



EQUITY MARKETS Front Office Final Term Sheet

18 March 2025

PUBLIC OFFER

Terms & conditions will be set out in full in the Final Terms prepared by the Issuer, which will be available as of the Issue Date.

This is a structured product involving derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

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FINAL TERM SHEET

The terms and conditions will be set out in full in the Final Terms prepared by the Issuer, which will be available as of the Issue Date, if the Notes are issued.

Terms and Conditions (the "Term Sheet")

Instrument Type:	Certificate ("Certificate") to be issued under the EUR 30,000,000,000 Debt Issuance Programme of the Issuer. The terms & conditions of the Certificates are described in the base prospectus relating to the above-mentioned programme most recently approved by the Commission de Surveillance du Secteur Financier (the "CSSF") as amended from time to time (the "Base Prospectus").
	NATIXIS STRUCTURED ISSUANCE SA
Issuer:	A public limited liability company incorporated under the laws of the Grand Duchy of Luxembourg, with registered office at 51, avenue JF Kennedy, L-1855 Luxembourg and registered with the Luxembourg trade and companies register under number B.182 619.
Issuer's Rating:	No rating has been granted to the Issuer but to its Guarantor (see below).
Trading Entity:	NATIXIS SA Paris
Calculation Agent:	NATIXIS
	Calculation Agent Department, 7 promenade Germaine Sablon, 75013 Paris, France
Guarantor:	NATIXIS 7 promenade Germaine Sablon 75013 Paris, France

This Term Sheet is only intended to retail investors, professional investors and Eligible Counterparties. This Term Sheet has been prepared solely for information purposes and is not an offer to sell or the solicitation of an offer to buy any securities. Please see "Disclaimer" on the last page for additional important information.

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Guarantor's Rating:	Standard & Poor's: A+ / Moody's: A1 / Fitch: A+ Long Term Debt				
Issuing & Paying Agent:	BNP Paribas, Italy Branch				
Dealer:	Natixis	Natixis			
Specified Currency:	EUR				
SIN code:	IT000676	8359			
Common code	3036560	065			
	i	Index	Bloomberg Code	Туре	Index Sponsor
	1	EURO STOXX 50 Price EUR®	SX5E Index	Multi-Exchange	STOXX Limited
	2	STOXX Europe 600 Automobiles & Parts Price EUR®	SXAP Index	NA	STOXX Limited
Underlyings:	3	Korea Stock Exchange KOSPI 200 Index®	KOSPI2 Index	Single-Exchange	Korea Stock Exchange
Underlyings:			AS51 Index	Single-Exchange	S&P Dow Jones
, 0	4	S&P/ASX 200®	ASSTITUEX	Olingic Exchange	Indices LLC
	5	S&P/ASX 200® IBEX 35 Index®	IBEX Index	Single-Exchange	Indices LLC Bolsas y Mercados Espanoles
Exchange:	5 See Cond	IBEX 35 Index®	IBEX Index	Single-Exchange	Bolsas y Mercados Espanoles s of the Issuer's Base
Exchange:	See Cond	IBEX 35 Index® dition 4 of the Terms dition 4 of the Terms	IBEX Index	Single-Exchange	Bolsas y Mercados Espanoles
Exchange: Related Exchange: Aggregate nominal	See Condo	IBEX 35 Index® dition 4 of the Terms dition 4 of the Terms	IBEX Index and Conditions and Condition	Single-Exchange s of Structured Note as of Structured Note	Bolsas y Mercados Espanoles s of the Issuer's Base
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Issue Date:

31 March 2025





Valuation Date:	7 April 2031
Maturity Date:	23 April 2031
Specific Number:	8 Scheduled Trading Days
Status of the Notes:	Unsecured
Coupon Amounts:	If on any Automatic Early Redemption Valuation Date (t) and/or on the Valuation Date, the Final Level of the Lowest Performing Index, is equal to or greater than its respective Phoenix Barrier Level, then payment in respect of each Note on the immediately following Interest Payment Date of a Coupon Amount in Specified Currency equal to: $Denomination \ x \ (2.00\% \ x \ t) - Memory \ Coupon$ with t = 1 to 24 in respect of each 3 months period.
Memory Coupon:	Means in respect of a Interest Payment Date, the sum of the paid Coupon Amounts on each of the previous Interest Payment Dates.
Interest Payment Date(s):	Means with respect to an Automatic Early Redemption Valuation Date (t),the Automatic Early Redemption Date (t) just following such Automatic Early Redemption Valuation Date (t) and with respect to the Valuation Date, the Maturity Date.

Automati	ic	Early
Redemp	tic	n:

t	Automatic Early Redemption Valuation Date (t)	Automatic Early Redemption Date (t)	Automatic Early Redemption Rate (t)
1	7 July 2025	21 July 2025	n/a
2	10 October 2025	24 October 2025	n/a
3	7 January 2026	21 January 2026	n/a
4	7 April 2026	21 April 2026	n/a
5	7 July 2026	21 July 2026	n/a
6	7 October 2026	21 October 2026	100.00%
7	7 January 2027	21 January 2027	100.00%
8	7 April 2027	21 April 2027	100.00%
9	7 July 2027	21 July 2027	100.00%
10	7 October 2027	21 October 2027	100.00%
11	7 January 2028	21 January 2028	100.00%
12	7 April 2028	25 April 2028	100.00%
13	7 July 2028	21 July 2028	100.00%
14	10 October 2028	24 October 2028	100.00%
15	8 January 2029	22 January 2029	100.00%
16	9 April 2029	23 April 2029	100.00%
17	9 July 2029	23 July 2029	100.00%
18	8 October 2029	22 October 2029	100.00%
19	7 January 2030	21 January 2030	100.00%
20	8 April 2030	24 April 2030	100.00%
21	8 July 2030	22 July 2030	100.00%
22	8 October 2030	22 October 2030	100.00%
23	7 January 2031	21 January 2031	100.00%

If on any Automatic Early Redemption Valuation Date(t), the respective **Index Level** of a number of Indices equal to the Automatic Early Redemption Number of Indices is **greater than**

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	or equal to its respective Automatic Early Redemption Level , then the Notes shall be automatically redeemed in whole but not in part on the relevant Automatic Early Redemption Date(t) at the Automatic Early Redemption Amount.					
ndex Level:	Means in respect of any Automatic Early Redemption Valuation Date (t), the level of the Index as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on such Automatic Early Redemption Valuation Date(t).					
Automatic Early Redemption Number of Indexes:	5					
		ect to an Automatic Early Redemp vant percentage of the Initial Level	otion Valuation Date (t), and in respect of a specified below:			
	t	Automatic Early Redemption Valuation Date(t)	Automatic Early Redemption Level			
	1	7 July 2025	n/a			
	2	10 October 2025	n/a			
	3	7 January 2026	n/a			
	4	7 April 2026	n/a			
	5	7 July 2026	n/a			
	6	7 October 2026	100.00%			
	7	7 January 2027	98.50%			
utomatic Early	8	7 April 2027	97.00%			
edemption	9	7 July 2027	95.50%			
evel(t):	10	7 October 2027	94.00%			
	11	7 January 2028	92.50%			
	12	7 April 2028	91.00%			
	13	7 July 2028	89.50%			
	14	10 October 2028	88.00%			
	15	8 January 2029	86.50%			
	16	9 April 2029	85.00%			
	17	9 July 2029	83.50%			
	18	8 October 2029	82.00%			
	19	7 January 2030	80.50%			
	20	8 April 2030	79.00%			
	21	8 July 2030	77.50%			
	22	8 October 2030	76.00%			
		7 January 2031 Emption Amount per Note payable of the Valuation Date in the Sp	non the Maturity Date shall be determined by the cified Currency as follows:			
	<u>Case 1</u> : If the Final Level of the Lowest Performing Index on the Valuation Date is greater than or equal to 100.00% of its respective Initial Level , then:					
inal Redemption		Denomination x 100.00%				
Amount:		<u>Case 2</u> : If the Final Level of the Lowest Performing Index on the Valuation Date is lower than 100.00% of its respective Initial Level , then:				
	Case 2	Case 2a: If the Knock-in Event has not occurred then:				
		Denomination	n x 100.00%			

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	Case 2b: If the Knock-in Event has occurred then:			
	Denomination x (100.00% - P)			
	With P = 100.0	0% x Max (100.00% - Final Performance; 0)		
	Final Performa	nce: Means the Index Performance of the Lov	vest Performing Index	
	Means with respect to each Index(i), the level specified in the table below or, if not specified, the level of the Index on the Exchange as determined by the Calculation Agent on the Strike Date as of the Valuation Time.			
	i I	Index	Initial Level	
Initial Level:	1	EURO STOXX 50 Price EUR®	TBD points	
initial Level:		TOXX Europe 600 Automobiles & Parts Price EUR®	TBD points	
	3	Korea Stock Exchange KOSPI 200 Index®	TBD points	
	4 S&P/ASX 200®		TBD points	
	5	IBEX 35 Index®	TBD points	
Final Level: Lowest Performing Index ("LPI"):	Means, with respect to each Index, the level of the Index on the Exchange as determined by the Calculation Agent on any relevant date, as of the Valuation Time. Means, the Index with the numerically lowest Index Performance as determined by the Calculation Agent on any Knock-in Determination Days, and/or on the Valuation Date.			
Index Performance	In respect of any Index, a rate determined by the Calculation Agent in accordance with the following formula: $Pi = \frac{Final\ Level(i)}{Initial\ Level(i)}$ With i = 1 to 5			
(« Pi »):				
•				
	In respect of any Index, the Phoenix Barrier Level is 73.00% of the Initial Level:			
	i	Index	Phoenix Barrier Level	
	1	EURO STOXX 50 Price EUR®	TBD points	
Phoenix Barrier Level:	2	STOXX Europe 600 Automobiles & Parts Price EUR®	TBD points	
	3	Korea Stock Exchange KOSPI 200 Index®	TBD points	
	4	S&P/ASX 200®	TBD points	
	5	IBEX 35 Index®	TBD points	

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Valuation time:	The Scheduled Closing Time on the relevant Exchange on the relevant date.			
Knock-in Event:	The Knock-in Event occurs if the level of the Knock-in Index as determined by the Calculation Agent as of the Knock-in Valuation Time on any Knock-in Determination Day is less than its respective Knock-in Level .			
	In respect of any Index, the Knock-In Level is equal to 60.00% of its Initial Level:			
	i	Index	Knock-In Level	
	1	EURO STOXX 50 Price EUR®	TBD points	
Knock-In Level:	2	STOXX Europe 600 Automobiles & Parts Price EUR®	TBD points	
	3	Korea Stock Exchange KOSPI 200 Index®	TBD points	
	4	S&P/ASX 200®	TBD points	
	5	IBEX 35 Index®	TBD points	
Knock-in Index: Knock-in Determination Days:		Performing Index Scheduled Trading Day during the Knock-in Dete	ermination Period.	
Knock-in Determination Period:	Means the period which commences on, and includes, the Knock-in Period Beginning Date and ends on, and includes, the Knock-in Period Ending Date.			
Knock-in Period Beginning Date:	The Valuation Date			
Knock-in Period Ending Date:	The Valuation Date			
Knock-in Valuation Time:	The Scheduled Closing Time on the relevant Exchange on the relevant date.			
Business Day Convention:	Following			
Business Day:	TARGET			
Scheduled Trading Days:	Means any day on which the Exchange and the Related Exchange are scheduled to be open for trading for their respective regular trading sessions.			
Scheduled Closing Time:	Means in respect of the Exchange or, if any, the Related Exchange and a Scheduled Trading Day, the scheduled weekday closing time of such Exchange or, if any, the Related Exchange on such Scheduled Trading Day, without regard to after hours or any other trading outside of the hours of the regular trading session hours.			
Governing law:	English Lav	v		
Place of Jurisdiction:	The High C	ourt of Justice in England		

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Settlement:	Monte Titoli
Listing:	Borsa Italiana S.p.A., Mercato telematico dei securitised derivatives (SeDex) Application will be 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.
Tefra Rules:	Not Applicable
Form of Notes:	Italian Clearing System Dematerialized Certificates
Documentation:	Final Terms to be produced in connection with this Term Sheet should be read together with the Base Prospectus. In the event of inconsistencies between this Term Sheet and the Final Terms, the Final Terms shall prevail. Capitalized terms used in this Term Sheet which are not defined shall have the meanings given to them in the Base Prospectus. The Base Prospectus (including any document incorporated par reference therein) shall be available for viewing on the website of Natixis (https://cib.natixis.com/home/pims/Prospectus#/prospectusPublic). The Base Prospectus shall also be available for viewing on the website of the Luxembourg Stock Exchange (www.luxse.com).
Indicative Valuation:	Under normal market conditions, Natixis may provide a valuation of the Notes every Exchange Business Day until the redemption of the Notes.
Secondary Market:	NATIXIS may provide an indicative price of the Notes to holders who so request. The spread between the purchase price and the sale price will not be greater than 1.00%. Notes may have no established trading market when issued, and one may never develop. If a market does develop, it may not be liquid. Therefore, investors may not be able to sell their Notes easily or at prices that will provide them with a yield comparable to similar investments that have a developed secondary market. This is particularly the case for Notes that are especially sensitive to interest rate, currency or market risks, are designed for specific investment objectives or strategies or have been structured to meet the investment requirements of limited categories of investors. These types of Notes generally would have a more limited secondary market and more price volatility than conventional debt securities. Illiquidity may have an adverse effect on the market value of Notes.
Particular Provisions:	See Condition 4 of the Terms and Conditions of Structured Notes of the Issuer's Base Prospectus.
Additional U.S. federal income tax considerations:	Not Applicable : 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.
Suitability Assessment:	Investing in such product or entering into the transaction described here (where applicable) could lead to a significant risk level. This term sheet does not intend to identify all these risks (whether direct or indirect) nor any other factor you may consider relevant which could be associated to the product or transaction. Before investing in such product or entering into any transaction, potential investors or the transaction's counterparty (where such exists) shall make their own review independently and consult (where applicable) their own external financial advisors in order to assess (1) the specific risks associated to the product or transaction; (2) the legal, accounting fiscal and regulatory

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	implications; (3) the suitability and appropriateness of the product or transaction to their investment objectives, financial situation or any other constraint.		
	Natixis generally considers that it does not provide any investment advice. In the event in which it might, Natixis must inform its client on the risk/return/liquidity aspects of the product and collects information on its client's investment objectives in accordance with the regulations in force.		
	Having regard to this product, Natixis considers that it corresponds to the following characteristics:		
	Long term (>5 years maximum maturity) Short or Medium term (<=5 years maximum maturity) Investment / Hedging	Low risk investment (e.g. Nominal value redemption by the Issuer at maturity or maximum loss capped to paid premium)	
	Speculation / Arbitraging High Liquidity	High or medium risk investment (e.g. No guaranteed	
	Low or medium Liquidity	redemption amount or loss potentially above paid premium)	
Inducement: Disclosure of Commissions or Fees	The purchaser or, if applicable, introducing broker of that it shall fully disclose to its clients the existence, repaid or payable to it by Natixis (including, if applied accordance with laws and regulations applicable to it rule implementing the Markets in Financial Instrum (MiFID II), or as otherwise may apply in any non-EEA Natixis to a third party. This commission can be paid commission. Further details of the commission element are available.	nature and amount of any commission or fee icable, by way of discount) as required in t, including any legislation, regulation and/or ments Directive as amended (2014/65/UE) A jurisdictions. A commission can be paid by d either by an up- front fee or/and a running	
Commissions and fees:	Natixis may pay fees to a third party of up to activity of promotion of the Certificates that period of 3 months starting from the first date (the " Relevant Period ").	the third party might perform in the	
	Such fees would be calculated on the value of the Co	ertificates purchased on Sedex during the	
MIFID II Costs and Charges:	Please be informed that standard information on costs and charges associated with some of our products and services is available on Natixis CIB's website (https://cib.natixis.com). Please also note that detailed information about the financial products you are willing to deal with us, underlying risks, performance scenarios and, if required by MiFID II / PRIIPS regulation, additional information on costs and charges are available on our customer portal (access upon request to your usual Natixis correspondent).		
Selling Restrictions:	Public offer (no exemption from the obligation to No action has been or will be taken in any jurisdiction permit a public offer of the Notes described herein	on except in the United Kingdom that would	

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Prospectus and Final Terms. The Notes must be sold in accordance with all applicable selling restrictions in the jurisdictions in which they are sold. Not for distribution in the United States or to U.S. persons.

For more details, please refer to the applicable selling restrictions as set out in the Base Prospectus.

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 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, taking into account the five categories referred to in item 19 of the Guidelines published by the European Securities and Markets Authority ("ESMA") on 3 August 2023, 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:

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)

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	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 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.
Commercialisation typology:	The counterparty is purchasing the Notes: for its own account for its clients under a discretionary investment management mandate for distributing them, in which case the provisions of the Master Distribution Agreement entered into between Natixis and the counterparty (if any) shall apply in relation to the distribution of the Notes. for hedging purposes in connection with its insurance business and the different insurance based products it offers to its clients; in which case the provisions of the Master Securities Purchase Agreement entered into between Natixis and the counterparty (if any) shall apply in relation to these securities.
	The offer is exclusively available for investors outside the European Economic Area.
Applicable Exemption from the obligation to publish a Prospectus under	The denominations of the Notes are greater than or equal to EUR 100,000 (or equivalent).
Regulation (EU) 2017/1129 (the "Prospectus Regulation"):	The offering of the Notes is addressed solely to Qualified Investors.
rogulation j.	The offering of the Notes is addressed to fewer than 150 natural or legal persons per Member State, other than Qualified Investors.
	The offering of the Notes is addressed to investors who acquire a total consideration of at least EUR 100,000 per investor, for each separate offer.
Risk Factors:	THE NOTES MAY REDEEM BELOW PAR AND THE REDEMPTION AMOUNT MAY VARY CONSIDERABLY DUE TO MARKET CONDITIONS AND WILL LIKELY BE VALUED AT A

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CONSIDERABLE DISCOUNT TO ITS PAR VALUE. ANY AMOUNT SCHEDULED AND DUE UNDER THE TERMS OF THE NOTES BEARS THE CREDIT RISK OF THE ISSUER.

Prospective investors should be aware that in case of early redemption of the Notes for taxation reasons or for illegality or in case of an Event of Default or in certain circumstances relating to the Index the Notes may be redeemed at their fair market value as determined by the Calculation Agent and accordingly at an amount below par (subject to a minimum of zero and no accrued unpaid interest will be payable but will be taken into account in calculating the fair market value of each Note. In these circumstances the shortfall will be borne by Note holders and no further amount shall be payable by the Issuer).

PROSPECTIVE INVESTORS SHOULD HAVE SUFFICIENT KNOWLEDGE AND EXPERIENCE IN FINANCIAL AND BUSINESS MATTERS TO EVALUATE THE MERITS AND RISKS OF INVESTING IN THE NOTES AS WELL AS ACCESS TO, AND KNOWLEDGE OF, APPROPRIATE ANALYTICAL TOOLS TO EVALUATE SUCH MERITS AND RISK IN THE CONTEXT OF THEIR FINANCIAL SITUATION.

THE CALCULATION AGENT IS THE SAME ENTITY AS THE GUARANTOR

AS THE CALCULATION AGENT IS THE SAME ENTITY AS THE GUARANTOR AND THE ISSUER IS AN AFFILIATE OF THE GUARANTOR, POTENTIAL CONFLICTS OF INTEREST MAY EXIST BETWEEN THE CALCULATION AGENT AND THE PURCHASERS, INCLUDING WITH RESPECT TO THE EXERCISE OF THE VERY BROAD DISCRETIONARY POWERS OF THE CALCULATION AGENT. THE CALCULATION AGENT HAS THE AUTHORITY (I) TO DETERMINE WHETHER CERTAIN SPECIFIED EVENTS AND/OR MATTERS SO SPECIFIED IN THE CONDITIONS RELATING TO A SERIES OF SECURITIES HAVE OCCURRED, AND (II) TO DETERMINE ANY RESULTING ADJUSTMENTS AND CALCULATIONS AS DESCRIBED IN SUCH CONDITIONS. PROSPECTIVE PURCHASERS SHOULD BE AWARE THAT ANY DETERMINATION MADE BY THE CALCULATION AGENT MAY HAVE AN IMPACT ON THE VALUE AND FINANCIAL RETURN OF THE SECURITIES. ANY SUCH DISCRETION EXERCISED BY, OR ANY CALCULATION MADE BY, THE CALCULATION AGENT (IN THE ABSENCE OF MANIFEST OR PROVEN ERROR) SHALL BE BINDING ON THE ISSUER AND ALL PURCHASERS OF THE SECURITIES.

For more details, see Base Prospectus.

Payments under the Instrument may be subject to withholding under Section 871(m) of the US Internal Revenue Code of 1986

Natixis or its agent (if applicable) may be required to withhold a percentage of any amount payable on the Instrument if such amount is treated as a "dividend equivalent" (generally, certain amounts treated as attributable to dividend payments in respect of an underlying U.S. security) pursuant to Section 871(m) of the U.S. Internal Revenue Code of 1986. In such cases Natixis' obligation to pay shall be reduced by the amount of the withholding and neither Natixis nor its agent (if applicable) will be required to pay additional amounts with respect to the amount so withheld. Prospective investors, particularly investors that are not United States taxpayers, should consult their tax advisors regarding these regulations and their potential impact on payments under the Instrument.

Disclaimer:

This Indicative Term Sheet ("Term Sheet") is preliminary in nature, for discussion purposes. This document is subject to amendment or change (including, without limitation, by the insertion of new elements) without notice.

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