



EQUITY MARKETS

Front Office Final Term Sheet

26 November 2025

PRIVATE PLACEMENT

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.

4Y - PHOENIX Yeti WO on SX6E SXEP SXPP SXDE

FINAL TERM SHEET

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 Notes 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 ").
Form of Certificates:	Bearer Notes
Issuer:	NATIXIS STRUCTURED ISSUANCE SA 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
Guarantor's Rating:	Standard & Poor's: A+ / Moody's: A1 / Fitch: A+

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.

Page 1 of 17



	Long Term Debt																													
Issuing & Paying Agent:	BNP Paribas, Italy Branch																													
Dealer:	Natixis																													
Specified Currency:	EUR																													
ISIN code:	IT0006771965																													
Common code:	TBD																													
Underlyings:	<table><tr><td>i</td><td>Index</td><td>Bloomberg Code</td><td>Type</td><td>Index Sponsor</td></tr><tr><td>1</td><td>EURO STOXX UTILITIES®</td><td>SX6E Index</td><td>NA</td><td>STOXX Limited</td></tr><tr><td>2</td><td>STOXX EUROPE 600 OIL & GAS®</td><td>SXEP Index</td><td>NA</td><td>STOXX Limited</td></tr><tr><td>3</td><td>STOXX EUROPE 600 BASIC RESOURCES®</td><td>SXPP Index</td><td>NA</td><td>STOXX Limited</td></tr><tr><td>4</td><td>EURO STOXX HEALTH CARE®</td><td>SXDE Index</td><td>NA</td><td>STOXX Limited</td></tr></table>					i	Index	Bloomberg Code	Type	Index Sponsor	1	EURO STOXX UTILITIES®	SX6E Index	NA	STOXX Limited	2	STOXX EUROPE 600 OIL & GAS®	SXEP Index	NA	STOXX Limited	3	STOXX EUROPE 600 BASIC RESOURCES®	SXPP Index	NA	STOXX Limited	4	EURO STOXX HEALTH CARE®	SXDE Index	NA	STOXX Limited
	i	Index	Bloomberg Code	Type	Index Sponsor																									
	1	EURO STOXX UTILITIES®	SX6E Index	NA	STOXX Limited																									
	2	STOXX EUROPE 600 OIL & GAS®	SXEP Index	NA	STOXX Limited																									
	3	STOXX EUROPE 600 BASIC RESOURCES®	SXPP Index	NA	STOXX Limited																									
	4	EURO STOXX HEALTH CARE®	SXDE Index	NA	STOXX Limited																									
Exchange:	See Condition 4 of the Terms and Conditions of Structured Notes of the Issuer's Base Prospectus.																													
Related Exchange:	See Condition 4 of the Terms and Conditions of Structured Notes of the Issuer's Base Prospectus.																													
Aggregate nominal amount of issue:	300 Certificates (Equivalent to EUR 300,000)																													
Denomination:	EUR 1,000																													
Issue Price:	EUR 1,000																													
Trade Date:	26 November 2025																													
Strike Date:	<table><tr><td>i</td><td>Index</td><td>Strike Date</td></tr><tr><td>1</td><td>EURO STOXX UTILITIES®</td><td>5 December 2025</td></tr><tr><td>2</td><td>STOXX EUROPE 600 OIL & GAS®</td><td>5 December 2025</td></tr><tr><td>3</td><td>STOXX EUROPE 600 BASIC RESOURCES®</td><td>5 December 2025</td></tr><tr><td>4</td><td>EURO STOXX HEALTH CARE®</td><td>5 December 2025</td></tr></table>					i	Index	Strike Date	1	EURO STOXX UTILITIES®	5 December 2025	2	STOXX EUROPE 600 OIL & GAS®	5 December 2025	3	STOXX EUROPE 600 BASIC RESOURCES®	5 December 2025	4	EURO STOXX HEALTH CARE®	5 December 2025										
	i	Index	Strike Date																											
	1	EURO STOXX UTILITIES®	5 December 2025																											
	2	STOXX EUROPE 600 OIL & GAS®	5 December 2025																											
	3	STOXX EUROPE 600 BASIC RESOURCES®	5 December 2025																											
	4	EURO STOXX HEALTH CARE®	5 December 2025																											
Issue Date:	8 December 2025																													
Valuation Date:	5 December 2029																													
Maturity Date:	14 December 2029																													

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.



Specific Number:	5 Scheduled Trading Days																																																																
Status of the Notes:	Unsecured																																																																
Coupon Amounts:	<p>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:</p> <p style="text-align: center;">Denomination x (1.7875% x t) – Memory Coupon</p> <p>with t = 1 to 16 in respect of each 3 months period.</p>																																																																
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.																																																																
Automatic Early Redemption:	<table><tr><th>t</th><th>Automatic Early Redemption Valuation Date (t)</th><th>Automatic Early Redemption Date (t)</th><th>Automatic Early Redemption Rate (t)</th></tr><tr><td>1</td><td>5 March 2026</td><td>16 March 2026</td><td>n/a</td></tr><tr><td>2</td><td>5 June 2026</td><td>16 June 2026</td><td>n/a</td></tr><tr><td>3</td><td>7 September 2026</td><td>16 September 2026</td><td>100.00%</td></tr><tr><td>4</td><td>7 December 2026</td><td>16 December 2026</td><td>100.00%</td></tr><tr><td>5</td><td>5 March 2027</td><td>16 March 2027</td><td>100.00%</td></tr><tr><td>6</td><td>7 June 2027</td><td>16 June 2027</td><td>100.00%</td></tr><tr><td>7</td><td>6 September 2027</td><td>15 September 2027</td><td>100.00%</td></tr><tr><td>8</td><td>6 December 2027</td><td>15 December 2027</td><td>100.00%</td></tr><tr><td>9</td><td>6 March 2028</td><td>15 March 2028</td><td>100.00%</td></tr><tr><td>10</td><td>5 June 2028</td><td>14 June 2028</td><td>100.00%</td></tr><tr><td>11</td><td>5 September 2028</td><td>14 September 2028</td><td>100.00%</td></tr><tr><td>12</td><td>5 December 2028</td><td>14 December 2028</td><td>100.00%</td></tr><tr><td>13</td><td>5 March 2029</td><td>14 March 2029</td><td>100.00%</td></tr><tr><td>14</td><td>5 June 2029</td><td>14 June 2029</td><td>100.00%</td></tr><tr><td>15</td><td>5 September 2029</td><td>14 September 2029</td><td>100.00%</td></tr></table> <p>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 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) and the Automatic Early Redemption Amount payable by the Issuer on such date shall be an amount equal to the product of the Denomination and the Automatic Early Redemption Rate(t).</p>	t	Automatic Early Redemption Valuation Date (t)	Automatic Early Redemption Date (t)	Automatic Early Redemption Rate (t)	1	5 March 2026	16 March 2026	n/a	2	5 June 2026	16 June 2026	n/a	3	7 September 2026	16 September 2026	100.00%	4	7 December 2026	16 December 2026	100.00%	5	5 March 2027	16 March 2027	100.00%	6	7 June 2027	16 June 2027	100.00%	7	6 September 2027	15 September 2027	100.00%	8	6 December 2027	15 December 2027	100.00%	9	6 March 2028	15 March 2028	100.00%	10	5 June 2028	14 June 2028	100.00%	11	5 September 2028	14 September 2028	100.00%	12	5 December 2028	14 December 2028	100.00%	13	5 March 2029	14 March 2029	100.00%	14	5 June 2029	14 June 2029	100.00%	15	5 September 2029	14 September 2029	100.00%
t	Automatic Early Redemption Valuation Date (t)	Automatic Early Redemption Date (t)	Automatic Early Redemption Rate (t)																																																														
1	5 March 2026	16 March 2026	n/a																																																														
2	5 June 2026	16 June 2026	n/a																																																														
3	7 September 2026	16 September 2026	100.00%																																																														
4	7 December 2026	16 December 2026	100.00%																																																														
5	5 March 2027	16 March 2027	100.00%																																																														
6	7 June 2027	16 June 2027	100.00%																																																														
7	6 September 2027	15 September 2027	100.00%																																																														
8	6 December 2027	15 December 2027	100.00%																																																														
9	6 March 2028	15 March 2028	100.00%																																																														
10	5 June 2028	14 June 2028	100.00%																																																														
11	5 September 2028	14 September 2028	100.00%																																																														
12	5 December 2028	14 December 2028	100.00%																																																														
13	5 March 2029	14 March 2029	100.00%																																																														
14	5 June 2029	14 June 2029	100.00%																																																														
15	5 September 2029	14 September 2029	100.00%																																																														
Index 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:	4																																																																

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.



Automatic Early Redemption Level(t):

Means in respect to an Automatic Early Redemption Valuation Date (t), and in respect of any Index, the relevant percentage of the Initial Level specified below:

t	Automatic Early Redemption Valuation Date(t)	Automatic Early Redemption Level
1	5 March 2026	n/a
2	5 June 2026	n/a
3	7 September 2026	100.00%
4	7 December 2026	98.00%
5	5 March 2027	96.00%
6	7 June 2027	94.00%
7	6 September 2027	92.00%
8	6 December 2027	90.00%
9	6 March 2028	88.00%
10	5 June 2028	86.00%
11	5 September 2028	84.00%
12	5 December 2028	82.00%
13	5 March 2029	80.00%
14	5 June 2029	78.00%
15	5 September 2029	76.00%

Final Redemption Amount:

The Final Redemption Amount per Note payable on the Maturity Date shall be determined by the Calculation Agent on the Valuation Date in the Specified Currency as follows:

Case 1: If the Final Level of the Lowest Performing Index on the Valuation Date is greater than or equal to 60.00% of its respective Initial Level, then:

Denomination x 100.00%

Case 2: If the Final Level of the Lowest Performing Index on the Valuation Date is lower than 60.00% of its respective Initial Level, then:

Denomination x (100.00% - P)

With P = 100.00% x Max (100.00% - Final Performance; 0)

Final Performance: Means the Index Performance of the Lowest Performing Index

Initial Level:

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	Index	Initial Level
1	EURO STOXX UTILITIES®	TBD points
2	STOXX EUROPE 600 OIL & GAS®	TBD points
3	STOXX EUROPE 600 BASIC RESOURCES®	TBD points

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.



	4	EURO STOXX HEALTH CARE®	TBD points															
Final Level:	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.																	
Lowest Performing Index ("LPI"):	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 (« Pi »):	<div>In respect of any Index, a rate determined by the Calculation Agent in accordance with the following formula:</div> <div>$Pi = \frac{Final\ Level(i)}{Initial\ Level(i)}$</div> <div>With <i>i</i> = 1 to 4</div>																	
Phoenix Barrier Level:	<div>In respect of any Index, the Phoenix Barrier Level is 60.00% of the Initial Level:</div> <table><tr><td>i</td><td>Index</td><td>Phoenix Barrier Level</td></tr><tr><td>1</td><td>EURO STOXX UTILITIES®</td><td>TBD points</td></tr><tr><td>2</td><td>STOXX EUROPE 600 OIL & GAS®</td><td>TBD points</td></tr><tr><td>3</td><td>STOXX EUROPE 600 BASIC RESOURCES®</td><td>TBD points</td></tr><tr><td>4</td><td>EURO STOXX HEALTH CARE®</td><td>TBD points</td></tr></table>			i	Index	Phoenix Barrier Level	1	EURO STOXX UTILITIES®	TBD points	2	STOXX EUROPE 600 OIL & GAS®	TBD points	3	STOXX EUROPE 600 BASIC RESOURCES®	TBD points	4	EURO STOXX HEALTH CARE®	TBD points
i	Index	Phoenix Barrier Level																
1	EURO STOXX UTILITIES®	TBD points																
2	STOXX EUROPE 600 OIL & GAS®	TBD points																
3	STOXX EUROPE 600 BASIC RESOURCES®	TBD points																
4	EURO STOXX HEALTH CARE®	TBD points																
Valuation time:	The Scheduled Closing Time on the relevant Exchange on the relevant date.																	
Knock-In Level:	<div>In respect of any Index, the Knock-In Level is equal to 60.00% of its Initial Level:</div> <table><tr><td>i</td><td>Index</td><td>Knock-In Level</td></tr><tr><td>1</td><td>EURO STOXX UTILITIES®</td><td>TBD points</td></tr><tr><td>2</td><td>STOXX EUROPE 600 OIL & GAS®</td><td>TBD points</td></tr><tr><td>3</td><td>STOXX EUROPE 600 BASIC RESOURCES®</td><td>TBD points</td></tr><tr><td>4</td><td>EURO STOXX HEALTH CARE®</td><td>TBD points</td></tr></table>			i	Index	Knock-In Level	1	EURO STOXX UTILITIES®	TBD points	2	STOXX EUROPE 600 OIL & GAS®	TBD points	3	STOXX EUROPE 600 BASIC RESOURCES®	TBD points	4	EURO STOXX HEALTH CARE®	TBD points
i	Index	Knock-In Level																
1	EURO STOXX UTILITIES®	TBD points																
2	STOXX EUROPE 600 OIL & GAS®	TBD points																
3	STOXX EUROPE 600 BASIC RESOURCES®	TBD points																
4	EURO STOXX HEALTH CARE®	TBD points																
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.																	

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.



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 Law
Place of Jurisdiction:	The High Court of Justice in England
Settlement:	Monte Titoli
Listing:	Sedex Milan
Tefra Rules:	Not Applicable
Form of Notes:	Italian Dematerialised Certificates
Documentation:	<p>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.</p> <p>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).</p>
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:	<p>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%.</p> <p>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.</p>
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.

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.



	<p>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 implications; (3) the suitability and appropriateness of the product or transaction to their investment objectives, financial situation or any other constraint.</p> <p>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.</p> <p>Having regard to this product, Natixis considers that it corresponds to the following characteristics:</p> <table border="0"> <tr> <td><input type="checkbox"/> Long term (<i>>5 years maximum maturity</i>)</td><td><input type="checkbox"/> Low risk investment (<i>e.g. Nominal value redemption by the Issuer at maturity or maximum loss capped to paid premium</i>)</td></tr> <tr> <td><input checked="" type="checkbox"/> Short or Medium term (<i><=5 years maximum maturity</i>)</td><td></td></tr> <tr> <td><input checked="" type="checkbox"/> Investment / Hedging</td><td></td></tr> <tr> <td><input type="checkbox"/> Speculation / Arbitraging</td><td><input checked="" type="checkbox"/> High or medium risk investment (<i>e.g. No guaranteed redemption amount or loss potentially above paid premium</i>)</td></tr> <tr> <td><input type="checkbox"/> High Liquidity</td><td></td></tr> <tr> <td><input checked="" type="checkbox"/> Low or medium Liquidity</td><td></td></tr> </table>	<input type="checkbox"/> Long term (<i>>5 years maximum maturity</i>)	<input type="checkbox"/> Low risk investment (<i>e.g. Nominal value redemption by the Issuer at maturity or maximum loss capped to paid premium</i>)	<input checked="" type="checkbox"/> Short or Medium term (<i><=5 years maximum maturity</i>)		<input checked="" type="checkbox"/> Investment / Hedging		<input type="checkbox"/> Speculation / Arbitraging	<input checked="" type="checkbox"/> High or medium risk investment (<i>e.g. No guaranteed redemption amount or loss potentially above paid premium</i>)	<input type="checkbox"/> High Liquidity		<input checked="" type="checkbox"/> Low or medium Liquidity	
<input type="checkbox"/> Long term (<i>>5 years maximum maturity</i>)	<input type="checkbox"/> Low risk investment (<i>e.g. Nominal value redemption by the Issuer at maturity or maximum loss capped to paid premium</i>)												
<input checked="" type="checkbox"/> Short or Medium term (<i><=5 years maximum maturity</i>)													
<input checked="" type="checkbox"/> Investment / Hedging													
<input type="checkbox"/> Speculation / Arbitraging	<input checked="" type="checkbox"/> High or medium risk investment (<i>e.g. No guaranteed redemption amount or loss potentially above paid premium</i>)												
<input type="checkbox"/> High Liquidity													
<input checked="" type="checkbox"/> Low or medium Liquidity													
Inducement: Disclosure of Commissions or Fees	<p>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 Instruments Directive as amended (2014/65/UE) (MiFID II), or as otherwise may apply in any non-EEA jurisdictions. A commission can be paid by Natixis to a third party. This commission can be paid either by an up- front fee or/and a running commission.</p> <p>Further details of the commission element are available upon request.</p>												
Commissions and fees :	Natixis may pay to Intermonte SIM a fee of up to 1.85% of the Aggregate Nominal Amount of the Certificates subscribed for the activity of placement of the Certificates												
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:	<u>Private placement (exemption from the obligation to publish a prospectus) only:</u>												

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.



	<p>No action has been or will be taken in any jurisdiction that would permit a public offering of the Notes described herein, save where explicitly stated in the Base Prospectus. 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.</p> <p>For more details, please refer to the applicable selling restrictions as set out in the Base Prospectus.</p> <p>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 Article 2 of Regulation (EU) No 2017/1129 as it forms part of domestic law by virtue of the 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.</p>
MIFID II product governance :	<p>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.</p>
UK MIFIR product governance:	<p>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 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</p>

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.



	<p>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.</p>
Commercialisation typology :	<p>The counterparty is purchasing the Notes:</p> <ul style="list-style-type: none"> <input type="checkbox"/> for its own account <input type="checkbox"/> for its clients under a discretionary investment management mandate <input checked="" type="checkbox"/> 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. <input type="checkbox"/> 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.
Applicable Exemption from the obligation to publish a Prospectus under Regulation (EU) 2017/1129 (the "Prospectus Regulation"):	<ul style="list-style-type: none"> <input type="checkbox"/> The offer is exclusively available for investors outside the European Economic Area. <input type="checkbox"/> The denominations of the Notes are greater than or equal to EUR 100,000 (or equivalent). <input type="checkbox"/> The offering of the Notes is addressed solely to Qualified Investors. <input checked="" type="checkbox"/> The offering of the Notes is addressed to fewer than 150 natural or legal persons per Member State, other than Qualified Investors. <input type="checkbox"/> 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:	<p>THE NOTES MAY REDEEM BELOW PAR AND THE REDEMPTION AMOUNT MAY VARY CONSIDERABLY DUE TO MARKET CONDITIONS AND WILL LIKELY BE VALUED AT A CONSIDERABLE DISCOUNT TO ITS PAR VALUE. ANY AMOUNT SCHEDULED AND DUE UNDER THE TERMS OF THE NOTES BEARS THE CREDIT RISK OF THE ISSUER.</p>

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.



	<p>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).</p> <p>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.</p> <p>THE CALCULATION AGENT IS THE SAME ENTITY AS THE GUARANTOR</p> <p>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.</p> <p>For more details, see Base Prospectus.</p> <p><i>Payments under the Instrument may be subject to withholding under Section 871(m) of the US Internal Revenue Code of 1986</i></p> <p>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.</p>
<p>Disclaimer :</p>	<p>This document is a definitive term sheet it is highly confidential, the property of Natixis and should not be transmitted to any person other than its original addressee(s) without the prior written consent of Natixis. It should not be copied or provided to any other person than the original addressee for any purpose.</p> <p>It is hereby expressly acknowledged by the addressee(s) that this document is not provided to such addressee(s) in relation to:</p>

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.



- any investment advice (*conseil en investissements*) given by Natixis;
- any portfolio management investment services for the account of third parties (*gestion de portefeuille pour compte de tiers*) provided by Natixis;
- any solicitation or direct selling activities undertaken by Natixis (*démarchage bancaire et financier*); or
- more generally, any banking or investment services.

The distribution, possession or delivery of this document in, to or from certain jurisdictions may be restricted or prohibited by applicable laws and regulations. Accordingly, the recipients of this document are therefore required to ensure and represent that they are aware of, and comply with, all such applicable restrictions or prohibitions. Neither the Issuer, nor the Guarantor, as the case may be, nor any of its affiliates, directors, employees, agents or advisers nor any other person accepts any liability (whether in contract, tort (including negligence) or otherwise) to anyone in relation to the distribution, possession or delivery of this document in, to or from any jurisdiction.

This document is not intended for distribution in the United States of America or to any US person, or in Canada, Australia, the Republic of South Africa or Japan, or in any other jurisdiction in which the distribution of this document would be prohibited or restricted by the applicable law. See also paragraph "Selling Restrictions" above.

This document does not constitute an offer or solicitation or a personalized or any other form of investment recommendation with respect to the purchase, sale or subscription of any interest or security or as an undertaking by the Issuer or the Guarantor (as the case may be) to complete a transaction subject to the terms and conditions described in this document.

Investors should have sufficient knowledge and experience in financial and business matters to evaluate the merits and risks of investing in Notes. Potential investors should make any investment decision in the Notes on the basis, and after a comprehensive analysis, of the Base Prospectus and the Final Terms. Before making any investment decision in the Notes, any potential investor should obtain all internal and/or external advice that it considers necessary or desirable to obtain, including from financial, legal, regulatory, tax or accounting advisors, or any other specialist advisors, in order to verify in particular that the investment(s) in the Notes meet(s) its investment and commercial objectives and constraints, and to obtain an independent valuation of such investment(s), its risks and rewards.

Neither the Issuer, nor the Guarantor, as the case may be, shall be liable for any financial loss or any direct or indirect loss suffered as a result of any decision taken on the basis of the information contained in this document, and does hold itself out as providing any advice, particularly in relation to investment services.

Except as provided otherwise by applicable laws and regulations, the Issuer (or the Guarantor, as the case may be) is not required to verify or analyze the correctness, accuracy, reliability or the completeness of any information (including any regulatory or tax information) contained in this document. Consequently, the Issuer (or the Guarantor, as the case may be) does not warrant or make any representation (express or implied) as to the correctness, accuracy, reliability,

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.



completeness or otherwise of any information, any forward-looking statement or information or any assumption contained in this document. In particular accounting and tax aspects applicable to counterparties, clients or potential clients of the Issuer (or the Guarantor, as the case may be) have not been taken into consideration for the purposes of this document. Consequently, neither the Issuer, nor the Guarantor, as the case may be, shall be liable for differences in the valuation of market data and those which could be obtained from the other market participants.

Prices, margins and availability of the relevant products are without notice, indicative only and are subject to changes at any time depending on, inter alia, market conditions or any of the assumptions made for drafting this document. Past performance and simulations of past performance are not reliable indicators of the future and do not predict future results. Information may be changed or withdrawn by the Issuer (or the Guarantor, as the case may be) at any time without notice.

Unless otherwise specified, the information contained in this document shall be replaced, amended and/or supplemented in their entirety by the Final Terms prepared by the Issuer (or the Guarantor, as the case may be) or its counsel. All rights and obligations, whether contractual or otherwise, shall only result from the Final Terms.

To the extent permitted by law, no, responsibility (whether in contract, tort (including negligence) or otherwise) is accepted by the Issuer, (or the Guarantor, as the case may be), nor by any of its holding companies, subsidiaries, associated undertakings or controlling persons, or any of their respective directors, officers, partners, employees, agents, representatives or advisors as to or in relation to any information contained herein.

Neither the Issuer, nor the Guarantor, as the case may be, assumes no duty to update this document at any time or inform its recipient or any other person about any change in respect of the information contained herein or about any circumstances that may have any impact on the information contained herein.

Natixis is authorized in France by the Autorité de Contrôle Prudentiel et de Résolution (ACPR) as a Bank – Investment Services Provider and subject to its supervision. Natixis is regulated by the Autorité des Marchés Financiers (AMF) in respect of its investment services activities.

Natixis is authorised by the ACPR and subject to limited regulation by the Financial Conduct Authority and Prudential Regulation Authority in the United Kingdom. Details about the extent of our regulation by the Financial Conduct Authority and Prudential Regulation Authority are available from us on request.

NATIXIS is is authorised by the ACPR and regulated by the BaFin (Bundesanstalt für Finanzdienstleistungsaufsicht) for the conduct of investment business in Germany. The transfer / distribution of this document in Germany is done by / under the responsibility of NATIXIS Zweigniederlassung Deutschland.

Natixis is authorized by the ACPR and regulated by Bank of Spain and the CNMV (Comisión Nacional de Mercado de Valores) for the conduct of its business in Spain.

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.



	<p>Natixis is authorised by the ACPR and regulated by Bank of Italy and the CONSOB (Commissione Nazionale per le Società e la Borsa) for the conduct of its business in Italy. Natixis is regulated throughout the European Union on a crossborder basis.</p> <p>This document is not intended for distribution in the United States or to any US person, or in Canada, Australia, the Republic of South Africa or Japan, or in any other jurisdiction in which the distribution of this document would be prohibited or restricted by applicable law.</p>
Benchmark Regulation:	<p>Amounts payable under the Notes are calculated by reference to EURO STOXX UTILITIES®, STOXX EUROPE 600 OIL & GAS®, STOXX EUROPE 600 BASIC RESOURCES®, EURO STOXX HEALTH CARE®, which are provided by STOXX Ltd, STOXX Ltd, STOXX Ltd, STOXX Ltd.</p> <p>As at the date hereof, STOXX Ltd, STOXX Ltd, STOXX Ltd, STOXX Ltd are included in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011)</p>
Relevant Index Benchmark:	As per the definition in Condition 4 of the Terms and Conditions of Structured Notes of the Issuer's Base Prospectus.
Specified Public Source:	As per the definition in Condition 5(k) of the Terms and Conditions of English Law Notes of the Issuer's Base Prospectus.
Impacted Index:	Not Applicable
Index Sponsor Disclaimers:	<p>STOXX and its licensors (the "Licensors") have no relationship to NATIXIS, other than the licensing of the EURO STOXX UTILITIES ® and the related trademarks for use in connection with the Notes.</p> <p>STOXX and its Licensors do <u>not</u>:</p> <ul style="list-style-type: none"> ■ Sponsor, endorse, sell or promote the Notes. ■ Recommend that any person invest in the Notes or any other securities. ■ Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes. ■ Have any responsibility or liability for the administration, management or marketing of the Notes. <p>Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the EURO STOXX UTILITIES ® or have any obligation to do so.</p> <div style="border: 1px solid black; padding: 10px;"> <p>STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,</p> <ul style="list-style-type: none"> · STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about: · The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the EURO STOXX UTILITIES ® and the data included in the EURO STOXX UTILITIES ®; · The accuracy or completeness of the EURO STOXX UTILITIES ® and its </div>

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.



data;

- **The merchantability and the fitness for a particular purpose or use of the EURO STOXX UTILITIES[®] and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the EURO STOXX UTILITIES[®] or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the NATIXIS and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.

STOXX and its licensors (the "Licensors") have no relationship to NATIXIS, other than the licensing of the STOXX EUROPE 600 OIL & GAS[®] and the related trademarks for use in connection with the Notes.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.

Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the STOXX EUROPE 600 OIL & GAS[®] or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the STOXX EUROPE 600 OIL & GAS[®] and the data included in the STOXX EUROPE 600 OIL & GAS[®];**
 - **The accuracy or completeness of the STOXX EUROPE 600 OIL & GAS[®] and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the STOXX EUROPE 600 OIL & GAS[®] and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the STOXX EUROPE 600 OIL & GAS[®] or its data;**

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.



Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.

The licensing agreement between the NATIXIS and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.

STOXX and its licensors (the "Licensors") have no relationship to NATIXIS, other than the licensing of the STOXX EUROPE 600 BASIC RESOURCES ® and the related trademarks for use in connection with the Notes.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.

Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the STOXX EUROPE 600 BASIC RESOURCES ® or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the STOXX EUROPE 600 BASIC RESOURCES ® and the data included in the STOXX EUROPE 600 BASIC RESOURCES ®;**
 - **The accuracy or completeness of the STOXX EUROPE 600 BASIC RESOURCES ® and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the STOXX EUROPE 600 BASIC RESOURCES ® and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the STOXX EUROPE 600 BASIC RESOURCES ® or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**



The licensing agreement between the NATIXIS and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.

STOXX and its licensors (the "Licensors") have no relationship to NATIXIS, other than the licensing of the EURO STOXX HEALTH CARE ® and the related trademarks for use in connection with the Notes.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.

Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the EURO STOXX HEALTH CARE ® or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the EURO STOXX HEALTH CARE ® and the data included in the EURO STOXX HEALTH CARE ®;**
 - **The accuracy or completeness of the EURO STOXX HEALTH CARE ® and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the EURO STOXX HEALTH CARE ® and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the EURO STOXX HEALTH CARE ® or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the NATIXIS and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.



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.

Page 17 of 17