NOTICE TO THE HOLDERS

NATIXIS Structured Issuance SA

Euro 10,000,000,000
Debt Issuance Programme

Series No: 3737

Tranche No: 1

ISIN: IT0006739004

Issue of up to €100,000,000 Certificates Linked to a Basket of Shares due October 2020
(the Certificates)

This notice is dated 4 October 2017 and should be read in conjunction with the Base Prospectus dated 22 June 2017, as integrated and supplemented from time to time relating to the €10,000,000,000 Debt Issuance Programme issued by Natixis Structured Issuance S.A. and guaranteed by NATIXIS and the Final Terms dated 28 September 2017 in respect of the Certificates (the **Final Terms**).

Reference Prices, and Knock-in Prices of the Underlying References

We hereby notify you the Reference Prices and the Knock-in Prices of the Underlying References on the Strike Date:

i	Share	Bloomberg Code	ISIN Code	Reference Price	Knock-in Price "B"
1	TOTAL SA	FP FP	FR0000120271	45.37 EUR	24.4905 EUR
2	AXA SA	CS FP	FR0000120628	25.55 EUR	16.6075 EUR
3	Banco Santander SA	SAN SM	ES0113900J37	5.602 EUR	3.6413 EUR

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.

4 October 2017

NOTICE APPROVED BY THE ISSUER