



*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:

Finanssivalvonta (Finland)
Finansinspektionen (FI) (Sweden)
Autorité des services et marchés financiers (FSMA) (Belgium)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)
The Financial Supervisory Authority of Norway (Norway)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus Supplement to 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 3 May 2012.

Name of Issuer(s):

NATIXIS
NATIXIS Structured Products Limited

Registered Office(s)/Seat(s):

Paris, France
Jersey, Channel Islands

Type of Securities:

Warrant Programme

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

Not applicable

Guarantor(s) (if any):

NATIXIS

Attachment(s):

Supplement dated 3 May 2012

Ref.: C-12403

Luxembourg, 4 May 2012

Commission de Surveillance du Secteur Financier

