

**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 2000 (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 (as amended, 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 eligible counterparties** – 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.

**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, portfolio management, 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 10 June 2021**



**Natixis Structured Issuance SA**

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

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

**Debt Issuance Programme**

**SERIES NO: 7119**

**TRANCHE NO: 1**

**Issue of up to EUR 100,000,000 Certificates linked to a Basket of Shares due 12 June 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 23 April 2021 and the supplement to it dated 1 June 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. The Base Prospectus and the supplement are available for viewing 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. 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:	7119
	(i)	Tranche Number:	1
	(ii)	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 1,000 (being the equivalent of 1 Certificate)
5	(i)	Specified Denomination:	EUR 1,000 (being the equivalent of 1 Certificate)
	(i)	Calculation Amount:	EUR 1,000 (being the equivalent of 1 Certificate)
6	(i)	Issue Date:	14 June 2021
	(i)	Interest Commencement Date:	Not Applicable
	(iii)	Trade Date:	31 May 2021
7		Maturity Date:	12 June 2024, 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
	(i) Interest Basis Switch:	Not Applicable
	(ii) 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
	(i) Business Day Convention:	Following Business Day Convention
	(ii) 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.	23 September 2021

2.	23 December 2021
3.	23 March 2022
4.	23 June 2022
5.	23 September 2022
6.	23 December 2022
7.	23 March 2023
8.	23 June 2023
9.	25 September 2023
10.	27 December 2023
11.	25 March 2024
12.	12 June 2024 (the “ <b>Maturity Date</b> ”)

(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 respective Barrier Price, then the Fixed Interest Amount per Note payable on such Interest Payment Date shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

**Calculation Amount x (1.80% 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 12 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=12) (i.e. the Maturity Date) is ranked “n=12”; 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 :

- 1.80% 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;
- 1.80%, 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 Not Applicable  
Conditions:
- (xii) Initial Price: Strike Price
- (xiii) Barrier Price: Means, in respect of any Share, 60.00% of its Initial Price
- (xiv) Final Price: See definition in Condition 3 of the Terms and Conditions of Structured Notes
- (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:

$$\frac{Final\ Price(i)}{Initial\ Price(i)}$$

- (xvi) Knock-in Event: With “i” ranking from 1 to 4  
“less than”
  - (a) Knock-in Share: The Lowest Performing Share
  - (b) Knock-in Price: Means, in respect of any Share, 60.00% 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): Means the following dates:

<b>t</b>	<b>Automatic Early Redemption Date</b>
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2	23 December 2021
3	23 March 2022
4	23 June 2022
5	23 September 2022
6	23 December 2022
7	23 March 2023
8	23 June 2023
9	25 September 2023
10	27 December 2023
11	25 March 2024

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

<b>t</b>	<b>Automatic Early Redemption Valuation Date</b>
2	14 December 2021
3	14 March 2022
4	14 June 2022
5	14 September 2022
6	14 December 2022
7	14 March 2023
8	14 June 2023
9	14 September 2023
10	14 December 2023
11	14 March 2024

- (f) Automatic Early Redemption Observation Dates: Not Applicable
- (g) Share Price: See definition in Condition 3 of the Terms and Conditions of Structured Notes



- (h) Automatic Early Redemption Number of Shares: Four (4)
- (xix) Range Accrual: Not Applicable
- (xx) Strike Date: 14 June 2021
- (xxi) Observation Dates: Not Applicable
- (xxii) Valuation Date(s): Means the following dates:

<b>t</b>	<b>Valuation Date</b>
1	14 September 2021
2	14 December 2021
3	14 March 2022
4	14 June 2022
5	14 September 2022
6	14 December 2022
7	14 March 2023
8	14 June 2023
9	14 September 2023
10	14 December 2023
11	14 March 2024
12	3 June 2024 (the “ <b>Final Valuation Date</b> ”)

- (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:
- Calculation Amount x 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:
- Calculation Amount x 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:
- Calculation Amount x (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 Redemption Amount where calculation by reference to Index and/or Formula and/or other: See Conditions

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 void upon early redemption ( <i>Condition 7(g) of the Terms and</i>  | Yes                               |

*Conditions of the English Law Notes*)):

- |        |   |                                  |
|--------|---|----------------------------------|
| (iv)   | Redemption for illegality<br><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<br><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<br><i>(Condition 6(n)(ii) of the Terms and Conditions of the English Law Notes and Condition 6(l)(ii) of the Terms and Conditions of the French Law Notes)</i> : | Not Applicable                   |
| (vii)  | Unwind Costs<br><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<br><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                   |
| (ix)   | Essential Trigger<br><i>(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)</i> :  | Not Applicable                   |

- |     |   |                |
|-----|---|----------------|
| (x) | Fair Market Value Trigger Event<br><i>(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):</i> | Not Applicable |
|-----|---|----------------|

**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:<br><br>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<br><br>Condition 6(i) of the Terms and Conditions of the English Law Notes will apply to the Certificates. |
|    | Temporary or permanent Global Note/ Certificate <i>(in the case of Bearer Notes or Exchangeable Bearer Notes):</i> | Not Applicable  |

	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, renominalisation and reconventioning provisions:	Not Applicable
60	Consolidation provisions:	The provisions in Condition 13 apply
61	Dual Currency Note Provisions:	Not Applicable
62	Possibility of holding and reselling Notes purchased by NATIXIS in accordance with applicable laws and regulations:  (Condition 6(d))	Applicable
63	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 (<a href="http://www.equityderivatives.natixis.com">www.equityderivatives.natixis.com</a>).</p> <p>The Final Valuation Date is scheduled to occur on 3 June 2024.</p> <p>For the purposes of the admission to trading of the Certificates on SeDeX, the Expiry Date (<i>data di scadenza</i>) of the Certificates is set equal to the third Business Day after the Final Valuation Date (i.e. 6 June 2024).</p>

<b>Record Dates</b>
22 September 2021
22 December 2021
22 March 2022

22 June 2022
22 September 2022
22 December 2022
22 March 2023
22 June 2023
22 September 2023
22 December 2023
22 March 2024

**BENCHMARK PROVISIONS**

64 Benchmark administrator: Not Applicable

**DISTRIBUTION**

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

(i) Date of Subscription Agreement: Not Applicable

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

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

67 Name and address of additional agents appointed in respect of the Notes: **Calculation Agent:**  
NATIXIS, Calculation Agent Department, 30 avenue Pierre Mendes France, 75013 Paris, France.

**Issuing and Paying Agent :**  
BNP Paribas Securities Services, Milan Branch (the Italian Paying Agent)

68 Total commission and concession: Not Applicable

69 Public Offer: Not Applicable

**GENERAL**

70 Applicable TEFRA exemption: Not Applicable

71 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.

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



73 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 “ <i>See Use of Proceeds</i> ” 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 future 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	<b>PLACING AND UNDERWRITING</b>	
	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 a Retail Investors:	Not Applicable
	Prohibition of Sales to UK Retail Investors:	Applicable
10	<b>ADDITIONAL INFORMATION WITH RESPECT TO ADVISERS</b>	
	Advisers:	Not Applicable
11	<b>OPERATIONAL INFORMATION</b>	

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.
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ISIN:	IT0006748385
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Common Code:	235115662
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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 67 of Part A above BNP Paribas Securities Services, Milan Branch (the <b>Italian Paying Agent</b> )
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12 **POST-ISSUANCE INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

**ANNEX**

Table

“Basket” means:

<b>i</b>	<b>Company</b>	<b>Bloomberg Code</b>	<b>Share / ISIN Code</b>
1	Deutsche Post AG	DPW GY	DE0005552004
2	AXA SA	CS FP	FR0000120628
3	Kering	KER FP	FR0000121485
4	Adidas AG	ADS GY	DE000A1EWW0