

NOTICE TO THE NOTEHOLDERS



Natixis Structured Issuance SA

Legal entity identifier (LEI): 549300YZ10WOWBPDW20

Euro 20,000,000,000

Debt Issuance Programme

SERIES NO: 5981

TRANCHE NO: 1

ISIN: IT0006742669

Issue Up to EUR 100,000,000 Certificates linked to a Basket of Shares due August 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

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:

| PART A – CONTRACTUAL TERMS | |
|--|--|
| 58. Terms and Conditions of the Offer: | Application has been made by the Issuer (or on its behalf) for the Certificates to be listed on the SeDeX market of Borsa Italiana S.p.A. on or before the Issue Date of the Certificates. The validity of the placement of the Certificates is conditional upon the admission to listing of the Certificates on or before the Issue Date. The notification of the invalidity of the placement of the Certificates will be published on the website of the Issuer (www.equitysolutions.natixis.com). The Final Valuation Date is scheduled to occur on 21 August 2023. |

For the purposes of the admission to trading of the Certificates on SeDeX, the Expiry Date (*data di scadenza*) of the Certificates is set equal to the Final Valuation Date (i.e. 21 August 2023).

For the purposes of the admission to trading of the Certificates on SeDeX, the Record Dates of the Certificates are the below:

| t | Record Dates |
|----------|---------------------|
| 1 | 28 September 2018 |
| 2 | 30 October 2018 |
| 3 | 29 November 2018 |
| 4 | 28 December 2018 |
| 5 | 30 January 2019 |
| 6 | 27 February 2019 |
| 7 | 29 March 2019 |
| 8 | 29 April 2019 |
| 9 | 30 May 2019 |
| 10 | 28 June 2019 |
| 11 | 30 July 2019 |
| 12 | 30 August 2019 |
| 13 | 27 September 2019 |
| 14 | 30 October 2019 |
| 15 | 29 November 2019 |
| 16 | 30 December 2019 |
| 17 | 30 January 2020 |
| 18 | 28 February 2020 |
| 19 | 30 March 2020 |
| 20 | 29 April 2020 |
| 21 | 29 May 2020 |
| 22 | 29 June 2020 |
| 23 | 30 July 2020 |
| 24 | 28 August 2020 |
| 25 | 29 September 2020 |

| | |
|----|-------------------|
| 26 | 30 October 2020 |
| 27 | 27 November 2020 |
| 28 | 30 December 2020 |
| 29 | 29 January 2021 |
| 30 | 26 February 2021 |
| 31 | 30 March 2021 |
| 32 | 29 April 2021 |
| 33 | 28 May 2021 |
| 34 | 29 June 2021 |
| 35 | 30 July 2021 |
| 36 | 30 August 2021 |
| 37 | 29 September 2021 |
| 38 | 29 October 2021 |
| 39 | 29 November 2021 |
| 40 | 30 December 2021 |
| 41 | 28 January 2022 |
| 42 | 25 February 2022 |
| 43 | 30 March 2022 |
| 44 | 29 April 2022 |
| 45 | 30 May 2022 |
| 46 | 29 June 2022 |
| 47 | 29 July 2022 |
| 48 | 30 August 2022 |
| 49 | 29 September 2022 |
| 50 | 28 October 2022 |
| 51 | 29 November 2022 |
| 52 | 30 December 2022 |
| 53 | 30 January 2023 |
| 54 | 27 February 2023 |
| 55 | 30 March 2023 |

| | | |
|--|----|--------------|
| | 56 | 01 May 2023 |
| | 57 | 30 May 2023 |
| | 58 | 29 June 2023 |
| | 59 | 28 July 2023 |

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:

| PART A – CONTRACTUAL TERMS | | | | | | | | | | | | | | | | | |
|--|---|----------|---------------------|---|-------------------|---|-----------------|---|------------------|---|------------------|---|-----------------|---|------------------|---|---------------|
| 58. Terms and Conditions of the Offer: | <p>Applicable</p> <p>Application has been made by the Issuer (or on its behalf) for the Certificates to be listed on the SeDeX market of Borsa Italiana S.p.A. on or before the Issue Date of the Certificates. The validity of the placement of the Certificates is conditional upon the admission to listing of the Certificates on or before the Issue Date. The notification of the invalidity of the placement of the Certificates will be published on the website of the Issuer (www.equitysolutions.natixis.com).</p> <p>The Final Valuation Date is scheduled to occur on 21 August 2023.</p> <p>For the purposes of the admission to trading of the Certificates on SeDeX, the Expiry Date (<i>data di scadenza</i>) of the Certificates is set equal to the Final Valuation Date (i.e. 21 August 2023).</p> <p>For the purposes of the admission to trading of the Certificates on SeDeX, the Record Dates of the Certificates are the below:</p> <table border="1"> <thead> <tr> <th>t</th> <th>Record Dates</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>28 September 2018</td> </tr> <tr> <td>2</td> <td>30 October 2018</td> </tr> <tr> <td>3</td> <td>29 November 2018</td> </tr> <tr> <td>4</td> <td>28 December 2018</td> </tr> <tr> <td>5</td> <td>30 January 2019</td> </tr> <tr> <td>6</td> <td>27 February 2019</td> </tr> <tr> <td>7</td> <td>29 March 2019</td> </tr> </tbody> </table> | t | Record Dates | 1 | 28 September 2018 | 2 | 30 October 2018 | 3 | 29 November 2018 | 4 | 28 December 2018 | 5 | 30 January 2019 | 6 | 27 February 2019 | 7 | 29 March 2019 |
| t | Record Dates | | | | | | | | | | | | | | | | |
| 1 | 28 September 2018 | | | | | | | | | | | | | | | | |
| 2 | 30 October 2018 | | | | | | | | | | | | | | | | |
| 3 | 29 November 2018 | | | | | | | | | | | | | | | | |
| 4 | 28 December 2018 | | | | | | | | | | | | | | | | |
| 5 | 30 January 2019 | | | | | | | | | | | | | | | | |
| 6 | 27 February 2019 | | | | | | | | | | | | | | | | |
| 7 | 29 March 2019 | | | | | | | | | | | | | | | | |

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| 8 | 29 April 2019 |
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| 34 | 29 June 2021 |
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| 50 | 28 October 2022 |
| 51 | 29 November 2022 |
| 52 | 30 December 2022 |
| 53 | 30 January 2023 |
| 54 | 27 February 2023 |
| 55 | 30 March 2023 |
| 56 | 28 April 2023 |
| 57 | 30 May 2023 |
| 58 | 29 June 2023 |
| 59 | 28 July 2023 |

All other terms and conditions of the Final Terms remain unchanged.

On behalf of the Issuer, **NATIXIS Structured Issuance SA**

Dated 5 September 2018

FINAL VERSION APPROVED BY THE ISSUER

Natixis – 30, avenue Pierre Mendès France – 75013 Paris – Postal address : BP 4 – 75060 Paris Cedex 02 France – Phone : +33 1 58 32 30 00 – www.natixis.com
 Limited liability company with a Board of Directors, with a share capital of 5.021.289.259,20 euros – Trade register n°542 044 524 Paris – VAT: FR 73 542 044 524