PROHIBITION OF SALES TO UK 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 United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA); or (ii) a customer within the meaning of the Financial Services and Markets Act 200 (the FSMA) and any rules or regulations under the FSMA to implement Directive (EU) No 2016/97, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Regulation (EU) No 2017/1129 as it forms part of domestic law by virtue of EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the UK PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been or will be prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK or may be unlawful under the UK PRIIPs Regulation.

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; and (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, and portfolio management, and non-advised sales and pure execution services, subject to the distributor's suitability and appropriateness obligations under MiFID II. 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.

UK MIFIR PRODUCT GOVERNANCE /RETAIL INVESTORS, PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET - Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by the European Securities and Markets Authority on 5 February 2018 (in accordance with the FCA's policy statement entitled "Brexit our approach to EU non-legislative materials"), has led to the conclusion that: (i) the target market for the Notes is retail clients, as defined in point 8 of article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA), and eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("UK MiFIR"); (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, and portfolio management, and non-advised sales and pure execution services, subject to the distributor's suitability and appropriateness obligations under COBS, 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the UK MiFIR Product Governance Rules) 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 COBS, as applicable.

#### FINAL VERSION APPROVED BY THE ISSUER

Final Terms dated 5 April 2021



Natixis Structured Issuance SA Legal entity identifier (LEI): 549300YZ10WOWPBPDW20

Euro 20,000,000,000

**Debt Issuance Programme** 

# **SERIES NO: 7042**

# **TRANCHE NO: 1**

Issue of up to EUR 100,000,000 Certificates linked to the FTSE MIB INDEX ® due April 2024 (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 2020 and the supplements to it dated 24 June 2020, 11 August 2020, 11 September 2020, 12 November 2020, 25 November 2020 and 29 March 2021 which together constitute 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 issue of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. A summary of the Notes (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. 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 of the Issuers (https://cib.natixis.com/Home/pims/Prospectus#/prospectusPublic) and copies may be obtained from NATIXIS, 47, quai d'Austerlitz, 75013 Paris, France.

1 (i) Series Number: 7042

(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 1,500,000 (being the equivalent of 1,500 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 1,500,000 (being the equivalent of 1,500 Certificates) are issued on the Issue

Date

4 Issue Price: EUR 1,000 (being the equivalent of 1 Certificate)

5 (i) Specified Denomination(s): 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: 7 April 2021

(ii) Interest Commencement Date: Not Applicable

(iii) Trade Date: 25 March 2021

7 Maturity Date: 16 April 2024, subject to the Business Day Convention,

specified in paragraph 14(ii) below.

8 Interest Basis: Not Applicable

9 Redemption/Payment Basis: As specified in paragraph 43 below

(further particulars specified below)

10 (i) Change of Interest Basis: Not Applicable

(ii) Interest Basis Switch: Not Applicable

(iii)Interest Rate on overdue amounts after Not Applicable Maturity Date or date set for early redemption:

11 Partitioned Interest Notes: Not Applicable

12 Tax Gross-up (Condition 8 (Taxation) of the Applicable
Terms and Conditions of the English Law Notes
and Condition 8 of the Terms and Conditions of
the French Law Notes):

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) (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) 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 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):

(single index): Applicable

(i) Type: Single Exchange Index Linked Notes

(ii) Index: FTSE MIB Index ®

(iii) Index Sponsor: FTSE International Limited

(iv) Index Calculation Agent: Not Applicable

(v) Availability of the Rules of the Index (Only relevant for proprietary

Indices): Not Applicable

(vi) Exchange(s): See definition in Condition 2 (a) of the Terms and

Conditions of Structured Notes

(vii) Related Exchange(s): See definition in Condition 2 (a) of the Terms and

Conditions of Structured Notes

(viii) Initial Level: Strike Level, as defined in Condition 2 (a) of the Terms

and Conditions of Structured Notes

(ix) Barrier Level: 75.00% of the Initial Level

(x) Final Level: As defined in Condition 2(a) of the Terms and Conditions

of Structured Notes

(xi) Knock-in Event: Not Applicable

(xii) Knock-out Event: Not Applicable

(xiii) Automatic Early Redemption Event: "greater than or equal to"

a. Automatic Early Redemption

Amount: See definition in Condition 2 of the Terms and Conditions

of Structured Notes

b. Automatic Early Redemption Date(s):

t	Automatic Early Redemption Date(t)
1	Not Applicable
2	Not Applicable
3	Not Applicable
4	Not Applicable
5	Not Applicable
6	18 October 2021
7	17 November 2021
8	16 December 2021
9	18 January 2022
10	16 February 2022
11	16 March 2022
12	20 April 2022
13	18 May 2022
14	16 June 2022
15	18 July 2022
16	17 August 2022
17	16 September 2022
18	18 October 2022
19	16 November 2022
20	16 December 2022
21	18 January 2023
22	16 February 2023
23	16 March 2023
24	20 April 2023
25	17 May 2023
26	16 June 2023
27	18 July 2023
28	16 August 2023
29	18 September 2023
30	18 October 2023
31	16 November 2023
32	18 December 2023
33	17 January 2024
34	16 February 2024

c. Automatic Early Redemption Level:

35 18 March 2024

t	Automatic Early Redemption
	Level(t)
1	Not Applicable
2	Not Applicable
3	Not Applicable
4	Not Applicable
5	Not Applicable
6	100.00%
7	100.00%
8	100.00%
9	100.00%
10	100.00%
11	100.00%
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%
_	

d. Automatic Early Redemption Rate:

	<del>,</del>
t	Automatic Early Redemption Rate(t)
1	Not Applicable
2	Not Applicable
3	Not Applicable
4	Not Applicable
5	Not Applicable
6	101.50%
7	101.75%
8	102.00%
9	102.25%
10	102.50%
11	102.75%
12	103.00%

13	103.25%
14	103.50%
15	103.75%
16	104.00%
17	104.25%
18	104.50%
19	104.75%
20	105.00%
21	105.25%
22	105.50%
23	105.75%
24	106.00%
25	106.25%
26	106.50%
27	106.75%
28	107.00%
29	107.25%
30	107.50%
31	107.75%
32	108.00%
33	108.25%
34	108.50%
35	108.75%

e. Automatic Early Redemption Valuation Date(s):

	Automatic Early
t	Redemption Valuation
	Date (t)
1	Not Applicable
2	Not Applicable
3	Not Applicable
4	Not Applicable
5	Not Applicable
6	7 October 2021
7	8 November 2021
8	7 December 2021
9	7 January 2022
10	7 February 2022
11	7 March 2022
12	7 April 2022
13	9 May 2022
14	7 June 2022
15	7 July 2022
16	8 August 2022
17	7 September 2022
18	7 October 2022
19	7 November 2022
20	7 December 2022
21	9 January 2023
22	7 February 2023
23	7 March 2023
24	11 April 2023
25	8 May 2023
26	7 June 2023

27	7 July 2023
28	7 August 2023
29	7 September 2023
30	9 October 2023
31	7 November 2023
32	7 December 2023
33	8 January 2024
34	7 February 2024
35	7 March 2024

f. Automatic Early Redemption Observation Dates:

Not Applicable

g. Index Level: See definition in Condition 2(e)(A)(i) of the Terms and

Conditions of Structured Notes

(xiv) Range Accrual: Not Applicable

(xv) Strike Date: 7 April 2021

(xvi) Observation Dates: Not Applicable

(xvii) Valuation Date(s): 5 April 2024

(xviii) Specific Number(s): Five (5) Scheduled Trading Days

(xix) Valuation Time: See definition in Condition 2 of the Terms and Conditions

of Structured Notes

(xx) Redemption by Physical Delivery: Not Applicable

(xxi) Exchange Rate: Not Applicable

(xxii) Monetisation Not Applicable

(xxiii) Monetisation Formula Not Applicable

(xxiv) Monetisation Formula to yield no less Not than the amount of the Specified

Denomination:

Not Applicable

(xxv) Change in Law: Applicable

(xxvi) Hedging Disruption: Applicable

(xxvii) Increased Cost of Hedging: Applicable

(xxviii) Early Redemption: Applicable

23 Provisions applicable to Equity Linked Notes N

(basket of shares):

Not 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

(basket of funds): Not Applicable Provisions applicable to Dividend Linked Notes: 29 Not Applicable 30 Provisions applicable to Futures Linked Notes (single Futures contract): Not Applicable Provisions applicable to Futures Linked Notes 31 (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

Provisions applicable to Fund Linked Notes

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

Not Applicable

Not Applicable

Not Applicable

41 Redemption at the Option of the

Provisions applicable to Rate Linked Notes:

Provisions applicable to Physical Delivery Notes:

Provisions applicable to Hybrid Structured Notes:

38

**39** 

40

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 Level of the Index on the Valuation Date is greater than or equal to its Barrier 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:

# Denomination x [100% + (Final Performance -75%)]

# OR (but not and)

B) If the Final Level of the Index on the Valuation Date is lower than its Barrier 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:

Where:

P = 100.00% x Max (100% - Final Performance; 0) Final Performance = Final Level / Initial Level

(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: The Maturity Date

Minimum nominal amount (a) 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:

Not Applicable

# PROVISIONS RELATING TO EARLY REDEMPTION

#### Early Redemption Amount

(i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (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), if applicable, or upon the occurrence of an Event of Default (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) or an Illegality Event (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):

As specified under Condition 5(k) of the Terms and Conditions of the English Law Notes.

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

Yes

(iii) Unmatured Coupons to become void upon early redemption (Condition 7(g) of the Terms and Conditions of the English Law Notes)

Not Applicable

(iv) Redemption for illegality (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):

Hedging Arrangements: Applicable

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

(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 (Condition 6(n)(ii) of the Terms and Conditions of the English Law Notes and Conditions of the French Law Notes):

Not Applicable

(vii) Unwind Costs (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):

Applicable

(viii) Pro Rata Temporis Reimbursement (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):

Not Applicable

(ix) Essential Trigger (Condition 11 of the Terms and Conditions of the English Law Notes and Condition 14 of the Terms and Conditions of the French Law Notes):

Not Applicable

(x) Fair Market Value Trigger Event (Condition 6(o) of the Terms and Conditions of the English Law Notes and Conditions of the French Law Notes):

Not Applicable

# PROVISIONS RELATING TO INSTALMENT REDEMPTION (INSTALMENT)

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 Not Applicable

accordance with Condition 9 of the Terms and

Conditions of Structured Notes)

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: 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

Temporary or permanent Global Note: Not Applicable

New Global Note: No

Global Certificates: No

Registration Agent: Not Applicable

**57** Additional Business Day Jurisdiction(s) (*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) 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, renominalisation 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: Not Applicable

#### EU BENCHMARK REGULATION

63 EU Benchmark Regulation: Article 29(2)

statement on benchmarks:

Applicable: Amounts payable under the Notes are calculated by reference to FTSE MIB Index® (defined at paragraph 21 (ii) above) which is provided by FTSE International Limited (defined at paragraph 22 (iii) above).

As at the date of the Base Prospectus, FTSE International Limited is included in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to article 36 of the Benchmark Regulation(Regulation (EU) 2016/1011).

As at the date of these Final Terms, FTSE International Limited is included in the register of administrators and benchmarks established and maintained by the Financial Conduct Authority in the United Kingdom.

(i) Relevant Benchmark: Applicable as selected below

- Relevant Commodity Benchmark: Not Applicable

- Relevant Index Benchmark: As per the definition in Condition 2 of the Terms

and Conditions of the Structured Notes

- Relevant Currency Benchmark: Not Applicable

- Relevant Rate Benchmark: Not Applicable

(ii) Specified Public Source: As per the definition in Condition 5(k) of the

Terms and Conditions of the English Law Notes

(iii) Impacted Index: Not Applicable

- Alternative Pre-Nominated Index: 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: The following Dealer is subscribing the Notes:

NATIXIS

47 quai d'Austerlitz

75013 Paris, France

66 Name and address of additional agents appointed

in respect of the Notes:

Calculation Agent:

**NATIXIS** 

Calculation Agent Departement

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.

Not Applicable

71 Masse (Condition 11 of the Terms and Conditions of

the French Law Notes):

72 Governing law: English Law

Final Version Approved by the Issuer

#### PART B- OTHER INFORMATION

# 2 LISTING AND ADMISSION TO TRADING

(i) Listing: EuroTLX SIM S.p.A. (EuroTLX)

(ii) Admission to trading: Application will be made for the Notes to be admitted to

trading on the official list of EuroTLX SIM S.p.A.

(EuroTLX) market.

(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 400** 

# 1 RATINGS

Ratings: The Notes to be issued have not been rated

#### 2 NOTIFICATION

Not Applicable

# 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

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 II), or as otherwise may apply in any non-EEA jurisdictions.

# 4 REASONS FOR THE ISSUE, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the issue: As specified in the section of the Base Prospectus entitled

"Use of Proceeds".

(ii) Estimated net proceeds: The net proceeds of the issue of the Notes will be equal to

the Issue Price applied to the Aggregate Nominal Amount.

(iii) Estimated total expenses: Except the listing fees estimate and the index licence fees,

no other expenses can be determined as of the Issue Date.

# 5 YIELD

Indication of yield: Not Applicable

# 6 HISTORIC INTEREST RATES

Not Applicable

# 7 INFORMATION CONCERNING THE UNDERLYING

The exercise price or the final reference price The Final Level

of the underlying

An indication where information about the See the relevant Bloom past and the further performance of the stated in the Annex underlying and its volatility can be obtained <a href="https://www.bloomberg.com">www.bloomberg.com</a>

See the relevant Bloomberg' page of the Underlying as stated in the Annex under Bloomberg Code on www.bloomberg.com

This information can be obtained free of charge.

Where the underlying is a security:

Not Applicable

Where the underlying is an index: Applicable

(i) the name of the index: FTSE MIB Index ®

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

obtained: See Bloomberg Page: FTSEMIB Index

Where the underlying is an interest rate, a

description of the interest rate: Not Applicable

#### 8 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 Not Applicable

Prohibition of Sales to UK Retail Investors Applicable

# 9 ADDITIONAL INFORMATION WITH RESPECT TO ADVISERS

Advisers Not Applicable

### 10 OPERATIONAL INFORMATION

Intended 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 recognized 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 Code: IT0006748120

Common Code: 232842806

CFI: Not Applicable

FISN: Not Applicable

Depositaries:

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

(ii) Common Depositary 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

See paragraph 66 of Part A above

Names and addresses of additional Agents appointed in respect of the Notes (if any):

BNP Paribas Securities Services, Milan Branch (the

**Italian Paying Agent**)

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

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

#### 12 INDEX DISCLAIMER

# In respect of FTSE 100®

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