

**NOTICE TO THE HOLDERS**



**Natixis Structured Issuance SA**

**Legal entity identifier (LEI): 549300YZ10WOWPBDW20**

**Euro 20,000,000,000**

**Debt Issuance Programme**

**SERIES NO: 5321**

**TRANCHE NO: 1**

**Issue Up to EUR 100,000,000 Certificates linked to a Basket of Shares due May 2023 (the Certificates)**

**Unconditionally and irrevocably guaranteed by NATIXIS**

**Under the €20,000,000,000**

**Debt Issuance Programme**

**Issued by Natixis Structured Issuance SA (the Issuer)**

**Natixis as Dealer**

This notice is dated 24 May 2018 and should be read in conjunction with the Base Prospectus dated 24 April 2018, as integrated and supplemented from time to time relating to the €20,000,000,000 Debt Issuance Programme issued by Natixis Structured Issuance S.A. and guaranteed by NATIXIS and the Final Terms dated 22 May 2018 in respect of the Certificates (the **Final Terms**).

**Reference Price, Knock-in Prices and Barrier Prices of the Shares**

We hereby notify you the Reference Prices (i.e. Initial Prices), the Knock-in Prices and the Barrier Prices of the Shares on the Strike Date:

<b>i</b>	<b>Share</b>	<b>Bloomberg Code</b>	<b>ISIN Code</b>	<b>Currency</b>	<b>Reference Price (i.e. Initial Price)</b>	<b>Knock-in Price "B"</b>	<b>Barrier Price "H(t)" with t=1</b>	<b>Barrier Price "H(t)" with t = 2 to 20</b>
1	Faurecia SA	EO FP	FR0000121147	EUR	75.46	45.276	45.276	56.595
2	LVMH Moet Hennessy Louis Vuitton SE	MC FP	FR0000121014	EUR	309	185.4	185.4	231.75
3	Rheinmetall AG	RHM GY	DE0007030009	EUR	114.75	68.85	68.85	86.0625

Capitalised terms not defined herein shall have the meaning given thereto in the Final Terms in respect of the Certificates, a copy of which is attached to this notice.

24 May 2018

**NOTICE APPROVED BY THE ISSUER**