruption Events and the consequences thereof, if applicable, for the purpose of Condition 4(a)]

[If CNY Payment Disruption Event is applicable to the Notes, include the following paragraphs:

CNY Payment Disruption Event is applicable.

CNY Settlement Centre(s): [Hong Kong Special Administrative Region] [●]

Consequences of CNY Payment Disruption Event: [Postponement] [Payment of Equivalent Amount]

[if "Payment of Equivalent Amount" is specified to be applicable, insert the following paragraphs:

Equivalent Amount Settlement Currency: [●]

Equivalent Amount Settlement Price: [●]

Equivalent Amount Settlement Price Source: [●]

Equivalent Amount Settlement Valuation Time: [●]]]

(ii) Paragraph 9 (*Operational Information*) of Part B (*Other Information*) of the "Form of Final Terms" on page 333 of the Base Prospectus shall be amended as follows:

(a) Sub-paragraph (iii) on page 333 of the Base Prospectus shall be deleted and replaced with the following:

(iii) Any clearing system(s) [Not applicable/Central Moneymarkets Unit/*give other than Euroclear and name(s) and number(s)*] Clearstream, Luxembourg approved by the Issuer and the Principal Paying Agent and the relevant identification number(s):

(b) The following paragraphs shall be inserted after paragraph (v) on page 333 of the Base Prospectus:

(vi) [CMU Instrument No.: Not applicable/[●]]

(vii) [CMU Lodging Agent: Not applicable/[●]]

(viii) [CMU Paying Agent: Not applicable/[●]]

6. **Hong Kong Taxation**

The following section shall be inserted after the U.S. Federal Income Taxation section on page 369 of the Base Prospectus:

"Hong Kong Taxation

Withholding Tax

Under existing Hong Kong laws, payments of principal and interest in respect of the Notes will be payable without withholding for or on account of any Hong Kong taxes.

Profits Tax

Profits tax is charged on every person carrying on a trade, profession or business in Hong Kong in respect of assessable profits arising in or derived from Hong Kong from such trade, profession or business.

Under the Inland Revenue Ordinance (Cap. 112) of Hong Kong, interest on the Notes will be subject to Hong Kong profits tax where such interest is received by or accrued to:

- a financial institution (as defined in the Inland Revenue Ordinance) and such interest arises through or from the carrying on by the financial institution of its business in Hong Kong;
- a corporation carrying on a trade, profession or business in Hong Kong and such interest is derived from Hong Kong; or
- a person, other than a corporation, carrying on a trade, profession or business in Hong Kong and such interest is derived from Hong Kong and is in respect of the funds of the trade, profession or business.

No capital gains tax is currently levied in Hong Kong; however, Hong Kong profits tax may be charged on profits arising on the sale, disposal or redemption of Notes where such sale, disposal or redemption are or form part of a trade, profession or business carried on in Hong Kong.

Stamp Duty

Stamp duty will not be payable on the issue of Notes in bearer form provided either:

- (i) such Notes are denominated in a currency other than the currency of Hong Kong and are not repayable in any circumstances in the currency of Hong Kong; or
- (ii) such Notes constitute "loan capital" (as defined in the Stamp Duty Ordinance (Cap. 117) of Hong Kong).

If stamp duty is payable, it is payable by the Issuer on the issue of Notes in bearer form at a rate of 3 per cent. of the market value of the Notes at the time of issue.

No stamp duty will be payable on any subsequent transfer of Notes in bearer form.

Stamp duty may be payable on any transfer of Notes in registered form if the relevant transfer is required to be registered in Hong Kong. Stamp duty will, however, not be payable on any transfers of Notes in registered form provided that either:

- (i) the Notes in registered form are denominated in a currency other than the currency of Hong Kong and are not repayable in any circumstances in the currency of Hong Kong; or
- (ii) the Notes in registered form constitute "loan capital" (as defined in the Stamp Duty Ordinance (Cap. 117) of Hong Kong).

If stamp duty is payable in respect of the transfer of Notes in registered form it will be payable by each of the purchaser and the seller at the rate of 0.1 per cent. (together 0.2 per cent.) of the consideration for, or (if greater) the value of, the Notes bought and sold."

RECENT DEVELOPMENTS

A section Recent Developments is added to the Base Prospectus with the following information:

Moody's Investors Services Inc. has published on 15 February 2012 a press release announcing rating actions on 114 financial institutions including BNP Paribas. Accordingly BNP Paribas' long term debt and deposit ratings have been placed on review for downgrade. The press release is available on www.moody.com.

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.

BNP Paribas
16 boulevard des Italiens
75009 Paris
France

Represented by Philippe Bordenave
in his capacity as *Directeur Général Délégué*

Dated 15 February 2012



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°12-071 on 15 February 2012. This Sixth Supplement has been prepared by BNP Paribas and its signatories assume responsibility for it. This Sixth Supplement, the Fifth Supplement, the Fourth Supplement, the Third Supplement, the Second Supplement, the First Supplement and the Base Prospectus 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.