

Addendum to the convening notice to the Extraordinary General Meeting on March 27th, 2009

The European Commission recently approved, after publication of the notice of meeting relative to the present Extraordinary General Meeting (EGM), modifications in the plans to recapitalise banks of certain European countries. These modifications introduce the possibility for the banks to choose a recapitalisation instrument whose cost would be less in the event of repurchase during the first years following its issue.

It is possible that the French plan to strengthen banks' capital, providing for the issue of shares reserved for SPPE (*Société de Prise de Participation de l'Etat*), can also be amended. However, the process of obtaining a new agreement by Brussels can be long, and its schedule proves to be incompatible with that of the preparation of the EGM on March 27th, 2009; moreover, the documents used for convening shareholders and for their proper information were already made and ready to be dispatched, when BNP Paribas was informed of this possibility. It is the reason of this addendum.

We thus submit to you this way, amended resolutions and Articles of Association, providing for conditions of remuneration and repurchase which can vary inside a range (whereas previously these conditions were progressive but fixed), and which would give sufficient flexibility to make it possible for your company to benefit, if available, from improvements to the French plan, knowing that your Board would adopt new conditions only if they are on the whole more favourable for BNP Paribas than those initially envisaged in the notice of meeting, and included in the convening notice attached to the present addendum.