# Natixis Structured Issuance S.A. Société Anonyme

# **INTERIM ACCOUNTS**

June 30, 2016

51, avenue J.F. Kennedy L-1855 Luxembourg R.C.S. Luxembourg B 182.619

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# Management Report Report on 2016 Activities

The principal activity of Natixis Structured Issuance S.A. ("the **Company**") is the issuance of Euro Medium Term Notes ("**EMTN**"). The Company is a wholly-owned by NATIXIS Trust S.A.. The aim of this Company is to be an issuing vehicle for Natixis, for EMTN linked to financial products (performance of index, futures, funds, equity, commodity, credit, currency, inflation, interest rates and hybrid), warrant and certificates.

Since inception, the following programs approved by the CSSF (Commission de Surveillance du Secteur Financier, the Luxembourg Regulator) have been launched:

- On the 02/07/2015, the CSSF granted the approval for the Supplement dated 02/07/2015 to the Base Prospectus dated 08/06/2015; (CSSF approval ref. C-17780).
- On the 01/09/2015, the CSSF granted approval for the Supplement dated 01/09/2015 to the Base Prospectus dated 08/06/2015 relating to the Euro 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-18041).
- On the 01/09/2015, the CSSF granted approval for the Supplement dated 01/09/2015 to the Base Prospectus dated 31/03/2015 relating to the Warrant Program, (CSSF approval ref. C-18042).
- On the 10/08/2015 the CSSF granted approval for the Supplement dated 10/08/2015 to the Base Prospectus dated 18/12/2014 relating to 'die im Rahmen eines Deutschen Zertifikateprogramms über EUR 1,000,000,000.00', (CSSF approval ref. C-17928).
- On the 06/08/2015 the CSSF granted approval for the Supplement dated 06/08/2015 to the Base Prospectus dated 31/03/2015 relating to the Warrant Program, (CSSF approval ref. C-17911).
- On the 05/08/2015 the CSSF granted approval for the Supplement dated 05/08/2015 to the Base Prospectus dated 8/06/2015 relating to the EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-17902).
- On the 01/03/2016 the CSSF granted approval for the Supplement dated 01/03/2016 to the Base Prospectus dated 29/12/2015 relating to Natixis Structured Issuance SA EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-18785).
- On the 01/03/2016 the CSSF granted approval for the Supplement dated 01/03/2016 to the Base Prospectus dated 31/03/2015 relating to the Warrant Program, (CSSF approval ref. C-18786).
- On the 01/03/2016 the CSSF granted approval for the Supplement dated 31/03/2016 to the Base Prospectus dated 31/03/2015 relating to the Warrant Program, (CSSF approval ref. C-18938).
- On the 01/03/2016 the CSSF granted approval for the Supplement dated 01/03/2016 to the Base Prospectus dated 29/12/2015 relating to EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-18785).



- On the 01/03/2016 the CSSF granted approval for the Supplement dated 01/03/2016 to the Base Prospectus dated 31/03/2015 relating to Warrant Program, (CSSF approval ref. C-18786).
- On the 14/03/2016 the CSSF granted approval for the Supplement dated 14/03/2016 to the Base Prospectus dated 21/12/2015 relating to 'im Rahmen eines Deutscheb Zertifikateprogramms über EUR 10,000,000,000.00', (CSSF approval ref. C-18840).
- On the 31/03/2016 the CSSF granted approval for the Base Prospectus dated 31/03/2016 relating to Warrant Program, (CSSF approval ref. C- 18828).
- On the 31/03/2016 the CSSF granted approval for the Supplement dated 31/03/2016 to the Base Prospectus dated 31/03/2015 relating to the Warrant Program, (CSSF approval ref. C- 18938).
- On the 01/04/2016 the CSSF granted approval for the Supplement dated 01/04/2016 to the Base Prospectus dated 29/12/2015 relating to the EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-18936).
- On the 27/04/2016 the CSSF granted approval for the Supplement dated 27/04/2016 to the Base Prospectus dated 29/12/2015 relating to the EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-19060).
- On the 26/05/2016 the CSSF granted approval for the Supplement dated 26/05/2016 to the Base Prospectus dated 31/03/2016 related to Warrant Program, (CSSF approval ref. C-19123).
- On the 30/05/2016 the CSSF granted approval for the Supplement dated 30/05/2016 to the Base Prospectus dated 21/12/2015 related to 'im Rahmen eines Deutscheb Zertifikateprogramms über EUR 1,000,000,000.00', (CSSF approval ref. C-19308).
- On the 30/05/2016 the CSSF granted approval for the Supplement dated 30/05/2016 to the Base Prospectus dated 29/12/2015 relating to the EUR 10,000,000,000 Debt Issuance Program, (CSSF approval ref. C-19318).

It is to be noted that additional issuance programs have been launched and authorised by regulators outside Luxembourg (e.g. France).

Since inception, the Company's activities were in the scaled up trend with an outstanding as of June  $30^{th}$  2016 at 3,310 million equivalent euros:

|     | June 30, 2016 | Outstanding (Ccy) | Outstanding (Equiv€) |    |
|-----|---------------|-------------------|----------------------|----|
| AUD |               | 1 770 000         | 1 186 342            |    |
| CAD |               | 5 800 000         | 4 018 177            |    |
| CHF |               | 108 116 000       | 99 829 061           |    |
| CNH |               | 2 400 000         | 323 880              |    |
| CZK |               | 150 300 000       | 5 543 165            |    |
| EUR |               | 2 013 562 554     | 2 013 562 554        | CE |
| GBP |               | 107 839 613       | 130 222 334          |    |
|     |               |                   |                      |    |

| Total |               | 3 310 041 116 |
|-------|---------------|---------------|
| USD   | 1 076 646 127 | 968 424 670   |
| SGD   | 12 096 000    | 8 084 818     |
| SEK   | 498 282 850   | 52 910 479    |
| RUB   | 131 700 000   | 1 854 244     |
| NZD   | 2 200 000     | 1 410 137     |
| MXN   | 20 000 000    | 975 618       |
| JPY   | 2 474 000 000 | 21 695 627    |
|       |               |               |

# As of June 30, 2016 the outstanding of the Company by issuance program is as follows:

- Notes under its English law Debt Issuance Program in an aggregate nominal amount of €2,261,824,325
- Bonds under its French Bonds Program which is governed by French law in an aggregate nominal amount of €904,432,474
- Certificates under its English Language Certificate Program in an aggregate nominal amount of €63,550,000
- Warrants under its Warrant Program in an aggregate premium amount of €80,234,317
- Certificates under its German Language Certificate Program in an aggregate nominal amount of €12,703,655.

As of September 6<sup>th</sup> 2016, the Company's activities have been well oriented; the outstanding has reached 3,697 million equivalent euros. With this business trend remaining, the outstanding would reach the target of 4 billion equivalent euros before the end of the year 2016.

# Risk management

The market risk is fully hedged with Natixis SA: the structure of any financial product and all the corresponding flows are perfectly matched between the Company and Natixis SA, except for a small interest margin and an upfront fee which are used to cover the managing and operating costs of the Company.

The credit risk is limited to Natixis SA, the only counterparty and guarantor of the Company.

Operational risk is managed and minimized by the Board of Directors.

Luxembourg, 16<sup>th</sup> September 2016,

The Board of Directors



To the Board of Directors of NATIXIS STRUCTURED ISSUANCE S.A. Société Anonyme

R.C.S. Luxembourg B 182.619

51, avenue J.F. Kennedy L-1855 LUXEMBOURG

# REVIEW REPORT ON INTERIM ACCOUNTS

We have reviewed the interim accounts of **NATIXIS STRUCTURED ISSUANCE S.A.** as at June 30, 2016 and the related statements of income for the six-month period then ended. The Board of Directors is responsible for the preparation and fair presentation of those interim accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the interim and annual accounts. Our responsibility is to express a conclusion on those interim accounts based on our review.

We conducted our review in accordance with International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim accounts consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim accounts do not give a true and fair view, in all material respects, the financial position of the entity as at June 30, 2016, and of its financial performance for the sixmonth period then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the interim and annual accounts.

Luxembourg, September 16, 2016

For MAZARS LUXEMBOURG, Cabinet de révision agréé

10A, rue Henri M. Schnadt L-2530 LUXEMBOURG

Eric DECOSTER Réviseur d'entreprises agréé



| ASSETS   |         |   |   | LIABILITIES   |          |  |  |
|--|---------|---|---|---|----------|--|--|
|  | Note(s) | 30/06/2016<br>EUR                                     | 31/12/2015<br>EUR                                     |   | Note (s) | 30/06/2016<br>EUR                                      | 31/12/2015<br>EUR  |
| Fixed assets   |         |   |   | Capital and reserves  | Ŋ        |  |  |
| Financial assets<br>Loans to affiliated undertakings<br>Investments held as fixed assets | ω,<br>Γ | 3,219,218,870.85<br>80,234,296.59<br>3,299,453,167.44 | 2,585,748,241.81<br>78,745,551.34<br>2,664,493,793.15 | Subscribed capital Legal reserve Profit or loss brought forward Profit or loss for the financial period | 1        | 2,200,000.00<br>126,290.22<br>600,905.25<br>462,914.20 | 2,200,000.00<br>94,663.63<br>0.00<br>632,531.84  |
| Current assets   |         |   |   | Creditors   |          | 70.501,105.67  | 7,927,133.47   |
| Debtors Amounts owed by affliated undertakings becoming due and payable within one year  | ω,<br>4 | 4 619 898 19  | 5 555 100 05  | Debenture loans<br>Non convertible loans<br>hecoming due and navable within one year                    | 6, 7     | AAE 108 701 38   | NO 036 NNC 636   |
| Cash at bank and in hand   | 1       | 3,974,434.41  | 9,927,823.50  | becoming due and payable after more than one year   |          | 2,859,662,741.19<br>3,304,861,532.57                   | 2,304,342,043.09<br>2,667,686,404.03   |
|  |         |   |   | Amounts owed to credit institutions   |          | 37,695.91  | 9,989,583.33   |
| Prepayments  |         | 625,712.12  | 780,624.35  | Other creditors<br>Tax authorities  | ω        | ī  | , and the second |
|  |         |   |   | Other creditors   |          | ï  | 4,373.92   |
|  |         |   |   | Deferred income   |          | 383,874.02   | 149,784.30   |
|  | I,      |   |   |   | 7.       |  |  |
|  | 22 I    | 3,308,673,212.16                                      | 2,680,757,341.05                                      |   |          | 3,308,673,212.16                                       | 2,680,757,341.05   |

Balance sheet

The accompanying notes are an integral part of the interim accounts

# Profit and loss account

|   | Note(s) | 01/01/2016<br>to 30/06/2016<br>EUR | 01/01/2015<br>to 30/06/2015<br>EUR |
|---|---------|------------------------------------|------------------------------------|
| Raw materials and consumables and other external expenses   |         | -481,645.91                        | -457,576.49                        |
| Income from other investments and loans forming part of the fixed assets derived from affiliated undertakings related to financial derivative instruments | 3       | 32,543,397.18<br>15,919,008.06     | 32,032,724.62<br>832,419           |
| 14. Interest payable and similar expenses other interest and similar expenses related to financial derivative instruments                                 | 6       | -31,604,457.42<br>-15,913,387.71   | -31,406,341.80<br>-832,419.22      |
| Other taxes not shown under items 1 to 16   | 8       | Ħ                                  | -                                  |
| Profit or loss for the financial period   |         | 462,914.20                         | 168,806.33                         |

The accompanying notes are an integral part of the interim accounts

#### NOTES TO THE INTERIM ACCOUNTS

June 30, 2016

#### NOTE 1 - GENERAL

Natixis Structured Issuance S.A., *société anonyme*, having its registered seat at 51, avenue J.F. Kennedy, L-1855 Luxembourg, R.C.S. Luxembourg B 182619 was incorporated on November 29, 2013 under the law of the Luxembourg Companies Act (August 10, 1915 as subsequently amended) for an unlimited period (the "Company").

The Company's corporate objects are to (i) obtain funding by the issue of bonds, notes, warrants, certificates or other financial instruments of any term or duration and in any currency, including under one or more issue programmes or by means of standalone issuances, or any other indebtedness, or by any other means, (ii) enter into, execute and deliver and perform any swaps (including any credit support annexes), futures, forwards, foreign exchange agreements, derivatives, options, repurchase agreements, securities lending transactions and transactions having similar effect in connection with or ancillary to the activities mentioned above and (iii) enter into loan agreements as lender with a view to complying with any payment or other obligation the Company has under any of the financial instruments issued by it or any agreement entered into within the context of its activities.

The Company may borrow in any form. It may enter into any type of loan agreement. The Company may also give guarantees and grant security in favour of third parties to secure its obligations or the obligations of its subsidiaries, affiliated companies or any other company. The Company may further pledge, transfer, encumber or otherwise create security over some or all its assets.

The descriptions above are to be understood in their broadest sense and their enumeration is not limiting. The corporate objects shall include any transaction or agreement which is entered into by the Company, provided it is not inconsistent with the foregoing enumerated objects and to the extent permitted under applicable law.

In general, the Company may take any controlling and supervisory measures and carry out any operation or transaction which it considers necessary or useful in the accomplishment and development of its corporate objects.

The Company's financial year starts on January 1 and ends on December 31 of each year.

The Company is included in the consolidated accounts of Natixis S.A., a *société anonyme*, incorporated under the French law, having its registered office at 50, avenue Pierre Mendès France, F-75201 Paris Cedex 13 - France, RCS Paris 542 044 524 ("Natixis S.A.") forming the intermediary body of undertakings included in the body of undertakings referred in the above-mentioned paragraph of which the Company forms part as a subsidiary undertaking. The consolidated accounts are available at registered office of Natixis S.A. Furthermore, the Company is also included in the consolidated accounts of Natixis Trust, *société anonyme*, incorporated under the Luxembourg law registered seat office at L-1855 Luxembourg, 51, avenue J.F. Kennedy., R.C.S. Luxembourg B 35.141 ("Natixis Trust"), forming the smallest body of undertakings included in the body of undertakings referred in the above-mentioned paragraph of which the Company forms part as a subsidiary undertaking. The consolidated accounts are available at registered office of Natixis Trust.

#### **NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES**

#### Basis of preparation

The interim accounts have been prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention.

Accounting policies and valuation rules are, besides the ones laid down by the law, determined and applied by the Board of Directors.

These interim accounts have been disclosed following the layout in the Title II of the law of December 19, 2002 on the register of trade and companies and the accounting and annual accounts of undertakings, as subsequently modified.

The preparation of the interim accounts requires the use of certain critical accounting estimates. It also requires the Board of Directors to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the interim accounts in the period in which the assumptions changed. The Board of Directors believed that the underlying assumptions are appropriate and that the interim accounts therefore present the financial position and results fairly.

It is the role of the Board of Directors to ensure that, to the best of their knowledge, the financial statements are prepared in accordance with the applicable set of accounting standards and give a true and fair view of the assets and liabilities, financial position and profit or loss and that the management report represents the information required under Article 3 (5) of the Transparency Law dated 11 January 2008, as amended from time to time.

The Company's significant accounting policies and valuation rules are as follows:

# Financial assets

Financial fixed assets, including loans to undertakings, are valued at nominal value including the expenses incidental thereto.

In case of durable depreciation in value according to the opinion of the Board of Directors, value adjustments are made in respect of financial fixed assets so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

#### Derivative financial instruments

The Company may enter into derivative financial instruments such as options, swaps, futures, foreign exchange contracts, warrants, among others. The Company initially records derivative financial instruments at cost.

At each balance sheet date, unrealised losses are recognised in the profit and loss account whereas gains are accounted for when realised. Where there is an economic link between a derivative financial asset and a derivative financial liability, these are valued at their initial cost, the unrealized losses and unrealised gains are not recorded.

Commitment relating to options, swaps, futures, foreign exchange contracts, warrants, among other transactions is disclosed in note 3.

#### Premiums on notes and certificates

The premiums resulting from the purchase of fixed-income transferable securities having the characteristics of financial fixed assets, at a price exceeding the amount repayable at maturity is included in the profit and loss account on an amortised basis.

#### Debtors

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. These value adjustments are not continued if the reasons for which they were made have ceased to apply. The Board of Directors assesses specific value adjustments on a debt or by debtor basis throughout the year.

#### <u>Debts</u>

Debts are recorded at their reimbursement value. They are recorded under subordinated debts when their status is subordinated to unsecured debts.

# Premiums or discounts on loans

Premiums or discounts on loans are accounted for in deferred charges and income, independently of the loans to which they are associated and are amortised *prorata temporis* over the life of the loans to which they are related.

#### Foreign currency translation

The Company maintains its accounts in Euro (EUR) and the balance sheet and the profit and loss account are expressed in this currency.

Transactions expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction.

Assets and liabilities expressed in currencies other than EUR are translated into EUR at the year end rate. The unrealized foreign exchange gains resulting from the application of this principle are reflected in the balance sheet as "deferred income" whilst the unrealized foreign exchange losses are included in the profit and loss account.

Where there is an economic link between an asset and a liability, these are valued in total according to the method described above and the net unrealized losses are recorded in the profit and loss account. The exchange gains are recorded in the profit and loss account at the moment of their realization.

Cash and cash equivalents expressed in currencies other than EUR are translated into EUR at the exchange rate applicable at the balance sheet date, considering all related exchange gains and losses as realized.

#### Prepayments

This asset item includes expenditures incurred during the year but relating to a subsequent financial year.

# Deferred income

This liability item includes income received during the financial year but relating to a subsequent financial year.

# Comparative information

The profit and loss account for the period ended June 30, 2015 has been reclassified to ensure comparability with the figures for the period ended June 30, 2016.

# **NOTE 3 - FINANCIAL ASSETS**

The financial assets are composed of loans and derivative financial instruments. The movements of financial assets during the period are as follows:

|  | Loans to<br>affiliated<br>undertakings | Investments held as fixed assets | Total as at June 30,<br>2016 |
|--|--|----------------------------------|------------------------------|
|  | EUR                                    | EUR                              | EUR                          |
| Gross book value - opening balance             | 2,585,748,241.81                       | 78,745,551.34                    | 2,664,493,793.15             |
| Additions for the period                       | 1,815,763,067.90                       | 1,488,745.25                     | 634,959,374.29               |
| Reimbursements for the period                  | (1,182,292,438.86)                     | =                                | -                            |
| Gross book value - closing balance             | 3,219,218,870.85                       | 80,234,296.59                    | 3,299,453,167.44             |
| Accumulated value adjustment - opening balance | -                                      | n a .:                           | -                            |
| Accumulated value adjustment - closing balance | · · · · · · · · · · · · · · · · · · ·  | -                                | Ī                            |
| Net book value - closing balance               | 3,219,218,870.85                       | 80,234,296.59                    | 3,299,453,167.44             |
| Net book value - opening balance               | 2,585,748,241.81                       | 78,745,551.34                    | 2,664,493,793.15             |

# a) Loans to affiliated undertakings

In relation with the Debt Issuance Programme launched by the Company (note 6), the Company entered into an intra-group loan agreement on January 23, 2014. The characteristics of the loans granted to the affiliated undertaking as per this intra-group loan agreement are closely related to the characteristics of the Notes issued by the Company.

As at June 30, 2016, the accrued interests for EUR 4,619,898.19 are included in the current assets as an amount owed by affiliated undertakings becoming due and payable within 1 year. An interest income of EUR 32,543,397.18 has been recorded in the profit and loss account for the period ended June 30, 2016.

#### b) Investments held as fixed assets

Investments held as fixed assets consist of derivative financial instruments entered by the Company to cover interest and market risks derived from the financing activities of the Company (note 7).

The maturity details of the above mentioned intra-group loans and derivative financial instruments are as follows:

|                                  | Within one year<br>EUR | After one year<br>and within five<br>years<br>EUR | After more than five years EUR | Total as at June<br>30, 2016<br>EUR |
|----------------------------------|------------------------|---|--------------------------------|-------------------------------------|
| Intra-group loans                |                        |   |                                | 9                                   |
| - Principal                      | 447 465 386,28         | 1 589 527 290,35                                  | 1 182 226 194,22               | 3 219 218 870,85                    |
| - Interest                       | 4 619 898,19           | 1 303 327 230,33                                  | 1 102 220 134,22               | 4 619 898,19                        |
| Derivative financial instruments | 1 081 050,25           | 63 558 712,64                                     | 15 594 533,70                  | 80 234 296,59                       |
|                                  | 453 166 334,72         | 1 653 086 002,99                                  | 1 197 820 727,92               | 3 304 073 065,63                    |

# NOTE 4 - Debtors

The caption "Debtors" includes the accrued interests (EUR 4,619,898.19) as at June 30, 2016.

#### NOTE 5 - CAPITAL AND RESERVES

# a) Movements

There have been no movements in the share capital during the period.

|   | Subscribed<br>capital<br>EUR | Legal reserve | Profit brought forward | Result for the financial period EUR | Total<br>EUR |
|---|------------------------------|---------------|------------------------|-------------------------------------|--------------|
| As at January 1, 2016                                     |                              | 94 663.63     | ^ ~                    | 632 531.84                          | 2 927 195,47 |
| As at January 1, 2016                                     | 2 200 000,00                 | 94 663,63     | -                      | 632 331,64                          | 2 927 195,47 |
| Legal reserve   |                              | 31 626,59     |                        | (31 626,59)                         | -            |
| Result brought forward                                    |                              |               | 600 905,25             | (600 905,25)                        |              |
| Result for the financial period ended as at June 30, 2016 |                              |               |                        | 462 914,20                          | 462 914,20   |
| As at June 30, 2016                                       | 2 200 000,00                 | 126 290,22    | 600 905,25             | 462 914,20                          | 3 390 109,67 |

# b) Subscribed capital

As at June 30, 2016, the subscribed and fully paid-up capital amounted to EUR 2,200,000 and was represented by 22,000 ordinary shares with a par value of EUR 100 each.

During the financial period, the Company has not acquired any of its own shares.

# c) Legal reserve

Luxembourg companies are required to appropriate to a legal reserve a minimum of 5% of the net profit for the year, until this reserve equals 10% of the subscribed capital. This reserve may not be distributed in the form of cash dividends, or otherwise, during the life of the Company. The profit for the year ended December 31, 2015 of EUR 632,531.84 has been allocated to the legal reserve of the Company for an amount of EUR 31,626.59 and to other reserve for an amount of EUR 600,905.25.

#### **NOTE 6 - DEBENTURE LOANS**

The debenture loans are detailed as follows:

|                                  | Within one year<br>EUR | After one year<br>EUR | After more than five years EUR | Total as at June 30,<br>2016<br>EUR |
|----------------------------------|------------------------|-----------------------|--------------------------------|-------------------------------------|
|                                  | LOIN                   | LOIX                  | LOIX                           | LOIX                                |
| Non convertible debenture loans  |                        |                       |                                |                                     |
| - Principal                      | 438 943 234,63         | 1 598 279 285,97      | 1 182 230 188,88               | 3 219 452 709,48                    |
| - Interest                       | 5 174 506,50           |                       |                                | 5 174 506,50                        |
| Derivative financial instruments | 1 081 050,25           | 63 558 712,64         | 15 594 553,70                  | 80 234 316,59                       |
|                                  | 445 198 791,38         | 1 661 837 998,61      | 1 197 824 742,58               | 3 304 861 532,57                    |

(i) Early 2014, the Company launched a Debt Issuance Programme according to which the Company is entitled to issue an aggregate principal amount of Notes outstanding up to EUR 10,000,000,000.

The Notes may be issued at their principal amount or at a discount or premium to their principal amount in any currency including, among others, Euro, U.S. Dollars, Hong Kong Dollars, Sterling or Swiss francs.

The Notes may be zero coupon, fixed interest or floating rate Notes or Structured Notes, for which the basis for calculating the amounts of interest payable may be by reference to shares, stock indices, commodities, funds, dividend or as otherwise provided in the relevant Final Terms.

At the beginning of the second quarter 2014, the Company also launched a German Language Certificate Programme according to which the Company is entitled to issue an aggregate principal amount of Certificates outstanding up to EUR 1,000,000,000.

The Certificates may be issued on any currency including, among others, Euro, U.S. Dollars, Hong Kong Dollars, Sterling or Swiss francs.

The Certificates may be zero coupon, fixed interest or floating rate Certificates or Structured Certificates, for which the basis for calculating the amounts of interest payable may be by reference to a share, an index, a fund, a commodity, a basket of shares, a basket of indices, a basket of funds or a basket of commodities.

As at June 30, 2016, the maturity dates of the outstanding Notes and Certificates range from July 1, 2016 to June 16, 2036.

As at June 30, 2016 the total amount of the debenture loans amounted to EUR 3,299,687,026.07 (excl. interests).

An interest expense of EUR 31,604,457.42 has been recorded in the profit and loss account for the period ended June 30, 2016.

(ii) Early 2014, the Company launch a Warrant Programme. According to this programme the Company may issue warrants of any kind including, but not limited to, Warrants relating to a specified index or a basket of indices, a specified share or a basket of shares, a specified debt instrument or a basket of debt instruments, a specified currency or a basket of currencies, a specified commodity or a basket of commodities, a specified fund or a basket of funds (note 7).

As at June 30, 2016 the total premium of the warrants issued amounted to EUR 80,234,316.59.

Natixis S.A. granted on January 23, 2014 an irrevocable and unconditional guarantee in favour of the holders of financial instruments issued by the Company.

#### NOTE 7 - Derivative financial instruments

On June 30, 2016, the Company has purchased option contracts as detailed below:

| Type of options | <b>Number of options</b> | Issue price   | Maturity date |
|-----------------|--------------------------|---------------|---------------|
| Call - European | 31                       | 150 000 RUB   | 19/03/2018    |
| Call - European | 100                      | 19 000 SEK    | 10/04/2017    |
| Call - European | 260 126                  | 59,95 EUR     | 04/01/2033    |
| Call - European | 56                       | 14 000,00 SEK | 30/10/2018    |
| Call - European | 20                       | 4 000 USD     | 18/12/2017    |
| Call - European | 100                      | 675 000 USD   | 10/01/2018    |
| Put - European  | 1 000                    | 50 EUR        | 20/08/2019    |
| Put - European  | 1 000                    | 45 EUR        | 27/08/2019    |
| Call - European | 10                       | 3 900 USD     | 02/04/2018    |
| Call - European | 330                      | 11 550 SEK    | 15/06/2020    |
| Call - European | 559                      | 10 000 SEK    | 02/02/2021    |
| Call - European | 5                        | 4 000 USD     | 05/02/2018    |
| Call - European | 26                       | 100 000 SEK   | 23/03/2020    |
| Call - European | 291                      | 11 550 SEK    | 05/05/2020    |
| Call - European | 142                      | 10 000 SEK    | 29/04/2021    |
| Put - European  | 9 000                    | 44 USD        | 25/07/2016    |
| Call - European | 10                       | 3 780 USD     | 07/05/2018    |
| Call - European | 800                      | 485 EUR       | 10/05/2017    |
| Call - European | 4 000                    | 38 USD        | 03/05/2017    |
| Call - European | 10                       | 3 900 USD     | 01/06/2018    |
| Call - European | 5                        | 16 000 USD    | 05/02/2018    |
| Call - European | 457                      | 11 300 SEK    | 17/02/2020    |

On June 30, 2016, the Company has sold warrants contracts as detailed below:

| Type of warrants | Number of warrants | Issue price   | Maturity date |
|------------------|--------------------|---------------|---------------|
| Call - European  | 31                 | 150 000 RUB   | 19/03/2018    |
| Call - European  | 100                | 19 000 SEK    | 10/04/2017    |
| Call - European  | 260 126            | 59,95 EUR     | 04/01/2033    |
| Call - European  | 56                 | 14 000,00 SEK | 30/10/2018    |
| Call - European  | 20                 | 4 000 USD     | 18/12/2017    |
| Call - European  | 100                | 675 000 USD   | 10/01/2018    |
| Put - European   | 1 000              | 50 EUR        | 20/08/2019    |
| Put - European   | 1 000              | 45 EUR        | 27/08/2019    |
| Call - European  | 10                 | 3 900 USD     | 02/04/2018    |
| Call - European  | 330                | 11 550 SEK    | 15/06/2020    |
| Call - European  | 559                | 10 000 SEK    | 02/02/2021    |
| Call - European  | 5                  | 4 000 USD     | 05/02/2018    |
| Call - European  | 26                 | 100 000 SEK   | 23/03/2020    |
| Call - European  | 291                | 11 550 SEK    | 05/05/2020    |
| Call - European  | 142                | 10 000 SEK    | 29/04/2021    |
| Put - European   | 9 000              | 44 USD        | 25/07/2016    |
| Call - European  | 10                 | 3 780 USD     | 07/05/2018    |
| Call - European  | 800                | 485 EUR       | 10/05/2017    |
| Call - European  | 4 000              | 38 USD        | 03/05/2017    |
| Call - European  | 10                 | 3 900 USD     | 01/06/2018    |
| Call - European  | 5                  | 16 000 USD    | 05/02/2018    |
| Call - European  | 457                | 11 300 SEK    | 17/02/2020    |

# **NOTE 8 - TAXES**

The Company is subject to all taxes applicable to Luxembourg commercial companies. However, the Company is part of a fiscal unity with (in particular) its parent company, i.e. Natixis Trust SA.

# **NOTE 9 - AUDIT FEES**

The total fees expensed by the Company and due for the current financial period to the audit firm are presented as follows:

|                    | June 2016 (in EUR) |
|--------------------|--------------------|
| Audit fees         | 12,000             |
| Audit-related fees | -                  |
| Tax related fees   | -                  |
| Other fees         | <u>-</u>           |
| Total              | 12,000             |

# **NOTE 10 - STAFF**

The Company does not employ any staff.

# NOTE 11 – ADVANCES AND LOANS GRANTED TO THE MEMBERS OF THE MANAGEMENT AND SUPERVISORY BODIES

As at June 30, 2016 there were neither advances, nor loans granted to the Board of Directors acting as sole management body of the Company.

# NOTE 12 – EMOLUMENTS GRANTED TO THE MEMBERS OF THE MANAGEMENT AND SUPERVISORY BODIES

As at June 30, 2016 there were no emoluments granted to the Board of Directors acting as sole management body of the Company.

# NOTE 13 - CASH-FLOW STATEMENT

The cash flows statement of the company is prepared in accordance with the prescriptions of the International Accounting Standard 7 "Statement of cash flows".

| NATIXIS STRUCTURED ISSUANCES.A.                        | 30/06/2016<br>EUR | 30/06/2015<br>EUR |
|--|-------------------|-------------------|
| Cash flows from operating activities                   |                   |                   |
| Profit/(loss) for the year                             | 462,914           | 168,806           |
| Cash flows from financial assets and liabilites        |                   |                   |
| (Decrease) /increase in EMTN                           | 633,470,629       | 991,568,162       |
| (Decrease) /increase in warrants                       | 1,492,740         | 1,108,145         |
| Decrease/(increase) in term loans                      | (633,470,629)     | (991,568,162)     |
| Decrease/(increase) in options                         | (1,488,745)       | (1,108,145)       |
| Adjustments for:                                       |                   |                   |
| Movements in receivables and payables                  |                   |                   |
| Decrease/(Increase) in receivables                     | 935,202           | (2,091,923)       |
| (Decrease)/Increase in payables                        | 1,977,854         | 2,087,214.00      |
| Decrease/(Increase) in prepayments                     | 154,912           | 281,502           |
| (Decrease)/Increase in deferred income                 | 234,090           | (686,652)         |
| Net cashflow (used in)/from operating activities       | 3,768,967         | (241,053)         |
| Cash flows from investing activities                   |                   |                   |
|  | -                 | -                 |
| Cash flows from financing activities                   |                   |                   |
| Issued capital   |                   | 4,374             |
| Net cashflow from financing activities                 | <b>≈</b>          | 4,374             |
| Net increase/(decrease) in cash and cash equivalents   | 3,998,498         | (236,678)         |
| Cash and cash equivalents at the beginning of the year | (61,760)          | 2,896,057         |
| Net cash and cash equivalents at the end of the year   | 3,936,738         | 2,659,379         |

For the purposes of the cash flows statement, cash ans cash equivalents comprise the following:

| Cash and cash equivalents | 3,974,434 |
|---------------------------|-----------|
| Bank overdrafts*          | (37,696)  |
| TOTAL                     | 3,936,738 |

<sup>\*</sup> Included amount owed to credit institutions

# **NOTE 14 – OFF BALANCE SHEET COMMITMENTS**

As at June 30, 2016, as part of the Programmes launched by the Company (note 6), the Company issued the following Notes, Warrants and Certificates having an effective date on or after June 30, 2016:

| Identifie SecType • | Trade Dat  | EffDate 💌  | MatDate 💌  | Notional   | Ccy |
|---------------------|------------|------------|------------|------------|-----|
| XS1373409 EMTN      | 28/06/2016 | 12/07/2016 | 11/01/2018 | 4,320,000  | CHF |
| FR0013141 BOND      | 15/03/2016 | 13/07/2016 | 14/07/2026 | 1,500,000  | EUR |
| FR0013182 BOND      | 02/06/2016 | 05/08/2016 | 05/08/2026 | 1,318,000  | EUR |
| FR0013182 BOND      | 03/06/2016 | 18/07/2016 | 18/07/2024 | 825,000    | EUR |
| FR0013185 BOND      | 20/06/2016 | 08/07/2016 | 04/07/2022 | 30,000,000 | EUR |
| FR0013187 BOND      | 27/06/2016 | 18/07/2016 | 07/10/2026 | 30,000,000 | EUR |
| IT0006734! EMTN     | 29/06/2016 | 11/07/2016 | 13/07/2020 | 20,000,000 | EUR |
| IT0006734! EMTN     | 29/06/2016 | 11/07/2016 | 13/07/2020 | 20,000,000 | EUR |
| XS1295811 EMTN      | 11/05/2016 | 01/07/2016 | 01/07/2020 | 487,000    | EUR |
| XS1295814 EMTN      | 17/06/2016 | 01/07/2016 | 02/07/2018 | 300,000    | EUR |
| XS1295818 EMTN      | 10/06/2016 | 04/07/2016 | 10/07/2018 | 500,000    | EUR |
| XS1295818 EMTN      | 10/06/2016 | 18/07/2016 | 17/06/2021 | 500,000    | EUR |
| XS1295819 EMTN      | 16/06/2016 | 01/07/2016 | 28/06/2024 | 1,000,000  | EUR |
| XS1295819 EMTN      | 20/06/2016 | 29/07/2016 | 06/07/2026 | 1,500,000  | EUR |
| XS1295819 EMTN      | 20/06/2016 | 29/07/2016 | 06/07/2026 | 500,000    | EUR |
| XS1373366 EMTN      | 23/06/2016 | 07/07/2016 | 21/07/2026 | 1,000,000  | EUR |
| XS1373367 EMTN      | 23/06/2016 | 07/07/2016 | 07/07/2021 | 1,200,000  | EUR |
| XS1373367 EMTN      | 23/06/2016 | 29/07/2016 | 29/07/2022 | 495,000    | EUR |
| XS1373367 EMTN      | 28/06/2016 | 12/07/2016 | 12/07/2021 | 17,330,000 | EUR |
| XS1373367 EMTN      | 29/06/2016 | 13/07/2016 | 15/07/2024 | 10,000,000 | EUR |
| XS1373367 EMTN      | 29/06/2016 | 13/07/2016 | 13/07/2017 | 2,810,000  | EUR |
| XS1373367 EMTN      | 30/06/2016 | 14/07/2016 | 15/07/2019 | 450,000    | EUR |
| XS1373368 EMTN      | 30/06/2016 | 18/07/2016 | 15/07/2024 | 1,100,000  | EUR |
| XS1373368 EMTN      | 30/06/2016 | 18/07/2016 | 15/07/2024 | 500,000    | EUR |
| XS1373407 EMTN      | 13/06/2016 | 08/07/2016 | 08/07/2022 | 1,675,000  | EUR |
| XS1373408 EMTN      | 20/06/2016 | 01/07/2016 | 03/07/2017 | 1,000,000  | EUR |
| XS1373408 EMTN      | 17/06/2016 | 06/07/2016 | 06/07/2017 | 700,000    | EUR |
| XS1373409 EMTN      | 28/06/2016 | 12/07/2016 | 11/01/2018 | 5,845,000  | EUR |
| XS1373409 EMTN      | 30/06/2016 | 18/07/2016 | 18/07/2019 | 7,700,000  | EUR |
| XS1373409 EMTN      | 30/06/2016 | 07/07/2016 | 07/07/2017 | 705,000    | EUR |
| XS1295812 EMTN      | 19/05/2016 | 01/07/2016 | 01/07/2022 | 1,000,000  | GBP |

| XS1295812 EMTN | 20/05/2016 | 27/07/2016 | 20/07/2022 | 1,200,000  | GBP |
|----------------|------------|------------|------------|------------|-----|
| XS1295813 EMTN | 20/05/2016 | 27/07/2016 | 20/07/2022 | 500,000    | GBP |
| XS1295813 EMTN | 20/05/2016 | 22/07/2016 | 15/07/2022 | 1,500,000  | GBP |
| XS1295817 EMTN | 02/06/2016 | 21/07/2016 | 28/07/2022 | 812,000    | GBP |
| XS1295818 EMTN | 10/06/2016 | 12/08/2016 | 05/08/2022 | 987,439    | GBP |
| XS1373409 EMTN | 24/06/2016 | 08/07/2016 | 01/07/2021 | 1,500,000  | GBP |
| XS1373372 EMTN | 22/06/2016 | 08/07/2016 | 09/07/2018 | 65,000,000 | JPY |
| XS1276926 EMTN | 20/06/2016 | 05/07/2016 | 05/07/2017 | 1,000,000  | USD |
| XS1295802 EMTN | 22/06/2016 | 01/07/2016 | 01/07/2017 | 500,000    | USD |
| XS1295815 EMTN | 29/06/2016 | 07/07/2016 | 08/07/2019 | 2,640,000  | USD |
| XS1295817 EMTN | 02/06/2016 | 21/07/2016 | 28/07/2022 | 375,969    | USD |
| XS1373366 EMTN | 22/06/2016 | 06/07/2016 | 08/07/2019 | 1,500,000  | USD |
| XS1373367 EMTN | 27/06/2016 | 11/07/2016 | 13/07/2020 | 1,479,000  | USD |
| XS1373367 EMTN | 30/06/2016 | 14/07/2016 | 15/07/2019 | 700,000    | USD |
| XS1373373 EMTN | 22/06/2016 | 01/07/2016 | 01/07/2017 | 500,000    | USD |
| XS1373373 EMTN | 23/06/2016 | 05/07/2016 | 03/07/2023 | 2,000,000  | USD |
| XS1373407 EMTN | 14/06/2016 | 05/07/2016 | 05/07/2019 | 1,200,000  | USD |
| XS1373407 EMTN | 17/06/2016 | 01/07/2016 | 26/09/2016 | 1,000,000  | USD |
| XS1373408 EMTN | 17/06/2016 | 01/07/2016 | 03/07/2017 | 1,700,000  | USD |
| XS1373408 EMTN | 17/06/2016 | 06/07/2016 | 06/07/2017 | 1,000,000  | USD |
| XS1373409 EMTN | 28/06/2016 | 12/07/2016 | 11/01/2018 | 11,090,000 | USD |
| XS1373409 EMTN | 30/06/2016 | 07/07/2016 | 06/01/2020 | 1,350,000  | USD |
|                |            |            |            |            |     |