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 30 April 2020

Natixis Structured Issuance SA

Legal entity identifier (LEI): 549300YZ10WOWPBPDW20

Euro 20,000,000,000

Debt Issuance Programme

SERIES NO: 6797

TRANCHE NO: 1

Issue of up to EUR 100,000,000 Certificates linked to a Basket of Shares due 14 May 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. 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. *** 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.

1	(i)	Series Number:	6797
	(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 2,000,000 (being the equivalent of 2,000 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 2,000,000 (being the equivalent of 2,000 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:	5 May 2020
	(ii)	Interest Commencement Date:	Not Applicable
	(iii)	Trade Date:	20 April 2020
7	Maturity Date:		14 May 2025 subject to the Business Day Convention specified in 14(ii) below.
8	Interest Basis:		Applicable As specified in paragraph 17 (Fixed Interest Rate Notes provisions) (*further particulars specified below*)
9	Redemption/Payment Basis:		As specified in paragraphs 43 and 44 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 Maturity Date or date set for early redemption:	As per paragraph 17(ii)
11	Partitioned Interest Notes:		Not Applicable
12	Tax Gross-up (*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*):		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] (*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*):	TARGET2
15	Corporate authorisations for issuance of the Notes		Authorisation of the Board of Directors of NATIXIS Structured Issuance SA passed on 16 March 2020.
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 Subject to the relevant provisions relating to Structured Notes below.
	(i) Interest Rate:	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(t)
1	16 June 2020
2	15 July 2020
3	14 August 2020
4	16 September 2020
5	14 October 2020

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

and, the Maturity Date adjusted in accordance with the Business Day Convention (as defined in paragraph 14(ii)

above), but without adjustment to the Fixed Interest Amount.

(v) First Interest Payment Date:

Not Applicable

(vi) Fixed Interest Amount:

(a) If on any Valuation Date, immediately preceding the relevant Interest Payment Date, the Final Price of the Lowest Performing Share as determined by the Calculation Agent on the Exchange as of the Valuation Time on such date, is equal to or greater than its respective Barrier Price, then the Fixed Interest Amount payable per Note on such Interest Payment Date shall be an amount in the Specified Currency equal to:

Calculation Amount x (1.20% 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 respective Barrier Price: EUR zero (0.00), i.e. no Fixed Interest Amount shall be paid.

Where:

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

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

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

Split of Interest :

If on any Valuation Date immediately preceding the relevant Interest Payment Date, the Final Price of the Lowest Performing Share in respect of such Valuation Date is greater than or equal to its respective Barrier Price, the interest rate will be equal to: 1.20 %, subject to the Memory Coupon Amount provisions specified above.

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

- 0.00% is the interest component;

		• 1.20%, or such higher rate as per the Memory Coupon Amount provisions, as the case may be, is the option premium component
	(iv) Broken Amount:	Not Applicable
	(v) Determination Dates:	Not Applicable
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 3(a) of the Terms and Conditions of Structured Notes
	(vii)	Related Exchange:	See definition in Condition 3(a) of the Terms and Conditions of Structured Notes
	(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:	Strike Date (see definition in Condition 3(a) of the Terms and Conditions of Structured Notes).
	(xiii)	Barrier Price:	In respect of any Share, 75.00 % of the Initial Price
	(xiv)	Final Price:	As defined in Condition 3(a) of the Terms and Conditions of Structured Notes.
	(xv)	Share Performance:	In respect of any Share and any Valuation Date, a rate expressed as a percentage determined by the Calculation Agent in accordance with the following formula

(rounded to the nearest four decimal places, with 0.00005 being rounded upwards):

$$\frac{\text{FinalPrice}}{\text{InitialPrice}}$$

(xvi)	Knock-in Event:		"less than"
	(a)	Knock-in Share:	Means the Lowest Performing Share
	(b)	Knock-in Price:	Means in respect of any Share, 70.00% of the 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:	The Scheduled Closing Time on the relevant Exchange, as 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):	

t	Automatic Early Redemption Date
1	16 November 2020
2	16 December 2020
3	14 January 2021
4	16 February 2021
5	16 March 2021
6	15 April 2021
7	14 May 2021
8	16 June 2021
9	14 July 2021
10	16 August 2021
11	15 September 2021
12	14 October 2021
13	16 November 2021
14	16 December 2021

15	14 January 2022
16	16 February 2022
17	16 March 2022
18	14 April 2022
19	16 May 2022
20	15 June 2022
21	14 July 2022
22	16 August 2022
23	14 September 2022
24	14 October 2022
25	16 November 2022
26	14 December 2022
27	16 January 2023
28	15 February 2023
29	15 March 2023
30	18 April 2023
31	16 May 2023
32	14 June 2023
33	14 July 2023
34	16 August 2023
35	14 September 2023
36	16 October 2023
37	15 November 2023
38	14 December 2023
39	16 January 2024
40	14 February 2024
41	14 March 2024
42	16 April 2024
43	15 May 2024
44	14 June 2024
45	16 July 2024
46	14 August 2024
47	16 September 2024
48	16 October 2024
49	14 November 2024
50	16 December 2024
51	16 January 2025
52	14 February 2025
53	14 March 2025
54	16 April 2025

(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 Automatic Early Redemption Date: 100.00%

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

t	Automatic Early Redemption Valuation Date
1	5 November 2020
2	7 December 2020
3	5 January 2021
4	5 February 2021
5	5 March 2021
6	6 April 2021
7	5 May 2021
8	7 June 2021
9	5 July 2021
10	5 August 2021
11	6 September 2021
12	5 October 2021
13	5 November 2021
14	7 December 2021
15	5 January 2022
16	7 February 2022
17	7 March 2022
18	5 April 2022
19	5 May 2022
20	6 June 2022
21	5 July 2022
22	5 August 2022
23	5 September 2022
24	5 October 2022
25	7 November 2022
26	5 December 2022
27	5 January 2023
28	6 February 2023
29	6 March 2023
30	5 April 2023
31	5 May 2023
32	5 June 2023
33	5 July 2023
34	7 August 2023
35	5 September 2023
36	5 October 2023
37	6 November 2023
38	5 December 2023
39	5 January 2024
40	5 February 2024
41	5 March 2024
42	5 April 2024
43	6 May 2024
44	5 June 2024
45	5 July 2024
46	5 August 2024
47	5 September 2024
48	7 October 2024
49	5 November 2024
50	5 December 2024
51	7 January 2025
52	5 February 2025
53	5 March 2025
54	7 April 2025

	(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:		5 May 2020
(xxi)	Observation Dates:		Not Applicable
(xxii)	Valuation Date(s):		

t	Valuation Date(t)
1	5 June 2020
2	6 July 2020
3	5 August 2020
4	7 September 2020
5	5 October 2020
6	5 November 2020
7	7 December 2020
8	5 January 2021
9	5 February 2021
10	5 March 2021
11	6 April 2021
12	5 May 2021
13	7 June 2021
14	5 July 2021
15	5 August 2021
16	6 September 2021
17	5 October 2021
18	5 November 2021
19	6 December 2021
20	5 January 2022
21	7 February 2022
22	7 March 2022
23	5 April 2022
24	5 May 2022
25	7 June 2022
26	5 July 2022
27	5 August 2022
28	5 September 2022

29	5 October 2022
30	7 November 2022
31	5 December 2022
32	5 January 2023
33	6 February 2023
34	6 March 2023
35	5 April 2023
36	5 May 2023
37	5 June 2023
38	5 July 2023
39	7 August 2023
40	5 September 2023
41	5 October 2023
42	6 November 2023
43	5 December 2023
44	5 January 2024
45	5 February 2024
46	5 March 2024
47	5 April 2024
48	6 May 2024
49	5 June 2024
50	5 July 2024
51	5 August 2024
52	5 September 2024
53	7 October 2024
54	5 November 2024
55	5 December 2024
56	6 January 2025
57	5 February 2025
58	5 March 2025
59	7 April 2025
60	5 May 2025 (the **"Final Valuation Date"**)

(xxiii)	Specific Number(s):	Five (5) Scheduled Trading Days
(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) of the Terms and Conditions of Structured Notes
(xxvii)	Cut-off Number:	See definition in Condition 3(f)(G)(1) of the Terms and Conditions of Structured Notes
(xxviii)	Exchange Rate:	Not Applicable
(xxix)	Monetisation:	Not Applicable
(xxx)	Change in Law:	Applicable
(xxxi)	Hedging Disruption:	Applicable
(xxxii)	Increased Cost of Hedging:	Applicable
(xxxiii)	Increased Cost of Stock Borrow:	Not Applicable

	(xxxiv) Loss of Stock Borrow:	Not Applicable
	(xxxv) Early Redemption:	Applicable
	(xxxvi) China Connect Service Termination:	Not Applicable
	(xxxvii) China Connect Share Disqualification:	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
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 100.00%** of its respective Initial Price, then the Final Redemption Amount per Note of the Specified Denomination 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 100.00%** of its respective Initial Price BUT the Knock-in Event has not occurred then the Final Redemption Amount per Note of the Specified Denomination 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 100.00%** of its respective **Initial Price**, AND the Knock-in Event has occurred then, the Final Redemption Amount per Note of the Specified Denomination 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% x Max (100.00% - 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 variable is impossible or impracticable or otherwise disrupted:	See Conditions
	(iv)	Payment Date:	Maturity Date
		(a) Minimum nominal amount potentially payable to a Noteholder in respect of a Note:	EUR 0.00 (zero)
		(b) Maximum nominal amount potentially payable to a Noteholder in respect of a Note:	EUR 1,000
44	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*) :	As specified under Condition 5(k) of the Terms and Conditions of Structured Notes.
	(ii)	Redemption for taxation reasons permitted on any day (including days other than Interest Payment Dates (*Condition 6(b) of the*	Yes

	Terms and Conditions of the English Law Notes and Condition 6(b) of the Terms and Conditions of the French Law Notes)):	
(iii)	Unmatured Coupons to become void upon early redemption (*Condition 7(g) of the Terms and Conditions of the English Law Notes*)*):*	Yes
(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 Note*):	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 Condition 6(I)(ii) of the Terms 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*):	Not Applicable
(viii)	*Pro Rata Temporis* Reimbursement (*Condition 5(k) of the Terms and Conditions of the English Law Notes and Condition*	Not Applicable

	5(j) of the Terms and Conditions of the French Law Notes):	
(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 Condition 6(m) of the Terms and Conditions of the French Law Notes*):	Not Applicable

PROVISIONS RELATING TO INSTALMENT REDEMPTION (INSTALMENT NOTES)

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 9 of the Terms and Conditions of Structured Notes):	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
	Temporary or permanent Global Note/ Certificate *(in the case of Bearer Notes or Exchangeable Bearer Notes)*:	Not Applicable
	New Global Note:	No
	Global Certificates *(Registered Notes only)*:	No
	Registration Agent:	Not Applicable
57	Additional Business Day Jurisdiction(s) (*Condition 7(e))* 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:	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 (not applicable for Clearing System Dematerialised Notes)
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:	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

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 and non-UK jurisdictions.

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

(i)	Reasons for the issue:	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:	In respect of the Strike Date: the Initial Price as defined above ;

		In respect of any Valuation Date : The Final Price as defined above ; In respect of any Automatic Early Redemption Valuation Date : the Share Price as defined above.
	An indication where information about the past and the further performance of the underlying and its volatility can be obtained:	Not Applicable
	Where the underlying is a security:	Set forth in Annex hereto
	(a) the name of the issuer of the security:	Set forth in Annex hereto
	(b) the ISIN (International Security Identification Number) or other such security identification code:	Set forth in Annex hereto
	Where the underlying is an index:	Not Applicable
	(a) the name of the index:	Not Applicable
	(b) 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:[4]	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:[5]	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	**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:		IT0006746504
Common Code:		216612884
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
	Names and addresses of additional Agents appointed in respect of the Notes (if any):	See paragraph 66 of Part A above BNP Paribas Securities Services, Milan Branch (the **Italian Paying Agent**)

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

Not Applicable

ANNEX

Table

"**Basket**" means:

i	Company	Bloomberg Code	Share / ISIN Code
1	NOKIA OYJ	NOKIA FH	FI0009000681
2	SIEMENS AG REG	SIE GY	DE0007236101
3	PHILIPS ELECTRONICS NV	PHIA NA	NL0000009538
4	SAP AG	SAP GY	DE0007164600