

First Supplement dated 6 July 2020
to the Base Prospectus for the issue of unsubordinated Notes dated 2 June 2020



BNP Paribas Issuance B.V.

(incorporated in The Netherlands)

(as Issuer)

BNP Paribas

(incorporated in France)

(as Guarantor)

BNP Paribas Fortis Funding

(incorporated in Luxembourg)

(as Issuer)

BNP Paribas Fortis SA/NV

(incorporated in Belgium)

(as Guarantor)

Note, Warrant and Certificate Programme

This first supplement (the "**First Supplement**") is supplemental to, and should be read in conjunction with, the base prospectus dated 2 June 2020 (the "**Base Prospectus**"), in respect of Notes issued under the Note, Warrant and Certificate Programme (the "**Programme**") of BNP Paribas Issuance B.V. ("**BNPP B.V.**"), BNP Paribas ("**BNPP**"), BNP Paribas Fortis Funding ("**BP2F**") and BNP Paribas Fortis SA/NV ("**BNPPF**").

The Base Prospectus constitutes a base prospectus for the purposes of Article 8 of the Prospectus Regulation. "**Prospectus Regulation**" means Regulation (EU) 2017/1129 of 14 June 2017. The Base Prospectus received approval no. 20-231 on 2 June 2020 from the *Autorité des marchés financiers* (the "**AMF**"). Application has been made to the AMF for approval of this First Supplement in its capacity as competent authority under the Prospectus Regulation.

BNPP (in respect of itself and BNPP B.V.), BNPP B.V. (in respect of itself), BP2F (in respect of itself) and BNPPF (in respect of itself and BP2F) accept responsibility for the information contained in this First Supplement, save that BNPP B.V., BP2F and BNPPF accept no responsibility for the Third Amendment to the BNPP 2019 Universal Registration Document (in English) (as defined below) and the updated disclosure in respect of BNPP. To the best of the knowledge of BNPP, BNPP B.V., BP2F and BNPPF (who have taken all reasonable care to ensure that such is the case), the information contained herein is, subject as provided in the preceding sentence, in accordance with the facts and does not omit anything likely to affect the import of such information.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meanings when used in this First Supplement.

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

Copies of this First Supplement will be available on the website of BNP Paribas (<https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx>), on the website of BNPPF (<https://www.bnpparibasfortis.be>), on the website of BP2F (<https://www.bp2f.lu>) and on the website of the AMF (www.amf-france.org).

This First Supplement has been prepared in accordance with Article 23 of the Prospectus Regulation, for the purposes of giving information which amends or is additional to the information already contained in the Base Prospectus.

This First Supplement has been prepared for the purposes of:

- (A) incorporating by reference the third *Amendement au Document d'Enregistrement Universel au 31 décembre 2019* dated 25 June 2020 (in English) (the "**Third Amendment to the BNPP 2019 Universal Registration Document (in English)**"); and
- (B) amending the "General Information" section.

The incorporation by reference referred to in (A) above has been made to update the disclosure in respect of the BNPP 2019 Universal Registration Document. The amendment referred to in (B) above has been made to reflect the updated disclosure referred to in (A) above in respect of the statutory auditors of BNPP.

In accordance with Article 23(2) of the Prospectus Regulation, in the case of an offer of Securities to the public, investors who, before this First Supplement is published, have already agreed to purchase or subscribe for Securities issued under the Programme which are affected by the amendments made in this First Supplement, have the right, exercisable before the end of the period of two working days beginning with the working day after the date of publication of this First Supplement to withdraw their acceptances. This right to withdraw shall expire by close of business on 9 July 2020.

TABLE OF CONTENTS

	Page
Documents Incorporated by Reference	4
Amendments to the General Information Section	5
Responsibility Statement	6

DOCUMENTS INCORPORATED BY REFERENCE

On 25 June 2020, BNPP filed with the AMF the third *Amendement au Document d'Enregistrement Universel au 31 décembre 2019* (in English) (the "**Third Amendment to the BNPP 2019 Universal Registration Document (in English)**").

An English version of the third *Amendement au Document d'Enregistrement Universel au 31 décembre 2019* has been filed with the AMF on 25 June 2020 for the purposes of the Prospectus Regulation and, by virtue of this First Supplement, other than the sections entitled "Persons Responsible for the Universal Registration Document" and the "Table of Concordance", is incorporated in, and forms part of, the Base Prospectus.

The "**DOCUMENTS INCORPORATED BY REFERENCE**" section on pages 114 to 129 of the Base Prospectus is amended as follows:

- (a) the word "and" at the end of paragraph (r) is deleted;
- (b) the "," at the end of paragraph (s) is deleted and replaced with "; and";
- (c) the following paragraph (t) is added under paragraph (s):
 - "(t) the third *Amendement au Document d'Enregistrement Universel au 31 décembre 2019* (in English) for BNPP dated 25 June 2020, other than the sections entitled "Persons Responsible for the Universal Registration Document" and the "Table of Concordance", with filing number D.20-0097-A03 (the "**Third Amendment to the BNPP 2019 Universal Registration Document (in English)**"),";
- (d) the following table is inserted immediately below the table entitled "**SECOND AMENDMENT TO THE BNPP 2019 UNIVERSAL REGISTRATION DOCUMENT (in English)**" and above the heading "**BNP PARIBAS ISSUANCE B.V.**":

<i>THIRD AMENDMENT TO THE BNPP 2019 UNIVERSAL REGISTRATION DOCUMENT (in English)</i>	
https://rates-globalmarkets.bnpparibas.com/gm/Public/LegalDocs.aspx	
Approval by the AMF of the 2019 Universal Registration Document, 1st Amendment and 2nd Amendment to the 2019 Universal Registration Document	Pages 3 and 4 of the Third Amendment to the BNPP 2019 Universal Registration Document (in English)
General Information	Page 5 of the Third Amendment to the BNPP 2019 Universal Registration Document (in English)
Statutory Auditors	Page 6 of the Third Amendment to the BNPP 2019 Universal Registration Document (in English)

- (e) in the last paragraph, the second sentence is deleted and replaced with the following:

"Each of the documents incorporated by reference in (d) to (j) above will only be made available by the relevant Issuer or the Guarantor (if applicable) to which such document relates."

AMENDMENTS TO THE GENERAL INFORMATION SECTION

The information under the heading "12. Statutory Auditors" in the General Information section is amended by the deletion of the address of the Deputy of Mazars on page 1248 of the Base Prospectus and its replacement with the following:

"Deputy:

Charles de Boisriou, 28 rue Fernand Forest, 92150 Suresnes (92), France."

RESPONSIBILITY STATEMENT

I hereby certify on behalf of BNPP, BNPP B.V., BP2F and BNPPF that, to the best of my knowledge, the information contained in this First 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 Michel Konczaty
in his capacity as Deputy Chief Operating Officer

Dated 6 July 2020



This First Supplement has been approved by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129. The AMF has approved this First Supplement after having verified that the information it contains is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129.

This approval is not a favourable opinion on the Issuer and on the quality of the Securities described in the Base Prospectus (as amended by this First Supplement). Investors should make their own assessment of the opportunity to invest in such Securities.

This First Supplement has been approved on 6 July 2020. This First Supplement obtained the following approval number: n°20-315.