

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 22 May 2020



Natixis Structured Issuance SA

Legal entity identifier (LEI): 549300YZ10WOWPBDW20

Euro 20,000,000,000

Debt Issuance Programme

SERIES NO: 6804

TRANCHE NO: 1

Issue of up to EUR 100,000,000 Certificates linked to a Basket of Shares due 5 June 2025 (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 2020 (the **Base Prospectus**) which constitutes a base prospectus for the purposes of the Prospectus Regulation (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. 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:	6804
	(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 (“ EUR ”)
		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 1,000 (being the equivalent of 1 Certificate)
5	(i)	Specified Denomination:	EUR 1,000 (being the equivalent of 1 Certificate)
	(ii)	Calculation Amount:	EUR 1,000 (being the equivalent of 1 Certificate)
6	(i)	Issue Date:	26 May 2020
	(ii)	Interest Commencement Date:	Not Applicable
	(iii)	Trade Date:	12 May 2020
7		Maturity Date:	5 June 2025, subject to the Business Day Convention specified in 14(ii) below.
8		Interest Basis:	As specified in paragraph 17 (Fixed Interest Rate Note Provisions) <i>(further particulars specified below)</i>

9	Redemption/Payment Basis:	As specified in paragraph 20 (Structured Note Provisions) <i>(further particulars specified below)</i>
10	(i) Change of Interest Basis:	Not Applicable
	(ii) Interest Basis Switch:	Not Applicable
	(iii) Interest Rate on overdue amounts after Maturity Date or date set for early redemption:	As per paragraph 17(ii)
11	Partitioned Interest Notes:	Not Applicable
12	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
13	Put/Call Options:	Not Applicable
14	(i) Day Count Fraction:	Not Applicable
	(ii) Business Day Convention:	Following Business Day Convention
	(iii) Business Centre[s] (<i>Condition 5(k) of the Terms and Conditions of the English Law Notes and Condition 5(k) of the Terms and Conditions of the French Law Notes</i>):	TARGET2
15	Corporate authorisations for issuance of the Notes	The issuance of the Notes has been authorised by a resolution of the board of the Issuer
16	Method of distribution:	Non-syndicated

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

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

t	Interest Payment Date
1.	7 July 2020
2.	5 August 2020

3.	4 September 2020
4.	7 October 2020
5.	4 November 2020
6.	7 December 2020
7.	8 January 2021
8.	4 February 2021
9.	9 March 2021
10.	8 April 2021
11.	5 May 2021
12.	4 June 2021
13.	7 July 2021
14.	4 August 2021
15.	6 September 2021
16.	6 October 2021
17.	4 November 2021
18.	7 December 2021
19.	7 January 2022
20.	4 February 2022
21.	9 March 2022
22.	6 April 2022
23.	5 May 2022
24.	6 June 2022
25.	6 July 2022
26.	4 August 2022
27.	6 September 2022
28.	5 October 2022
29.	4 November 2022
30.	7 December 2022
31.	6 January 2023
32.	6 February 2023
33.	8 March 2023
34.	5 April 2023
35.	8 May 2023
36.	6 June 2023
37.	5 July 2023
38.	4 August 2023
39.	7 September 2023
40.	5 October 2023
41.	6 November 2023
42.	6 December 2023
43.	8 January 2024
44.	6 February 2024
45.	6 March 2024
46.	8 April 2024
47.	8 May 2024
48.	6 June 2024
49.	5 July 2024
50.	6 August 2024
51.	5 September 2024
52.	7 October 2024
53.	6 November 2024
54.	5 December 2024
55.	8 January 2025
56.	5 February 2025
57.	7 March 2025
58.	4 April 2025
59.	8 May 2025
60.	5 June 2025

(vi) First Interest Payment Date:

Not Applicable

(vii) Fixed Interest Amount:

(a) If on the Valuation Date immediately preceding an Interest Payment Date the Final Price of the **Lowest Performing Share** is **equal to or greater than** its Barrier Price, then the Fixed Interest Amount per Note payable on such Interest Payment Date shall an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Calculation Amount x (1.50% x n) - Memory Coupon Amount

OR (but not and)

b) If on the Valuation Date immediately preceding the relevant Interest Payment Date, the Final Price of the **Lowest Performing Share** is **lower than** its 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 Interest Payment Date (t=1) is ranked “n=1” and the last Interest Payment Date (t=60) (i.e. the Maturity Date) is ranked “n=60” ; and

“**Memory Coupon Amount**” means, in respect of any Coupon 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 :

Subject to paragraph 17(vii) above, the Interest Rate will be equal to :

- 1.50% or such higher rate as per the Memory Coupon Amount provisions.

For tax purposes such interest rate will be split into two components:

- 0.00% is the interest component;
- 1.50%, or such higher rate as per the Memory Coupon Amount provisions, as the case may be,

are the option premium component

	(viii) Broken Amount:	Not Applicable
	(ix) Determination Dates:	Not Applicable
18	Floating Rate Note Provisions:	Not Applicable
19	Zero Coupon Note Provisions:	Not Applicable
20	Structured Note Provisions:	Not Applicable

OTHER PROVISIONS RELATING TO STRUCTURED NOTES

21	Provisions applicable to Equity Linked Notes (single share):	Not Applicable
22	Provisions applicable to Index Linked Notes (single index):	Not Applicable
23	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 20
	(vii) Related Exchange:	See definition in Condition 20
	(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:	Means, in respect of any Share, 75.00% of its Initial Price
	(xiv) Final Price:	See table set forth in Annex hereto
	(xv) Share Performance:	In respect of any Share, 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): $\frac{\text{Final Price}(i)}{\text{Initial Price}(i)}$
	(xvi) Knock-in Event:	With “i” ranking from 1 to 4 “less than”

(a)	Knock-in Share:	See definition in Condition 3(d)(A) of the Terms and Conditions of Structured Notes																										
(b)	Knock-in Price:	Means, in respect of any Share, 75.00% of its Initial Price																										
(c)	Knock-in Period Beginning Date:	The Final Valuation Date																										
(d)	Knock-in Period Beginning Date Scheduled Trading Day Convention:	Applicable																										
(e)	Knock-in Period Ending Date:	The Final Valuation Date																										
(f)	Knock-in Period Ending Date Scheduled Trading Day Convention:	Applicable																										
(g)	Knock-in Valuation Time:	See definition in Condition 3(d)(A) of the Terms and Conditions of Structured Notes																										
(h)	Knock-in Number of Shares:	See definition in Condition 3(d)(A) of the Terms and Conditions of Structured Notes																										
(xvii)	Knock-out Event:	Not Applicable																										
(xviii)	Automatic Early Redemption Event:	“greater than or equal to”																										
(a)	Automatic Early Redemption Amount:	See definition in Condition 3 of the Terms and Conditions of Structured Notes																										
(b)	Automatic Early Redemption Date(s):	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td style="text-align: center;">9 March 2021</td></tr> <tr><td style="text-align: center;">8 April 2021</td></tr> <tr><td style="text-align: center;">5 May 2021</td></tr> <tr><td style="text-align: center;">4 June 2021</td></tr> <tr><td style="text-align: center;">7 July 2021</td></tr> <tr><td style="text-align: center;">4 August 2021</td></tr> <tr><td style="text-align: center;">6 September 2021</td></tr> <tr><td style="text-align: center;">6 October 2021</td></tr> <tr><td style="text-align: center;">4 November 2021</td></tr> <tr><td style="text-align: center;">7 December 2021</td></tr> <tr><td style="text-align: center;">7 January 2022</td></tr> <tr><td style="text-align: center;">4 February 2022</td></tr> <tr><td style="text-align: center;">9 March 2022</td></tr> <tr><td style="text-align: center;">6 April 2022</td></tr> <tr><td style="text-align: center;">5 May 2022</td></tr> <tr><td style="text-align: center;">6 June 2022</td></tr> <tr><td style="text-align: center;">6 July 2022</td></tr> <tr><td style="text-align: center;">4 August 2022</td></tr> <tr><td style="text-align: center;">6 September 2022</td></tr> <tr><td style="text-align: center;">5 October 2022</td></tr> <tr><td style="text-align: center;">4 November 2022</td></tr> <tr><td style="text-align: center;">7 December 2022</td></tr> <tr><td style="text-align: center;">6 January 2023</td></tr> <tr><td style="text-align: center;">6 February 2023</td></tr> <tr><td style="text-align: center;">8 March 2023</td></tr> <tr><td style="text-align: center;">5 April 2023</td></tr> </table>	9 March 2021	8 April 2021	5 May 2021	4 June 2021	7 July 2021	4 August 2021	6 September 2021	6 October 2021	4 November 2021	7 December 2021	7 January 2022	4 February 2022	9 March 2022	6 April 2022	5 May 2022	6 June 2022	6 July 2022	4 August 2022	6 September 2022	5 October 2022	4 November 2022	7 December 2022	6 January 2023	6 February 2023	8 March 2023	5 April 2023
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6 August 2024
5 September 2024
7 October 2024
6 November 2024
5 December 2024
8 January 2025
5 February 2025
7 March 2025
4 April 2025
8 May 2025

- (c) Automatic Early Redemption Price: In respect of any Share and any Automatic Early Redemption Valuation Date: 90.00% of the Initial Price
- (d) Automatic Early Redemption Rate: In respect of any Automatic Early Redemption Date: 100.00%.
- (e) Automatic Early Redemption Valuation Date(s):

26 February 2021
26 March 2021
26 April 2021
26 May 2021
28 June 2021
26 July 2021
26 August 2021
27 September 2021
26 October 2021
26 November 2021
29 December 2021
26 January 2022
28 February 2022
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26 October 2022
28 November 2022
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27 January 2025
26 February 2025
26 March 2025
28 April 2025

(f) Automatic Early Redemption Observation Dates: Not Applicable

(g) Share Price: See table set forth in Annex hereto

(h) Automatic Early Redemption Number of Shares: Four (4)

(xix) Range Accrual: Not Applicable

(xx) Strike Date: 26 May 2020

(xxi) Observation Dates: Not Applicable

(xxii) Valuation Date(s):

26 June 2020
27 July 2020
26 August 2020
28 September 2020
26 October 2020
26 November 2020
29 December 2020
26 January 2021
26 February 2021
26 March 2021
26 April 2021
26 May 2021
28 June 2021
26 July 2021
26 August 2021
27 September 2021
26 October 2021
26 November 2021

29 December 2021
26 January 2022
28 February 2022
28 March 2022
26 April 2022
26 May 2022
27 June 2022
26 July 2022
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26 February 2024
26 March 2024
26 April 2024
28 May 2024
26 June 2024
26 July 2024
27 August 2024
26 September 2024
28 October 2024
26 November 2024
27 December 2024
27 January 2025
26 February 2025
26 March 2025
28 April 2025
27 May 2025 (the “ Final Valuation Date ”)

- (xxiii) Specific Number(s): See definition in Condition 3 of the Terms and Conditions of Structured Notes
- (xxiv) Valuation Time: See definition in Condition 3(a) of the Terms and Conditions of Structured Notes
- (xxv) Redemption by Physical Delivery: Not Applicable
- (xxvi) Minimum Percentage: See definition in Condition 3(f)(C)(1) if the Terms and Conditions of Structured Notes
- (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) Increased Cost of Stock Borrow:	Not Applicable
	(xxxiv) Loss of Stock Borrow:	Not Applicable
	(xxxv) Early Redemption:	Applicable
24	Provisions applicable to Index Linked Notes (basket of indices):	Not Applicable
25	Provisions applicable to Commodity Linked Notes (single commodity):	Not Applicable
26	Provisions applicable to Commodity Linked Notes (basket of commodities):	Not Applicable
27	Provisions applicable to Fund Linked Notes (single fund):	Not Applicable
28	Provisions applicable to Fund Linked Notes (basket of funds):	Not Applicable
29	Provisions applicable to Dividend Linked Notes:	Not Applicable
30	Provisions applicable to Futures Linked Notes (single futures contract):	Not Applicable
31	Provisions applicable to Futures Linked Notes (basket(s) of Futures Contracts):	Not Applicable
32	Provisions applicable to Credit Linked Notes:	Not Applicable
33	Provisions applicable to Bond Linked Notes:	Not Applicable
34	Provisions applicable to Currency Linked Notes:	Not Applicable
35	Provisions applicable to Inflation Linked Notes:	Not Applicable
36	Provisions applicable to Warrant Linked Notes	Not Applicable
37	Provisions applicable to Preference Share Linked Notes	Not Applicable
38	Provisions applicable to Rate Linked Notes:	Not Applicable
39	Provisions applicable to Physical Delivery Notes:	Not Applicable

40 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

41 Redemption at the Option of the Issuer: Not Applicable

42 Redemption at the Option of Noteholders: Not Applicable

43 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 calculated by reference to Index and/or Formula and/or other variable: A) If the Final Price of the **Lowest Performing Share** on the Final Valuation Date is **greater than or equal to 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 its Initial Price but the Knock-in Event has not 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:

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

OR (but not and)

C) If the Final Price of the **Lowest Performing Share** on the Final Valuation Date is **lower than its Initial Price and the Knock-in Event has 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:

$$\text{Calculation Amount} \times (100.00\% - P)$$

Where:

$$P = 100.00\% \times \text{Max} (100\% - \text{Final Performance} ; 0)$$

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

(iii) Provisions for determining Final See Conditions

Redemption Amount where calculation by reference to Index and/or Formula and/or other variable is impossible or impracticable or otherwise disrupted:

- | | | |
|------|--|-----------------|
| (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 |

PROVISIONS RELATING TO EARLY REDEMPTION

44 Early Redemption Amount

- | | | |
|-------|--|-----------------------------------|
| (i) | Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (<i>Condition 6(b) of the Terms and Conditions of the English Law Notes and Condition 6(b) of the Terms and Conditions of the French Law Notes</i>), if applicable, or upon the occurrence of an Event of Default (<i>Condition 10 of the Terms and Conditions of the English Law Notes and Condition 10 of the Terms and Conditions of the French Law Notes</i>) or an Illegality Event (<i>Condition 6(c) of the Terms and Conditions of the English Law Notes and Condition 6(c) of the Terms and Conditions of the French Law Notes</i>): | As specified under Condition 5(k) |
| (ii) | Redemption for taxation reasons permitted on any day (including days other than Interest Payment Dates (<i>Condition 6(b) of the Terms and Conditions of the English Law Notes and Condition 6(b) of the Terms and Conditions of the French Law Notes</i>)): | Yes |
| (iii) | Unmatured Coupons to become | Yes |

void upon early redemption
(*Condition 7(g) of the Terms and Conditions of the English Law Notes*):

- | | | |
|--------|--|----------------------------------|
| (iv) | Redemption for illegality
(<i>Condition 6(c) of the Terms and Conditions of the English Law Notes and Condition 6(c) of the Terms and Conditions of the French Law Note</i>): | Hedging Arrangements: Applicable |
| (v) | Redemption for Force Majeure Event and Significant Alteration Event
(<i>Condition 6(m) of the Terms and Conditions of the English Law Notes and Condition 6(k) of the Terms and Conditions of the French Law Notes</i>): | |
| | (a) Force Majeure Event: | Applicable |
| | (b) Significant Alteration Event: | Not Applicable |
| | (c) Protected Amount: | Not Applicable |
| (vi) | Early Redemption where Essential Trigger is specified as applicable in relation to Notes for which a Protected Amount is specified
(<i>Condition 6(n)(ii) of the Terms and Conditions of the English Law Notes and Condition 6(I)(ii) of the Terms and Conditions of the French Law Notes</i>): | Not Applicable |
| (vii) | Unwind Costs (<i>Condition 5(k) of the Terms and Conditions of the English Law Notes and Condition 5(j) of the Terms and Conditions of the French Law Notes</i>): | Not Applicable |
| (viii) | <i>Pro Rata Temporis</i> Reimbursement
(<i>Condition 5(k) of the Terms and Conditions of the English Law Notes and Condition 5(j)</i> Error! Reference source not found. <i>of the Terms and Conditions of the French Law Notes</i>): | Not Applicable |
| (ix) | Essential Trigger (<i>Condition 11 of the Terms and Conditions of the English Law Notes and Condition</i> | Not Applicable |

14 of the Terms and Conditions of the French Law Notes):

- (x) Fair Market Value Trigger Event Not Applicable
(Condition 6(o) of the Terms and Conditions of the English Law Notes and Condition 6(m) of the Terms and Conditions of the French Law Notes):

PROVISIONS RELATING TO INSTALMENT REDEMPTION

- 45 Instalment Amount: Not Applicable
46 Instalment Payable Amount: Not Applicable
47 Instalment Date(s): Not Applicable

PROVISIONS RELATING TO REDEMPTION OF WARRANT LINKED NOTES

- 48 Final Redemption Amount of each Note Not Applicable
49 Early Redemption Amount (to be calculated in accordance with Condition 26): Not Applicable
50 Warrant Early Termination Event Not Applicable

PROVISIONS RELATING TO REDEMPTION OF PREFERENCE SHARE LINKED NOTES

- 51 Redemption of Preference Share Linked Notes in accordance with Condition 19 of the Terms and Conditions of Structured Notes Not Applicable
52 Early Redemption as a result of an Extraordinary Event: Not Applicable
53 Early Redemption as a result of an Additional Disruption Event: Not Applicable
54 Early Redemption as a result of a Preference Share Early Termination Event:
Unwind Costs Not Applicable

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

- 55 Minimum Transferable Amount: EUR 1,000

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 56 Form of Notes: Italian Clearing System Dematerialised Notes
Condition 6(i) of the Terms and Conditions of the English Law Notes will apply to the Certificates.
Temporary or permanent Global Note/ Certificate *(in the case of Bearer Notes or* Not Applicable

Exchangeable Bearer Notes):

	New Global Note:	No
	Global Certificates (<i>Registered Notes only</i>):	No
	Registration Agent:	Not Applicable
57	Additional Business Day Jurisdiction(s) (<i>Condition 7(i) of the Terms and Conditions of the English Law Notes and Condition 7(e) of the Terms and Conditions of the French Law Notes</i>) or other special provisions relating to Payment Dates:	Not Applicable
58	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	Not Applicable
59	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
60	Consolidation provisions:	The provisions in Condition 13 apply
61	Dual Currency Note Provisions:	Not Applicable
62	Terms and Conditions of the Offer:	<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 the Issue Date. The notification of the invalidity of the placement of the Certificates will be published on the website of the Issuer (www.equityderivatives.natixis.com).</p> <p>The Final Valuation Date is scheduled to occur on 27 May 2025.</p> <p>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 third Business Day following the Final Valuation Date (i.e. 30 May 2025).</p>

Record date
06 July 2020
04 August 2020
03 September 2020
06 October 2020
03 November 2020
04 December 2020
07 January 2021
03 February 2021
08 March 2021

07 April 2021
04 May 2021
03 June 2021
06 July 2021
03 August 2021
03 September 2021
05 October 2021
03 November 2021
06 December 2021
06 January 2022
03 February 2022
08 March 2022
05 April 2022
04 May 2022
03 June 2022
05 July 2022
03 August 2022
05 September 2022
04 October 2022
03 November 2022
06 December 2022
05 January 2023
03 February 2023
07 March 2023
04 April 2023
05 May 2023
05 June 2023
04 July 2023
03 August 2023
06 September 2023
04 October 2023
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05 April 2024
07 May 2024
05 June 2024
04 July 2024
05 August 2024
04 September 2024
04 October 2024
05 November 2024
04 December 2024

07 January 2025
04 February 2025
06 March 2025
03 April 2025
07 May 2025

EU BENCHMARK REGULATION

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

DISTRIBUTION

64 (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

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

66 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)

67 Total commission and concession: Not Applicable

68 Public Offer: Not Applicable

GENERAL

69 Applicable TEFRA exemption: Not Applicable

70 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.

71 *Masse* (Condition 11 of the Terms and Conditions of the French Law Notes): Not Applicable

72 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) | Earliest date on which the Notes will be admitted to trading: | The Issue Date |
| (iv) | 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 II), 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 total net proceeds will 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: The Final Price

	An indication where information about the past and the further performance of the underlying and its volatility can be obtained:	See the relevant Bloomberg page as set forth in Annex hereto
	Where the underlying is a security:	Applicable
	(i) the name of the issuer of the security:	See Annex hereto
	(ii) the ISIN (International Security Identification Number) or other such security identification code:	See Annex hereto
	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:	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 and UK Retail Investors:	Not Applicable
10	ADDITIONAL INFORMATION WITH RESPECT TO ADVISERS	
	Advisers:	Not Applicable
11	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: IT0006746736

Common Code: 217766516

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
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Delivery:	Delivery against payment
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Names and addresses of additional Agents appointed in respect of the Notes (if any):	See paragraph 64 of Part A above BNP Paribas Securities Services, Milan Branch (the Italian Paying Agent)
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12 **POST-ISSUANCE INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

ANNEX

Table

“Basket” means:

i	Company	Bloomberg Code	Share / ISIN Code	Initial Price	Final Price	Share Price
1	Eni SpA	ENI IM	IT0003132476	<p>The <i>prezzo di riferimento</i> per such Share as determined by the Calculation Agent on the Strike Date as of the Valuation Time on the relevant Exchange.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.3.9 of Borsa Italiana Rules available on the website of Borsa Italiana (www.borsaitaliana.it).</p>	<p>The <i>prezzo di riferimento</i> per such Share as determined by the Calculation Agent on the Valuation Date as of the Valuation Time on the relevant Exchange.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.3.9 of Borsa Italiana Rules available on the website of Borsa Italiana (www.borsaitaliana.it).</p>	<p>The <i>prezzo di riferimento</i> per such Share as determined by the Calculation Agent on the Automatic Early Redemption Valuation Date as of the Valuation Time on the relevant Exchange.</p> <p>The <i>prezzo di riferimento</i> is defined in article 4.3.9 of Borsa Italiana Rules available on the website of Borsa Italiana (www.borsaitaliana.it).</p>
2	BP PLC	BP/ LN	GB0007980591	Strike Price, as defined in Condition 3(a) of the Terms and Conditions of Structured Notes	As defined in Condition 3(a) of the Terms and Conditions of Structured Notes	See definition in Condition 3(e) of the Terms and Conditions of Structured Notes
3	Royal Dutch Shell PLC	RDSA NA	GB00B03MLX29			
4	Repsol SA	REP SM	ES0173516115			