



BNP PARIBAS FORTIS

FUNDING

BNP PARIBAS FORTIS FUNDING

(INCORPORATED AS A SOCIÉTÉ ANONYME UNDER THE LAWS OF THE GRAND DUCHY OF LUXEMBOURG
REGISTERED WITH THE LUXEMBOURG REGISTRY OF COMMERCE AND COMPANIES UNDER NO. B 24,784)

**FIRST UPDATE TO THE 2013 REGISTRATION DOCUMENT
AND HALF YEAR FINANCIAL REPORT
FILED WITH THE AMF ON 2 OCTOBRE, 2013**

This first update dated 2 October 2013 (the "**First Update**") has been prepared for the purpose of amending and supplementing the registration document of BNP Paribas Fortis Funding ("**BP2F**") dated 29 May 2013 issued in compliance with Annex XI of the EU Prospectus Regulation (Commission regulation (EC) No° 809/2004 of 29 April 2004 (as amended)) and registered with the *Autorité des Marchés Financiers* (the "**AMF**") on 30 May 2013 (the "**Registration Document**").

This First Update has been registered on the date hereof by the AMF, which is the French competent authority for the purpose of the Prospectus Directive.

Copies of this First Update may be obtained free of charge at the specified offices of BNP Paribas Securities Services, Luxembourg Branch and BP2F and on the website of the AMF (www.amf-france.org).

Unless the contrary is stated, terms defined in the Registration Document shall have the same meaning when used in this First Update. In case of inconsistency between a statement contained in this First Update and any other statement in or incorporated by reference in the Registration Document, the statement contained in this First Update shall prevail. The Registration Document shall be amended as set out herein.

1. This First Update incorporates by reference the half year financial report of BP2F for the six month period ended 30 June 2013:

First part of the report:

- (a) report from the Board of Directors on pages 1-10;

Second part of the report:

- (a) the balance sheet and profit and loss account on pages 2-4;
 - (b) the notes to the interim financial information on pages 5-13; and
 - (c) the unqualified auditor's report on the review of the interim financial information on page 1.
2. There has been no significant change in the financial or trading position of BP2F since 30 June 2013.
 3. It is anticipated, subject to all relevant approvals, that Mr Christian Pithsy (who will retire) will be replaced as Director and as Chairman of the board of directors of BP2F by Mr Didier Giblet as from 1 October 2013. Mr Giblet is Director Risk ALM-Treasury at BNP Paribas Fortis SA/NV.

The half year financial report of BP2F incorporated by reference into the Registration Document by virtue of this First Update will be available in electronic form on the website of BNP Paribas Fortis SA/NV (www.bnpparibasfortis.be/emissions).

BP2F accepts responsibility for the information contained in this First Update. BP2F declares that, having taken all reasonable care to ensure that such is the case, the information contained in this First Update is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import. BP2F estimates that, to the best of its knowledge and save as disclosed in this First Update, there has been no other significant new factor, material mistake or inaccuracy relating to the information included in the Registration Document since its publication.

CROSS REFERENCE TABLE

In order to assist readers of the First Update to the Registration Document, the following table of concordance cross-references the main headings required by Annex XI of the EU Prospectus Regulation (Commission Regulation (EC) No 809/2004 of 29 April 2004 (as amended) (the "**EU Prospectus Regulation**").

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PERSON RESPONSIBLE FOR THE FIRST UPDATE TO THE REGISTRATION DOCUMENT

Persons assuming responsibility for this First Update:

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Declaration by persons responsible for this First Update:

I hereby certify that, after having taken all reasonable care to ensure that such is the case, the information contained or incorporated by reference in this First Update to the Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

BNP Paribas Fortis Funding

67, Boulevard Grande-Duchesse Charlotte
L-1331 Luxembourg
Grand Duchy of Luxembourg

Duly represented by:

Dated 2 October 2013



In accordance with the General Regulation (*Règlement Général*) of the *Autorité des marchés financiers* ("AMF"), in particular Articles 212-13, this First Update to the Registration Document was registered with the AMF on 2 October 2013. This First Update to the Registration Document has been prepared by BNP Paribas Fortis Funding and its signatories assume responsibility for it. It may be used in connection with a financial transaction if supplemented with a securities note which will have received the visa of the AMF.