

## NOTICE TO THE NOTEHOLDERS



### NATIXIS STRUCTURED ISSUANCE SA

**Euro 10,000,000,000  
Debt Issuance Programme**

**ISIN Code: IT0006739574**

**SERIES NO: 3575**

**TRANCHE NO: 1**

**Issue of up to €100,000,000 Certificates Linked to a Basket of Shares due November 2022  
(the Certificates)**

**Unconditionally and irrevocably guaranteed by Natixis  
Under the €10,000,000,000  
Debt Issuance Programme  
Issued by Natixis Structured Issuance SA (the Issuer)**

The Issuer accepts the responsibility for the information contained in this notice.

The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in this notice is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

The Issuer draws the attention to the Noteholders that save as disclosed in this notice, no other significant new factor, material or inaccuracy relating to information included in the Final Terms has arisen or been noted, as the case may be, since the publication of the Final Terms.

Unless the context otherwise requires, terms defined in the Final Terms shall have the same meaning when used in this notice.

### **The Final Terms are laying out as following:**

| <b>PART A – CONTRACTUAL TERMS</b>      |  |
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| 3. Aggregate Nominal Amount :          |  |
| (i) Series:                            | Up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR <b>1,000,000</b> (being the equivalent of <b>1,000</b> Certificates) are issued on the Issue Date                         |
| (ii) tranche :                         | Up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR <b>1,000,000</b> (being the equivalent of <b>1,000</b> Certificates) are issued on the Issue Date                         |
| <b>ISSUE SPECIFIC SUMMARY</b>          |  |
| <b>Section E - Offer</b>               |  |
| E3. Terms and conditions of the offer: | No Public Offer is being made or contemplated.<br>The Issue Price of the Notes is EUR 1,000 per each Certificate.<br>The total amount of the issue is up to EUR 100,000,000 (being the equivalent of 100,000 |

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|  | <p>Certificates), of which EUR <b>1,000,000</b> (being the equivalent of <b>1,000</b> Certificates) are issued on the Issue Date.</p> <p><b>The time period, including any possible amendments, during which the offer will be open and description of the application process:</b> Not Applicable</p> <p><b>Details of the minimum and/or maximum amount of application and description of the application process:</b> Not Applicable</p> <p><b>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</b> Not Applicable</p> <p><b>Details of method and time limits for paying up and delivering securities:</b> Not Applicable</p> <p><b>Manner and date in which results of the offer are to be made public:</b> Not Applicable</p> <p><b>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</b> Not Applicable</p> <p><b>Categories of potential investors to which the securities are offered:</b> Not Applicable</p> <p><b>Whether tranche(s) have been reserved for certain countries:</b> Not Applicable</p> <p><b>Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:</b> Not Applicable</p> <p><b>Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</b> Not Applicable</p> <p><b>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:</b> Not Applicable</p> |
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Further to this Notice and due to a manifest error, the Issuer hereby informs the Noteholders that the Final Terms are now amended as follows:

| <b>PART A – CONTRACTUAL TERMS</b>   |  |
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| <p>3. Aggregate Nominal Amount :</p> <p style="padding-left: 40px;">(i) Series:</p> <p style="padding-left: 40px;">(ii) tranche :</p> | <p>Up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR <b>7,000,000</b> (being the equivalent of <b>7,000</b> Certificates) are issued on the Issue Date</p> <p>Up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR <b>7,000,000</b> (being the equivalent of <b>7,000</b> Certificates) are issued on the Issue Date</p>  |
| <b>ISSUE SPECIFIC SUMMARY</b>   |  |
| <b>Section E - Offer</b>  |  |
| <p>E3. Terms and conditions of the offer:</p>   | <p>No Public Offer is being made or contemplated. The Issue Price of the Notes is EUR 1,000 per each Certificate.</p> <p>The total amount of the issue is up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR <b>7,000,000</b> (being the equivalent of <b>7,000</b> Certificates) are issued on the Issue Date.</p> <p><b>The time period, including any possible amendments, during which the offer will be open and description of the application</b></p> |

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|  | <p><b>process:</b> Not Applicable</p> <p><b>Details of the minimum and/or maximum amount of application and description of the application process:</b> Not Applicable</p> <p><b>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</b> Not Applicable</p> <p><b>Details of method and time limits for paying up and delivering securities:</b> Not Applicable</p> <p><b>Manner and date in which results of the offer are to be made public:</b> Not Applicable</p> <p><b>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</b> Not Applicable</p> <p><b>Categories of potential investors to which the securities are offered:</b> Not Applicable</p> <p><b>Whether tranche(s) have been reserved for certain countries:</b> Not Applicable</p> <p><b>Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made:</b> Not Applicable</p> <p><b>Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</b> Not Applicable</p> <p><b>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:</b> Not Applicable</p> |
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All other terms and conditions of the Final Terms remain unchanged.

On behalf of **NATIXIS STRUCTURED ISSUANCE SA**

Dated 13 November 2017

**FINAL VERSION APPROVED BY THE ISSUER**