



*Commission de Surveillance
du Secteur Financier*

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Commission Bancaire, Financière et des Assurances (CBFA) (Belgium)
Finanssivalvonta (Finland)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
The Financial Supervisory Authority of Norway (Norway)
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Finansinspektionen (FI) (Sweden)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 29 June 2011.

Name of Issuer:

Natixis Structured Products Limited

Registered Office/Seat:

Jersey, Channel Islands

Type of Securities:

Euro 10,000,000,000 Debt Issuance Programme

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

IV, V, VI, XI, XII, XIII

Guarantor (if any):

Natixis

Attachments:

Prospectus

Dutch translation of the summary

French translation of the summary

Italian translation of the summary

Norwegian translation of the summary

Portuguese translation of the summary

Spanish translation of the summary

Swedish translation of the summary

Ref.: C-11021

Luxembourg, 1 July 2011

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