

**MIFID II product governance / Retail investors, professional investors and ECPs – 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, professional clients and retail clients, each as defined in MiFID II; (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate - investment advice, portfolio management, non-advised sales and pure execution services, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. 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 manufacturer's 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 manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.**

**FINAL VERSION APPROVED BY THE ISSUER**

**Final Terms dated 12 February 2019**



**Natixis Structured Issuance SA**

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

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

**Debt Issuance Programme**

**SERIES NO: 6481**

**TRANCHE NO: 1**

**Issue of up to EUR 100,000,000 Certificates linked to a Basket of Shares due February 2024 (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**

## 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 supplement to the Base Prospectus dated 28 May 2018, 14 August 2018, 4 October 2018 and 18 January 2019 (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 offer 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 and 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. These Final Terms together with any notice to the Final Terms may be viewed on the website of the Borsa Italiana S.p.A. (*www.borsaitaliana.com*) (upon listing).

1	(i)	Series Number:	6481
	(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		Specified Currency or Currencies:	Euro (“ <b>EUR</b> ”)
		CNY Notes:	Not Applicable
3		Aggregate Nominal Amount:	
	(i)	Series:	Up to EUR 100,000,000 (being the equivalent of 100,000 Certificates), of which EUR 5,000,000 (being the equivalent of 5,000 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 5,000,000 (being the equivalent of 5,000 Certificates) are issued on the Issue Date
4		Issue Price:	EUR 992.50
5	(i)	Specified Denomination:	EUR 1,000
	(ii)	Calculation Amount:	EUR 1,000
6	(i)	Issue Date:	13 February 2019
	(ii)	Interest Commencement Date:	Not Applicable
	(iii)	Trade Date:	4 February 2019
7		Maturity Date:	22 February 2024, subject to the Business Day Convention specified in 13(ii) below.
8		Interest Basis:	Equity Linked Interest <i>(further particulars specified below)</i>
9		Redemption/Payment Basis:	Equity Linked Redemption

(further particulars specified below)

10	(i) Change of Interest Basis:	Not Applicable
	(ii) Interest Basis Switch:	Not Applicable
11	Tax Gross-up ( <i>Condition 8 (Taxation) of the Terms and Conditions of the English Law Notes and Condition 8 (Taxation) of the Terms and Conditions of the French Law Notes</i> ):	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 ( <i>Condition 5(j)</i> ):	TARGET
14	Date of the corporate authorisations for issuance of the Notes	Authorisation of the Board of Directors of NATIXIS Structured Issuance SA passed on 22 January 2019
15	Method of distribution:	Non-syndicated

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

16	Fixed Interest Rate Note Provisions:	Applicable
	(i) Interest Rate (including Interest Rate on overdue amounts after Maturity Date or date set for early redemption):	0.55 per cent. Interest Rate
	(ii) Interest Period Date:	Not Applicable
	(iii) Interest Period Date Business Day Convention:	Not Applicable
	(iv) Interest Payment Dates:	

22 March 2019
26 April 2019
22 May 2019
24 June 2019
24 July 2019
22 August 2019
24 September 2019
23 October 2019
22 November 2019
24 December 2019
22 January 2020
24 February 2020
24 March 2020
23 April 2020
22 May 2020
24 June 2020
22 July 2020
24 August 2020
23 September 2020
22 October 2020
24 November 2020

23 December 2020
22 January 2021
24 February 2021
24 March 2021
22 April 2021
24 May 2021
23 June 2021
22 July 2021
24 August 2021
22 September 2021
22 October 2021
24 November 2021
22 December 2021
24 January 2022
23 February 2022
23 March 2022
26 April 2022
24 May 2022
22 June 2022
22 July 2022
24 August 2022
22 September 2022
24 October 2022
23 November 2022
22 December 2022
24 January 2023
22 February 2023
22 March 2023
24 April 2023
24 May 2023
22 June 2023
24 July 2023
23 August 2023
22 September 2023
24 October 2023
22 November 2023
22 December 2023
24 January 2024

and, the Maturity Date adjusted in accordance with the Business Day Convention (as defined in paragraph 13(ii) above), but without adjustment to the Fixed Interest Amount.

(v) First Interest Payment Date:

Not Applicable

(vi) Fixed Interest Amount:

a) If on the Valuation Date preceding the relevant Interest Payment Date, the Final Price of the Lowest Performing Share is **greater than or equal** to its respective Barrier Price:

**Calculation Amount x (0.55% x n) - Memory Coupon Amount**

OR (but not and)

b) If on the Valuation Date preceding the relevant Interest Payment Date, the Final Price of the Lowest Performing Share is less than its respective Barrier Price: EUR zero (0.00), i.e. no Fixed Interest Amount shall be

paid.

Where:

“n” shall be ranked from 1 to 60 in respect of each Interest Payment Date, where the first Interest Payment Date is ranked “n=1” and the last Interest Payment Date (i.e. the Maturity Date) is ranked “n=60” ; and

“**Memory Coupon Amount**” means, in respect of any Interest Payment Date, the sum of the Fixed Interest Amount(s) paid on each of the previous Interest Payment Date(s).

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

**Split of Interest :**

If on the Valuation Date immediately preceding the relevant Interest Payment Date, the Final Price of the Lowest Performing Share in respect of such Valuation Date is greater than or equal to its respective Barrier Price, the interest rate will be equal to 0.55%, subject to the Memory Coupon Amount provisions specified above.

For tax purposes the interest is split into two components:

- 0.00% is the Interest component
- 0.55% or such higher rate as per the Memory Coupon Amount provisions, as the case may be, is the option premium component

	(iv) Broken Amount:	Not Applicable
	(v) 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 Notes (single share):	Not Applicable
21	Provisions applicable to Index Linked Notes (single index):	Not Applicable
22	Provisions applicable to Equity Linked Notes (basket of shares):	Applicable

- (i) Companies: See table set forth in Annex hereto
- (ii) Shares: See table set forth in Annex hereto
- (iii) Basket: See table set forth in Annex hereto
- (iv) Basket Performance: Not Applicable
- (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 Conditions: Not Applicable
- (xi) Additional Substitute Share Conditions: Not Applicable
- (xii) Initial Price: See table set forth in annex hereto
- (xiii) Barrier Price: In respect of any Share, 50.00% of the Initial Price
- (xiv) Share Performance: In respect of any Share and the Final Valuation Date, a rate expressed as a percentage determined by the Calculation Agent in accordance with the following formula (rounded to the nearest four decimal places, with 0.00005 being rounded upwards):

$$\frac{\text{Final Price}}{\text{Initial Price}}$$

- (xv) Knock-in Event: Not Applicable
- (xvi) Knock-out Event: Not Applicable
- (xvii) Automatic Early Redemption Event: “greater than or equal to”
- (a) Automatic Early Redemption Amount: See definition in Condition 19

t	Automatic Early Redemption Date(t)
1	22 March 2019
2	26 April 2019
3	22 May 2019
4	24 June 2019
5	24 July 2019
6	22 August 2019
7	24 September 2019
8	23 October 2019
9	22 November 2019
10	24 December 2019
11	22 January 2020
12	24 February 2020
13	24 March 2020
14	23 April 2020
15	22 May 2020
16	24 June 2020

17	22 July 2020
18	24 August 2020
19	23 September 2020
20	22 October 2020
21	24 November 2020
22	23 December 2020
23	22 January 2021
24	24 February 2021
25	24 March 2021
26	22 April 2021
27	24 May 2021
28	23 June 2021
29	22 July 2021
30	24 August 2021
31	22 September 2021
32	22 October 2021
33	24 November 2021
34	22 December 2021
35	24 January 2022
36	23 February 2022
37	23 March 2022
38	26 April 2022
39	24 May 2022
40	22 June 2022
41	22 July 2022
42	24 August 2022
43	22 September 2022
44	24 October 2022
45	23 November 2022
46	22 December 2022
47	24 January 2023
48	22 February 2023
49	22 March 2023
50	24 April 2023
51	24 May 2023
52	22 June 2023
53	24 July 2023
54	23 August 2023
55	22 September 2023
56	24 October 2023
57	22 November 2023
58	22 December 2023
59	24 January 2024

(c) Automatic Early Redemption Price:

In respect of any Share and any Automatic Early Redemption Valuation Date(t):

t	Automatic Early Redemption Price(t) (specified as a percentage of the relevant Initial Price)
1	Not Applicable
2	Not Applicable
3	Not Applicable
4	Not Applicable
5	Not Applicable
6	Not Applicable
7	Not Applicable
8	Not Applicable
9	Not Applicable

10	Not Applicable
11	Not Applicable
12	95.00%
13	95.00%
14	95.00%
15	95.00%
16	95.00%
17	95.00%
18	95.00%
19	95.00%
20	95.00%
21	95.00%
22	95.00%
23	95.00%
24	90.00%
25	90.00%
26	90.00%
27	90.00%
28	90.00%
29	90.00%
30	90.00%
31	90.00%
32	90.00%
33	90.00%
34	90.00%
35	90.00%
36	85.00%
37	85.00%
38	85.00%
39	85.00%
40	85.00%
41	85.00%
42	85.00%
43	85.00%
44	85.00%
45	85.00%
46	85.00%
47	85.00%
48	85.00%
49	85.00%
50	85.00%
51	85.00%
52	85.00%
53	85.00%
54	85.00%
55	85.00%
56	85.00%
57	85.00%
58	85.00%
59	85.00%

(d) Automatic Early Redemption Rate:

In respect of any Automatic Early Redemption Date(t):

t	Automatic Early Redemption Price(t) (specified as a percentage of the relevant Initial Price)
1	Not Applicable
2	Not Applicable
3	Not Applicable



4	Not Applicable
5	Not Applicable
6	Not Applicable
7	Not Applicable
8	Not Applicable
9	Not Applicable
10	Not Applicable
11	Not Applicable
12	100.00%
13	100.00%
14	100.00%
15	100.00%
16	100.00%
17	100.00%
18	100.00%
19	100.00%
20	100.00%
21	100.00%
22	100.00%
23	100.00%
24	100.00%
25	100.00%
26	100.00%
27	100.00%
28	100.00%
29	100.00%
30	100.00%
31	100.00%
32	100.00%
33	100.00%
34	100.00%
35	100.00%
36	100.00%
37	100.00%
38	100.00%
39	100.00%
40	100.00%
41	100.00%
42	100.00%
43	100.00%
44	100.00%
45	100.00%
46	100.00%
47	100.00%
48	100.00%
49	100.00%
50	100.00%
51	100.00%
52	100.00%
53	100.00%
54	100.00%
55	100.00%
56	100.00%
57	100.00%
58	100.00%
59	100.00%

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

t	Automatic Early Redemption Valuation Date(t)
1	13 March 2019
2	15 April 2019
3	13 May 2019
4	13 June 2019
5	15 July 2019
6	13 August 2019
7	13 September 2019
8	14 October 2019
9	13 November 2019
10	13 December 2019
11	13 January 2020
12	13 February 2020
13	13 March 2020
14	14 April 2020
15	13 May 2020
16	15 June 2020
17	13 July 2020
18	13 August 2020
19	14 September 2020
20	13 October 2020
21	13 November 2020
22	14 December 2020
23	13 January 2021
24	15 February 2021
25	15 March 2021
26	13 April 2021
27	13 May 2021
28	14 June 2021
29	13 July 2021
30	13 August 2021
31	13 September 2021
32	13 October 2021
33	15 November 2021
34	13 December 2021
35	13 January 2022
36	14 February 2022
37	14 March 2022
38	13 April 2022
39	13 May 2022
40	13 June 2022
41	13 July 2022
42	15 August 2022
43	13 September 2022
44	13 October 2022
45	14 November 2022
46	13 December 2022
47	13 January 2023
48	13 February 2023
49	13 March 2023
50	13 April 2023
51	15 May 2023
52	13 June 2023
53	13 July 2023
54	14 August 2023
55	13 September 2023
56	13 October 2023

57	13 November 2023
58	13 December 2023
59	15 January 2024

- (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)
- (xviii) Range Accrual: Not Applicable
- (xix) Strike Date: 13 February 2019
- (xx) Averaging Dates: Not Applicable
- (xxi) Observation Period(s): Not Applicable
- (xxii) Valuation Date(s):

t	Valuation Date(t)
1	13 March 2019
2	15 April 2019
3	13 May 2019
4	13 June 2019
5	15 July 2019
6	13 August 2019
7	13 September 2019
8	14 October 2019
9	13 November 2019
10	13 December 2019
11	13 January 2020
12	13 February 2020
13	13 March 2020
14	14 April 2020
15	13 May 2020
16	15 June 2020
17	13 July 2020
18	13 August 2020
19	14 September 2020
20	13 October 2020
21	13 November 2020
22	14 December 2020
23	13 January 2021
24	15 February 2021
25	15 March 2021
26	13 April 2021
27	13 May 2021

28	14 June 2021
29	13 July 2021
30	13 August 2021
31	13 September 2021
32	13 October 2021
33	15 November 2021
34	13 December 2021
35	13 January 2022
36	14 February 2022
37	14 March 2022
38	13 April 2022
39	13 May 2022
40	13 June 2022
41	13 July 2022
42	15 August 2022
43	13 September 2022
44	13 October 2022
45	14 November 2022
46	13 December 2022
47	13 January 2023
48	13 February 2023
49	13 March 2023
50	13 April 2023
51	15 May 2023
52	13 June 2023
53	13 July 2023
54	14 August 2023
55	13 September 2023
56	13 October 2023
57	13 November 2023
58	13 December 2023
59	15 January 2024
60	13 February 2024 (the “ <b>Final Valuation Date</b> ”)

(xxiii) Specific Number(s):	See definition in Condition 19
(xxiv) Valuation Time:	See definition in Condition 19(d)(A)
(xxv) Redemption by Physical Delivery:	Not Applicable
(xxvi) Minimum Percentage:	See definition in Condition 19(d)(A)
(xxvii) Cut-off Number:	Not Applicable
(xxviii) Exchange Rate:	Not Applicable
(xxix) Monetisation:	Not Applicable
(xxx) Change in Law:	Applicable
(xxxi) Hedging Disruption:	Not Applicable
(xxxii) Increased Cost of Hedging:	Not Applicable
(xxxiii) Early Redemption:	Applicable
23 Provisions applicable to Index Linked Notes (basket of indices):	Not Applicable
24 Provisions applicable to Commodity Linked	Not Applicable

	Notes (single commodity):	
25	Provisions applicable to Commodity Linked Notes (basket of commodities):	Not Applicable
26	Provisions applicable to Fund Linked Notes (single fund):	Not Applicable
27	Provisions applicable to Fund Linked Notes (basket of funds):	Not Applicable
28	Provisions applicable to Dividend Linked Notes:	Not Applicable
29	Provisions applicable to Futures Linked Notes (single futures contract):	Not Applicable
30	Provisions applicable to Futures Linked Notes (basket(s) of Futures Contracts):	Not Applicable
31	Provisions applicable to Credit Linked Notes:	Not Applicable
32	Provisions applicable to Currency Linked Notes:	Not Applicable
33	Provisions applicable to Inflation Linked Notes:	Not Applicable
34	Provisions applicable to Warrant Linked Notes	Not Applicable
35	Provisions applicable to Preference Share Linked Notes	Not Applicable
36	Provisions applicable to Rate Linked Notes:	Not Applicable
37	Provisions applicable to Physical Delivery Notes:	Not Applicable
38	Provisions applicable to Hybrid Structured Notes:	Not Applicable

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

39	Redemption at the Option of the Issuer:	Not Applicable
40	Redemption at the Option of Noteholders:	Not Applicable
41	Final Redemption Amount of each Note:	
	(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	A) If the Final Price of the <b>Lowest Performing Share</b> on the Final Valuation Date is <b>greater than or equal to 50%</b>

calculated by reference to Index and/or Formula and/or other variable:

**of its Initial Price**, 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:

$$\text{Calculation Amount} \times 100.00\%$$

OR (but not and)

B) If the Final Price of the **Lowest Performing Share** on the Final Valuation Date is **lower than 50% of its Initial Price**, 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:

$$\text{Calculation Amount} \times (100\% - P)$$

Where

$$P = 1/50\% \times \text{Max} (50\% - \text{Final Performance}; 0)$$

“**Final Performance**” means the Share Performance of the Lowest Performing Share on the Final Valuation Date as of the Valuation Time.

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

(iv) Payment Date: Maturity Date

(a) Minimum nominal amount potentially payable to a Noteholder in respect of a Note: EUR 0.00 (zero)

(b) Maximum nominal amount potentially payable to a Noteholder in respect of a Note: EUR 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 6(b)*) 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 ( <i>Condition 6(b)</i> )):	Yes
(iii)	Unmatured Coupons to become void upon early redemption ( <i>Condition 7(g)</i> ):	Yes
(iv)	Redemption for illegality ( <i>Condition 6(c)</i> ):	Hedging Arrangements: Applicable
(v)	Redemption for Force Majeure Event and Significant Alteration Event ( <i>Condition 6(m)</i> ):	
(a)	Force Majeure Event:	Not Applicable
(b)	Significant Alteration Event:	Not Applicable
(c)	Protected Amount:	Not Applicable
(vi)	Unwind Costs ( <i>Condition 5(j)</i> ):	Applicable
(vii)	<i>Pro Rata Temporis</i> Reimbursement ( <i>Condition 5(j)</i> ):	Not Applicable
(viii)	Essential Trigger ( <i>Condition 11</i> ):	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 calculated in accordance with <i>Condition 25</i> ):	Not Applicable
47	Warrant Early Termination Event	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION OF PREFERENCE SHARE LINKED NOTES**

48	Redemption of Preference Share Linked Notes in accordance with <i>Condition 34</i>	Not Applicable
49	Early Redemption as a result of an Extraordinary Event:	Not Applicable
50	Early Redemption as a result of an Additional Disruption Event:	Not Applicable

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

51	Minimum Transferable Amount:	EUR 1,000
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## GENERAL PROVISIONS APPLICABLE TO THE NOTES

52	Form of Notes:	Italian Clearing System Dematerialised Notes  Condition 6(i) will apply to the Certificates.  Temporary or permanent Global Note/ Certificate ( <i>in the case of Bearer Notes or Exchangeable Bearer Notes</i> ):  New Global Note:  Global Certificates ( <i>Registered Notes only</i> ):  Registration Agent:	Not Applicable  No  No  Not Applicable
53	Additional Business Day Jurisdiction(s) ( <i>Condition 7(e)</i> ) or other special provisions relating to Payment Dates:		Not Applicable
54	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):		Not Applicable
55	Redenomination, renominatisation and 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:		Applicable  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 the Issue Date. The notification of the invalidity of the placement of the Certificates will be published on the website of the Issuer ( <a href="http://www.equitysolutions.natixis.com">www.equitysolutions.natixis.com</a> ).

The Final Valuation Date is scheduled to occur on 13 February 2024.

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. 13 February 2024).

t	Record Dates
1	21 March 2019
2	25 April 2019
3	21 May 2019
4	21 June 2019
5	23 July 2019
6	21 August 2019
7	23 September 2019



8	22 October 2019
9	21 November 2019
10	23 December 2019
11	21 January 2020
12	21 February 2020
13	23 March 2020
14	22 April 2020
15	21 May 2020
16	23 June 2020
17	21 July 2020
18	21 August 2020
19	22 September 2020
20	21 October 2020
21	23 November 2020
22	22 December 2020
23	21 January 2021
24	23 February 2021
25	23 March 2021
26	21 April 2021
27	21 May 2021
28	22 June 2021
29	21 July 2021
30	23 August 2021
31	21 September 2021
32	21 October 2021
33	23 November 2021
34	21 December 2021
35	21 January 2022
36	22 February 2022
37	22 March 2022
38	25 April 2022
39	23 May 2022
40	21 June 2022
41	21 July 2022
42	23 August 2022
43	21 September 2022
44	21 October 2022
45	22 November 2022
46	21 December 2022
47	23 January 2023
48	21 February 2023
49	21 March 2023
50	21 April 2023
51	23 May 2023
52	21 June 2023
53	21 July 2023
54	22 August 2023
55	21 September 2023

56	23 October 2023
57	21 November 2023
58	21 December 2023
59	23 January 2024

## EU BENCHMARK REGULATION

EU Benchmark Regulation: Article 29(2) statement on benchmarks: Not Applicable

## DISTRIBUTION

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

(ii) Date of Subscription Agreement: Not Applicable

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

60 If non-syndicated, name and address of Dealer: Not Applicable

61 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.

### **Issuing and Paying Agent :**

BNP Paribas Securities Services, Milan Branch (the Italian Paying Agent)

62 Total commission and concession: Not Applicable

63 Public Offer: Not Applicable

## GENERAL

64 Applicable TEFRA exemption: Not Applicable

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:  | Borsa Italiana S.p.A.  |
| (ii)  | Admission to trading:                                       | Application has been made for the Certificates to be admitted to trading on “the multilateral trading facility” (the “SeDeX market”) organised and managed by Borsa Italiana S.p.A. on or before the Issue Date. |
| (iii) | Estimate of total expenses related to admission to trading: | EUR 3,000  |

### 2 RATINGS

Ratings: The Notes to be issued have not been rated

### 3 NOTIFICATION

Not Applicable

### 4 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

An up-front commission could be paid up to 4.00% (all taxes included) of the nominal. This commission can be paid either by an up- front fee or by an appropriate discount on the issue price.

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, as amended (2014/65/EU) (MiFID), or as otherwise may apply in any non-EEA jurisdictions.

### 5 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- |       |                           |   |
|-------|---------------------------|---|
| (i)   | Reasons for the offer:    | See “Use of Proceeds” section in the Base Prospectus  |
| (ii)  | Estimated net proceeds:   | The net proceeds of the issue of the Notes shall be equal to the Issue Price applied to the Aggregate Nominal Amount. |
| (iii) | Estimated total expenses: | See above the “Estimate of total expenses related to admission to trading”  |

### 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 the underlying: Not Applicable

An indication where information about the past 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: Not Applicable

(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

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

## 9 **PLACING AND UNDERWRITING**

Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:<sup>4</sup> 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:<sup>5</sup> Not Applicable

When the underwriting agreement has been or will be reached: Not Applicable

Prohibition of Sales to EEA Retail Investors: Not 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: IT0006744525

Common Code: 195090831

Depositories:

(i) Euroclear France to act as Central Depository: No

(ii) Common Depository for Euroclear and Clearstream Yes

Any clearing system(s) other than Euroclear and Clearstream, and the relevant identification number(s): Monte Titoli S.p.A., Piazza degli Affari 6, 20123 Milan, Italy

Delivery: Delivery against payment

Names and addresses of additional Agents appointed in respect of the Notes (if any): See paragraph 61 of Part A above  
BNP Paribas Securities Services, Milan Branch (the **Italian Paying Agent**)

11 **POST-ISSUANCE INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

ANNEX

Table

“Basket” means:

i	Shares / Companies	Bloomberg Code	ISIN Code	Initial Price	Final Price	Share Price (in respect of an Automatic Early Redemption Event)
1	BNP PARIBAS	BNP FP	FR0000131104	see definition in condition 19	see definition in condition 19	see definition in condition 19
2	FERRARI NV	RACE IM	NL0011585146	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on the Strike Date.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on the Final Valuation Date.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on any Automatic Early Redemption Valuation Date</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>
3	INTESA SAN PAOLO	ISP IM	IT0000072618	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on the Strike Date.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on the Final Valuation Date.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>	<p>The <i>prezzo di riferimento</i> of the Share as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on any Automatic Early Redemption Valuation Date</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.5.6 of Borsa Italiana Rules available on the website of Borsa Italiana (<a href="http://www.borsaitaliana.it">www.borsaitaliana.it</a>)</p>
4	TOTAL	FP FP	FR0000120271	see definition in condition 19	see definition in condition 19	see definition in condition 19

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