

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Warrants are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“EEA”). For these purposes, a retail investor means a person who is one (or more) of the following: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, MiFID II); or (ii) a customer within the meaning of Directive (EU) 2016/97 on insurance distribution, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (as amended, the “Prospectus Regulation”). Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the “PRIIPs Regulation”) for offering or selling the Warrants or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Warrants or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UNITED KINGDOM RETAIL INVESTORS –The Warrants 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 the following: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the “FSMA”) and any rules or regulations made under the FSMA to implement Directive (EU) 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 UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (the “UK Prospectus Regulation”). Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (as amended, the “UK PRIIPs Regulation”) for offering or selling the Warrants or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Warrants or otherwise making them available to any retail investor in the UK 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 Warrants, taking into account the five categories referred to in item 19 of the Guidelines published by ESMA on 3 August 2023, has led to the conclusion that: (i) the target market for the Warrants is eligible counterparties, professional clients and retail clients, each as defined in MiFID II; and (ii) all channels for distribution of the Warrants are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services. Any person subsequently offering, selling or recommending the Warrants (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 Warrants (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 ECPs ONLY TARGET MARKET – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Warrants, has led to the conclusion that: (i) the target market for the Warrants is retail clients, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”), 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 UK domestic law by virtue of the EUWA (“UK MiFIR”); and (ii) all channels for distribution of the Warrants are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services. Any person subsequently offering, selling or recommending the Warrants (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 Warrants (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.

Applicable Final Terms dated 14 March 2024

Final Version Approved by the Issuer



NATIXIS STRUCTURED ISSUANCE SA

Legal Entity Identifier (LEI): 549300YZ10WOWPBDW20

Series number 330

Issue of 250,000 Cash-Settled Call Warrants linked to a Basket of Shares due September 2029 (the Warrants)

Issued by Natixis Structured Issuance SA (the Issuer)

under its Warrant Programme

NATIXIS as Manager

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 23 November 2023 (the Base Prospectus) and the supplement to it dated 18 December 2023 which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the “Prospectus Regulation”).

This document constitutes the Final Terms of the Warrants described herein and must be read in conjunction with the Base Prospectus as so supplemented. Full information on the Issuer and the offer of the Warrants 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 supplements to the Base Prospectus are available for viewing on the websites of the Luxembourg Stock Exchange (<https://www.luxse.com>) and of the Issuers (<https://cib.natixis.com/Home/pims/Prospectus#/prospectusPublic>).

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| 1. | (a) Series number: | 330 |
| | (b) Tranche number: | 1 |
| 2. | Type of Warrants: | – Basket – Share – Call – European Style – Cash Settled (settlement by way of cash payment) |
| 3. | Form of Warrants: | Materialised Warrants |
| 4. | Number of Warrants issued: | 250,000 warrants |
| 5. | Notional Amount: | EUR 100 |
| 6. | Units: | Not Applicable |
| 7. | Issue Price: | EUR 2.64 per Warrant (i.e. 2.64% of the Notional Amount per Warrant) |
| 8. | Exercise Price: | As per Condition 3 |
| 9. | Settlement Price: | As per Condition 3 |
| 10. | Cash Settlement Amount (Formula Warrants not being Rate Warrants or Currency Warrants): | Not Applicable |
| 11. | Cash Settlement Amount (Formula Warrants being Rate Warrants or Currency Warrants): | Not Applicable |
| 12. | Parity: | Not Applicable |
| 13. | Exercise Rights in relation to Physical Delivery Warrants: | Not Applicable |
| 14. | Issue Date: | 18 March 2024 |
| 15. | Exercise Date: | 14 September 2029, provided that, if such date is not an Exercise Business Day, the Exercise Date shall be the immediately succeeding Exercise Business Day |

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| 16. | Potential Exercise Dates: | Not Applicable |
| 17. | Exercise Period: | Not Applicable |
| 18. | Settlement Date: | 24 September 2024 |
| 19. | Interim Payment: | Not Applicable |
| 20. | Valuation Date: | As defined in Condition 15.2 |
| 21. | Business Day Centre(s): | TARGET |
| 22. | Issuer's option to vary settlement: | Not Applicable |
| 23. | Exchange Rate: | Not Applicable |
| 24. | Settlement Currency: | Euro (EUR) |
| 25. | Calculation Agent: | NATIXIS Calculation Agent department, 7, promenade Germaine Sablon, 75013 Paris, France |
| 26. | Cash Settlement Amount: | The Cash Settlement Amount per Warrant payable on the Settlement Date shall be an amount in the Settlement Currency determined by the Calculation Agent on the relevant Valuation Date in accordance with the following formula: <i>Notional Amount x G x Max(Basket Performance - 1,0)</i> Where: <i>G</i> = 29% <i>Basket Performance</i> = $\sum_{i=1}^n w_i P_i$ <i>n</i> = 10 <i>i</i> = 1 to 10 <i>P_i</i> means the Share Performance of each Share(i) as set out in paragraph 30(j) below. <i>W_i</i> means the weighting of each Share(i) as set out in paragraph 30(c) below. |
| 27. | Maximum Cash Settlement Amount: | Not Applicable |
| 28. | Settlement by Physical Delivery: | Not Applicable |
| 29. | Further provisions applicable to Single Share Warrants: | Not Applicable |
| 30. | Further provisions applicable to Basket Share Warrants: | Applicable |
| | (a) Companies: | See table set forth in the Annex hereto |
| | (b) Shares: | See table set forth in the Annex hereto |
| | (c) Weighting: | See table set forth in the Annex hereto |
| | (d) Exchange: | As defined in Condition 15.1 |

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| (e) | Related Exchange: | As defined in Condition 15.1 |
| (f) | Separate Valuation: | Not Applicable |
| (g) | Initial Price: | Means, in respect of any Share, the price of the Share on the Exchange as determined by the Calculation Agent on the Strike Date, as of the Valuation Time |
| (h) | Barrier Price: | Not Applicable |
| (i) | Final Price: | Means, in respect of any Share, the price of the Share on the Exchange as determined by the Calculation Agent on the Valuation Date, as of the Valuation Time |
| (j) | Share Performance: | Means in respect of any Share(i), a rate determined by the Calculation Agent in accordance with the following formula: $\frac{\textit{Final Price}(i)}{\textit{Initial Price}(i)}$ With i = 1 to 10 |
| (k) | Knock-in Event: | Not Applicable |
| (l) | Knock-out Event: | Not Applicable |
| (m) | Strike Date: | 22 May 2024 |
| (n) | Observation Dates: | Not Applicable |
| (o) | Specific Number(s): | Five (5) Scheduled Trading Days |
| (p) | Valuation Time: | As defined in Condition 15.1 |
| (q) | Minimum Percentage: | As defined in Condition 15.5 |
| (r) | Specified Number of Shares: | Not Applicable |
| (s) | Cut-off Number: | As defined in Condition 15.5(g)(A)(i) |
| (t) | Exchange Rate: | Not Applicable |
| (u) | Additional Disruption Events: | Applicable |
| | Change in Law: | Applicable |
| | Trade Date: | 6 March 2024 |
| | Hedging Disruption: | Applicable |
| | Increased Cost of Hedging: | Applicable |
| | Increased Cost of Stock Borrow: | Not Applicable |
| | Loss of Stock Borrow: | Not Applicable |
| 31. | Further provisions applicable to Single Index Warrants | Not Applicable |
| 32. | Further provisions applicable to Basket Index Warrants | Not Applicable |
| 33. | Further provisions applicable to Single Commodity Warrants | Not Applicable |

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| 34. | Further provisions applicable to Basket Commodity Warrants | Not Applicable |
| 35. | Further provisions applicable to Credit Linked Warrants | Not Applicable |
| 36. | Further provisions applicable to Single Fund Warrants: | Not Applicable |
| 37. | Further provisions applicable to Basket Fund Warrants: | Not Applicable |
| 38. | Further provisions applicable to Rate Warrants: | Not Applicable |
| 39. | Further provisions applicable to Currency Warrants: | Not Applicable |
| 40. | Provisions applicable to Hybrid Warrants: | Not Applicable |
| 41. | Early Settlement for Illegality (Condition 7.1): | |
| | Hedging Arrangements: | Applicable |
| 42. | Early Settlement for Taxation Reasons (Condition 7.2): | Applicable |
| 43. | Early Settlement at the Option of the Issuer (Condition 7.3): | Not Applicable |
| 44. | Early Settlement at the Option of the Warrantholder (Condition 7.4): | Not Applicable |
| 45. | Early Settlement for Force Majeure and Significant Alteration Event (Condition 7.6): | |
| | (a) Force Majeure Event: | Applicable |
| | (b) Significant Alteration Event: | Not Applicable |
| 46. | Relevant Asset(s): | Not Applicable |
| 47. | Entitlement: | Not Applicable |
| 48. | Minimum Exercise Number: | One (1) Warrant |
| 49. | Maximum Exercise Number: | Not Applicable |
| 50. | Minimum Trading Number: | One (1) Warrant |
| 51. | Automatic Exercise: | Applicable |
| 52. | Settlement Disruption Event: | As per Condition 4.3(b) |
| 53. | Unwind Costs: | Applicable |
| 54. | Essential Trigger (Condition 9.5): | Not Applicable |
| 55. | <i>Pro Rata Temporis</i> Reimbursement (Condition 3): | Not Applicable |

56. Additional U.S. Federal Income Tax Considerations:

The Warrants are not Specified Warrants for purposes of Section 871(m) of the U.S. Internal Revenue Code of 1986.

FINAL VERSION APPROVED BY THE ISSUER

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Securitised Derivatives Market (the "SeDeX"), organised and managed by Borsa Italiana S.p.A
- (ii) Admission to trading: Application will be made to list the Certificates on the Italian Stock Exchange and to admit the Certificates for trading on SeDeX with effect from the Issue Date.
- (iii) Estimate of total expenses related to admission to trading: EUR 3,000

2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the distributor, so far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the offer.

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 and non-UK jurisdictions.

3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: See "*Use of Proceeds*" below
- (b) Estimated net proceeds: The net proceeds of the issue of the Warrants shall be equal to the Issue Price applied to the Notional Amount per Warrant.
- (c) Estimated total expenses: No expenses can be determined as of the Issue Date.

4. INFORMATION CONCERNING THE UNDERLYING

- Name of the Underlying: Set forth in the Annex hereto
- Name of the issuer of the underlying security: Set forth in the Annex hereto
- ISIN: Set forth in the Annex hereto
- Description of the underlying interest rate: Not Applicable
- Relevant weightings of each underlying in the basket: Not Applicable
- Adjustment rules with relation to events concerning the underlying: Not Applicable
- Place where information relating to the Index/Indices can be obtained: Not Applicable
- Indication where information about the past and the further performance of the underlying and its volatility can be obtained by electronic means: See the relevant Bloomberg Page (i.e., corresponding to the Bloomberg Code specified in the Annex hereto).

Additional information for investors: The Issuer will not provide any post-issuance information, except as required by any applicable laws and regulations.

5. HONG KONG SFC CODE OF

CONDUCT Not Applicable

6. OPERATIONAL INFORMATION

(a) ISIN: LU1828512217

(b) Common Code: 182851221

(c) CFI Code Not Applicable

(d) FISN Code Not Applicable

(e) SEDOL: Not Applicable

(f) WKN: Not Applicable

(g) Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking S.A. and the relevant identification number(s): Not Applicable

(h) Names and addresses of additional Issuing and Paying Agent(s) (if any): Not Applicable

(i) Rating: The Warrants are not rated.

7. DISTRIBUTION

(a) Syndication: The Warrants will be distributed on a non-syndicated basis

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

(c) Date of Subscription Agreement: Not Applicable

(d) If non-syndicated, name and address of Manager: **NATIXIS**
7, promenade Germaine Sablon 75013 Paris, France

(e) Total commission and concession: Not Applicable

(f) Public Offer: Not Applicable

(g) Prohibition of Sales to EEA Retail Investors: Applicable

(h) Prohibition of Sales to UK Retail Investors: Applicable

8. BENCHMARK PROVISIONS Not Applicable

9. USE OF PROCEEDS

The Issuer intends to use the net proceeds from the issue of the Warrants for general corporate purposes. A substantial portion of the proceeds from the issue of the Warrants may be used to hedge market risk with respect to such Warrants.

ANNEX

TABLE

The **Underlying** is a **Basket of Shares** consisting of the following:

| i | Company | Bloomberg Code | ISIN Code (Share) | Weighting (w_i) |
|----------|--|-----------------------|--------------------------|----------------------------------|
| 1 | Novartis AG | NOVN SE | CH0012005267 | 10.00% |
| 2 | Deutsche Telekom AG | DTE GY | DE0005557508 | 10.00% |
| 3 | Orange SA | ORA FP | FR0000133308 | 10.00% |
| 4 | Unilever NV | UNA NA | GB00B10RZP78 | 10.00% |
| 5 | ACS Actividades de Construcción y Servicios SA | ACS SQ | ES0167050915 | 10.00% |
| 6 | Iberdrola SA | IBE SQ | ES0144580Y14 | 10.00% |
| 7 | Nestle SA | NESN SE | CH0038863350 | 10.00% |
| 8 | TotalEnergies SE | TTE FP | FR0000120271 | 10.00% |
| 9 | Novo Nordisk A/S | NOVOB DC | DK0062498333 | 10.00% |
| 10 | Koninklijke KPN NV | KPN NA | NL0000009082 | 10.00% |