PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, MiFID II); or (ii) a customer within the meaning of Directive 2002/92/EC (IMD), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended, the Prospectus Directive). Consequently, no key information document required by Regulation (EU) No 1286/2014 (the PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. The product is incompatible for any client outside the positive target market identified above. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

FINAL VERSION APPROVED BY THE ISSUER

Final Terms dated 21 September 2018



Natixis Structured Issuance SA

Legal entity identifier (LEI): 549300YZ10WOWPBPDW20

Euro 20,000,000,000

Debt Issuance Programme

SERIES NO: 6064

TRANCHE NO: 1

Issue of USD 800,000 Fixed Interest Rate and Equity Linked Redemption Amount Notes linked to a Basket of Shares due September 2023 (the Notes)

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

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Notes (the **Conditions**) set forth in the Base Prospectus dated 24 April 2018 and the supplements to the Base Prospectus dated 28 May 2018 and 14 August 2018 (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the issue of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus is available for viewing at the office of the Fiscal Agent or each of the Paying Agents on the website of the Luxembourg Stock Exchange (www.bourse.lu) and copies may be obtained from NATIXIS, 47, quai d'Austerlitz, 75013 Paris, France.

1	(i)	Series Number:	6064
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes will be consolidated and form a single Series with the Existing Notes:	Not Applicable
2	Specifi	ed Currency or Currencies:	United States dollar ("USD")
	CNY No	otes:	Not Applicable
3	Aggreg	ate Nominal Amount:	
	(i)	Series:	USD 800,000
	(ii)	Tranche:	USD 800,000
4	Issue P	rice:	100.00% of the Aggregate Nominal Amount
5	(i)	Specified Denomination:	USD 1,000
	(ii)	Calculation Amount:	USD 1,000
6	(i)	Issue Date:	25 September 2018
	(ii)	Interest Commencement Date:	Not Applicable
	(iii)	Trade Date:	10 September 2018
7	Maturi	ty Date:	18 September 2023
8	Interest Basis:		2.75 per cent. Fixed Rate (further particulars specified below)
9	Redemption/Payment Basis:		Equity Linked Redemption
			(further particulars specified below)
10	(i) Change of Interest Basis:		Not Applicable
(ii) Int		erest Basis Switch:	Not Applicable
11	Tax Gross-up (Condition 8 (Taxation) of the Terms and Conditions of the English Law Notes and Condition 8 of the Terms and Conditions of the French Law Notes):		Applicable

12 Put/Call Options: Not Applicable

13 (i) Day Count Fraction: Not Applicable

> (ii) **Business Day Convention:** Following Business Day Convention

(iii) Business Centre (Condition 5(j)): New York

14 Date of the corporate authorisations for

issuance of the Notes:

Authorisation of the Board of Directors of NATIXIS

Structured Issuance SA passed on 10 September

2018.

Method of distribution: Non-syndicated 15

PROVISIONS RELATING TO INTEREST (IF ANY) AND/OR (IN THE CASE OF STRUCTURED NOTES) REDEMPTION **AMOUNTS**

16 Applicable Fixed Interest Rate Note Provisions:

> Interest Rate (including Interest 2.75% Fixed Rate (i) Rate on overdue amounts after Maturity Date or date set for early redemption):

(ii) Interest Period Date(s):

Not Applicable

(iii) Interest Period Date Business Day

Convention:

Not Applicable

Interest Payment Dates: (iv)

Means each Interest Payment Date as set forth in the table below:

Period(t)	Interest Payment Dates	
1	18 December 2018	
2	18 March 2019	
3	18 June 2019	
4	18 September 2019	
5	18 December 2019	
6	18 March 2020	
7	18 June 2020	
8	18 September 2020	

9	18 December 2020	
10	18 March 2021	
11	18 June 2021	
12	20 September 2021	
13	20 December 2021	
14	18 March 2022	
15	20 June 2022	
16	20 September 2022	
17	19 December 2022	
18	20 March 2023	
19	19 June 2023	
20	18 September 2023 (the "Maturity Date")	

(v) First Interest Payment Date:

Not Applicable

(vi) Fixed Interest Amount:

The Fixed Interest Amount payable per Note of the Specified Denomination on any Interest Payment Date shall be an amount in the Specified Currency determined by the Calculation Agent, equal to the product of:

- (a) the Calculation Amount;
- (b) 2.75 per cent; and
- (c) the Range Accrual Rate determined in respect of the Monitoring Period ending on the Reference Date immediately preceding such Interest Payment Date.

For the avoidance of doubt, following an Automatic Early Redemption Event, the Fixed Interest Amount will be paid on the Interest Payment Date following the relevant Automatic Early Redemption Valuation Date. No further Fixed Interest Amount will be paid following such Automatic Early Redemption Event.

(vii) Broken Amount:

Not Applicable

(viii) Determination Dates:

Not Applicable

17 Floating Rate Note Provisions:

Not Applicable

- 18 Zero Coupon Note Provisions: Not Applicable
- 19 Structured Note Provisions: Not Applicable

OTHER PROVISIONS RELATING TO STRUCTURED NOTES

20 Provisions applicable to Equity Linked Not Applicable Notes (single share):

21 Provisions applicable to Index Linked Not Applicable Notes (single index):

22 Provisions applicable to Equity Linked Applicable

Notes (basket of shares):

(i) Company(ies): See table set forth in Annex hereto(ii) Share(s): See table set forth in Annex hereto

(iii) Basket: See table set forth in Annex hereto

(iv) Basket Performance: Means:

 $\frac{1}{N}\sum_{i=1}^{N} \left(P_{i,t}\right)$

Where:

"i" = 1 to N in respect of any Share

and " $\mathbf{P}_{i,t}$ " means in respect of any Share ranked "i", the Share Performance of such Share as determined by the Calculation Agent on the relevant Valuation Date ranked

"t".

(v) Weighting: Not Applicable

(vi) Exchange: See definition in Condition 19(a)

(vii) Related Exchange: See definition in Condition 19(a)

(viii) Separate Valuation Applicable

(ix) Number of Shares: Four (4)

(x) Additional New Shares Not Applicable

Conditions:

(xi) Additional Substitute Share Not Applicable

Conditions:

(xii) Initial Price: See table set forth in Annex hereto

(xiii) Barrier Price: Means in respect of any Share, 80.00% of the Initial Price.

(xiv) Share Performance: In respect of any Share a rate determined by the

Calculation Agent in accordance with the following

formula:

P(i,t) = Final Price(i,t) / Initial Price(i)

With:

i=1 to N and Share Price (i,t) is the Share Price of the Share (i) on the relevant Automatic Early Redemption Valuation Date (t)

(xv) Knock-in Event: "less than"

a) Knock-in Share See definition in Condition 19(d)(A)

b) Knock-in Price: Means, in respect of any share, 65.00% of its Initial Price

c) Knock-in Period The Final Valuation Date

Beginning Date:

d) Knock-in Period Applicable

Beginning Date Scheduled Trading Day

Convention:

e) Knock-in Period Ending The Final Valuation Date

Date:

f) Knock-in Period Ending Applicable

Date Scheduled Trading Day Convention:

g) Knock-in Valuation Time: The Scheduled Closing Time on the relevant Exchange, as

in Condition 19(d)(A)

h) Knock-in Number of See definition in Condition 19

Shares:

Event:

(xvi) Knock-out Event: Not Applicable

(xvii) Automatic Early Redemption Means that the Basket Performance is greater than or

equal to its Automatic Early Redemption Price as determined by the Calculation Agent on the relevant

Automatic Early Redemption Valuation Date.

(a) Automatic Early See definition in Condition 19

Redemption Amount:

(b) Automatic Early Means each date specified in the table below:

Redemption Date(s):

t	Automatic Early Redemption Dates
1	18 December 2018
2	18 March 2019
3	18 June 2019
4	18 September 2019
5	18 December 2019
6	18 March 2020

(c) Automatic Early Redemption Price:

Means in respect of the Basket Performance, and any Automatic Early Redemption Valuation Date t, 100.00% of the Initial Price

(d) Automatic Early Redemption Rate:

100.00 per cent.

(e) Automatic Early
Redemption Valuation
Date(s):

Means each date specified in the table below:

t	Automatic Early Redemption Valuation Dates
1	11 December 2018
2	11 March 2019
3	11 June 2019
4	11 September 2019
5	11 December 2019
6	11 March 2020
7	11 June 2020
8	11 September 2020
9	11 December 2020
10	11 March 2021
11	11 June 2021
12	13 September 2021
13	13 December 2021
14	11 March 2022
15	13 June 2022
16	13 September 2022
17	12 December 2022
18	13 March 2023
19	12 June 2023
18	13 March 2023

(f) Automatic Early
Redemption Averaging
Dates:

Not Applicable

- (g) Automatic Early
 Redemption Observation
 Period(s):
- Not Applicable
- (h) Automatic Early
 Redemption Number of
 Shares:

Four (4)

Applicable

(xviii) Range Accrual:

(a) Reference Dates:

Reference Dates
The Strike Date
11 December 2018
11 March 2019
11 June 2019
11 September 2019
11 December 2019
11 March 2020
11 June 2020
11 September 2020
11 December 2020
11 March 2021
11 June 2021
13 September 2021
13 December 2021
11 March 2022
13 June 2022
13 September 2022
12 December 2022
13 March 2023
12 June 2023
The Final Valuation Date
THE Final valuation Date

(b) Range Accrual Rate: See definition in Condition 19

(c) Monitoring Day: See definition in Condition 19

(d) Triggering Day: "greater than or equal to" the relevant Trigger Price

(e) Triggering Share: The Lowest Performing Share as determined by the

Calculation Agent on the relevant Monitoring Day

(f) Trigger Price: Means in respect of the Triggering Share, 80.00% of the

Initial Price

		(g) Trigger Valuation Time:	See definition in Condition 19(f)(J)(1)	
	(xix)	Strike Date:	11 September 2018	
	(xx)	Averaging Dates:	Not Applicable	
	(xxi)	Observation Period(s)	Not Applicable	
	(xxii)	Valuation Date(s):	11 September 2023	
	(xxiii)	Specific Number(s):	Five (5) Scheduled Trading Days	
	(xxiv)	Valuation Time:	See definition in Condition 19	
	(xxv)	Redemption by Physical Delivery:	Not Applicable	
	(xxvi)	Minimum Percentage:	See definition in Condition 19	
	(xxvii)	Cut-off Number:	See definition in Condition 19	
	(xxviii)	Exchange Rate:	Not Applicable	
	(xxix)	Monetisation:	Not Applicable	
	(xxx)	Change in Law:	Applicable	
	(xxxi)	Hedging Disruption:	Applicable	
	(xxxii)	Increased Cost of Hedging:	Applicable	
	(xxxiii)	Early Redemption:	Applicable	
23		ons applicable to Index Linked basket of indices):	Not Applicable	
24	Provision Linked	ons applicable to Commodity Notes (single commodity):	Not Applicable	
25	Provision Linked	ons applicable to Commodity Notes (basket of commodities):	Not Applicable	
26		ons applicable to Fund Linked single fund):	Not Applicable	
27		ons applicable to Fund Linked basket of funds):	Not Applicable	
28	Provision Notes:	ons applicable to Dividend Linked	Not Applicable	
29		ons applicable to Futures Linked single futures contract):	Not Applicable	
30		ons applicable to Futures Linked basket(s) of Futures Contract)s:	Not Applicable	
31	Provision Notes:	ons applicable to Credit Linked	Not Applicable	
32	Provision Notes:	ons applicable to Currency Linked	Not Applicable	

33 Provisions applicable to Inflation Linked Not Applicable Notes: 34 Provisions applicable to Warrant Linked Not Applicable 35 Provisions applicable to Preference Share Not Applicable **Linked Notes** 36 Provisions applicable to Rate Linked Not Applicable Notes: 37 Provisions applicable to Physical Delivery Not Applicable

PROVISIONS RELATING TO REDEMPTION OF NOTES OTHER THAN WARRANT LINKED NOTES, PREFERENCE SHARE LINKED NOTES AND ITALIAN LISTED CERTIFICATES

Not Applicable

39 Redemption at the Option of the Issuer: Not Applicable

Provisions applicable to Hybrid Structured

38

Notes:

- 40 Redemption at the Option of Not Applicable Noteholders:
- 41 Final Redemption Amount of each Note: Final Redemption Amount calculated by reference to Index and/or Formula and/or other variable
 - (i) Party responsible for calculating the Final Redemption Amount and the Early Redemption Amount (if not Calculation Agent):

Calculation Agent

- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or Formula and/or other variable
- 1) If on the Final Valuation Date, the Basket Performance is "greater than or equal to" 100.00% then the Final Redemption Amount per Note shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × 100.00%

OR but not "and"

2) If on the Final Valuation Date, the Basket Performance is "lower than" 100.00%, <u>BUT</u> the Knock-in Event <u>has</u> <u>not</u> occurred, then the Final Redemption Amount per Note shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × 100.00%

3) If on the Final Valuation Date, the Basket Performance is "lower than" 100%, <u>BUT</u> the Knock-in Event <u>has</u> occurred, then the Final Redemption Amount per Note shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × (100.00% - P)

With:

"P" = 100% x Max (100.00% - Final Performance;0)

"Final Performance" means the Share Performance of the Lowest Performing Share, as determined by the Calculation Agent on the Valuation Date.

"Basket Performance" means:

Basket Performance(t) =
$$\frac{1}{N} \sum_{i=1}^{N} P(i, t)$$

(iii) Provisions for determining Final See Conditions Redemption Amount where calculation by reference to Index and/or Formula and/or other variable impossible is impracticable otherwise or disrupted:

(iv) Payment Date:

The Maturity Date

(a) Minimum nominal amount potentially payable to a Noteholder in respect of a Note:

USD 0.00 (zero)

(b) Maximum nominal amount potentially payable to a Noteholder in respect of a Note:

USD 1,000

- 42 **Early Redemption Amount**
 - (i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6(b)), if applicable, or upon the occurrence of an Event of Default (Condition 10) or an Illegality Event (Condition 6(c)):

As specified under Condition 5(j)

(ii) Redemption for taxation reasons permitted on any day (including days other than Interest Payment Dates (Condition 6(b))):

Yes

(iii) Unmatured Coupons to become void upon early redemption (Condition 7(g)):

Not Applicable

(iv) Redemption for illegality Hedging Arrangements: Applicable (Condition 6(c)):

(v) Redemption for Force Majeure Event and Significant Alteration Event (Condition 6(m):

(a) Force Majeure Event: Not Applicable

(b) Significant Alteration Not Applicable

Event:

(c) Protected Amount: Not Applicable

(vi) Unwind Costs (Condition 5(j)): Applicable

(vii) Pro Rata Temporis Not Applicable

Reimbursement (Condition 5(j)):

(viii) Essential Trigger (Condition 11): Not Applicable

PROVISIONS RELATING TO INSTALMENT REDEMPTION

43 Instalment Amount: Not Applicable

44 Instalment Date(s): Not Applicable

PROVISIONS RELATING TO REDEMPTION OF WARRANT LINKED NOTES

45 Final Redemption Amount of each Note: Not Applicable

46 Early Redemption Amount (to be Not Applicable

calculated in accordance with Condition

25):

47 Warrant Early Termination Event: Not Applicable

PROVISIONS RELATING TO REDEMPTION OF PREFERENCE SHARE LINKED NOTES

48 Redemption of Preference Share Linked Not Applicable Notes in accordance with Condition 34:

49 Early Redemption as a result of an Not Applicable Extraordinary Event:

50 Early Redemption as a result of an Not Applicable Additional Disruption Event:

PROVISION APPLICABLE TO VARIABLE ISSUE AMOUNT REGISTERED NOTES AND NOTES DISTRIBUTED/OFFERED IN ITALY

51 Minimum Transferable Amount: Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

52 Form of Notes: Bearer Notes

Temporary or permanent Global Note/ Certificate (in the case of Bearer Notes or Exchangeable Bearer Notes): Temporary Global Note exchangeable for permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note

New Global Note: No

Global Certificates (Registered Notes No

only):

Registration Agent: Not Applicable

Additional Business Day Jurisdiction(s) (Condition 7(j)) or other special provisions relating to Payment Dates:

See paragraph 13(iii) above

Talons for future Coupons or Receipts to No be attached to Definitive Notes (and dates

on which such Talons mature):

55 Redenomination, renominalisation and Not

reconventioning provisions:

Not Applicable

56 Consolidation provisions: The provisions in Condition 13 apply

57 Dual Currency Note Provisions: Not Applicable

58 Terms and Conditions of the Offer Not Applicable

EU BENCHMARK REGULATION

EU Benchmark Regulation: Article 29(2)

statement on benchmarks:

Not Applicable

DISTRIBUTION

59 (i) If syndicated, names and Not Applicable addresses of Managers and underwriting

commitments:

(ii) Date of Subscription Agreement: Not Applicable

(iii) Stabilisation Manager(s) (if any): Not Applicable

60 If non-syndicated, name and address of

Dealer:

The following Dealer is suscribing for the Notes:

Natixis, 47 quai d'Austerlitz, 75013 Paris, France

Name and address of additional agents

appointed in respect of the Notes:

Calculation Agent:

NATIXIS

Calculation Agent Department 40 avenue des Terroirs de France

75012, Paris

France

62 Total commission and concession: Not Applicable

63 Public Offer: Not Applicable

GENERAL

64	Applicable TEFRA exemption:	D Rules
65	Additional U.S. federal income tax considerations:	The Notes are not Specified Notes (as defined in the Base Prospectus) for the purpose of Section 871(m) of the U.S. Internal Revenue Code of 1986.
66	Masse (Condition 11 of the Terms and Conditions of the French Law Notes):	Not Applicable
67	Governing law:	English Law

PART B - OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

(i) Listing: None

(ii) Admission to trading: Not Applicable

(iii) Estimate of total expenses related to Not Applicable

admission to trading:

(iv) Regulated markets or equivalent No markets on which, to the knowledge of the issuer, securities of the same class of the securities to be offered or admitted to trading are already admitted to

Not Applicable

2 RATINGS

Ratings: The Notes to be issued have not been rated.

3 **NOTIFICATION**

Not Applicable

trading:

4 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

A commission can be paid by Natixis to a third party. This commission can be paid either by an up-front fee or/and a running commission. Further details of the commission element are available upon request.

The purchaser or, if applicable, introducing broker of these securities acknowledges and agrees that it shall fully disclose to its clients the existence, nature and amount of any commission or fee paid or payable to it by Natixis (including, if applicable, by way of discount) as required in accordance with laws and regulations applicable to it, including any legislation, regulation and/or rule implementing the Markets in Financial Instrument Directive (2014/65/EU) (MiFID), or as otherwise may apply in any non-EEA jurisdictions.

5 REASONS FOR THE ISSUE, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer: See "Use of Proceeds" section in the Base Prospectus

(ii) Estimated net proceeds: Not Applicable

(iii) Estimated total expenses: Not Applicable

6 Fixed Interest Rate Notes only – YIELD

Indication of yield: Not Applicable

7 Floating Rate Notes only – HISTORIC INTEREST RATES

Not Applicable

8 Structured Notes only – INFORMATION CONCERNING THE UNDERLYING

The exercise price or the final reference price of Not Applicable

the underlying:

An indication where information about the past Not Applicable and the further performance of the underlying

and its volatility can be obtained:

Where the underlying is a security:

Not Applicable

(i) the name of the issuer of the security: Not Applicable

(ii) the ISIN (International Security Identification Number) or other such security identification code:

Not Applicable

Where the underlying is an index:

(i) the name of the index: Not Applicable

(ii) if the index is not composed by the Issuer, where information about the index can be obtained:

Not Applicable

Not Applicable

Where the underlying is an interest rate, a Not Applicable description of the interest rate:

9 PLACING AND UNDERWRITING

Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:

Not Applicable

Name and address of any paying agents and depositary agents in each country (in addition to the Principal Paying Agent):

Not Applicable

Names and addresses of entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements:

Not Applicable

When the underwriting agreement has been or will be reached:

Not Applicable

Prohibition of Sales to EEA Retail Investors:

Applicable

10 OPERATIONAL INFORMATION

Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

ISIN: XS1815162083

Common Code: 181516208

Depositaries:

- (i) Euroclear France to act as Central No Depositary:
- (ii) Common Depositary for Euroclear and Yes Clearstream:

Any clearing system(s) other than Not Applicable Euroclear and Clearstream and the relevant identification number(s):

Delivery: Delivery against payment

Names and addresses of additional See paragraph 61 of Part A above Agents appointed in respect of the Notes (if any):

11 POST-ISSUANCE INFORMATION CONCERNING THE UNDERLYING

The Issuer will not provide any information relating to any underlying.

ANNEX

Table

"Basket" means:

i	Company	Bloomberg Code	Share (ISIN Code)	Initial Price
1	SAMSUNG ELECTRONICS	005930KS	KR7005930003	KRW 45,050.00
2	BOEING CO	BA UN	US0970231058	USD 345.25
3	BAYERISCHE MOTOREN WERK	BMW GY	DE0005190003	EUR 80.76
4	ALPHABET INC-A	GOOGL UQ	US02079K3059	USD 1,189.99