NATIXIS

2013 Registration Document and Annual Financial Report

WHOLESALE BANKING / INVESTMENT SOLUTIONS / SPECIALIZED FINANCIAL SERVICES

Content

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Registration Document 2013

and Annual Financial Report

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

This registration document was filed with the French Financial Markets Authority on March 14, 2014, in accordance with Article 212-13 of the general regulations of the French Financial Markets Authority. It may be used in connection with a financial transaction only if accompanied by a transaction note approved by the French Financial Markets Authority.

The document has been prepared by the issuer and its signatories incur liability in this regard. This registration document includes all components of the annual financial report mentioned in section I of Article L.451-1-2 of the French Monetary and Financial Code and Article 222-3 of the general regulations of the French Financial Markets Authority. A cross-reference table showing documents referred to in Article 222-3 of the general regulations of the French Financial Markets Authority and the corresponding sections of this registration document appear on page 440.

The English language version of this report is a free translation from the original, which was prepared in French. All possible care has been taken to ensure that the translation is an accurate presentation of the original. However, the original language version of the document in French prevails over the translation.

Copies of the present registration document are available free of charge from Natixis, Immeuble Arc de Seine, 30, avenue Pierre Mendès France, 75013 Paris, France.

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Presentation of Natixis

1.1 Natixis

Natixis is the corporate, investment and financial services arm of Groupe BPCE, the 2nd largest banking group in France [1] with 36 million customers spread over two networks, Banque Populaire and Caisse d'Epargne. Natixis is listed on the Paris stock exchange.

With about 22,000 employees, Natixis boats a number of areas of recognized expertise which are divided into in three main business lines: Wholesale Banking, Investment Solutions (Asset Management, Private Banking, Insurance, Private Equity) and Specialized Financial Services.

SIMPLIFIED ORGANIZATION CHART OF NATIXIS

WHOLESALE BANKING

Coverage & Advisory

- Coverage
- Mergers & Acquisitions
- Equity Capital Markets
- Capital & Rating Advisory

Financing

- Vanilla Finance
- Aircraft, Export & Infrastructure Finance
- Global Energy & Commodities Finance
- Acquisition & Strategic Finance
- Real Estate Finance
- Equity Linked Finance

Capital Markets

- Equity Derivatives
- Cash Equity
- Fixed Income
- Forex
- Credit
- Debt Platform
- Commodities

Global Transaction Banking

- Trade finance
- Account Management and Treasury Services
- Cash Management
- Correspondent Banking

Research

- Economic Research
- Credit Research
- Equity Research
- Quantitative Research

International platforms

- Americas Platform
- Asia-Pacific Platform
- EMEA Platform

INVESTMENT SOLUTIONS

Asset management

Natixis Global Asset Management

20 asset management companies: Natixis Asset Management, Loomis-Sayles, Harris Associates, Harris associates, AEW…

- "Multi-boutique" structure with around twenty management companies with multiple investment approaches
- Global distribution platform covering Europe, the US, Asia and the Middle East

Insurance

Natixis Assurances

- Individual and collective life insurance
- Health and benefit protection insurance and borrower insurance
- Property insurance

Private banking

Banque Privée 1818

Natixis Private Banking

- Legal and tax expertise
- Financial and wealth management solutions
- Private banking
- CGPI' Platform

Private equity

- Equity stakes in unlisted companies for third investors: venture capital, expansion capital, transmission capital
- International Funds of funds and investment advisors

(1) No. 2 in terms of number of branches (source: database, bank websites 2013), No. 2 in terms of market share in customer savings deposits and customer loans (source: Banque de France Q3 2013), No. 2 in terms of market penetration on the individual professional and entrepreneur markets (source: Pépites CSA 2011-2012 survey).

Natixis has a long-lasting commitment to its clients – corporates, financial institutions and institutional investors –, and to the customers of Groupe BPCE's two banking networks, i.e. personal banking, professional, and small and medium-size enterprises.

Natixis has adopted a sustainable development policy that aims to reduce its carbon footprint and actively participate in social progress, both in its business activities and the running of its operations. This policy is based on a number of international commitments, including:

- a commitment to the United Nations Global Compact since 2007;
- adherence to the Principles for Responsible Investment (PRI) since 2008;
- signature of the Equator Principles in 2010.

SPECIALIZED FINANCIAL SERVICES

SPECIALIZED FINANCING

Factoring

Natixis Factor

- Management and optimization of customer receivables
- Factoring and financing
- Business information and collection

Sureties and Financial Guarantees

Compagnie Européenne de Garanties et Cautions

- Design and development of multiple market surety and financial guarantee services

Leasing

Natixis Lease

- Equipment and real estate lease financing (equipment leasing, real estate leasing, operations leasing, leasing with option to buy, IT operational leasing, Sofergie loans and long-term leasing)

Consumer Finance

Natixis Financement

- Redeemable loans
- Personal loan management

Film Industry Financing

Natixis Coficiné

- Cash flow or structured loans
- Medium-term or corporate loans

FINANCIAL SERVICES

Employee Savings Scheme

Natixis Interépargne

Natixis Intertitres

- Employee savings plans
- Pension plans
- Collective non-life and provident insurance
- Employee share ownership
- Prepaid vouchers

Payments

- **Natixis Paiements**
- Payment management for every type of transaction and exchange system

Securities Services

EuroTitres Department

- Retail and private banking custody with back office functions

FINANCIAL INVESTMENTS

Coface

- Credit insurance
- Factoring (Germany, Poland)

Corporate Data Solutions

Natixis Private Equity

Natixis Algérie

STRATEGY

REVIEW OF NEW DEAL (2009-2012)

Upon completion of its New Deal strategic plan, Natixis had finalized the overhaul of its economic model. It is now refocused on its core business lines, has seen a return to profitability and enjoys a stronger financial structure. Moreover, Natixis is fully incorporated within Groupe BPCE and has simplified its structure following the sale, effective as of August 6, 2013, of the cooperative investment certificates (CCIs) that it owned to the Banque Populaire banks and Caisses d'Epargne.

In completing the New Deal, Natixis developed a strong foundation for future growth.

LAUNCH OF NEW FRONTIER (2014-2017)

On November 14, 2013, Natixis presented New Frontier, its 2014-2017 strategic development plan. This plan is part of Groupe BPCE's "Growing Differently" strategic plan.

New Frontier aims to make Natixis a bank offering high value-added financial solutions that is dedicated entirely to its customers. The main focus of the new strategic plan is optimizing capital allocation, adapting business models, ensuring operational efficiency and developing the franchises through Groupe BPCE's networks and abroad.

OPTIMIZING CAPITAL ALLOCATION

The 2014-2017 strategic plan aims to optimize the allocation of capital in core business lines by achieving a return on assets exceeding the cost of capital while managing the consumption of scarce resources. In this respect, Natixis has confirmed that it will close GAPC by mid-2014 and dispose of Coface over the term of the plan.

In terms of capital allocation, the plan includes:

- higher allocation to Investment Solutions business lines with the aim of creating an Insurance division, and also for developing Asset Management;
- stability for Wholesale Banking for the duration of the plan;
- a slight increase in allocated capital for Specialized Financial Services.

ADAPTING NATIXIS' BUSINESS MODELS

Wholesale Banking draws essentially on the operational implementation of the Originate-to-Distribute model to ensure growth in revenues while maintaining its strict management of the consumption of scarce resources over the duration of the plan.

In terms of Investment Solutions, New Frontier aims to:

- **make Natixis a European player in Asset management.** This transformation will include the incorporation of new associates, the European roll-out of a multi-boutique model and the operational implementation of a European distribution platform;
- **create an Insurance division within Natixis serving Groupe BPCE.**

  The first stage of this strategy is Natixis Assurances' plan to acquire BPCE SA's stake in BPCE Assurances (60% of capital). This acquisition is being carried out while maintaining the capital agreements and existing cooperation with MAIF and MACIF.

  From January 1, 2016, the maturity date for sales agreements between CNP Assurances and Groupe BPCE, Natixis intends to roll out its personal insurance offer in both its Banque Populaire and Caisse d'Epargne networks.

Specialized Financial Services will continue to optimize its IT processes with the Groupe BPCE networks and to diversify its refinancing sources. These measures will help improve the cost/income ratio and boost business growth while strictly controlling consumption of scarce resources.

COST CONTROL

Natixis is continuing the operational efficiency program it established in 2012. This program aims to cut spending by a cumulative total of €300 million in 2014. From 2015, **a plan reducing costs by an additional €100 million per year** will also be introduced. This plan is based on some 700 job cuts, mainly in France, in activities with insufficient profitability profiles.

DEVELOPING FRANCHISES WITH GROUPE BPCE NETWORKS AND ABROAD

With Groupe BPCE networks

The ambitions of the 2014-2017 strategic plan include continuing the roll-out of Natixis solutions to Caisses d'Epargne and Banques Populaires customers:

- with Specialized Financial Services, to bring the market share in France close to that of Groupe BPCE networks;
- with Investment Solutions, by creating the single Insurance platform, adapting Asset Management solutions and continuing the roll-out of Private Banking; and
- with the availability of made-to-measure solutions in Wholesale Banking.

New Frontier is targeting additional revenue synergies of €400 million with the Groupe BPCE networks over 2014-2017, in particular with the Investment Solutions and Specialized Financial Services business lines.

Abroad

By the end of the plan, Natixis aims to generate more than half of its revenues abroad. Wholesale Banking will favor selective international expansion by sending half of its personnel abroad in 2017.

The Investment Solutions division will continue its international growth primarily through:

- the development of its US platform through investment in new expertise and access to new distribution channels;
- improved distribution in dynamic regions (Asia, Latin America, the Middle East) through organic growth and via local partnerships.

1.2 History and links with BPCE

1.2.1 HISTORY

Natixis was formed in 2006 through the combination of Natexis Banques Populaires and various subsidiaries of the Groupe Caisse d'Epargne, notably Ixis Corporate & Investment Bank (Ixis CIB) and Ixis Asset Management (Ixis AM):

- Natexis Banques Populaires itself was created from the July 1999 contribution of the operating activities of the Caisse Centrale des Banques Populaires, founded in 1921, to Natexis S.A., a holding company that was formed from Crédit National, founded in 1919 and which had acquired a 100% stake in Banque Française du Commerce Extérieur, founded in 1946. At December 31, 2000, Groupe Banque Populaire held 79.23% of Natexis Banques Populaires following a capital increase largely taken up by retail investors;
- Ixis CIB and Ixis AM were originally part of CDC Ixis, itself part of the Caisse des Dépôts. The Ixis CIB and Ixis AM businesses were then contributed to the Caisse Nationale des Caisses d'Epargne (CNCE) as part of the transformation of the Groupe Caisse d'Epargne into a major full-service banking group at the end of 2004.

Natixis was formed by the completion of the following contributions:

- CNCE's contribution to Natexis Banques Populaires of certain subsidiaries and shareholdings in corporate, investment and service banking businesses as well as a share of the cooperative investment certificates (CCI) issued since 2004 by each Caisse d'Epargne et de Prévoyance; and
- the contribution to Natexis Banques Populaires by SNC Champion, a vehicle set up by the Banque Fédérale des Banques Populaires (BFBP) and the Banques Populaires, of the rest of the Caisses d'Epargne CCIs not contributed by CNCE and which had previously been acquired by SNC Champion from CNCE. In addition, CNCE and SNC Champion contributed stakes in Ixis CIB and Ixis AM that they had previously acquired from Sanpaolo IMI.

As a result of these contributions, CNCE and BFBP (directly and indirectly through SNC Champion) each had a 45.52% shareholding in Natexis Banques Populaire, whose name was changed to Natixis.

Alongside these contributions, each Banque Populaire issued CCIs representing 20% of their capital in favor of Natexis Banques Populaires, which has since become Natixis.

Between November 18, 2006 and December 5, 2006, CNCE and BFBP (through SNC Champion) sold some of their Natixis shares on the market via a Retail Public Offering in France for retail investors and a Global Offering for institutional investors both in and outside France. Once this transaction was completed, CNCE and BFBP each held a 34.44% stake in Natixis.

On February 26, 2009, the BFBP Board of Directors and the CNCE Supervisory Board approved the terms and conditions of the merger of their two central institutions, leading to the creation of the number two banking group in France.

- The underlying principles of BPCE, the central institution of Groupe BPCE created by Law No. 2009-715 of June 18, 2009, were approved on June 24, 2009 by the BFBP Board of Directors and the CNCE Supervisory Board. The last step in the formation of Groupe BPCE was completed on July 31, 2009 with the votes at the General Shareholders' Meetings of BFBP, CNCE and BPCE.
- With the formation of Groupe BPCE, BPCE took the place of CNCE and BFBP, becoming the majority shareholder of Natixis.
- Natixis has been affiliated with BPCE since July 31, 2009 (not inclusive), replacing the dual affiliation of Natixis with CNCE and BFBP.

On August 6, 2013 Natixis sold all of the cooperative investment certificates (CCIs) that it held internally to the Banque Populaire banks and Caisses d'Epargne. This transaction was part of a move to simplify Natixis' structure. For more detailed information, see section [1.4.4], "Major contracts".

Groupe BPCE is No. 2 banking group in France with more than 8,000 branches, 36 million customers, 8.8 million cooperative shareholders and 115,000 employees. Groupe BPCE develops a broad range of banking and financial services for a wide variety of customers.

With Banque Populaire and Caisse d'Epargne, its two historic brands, and its expert subsidiaries specialized in their respective businesses, the Groupe BPCE is active in all commercial banking and insurance businesses while also providing investment and corporate investment banking solutions.

Groupe BPCE provides a guarantee and solidarity system covering all banks affiliated with it.

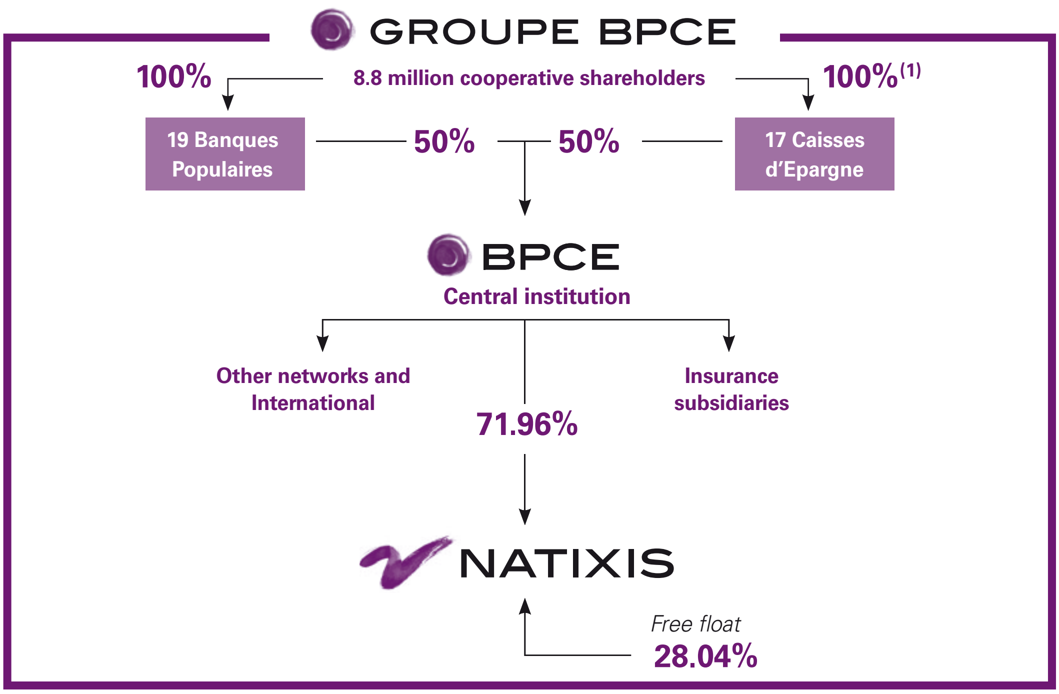
1.2.2 FINANCIAL SOLIDARITY MECHANISM

Pursuant to Article L.511-31 of the French Monetary and Financial Code (Code Monétaire et Financier), BPCE shall, as the central institution, take any measures necessary in order to guarantee the liquidity and solvency of Groupe BPCE. Natixis, in its capacity as an institution affiliated with BPCE, is covered by the Groupe BPCE financial solidarity mechanism. Thus, in the event Natixis encounters financial difficulty, (i) BPCE would firstly provide support using its own regulatory capital in accordance with its duty as a shareholder; (ii) should this prove insufficient, it would use the mutual guarantee fund created by BPCE, totaling €344 million in December 31, 2013 in assets provided jointly by both the Banques Populaires and Caisses d'Epargne networks, and which is increased through an annual contribution (subject to the amounts which would be used in the event of a call for funds); (iii) if BPCE's regulatory capital and this mutual guarantee fund should prove insufficient, BPCE would call on (in equal proportions) both the Banques Populaires and Caisses d'Epargne networks' own guarantee funds of €900 million in total and, finally (iv) if calls on BPCE's regulatory capital and these three guarantee funds should prove insufficient, additional sums would be requested from all Banques Populaires and Caisses d'Epargne.

It should be pointed out that the guarantee funds referred to above consist of a Groupe BPCE internal guarantee mechanism activated at the initiative of the BPCE Executive Board or the French banking regulator, which may request that it be used if deemed necessary.

1.2.3 BPCE ORGANIZATION CHART

At December 31, 2013, BPCE held 71.84% of the share capital of Natixis (71.96% of voting rights) *(see section 1.2.2 Financial solidarity mechanism)*. The structure of Groupe BPCE at December 31, 2013 was as follows:



(1) *Indirectly through Local Savings Companies.*

1.3 2013 Key figures

1.3.1 INCOME STATEMENT

(in millions of euros)	2013 [b]	2012 [b]
Net revenues [a]	7,226	6,948
Gross operating income [a]	2,162	2,009
Net income (group share) [a]	**1,128**	**1,077**
Net income from GAPC, discontinued operations and restructuring costs	(3)	(31)
NET INCOME (GROUP SHARE)	**1,125**	**1,046**

(a) Excl. GAPC (Workout Portfolio Management) net income of discontinued operations and restructuring costs.
(b) Pro forma data, see section 5.1.1 "Methodology".

1.3.2 FINANCIAL STRUCTURE

	12.31.2013	12.31.2012
Basel 3 Tier 1 ratio [a]	11.6%	10.5%
Basel 3 Core Tier 1 ratio [a]	10.4%	9.2%
Basel 3 risk-weighted assets [a] *(in billions of euros)*	120.1	145.2
TOTAL ASSETS *(IN BILLIONS OF EUROS)*	**510.1**	**528.4**
BOOK VALUE PER SHARE *(IN EUROS)*	**5.33**	**5.76**

(a) In Basel 3, based on Natixis' understanding of CRR-CRD4 rules without phase-in except for DTAs on tax loss carry forward, including treatment of insurance company securities at 370% in risk-weighted assets.

1.3.3 NET REVENUES BY BUSINESS

(in millions of euros)	2013 [a]	2012 [a]
Wholesale Banking	2,867	2,836
Investment Solutions	2,259	2,065
Specialized Financial Services	1,272	1,190
Financial Investments	855	893

(a) Pro forma data, see section 5.1.1 "Methodology".

1.3.4 PRE-TAX PROFIT BY BUSINESS

(in millions of euros)	2013 [(a)]	2012 [(a)]
Wholesale Banking	899	852
Investment Solutions	614	543
Specialized Financial Services	359	323
Financial Investments	95	122

(a) Pro forma data, see section 5.1.1 "Methodology".

1.3.5 LONG AND SHORT-TERM RATINGS (AS OF FEBRUARY 2014)

Ratings Agency	Long-term	Short-term
Standard & Poor's	A (negative)	A-1
Moody's	A2 (stable)	P-1
Fitch Ratings	A (stable)	F1

1.3.6 2014 INVESTOR RELATIONS CALENDAR

May 6, 2014 After market close (subject to modification)	2014 First Quarter Results
May 20, 2014	General Shareholders' Meeting (approving the 2013 financial statements)
July 31, 2014 After market close (subject to modification)	2014 Second Quarter Results
November 4, 2014 After market close (subject to modification)	2014 Third Quarter Results

1.3.7 CONTACTS

See Investor Relations section at *www.natixis.com*

Investor Relations Department

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1.4 Natixis' business lines

1.4.1 WHOLESALE BANKING

At December 31, 2013, Natixis' Wholesale Banking division employed 3,269 people (FTEs) in 29 countries around the world: 63% in France and 37% abroad. It operates in the major global marketplaces with three platforms: North and South America, Asia-Pacific and EMEA (Europe (except France), Middle East and Africa).

Wholesale Banking advises corporate clients, institutional investors, public sector entities and Private Equity funds. It offers them a wide range of financing products and access to capital markets, as well as transaction banking services. Drawing on the technical expertise of the teams and a renowned research department, Natixis is able to develop solutions adapted to the specific needs of each its customers.

In 2013, the Wholesale Banking division continued to adapt its business lines to the new economic and regulatory environment. The implementation of the Originate to-Distribute model (O2D) in the financing business lines, for example, helped optimize balance-sheet rotation while at the same time increasing the bank's underwriting capacity, allowing it to better meet its customers' needs.

- Coverage: bankers in the Coverage department develop strategic dialog with corporate clients, institutional investors and Private Equity funds in order to anticipate their needs in terms of changes in their industries and offer them the full range of the bank's products and services, in cooperation with all the business lines.
- Strategic advisory: advisory activities in mergers & acquisitions, initial public offerings and capital increases, financing and rating strategy advisory.
- Financing: in addition to the range of traditional bank loans, the structured financing teams provide customers with their comprehensive advisory, arrangement, underwriting and financial engineering expertise in asset financing, aircraft, export and infrastructure finance, energy and commodities financing, strategic and acquisition finance, real estate financing, and financial engineering in financial investments.
- Capital markets: Natixis' experts offer a wide range of diversified, standard and bespoke products on the fixed income, foreign exchange, commodities, credit and equities markets.
- Portfolio Management: as part of the Originate-to-Distribute model implemented in 2013, Portfolio Management is responsible for the active management of Wholesale Banking's financing portfolio, allowing Natixis to provide growing origination capacity.
- Transaction banking: Natixis offers its customers four main sets of products and services: Account Management and Treasury Services, Cash management, Trade finance and Correspondent Banking.
- Research: Natixis has developed renowned expertise in economic, credit, equities and quantitative research and is regularly acknowledged by international investors. Daily publications by analysts help develop a strategic dialog with investors and issuers.

1.4.1.1 Coverage and Strategic Advisory

Within the Wholesale Banking division, Coverage is the key contributor to Natixis' client coverage. It relies on the expertise of its employees in terms of management consultancy (Mergers & Acquisitions, capital increases, initial public offerings, and financing alternatives), structured finance and local and international capital market transactions.

The Advisory business line is aimed at supporting customers from the strategic planning of development opportunities via organic growth or acquisitions through to implementation of the necessary acquisitions or disposals, and also during the required financing transactions. This approach requires an in-depth understanding of the competitive positioning of the customers it advises and of possible growth drivers.

The structure set up in 2012 allows for greater responsiveness and ability to anticipate customers' needs thanks to increased dialog between bankers responsible for client coverage and banking advisers:

- the Mergers & Acquisitions business line offers strategic support to Natixis' customers – corporate clients, institutional investors, investment funds - in preparing and implementing disposals or business combinations (via acquisition, merger, partnership or exchange of assets), fund raising, restructuring or capital protection. In 2013, the team advised large US and European companies on modifying their shareholding structure or disposing of business lines;
- the Financing advisory business line aims to define the most appropriate equity and debt-based financing strategies for its customers and advise them on their investment decisions and their choice of lenders. The fragmentation of the international capital markets and the emergence of alternative investors in equity and debt have led Natixis to develop a rating advisory service within this business line to facilitate access for the bank's customers to new international sources of liquidity;

- The Equity Capital Markets business line offers Natixis customers a personalized advisory service for all transactions involving equity and shareholding structure: setting up IPOs, capital increases, share buybacks, issues of convertible bonds or Obsar (bonds with redeemable warrants). This business line is also developing advisory services for carrying out a public tender or exchange offer and implementing defense strategies to combat the risk of hostile takeover bids.

1.4.1.2 Structured Financing

In terms of structured financing, Natixis has comprehensive advisory, arrangement, underwriting and financial engineering capacity in aircraft financing, export and infrastructure finance, energy and commodities financing, strategic and acquisition finance, real estate financing and financial engineering in financial investments.

Natixis' offer in aircraft, export and infrastructure financing combines expertise in financial, arrangement, structuring and agent advisory services for aircraft and infrastructure financing. The team is developing optimized financing solutions in both the banking and bond markets. The team played an essential role in the EETC (Enhanced Equipment Trust Certificates) market for aircraft financing and in the bond projects market as a bookrunner for the two largest European issues (Castor and R1). Natixis continued to develop its infrastructure debt platform through the partnership signed with CNP, following the one set up with Ageas in 2012. Its innovation is regularly recognized by the trade press: in 2013, numerous aircraft financing operations (Virgin Australia, Air Canada, Synergy Aerospace) [1] and infrastructure financing operations (R1 motorway, offshore platforms for Odebrecht and N'Goma, the Nghi Son refinery where Natixis is an agent for German export credit agency Euler-Hermes) [2] arranged by Natixis won "Deal of the Year" awards from highly-regarded financial publications.

In **Energy and Commodities**, Natixis provides sector coverage and also structures loans specific to these markets: pre-export financing, transactional facilities, borrowing base financing, reserve-based lending for oil and mining operations, etc. In this way, Natixis promotes all of its business lines to its customers.

In 2013, Natixis consolidated its positioning with its negotiator and producer customers in the three large sectors covered:

(1) in energy, with the arrangement of financing in particular for Isramco, Perenco, participation in the financing of Rosneft's acquisition of TNK and the award of the role of No. 6 bookrunner in oil and gas financing for the EMEA region [3];

(2) in metals and fertilizers, with the arrangement of financing, among others, for Ternium Mexico, Russian Copper Company and the award of the bronze medal for the "Best Trade Bank in Metals and Mining" [4], and

(3) in agricultural products with, for example, the classification of Natixis as the leading arranger of commodities financing in the Asia-Pacific region (excluding Japan) [5].

Over the next few years, Natixis will continue to selectively develop its international franchise (in Latin America, Asia, Russia, Africa and the Middle East) by drawing on its expertise in structured finance and commodity trade finance and expanding the range of solutions available to its customers.

Natixis is a world-class player in **Acquisition & Strategic Finance**, with more than 20 years of global experience in this sector. In 2013, Natixis set itself apart both in France and abroad in major acquisition financing transactions in all types of situations (public tender offer, private to public, spin off, etc.), supporting corporate buyers - Salini's acquisition of Impreglio (€1.4 billion, Italy), Shuanghui Group's acquisition of Smithfield Foods ($4 billion, USA-China), and investment funds in leveraged buy-outs (Maisons du Monde, Eon Energy from Waste, Medi-Partenaires, Lafarge India, Trescal, etc.).

In terms of **Real Estate Finance**, Natixis' teams are specialized in advising on balance-sheet transactions and arranging corporate and specialized financing solutions. Natixis is one of the leading banks in France and has strong, well-known franchises in Europe and the United States. Created in 2012, mortgage lending bank Natixis Pfandbriefbank, whose primary activity is financing commercial real estate transactions in Europe, continued and stepped up its development (€242 million in Pfandbriefe bond issues in 2013, rated Aaa by Moody's since October 2013). At the same time, this business line saw high-level growth in Europe in landmark transactions such as the €620 million refinancing of the Selec portfolio on behalf of LBO France, which comprises about 7,600 homes that are leased to EDF; the €447 million refinancing of a portfolio of 142 buildings used for operational purposes on behalf of Foncière des Murs (Foncière des Régions Group); as well as the €406 million refinancing of a portfolio of 12 commercial properties on behalf of CBRE Global Investors. In the United States, Natixis originated almost 90 transactions this year while strengthening its presence on the CMBS (Commercial Mortgage-Backed Securities) market with three new transactions for a total amount of nearly $460 million.

(1) Source: Global Transport Finance, December 2013 (Virgin Australia "Aircraft Debt Deal of the Year Asia/Pacific", Air Canada "Aircraft Finance Debt Deal of the Year North America", Synergy Aerospace "Aircraft PDP Deal of the Year").

(2) Source: Project Finance International, December 2013 (R1 "Europe - Bond Deal of the Year", Odebrecht "Americas - LatAm O&G Deal of the Year", N'Goma "Middle East & Africa - African O&G Deal of the Year", Nghi Son "Asia-Pacific Petrochem Deal of the Year").

(3) Source: Thomson Reuters - 2013 annual classification for EMEA oil & gas financing.

(4) Source: Trade and Forfaiting Review – Excellence Awards 2013.

(5) Source: Thomson Reuters over the first nine months of 2013.

In terms of **financial engineering in financial investments**, the **Equity Linked Finance (ELF)** team designs, advises and implements structured transactions on listed shares for corporate finance, with financing tools, derivatives and other financial instruments, aimed at Natixis' large European corporate clients.

1.4.1.3 Bond, forex, credit, commodities and treasury markets

Over 700 people make up the teams of the **Fixed Income Commodities & Treasury (FICT)** business line. They are based in Europe - in Paris, London, Milan, Madrid and Frankfurt - as well as in Asia - in Singapore, Tokyo and Hong Kong - and the United States - in New York and Houston. FIC&T offers clients investment and hedging products in the fixed income, credit, foreign exchange and commodity markets of OECD countries, and is also positioned in emerging markets.

With the 2013 market environment dominated by uncertainty regarding changes in monetary policies, shrinking margins and lower volumes in Europe, Natixis' development in **Fixed Income**, **Credit** and **Forex** was boosted by the expansion of its customer franchise and its international roll-out, in particular in the United States and Asia.

The dynamic commercial activity seen in 2013 highlights the Sales-Trading platform's ability to offer customized solutions that meet all of its customers' needs, from corporate clients and institutional investors to central banks or hedge funds.

For the third year in a row, **the debt platform** – combining **loan syndication, the primary bond market and Global Structured Credit & Solutions (GSCS)** – recorded a solid performance across all borrower segments. Despite a slowdown in issue volumes, 2013 solidified Natixis' market position. The loan syndication business line continued to grow, as did GSCS, which offered alternative financing solutions, in particular through securitization, designed to meet borrowers' needs in light of regulatory changes.

This organization allowed Natixis to successfully continue the development of its Originate-to-Distribute model on a global level and to transform its product range into even more appropriate and tailor-made solutions. Further confirming this success, for the third year in a row Natixis was recognized as best lead manager in covered euro bonds (in 2012 and 2013) and best overall bank for covered bonds (in 2011) [(1)], number one on the euro bond primary market with French corporate issuers [(2)], number one in French High Yield euro corporate primary issues [(3)] and number eight on the euro bond global market [(4)]. Natixis also progressed in loan syndication in the EMEA region, moving up the rankings from 16th position to 13th position [(5)].

In **emerging markets**, Natixis offers a full range of fixed income, credit and forex products. Natixis is expanding this activity both at the local level (Moscow, Shanghai) as well as in Paris and New York.

In **treasury** activities, the joint refinancing pool between BPCE and Natixis has helped to increase cash inflows, primarily from international investors, and has thus ensured that the business lines have access to the liquidity needed to implement their plans for growth. In addition to the refinancing pool, a dedicated sales force and a single securities lending desk were set up to optimize management of Natixis' collateral.

1.4.1.4 Equity Markets

The teams' expertise in financial engineering and the successful incorporation of Strategic Equity Solutions and Funds Solutions have enabled the **Equity Markets** business line to continue the expansion of its product range. Innovative solutions were thus implemented in 2013 to better meet customers' needs, in particular by being better matched to their risk profiles; asset swap, synthetic prime brokerage, light exotic convertible bond financing, etc.

Reflecting this success, Natixis was chosen by AXA as structurer and main derivatives counterparty for the "AXA Shareplan 2013", AXA's employee share ownership plan.

In terms of e-business, new services and tools such as Squal, e-Maps, eFlow and eConvert have been added to the range of electronic services offered to customers.

At the same time, Natixis has continued to develop its Equity Markets customer coverage abroad by expanding its sales teams. Revenues generated abroad have increased markedly thanks in particular to the development of the Americas and Asia regions.

Cash Equity gained market share despite shrinking margins and lower volumes. Revenues from this business line increased strongly, mainly boosted by a better positioning with UK and US customers.

Equity Derivatives also posted robust growth, particularly in flow products.

(1) "Best lead manager in euro covered bonds in 2012 and 2013" and "Best overall bank for covered bonds in 2011" as part of a poll of 200 issuers on this market organized by The Cover, a EuroWeek publication specialized in the covered bonds market.

(2) Dealogic at December 31, 2013: No. 1 bookrunner by number of issues, "All French Corporate Bonds in Euros".

(3) Dealogic at December 31, 2013: No. 1 bookrunner by number of issues, "All French High Yield Corporate Bonds in Euros".

(4) IFR at December 31, 2013: "All Bonds in Euros" by number of issues ranking.

(5) Thomson Reuters at December 31, 2013: "bookrunner by volumes of transactions carried out EMEA Bookrunners Loan Syndicates".

1.4.1.5 Portfolio Management

Natixis created the Portfolio Management business line in January 2013 as part of the implementation of the Originate-to-Distribute model aimed at optimizing the use of capital and cash resources to provide increasing origination capacity and thus better serve customer interests. The teams are based in Paris, New York and Hong Kong and are responsible for actively managing the credit portfolio with the aim of optimizing balance-sheet rotation and use of resources. Several approaches are used: secondary disposals on the market, the implementation of structured solutions and co-origination partnerships. Moreover, in 2013 Portfolio Management worked in coordination with the sales teams to expand and diversify the investor base.

1.4.1.6 Transaction banking

Global Transaction Banking (GTB) employs some 500 people around the world, primarily in France, but also in Asia (Hong Kong, Singapore and Shanghai). Global Transaction Banking distributes and manages four types of offers within the Wholesale Banking division:

- account administration and associated treasury products;
- cash management;
- trade finance (import and export documentary credit as well as associated financing) relating to ordinary international trade deals;
- and correspondent banking (2,700 banks covered in 150 countries).

Close cooperation with Groupe BPCE allows the Group's entire customer base to benefit from the Global Transaction Banking offer along with the various areas of expertise available (national and international geographic coverage, local networks, etc.). The structure is completely integrated, from product design and development to marketing and operational processes.

In the extremely competitive environment of 2013, GTB's innovation enabled Natixis to successfully develop a new product offering in account administration and cash inflows. The year was also marked by the teams' hard work with regard to the SEPA migration (Single Euro Payments Area).

1.4.1.7 Asia-Pacific Platform

With nearly 450 employees in 12 countries, the Asia-Pacific platform offers customers access to the majority of Wholesale Banking's financing and capital markets activities. Its goal is to increase the Bank's customer base and build up specialized business expertise in this fast-growing region.

In 2013, the plan to develop capital markets activities was stepped up, with the aim of positioning Natixis as a true provider of solutions. To this end, the distribution platform's sales teams were expanded and are now organized by country. The new plan was a success in Taiwan, with the issue of numerous structured notes and the exclusive arrangement of a "Dim Sum" bond issue. In a very competitive market environment, Natixis broke new ground in Korea. At the same time, the integration of the Strategic Equity Solutions teams was finalized.

Following the challenging conditions of 2012 due to the liquidity crisis, the structured finance business lines renewed their transaction portfolios with strong sales successes. The most emblematic examples include (i) the $4 billion cofinanced loan granted to the Chinese company Shuanghui Group for its acquisition of Smithfield Foods in the United States, (ii) the first EEN (Enhanced Equipment Notes) issue by aircraft manufacturer Virgin Australia, a transaction that was awarded "Aircraft debt deal of the year Asia-Pacific" by Global Transport Finance, (iii) the $300 million financing of a floating production, storage and offloading facility for liquefied natural gas in Malaysia's Berantai field and (iv) the arrangement of a $250 million facility for commodities negotiator Gunvor in Singapore.

Customer relations are now more of a priority for the platform than ever before. Thus Natixis launched at the end of 2013 the implementation of a new sales structure to better position itself as a strategic partner for its Asian customers by placing its Coverage team at the heart of the platform's sales coordination. By distinguishing between the senior bankers and Commercial Banking and creating a sales steering and operational marketing function for the whole Asia-Pacific Platform, this structure enables Natixis to build stronger customer relations and create the interactions required to meet its ambitious selective growth targets in the region.

In 2013, the Asia-Pacific Platform also launched a program to develop its activities in Japan, drawing on existing licenses.

1.4.1.8 Americas Platform

The Americas Platform covers all Wholesale Banking business lines and thus offers its customers a very wide range of investment, financing and advisory products. The platform drew on its long-standing, renowned expertise to continue transforming itself in 2013 in order to place customer relations at the heart of its activity. With some 550 employees based in six countries, the Americas Platform registered a very good performance in 2013 in a buoyant US economic context, which saw GDP growth, a drop in unemployment figures and favorable loan conditions. The platform continued to develop its product offering over a wider geographic area and strengthened strategic dialog with customers by gaining leading positions in financing, thus demonstrating the strong value added of Natixis' teams.

The Americas Platform provides customers worldwide looking for financing in dollars with key access to the US market. Thanks to the diversity of the various business lines within the bank, the platform provides regional and sector expertise designed to meet the complex needs of customers in corporate finance, markets, coverage and advisory.

The creation in 2013 of a platform dedicated to Latin America allowed Natixis to be part of major lending transactions within the region, for example for PMI Trading, Pemex and Ternium Mexico, and facilitated the financing of Advent International's acquisition of a minority stake in Ocensa, in Columbia.

In Canada, the bank has also played leading roles in the financing of renewable energy implemented by the aircraft, export and infrastructure financing business line.

The local credit platform, which contributes to the bank's balance-sheet rotation strategy (Originate-to-Distribute model), continued to expand in origination and the distribution of bond financing and loans. Natixis took part in 86 bond issues totaling $78.9 billion, 22 of which as joint bookrunner. Among other major transactions carried out in 2013, two Collateralized Loan Obligations granted to management company TCW are particularly noteworthy.

1. 4.1.9 EMEA Platform

Natixis' Wholesale Banking division operates in approximately 100 countries within the EMEA region (Europe (excluding France), the Middle East and Africa). The region is served by teams based in Paris and by some 550 employees divided among five branches (London, Frankfurt, Milan, Madrid and Dubai), two subsidiaries (Moscow and Frankfurt) and three representative offices (Almaty, Johannesburg and Istanbul). All Wholesale Banking business lines are represented within the platform, with the range of services offered to customers varying by country.

In 2013, the bank adapted its positioning to the individual strategy for each area in the region:

- In **Southern Europe**, Natixis' approach is differentiated by market. In Italy and Spain, it has a strong historical presence in all Wholesale Banking business lines with corporate clients and financial institutions alike. Wholesale Banking's exposure is limited, however, in Greece and Portugal;
- In **Northern Europe** (the United Kingdom, Germany, Scandinavia, the Benelux countries and Switzerland), the bank is present in numerous specialized financing business lines such as UK-based projects, commodities in Switzerland, real estate in Germany and acquisition financing throughout the region. The core business is nonetheless focused on capital markets;
- In the **Middle East, Turkey and the Community of Independent States**, including Russia, the bank has a historical presence with confirmed positions in structured financing, particularly in energy and commodities in Russia and Dubai. This sustainable presence, combined with relations established with local customers, enables the bank to offer new products and broaden its reach with, for example, the launch of Islamic financing in 2013;
- In **Central Europe and Africa**, Wholesale Banking demonstrates selective growth based on structured financing with a clear emphasis placed on risks and centralized management from Paris.

1.4.1.10 Research

Wholesale Banking's Research is an integral part of Natixis' client-driven approach. Every day, the Research teams publish analyses to guide clients in their investment decisions, while also contributing to the creation of financial solutions tailored to customer needs.

Economic Research provides in-depth expertise combining contextual overviews, economic and financial forecasts, an analysis of the fixed income, foreign exchange and commodities markets, country assessments and investment strategies based on the economic scenario drawn up by Chief Economist Patrick Artus.

With 380 European stocks tracked in 25 sectors and 22 countries, Natixis boasts one of the market's leading **equity research** departments.

The **credit research** teams analyze credit market trends and recommend ideal market/sector weightings for customers' credit portfolios.

Finally, **quantitative research** supports the Bank's financial innovation process and ensures that it remains competitive in today's fast-changing markets by developing pricing and risk management models, as well as quantitative asset allocation strategies.

1.4.2 INVESTMENT SOLUTIONS

Investment Solutions is Natixis' investment division, covering the Asset Management, Insurance, Private Banking and Private Equity activities. The division is centered on Asset Management, a field in which Groupe BPCE has global ambitions, boasting internationally acknowledged asset management expertise, as well as distribution structures adapted to the specific features and regulations of the various markets in which it operates. It also aims to strengthen the positioning of the Banque Populaire and Caisse d'Epargne networks in the financial savings segment in France and to seek new international growth drivers.

Natixis' Asset Management subsidiary, Natixis Global Asset Management (NGAM), aims to further its international development. Two-thirds of NGAM's 3,200 employees already work outside France, mainly in the United States, the world's leading asset management market. In addition, a global distribution platform employing 650 people is present throughout the world and NGAM occupies a leading position in the US mutual fund segment. Private Banking also has a platform in Luxembourg, where some 100 people are working to build up the European Private Banking business, while Private Equity offers a global range of funds of funds through asset management firms in the US and Asia.

1.4.2.1 Asset Management

Operating within the Investment Solutions division, Natixis Asset Management markets a wide range of investment solutions including funds, dedicated products and mandates in all asset classes (money market, bonds, equities, real estate, alternative and diversified).

A GLOBAL PLAYER

The Asset Management business is structured around the **Natixis Global Asset Management (NGAM)** holding company. Natixis Global Asset Management ensures the consistency of overall asset management operations and also has responsibility for developing a global distribution platform and overseeing the financial and strategic management of roughly 20 specialized asset management companies in Europe, the United States and Asia. All in all, these entities employ more than 3,200 people, including over 1,900 in the United States, and boast strong positions in Europe (mainly France) and the United States, with a growing presence in Asia and the Middle East.

Natixis Global Asset Management's business model is based on a global distribution platform serviced by multi-specialist asset management companies meeting the needs of a large international client base. Drawing on its diverse range of portfolio management skills, strong distribution network and flexible business model, Natixis Global Asset Management has consolidated its position as a major international player in asset management. NGAM has been ranked 15th in the world among asset managers [(1)].

In 2013, Natixis Global Asset Management pursued its global growth strategy. The Company carried out an investment policy aimed at ensuring the steady development of its asset management expertise and reinforcing the distribution platform in the United States, Europe and the rest of the world, particularly in Asia. Accordingly, a distribution office was opened in Hong Kong.

For the global asset management market, 2013 was marked by economic growth, particularly in the United States, and a continuation of the improved performance of the US and European financial markets observed since the second half of 2012.

Assets under management rose significantly to €629.2 billion in 2013, the highest level ever reached and up €50.5 billion or +8.7% over the year on a constant-euro basis. This sharp rise was driven by a positive market effect of €37.2 billion and substantial net inflows of €13.4 billion, the highest since 2007. This can be attributed to significant inflows in the United States (€22.4 billion) and in Asia (€0.8 billion) while in Europe outflows stood at €9.8 billion. Excluding money market products, net inflows would have been positive in Europe (€2.4 billion).

This high level of sales activity was boosted by the strong development of Natixis Global Asset Management's centralized distribution platform. This platform covers asset management inflows from the United States, mainly for the retail activity, as well as from Europe, the Middle East, Asia and Australia. As of October 1, 2013, it included distribution teams from Natixis Asset Management. The global platform generated excellent inflows in 2013, attesting to the value of its increasingly diversified growth model by asset class, asset management company and geographic area. Total assets under management generated by the platform amounted to $232.4 billion in 2013 versus $177.8 billion in 2012. They represented a little over a third of Natixis Global Asset Management's total assets under management at end-2013.

In the United States, distributed assets under management grew from $120.5 billion to $161.1 billion, up 34% over one year. International assets under management (excluding France and the United States) totaled $70.8 billion, up 24%.

In addition to its strong presence in the US market, in 2013 the platform expanded its international coverage in Asia for major corporate clients and global advisors, and in Europe, mainly in the UK market, where business with institutional clients was brisk and for which a retail market strategy was implemented. NGAM announced a strategy for 2014 involving coverage of several Latin American countries.

(1) Cerrulli Rankings - July 2013 based on AuM at end-2012.

With offices in nearly 20 countries around the world, NGAM consolidated its international distribution around the Durable Portfolio Construction (DPC) platform, an approach that takes into account the volatility of today's markets as well as the new expectations of financial investors. Its message has a global reach with an array of solutions on an international scale. It also gives us the opportunity to use marketing, public relations and international advertising campaigns to invest in the "Natixis Global Asset Management" brand.

ASSET MANAGEMENT BUSINESS IN EUROPE

The European asset management business posted €319.8 billion in assets under management at end-2013, a very slight increase on the end-2012 figure of €318.3 billion. This was due to a positive market effect; however, it was undermined by sharp net outflows in money market funds. All European asset management companies saw an increase in assets under management in 2013.

European asset management companies at end-2013 *(assets under management in billions of euros):*

- Natixis Asset Management (€291 billion): Fixed Income, European equities, investment and client solutions, volatility and structured products, global emerging and responsible investing.
- AEW Europe (€18 billion): management of real estate assets, real estate investment trusts (SCPIs) and real estate mutual funds (OPCI).
- VEGA Investment Managers (40%-owned, €5.4 billion): funds of funds management and fund selection.
- H_2O Asset Management (€3.1 billion): global macro multi-strategy and international Fixed Income management.
- Natixis Environnement et Infrastructure Luxembourg (€0.9 billion): financing for existing ("brownfield") infrastructures.
- Ossiam (€1.1 billion): strategic ETF (Exchange Trade Funds).
- Mirova Environnement et Infrastructure (€0.2 billion): financing for infrastructure projects.

Natixis Global Asset Management operates in Europe through Natixis Asset Management, one of the leading European asset management companies.

Natixis Asset Management offers proven expertise in the main asset classes and portfolio management styles. It also provides privileged access to the complementary expertise of VEGA Investment Managers, specializing in fund selection and funds of funds management, Dorval Finance in flexible portfolio management and H_20 Asset Management in global macro alternative investment management from London. In addition, Ossiam, which specializes in strategic ETFs (Exchange Traded Funds), expanded its range with the introduction of new funds listed on the Paris, Frankfurt, London, Milan and Zurich markets in 2013.

Natixis Asset Management's assets under management totaled €291 billion at end-2013 versus €292.5 billion at end-2012. Money market products recorded heavy outflows due to unattractive short-term interest rates and the intense competition in on-balance sheet investment products. By contrast, assets under management for diversified, matching and fixed income products increased.

Further progress was made in the implementation of Natixis Asset Management's strategic plan structured around six specialized divisions (Fixed Income, European Equities, Investment and Client Solutions, Volatility and Structured Products, Global Emerging and Responsible Investment). In particular, a Networks department was set up to support Groupe BPCE's banking networks and Mirova, an asset management company dedicated to responsible investment and a leader in several areas of SRI (socially responsible investment) became a subsidiary of Natixis Asset Management on January 1, 2014. These changes are part of a stated intention to include Europe in the optimization of NGAM's multi-affiliate model.

The performance of UCITS managed by Natixis Asset Management improved and the percentage of bids won increased. New collective products and packaged funds were launched for the Banque Populaire and Caisse d'Epargne networks. Strengthening sales for Natixis Asset Management and its subsidiaries in Europe, and developing synergies within the Investment Solutions division remain major priorities.

AEW Europe is owned in partnership with Caisse des Dépôts, which has a 40% stake. This subsidiary is a European leader in investment advisory services and third party real estate asset management. AEW Europe is present in nine European countries, notably in Paris and London, and managed €18 billion in real estate assets at end-2013 versus €17.4 billion at end-2012. The partnership between AEW Capital Management – in the United States and Asia – and AEW Europe constitutes a global platform occupying the 6th leading position in the world in terms of AuM. AEW Europe experienced growth in both inflows and transactions in 2013.

Together, Natixis' European asset management companies provide a full range of products and services covering all traditional asset classes – money market, fixed Income, equity and real estate – rounded out by expertise in high value-added areas such as structured products, socially responsible investment and funds of funds management.

They received numerous awards for the performance and specific features of their investment funds.

ASSET MANAGEMENT BUSINESS IN THE US AND ASIA

Assets under management for the 15 US subsidiaries totaled $419.4 billion at end-2013, compared to $353 billion in 2012, representing record growth of 18.8%. A strong positive market effect contributed to the growth in assets under management of all of the US asset management companies. In Asia, assets under management rose from €4.3 billion to €5.2 billion.

Net inflows for the US companies, excluding market effects, reached a very impressive $30.8 billion, a level close to the historic high achieved in 2007. The largest inflows were recorded by Harris Associates (equity products) with $18 billion, Loomis and Sayles (bond and equity) with $10 billion and Reich and Tang (money market) with $4 billion.

The group's US asset management companies directly provide distribution services for institutional clients in the United States. In the retail banking segment, they benefit from strong support from the distribution platform, which provides asset management products, advisory and structuring capabilities, and related services that can be tailored to differences in markets and distribution channels. This platform supplies both volume retailers and private investment advisors.

In 2013, the distribution teams were further expanded, posting strong sales performance. They also assisted US asset management companies in developing product sales in the Asia-Pacific region, Singapore, Taipei, Hong Kong, Japan and Australia.

In 2013, several portfolio management teams and individual portfolio managers were once again recognized with awards, in particular those of Loomis and Harris Associates.

US and Asian asset management companies at end-2013 *(assets under management in billions of dollars):*

- Loomis Sayles ($199.8 billion): equities (growth, core, value) and bonds (core to high yield).
- Harris Associates ($118.1 billion): US and international value stocks.
- AEW Capital Management ($18.5 billion): real estate.
- Reich & Tang Asset Management ($16.7 billion): money market.
- Gateway Investment Advisers ($12.5 billion): hedged equity.
- McDonnell Investment Management ($11.7 billion): municipal bonds.
- Vaughan Nelson ($10.3 billion): value stocks and bonds.
- Aurora Investment Management ($9.3 billion): funds of hedge funds.
- IDFC (20%-owned, $6.3 billion): Indian stocks and bonds.
- Managed Portfolio Advisors ($5.7 billion): overlay strategies.
- Hansberger Global Investors ($4.6 billion): international equities.
- Alpha Simplex ($4.3 billion): quantitative.
- Capital Growth Management (50%-owned, $4.0 billion): equities.
- Snyder ($2.2 billion): US small- and mid-cap value stocks.
- Caspian Private Equity (35%-owned, $1.2 billion): Private Equity.
- Absolute Asia Asset Management ($0.9 billion): Asian equities (excluding Japan), emerging Asian equities.
- Active Investment Advisors ($0.5 billion): discretionary index-based strategies.

1.4.2.2 Insurance

Natixis provides a wide range of insurance products for retail customers, independent professionals and, to a lesser extent, corporate clients. Pension and life insurance products, which are mainly distributed by the Banque Populaire network, work in synergy with the other Investment Solutions business lines. The personal protection insurance business records consistently strong growth and features a wide variety of solutions distributed by the Banque Populaire and Caisse d'Epargne networks ranging from death benefit, work cessation and dependency products to payment protection insurance. Lastly, car and home insurance products available to retail customers in the Banque Populaire network are rounded out by a broad offering aimed at the Banque Populaire network's professional customers.

Natixis Assurances operates in Luxembourg through its subsidiary Natixis Life, and in Lebanon through an equity stake in a subsidiary in partnership with a local private bank.

Natixis Assurances' total revenue reached €4.173 billion in 2013.

LIFE INSURANCE REGAINS ITS APPEAL

2013 was particularly rich in legislative and regulatory activity. Nevertheless, this did not destabilize the tax regime for life insurance. Following net outflows in 2012, the life insurance market recorded net inflows in 2013. The average return offered by life insurance contracts has become attractive again compared to the level of interest available on the Livret A and LDD passbook savings accounts.

In 2013, insurers continued to play a major role in social welfare. They also played a massive part in corporate funding, particularly for SMEs and mid-tier firms.

For its part, Natixis Assurances posted a 36% increase in gross life insurance inflows, far greater than the bancassurance market. Assets rose by 4% to €39.2 billion at end-December 2013 and inflows invested in unit-linked policies totaled 18%.

SHARP GROWTH IN PERSONAL PROTECTION INSURANCE

Growth in the personal protection insurance business remained strong in 2013, with premiums increasing by 14% to €606 million. Payment protection insurance accounted for 66% of personal protection insurance premiums in 2013.

PROPERTY AND CASUALTY INSURANCE: SOLID GROWTH MOMENTUM

In a highly competitive market, Natixis Assurances continued to record strong business growth, driven by Groupe BPCE's ambitions (Ambition Banquier Assureur program). On the whole, earned premiums in the property and casualty business rose 9% to €272 million, a far greater increase than that of the market (+2% - *Source: FFSA - GEMA - 2013*).

1.4.2.3 Private Banking

With €5.7 billion in assets under management and 800 active IWMAs, in 2013 Sélection 1818 was ranked number one by Gestion de Fortune magazine (January 14, 2014 – Award ceremony and fund review in 2013) and confirmed its position as the leading multi-service and multi-product platform on the French market for independent wealth management firms. Sélection 1818, a subsidiary of Banque Privée 1818 and Rothschild & Cie Banque, emerged from the April 2011 merger of the 1818 Partenaires and Sélection R platforms. It offers a full range of open-architecture products and services.

In a difficult, highly competitive environment, Sélection 1818 collected gross inflows of almost €800 million, claiming 13% of market flows.

WEALTH MANAGEMENT INNOVATION AND EXPERTISE

Both in France and abroad, business owners and senior executives represent the core target markets of Private Banking teams in charge of direct customers (€5.4 billion in assets under management at December 31, 2013). These teams work regularly with Natixis' coverage teams. To meet the specific expectations of this demanding customer segment, they constantly seek to provide clients with innovative and customized solutions.

Notable achievements in 2013 included the appearance of Banque Privée 1818's Corporate Advisory team in Décideurs magazine's annual rankings (November 14, 2013 – Date of the Private Equity Exchange event). The team is referred to as "excellent" in the support it provides management teams in LBOs (management package advisory). Finally, 2013 saw further expansion of the product range, particularly in the areas of structured and real estate products through real estate investment trusts and division of property programs.

VEGA INVESTMENT MANAGERS

One year on from its creation, VEGA Investment Managers' is benefiting fully from its dual ownership structure (60%-owned by Banque Privée 1818 and 40%-owned by Natixis Asset Management).

The result of the merger of Natixis Multimanager and 1818 Gestion on December 31, 2012, VEGA Investment Managers' teams have pooled their expertise to create a dynamic company. The company specializes in bespoke investment management solutions for private investors. It is also Natixis' specialized unit for open-architecture fund-of-funds management and fund selection for all kinds of clients (individuals, institutions and companies). It activity is structured around three business lines: collective investments, discretionary portfolio management and advisory & fund selection. VEGA Investment Managers is developing a rigorous investment strategy and in 2013 it was recognized as the best French asset manager in its category in the European Funds Trophy awards (February 2013).

Its two French equity funds, Elite 1818 France Opportunité and Sopraine Actions France, are among Gestion de Fortune magazine's top ten funds over five years in the French Equity large caps category (December 2013 - Performances as of November 15, 2013). To date, VEGA Investment Managers is the only asset manager to have had two of its funds at the top of this prestigious ranking.

1.4.2.4 Private Equity

Through its historic Private Equity specialist, Natixis Private Equity (NPE), Natixis has been a key Private Equity services provider focusing on SMEs and covering the various segments of venture capital, expansion capital and diversified funds of funds in both France and abroad.

Underpinned by this strength and experience, Natixis decided in 2008 to restructure this business and focus on Private Equity structures capable of meeting the needs of external investors. Under Natixis' Investment Solutions division, Private Equity is a long-term alternative investment solution that the bank offers to its clients.

Natixis is positioned in the real economy via a range of financing, growth and sustainable support solutions provided to more than 500 companies, most of which are in France. In this role, it offers a range of high-potential original products in the form of genuinely diversifying long-term investments that are not easily accessible to investors directly.

Natixis' Private Equity operations comprise three distinct and complementary business lines, six asset management companies and almost €5.1 billion in assets under management. The majority of the more than 120 employees are seasoned investors in unlisted companies.

VENTURE CAPITAL

Seventure Partners. Following its 2012 merger with Masseran Gestion Capital Risque, Seventure Partners is now one of the leading French venture capital firms (approximately €500 million under management) and is establishing itself as the main provider of tax exemption products for both of Groupe BPCE's banking networks. New strategic projects are aimed at expanding the Seventure Partners product range, particularly for more institutional clients wishing to invest in areas of innovation. Seventure Partners finances companies operating in three areas of expertise: software and Internet, electronics and telecom and life sciences.

Naxicap Partners. With 49 employees and 22 years' experience, Naxicap Partners is one of France's leading providers of expansion capital on the SME segment. It ensures regional coverage through five offices around France.

In 2012, Naxicap Partners carried out two acquisitions with the purchase of a 100% stake in AtriA Capital Partenaires and of a 30% minority stake in IFE Mezzanine. As a result, Naxicap Partners is able to consolidate both its portfolio of potential investors and its expertise on the capital transfer and mezzanine segments. The company now manages almost €1.5 billion (excluding IFE Mezzanine's assets).

Development on behalf of third parties, which was significant in 2012, continued in 2013, with assets under Naxicap Partners' management reaching €1.5 billion, practically equal to Natixis' commitment.

Alliance Entreprendre. This 12-person company manages €156 million via venture capital funds marketed primarily through the Caisse d'Epargne network, but also through external investors. The company operates mainly in France and specializes in buyouts and capital restructuring operations.

FUNDS OF FUNDS AND INVESTMENT ADVISORY SERVICES

Funds of funds were launched some 10 years ago and are perfectly suited to the needs and demands of certain investors because they offer a wide variety of underlying assets while limiting risk. This activity covers various strategies in Europe, the United States and Asia and various stages of a company's life cycle. Investment strategies are varied: primary, secondary and co-investment.

Investment advisory services provide advice on allocation and fund or SPE selection for a Private Equity portfolio adapted to each investor's specific risk profile.

This unique range of products currently draws on three asset management firms:

Euro-PE: A Swiss asset manager that manages nearly €2.3 billion, Euro-PE joined Natixis' Private Equity teams in May 2013. It provides expertise in Private Equity and infrastructure investment advisory services. The company provides a primary and secondary fund portfolio selection and management service, as well as direct co-investment in major locations.

Euro PE offers personalized, discretionary or non-discretionary portfolio management and advisory services to both private and institutional clients. The company selects international funds of venture capital, growth capital, buyouts and infrastructure with a strong emphasis on Europe and ethical values of its clients.

Caspian Private Equity: Created in 2008 and based in New York, Caspian Private Equity is an asset management firm comprising 13 professionals advised by a Strategic Committee. With almost $1.4 billion under management, Caspian Private Equity's products are primarily structured around funds investing directly in US small- and mid-caps and investment advisory services (mandates).

Eagle Asia Partners: Eagle Asia Partners was founded in 2007 by three well-known professionals and consists of the seasoned, historic team from GIC and TIF Ventures, a Private Equity entity for the Singapore government's investments. This company, which manages $220 million, is 40%-owned by Natixis and specializes in the primary fund-of-funds segment, primarily in China, India and Southeast Asia.

1.4.3 SPECIALIZED FINANCIAL SERVICES

Natixis' Specialized Financial Services division comprises two major business categories, Specialized Financing and Financial Services, with similar industry and distribution strategies.

These businesses form a core part of the development of the BPCE networks: the Banque Populaire banks, Caisses d'Epargne etc.

Specialized Financing offers retail, professional and corporate customers a range of services designed to optimize their cash management or support their investment projects: factoring, sureties and guarantees, leasing, consumer finance, and film and audiovisual financing.

Financial Services combines payment activities (credit transfers, direct debits, electronic payment transactions, etc.), securities account administration and financial market transactions (retail and Private Banking custody), and employee savings (profit-sharing and incentive plans, etc.) and pension schemes (individual and collective pension plans), service vouchers, and collective personal protection insurance.

In 2009, Groupe BPCE's "Ensemble" project targeted potential additional net revenue synergies for Natixis of almost €400 million by 2013, more than half to be generated in Specialized Financial Services. This target was exceeded at end-2013 by both Natixis and the SFS division.

The objective of further increasing synergies with the Banque Populaire and Caisse d'Epargne networks has also been included in the 2014-2017 "New Frontier" plan. This is a major element for Specialized Financial Services.

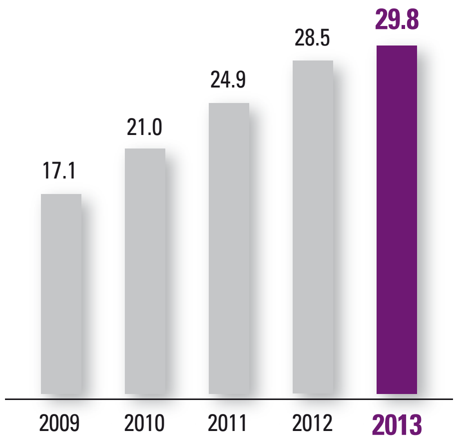
1.4.3.1 Factoring

The Natixis Factor subsidiary creates and manages solutions designed to enable companies of all sizes to optimize and manage their accounts receivable: factoring and financing, credit insurance, information and receivables management.

As the No. 4 player on the market (14.9% market share – *source: ASF at December 31, 2013*), Natixis Factor posted annual factored turnover of €29.8 billion at December 31, 2013, up 5% year-on-year, i.e. 7,500 new contracts signed with clients from the Groupe BPCE, Natixis and brokerage networks.

Natixis Factor has continued to enhance its products and services: the new ESSENTIEL offering on a flat-rate basis and with no commitment for SMEs; a smartphone application providing customers with permanent access to the key indicators of their factoring contracts.

FACTORED TURNOVER OVER THE PAST 5 YEARS (IN BILLIONS OF EUROS)



1.4.3.2 Sureties and Financial Guarantees

The insurance company Compagnie Européenne de Garanties et Cautions (CEGC) is Natixis' guarantee and surety platform for multiple business lines.

The platform offers a highly diverse range of products tailored to various economic participants: individuals (joint-and-several mortgage guarantees), professionals (business start-ups/transfers, equipment, commercial property), social economy and social housing, public-private partnerships, real estate companies and professionals: builders, developers, third party management of retail and office space, property administrators and realtors.

CEGC ranks second in the French market for mortgage guarantees for individuals and guaranteed €22.3 billion in loans in 2013 (+44%) in a market driven by loan renegotiations.

The company shares the leading position in the property administration, third party management of retail and office space, and realtor market, issuing nearly 4,800 guarantees under the Hoguet Law. It guaranteed the completion of 14,411 single-family homes in France, accounting for 25% of the market.

CEGC is also present on the business market, with more than 50,000 guarantees issued in 2013, up 16%.

■ CEGC'S REGULATORY GUARANTEES (IN MILLIONS OF EUROS)

1.4.3.3 Leasing

Natixis Lease is a key player in the French leasing market. It supports companies and other professionals in all of their equipment and real estate leasing investment projects. Social economy and institutional players are also among Natixis Lease's customers. Natixis Lease is a subsidiary of Natixis and develops and distributes one of the widest ranges of integrated solutions on the market in terms of equipment and real estate leasing, long-term vehicle leasing, renewable energy financing and IT operational leasing. It also arranges and syndicates customer loans.

Two of Natixis Lease's strengths, its specialization in corporate finance and its in-depth knowledge of professional real estate, gives it a better understanding of customer expectations in the Banque Populaire, Caisse d'Epargne and Natixis networks.

In the persistently sluggish economic climate, new real estate leases decreased 8% to €679 million, whereas new equipment lease (refocused on the Groupe BPCE networks) remained relatively stable at close to €1.6 billion.

With new business of €234 million, Natixis Lease saw a marked increase in renewable energy financing and the volume of transactions organized doubled in one year.

In 2013, Natixis Car Lease launched its new long-term vehicle leasing offer with the majority of the Caisses d'Epargne and Banque Populaire banks and received close to 4,000 orders, a 14.5% increase over 2012.

1.4.3.4 Consumer Finance

Natixis Financement develops revolving credit products and manages personal repayment loans for Groupe BPCE banking networks.

It provides the full range of consumer finance expertise for Groupe BPCE banks: design and marketing, network coordination, credit scoring, management and carrying of loans, collections and litigation. Despite an unsupportive consumer financing backdrop during the year, Natixis Financement maintained solid commercial momentum in both revolving credit and repayment loans.

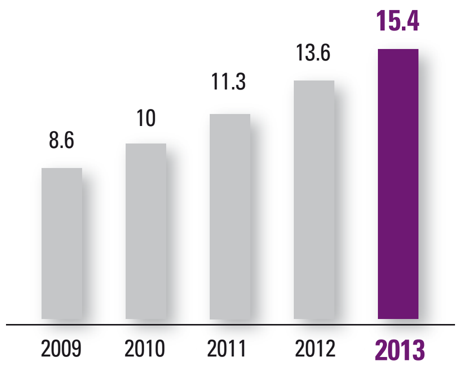
New loans totaled €7.9 billion (nearly €1.1 billion for revolving credit and more than €6.8 billion for personal repayment loans).

Outstanding loans climbed 13% year-on-year to €15.4 billion at December 31, 2013, thus cementing the company's No. 3 spot on the French market *(source: annual reports, Natixis Financement survey)*.

These solid performances allowed Caisses d'Epargne and Banques Populaires to gain market share, highlighting the effectiveness of the model developed by Natixis Financement with the BPCE networks.

The joint venture between Natixis Financement and BNP Paribas Personal Finance to develop a shared IT platform came into effect on January 1, 2013 with the creation of the United Partnership JV.

■ CHANGE IN OUTSTANDING MANAGED LOANS (IN BILLIONS OF EUROS)



1.4.3.5 Film Industry financing

Operating through the Natixis Coficiné subsidiary and holding market-leading positions in France and Europe, Natixis finances the full range of audiovisual professions.

After initially targeting a French client base, Natixis Coficiné has now expanded to other markets in the European Union (Germany, Belgium, Spain, Luxembourg, and the UK) and Canada.

In 2013, Natixis Coficiné issued new loans totaling €285 million, down 13% due to strong growth in the 2012 fiscal year. Total provision of funds amounted to €625 million, down 2% year-on-year.

1.4.3.6 Employee Savings Schemes

Natixis offers a comprehensive range of employee benefits planning solutions, developed by Natixis Interépargne and Natixis Intertitres. These include employee savings, pension schemes, employee share ownership, collective insurance and special payment vouchers.

In 2013, Natixis Interépargne consolidated its leading position in employee savings account administration in France, with over 3 million employee accounts under management, i.e. market share of 26.5% *(source: AFG at June 30, 2013)*.

For the fourth year in a row, the collective pension plan (PERCO) offered posted robust growth, particularly in the corporate and institutional client segments. The number of PERCO accounts increased 32% year-on-year, taking the market share of accounts under management to 29.9% *(source: AFG at June 30, 2013)*.

The employee savings offer tailored to SMEs and professionals, distributed by the Banques Populaire and Caisse d'Epargne networks, delivered another strong performance with close to 12,850 new contracts.

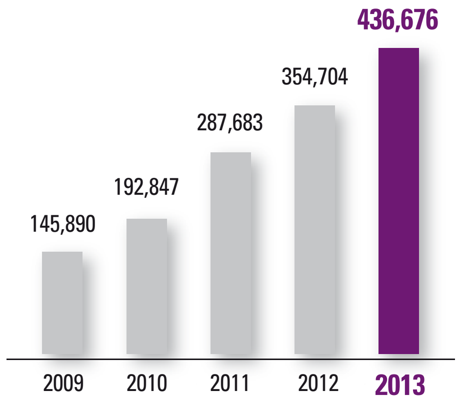
Natixis continued to broaden its virtual service offer in 2013, in line with its policy of continuing innovation to offer employee savers more independence: simulator tools, a virtual advisor, e-services, a natural language voice interactive server and a smartphone application. These services have met with great success.

Payment vouchers, such as Chèques de Table® (meal vouchers) and CESU Domalin® (employment services vouchers), issued by Banques Populaires, Caisses d'Epargne and Natixis posted stable growth and an increase of 9.7% in the total equivalent amount, mainly to mid-caps and local authorities.

In 2013, Natixis prepared the launch of its card-based meal voucher, in preparation for regulatory changes expected in the first four months of 2014.

In 2013, Titres Cadeaux, a joint venture with La Banque Postale, continued its development by expanding the scope of its CA DO Carte multi-brand prepaid gift vouchers. Issues of CA DO Chèque and CA DO Carte came to an equivalent amount of €106 million at end-2013.

CHANGE IN THE NUMBER OF COLLECTIVE PENSION PLAN (PERCO) CLIENTS



Source: AFG at June 30, 2013.

1.4.3.7 Payments

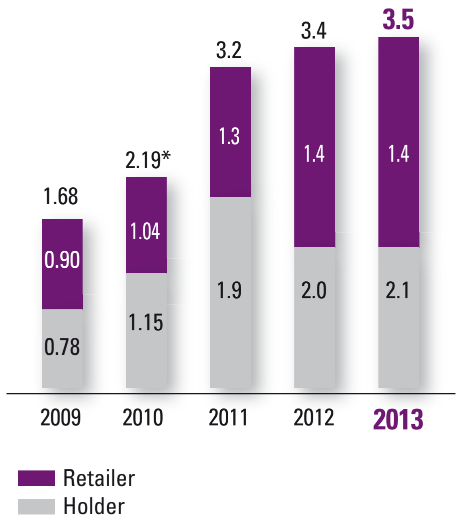
Natixis' payments business combines management of payment tools and systems with services to retail customers.

Payment flows are processed by specialist subsidiary Natixis Paiements. It handles payment transactions (checks, mass and single transactions, electronic banking, etc.) across the entire range of interbank channels, while also offering affiliated services. Natixis Paiements, a unified payments operator for Groupe BPCE, processes payment flows for the Banque Populaire banks, the Caisses d'Epargne, major French banking institutions and some 60 other banks and financial establishments.

Natixis Paiements, the No. 3 payments operator in France, with market share of over 20% in the exchange systems and electronic banking field, processed close to 6.7 billion mass transactions in 2013.

In electronic banking, Natixis Paiements is developing a full array of services for the bank distribution networks, ranging from product design to technical and marketing support. Natixis Paiements contributes to the development of professional and retail markets and prepares the systems needed to launch new products (e.g. contactless payments, debit/credit cards, prepaid cards, e-commerce, etc.). Natixis Paiements managed over 17 million cards and processed nearly 3.5 billion card transactions in 2013.

CHANGE IN NUMBER OF TRANSACTIONS PER PREPAID CARD (CARDHOLDERS AND RETAILERS) (IN BILLIONS OF TRANSACTIONS)



* *Including ex-GCE Paiements transactions, September to December 2010.*

1.4.3.8 Securities Services

Natixis' EuroTitres Department provides custody services for retail and Private Banking and has the leading open custody platform in France.

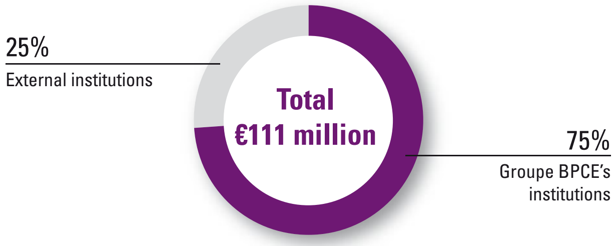
Its service offer is customizable and à la carte: secure provision of information systems, all-inclusive back office services (order routing, transaction accounting, client reporting, securities custody, etc.), dedicated middle office services and network assistance services.

Natixis serves a diversified client base comprising Groupe BPCE's banking networks, other banking institutions with or without retail networks, financial companies and Private Banking asset management firms.

Despite the decline in transaction volumes affecting financial savings firms across the Board, Natixis still manages 4 million securities accounts.

In addition, Natixis holds a 15% stake in CACEIS.

REVENUE BREAKDOWN OF EUROTITRES DEPARTMENT BY CUSTOMER TYPE



1.4.4 MAJOR CONTRACTS

1.4.4.1 Disposal of cooperative investment certificates (CCIs)

On August 6, 2013 Natixis sold all of the cooperative investment certificates (CCIs) that it held internally to the Banque Populaire banks and Caisses d'Epargne for a total of €12.1 billion. This transaction was part of a move to simplify Natixis' structure. This disposal led to the unwinding of the P3CI transaction (loan covering the CCIs).

1.4.4.2 Workout portfolio management (GAPC)

BPCE and Natixis have agreed to implement protective measures to guard against future Natixis losses and the volatility of its results brought on by the GAPC credit portfolio assets, in the form of a guarantee.

More detailed information concerning this guarantee is available in section [1.5] "GAPC".

1.4.5 FINANCIAL INVESTMENTS

Coface

COFACE, AN EXPERT IN TRADE RISK PREVENTION AND GUARANTEES FOR CORPORATE CLIENTS

To support the development of its corporate clients, both at home and abroad, Coface offers credit insurance solutions aimed at protecting companies against the risk of financial default by their purchasers. It also strives to help its clients assess and anticipate risks upstream, allowing them to make informed decisions. Coface thus offers comprehensive, detailed risk analysis of countries, sectors and companies around the world. This analysis draws on its unrivalled global network through which it offers its services in 97 countries.

Furthermore, since 1946 Coface has managed guarantees aimed at supporting and securing medium- and long-term funded French exports, as well as French investments abroad, both for and with the backing of the French government.

2013 RESULTS

Coface posted revenue of €1.44 billion in 2013, down 3.1% compared to 2012 (-1.6% at constant exchange rates and scope of consolidation). Credit insurance revenue fell by 1.2% in 2013 (at constant exchange rates and scope of consolidation) due to weak customer activity, which had a particularly harmful effect in the first three quarters but which rebounded significantly in the final quarter. In addition, factoring revenue fell by 10.6% between 2012 and 2013, following a decline of 21.8% between 2011 and 2012, which marked the end of the strategic refocusing on more profitable customers.

Net revenues for 2013 were €706 million, up 0.2% on 2012, boosted by extraordinary financial income, mainly capital gains generated from the centralization of investment management. Insurance net revenues rose 1.4%, whereas net revenues from factoring in Germany and Poland fell by 11%.

The loss ratio stabilized year on year at 53.8% in 2013 versus 53.4% for 2012.

CONTINUATION OF THE STRATEGIC PLAN LAUNCHED IN 2010

Between 2011 and 2013, Coface implemented an improvement strategy focused on bolstering these fundamentals and structured around three key issues: laying the groundwork for a self-sufficient and profitable growth model, enhancing the company's recognized expertise in its core business, credit insurance, and establishing structured but flexible governance arrangements conducive to innovation.

In 2013, activities centered mainly on three areas: innovation, business development and automation of processes.

Innovation was expressed in an expanded offering for major corporate clients, as well as an offering aimed specifically at SMEs, which will be rolled out in 2014.

A standardized sales process was defined at the beginning of 2013 to facilitate the Group's business development. This covers everything from training of sales representatives, methods of compensation and underwriting rules through to monitoring tools.

Finally, to increase the automation of its processes, all business line project owners were combined with the IT functions in a single Group division during the second quarter of 2013, thus completing the centralization arrangements established in 2012. Both functions now report to a member of the Group Management Committee. The management of financial assets has also been consolidated with the support of a single administrative platform under the responsibility of Amundi and Caceis, the sole custodian and administrator. The implementation of this reallocation resulted in the winding-up of the portfolio and the posting to profit of capital gains in 2013.

STREAMLINING OF EUROPEAN STRUCTURES

Coface has simplified and streamlined the structure of its European credit insurance activities. Since 2013, it has carried out its credit insurance activity within the European Union through a single company incorporated under French law – Compagnie Française d'Assurance pour le Commerce Extérieur – grouping together 21 branches.

AN INTERNATIONAL NETWORK OF ECONOMISTS

In 2013, Coface set up an international network of economists in strategic regions to enhance the quality of its economic publications ("Panoramas" available at *www.coface.fr*). Five economists based in Hong Kong, Istanbul, Mainz, Sao Paulo and Warsaw provide local knowledge and publish specific research on their regions in close association with the Group's economic research department in Paris.

A NEW VISUAL IDENTITY

At the beginning of 2013, Coface launched a new visual identity and logo that symbolize a revitalized, modernized image to accompany the substantial transformation of the company. This identity comes with a new tagline "For safer trade", which expresses Coface's specific added value as a credit insurer and its promise to support its customers by ensuring safer trade worldwide.

1.5 GAPC

In 2008, Natixis established a division, known as GAPC (Gestion Active des Portefeuilles Cantonnés – Workout Portfolio Management) in order to (i) isolate the assets that were most impacted by the crisis and those that are no longer deemed to fit the new strategic direction of Natixis and to (ii) progressively offload these assets by means of active management, ensuring the proper balance between speeding up the return of capital and the resale price of the assets. The assets held by GAPC, the organization of GAPC as well as the governance structure in place are described below.

Since June 30, 2009, a portion of the GAPC portfolios has been covered by a guarantee from BPCE. The mechanism, cost and accounting & prudential consequences of this guarantee are also described below.

1.5.1 DESCRIPTION OF GAPC (WORKOUT PORTFOLIO MANAGEMENT)

The process for determining the scope of the GAPC portfolio was as follows:

December 2008

- Approval of the plan to refocus Corporate and Investment Banking (CIB): CIB's operations were split into a segment known as "CIB continuing activities", consisting of the operations to be maintained, and another containing the assets to be run off within GAPC. This separation was intended to ensure optimal proactive management of the assets segregated within GAPC, to protect the operations retained within "CIB continuing activities", and to highlight the performance of the operations within "CIB continuing activities".
- Appointment of the Head of GAPC.
- Determination of the scope covered by GAPC.
- Detailed selection of segregated assets within derivative portfolios.
- Decision on valuation (transfer to banking book) of segregated assets.

First half 2009

- Decision on the organization of GAPC.
- Completion of asset transfer.
- Presentation to employee representative bodies and formation of teams.
- Valuation of assets by external advisors using base case and stress case scenarios.

Second half 2009

- Change in governance and transfer of GAPC out of CIB: GAPC is now directly under Executive Management.
- Approval and announcement in August 2009 of the principle of the guarantee provided by BPCE to Natixis (the "Guarantee").
- Formal approval of the Guarantee by the corporate bodies of BPCE and of Natixis, and implementation of the Guarantee in November 2009 (retroactive effect to July 1, 2009).

1.5.2 DESCRIPTION AND VALUATION OF SEGREGATED ASSETS WITHIN GAPC

The identification of assets for segregation was primarily based on three criteria: (i) assets or operations that did not offer, or no longer offered, synergies with the CIB continuing activities with regard to CIB's new direction laid out in 2009; (ii) assets or operations offering poor returns on the capital or cash tied up; (iii) assets or operations with excessive risk profiles or offering insufficient liquidity.

GAPC's final scope thus includes the following proprietary investment activities: structured credit, credit correlation portfolios (since 2010 only the counterparty risk component remained as all market risk had been disposed of), portfolios of complex interest rate and equity derivatives, as well as structured funds. At December 31, 2013, these operations accounted for €9.1 billion in risk-weighted assets, before the effect of the Guarantee (under Basel 3).

1.5.3 REVIEW OF CREDIT ASSETS

The credit asset portfolio was assessed line by line by external advisors at the end of the first half of 2009, using the following methodology:

- measurement of potential losses at completion (maturity) of underlying assets, regardless of any hedging on the basis of micro and macroeconomic assumptions comparable to those used by the US authorities as part of their stress testing of US banks;

- measurement of the recovery rate of these losses at completion for assets insured by monoline insurers on the basis of a credit analysis specific to each monoline insurer;
- analysis of the sensitivity of results on the basis of "high stress" assumptions and, as regards monoline insurers, junior treatment of the CDS contracts compared to the financial guarantees.

This review concluded that the valuation in the Natixis financial statements of these assets reflected the losses at completion expected in the event of a stress scenario. The external valuation carried out gave a total portfolio value of €36.6 billion. The assumptions used were downgraded with respect to certain digital assets at the request of Natixis' management, trimming €2 billion off this value (€34.6 billion), ending up very close to the value at which these assets are carried in the Natixis accounts (€34.4 billion).

1.5.4 DESCRIPTION OF THE GUARANTEE

1.5.4.1 General mechanism of the Guarantee

Although correctly valued, the sensitive credit asset portfolio remains notably exposed to the volatility of these assets with a potential impact on the income statement and capital adequacy ratio of Natixis. In order to deal with this risk, which Groupe BPCE is better equipped to manage than Natixis alone, BPCE and Natixis agreed to put in place a mechanism to protect Natixis against future losses and earnings volatility potentially stemming from this credit asset portfolio, represented by the Guarantee.

The Guarantee, which was agreed in principle and announced in August 2009, was formally approved on November 12, 2009 by the corporate bodies of BPCE and of Natixis, with retroactive effect to July 1, 2009.

The Guarantee covers credit assets, except for complex credit derivative portfolios and RMBS portfolios (fully sold on December 31, 2012) insured by US Agencies (FNMA known as Fannie Mae, FHLMC known as Freddie Mac) but including the hedging of risks linked to counterparties not providing collateral.

The general mechanism behind the Guarantee is based on the establishment of:

(i) two Total Return Swap agreements (TRS), one in dollars and the other in euros covering 85% of the net value of the assets recognized in the trading portfolio and risks linked to counterparties not providing collateral. The purpose of these TRS is to transfer 85% of the gains or losses of the accounting units in which the assets are recognized at their fair value through profit or loss. On top of these two TRS, Natixis purchased an option from BPCE (the "Option") allowing it, should it be exercised, to recover, in 10 years' time, the capitalized net performance of the portfolios covered by the TRS and to terminate the TRS;

(ii) a financial guarantee covering 85% of the nominal value of the assets recognized under IFRS as "Loans and receivables" (L&R) and "Available-for-sale assets" (AFS), as determined at the effective date of the guarantee (i.e. June 30, 2009), less any amortization expensed prior to June 30, 2009. Pursuant to the terms of this financial guarantee, in the event of non-payment confirmed on the scheduled contractual payment date of sums due in respect of any of the assets in the guaranteed portfolio, Natixis will be paid by BPCE from the first euro up to 85% of the amount due. The payment will be made in the currency in which the defaulting asset is denominated. The expiry date of the guarantee granted to Natixis is that of the asset in the guaranteed portfolio with the longest maturity – currently April 28, 2099 – plus nine months (bearing in mind that this date may be brought forward to the date of termination of the guarantee in the event of a change in control at Natixis within the meaning of Article L.233-3 of the French Commercial Code). The expiry date of the financial guarantee is the date from which Natixis is no longer required to pay over to BPCE the sums recovered on assets in the guaranteed portfolio having defaulted. It post-dates the expiry date of the guarantee by 15 years.

The Guarantee covers portfolio assets held both by Natixis and by its subsidiaries, and agreements between Natixis and its subsidiaries have been put in place with respect to this mechanism.

1.5.4.2 Cost of the Guarantee

The implementation of the Guarantee triggered two payments to BPCE:

- the first for €1.183 billion in respect of the financial guarantee (including €1.035 billion for assets recognized as loans and receivables (L&R) and €148 million for available-for-sale assets (AFS) versus €1.249 billion in provisions; and
- the second for €367 million in respect of the Option.

The terms and conditions of the agreements constituting the Guarantee were deemed reasonable and balanced from a financial perspective for Natixis by Mediobanca.

In 2013, the impact of the Garantee on the Natixis financial statements was - €52.2 million. Over this period, disposals represented a €1.934 billion nominal amount for assets covered by the financial guarantee, and a €2.974 billion nominal amount for assets under the TRS, with a net impact on results before the Guarantee of - €2 million.

1.5.4.3 Accounting and prudential consequences of the implementation of the Guarantee

The implementation of the Guarantee did not have an initial impact on Natixis' earnings. Since then, the consequences are as follows:

- changes in the value of the portfolio guaranteed, from June 30, 2009, by the TRS will be offset by the TRS up to 85%;
- the Option is measured at fair value through profit and loss primarily on the basis of the change in the value of the portfolio guaranteed by the two TRS;
- the equivalent value of the €1.183 billion payment in consideration for the financial guarantee is amortized almost symmetrically with the reversal of the provisions for write-down that were funded for this portfolio at June 30, 2009 and the amortization of reclassification discounts.

On the other hand, Natixis enjoyed a substantial prudential impact, representing a reduction in its risk-weighted assets and its regulatory deductions, resulting in an increase in its Core Tier 1 ratio at December 31, 2013.

1.5.5 GAPC GOVERNANCE

The implementation of the Guarantee was accompanied by a change in governance at the end of summer 2009, resulting in:

The establishment of a CSG (Comité de Suivi de la Garantie – Guarantee Monitoring Committee), responsible solely for the GAPC scope covered by the Guarantee:

- the members of the CSG are the Executive Chairman of BPCE and the Chief Executive Officer of Natixis. The Heads of Finance, Risk, Legal Affairs and Strategy of BPCE and Natixis are systematically invited to the meetings, in addition to the GAPC management team;
- the CSG meets every quarter and can also be convened at will when circumstances so require;
- in order to be in a position to properly carry out its responsibilities, the CSG receives regular reports of necessary information and follow-up on issues dealt with by other Committees connected with the Guarantee or the guaranteed assets;
- the CSG is the decision-making body for all issues relating to the Guarantee. It is notably responsible for monitoring the proper performance of the Guarantee and in this respect may intervene in any decision, or any plans, of the CGAC (Comité de Gestion des Actifs Cantonnés – Segregated Assets Management Committee), likely to have an impact on the Guarantee mechanism and/or the obligations of Natixis or of BPCE.

Retention of existing governance structures and Committees as regards accounting, financial, risk, asset and liability management (ALM) and other issues:

- arrangements regarding ad hoc reporting (regular reporting and reporting of warnings) and specific monitoring of risks related to GAPC assets covered by the Guarantee between the BPCE and Natixis Risk Departments;
- arrangements which provide for procedures for obtaining the advice and assessment of the BPCE Risk Department on procedures implemented within Natixis regarding the GAPC assets, also including procedures to access information on the control of system reliability and model validation.

Transformation of the CRPC (Comité des Risques du Portefeuille Cantonné – Segregated Portfolio Risks Committee) into the CGAC (Comité de Gestion des Actifs Cantonnés – Segregated Assets Management Committee), responsible for the entire scope of GAPC, with the involvement of BPCE with respect to the sub-scope covered by the Guarantee.

The CGAC is the new body responsible for providing direction and monitoring regarding all counterparty and market risks relating to the operations transferred to GAPC. It has replaced the CRPC.

This change was implemented to achieve two main goals:

- to provide BPCE's representatives with increased and effective participation in this Committee's decision-making; and
- to provide BPCE, in connection with certain matters relating to the Guarantee or the guaranteed assets, with the right to suspend a decision pending review by a meeting of the CSG.

Operation of the CGAC

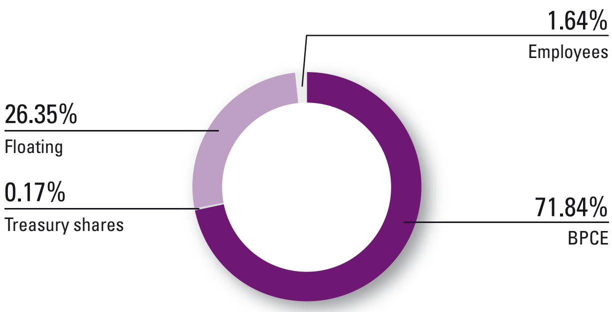
- Decisions are taken by the CGAC Chairman (namely the Chief Executive Officer of Natixis) following discussion.
- Where decisions represent for BPCE a financial impact or specific risks as a result of the safeguard mechanism, BPCE's representatives may request that the CSG examine the issue prior to the decision.
- The CGAC meets at least once every six weeks or may be convened in limited or electronic format depending on asset management needs. GAPC is systematically represented by at least one member of the management (Head of GAPC, CEO GAPC, COO/CEO deputy GAPC).
- The Natixis Risk Department, Natixis Finance Department and BPCE's representatives are each completely free to add items deemed relevant to the CGAC agenda.

1.6 Natixis and its shareholders

1.6.1 KEY SHARE DATA AT DECEMBER 31, 2013

Share capital	**€4,960,472,304**
Number of shares	3,100,295,190
Stock market capitalization (reference share price = EUR 4.274)	€13,250,661,642.06
Market	Eurolist Paris (compartment A), eligible for deferred settlement
ISIN Code	FR0000120685
Reuters Code	CNAT.PA
Bloomberg France Code	KN
Stock market indexes	CAC Next 20, SBF 80, SBF 120, SBF 250 and Euronext 100

1.6.2 BREAKDOWN OF SHARE CAPITAL AT DECEMBER 31, 2013



1.6.3 SHAREHOLDER SCORECARD

(in euros)	2013	2012	2011	2010
Earnings per share [(a)]	0.27	0.27	0.43	0.46
Book value per share [(b)]	5.33	5.76	5.35	5.47
Net dividend per share	0.16	0.10	0.10	0.23
Number of shares	3,100,295,190	3,086,214,794	3,082,345,888	2,908,137,693
Pay-out ratio	59%	37%	24%	50%
Maximum price	4.27	3.05	4.39	4.90
Minimum price	2.12	1.77	1.67	3.06

(a) *Calculated using the average number of shares (excluding treasury shares) during the period and after accounting for net interest payments on the deeply subordinated notes after tax.*

(b) *Calculated using the number of shares at December 31 of the year in question.*

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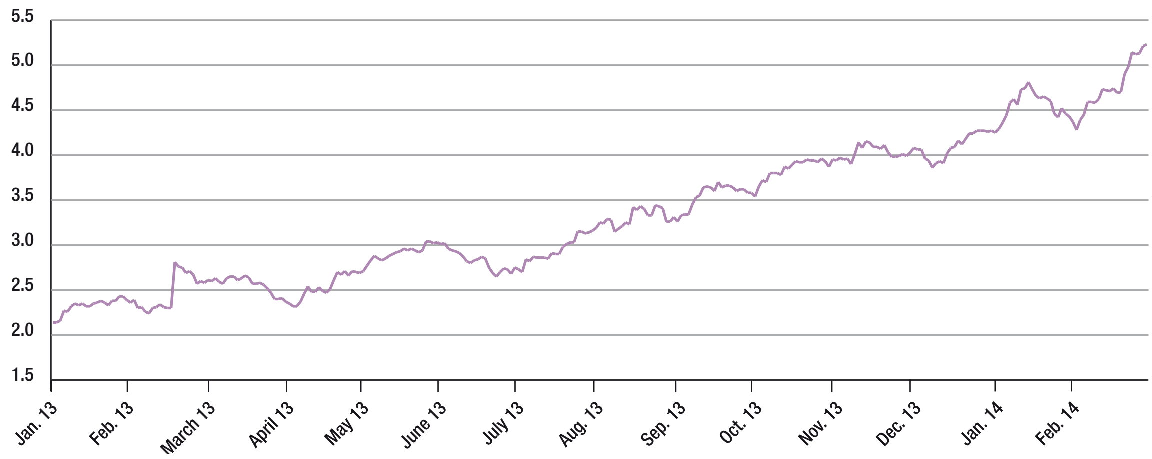
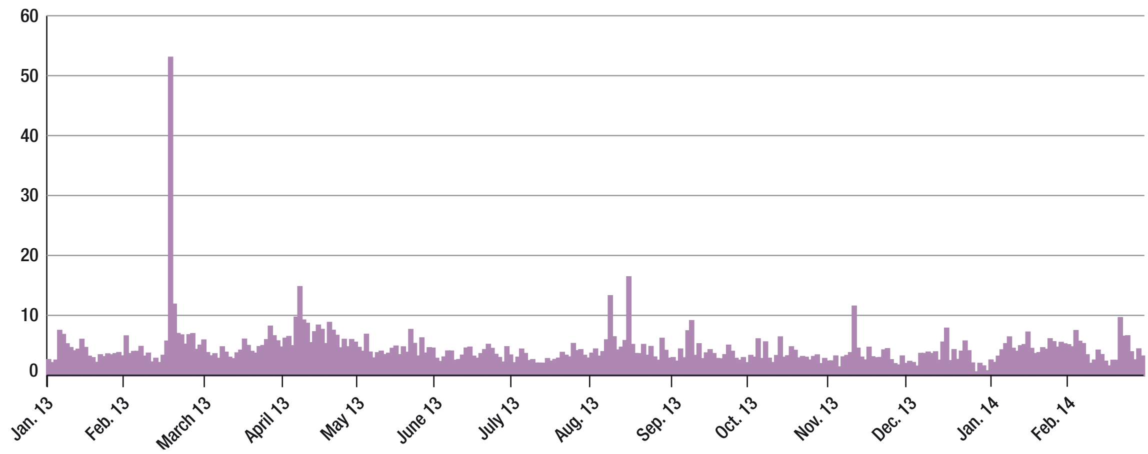
1.6.4 SHARE PRICE INFORMATION

Change in closing share price and number of shares traded

SHARE PRICE SINCE JANUARY 1, 2013 (IN EUROS)



DAILY VOLUMES *(IN MILLIONS OF SHARES TRADED)*



In 2013, Natixis' share price increased by 101% (from €2.12 at the end of 2012 to €4.27 at the end of 2013). Over the same period, the Euro zone banking stocks index (DJ Euro Stoxx Bank) rose by around 26%.

The average daily volume of Natixis shares traded on the market amounted to around 4.3 million in 2013 versus an average of around 5.7 million in 2012.

1.6.5 NATIXIS AND ITS INDIVIDUAL SHAREHOLDERS

The Natixis individual shareholder relations and communication platform has three main access points.

- A toll-free number (from a landline in France: 0 800 41 41 41) available Monday to Friday from 9 a.m. to 6 p.m. (except on public holidays). This number provides access to an interactive voice response system that gives round-the-clock access to the share price. In 2013, almost 19,000 calls were made to this toll-free number, of which 3,100 were to make inquiries and 15,900 to access Natixis' share price.
- A dedicated e-mail address *(actionnaires@natixis.com)*, managed directly by the Individual Shareholder Relations team, enables individual shareholders to send questions to the Company. In 2013, 818 questions were processed.
- The website *(www.natixis.com)*:
  - includes company information,
  - features Natixis press releases, calendar and financial news in the "Investor Relations" section and in 2013, information relating to the special dividend,
  - includes all editorial content and documents for shareholders and, in particular, all issues of the Shareholder annual Newsletter in the "Individual Shareholders' Corner".

In addition, the following two bodies coordinate relations with individual investors.

SHAREHOLDERS' CLUB

- At end-2013, the Natixis Shareholders' Club had more than 12,500 members.

New in 2013

Club membership is now open to all shareholders with at least one registered or bearer share.

Registration can be completed on the Shareholders' Club website at clubdesactionnaires.natixis.com by clicking on "Je souhaite m'inscrire" (I would like to sign up) and following the online registration procedure.

Shareholders' Club members are regularly updated on Natixis news. They also receive:

- monthly newsletters focusing on Club highlights and company financial news,
- an interactive multimedia version of the Shareholder annual Newsletter,
- periodic invitations to events relating to our sponsorship policy, which are sent by email.

Members can access a dedicated website (clubdesactionnaires.natixis.com) containing information relating to the Club and its program of activities (interactive Shareholder annual Newsletters, video conferences, chats, economic videos, events related to sponsorship policy, etc.).

Shareholders' Club members take part in events included in the Program of Activities.

- In 2013, this program included seven events (video conferences and chats) hosted by both external experts (École de la Bourse) and internal experts from Natixis' and its subsidiaries, covering economic, financial and stock market news,
- Close to 730 Club members took part in these events live, in our auditorium in the 13th arrondissement in Paris and over the Internet. Recordings of these events were then posted online and were viewed by more than 3,000 Club members.

Moreover, three information meetings for shareholders on Natixis were held in Amiens, Montpellier and Lyon. These meetings were organized in partnership with financial magazines and enabled shareholders to learn more about Natixis, its business lines, financial results and strategy. These multi-issuer events bring together hundreds of shareholders and provide individual investors the opportunity to submit questions to Natixis representatives. In 2013, discussions included Natixis' dividend payment policy and the special dividend payout.

During the General Shareholders' Meeting, a dedicated "Shareholders' Club" stand welcomes Club members and prospective members and provides information on Natixis to all shareholders.

Once again this year, Shareholders' Club members were personally invited to the Actionaria trade show by letter accompanied by an invitation giving them free access to the event. They were also personally welcomed at the Natixis stand.

NATIXIS SHAREHOLDERS' CONSULTATIVE COMMITTEE (CCAN)

- The CCAN is an advisory body and sounding Board composed of 12 members that represent Natixis' individual shareholders. These members are themselves individual shareholders chosen through an application process that includes an interview. A third of its members are renewed each year, following a call for applications sent via the usual communications media used to inform shareholders.

- The CCAN is dedicated to individual investor relations, in particular the preparation of the year's two main meetings with shareholders: the General Shareholders' Meeting and the Actionaria trade show.
- In 2013, the Committee met twice and more specifically discussed the governance of Natixis, in particular its compliance with the AFEP/Medef code to which Natixis refers. This discussion was also an opportunity for members to put questions to one of Natixis' Independent Directors.
- During its last meeting of 2013, members of the Committee reviewed the May 2013 General Shareholders' Meeting to identify areas for improvement for future meetings.

THREE KEY EVENTS MARKED 2013

On May 21, 2013, the General Shareholders' Meeting called to approve the 2012 financial statements was attended by some 500 individual shareholders. This meeting presented the work carried out by the Appointments and Compensation Committee.

The agenda for the second General Shareholders' Meeting on July 31, 2013 mainly covered plans to simplify Natixis' financial structure. Close to 200 shareholders attended. This meeting approved the principle of a special dividend payout.

For the thirteenth consecutive year, Natixis had a stand at the Actionaria trade show on November 22 and 23, 2013 at the Palais des Congrès convention hall in Paris.

The Individual Shareholder Relations team was accompanied by representatives from CACEIS, the Economic Research team and members of the CCAN. Some 400 persons visited Natixis' stand during the two-day trade show. During this year's show, Jean Cheval, the Natixis Chief Finance and Risk Officer, was interviewed in public by a journalist as part of the "Agora des Présidents" forum for chief executives. Jean Cheval answered questions, in particular on the new "New Frontier" strategic plan, bancassurance and Coface.

1.6.6 INVESTORS RELATIONS

The primary responsibility of the Investor Relations department is to maintain clear and transparent dialog with the financial community about Natixis' financial standing, strategy, economic environment and any other information that would assist in accurately assessing Natixis' situation.

The Investor Relations department provides information and resources to analysts and investors, drawing on several different methods, from formal informational meetings when major events arise (publication of annual, interim and quarterly financial statements, etc.) to road shows, conference calls and one-to-one interviews. Materials used in these meetings (press releases, presentations, etc.) as well as any other additional information (financial calendar, regulated information, corporate governance, Annual General Shareholders' Meeting, etc.) are available on Natixis' website in the Investor Relations section. From time to time, depending on current events, we also organize specific, themed presentations to enable our financial partners and colleagues to better understand the general backdrop and Natixis' specific challenges.

Natixis organizes meetings with analysts and institutional investors throughout the year at roadshows or conferences organized by brokers in the main financial marketplaces. In 2013, meetings were held in Paris, London, Frankfurt, Geneva, Zürich, Milan, Boston, New York, Philadelphia, etc.

Institutional investors and analysts can contact the Investor Relations Department by e-mail at *natixis.ir@natixis.com.*

2

Social and environmental performance

2.1 Strategic outlines and organization of the sustainable development policy

Mindful of its social and environmental responsibility and with the backing of its employees, Natixis has embarked on a sustainable development policy structured around three themes:

- **incorporating social and environmental considerations in its business activities:** the policy better identifies and manages the CSR (corporate social responsibility) risks of the projects Natixis finances and seizes opportunities for development in the green growth and responsible investment sectors;
- **minimizing its direct impact on the environment:** it reduces Natixis' resource consumption, waste production and carbon emissions and manages supplier relationships responsibly;
- **driving social progress through its Human Resources policy:** it covers career management, hiring, training, compensation, labor relations and safety.

Natixis' **corporate social responsibility (CSR) strategy and operational practices** are guided by a set of international agreements and consultations within the banking industry:

- **commitment to the United Nations Global Compact** confirmed each year since 2007;
- **adherence to the Principles for Responsible Investment** (PRI) since 2008;
- **signatory of the Equator Principles** since 2010.

Natixis is also a member of the French Observatory for Corporate Social Responsibility (ORSE) and as such participates in the work of the ORSE Finance Club.

Sustainable development structure

Natixis' CSR policy is managed by a Sustainable Development team that reports to the Communication and Sustainable Development division, the Head of which is a member of Natixis' Executive Committee.

The Sustainable Development team works alongside some 20 correspondents from Natixis' various businesses (Wholesale Banking, Investment Solutions, Specialized Financial Services, Support Functions) and in collaboration with BPCE's Sustainable Development division.

With the support of this network of correspondents, the Sustainable Development team ensures that CSR practices are integrated into Natixis' businesses and operations. The team is responsible for communicating on the initiatives taken and raising employee awareness on the subject.

2.1.1 SUSTAINABLE DEVELOPMENT AS A GROWTH DRIVER

2.1.1.1 Financing of renewable energies

Through its financing and investment activities, Natixis plays a major role in developing an environmentally-friendly economy.

In a market that is growing despite the continuing instability of the regulatory environment, in 2013 Natixis participated in the development of renewable energies in France and abroad.

In the Wholesale Banking division, the "Global Infrastructure and Projects" team financed five new deals in Canada and one in Italy, amounting to €1.364 billion (of which €158 million attributable to Natixis):

- three solar PV projects with a capacity of 144 MW;
- two wind power projects with a capacity of 420 MW;
- one biomass project with a capacity of 36 MW.

2013 Key event

Financing of the construction and operation of four solar power plants in Canada

Natixis contributed to the financing of "Northern Solar", which consists of four photovoltaic solar power plants, with a capacity of 42 MW, located in Ontario. This project's sponsor is Fiera Axium Infrastructure.

Construction should be completed in the summer of 2014. Once built, these solar power plants will supply up to 50 gigawatt hours (GWh) of electricity per year, which is equivalent to the annual energy demand of 5,000 households in Ontario.

Natixis Energéco, a subsidiary of Natixis Lease, actively supports the renewable energy industry and is one of the leading contributors to the financing of investments in this sector.

In 2013, Natixis Energéco financed 27 projects for a total amount of €473 million (of which €195 million attributable to Natixis Energéco):

- 17 solar PV projects with a capacity of 151.93 MW;
- eight wind power projects with a capacity of 153 MW;
- two biomass cogeneration projects with a capacity of 31.9 MW.

2013 Key events

Natixis Energéco: expertise as both arranger and agent serving our shareholder networks' customers

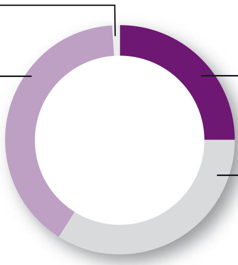
The Moulin d'Emanville wind farm, developed by JP Energie Environnement, which is a customer of Caisse d'Epargne Normandie and Caisse d'Epargne Loire-Centre, will begin production in September 2014. The power that it generates should cover 10% of the Eure-et-Loir's electricity needs. This project represents a total cost of €80 million, 34% of which was financed by Groupe BPCE.

Natixis Energéco: a pioneer in the financing of renewable energy storage

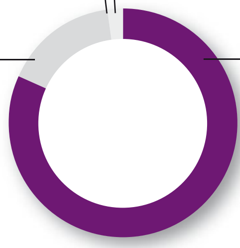
The construction of PV agricultural greenhouses and a ground-based power plant in the vicinity of the Port prison complex in Réunion is a world first given the use of batteries to control the amount of electricity fed into the grid. The project, representing power of 2x9 MW, also has a social aspect, as detainees will participate in the construction works and will receive training eventually leading to a qualification. Financing provided to the Akuo company for this project was co-arranged with Caisse d'Epargne Provence-Alpes-Corse.

The portfolio of "Sofergie" project finance and leasing activities arranged by Natixis now represents more than 10,000 MW, which can be broken down as follows:

GEOGRAPHIC BREAKDOWN OF THE RENEWABLE ENERGY PORTFOLIO AS AT 12.31.2013



TECHNOLOGICAL BREAKDOWN OF THE RENEWABLE ENERGY PORTFOLIO AS AT 12.31.2013



2.1.1.2 Responsible investment solutions

Natixis places a high value on extra-financial factors when defining its investment strategies for its clients. Natixis believes that by factoring in sustainable development concerns it can offer its investors solutions that create long-term value.

Natixis' Wholesale Banking and Investment Solutions divisions have developed dedicated expertise in this area for the benefit of their clients.

DEDICATED SPECIALIZED UNITS

In the research sector, Wholesale Banking has had a team of analysts dedicated to SRI (Socially Responsible Investment) issues since 2008. This team's approach is based on two strong beliefs:

- factoring in environmental, social and governance (ESG) criteria gives European investors not only a better understanding of a company's risks, but also access to new opportunities offered by innovative companies in the area of sustainable development;
- investors are increasingly sensitive to the environmental, social and ethical impact of their investments in what can sometimes be controversial sectors, and must be advised in their decision-making.

In this respect, Natixis' SRI team provides bespoke research analyses and services to European investors, including contributions to specialized publications, sector-specific presentations, investment optimization and SRI management structuring assistance, organization of events, etc.

Mirova, which is part of Natixis' Investment Solutions division, is the entity dedicated to responsible investment. Mirova's investment philosophy is based on the conviction that the incorporation of sustainable development considerations makes it possible to offer value-creating solutions to investors over the long term, not only due to better risk identification, but above all because of the ability to identify investment opportunities in a changing world.

It is structured around three areas: **the connection between finance and the real economy** by investing in innovative business models that will shape the future, **value creation** by identifying sustainable assets able to deliver a high long-term return, and finally **responsibility and commitment**, by actively becoming involved in the improvement of corporate, business sector and financial practices.

Mirova is developing a comprehensive approach to responsible investment

- **Equities:** investing in companies that are exposed or contribute solutions to sustainable development issues based on an original reading of the markets through eight key themes.
- **Fixed Income:** enhancing conviction-based management on the bond markets by incorporating ESG criteria within our credit analysis and supporting environmental and social issues.
- **Infrastructure:** financing potentially high-return infrastructure projects that are designed to maximize the environmental and social impacts on all of the infrastructure sectors and the renewable energy sector.

2013 Key event

Environmental and social criteria need to be incorporated into the analysis of public infrastructure projects contracted to the private sector, PPPs (public-private partnerships), BEAs (administrative perpetual leases) and DSPs (public service delegations and concessions). This process needed to be formally defined, however. In keeping with this observation, Mirova decided to produce a new ad hoc methodology based on the environmental and social analysis of an existing portfolio, that of the Public-Private Partnership Investment and Development Fund (FIDEPPP).

This public infrastructure project methodology is the result of a collaboration between Mirova's extra-financial research team, the FIDEPPP management team and the sustainable development strategic consulting firm BeCitizen. It is based on the main analysis principles of Mirova's research team (consideration of risks and opportunities, analysis of main sustainable development issues, etc.) and has been adapted to the specific requirements of public infrastructure projects.

- **Impact investing**[1]: supporting unlisted companies and structures with a high social and/or environmental impact through targeted investments (support for job creation, international microfinance, etc.).
- **Voting and commitment:** supporting institutional investors and asset managers in the exercise of voting rights and the introduction of social commitment initiatives with the aim of long-term value creation for all stakeholders.

A RANGE OF INNOVATIVE VEHICLES

2013 Key event

As part of their SRI development strategy, Natixis Interépargne and Mirova have launched **Impact ES**, the first employee savings SICAV (open-ended investment fund) entirely dedicated to SRI. The aim of this innovation is to make it easier for employees, particularly of SMEs and micro-enterprises, to access SRI and more closely involve the Inter-Union Employee Savings Plan Committee (CIES) in the governance of socially responsible asset management.

With this innovation, Natixis Interépargne and Mirova are expanding access by SMEs and professionals to accredited SRI strategies through the Banque Populaire and Caisse d'Epargne networks. Impact ES reflects the shared ambition of Natixis and the CIES to ensure easier access to socially responsible employee savings plans for all employees, whatever the size of their company.

2013 Key event

In October 2013, Natixis Assurances launched a new Horizéo life insurance policy, intended for the Banque Populaire and Crédit Maritime networks and for the regional banks affiliated with Groupe BPCE (Banque Chaix, Banque de Savoie, etc.), encompassing nearly 3,500 branches.

The Horizéo Vert pack allows customers who care about sustainable development issues to invest in financial vehicles that belong to the Socially Responsible Investment (SRI) category. The extra-financial analysis of the UCITS selected for this pack was performed by Mirova, Natixis Asset Management's dedicated SRI center of expertise.

(1) Impact investing: investment with a high social/environmental impact.

POSITIONING ON THE SRI AND SOLIDARITY MARKETS

Through its subsidiary Mirova, Natixis Asset Management is a key player in SRI and solidarity investment and the No. 2 European asset manager by assets under management in open-ended SRI funds [(1)].

With a market share of close to 28% [(2)], Natixis Asset Management remains the French market leader in solidarity investment. Natixis Interépargne, which distributes its funds, is the French market leader in solidarity-based employee savings with a 36% market share [(2)].

	2013	2012	2011
SRI and solidarity assets under management *(in billions of euros)* in open-ended, dedicated and employee savings funds [(3)]	9.0	9.3	9.3
Share of SRI and solidarity assets under management relative to Natixis Asset Management's total AuM *(as %)*	3.07	3.14	3.24
Share of solidarity investment market *(as %)*	28 [(2)]	32	35
Share of solidarity-based employee savings market *(as %)*	36 [(2)]	46.2	52.6
Number of SRI funds *(open-ended funds)*	16	15	13
Number of SRI funds with the Novethic SRI label	4	4	5
Number of solidarity-based FCPEs (French employee savings funds)	25	24	25
Number of solidarity-based funds with the Finansol label	9	8	10

(1) Source: Feri Lipper – 11.30.2013.
(2) Source: 2013 Finansol Survey (data at end-2012).
(3) Source: Natixis Asset Management at 12.31.2013 in open-ended, dedicated and employee saving funds.

ECO-RESPONSIBLE REAL ESTATE MANAGEMENT

AEW Europe, a subsidiary of Natixis Global Asset Management, provides real estate investment advisory services and real estate asset management for third parties. Under the 2010-2015 sustainable development plan, new environmental criteria have been factored in:

- for purchases of new buildings, only buildings with environmental certifications (HQE, BREEAM, LEED or BBC) [(1)] are chosen;
- for the purchase of existing buildings, environmental performance assessments are systematically carried out and are included in the provisional spending budget for environmental improvements;
- for the portfolio under management, action plans are being implemented to improve environmental performance, in consultation with tenants.

Following the certification programs conducted in 2013, two existing buildings were awarded the HQE/BBC or HQE operating label.

In addition, four assessment tools are used to measure the energy efficiency of buildings: energy audits (energy consumption with a 10-year works program), Green Rating, which AEW Europe was instrumental in setting up (environmental performance criteria in a number of areas distinguishing between intrinsic performance – independent of the building's tenants at the time – and quality of use) and the CO2 audit (status before improvement works and post-works follow-up) and the DPE [(2)].

AEW Europe has conducted energy audit campaigns on building portfolios so that it can prepare a plan for cutting energy consumption by 38% in accordance with the Grenelle law. This is the Greco (Grenelle Compliance) project, which has already been implemented on a portfolio of 50 assets and is underway on Natixis Assurances' portfolio and a portfolio of 120 buildings. This project received an innovation award in 2013 in competition with 127 other projects.

In order to monitor the energy efficiency of buildings in use more effectively, a system was set up in 2012 on six pilot sites to monitor energy and water consumption. The roll-out of this system to a large share of the portfolio began in 2013 with the outfitting of some 20 buildings.

A general information system has also been developed since 2013 for all assets managed, allowing for the assets' environmental performance to be centrally managed.

Various solutions for reducing energy consumption have been implemented, including systems for remotely monitoring heat production equipment, low-energy lighting and building envelope upgrades.

In October 2013, AEW Europe signed the Grenelle Building Plan, a charter of commitment for commercial buildings.

(1) HQE: haute qualité environnementale (high environmental quality), a voluntary French standard, BREEAM: Building Research Establishment (BRE) Environmental Assessment Method, a voluntary UK standard, LEED: Leadership in Energy and Environmental Design, a voluntary US standard. BBC: bâtiment basse consommation (low-energy building).
(2) DPE: energy performance survey

	2013	2012	2011
Purchases of certified/labeled assets *(as % of new purchases)*	50	10	32
Number and type of assessments on the portfolio of existing assets	100 energy audits 200 DPEs 10 Green Rating audits	75 DPEs 10 Green Rating audits	152 CO_2 audits 96 energy audits 58 Green Rating audits
Installation of fluid meters that can be read remotely	20	6	

THE SOCIAL COMMITMENT OF NATIXIS' PRIVATE EQUITY BUSINESS

French Private Equity investment companies are members of the Association Française des Investissurs pour la Croissance (AFIC - French Private Equity Association), which strengthened its commitment to extra-financial criteria with the creation of an ESG commission in February 2013. This commission's role is to promote the consideration of ESG (environmental, social, governance) extra-financial criteria by Private Equity companies that are AFIC members, and their holdings. It has produced a document that provides a framework for information and discussion between managers and investors.

In June 2013, AFIC also signed the United Nations' "Principles for Responsible Investment" as a "Network Supporter". AFIC's responsible investment program has in this way become a reality.

When raising funds from third-party investors that are sensitive to ESG criteria, investment companies active in the venture or growth capital segments have shared ESG strategies and practices.

Throughout the fund's lifetime, the fund manager guarantees that the investor will receive enough information to check for compliance with the ESG investment policy and process defined beforehand.

2.1.1.3 CSR risk management

COMPLIANCE

Compliance and strict adherence to the professional rules of conduct are vital concerns at Natixis. Through its preventative and monitoring activities, the Compliance Department contributes to the trust afforded by our customers, the markets and the regulators.

It provides employees with answers to questions about information management, prevention of conflicts of interest, dealings with customers and/or counterparties and dealings with the markets.

It also defines a code of conduct for employees, as well as the measures to be taken in the fight against terrorist financing, money laundering, corruption and fraud.

Natixis' compliance culture is disseminated during 360° Security Day and Compliance Day, for which more than 130 awareness-raising initiatives were organized in 2013 on the group's various locations in France and abroad.

In 2013, 28 e-learning courses on compliance issues were taken by Natixis employees in France and abroad.

Natixis also actively participates in the working Committees of national and European professional associations so that it can contribute to the debate on current regulatory issues and is able to anticipate the impact of the many banking regulation reforms, such as the Financial Regulation Bill, the Dodd Frank Act, CRD IV, Emir, etc.

Handling of customer complaints

Natixis' relationships with its customers are based on strong ethical and behavioral values that include honesty, integrity, transparency, security and prevention.

The handling of customer complaints contributes substantially to the relationship of trust with our customers. The framework procedure presenting the system applied within Natixis is updated every year.

Employee code of conduct

Every employee must fulfill a number of obligations, particularly regarding the declaration of securities accounts and personal transactions and the declaration of gifts and benefits received or offered.

These various rules are communicated to new Natixis employees during specific training sessions led by the Compliance teams.

Whistleblowing policy

Natixis has long since introduced an internal procedure giving every employee the opportunity to flag any potential failure to meet banking and financial obligations.

Prevention of money laundering and terrorist financing

Anti-money laundering and terrorist financing efforts (AML-CFT) are a core priority for Natixis and its prevention, monitoring and control system was considerably reinforced in 2013 in Natixis' entities in France and abroad.

In terms of the prevention of money laundering, Natixis has introduced:

- due diligence and KYC obligations on customer onboarding and throughout the customer relationship;

- the reporting of "suspicious" transactions to the relevant financial information department;
- regular employee training and notification to ensure compliance with these obligations. In 2013, the AML-CFT e-learning training course was updated and seven new case studies were added.

Regarding terrorist financing, funds, financial assets or economic resources identified as likely to benefit people or entities linked to terrorist acts are automatically frozen. Natixis must meet three fundamental obligations:

- checking that its customers do not appear on the official lists of people or entities suspected of participating in terrorist financing;
- introducing permanent control procedures to detect and freeze funds belonging to people or entities appearing on these lists;
- complying with sanctions against various countries.

Prevention of fraud and corruption

The prevention of fraud is viewed by Natixis as a major concern. Natixis is therefore fully committed to guaranteeing a secure environment for its customers, partners and employees. Integrity, loyalty and ethical behavior are strong values at Natixis and form a first line of defense against fraudulent practices. Natixis' anti-fraud culture is also constantly reinforced through regular awareness-raising campaigns for its employees and customers, and specific controls of activities that are especially at risk. In 2013, the emphasis was mainly on social engineering-type fraud.

Prevention of corruption

At Natixis, the prevention of corruption is part of an overall system of financial security. As a signatory of the United Nations Global Compact, Natixis supports its principles and in particular applies a strict procedure to gifts received and offered.

INCORPORATING SOCIAL AND ENVIRONMENTAL CRITERIA IN FINANCING OPERATIONS

By signing the Equator Principles in December 2010, Natixis acknowledged the importance of measuring the weight of the environmental and social (E&S) impact of projects financed and adopted a methodology for managing this impact recognized by a large number of financial institutions. Natixis' first year as an "EPFI" (Equator Principles Financial Institution) bank was fully dedicated to setting up its organizational structure, producing appropriate internal and loan approval procedures and running a training program for the business lines affected, which ended in the first quarter of 2012.

The application of the Principles by the business lines involved in project finance has since become fully effective, in all cases where funds are mainly allocated to a clearly identified project. The business sectors in which Natixis is involved and to which the Equator Principles methodology applies are mainly infrastructure, energy (onshore and offshore oil and gas), electricity and renewable energy, mining and metals.

Implementation

In 2011, a team dedicated to the integration of environmental and social responsibility (ESR) considerations in the Wholesale Banking business lines was created to implement and follow up on the Equator Principles.

This team has trained the various employees concerned (in the business lines, Risk Department, Compliance Department and other functional departments), totaling more than 150 people across Europe, the Americas and Asia.

This training was focused on E&S risk assessment in respect of the Equator Principles and the underlying International Finance Corporation (IFC) standards, as well as Natixis' internal processes. The training program, whose first phase was completed at the end of the first quarter of 2012, was continued in the fourth quarter of 2013 so as to include the changes made in the new version of the Equator Principles dated June 2013.

Organization

The organizational structure set up within Wholesale Banking is based on the principle that both the business lines and the ESR team are involved in the assessment and managements of transactions.

The business lines are responsible for analyzing and following up on the E&S aspects of transactions, which are considered to be an integral part of the overall assessment of risk quality. Every transaction analyzed is categorized (A = high impact, B = medium impact, C = little to no impact) according to the International Finance Corporation (IFC) classification, influencing the internal loan approval process *(see below)*.

For the most sensitive transactions (category A and, where appropriate, category B), a prior review of the E&S documentation by an independent consultant is required, particularly in order to validate the conclusions of the initial analysis and determine the additional actions needed to correct and mitigate the impacts as much as possible. An action plan is then drafted and added to the project's financial documentation so that the borrower is bound to comply with the actions envisaged throughout the loan's lifetime.

For category A (and, where appropriate, category B) transactions, the ESR team conducts a second review of the E&S documentation for the projects and the independent consultant's report, if one is required, simultaneously with the analysis by the business lines. Particular attention is paid to the transactions that pose the highest potential E&S risks. This parallel review is intended to support and confirm the analysis by the business line or to correct it.

If deemed necessary, the ESR team informs Wholesale Banking's senior management of any specific E&S issues relating to the transactions.

An E&S appendix must be produced for any new transactions subject to the Equator Principles and submitted for a loan approval decision, to be appended to the loan application, which summarizes the key factors in the project's assessment. This appendix is prepared by the business line and, in the case of category A and B projects, expanded by the CSR team, which validates or amends the project category and outlines its position on the project and any recommendations.

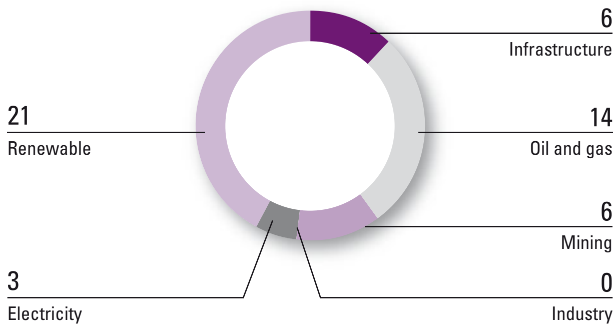
As the E&S appendix is incorporated in the loan application report, the loan approval body is aware, before making a decision, of any previous conclusions and recommendations. For category A projects, the procedure provides for referral to a higher ranking loan approval body.

The transactions undergo E&S monitoring throughout the loan's lifetime.

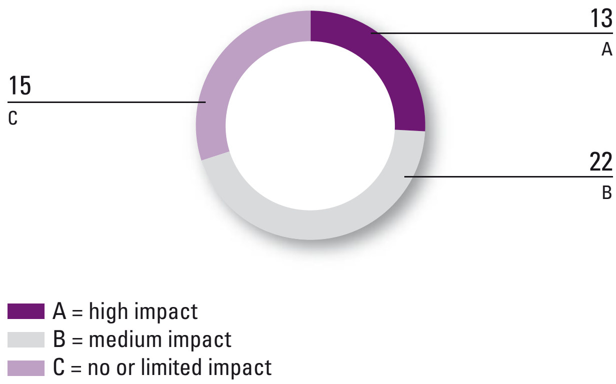
Activity

50 projects underwent environmental and social due diligence reviews in 2013 versus 26 in 2012. The breakdown of these projects by sector, region and category is shown below. Most of the loans for these transactions were approved. Some may still be in the analysis phase, however, or have been shelved for various reasons.

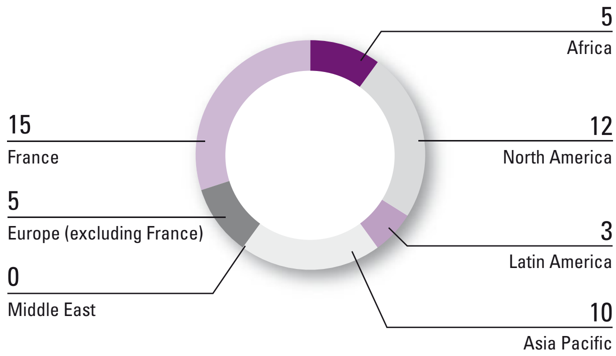
BREAKDOWN OF THE PROJECTS ANALYZED (BY NUMBER) BY SECTOR



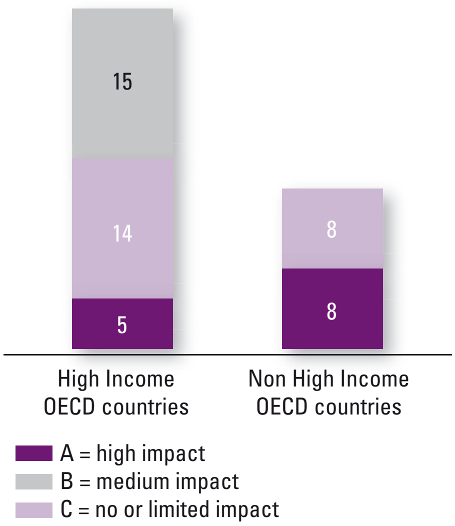
BREAKDOWN OF THE PROJECTS ANALYZED (BY NUMBER) BY CATEGORY



BREAKDOWN OF THE PROJECTS ANALYZED (BY NUMBER) BY REGION OF THE WORLD



BREAKDOWN OF THE PROJECTS ANALYZED (BY NUMBER) BY CATEGORY AND GEOGRAPHIC CLASSIFICATION



Other

In order to participate in the discussions following the strategic review of the EPs in February 2011, Natixis actively took part in two task forces as part of the preparation for the EPIII amendment and led a think-tank in 2013.

CSR RISK MANAGEMENT IN CREDIT INSURANCE

Coface, a credit insurance subsidiary of Natixis, takes into account the social and environmental risks of projects managed on behalf and with the guarantee of the French government. In accordance with the OECD's Recommendation on Common Approaches for Officially Supported Export Credits and Environmental and Social Due Diligence, an environmental and social impact assessment is systematically carried out for all projects of an amount exceeding €10 million or located in environmentally and socially sensitive areas. Such projects must comply with host country and applicable international standards, specifically those developed by the World Bank in the area of environmental protection and social well-being in its broad sense, including waste management, the protection of populations, biodiversity, cultural heritage, employee working conditions, etc.

On its website [1], Coface publishes environmental and social information about the largest projects at least 30 days before a funding decision is made so that all interested parties are informed and have the opportunity to make any comments.

Coface works closely with the parties involved to meet the standards set and mitigate potential impacts in optimum conditions. It also communicates with the general public on these procedures and their application, as well as on current projects where appropriate, while complying with confidentiality requirements.

Finally, Coface takes an active part in think tanks in order to promote certain types of projects, such as renewable energy projects, and to grant them preferential guarantee terms.

2013 Key event

A gas field production complex in Australia, guaranteed by Coface in 2013, was classed in category A. This major project presented significant environmental and social issues. International standards have been met, while the adoption of the best techniques available for this type of facility will make it possible to achieve a suitable level of environmental and social protection.

The necessary resources were marshaled to implement the expected measures for mitigating major impacts. The on-site team dedicated to the project is highly committed to making the project a model for development in the LNG sector.

All-in-all, although some impacts are irreversible, such as the construction of the on-shore complex and dredging of the port, the major ones should be controlled throughout the project's lifetime. Measures mitigating the identified environmental and social impacts will be monitored through the transmission of the many monitoring plans developed by the project team.

EXCLUSION OF THE WEAPONS INDUSTRY

Since March 2009, Natixis has followed a policy that excludes all financing and investment in companies involved in the manufacture, storage and trade of land mines and cluster bombs.

This policy applies to the financing of these companies, to proprietary investment and to third-party asset management by Natixis Asset Management, which has also launched a customer awareness program. It is verified during the decision-making process (e.g. Credit or Investment Committee) applicable to each activity concerned.

2.1.2 MANAGING OUR DIRECT IMPACT ON THE ENVIRONMENT

With nearly 22,000 employees worldwide, Natixis, like any company, has an impact on the environment in terms of both resource consumption and the production of waste and carbon emissions. To reduce this impact, Natixis has introduced an environmental policy structured around three key areas: the environmental management of buildings, the prevention of global warming and employee awareness-raising.

(1) www.coface.fr/"Public Guarantees" section.

2.1.2.1 Environmental management of our buildings

The Real Estate and Logistics Department has introduced a global cost approach to its projects and investments allowing it to factor in the environmental impact of its activities. Its environmental impact management scope in 2013 covered Natixis and most of its French subsidiaries. This represents 283,000 m² of operating premises and 17,000 workstations, as well as three data centers (including two in the capacity of operator at BPCE).

The environmental management of buildings encompasses:

- **the set-up and monitoring of certifications**

Since 2009, Natixis has been ISO 9001 [(1)] and 14001 [(2)] certified for the operation of its buildings. This certification is a seal of approval for the environmental quality and management systems introduced for all of the central buildings managed by the Real Estate and Logistics Department. In 2012, these certifications were renewed and extended to the operating departments of Natixis' data centers. They cover 246,000 m² (i.e. 87% of the surface area managed by the Real Estate and Logistics Department and 73% of the total surface area).

2013 Key event

In 2013, nearly 800 Natixis employees moved into the "Nouveau Bercy" green building, renovated in 2012.

The building is "NF Bâtiments Tertiaires Démarche HQE" [(3)] certified. The renovation also earned the HPE[(4)] label ("BBC [(5)] Effinergie Rénovation" level).

Thanks to cutting-edge facilities, primary energy consumption will be 70 Watt per m² per year versus 150 to 230 for a standard building. Improvements have also been made in other environmental areas, such as acoustic and visual comfort, waste processing, water management, and so on.

In addition, the building was made accessible to disabled people and has facilities for people with impaired sight or hearing.

- **management of resource consumption**

The Real Estate and Logistics Department ensures optimum resource management by closely managing the various resources consumed: energy (electricity, heating and cooling utilities) water and paper.

Thanks to optimized building management and increased employee awareness of "environmentally-friendly practices", the buildings' energy consumption has fallen over the past few years *(see indicators in section 2.4.2.3)*.

In 2013, the Real Estate and Logistics Department continued its policy of switching to energy-efficient lighting, with the systematic replacement of incandescent light bulbs with energy-saving bulbs and the roll-out of automatic detection lighting systems.

- **design and implementation of charters during construction**

Resuming the process begun in 2010 with the green works charter, the Real Estate and Logistics Department's teams participated in the production of Groupe BPCE's regulatory and environmental charter. This charter indicates the regulatory and environmental obligations to be obeyed for each type of outfitting or improvement operation and the best practices observed within the group.

Following on from the "Green Works Charter", the "Accessibility Charter" sets rules regarding the usability of facilities and their installation height for all project participants (client, project manager, contractors, etc.). It commits Natixis to go beyond the regulatory requirements in ensuring easier access to its buildings for disabled people.

2013 Key event

In 2013, Natixis continued to set up "disability friendly" meeting rooms to receive visitors with reduced mobility or who are hearing or sight impaired.

These meeting rooms differ particularly in their contrasting signposting, low-vision digital equipment, sound amplifying systems and large maneuvering spaces for people in wheelchairs.

At the end of 2013, six outfitted rooms were available in the various buildings.

2.1.2.2 Combating climate change

Based on the calculation of carbon emissions *(see section 2.4.3.1)*, a carbon action plan has been applied since 2011 in accordance with Natixis' operating efficiency program. It covers three main areas:

- buildings: optimization of the occupation of surface areas and reduction of energy consumption;

(1) French standard in accordance with ISO 9001: 2000.
(2) French standard in accordance with ISO 14001: 2004.
(3) HQE: haute qualité environnementale (high environmental quality).
(4) BBC: bâtiment basse consommation (low-energy building).
(5) HPE: haute performance énergétique (high energy performance).

- business travel: rules for travel by rail or air defined in the travel policy; restricted use of taxis and development of videoconferencing;
- IT: putting computers into hibernation, stricter rules for giving out mobile equipment to employees (cell phones, laptops, etc.), streamlining of the printer pool with the general roll-out of multifunction printers.

2.1.2.3 Employee training and awareness-raising

Regular communication raises employees' awareness of sustainable development to reduce their impact on the environment. In 2013, numerous articles were disseminated through internal communication media (intranet, newsletter, magazine, etc.) and events were organized for Sustainable Development Week and European Waste Reduction Week.

2013 Key event

For the ninth year running, Natixis took part in Sustainable Development Week (April 1 to 7, 2013) with the organization of various events:

- **an "idea tree" to take our sustainable development program further:** following a call for projects to all employees, an internal panel selected a dozen initiatives aimed at taking our sustainable development program further. These new initiatives are being gradually implemented, for example with the hibernation of workstations, the roll-out of presence detectors, the installation of power sockets in car parks, etc.;
- **the "green move" operation at Natixis Assurances:** moving the teams provided an opportunity to encourage employees to dispose of out-of-date documents and raise their awareness of a "responsible" attitude towards paper consumption. Thanks to the active participation of all employees, Natixis Assurances donated some of the savings made to "Les Restos du Cœur", a non-profit organization that was chosen as the beneficiary of the operation, enough to pay for nearly 100 daily meals for one month.

European Waste Reduction Week: Natixis Asset Management exhibited an artwork made from 2,800 plastic cups used within the building in its entrance hall. This work highlights the considerable impact of the daily use of these disposable cups, with 635,000 per year, in other words an average of three cups per day worked and per person.

In addition to these awareness-raising measures, employees are given occasional training in environmental issues and more broadly in sustainable development. For instance, in 2013 a new training course was organized to present sustainable development and CSR concepts, the ramifications for the banking field and the practical applications for Natixis' business lines and the Company's operation.

The main technical managers within the Real Estate and Logistics Department were also trained in 2013 in Groupe BPCE's regulatory and environmental charter, which specifies the regulatory and environmental obligations to be obeyed for each type of outfitting and improvement operation.

2.1.2.4 Resources allocated to the prevention of environmental risks and pollution

The people responsible for the management, operation and technical maintenance of the group's buildings receive more in-depth training in this field. The systems for preventing environmental risks and pollution are notably used to conduct drills simulating the accidental spilling of pollutants in each building.

2.1.3 RESPONSIBLE PURCHASING POLICY

Since 2010, Natixis has followed a "fair purchasing" approach, which is based on the pillars of fair quantity, fair quality, fair price, innovation, sustainable purchasing and social responsibility. 46 projects in keeping with this approach were completed in 2013, such as the reduction and internalization of some printed internal communications documents.

Buyers and business introducers have a responsible purchasing framework, based on Natixis' environmental and social criteria. This presents the clauses applicable to the different categories of services, classified by level (regulatory, required by Natixis and recommended).

By obeying these various clauses, Natixis' suppliers undertake to comply with current CSR standards and regulations and to promote/ensure the application of these commitments by their suppliers and subcontractors.

In 2013, the purchasing department launched a sustainable development survey covering 30 service suppliers (recruitment, security, reprographic copying, printing and IT services firms). None of the companies that responded were given a global score that posed a high risk for Natixis.

2013 Key event

In 2013, Natixis participated in the AgiR (act for responsible purchasing) project initiated by Groupe BPCE in September 2012, with the aim of getting group companies and suppliers involved in achieving comprehensive sustainable performance.

The first phase in the analysis of current conditions measured group companies' progress in terms of responsible purchasing and identified CSR risks and opportunities by category of purchases.

Following this analysis, a responsible purchasing policy was defined and distributed by BPCE Achats (purchasing department) to all of the group's Purchasing partners.

15 methodology information documents were produced to define the Responsible Purchasing strategy as adapted to certain families of purchases, including project management, vehicles, travel, cleaning services, furniture, security, courier services, temporary work, training, events, promotional items, press and consultancy. These information documents cover the main CSR issues, the priority AgiR drivers, analysis of the expression of needs, the factors included in the calculation of the complete cost over the whole of the life cycle, CSR performance monitoring indicators, the proposal for the consideration of CSR issues in purchasing decisions, the level of CSR maturity and feedback inside and outside the group.

In 2013, the purchasing department continued its contribution to the Natixis action plan for disabled people with increased use of disability-friendly companies. It now applies to numerous sectors: archiving, mail management, printing, invoice control, dinner trays and catering for evening events, garden maintenance, the manufacture of promotional items, etc.

	2013	2012	2011
Share of purchases managed by the purchasing department that incorporate social and environmental criteria *(as %)*	79	78	90
Share of the amounts managed by the purchasing department that incorporate social and environmental criteria *(as %)*	51	98	95
Number of suppliers surveyed in the sustainable development survey	30	30	15

NB: the projects taken into account do not include purchase orders.

2.1.4 HUMAN RESOURCES POLICY AND DIVERSITY MANAGEMENT

In 2013, Human Resources continued with the initiatives launched as part of the New Deal strategic plan in terms of talent management, managerial development and diversity.

Mobility, which is a key priority in conditions of limited external recruitment, developed significantly with more than 1,000 transfers over the year, thanks to an incentive policy and greater managerial involvement.

2013 saw the signing of an employment agreement *(see section 2.3.4)*. The agreement includes a generational component and will strengthen the employee career management policy throughout the professional lifetime of employees.

Targeted measures have given staff the means to better manage their careers (reinforcing of the job exchange, new JUMP portal for benchmark and gateway jobs, etc.) and helped managers to better fulfill their role (creation of the information portal N@tmanager, managerial development, facilitation of managerial circles, etc.)

At the same time, the training, payroll and reporting administrative management departments continued to expand their scope of activity in France by using shared tools and processes.

There has been further progress in terms of diversity, particularly in the areas of equal opportunities and disability, as shown by the many initiatives to promote gender equality and the change in the overall percentage of disabled staff.

In 2013, taking advantage of an employment framework strengthened by solid tools and practices, Human Resources began an analysis of its development and scheduled the launching of innovative tools to support the Company's strategy as effectively as possible for the benefit of customers, managers and employees.

2.1.5 COMMUNITY OUTREACH

2.1.5.1 Commitments to humanitarian and public interest projects

PREVENTION OF MALARIA

Malaria is a parasitic disease that affects more than 100 countries, mainly in tropical climates. It claims around 1 million victims each year, mainly pregnant women and young children, who could be saved through simple prevention and treatment measures. For the ninth year running, Natixis has actively supported prevention programs in endemic regions and research into the disease.

- In the field, Natixis has supported Plan France since 2005, an association that implements prevention programs in Cameroon, Burkina Faso and Togo. In 2013, the bank continued to support an anti-malaria program led by Plan France targeting 18,000 children and 4,000 pregnant women in 52 villages in Togo.

  The activities carried out in 2013 included training healthcare professionals (308 community health agents have been trained) and awareness-raising: more than 15,000 households were met through home visits and six radio advertisements were broadcast to make the public more aware. The NGO also provides material support to healthcare agents with the distribution of follow-up manuals, donations of malaria medications and bicycles, which are vital for visiting villages.
- Since 2005, Natixis has also supported the research program of the Institut Pasteur, including studies on the resistance of parasites to anti-malaria drugs. In 2012 and 2013, the bank funded a study led by Dr. Odile Puijalon, in collaboration with the Institut Pasteur in Cambodia, on the resistance of the Plasmodium falciparum parasite to the latest generation of artemisinin-based therapy.

  This study led to the perfecting of the first in vitro test suited to the realities of the field to study the parasite's resistance to artemisinin-based treatments, which should be widely distributed for easier monitoring of parasitic resistance to anti-malaria drugs.

2013 Key event

With the support of Racing Metro 92, the Plan France association and the Institut Pasteur, in 2013 Natixis organized the "Ensemble, plaquons le palu!" campaign, combining rugby with malaria prevention to make a wider public aware of this cause.

- creation of a dedicated website: www.plaquonslepalu.com;
- production of three animated films showing Racing Metro 92 players confronted with a mosquito, broadcast on the websites of Natixis and its partners;
- launching of an SMS game allowing participants to support the malaria prevention programs of Plan France and the Institut Pasteur's research;
- organization of a communication campaign during the match at the Stade de France between Racing Metro 92 and Stade Toulousain, on March 30, 2013, including the presence of a hundred or so volunteers to distribute leaflets about the initiatives carried out and raise spectators' awareness of this cause.

CANCER RESEARCH

According to WHO (World Health Organization) estimates, the number of deaths due to cancer is expected to reach 13.1 million worldwide by 2030, versus 7.6 million in 2008. In France, the number of new cancer cases has almost doubled in 25 years, but at the same time the risk of dying from cancer has fallen by 25% *(source: Institut national de veille sanitaire – InVS)*.

In 2011, Natixis made a 5-year commitment to the Gustave Roussy Institute, the leading cancer prevention center in Europe. The Gustave Roussy Institute has always closely combined therapeutic care with basic and clinical research, giving it globally recognized expertise in the field of oncological therapeutic innovation.

Natixis is supporting the institute's research program on personalized cancer treatment and more specifically financing three research teams working on cancer proliferation mechanisms:

- the first, led by Dr. Jean-Luc Perfettini, on "Cell death and senescence [1]", selected at the end of 2012;
- the second, led by Dr. Fanny Jaulin, on "Epithelial morphogenesis and colon cancer", selected in April 2013;
- the third, led by Dr. Mehdi Khaled, on "Melanoma and tumor invasion", selected in June 2013.

(1) Physiological process of aging (in this specific case: the cell aging process).

Natixis' partnership with the Gustave Roussy Institute will in this way step up cancer research and probably save several years spent defining new treatments.

Through this sponsorship program, Natixis is also leading many initiatives to raise its employees' awareness, including a cycle of conferences and videoconferences with speakers from the institute, a quiz to test their knowledge about the different types of cancer, a dedicated page on the intranet site and articles in internal communication materials.

In 2013, Natixis was a partner in the event "Roulons pour le côlon" organized by the Gustave Roussy Institute on July 7. This event was designed to raise public awareness of colon cancer.

2.1.5.2 Employee participation in solidarity-based initiatives

Many Natixis employees are involved in solidarity-based initiatives. These are encouraged by Natixis as a source of cohesion, showing their commitment to social issues and their strong capacity to rally around a cause.

SPORTS AND SOLIDARITY

In partnership with the Works Council and the Athletic Union, 304 employees and their families took part in the 2013 Odysséa race organized to raise money for the fight against breast cancer. Many also took part in the 27th annual Stock Market and Finance Industry Telethon. The funds raised for the Odysséa race and the telethon were 100% matched by the Company. In 2012, for the fourth year running, Natixis also supported the "Course du cœur" race, organized by the association Trans-Forme to raise public awareness of organ donation.

In partnership with the Planète Urgence association, Natixis employees took solidarity holidays to make their expertise available to social and/or environmental projects. The solidarity holiday assignments are focused on three areas: improving adults' skills, providing socio-educational support to the very young and the protection and enhancement of biodiversity.

Since 2010, Natixis Asset Management has been a partner of the "La Mie de Pain" association, which works to assist homeless or very vulnerable people, offering them an emergency reception service (food and shelter) and help with social and professional reinsertion.

The Company and all of its employees got involved with gifts to the association, the organization of collections according to the association's needs, and a first skill sponsorship project that resulted in the creation of a Facebook page to increase knowledge of the association.

Natixis Global Asset Management has continued to develop its sponsorship program in support of charitable organizations (shelters, medical centers, etc.) in the US, in which it involves its employees. Volunteers have in this way given their support to each of the partner organizations, according to their centers of interest. Again in the US, employees of the New York branch of Natixis took part in the Annual New York Corporate Challenge Run, an intercompany run organized for the upkeep of Central Park.

HELPING HAND FOR YOUNG TALENT AND COMMUNITY PROJECTS

For the thirdyear, Natixis' managers helped young graduates from underprivileged neighborhoods in their search for jobs. This mentoring scheme is a result of a partnership with the association "Nos Quartiers ont des Talents". In 2013, workshops particularly on the theme of skills identification were set up to assist Natixis' 60 mentors as effectively as possible in their role working with young people from underprivileged areas looking for their first job.

Natixis organized the second "The Boost" event, a call for projects to support individual or collective initiatives led by employees in the humanitarian, cultural, scientific and sporting fields. Project selection, which is subject to a vote by all employees through the Internet, is objective and fair. Four projects received financial support from Natixis: "Action pour le Développement du Ngalam en Mauritanie", "Les Toiles Enchantées", "L'École des Rizières" and "L'Association Française de l'Atrésie de l'Œsophage".

2.2 Reporting frameworks and methodology

The social and environmental information for 2013 is based on the following standards:

- the social and environmental information set out in Article 225 of the Grenelle 2 law, which governs reporting structure;
- the GRI 4 framework [1].

The information in this document covers the 2013 fiscal year. The reporting period considered is one fully calendar year, running from January 1 to December 31.

Specific methodological information on audited data:

- the headcount includes all employees who have an active employment contract with one of Natixis' legal entities. Interns, apprentices and beneficiaries of a VIE (International Volunteer Program) assignment are not considered. Expatriates are accounted for in their entity of origin;
- hires include external recruitment and transfers from Groupe BPCE;
- departures include resignations, terminations, retirements, dismissals, contract terminations due to death or incapacity and transfers to BPCE;
- SRI and solidarity assets under management include open-ended, dedicated (to Natixis' clients) and employee savings funds which take into account environmental, social and governance criteria and are managed by Natixis Asset Management;
- purchases that include sustainable development criteria take into account contracts within which a sustainable development clause has been signed by the vendor;
- the absentee rate is the total number of days absent (due to illness, accidents in the workplace or in transit, maternity or parental leaves, etc.) divided by the total number of employee workdays theoretically available;
- the number of hours worked annually for the business, used to calculate the frequency and severity rates for workplace accidents (notes a) and b) in section 2.3.5), is equal to the average monthly workforce in FTE multplied by the number of work hours theoretically available or 1,820 hours (151.67 x 12).

Reporting scope

Unless otherwise stipulated, the social and environmental information refers to Natixis' French scope, which includes Natixis S.A. and its subsidiaries, including in particular, as in 2012, six subsidiaries with more than 500 employees each (Natixis Asset Management, Natixis Factor, Natixis Financement, Coface S.A. and Coface Services).

The prospect of gradually broadening the scope to international entities will be examined depending on the relevance of indicators for social and environmental regulations and the ability of different entities to implement monitoring tools.

There was no change in the Natixis France scope between 2012 and 2013.

In line with the "New Frontier" strategic plan, the consolidated Natixis scope has been defined excluding financial investments.

Name of scope	Description	Number of employees at 12.31.2013 (under contract)
Natixis worldwide	Natixis and all of its subsidiaries worldwide	21,879
Consolidated Natixis worldwide	Natixis and its worldwide subsidiaries excluding financial investments (refer to Note 16 in Chapter [5] "Financial data")	15,395
Natixis France	Natixis and all of its subsidiaries in France	13,475
Consolidated Natixis France	Natixis and all of its subsidiaries in France, excluding financial investments (see Note 16 in Chapter [5] "Financial Data")	11,566

There was no change in the Natixis France scope between 2012 et 2013.

(1) *GRI: the Global Reporting Initiative, a multi-stakeholder association that develops and disseminates an internationally recognized sustainable development reporting framework.*

Exclusions

Some pollution indicators have not been included as they are considered to be irrelevant given the nature of Natixis' operations, which do not generate any serious or specific pollution:

- measures for the prevention, reduction or remediation of discharges into the air, water or ground that are seriously damaging to the environment;
- the taking into account of noise pollution and all types of pollution specific to a particular activity.

Natixis also believes that the information about land use is not relevant as, given the layout of its buildings, which are often multi-storey, their footprint is limited.

Natixis did not record any environmental provisions or guarantees in 2013.

Considering the business sector, the professional diseases are not significant and are not the subject to a specific follow-up.

2.3 Labor information

2.3.1 CHANGES IN THE WORKFORCE

The Company's headcount fell overall by 517 FTEs, of which 426 FTEs for Financial Investments, whose restructuring continued in 2013. The changes by division, which were mixed, are as follows:

- Wholesale Banking and GAPC (Workout Portfolio Management): continued fall in headcount (-97 FTEs), mainly in France, following the restructuring of its activities;
- Specialized Financial Services (SFS): stable headcount (-4 FTEs);
- Investment Solutions (+67 FTEs): increase in Asset Management's headcount abroad;
- Support functions: reduction in headcount (-57 FTEs).

Scope: Natixis Worldwide

Change in headcount	2013	2012 [(a)]	2011
FTE staff [(b)]	**19,632**	**20,149**	**20,451**
Breakdown by business line			
Wholesale Banking and GAPC	3,269	3,366	4,582
Specialized Financial Services	3,422	3,426	3,396
Investment Solutions	4,167	4,100	3,975
Support functions and others	3,708	3,765	2,767
Financial Investments [(c)]	5,066	5,492	5,731
Breakdown by geographic area			
Geographic area 1: France [(d)] *(as %)*	62.4	61.5	61.6
Geographic area 2: Europe (excluding France) *(as %)*	13.3	15.1	15.9
Geographic area 3: Americas *(as %)*	15.9	14.4	13.9
Geographic area 4: Asia *(as %)*	3.3	3.8	3.6
Geographic area 5: Africa, NME, Russia & Others *(as %)*	5.1	5.1	5.0

(a) Figures restated for inter-division transfers (pro forma 2013).
(b) With respect to employees under contract, "FTE staff" incorporates workforce participation rates and subsidiary consolidation rates, but excludes employees on long-term leave.
(c) Coface, Corporate Data Solutions, Natixis Private Equity, Natixis Algérie, Vietnam subsidiary.
(d) Including French overseas departments and territories.

Scope: Natixis France

Change in headcount	2013	2012	2011
Headcount by contract type	13,475	14,031	14,258
Staff under permanent contracts *(as %)*	97.7	97.8	97.9
Men *(as %)*	49.2	48.9	48.8
Women *(as %)*	50.8	51.1	51.2

Scope: Natixis France

New hires	2013	2012	2011
Total new hires	782	888	1,547
% under permanent contracts	38.2	54.8	69.9

Scope: Natixis France

Departures	2013	2012	2011
Total departures	1,183	1,121	1,192
o/w resignations	184	201	355
o/w terminations	217	140	107

2.3.2 COMPENSATION

The compensation policy is designed to:

- provide incentive and be competitive in order to attract, retain and motivate employees, while maintaining the Company's financial balance;
- be fair to ensure a fair reward for individual contributions while bearing in mind the particularities of the business lines;
- comply with current market regulations and directives in the financial sector.

The policy is developed by the Human Resources Department, in conjunction with the business lines, and is in keeping with the principles defined by the regulator and French and European professional banking standards, while complying with current labor and tax law.

There are several stages of approval in the decision-making process, starting with the subsidiaries, business lines and business divisions, then Natixis' Human Resources Department and General Management, and finally Natixis' Board of Directors on the recommendation of the Appointments and Compensation Committee.

Overall compensation includes:

- **fixed compensation** that rewards the skills and expertise expected of an employee in a given position and factors in external practices and internal grades. This is reviewed annually, both collectively, through mandatory annual negotiations, and individually, in accordance with the framework set by Natixis' General Management. This individual review takes place simultaneously with the process of determining variable compensation;
- **variable compensation** takes into account the employee's annual performance and external practices. Individual variable compensation is awarded as part of an overall annual process defined by the Human Resources Department and approved by the General Management Committee. The proposals made by the managers in conjunction with the Human Resources teams follow an approval procedure, which, for the highest salaries, require the approval of the Board of Directors after review by the Appointments and Compensation Committee. This process guarantees the consistency and fairness of the proposals and their compliance with the current policy and market practices, bearing in mind financial constraints;
- **collective compensation** (employee savings plan), which gives employees a stake in the performance of Natixis and the companies of which it is composed: It is based on:
  - a single mandatory profit-sharing agreement, a collective pension plan and an employee savings plan for the consolidated Natixis scope in France;
  - voluntary profit-sharing agreements at the level of each entity.

The compensation is supplemented by additional employee benefits, particularly in countries that don't have universal healthcare coverage, and benefits in kind (such as a company car) awarded to specific groups.

Compensation surveys are conducted each year by specialized firms in order to measure the relevance and coherence of the overall compensation policy by business line and as a whole.

In 2013, Natixis launched its first capital increase reserved for its employees (see the inset below) and paid a profit-sharing top-up to consolidated Natixis France's employees to give them a stake in the success of its New Deal strategic plan.

Key event

In 2013, Natixis gave all of its employees in France and abroad the opportunity to become Natixis shareholders under preferential terms. Named Mauve 2013, the goal of this operation was to give employees a stake in Natixis' development and strengthen their support for its long-term strategy. More than 13,000 employees in six countries and 41 entities were given the chance to participate in Mauve 2013.

Around 34% of the employees subscribed for the capital increase for a total amount of €23.6 million, representing 8.4 million shares. Mauve is a new addition to Natixis' employment framework, supplementing the Natixis employee savings plan system. The goal is for this initiative to continue over the long term.

Variable compensation of Natixis' material risk takers whose activities have a significant impact on Natixis' risk profile

The details of the 2013 compensation policy for this category of employees, along with the associated quantitative data, will be published in a special report, which will be available on the Natixis website before the General Shareholders' Meeting of May 20, 2014.

Scope: Consolidated Natixis France

Compensation	2013	2012	2011
Average gross annual compensation of staff under permanent employment contracts (excluding profit sharing and employer contributions to the Company savings plan) *(in thousands of euros)*	77.1	74.0	79.2
Mandatory employee profit-sharing *(in millions of euros)**	25.7	33.5	19.4
Voluntary employee profit-sharing *(in millions of euros)**	99.7	97.8	67.7
Total employer contribution paid in respect of the Company savings plan and the collective pension plan (PERCO) *(in millions of euros)*	32.9	31.6	22.7

* *Consolidated figures at 02.13.2014.*

2.3.3 WORK MANAGEMENT

More than 72% of the employees of Natixis in France, working at 36 different companies, are covered by the collective bargaining agreements of the banking and insurance industries. There are, however, eleven separate agreements across the whole scope, containing specific details depending on the sector in question, particularly with respect to working hours.

Within Natixis S.A., the collective workweek is 38 hours and employees also enjoy compensatory time off in lieu of overtime.

The current set of agreements on the management of working hours includes several types of contracts (part-time, short-time, special working conditions for employees with disabilities, etc.) and provides for the associated terms and conditions of compensation and social security contributions.

Scope: Natixis France

Work management	2013	2012	2011
Part-time staff as % of total headcount	10.0	9.9	9.8
Absenteeism as % of total headcount	6.3	5.9	5.8
Overtime *(in hours)*	34,188	22,875	29,364
Overtime *(in annual FTEs)*	17.9	11.8	15.3

2.3.4 EMPLOYEE RELATIONS

Employee representative bodies, created for the consolidated Natixis France scope, provide a forum for global industrial relations and guarantee that all staff are represented.

The agreement relating to union and collective bargaining rights within the consolidated Natixis France scope, signed in 2010 by Management and the majority of the representative union organizations, gave the consolidated Natixis France scope union coordinators, who are the Management's preferred points of contact in organizing industrial relations, and a consolidated negotiated bargaining body. These allow the negotiation of collective bargaining agreements on issues of common interest, which are uniformly applicable to all employees in France, in line with Groupe BPCE's labor relations policy.

The consolidated Natixis Committee, consisting of the elected representatives of the companies that make up Natixis, allows Management to inform the management and union bodies about the Company's strategy and performance.

Any sufficiently large Natixis subsidiary also has its own local employee representative bodies.

Scope: Consolidated Natixis France

Collective bargaining agreements	2013
Number of agreements negotiated	7
% of employees covered by these agreements	100%

Amendment to the agreement on the Natixis employee savings plan allowing a capital increase for employees	02.19.2013
2013 profit-sharing agreement	06.28.2013
Agreement on the early release of mandatory and voluntary profit-shares	06.28.2013
Employment agreement	09.13.2013
Bonus profit-share agreement	09.30.2013
Agreement on the professional integration and retention of employees with disabilities	11.06.2013
2014 salary agreement	12.20.2013

The collective bargaining negotiations carried out within the consolidated Natixis France scope in 2013 resulted in the adopting of uniform measures gradually creating a Groupwide employment framework.

This framework now rests on:

- a single consolidated Natixis employee savings plan;
- a single complementary pension plan (PERCO);
- a common profit-sharing scheme;
- uniform salary measures;
- a common policy on the professional integration and retention of employees with disabilities;
- a uniform allocation for disabled children;
- common preferential banking conditions.

In addition to the global agreements, many agreements were entered into within each of Natixis' French companies.

2013 Key event

A three-year employment agreement was signed on September 13, 2013 for the Consolidated Natixis France scope so as to keep up, over the long term, with changes in skills and jobs according to the business lines' needs.

This agreement covers four main areas: the procedures for informing/consulting management and union bodies; internal mobility and career management mechanisms; commitments to promote the professional integration of young people and retain older employees; mechanisms for the internal and external mentoring of employees.

This agreement therefore aims to offer greater visibility on projected employment changes; promote mobility, focus training on adapting skills, reinforce the career management mechanisms and manage the age pyramid.

2.3.5 OCCUPATIONAL HEALTH AND SAFETY

In 2013, Natixis S.A.'s Committee for Hygiene, Safety and Working Conditions (CHSCT) for the Paris location, continued to work closely with each of its sub-Committees responsible for ensuring the application of rules on health & safety and working conditions at each of their respective sites (Charenton, Lumière, Austerlitz, Bourse). This delegation allowed the Committee's plenary sessions to focus on matters of general interest.

The agreement on the prevention of stress and psychosocial risks, in force since 2010, is based on:

- the existence of a Committee for Hygiene, Safety and Working Conditions (CHSCT);
- the continuation of the Stress Observatory questionnaire instigated in early 2009;
- the provision of free psychological support by telephone;
- a special training offer for managers.

In 2013, the "Professional Behavior, Prevention of Harassment and Distress at Work" Commission continued to fulfill its role in analyzing special situations.

The Stress Observatory allows every employee to answer a questionnaire when they go for their regular medical checkup and then discuss the results with the Company physician. From a company-wide standpoint, the observatory is used to maintain a statistical database for the measurement of the global stress level within the Company and its development over time, based on organizational and geographic criteria, the results of which are presented each year to the CHSCT.

The results of the Stress Observatory show a continuous improvement since its instigation in 2009, with a situation that is still better than for the sample of companies with which Natixis' service provider (Capital Santé) works.

The services of the CHSCT's "Moving" Committee were also used in 2013. This Committee examines site plans and may issue remarks or ask for changes in the plans, with the aim of improving employees' physical working conditions.

On the medical front, Natixis S.A. has a full-service medical department (three company physicians, four clinics, eight nurses) and three company social workers.

Natixis S.A.'s Caen and Reims locations, and all eligible subsidiaries (that have reached the 50-employee threshold), have a CHSCT consisting of employee representatives who, in cooperation with Management and occupational healthcare services, play an active role in all areas that involve health, security and working conditions.

Scope: Natixis France

Accidents in the workplace	2013	2012	2011
Frequency rate of workplace accidents [(a)] *(by number per million hours worked)*	7.24	5.99	6.48
Severity rate of workplace accidents [(b)] *(by number of days of incapacity per thousand hours worked)*	0.15	0.10	0.10
Absentee rate for sick leave (including for occupational illness) [(c)] *(as %)*	2.8	2.6	2.2

(a) Frequency rate: (number of accidents with leave/hours worked) x 1,000,000, source INSEE.
(b) Severity rate: (number of days lost due to temporary incapacity/hours worked) x 1,000, source INSEE.
(c) It is not possible to isolate days of sick leave related to occupational illness.

2.3.6 TRAINING

In accordance with its strategic focuses, Natixis' training policy aims to further the development of the three core business lines and support functions in four major areas:

- increasing the professionalism of staff;
- keeping pace with major projects and changes to business lines;
- guiding individual career paths within the Company;
- and developing management skills.

The teams in charge of training develop comprehensive as well as tailored solutions, offered through one-off initiatives or longer-term programs targeting the development of individual and collective skills. As such, they contribute to the continuous improvement of the competitiveness and employability of staff.

In 2013, Natixis' employees in France received more than 240,000 hours of training.

To give employees a better grasp of the financial environment and business lines and a better understanding of their activity's key indicators, Natixis has expanded its e-learning offer on the fundamentals of economics and banking through new modules on the capital markets.

Two new training courses dedicated to the business lines operated by Natixis and Groupe BPCE have also been introduced to improve knowledge of the Company's areas of expertise.

Finally, 2013 saw the development of internal training programs, in the form of campuses, to promote the sharing of know-how and knowledge. These sessions were led by 80 internal experts and made up 11% of the training hours.

Scope: Natixis France

Training	2013*	2012	2011
Number of training hours	239,030	247,479	230,417
o/w % of e-Learning	10.1	8.0	8.3
Number of employees trained	12,140	11,398	11,418
Training topics as % of training hours			
▪ IT *(as %)*	16.4	15.4	15.3
▪ Languages *(as %)*	19.7	17.3	18.1
▪ General training *(as %)*	20.0	20.7	21.4
▪ Regulatory matters *(as %)*	6.9	7.1	7.5
▪ Business line *(as %)*	24.0	24.5	26.6
▪ Official qualification courses *(as %)*	4.9	9.6	7.7
▪ Other *(as %)*	8.1	5.4	3.4

* *Provisional consolidated figures at 02.06.2014 representing at least 90% of hours worked during the year.*

2.3.7 DIVERSITY AND EQUAL OPPORTUNITY

As a signatory of the diversity charter since 2009, Natixis is committed to preventing discrimination in every form and at every stage of Human Resources management, including recruitment, training and management of its employees' careers. It is introducing a policy aimed at capitalizing on the diversity of profiles, experience and expertise.

In 2013, Natixis strove to continue with its initiatives to promote diversity, based on three priority areas:

- gender equality;
- the retention of older employees;
- the professional integration and retention of employees with disabilities.

Gender equality

For several years, Natixis' goal has been to guarantee gender equality thanks to a number of recruitment, training, compensation and career management measures. In addition to the schemes set up in 2012 (progress plan, compensation on hiring, access to top management positions, specific training courses, and so on), Natixis has introduced further initiatives:

- organization of conferences on diversity within the Company for employees;
- introduction of a scheme to provide women with mentoring;
- distribution of a parenting guide and a time charter.

In terms of training, some thirty women employees completed the "Réussir sa carrière au féminin" training module in 2013. Natixis has also designed a training course dedicated to leadership by women, which will be rolled out in 2014. The first group to graduate from the program for potential leaders, the Natixis leadership program, contained an equal number of men and women, sending a strong equality signal.

Retention of older employees

The 2012-2014 action plan promotes the retention of the over-55s. The plan consists of dedicated training and career management programs and access to assisted part time work for staff over 58 so as to cater for the aspirations of older members of staff as they reach the end of their careers.

As part of the employment agreement, in September 2013 Natixis signed a generation contract that provides for the introduction of new measures for older employees, which include the volunteering of skills to associations to begin the transition between professional and personal life for employees over 58 and the tutoring of young people to transfer knowledge. Several conferences on retirement were organized over the year. Employees who wish to do so may also benefit from individual retirement interviews.

Professional integration and retention of employees with disabilities

In 2013, Natixis continued to develop a policy to promote the professional integration and retention of employees with disabilities and carried out numerous initiatives under the framework agreement signed in 2011 (see inset below). At the end of 2013, the employment rate was estimated to be greater than 2.5%, or nearly twice the rate recorded prior to the agreement signed in 2011.

Given these encouraging results, a new agreement was negotiated and agreed by the Management in December 2013 for the 2014-2016 period. It will allow the continued development of initiatives in favor of employees with disabilities.

2013 Key event

First disability action plan: satisfactory results

The first agreement on the professional integration and retention of employees with disabilities for 2011-2013 has expired.

Many initiatives were carried out in 2013 under this agreement: Natixis participated in specialized recruitment forums and hired 42 disabled staff, including 9 under permanent contracts, bringing the number of disabled employees to 286 at the end of 2013.

To ease their professional integration, more than 200 adaptive measures have been adopted, including the creation of disability-friendly rooms and access to a videoconferencing platform.

In 2013, measures to promote subcontracting to disability-friendly companies were consolidated. Natixis finished mapping the services that could be subcontracted and significantly increased the calls for tenders it directed at this sector when co-contracting, on-site service and supply contracts came up for renewal.

More than 1,400 employees also took part in workshops organized for Disabled Persons Employment Week, marking a 30% rise in the number of participants versus 2012. Natixis welcomed 10 people with disabilities as part of the "Un jour, un métier en action" operation and a "Management et Handicap" guide was produced, intended to combat preconceptions about disability and give advice to managers.

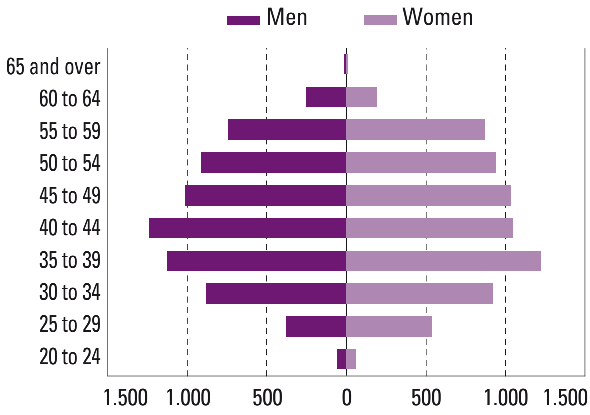
Over the term of the agreement, 430 employees participated in disability training courses, including 160 managers.

Scope: Natixis France

Gender diversity	2013	2012	2011
Percentage of women in the workforce *(as %)*	50.8	51.1	51.2
Percentage of women management executives *(as %)*	19.1	14.9	15.2
Percentage of women on the Executive Committee *(as %)*	11.8	9.4	16.1
Percentage of women executives *(as %)*	42.9	42.4	42.2
Percentage of women promoted [(a)] *(as %)*	59.3	60.8	55.6
Percentage of women granted individual pay increases [(a)] *(as %)*	54.4	55.1	50.8
Percentage of women who received training *(as %)*	50.7	50.9	52.0
Percentage of women in the part-time workforce *(as %)*	91.0	90.1	90.6
Percentage of employees aged 55 and over in the workforce *(as %)*	15.5	13.8	12.2

(a) Consolidated Natixis France.

AGE PYRAMID FOR NATIXIS FRANCE



The average age in 2013 was 43.7.

Scope: Consolidated Natixis France

Disabled workers on staff	2013	2012	2011
Disabled workers on staff	286	234	166
Direct ratio [(a)] *(as %)*	1.90 – 2.20	1.85	1.36
Overall ratio [(b)] *(as %)*	2.50 – 2.80	2.34	1.44

(a) The direct ratio is the ratio of disabled workers to all staff. Estimated data (value range) at 02.12.2014.
(b) The overall ratio includes service contracts with disability-friendly companies. Estimated data (value range) at 02.12.2014.

2.3.8 PROMOTION OF AND COMPLIANCE WITH ILO FUNDAMENTAL CONVENTIONS

In accordance with the commitments made on the signing of the Global Compact, Natixis complies with all of the ILO's rules, particularly freedom of association and the right to collective bargaining, the prevention of discrimination, the elimination of forced labor and the abolition of child labor.

These rules are applied within the Company, in accordance with the labor law and professional regulations current in each country.

They are followed within the framework of Natixis' responsible purchasing policy: supplier contracts and the rules and principles established by the purchasing department (calls for tenders, supplier sustainable development charter, contracts) contain clauses governing compliance with human rights by suppliers and their subcontractors.

These rules are also applied to the projects financed by Natixis: attention is paid to the impact of projects on the local populace, in accordance with International Finance Corporation (IFC) standards.

2.4 Environmental information

This chapter presents the results of the programs and measures described in section [2.1.2] "Managing our direct impact on the environment".

The 2013 reporting scope consists of Natixis and its subsidiaries in mainland France and the French overseas departments, excluding data centers, covering 341,389 (1) m² and 19,339 workstations.

2.4.1 POLLUTION AND WASTE MANAGEMENT

Waste-sorting, which was launched in 2006 and is managed by the Real Estate and Logistics Department, has now been extended to all of Natixis' buildings. It consists of the following:

- sorting and recycling of paper in offices;
- collection and special disposal of used ink cartridges and batteries (for business and personal use);
- recovery of WEEE (Waste Electrical and Electronic Equipment) by recycling companies.

Scope: Natixis France

Volume of waste sorted	2013	2012	2011
Paper, envelopes and boxes *(in metric tons)*	1,088	894	1,126
Batteries *(in metric tons)*	18.28	1.63	12
Cartridges *(in metric tons)*	15.13	9.76	11
WEEE *(in metric tons)*	182	120	89
Fluorescent and neon lighting *(in units)*	4,970	13,383	13,863
Ordinary industrial waste - not sorted *(in metric tons)*	841	653	614

The large increase in the number of batteries sorted between 2012 and 2013 is due to the collecting of inverter batteries in addition to the small batteries collected from employees.

2013 Key event

During European Waste Reduction Week (November 18 to 22, 2013), Natixis' Real Estate and Logistics Department launched the "Recyclez vos stylos" operation, allowing employees to give a new lease on life to their plastic pens. Used pen collectors were installed for this purpose on all of the Natixis sites in Paris and Charenton.

The plastic recovered will be used to produce new products such as pencil pots, watering cans and waste paper baskets. In this way, by recycling pens Natixis is able to reduce its waste production and limit its consumption of materials and energy.

(1) *Including the office space managed by the Real Estate and Logistics Department and the office space used by third-parties (owners or property administration agencies).*

2.4.2 SUSTAINABLE RESOURCE USE

2.4.2.1 Water consumption

Scope: Natixis France

Water	2013	2012	2011
Total consumption of drinking water *(in m³)*	89,975	97,515	116,398
Consumption in m³ per workstation	4.70	4.81	6.26
Consumption in m³ per m² of usable floor area	0.26	0.27	0.33

Measures have been taken to optimize water consumption, which has been falling for the past three years. These include continuous monitoring of the systems to detect any leaks, fitting of pressure relief devices and installation of rain gauges to stop automatic sprinklers while it is raining and the raising of employee awareness.

2.4.2.2 Consumption of raw materials

The largest item of raw material consumption at Natixis is paper (white and colored paper, desktop publishing, envelopes, internal and external printouts, etc.). Most of the paper used has sustainable forest management certification (FSC [1] and PEFC [2] labels) and some are made from recycled fibers.

Everyday consumption by employees (paper reams, letterhead paper) is steadily falling *(see table below)*.

Several of Natixis' business lines have taken steps to optimize or reduce paper consumption on behalf of customers:

- Natixis Intertitres is the first player on the payment voucher market to use 100% recycled paper to print its Chèque de Table® restaurant vouchers. Since 2013, the shipping boxes and the documents accompanying Chèque de Table® vouchers have also been 100% recycled;
- several years ago, the Global Transaction Banking business line, within Wholesale Banking, voluntarily switched to electronic client orders and related reporting;
- in the Employee Savings Plan business line, Natixis Interépargne encourages account-holders to opt for electronic option newsletters and statements.

Ahead of the 2013 General Meeting, information was sent to shareholder employees to persuade them to opt for the notice of meeting in electronic format, resulting in a 12% fall in printed notices between 2012 and 2013.

An archive digitization service has been set up within the Real Estate and Logistics Department, improving archive security and providing access to information in real time, without printing out the documents.

Scope: Natixis France – letterhead paper and paper reams

Paper	2013	2012	2011
Total paper consumption *(in metric tons)*	591	928	911
Percentage of recycled and/or ecolabeled paper	96.21%		
Consumption per workstation *(in kg)*	30.91	45.78	49

2013 Key event

Since 2012, Natixis has been streamlining its printer pool to reduce paper and energy consumption and equipment maintenance costs.

In 2013, measures were taken on various sites, where most of the individual printers were removed and recycled (more than 1,000 printers have been taken out of service since 2012).

They were replaced with new multifunction models, which consume less power and are configured for two-sided printing by default.

(1) *Forest Stewardship Council.*
(2) *Programme for the Endorsement of Forest Certification schemes.*

2.4.2.3 Energy consumption

Scope: Natixis France

Energy	2013	2012	2011
Energy consumption: electricity, heating and cooling utilities in office buildings - excluding data centers *(in MWh)*	73,200	78,902	87,672
Energy consumption of the data centers	9,479	9,934 (1)	50,626
Total energy consumption of buildings and data centers	82,679	88,836	138,298
Energy consumption per workstation *(in MWh)* excluding data centers	3.79	3.89	7.44
Energy consumption per m2 of usable office space *(in MWh)* excluding data centers	0.21	0.22	0.39
Total gas consumption *(in m^3)*	126,334	117,701	87,471
Total fuel consumption of buildings and data centers *(in m^3)*	12	20	60

(1) *The fall in the data centers' consumption between 2011 and 2012 is due to a change in Natixis' scope: the Vega and Sirius data centers were sold at the start of 2012 to the BPCE subsidiary dedicated to pooled management of the group's data center infrastructure.*

For the second year running, there was a fall in the energy consumption of Natixis' office buildings following energy consumption reduction and optimization measures.

2.4.3 CLIMATE CHANGE

2.4.3.1 Carbon footprint assessment

The carbon footprint assessment based on 2012 and 2013 data, for the consolidated Natixis France scope, showed a 5% reduction in emissions, mainly due to the lower consumption of energy (electricity and heating and cooling utilities) and inputs (purchases and services).

Scope: Consolidated Natixis France

	2013	2012
Carbon footprint assessment items	**Tons of CO_2 equivalent**	**Tons of CO_2 equivalent**
Energy	5,444	6,189
Purchases and services	44,251	47,283
Staff travel	11,726	11,227
Fixed assets	13,436	13,419
Other	3,501	4,287
TOTAL	**78,357**	**82,404**

A carbon action plan was produced in 2011 and brought into line with Natixis' operating efficiency program *(see section 2.1.2.2)*.

2.4.3.2 Commuting

A company-wide travel plan has been in place since 2008, with a series of measures promoting the use of public and low-impact transport, or carpooling:

- employees are encouraged to use the public transport near to sites, with a public transport pass reimbursement rate of 60%;
- the bank jointly funds a public bus route that connects Paris to Charenton-le-Pont, serving five of its sites. When the Nouveau Bercy site was opened, the bus service's frequency was increased with the support of the STIF and the Mairie de Charenton-le-Pont. A private shuttle also connects five sites in this town to public transport;
- bike stands have been installed (214 bike stands at 13 sites at the end of 2013) and employees regularly use the Vélib' bikes provided by the Mairie de Paris;
- parking spaces with recharging sockets for electric vehicles have been gradually introduced (at the end of 2013, there were 35 spaces at 13 Natixis sites).

2013 Key event

In 2012, Natixis Intertitres (in conjunction with other companies, such as AXA, Banque Populaire Occitane, etc.) signed up to the inter-company travel plan (PDIE) in the "Héliopôle" business park near Toulouse.

This PDIE, which includes the setting up of secure pedestrian and cyclable routes, low-impact transport solutions, car-sharing and a carpool platform, won a Trophée d'Argent from Tisséo Écomobilité, which grants awards in recognition of company initiatives aimed at employee mobility.

2.4.3.3 Car fleet management

Natixis is gradually standardizing its procedures and vehicle selection by adopting a car policy designed to reduce the fleet's environmental impact.

In 2013, the car fleet team within the Real Estate and Logistics department (DIL) took over management of the car fleet of some Natixis Lease's entities. Its management scope at the end of 2013 covered 536 vehicles.

A new car policy has been in place since 2012. It defines rules incorporating new reductions of CO_2 emission ceilings:

- reduction of maximum authorized CO_2 emission rate: 150 g vs. 190 g in the previous policy;
- reduction of the emission ceiling for the vehicles assigned to Category 1 sales representatives and managers: 135 g vs. 150 g;
- reduction of the motor pool car emission ceiling: 105 g vs. 110 g.

This lowering of the thresholds improves the environmental quality of the fleet, particularly with regard to the selection of vehicles offered in the catalog:

- the average for the vehicles in the two top categories is 117 g;
- six hybrid vehicles and one electric motor pool car are listed.

Indicator	2013	2012	2011
Average CO_2 emission rate of the Company fleet of Natixis S.A. *(in g of CO_2/km)*	124	131	141
Average CO_2 emission rate of the Company fleet of Natixis S.A. and its subsidiaries, excluding Coface and Kompass *(in g of CO_2/km)*	119	128	139
Number of company vehicles managed	536	509	505
Tax on Natixis S.A.'s vehicles *(in euros)*	124,294	163,875	163,360

2.4.3.4 Business travel policy

Since 2011, the business travel policy has set rules ensuring the safety and comfort of employees during business trips, while contributing to the policy of optimizing the costs and managing the environmental impact of these trips. This policy applies in France to Natixis and its subsidiaries, excluding financial investments (consolidated Natixis scope). The subsidiaries and branches abroad produce travel rules consistent with the worldwide travel policy.

This notably includes travel rules that have an environmental impact:

- where a destination can be reached by both rail and air, trains are now compulsory for a number of destinations in France and Europe (depending on journey time);
- economy class is compulsory for domestic flights, flights between European countries and intercontinental flights of less than four hours;
- the use of taxis and the reimbursement of per kilometer expenses are governed by rules on specific use (approval by manager, exceptional circumstances). Natixis also prefers the use of "green taxis" (hybrid vehicles) for travel by its employees;
- when vehicles are used on a short-term rental basis, the category depends on the circumstances (number and type of people transported);
- the use of alternatives to travel should be preferred (telephone conferences, videoconferences and web conferences). Use of these alternatives further increased at Natixis in 2013: 27,000 videoconferences were held (compared to 24,000 in 2012 and 15,500 in 2011).

Since 2012, in line with the operational efficiency program *(see section 2.1.2.2)*, these rules have been reconfirmed and specifically sent to the heads of entities and made available to all on the intranet. A travel agency listed since 2012 to cover the worldwide scope has been tasked with applying these rules to travel booked by employees.

2013 Key event

The statistics provided by the travel agency, which include a calculation of carbon emissions, are now used to produce a quarterly customized business travel dashboard for each of the consolidated Natixis entities.

2.4.4 PROTECTION OF BIODIVERSITY

Natixis' service operations are predominately located in urban environments and do not have a direct material impact on the natural environment. That said, prevention measures have been taken to avoid any accidental water or air pollution. These include regular maintenance of sensitive systems and reinforced leakproofing of rooms containing potential pollutants.

In addition, as a bank that has signed the Equator Principles, Natixis pays particular attention to the protection of biodiversity in relation to financed projects, in accordance with International Finance Corporation (IFC) standards.

2.5 Social information

2.5.1 TERRITORIAL, ECONOMIC AND SOCIAL IMPACTS

Natixis is the corporate, investment and financial services arm of Groupe BPCE. Its activities are entirely dedicated to providing financial advice and support to its business customers and contribute to the social and economic advancement of the countries where Natixis operates.

It helps to develop local employment through its sites: more than 8,000 employees work in our offices, branches and subsidiaries abroad. Virtually all of these employees are recruited locally.

Furthermore, Natixis is the French market leader in solidarity investment, allowing it to support companies with a high social or environmental utility, including the creation of jobs or low-income housing for disadvantaged people, organic farming projects and development in the southern hemisphere.

Finally, Natixis sets up numerous partnerships with local associations, described in section [2.1.5].

2.5.2 RELATIONSHIPS WITH STAKEHOLDERS

In the course of its business, Natixis has dealings with various stakeholders, including but not limited to:

Stakeholders	Who?	Relationship
Clients	▪ Businesses ▪ Organizations ▪ Authorities ▪ Employees ▪ Retail banks	▪ Completion of questionnaires ▪ Invitations to tender ▪ Product development and management ▪ Contracts
Shareholders	▪ Groupe BPCE ▪ Active and inactive employees ▪ Individual shareholders	▪ General Shareholders' Meetings ▪ Meetings and newsletters (specific process for individual shareholders)
Employees	▪ Employees of Natixis S.A. and its subsidiaries ▪ Staff representatives and unions	▪ In-house information ▪ Specific Committees (e.g. Committee for Hygiene, Safety and Working Conditions (CHSCT)) ▪ Internal satisfaction survey
NGOs	▪ Environmental protection, human rights and banking transparency groups	▪ Answers to questions ▪ Meetings
Partner NGOs	▪ Humanitarian organizations	▪ Donations ▪ Skills sponsorship ▪ Voluntary work by employees
Institutional players, regulators	▪ Financial regulatory authorities	▪ Transmission of information and documents for control and audits
Experts	▪ Ratings agencies	▪ Transmission of information and documents
Universities and schools	▪ Business and finance universities and schools	▪ Supporting chairs ▪ Contributions to the school curriculum ▪ Student tutoring ▪ Receiving interns, including co-op students

2.5.3 SUBCONTRACTING AND SUPPLIERS

In accordance with its responsible purchasing policy *(presented in paragraph 2.1.3)*, Natixis asks its suppliers to comply with current CSR standards and regulations and to promote/ensure the application of these commitments by their subcontractors.

This requirement is recalled in the supplier relationship charter and is subject to specific clauses in contracts.

2.5.4 FAIR PRACTICES

Measures taken to safeguard against all forms of corruption are described in section [2.1.1.3] "CSR risk management".

In terms of consumer security, Natixis' employees are obliged to go about their business in an honest and fair way. When a financial product or service is sold, they are subject to a number of rules in the interests of, and to protect, their customers:

- customer categorization imposed by the regulations, including professional customers, eligible counterparties and non-professional customers;
- an assessment of the suitability and appropriateness of the products and services to be supplied: employees are obliged to check that the customer has the level of competency required to understand and deal with the risks inherent in the product or service offered and that the product meets their investment objectives.

2.5.5 MEASURES TAKEN TO SAFEGUARD HUMAN RIGHTS

As a signatory of the United Nations Global Compact, Natixis is committed to the respecting of human rights. This fundamental principle is factored in at various levels at Natixis:

- it is naturally applied within the human resources management policy, which aims to maintain good working and safety works for Natixis employees worldwide;
- it is taken into account in Natixis' responsible purchasing policy: supplier contracts and the rules and principles established by the purchasing department (calls for tenders, supplier sustainable development charter, contracts) contain clauses governing compliance with human rights by suppliers and their subcontractors;
- it is included within the framework of the Equator Principles' application *(see section 2.1.1.3)*, with close attention being paid to the impact of financed projects on the local populace. In 2013, the Equator Principles were updated to recognize the UN's framework for companies and human rights and to more effectively deal with human rights under the duty of care.

2.6 Report of the Statutory Auditors appointed as independent third-party bodies on the consolidated social, environmental and corporate information provided in the Management Report

Year ended December 31, 2013

To the Shareholders,

In our capacity as the Statutory Auditors to Natixis appointed as independent third-party bodies, whose request for accreditation has been accepted by the French Accreditation Commission (COFRAC) under Nos. 3-1048, 3-1049 and 3-1058, we hereby present our report on the consolidated social, environmental and societal information for the financial year ended December 31, 2013, as presented in the Management Report (hereinafter the "CSR Information"), pursuant to the provisions of Article L. 225-102-1 of the French Commercial Code.

The Company's responsibility

The Board of Directors is responsible for drawing up a Management Report including the CSR Information provided for in Article R. 225-105-1 of the French Commercial Code, prepared in accordance with the procedures applied (hereinafter the "Standards") by the Company, a summary of which is provided in the Paragraph entitled "Reporting Frameworks and Methodology" in the Management Report; this summary is available from the Company's head office on request.

Independence and quality control

Our independence is determined by the regulations, our professional ethics code, and the provisions set out in Article L. 822-11 of the French Commercial Code. Moreover, we have implemented a quality control system that includes documented policies and procedures aimed at ensuring compliance with business ethics rules, professional practice standards, and the applicable legislation and regulations.

Statutory Auditors' responsibility

It is our responsibility, on the basis of our work:

- to certify that the CSR Information required is included in the Management Report, or that any omission is explained pursuant to the third Sub-Paragraph of Article R. 225-105 of the French Commercial Code (Certificate of inclusion of the CSR Information);
- to draw a conclusion expressing reasonable assurance on the fact that all the significant aspects of the CSR Information, taken as a whole, are presented in a fair manner, in accordance with the Standards (Reasoned opinion on the fairness of the CSR Information).

Our work was performed by a team of around ten people over a period of around six weeks between December 2013 and March 2014. We called upon our CSR experts to help us perform this work.

We performed the work described below in accordance with the professional practice standards applicable in France, and with the Order of May 13, 2013 setting out the conditions under which the independent third-party body performs its assignment, and with the ISAE 3000 [(1)] international standard where the reasoned opinion on fairness is concerned.

1. CERTIFICATE OF INCLUSION OF THE CSR INFORMATION

We familiarized ourselves with the presentation of the sustainable development Standards, in accordance with the social and environmental consequences linked to the company's activities and to its commitments, and, where applicable, to the resulting initiatives or programs, on the basis of meetings with the managers of the departments concerned.

We compared the CSR Information set out in the Management Report with the list provided for by Article R. 225-105-1 of the French Commercial Code.

In the event that some consolidated information was missing, we checked that explanations had been provided in accordance with the provisions of Sub-Paragraph 3 of Article R. 225-105 of the French Commercial Code.

(1) ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information.

We ascertained that the CSR Information covered the consolidation scope, i.e. the Company and its subsidiaries within the meaning of Article L. 233-1 of the French Commercial Code, and the companies that it controls within the meaning of Article L. 233-3 of that Code, within the limitations of the methodology information that accompanies the CSR Information, and specifically of the Paragraph entitled "Reporting Frameworks and Methodology" in the Management Report.

Based on this work, and given the limitations set out above, we hereby certify that the CSR Information required is included in the Management Report.

2. REASONED OPINION ON THE FAIRNESS OF THE CSR INFORMATION

Nature and scope of work

We held meetings with around ten individuals responsible for preparing the CSR Information at the departments in charge of gathering the information, and where applicable, with the individuals responsible for the internal control and risk management procedures, in order to:

- assess the appropriate nature of the Standards in terms of their relevance, completeness, reliability, objectivity, and comprehensible nature, taking best practices in the sector into consideration, where applicable;
- ascertain that an information gathering, compilation, processing and control process had been implemented, with a view to the completeness and consistency of the Information, and familiarize ourselves with the internal control and risk management procedures relating to the preparation of the CSR Information.

We determined the nature and extent of our checks and controls in accordance with the nature and significance of the CSR Information, in view of the company's specific features, the social and environmental challenges posed by its business activities, its sustainable development strategy and of best practices in the sector.

For the CSR Information that we considered to be most material [(2)]:

- at the level of the consolidating entity, we consulted the documentary sources, and held meetings in order to corroborate the qualitative information (organization, policies and initiatives), implemented analytical procedures on the quantitative information, checked, the calculation and consolidation of the data on the basis of spot checks, and ascertained that they were coherent and consistent with the other information provided in the Management Report;
- at the level of a sample of entities representative of the CSR reporting scope that we selected [(3)] on the basis of their activities, their contribution, their operating location and a risk assessment, we held meetings in order to ascertain the correct application of the procedures, and performed detailed tests on the basis of samples, which consisted in checking the calculations performed and cross-checking the data with the supporting documents. The sample selected in this way accounted for 52% of the Group's workforce, for between 22% and 48% of the quantitative environmental information, and for 100% of the quantitative societal information.

In the case of the other consolidated CSR information, we assessed its consistency compared with our knowledge of the Company.

Lastly, we assessed the appropriateness of the explanations relating to the fact that some information was missing, in full or in part.

We believe that the sampling methods and the size of the samples that we selected by exercising our professional judgment enable us to draw a conclusion expressing moderate assurance; a higher level of assurance would have required more extensive audit work. Given the use of sampling techniques, and the other limits inherent to the operation of any information and internal control system, the risk of a material misstatement not being identified in the CSR Information cannot be completely eliminated.

Conclusion

Based on our work, we did not observe any significant misstatement likely to call into question the fact that the CSR Information, taken as a whole, is presented in a fair manner, in accordance with the Standards.

Paris-La-Défense and Neuilly-sur-Seine, March 14, 2014

The Statutory Auditors

Deloitte & Associés		**Mazars**		**KPMG Audit** Division of KPMG S.A.	
Florence Didier-Noaro	José-Luis Garcia	Emmanuelle Rigaudias	Emmanuel Dooseman	Philippe Arnaud	Jean-François Dandé
Partner	Partner	Partner	Partner	Partner	Partner
Social and Environmental Responsibility Department		CSR and Sustainable Development Department		Climate Change & Sustainable Development Department	

(2) Quantitative social indicators: Total workforce at December 31, Breakdown of the workforce by gender, Total number of hires, Total number of departures including redundancies, Percentage of women in the workforce, Percentage of women in the workforce in the executive category, and Total number of training hours.

Qualitative social indicators: Employment agreement, Review of the disability agreement at the end of 2013.

Quantitative environmental indicators: Electricity consumption, Heating and cooling (steam and chilled water) consumption, and Greenhouse Gas Emissions (scopes 1 and 2).

Quantitative indicators: SRI and solidarity assets under management (in € and as a %), Review of transactions that were subject to social and environmental procedures – Adherence to the Equator Principles.

(3) Social and environmental information: Natixis France; Corporate information: Natixis Asset Management, Wholesale Banking.

3

Corporate governance

This section is an extract from the Chairman of the Board's report on the Board's composition, the preparation and organization of its work on the internal control and risk management procedures implemented by Natixis including information regarding the mandates of corporate officers and their compensation.

3.1 Introduction

- This report was prepared in application of Article L.225-37 of the French Commercial Code.

The information it contains takes into consideration, in particular, Annex I of European Regulation (EC) 809/2004 of April 29, 2004 as well as the 2010 Autorité des Marchés Financiers (AMF - French Financial Markets Authority) report on corporate governance and internal control published on July 12, 2010 and the supplementary report of December 7, 2010, the AMF's 2011 report on corporate governance and management compensation published on December 13, 2011, the AMF's 2012 report on corporate governance and management compensation published on October 11, 2012, and the Guide for compiling registration documents, also published by the AMF on December 10, 2009 and amended on December 17, 2013.

In accordance with Article 26 of Law No. 2008-649 of July 3, 2008, involving various provisions to adapt Company law to EU law, the Corporate Governance Code to which reference has voluntarily been made when preparing this report is the Corporate Governance Code for listed companies by the Association Française des Entreprises Privées (AFEP – French Association of Private Sector Companies) and the Mouvement des Entreprises de France (Medef – French Business Confederation), hereinafter referred to as the "AFEP/Medef Code" and revised in June 2013. The AFEP/Medef Code is available for consultation at the Company's head office and on the Natixis website.

- On April 30, 2009, Natixis changed its form of governance from a French *société anonyme* (a public limited company) with a Supervisory Board and a Management Board to a French *société anonyme* with a Board of Directors.

SUMMARY TABLE OF COMPLIANCE WITH AFEP/MEDEF CORPORATE GOVERNANCE CODE: IMPLEMENTATION OF THE "APPLY OR EXPLAIN" RULE

In accordance with the "apply or explain" rule provided for in Article L.225-37 of the French Commercial Code and addressed in Article 25.1 of the AFEP/Medef Code, Natixis believes that its practices comply with the recommendations of the AFEP/Medef Code. However, certain recommendations were ruled out for the reasons given in the table below:

Directors' term of office (Article 14 of the Code) "*The term of office of directors defined in the bylaws may not exceed four years.*""	The term of office of Natixis directors is currently set at six years (and not four years as recommended by the AFEP/Medef Code). This term of office meets Natixis' legal and statutory requirements as well as the rules in force applicable to all of Groupe BPCE. The term of office of members of the Steering and Supervisory Boards of the Caisses d'Epargne and of directors of the Banque Populaire banks and of BPCE is six years. Given that the Natixis Board of Directors partially includes joint representation of the Caisses d'Epargne and the Banque Populaire banks (indirect shareholders), the term of office of Natixis directors was based on that of the term in force at these institutions. However, Natixis, together with BPCE, is considering reducing the term of its directors to four years.
Audit Committee (Article 16.1 of the Code) "*At least two-thirds of the Audit Committee members must be independent...*""	Two-thirds of the Natixis Audit Committee are not independent members, as recommended by the AFEP/Medef Code, in order to represent the different components of the Company's main shareholders (members from the Caisses d'Epargne and the Banque Populaire banks, in addition to a representative of BPCE). The Committee is chaired by an independent director.
Committee in charge of selecting or appointing directors **Committee in charge of compensation (Articles 17.1 and 18.1 of the Code)** "*It [...] must be predominantly comprised of independent directors.*"	The number of independent directors on the Natixis Appointments and Compensation Committee is not greater than half the total number of members, as recommended by the AFEP/Medef Corporate Code. It has an egalitarian composition (50% independent, 50% non-independent) and the Committee is chaired by an independent director.

3.2 Structure of the corporate and executive bodies [a]

3.2.1 BOARD OF DIRECTORS AT MARCH 1, 2014

Member	Main role in the Company [3]	Main role outside the Company
Francois Pérol Date of birth: 11.06.1963 Nationality: French Natixis shares held: 60,000	**Chairman of the Board of Directors** First appointed: CSM of 04.30.2009 (Chairman of the Board: Board Meeting of 04.30.2009) Term expires: 2015 AGM [b]	Chairman of the BPCE Management Board 50, avenue Pierre Mends-France 75201 Paris Cedex 13
BPCE Natixis shares held: 2,227,221,174	**Director** Permanent representative: Mr. Daniel Karyotis Date of birth: 02.09.1961 First appointed: Co-opted by the Board on 08.25.2009 and ratified at the CSM of 05.27.2010 Term expires: 2015 AGM [b] **Member, Audit Committee** First appointed: Board Meeting of 01.28.2013 Term expires: 2015 AGM [b]	Member of BPCE Management Board Chief Finance, Risk and Operations Officer 50, avenue Pierre Mendès France 75201 Paris Cedex 13
Christel Bories * Date of birth: 05.20.1964 Nationality: French Natixis shares held: 5,000	**Director** First appointed: Co-opted by the Board on 02.22.2011 and ratified at the CSM of 05.26.2011 Term expires: 2015 AGM [b] **Chairman [2], Appointments and Compensation Committee** First appointed: Board Meeting of 02.22.2011 Term expires: 2015 AGM [b]	Deputy Chief Executive Officer of IPSEN 65, quai Georges Gorse 92100 Boulogne-Billancourt
Thierry Cahn Date of birth: 09.25.1956 Nationality: French Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board on 01.28.2013 and ratified at the CSM of 05.21.2013 Term expires: 2015 AGM [b]	Board of Directors of Banque Populaire d'Alsace Immeuble le Concorde 4, quai Kléber BP 10401 67000 Strasbourg Cedex
Alain Condaminas Date of birth: 04.06.1957 Nationality: French Natixis shares held: 1,000	**Director** First appointed: OGM of 05.29.2012 Term expires: 2018 AGM [c] **Member, Appointments and Compensation Committee** First appointed: Board Meeting of 05.29.2012 Term expires: 2018 AGM [c]	Chief Executive Officer of Banque Populaire Occitane 33-43 avenue Georges Pompidou 31135 Balma Cedex
Laurence Debroux * Date of birth: 07.25.1969 Nationality: French Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board on 04.01.2010 and ratified at the CSM of 05.27.2010 Term expires: 2015 AGM [b] **Member, Audit Committee** First appointed: Board Meeting of 04.01.2010 Term expires: 2015 AGM [b] **Chairman, Strategic Committee** First appointed: Board Meeting of 05.11.2011 Term expires: 2015 AGM [b]	Chief Financial and Administrative Officer, JCDecaux S.A. Zone Industrielle Saint Appoline 78378 Plaisir Cedex

(1) Michel Grass was co-opted as Director to replace Mr. Stève Gentili who resigned on February 18, 2014.
(2) Chairman since Board Meeting of 01.28.2013.
(3) All directors participate in the Strategic Committee.
** Independent director.*
(a) A brief résumé of each of Natixis' corporate officers as well as a list of the offices held in 2013 and in previous years appears in section 3.2.4.
(b) AGM called to approve the 2014 financial statements.
(c) AGM called to approve the 2017 financial statements.
(d) AGM called to approve the 2018 financial statements.

Member	Main role in the Company [3]	Main role outside the Company
Michel Grass [1] Date of birth: 11.12.1957 Nationality: French Natixis shares held: 189	**Director** First appointed: Co-opted by the Board on 02.19.2014 Term expires: 2015 AGM [b]	Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté 5, avenue de Bourgogne BP63 21802 Quétigny Cedex
Catherine Halberstadt Date of birth: 10.09.1958 Nationality: French Natixis shares held: 1,097	**Director** First appointed: OGM of 05.29.2012 Term expires: 2018 AGM [c] **Member, Audit Committee** First appointed: Board Meeting of 05.29.2012 Term expires: 2018 AGM [c]	Chief Executive Officer of Banque Populaire Massif Central 18, bd Jean Moulin 63057 Clermont-Ferrand Cedex 1
Bernard Oppetit * Date of birth: 08.05.1956 Nationality: French Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board on 11.12.2009 and ratified at the CSM of 05.27.2010 Term expires: 2015 AGM [b] **Chairman, Audit Committee** First appointed: Board Meeting of 12.17.2009 Term expires: 2015 AGM [b]	Chairman of Centaurus Capital 33 Cavendish Square London W1G0PW
Stéphanie Paix Date of birth: 03.16.1965 Nationality: French Natixis shares held: 1,093	**Director** First appointed: OGM of 05.29.2012 Term expires: 2018 AGM [c] **Member, Audit Committee** First appointed: Board Meeting of 11.14.2012 Term expires: 2018 AGM [c]	Chairman, Management Board, Caisse d'Epargne Rhône-Alpes 42, bd Eugène Deruelle BP 3276 69404 Lyon Cedex 03
Didier Patault Date of birth: 02.22.1961 Nationality: French Natixis shares held: 2,442	**Director** First appointed: CSM of 04.30.2009 Term expires: 2015 AGM [b] **Member, Appointments and Compensation Committee** First appointed: Board Meeting of 04.30.2009 Term expires: 2015 AGM [b]	Chairman, Management Board, Caisse d'Epargne Ile de France 26-28 rue Neuve Tolbiac 75013 Paris
Henri Proglio* Date of birth: 06.29.1949 Nationality: French Natixis shares held: 1,000	**Director** First appointed: CSM of 04.30.2009 Term expires: 2015 AGM [b] **Member, Appointments and Compensation Committee** First appointed: Board Meeting of 04.30.2009 Term expires: 2015 AGM [b]	Chairman and Chief Executive Officer of EDF 22-30, avenue de Wagram 75008 Paris
Philippe Sueur Date of birth: 07.04.1946 Nationality: French Natixis shares held: 4,000	**Director** First appointed: CSM of 04.30.2009 Term expires: 2015 AGM [b] **Member, Appointments and Compensation Committee** First appointed: Board Meeting of 12.17.2009 Term expires: 2015 AGM [b]	Vice-Chairman of the Steering and Supervisory Board of Caisse d'Epargne Île-de-France 57 rue du Général de Gaulle 95880 Enghien-les-Bains
Nicolas de Tavernost* Date of birth: 08.22.1950 Nationality: French Natixis shares held: 1,000	**Director** First appointed: OGM of 07.31.2013 Term expires: 2019 AGM [d] **Member, Appointments and Compensation Committee** First appointed: Board Meeting of 08.06.2013 Term expires: 2019 AGM [d]	Chairman of the Groupe M6 Management Board 89, Avenue Charles de Gaulle 92575 Neuilly sur Seine Cedex
Pierre Valentin Date of birth: 02.06.1953 Nationality: French Number of shares: 1,000	**Director** First appointed: Co-opted by the Board on 01.28.2013 and ratified at the CSM of 05.21.2013 Term expires: 2015 AGM [b]	Chairman of the Steering and Supervisory Board of Caisse d'Epargne Languedoc-Roussillon 254, rue Michel Teule BP7330 34184 Montpellier Cedex 4

(1) Michel Grass was co-opted as Director to replace Mr. Stève Gentili who resigned on February 18, 2014.
(2) Chairman since Board Meeting of 01.28.2013.
(3) All directors participate in the Strategic Committee.
** Independent director.*
(a) A brief résumé of each of Natixis' corporate officers as well as a list of the offices held in 2013 and in previous years appears in section 3.2.4.
(b) AGM called to approve the 2014 financial statements.
(c) AGM called to approve the 2017 financial statements.
(d) AGM called to approve the 2018 financial statements.

3.2.2 SENIOR MANAGEMENT AT MARCH 1, 2014

Name and surname of the executive corporate officer	Main role in the Company	Main role outside the Company
Laurent Mignon Date of birth: 12.28.1963 Nationality: French Natixis shares held: 1,090	**Chief Executive Officer** First appointed: Board Meeting of 04.30.2009, effective 05.14.2009 Term expires: 05.14.2015	Member of BPCE Management Board [(a)]

(a) A list of the offices held by the Chief Executive Officer in 2013 and in previous years appears in section 3.2.4.

3.2.3 SENIOR MANAGEMENT COMMITTEE AND EXECUTIVE COMMITTEE

MEMBERS OF THE SENIOR MANAGEMENT COMMITTEE (CDG) AT MARCH 1, 2014

Laurent Mignon Chief Executive Officer Chairman of the Board	**Luc-Emmanuel Auberger** Information Systems and Operations	**Gils Berrous** Specialized Financial Services	**Jean Cheval** Finance and Risks
Alain Delouis Human Resources	**Jean-François Lequoy** Insurance	**André-Jean Olivier** Corporate Secretariat	**Olivier Perquel** Wholesale Banking – Financing and Market Solutions (FSM)
Pierre Servant Investment Solutions	**Marc Vincent** Wholesale Banking – Coverage & Advisory (RCC)		

MEMBERS OF THE EXECUTIVE COMMITTEE (COMEX) AT MARCH 1, 2014

Laurent Mignon Chief Executive Officer	**Stéphane About** Wholesale Banking / FSM – Americas	**Luc-Emmanuel Auberger** Information Systems and Operations	**Patrick Artus** Chief Economist
Gils Berrous Specialized Financial Services	**Pierre Besnard** SFS – Natixis Lease	**Jacques Beyssade** Risks	**Nathalie Broutèle** Investment Solutions – Natixis Assurances
Stéphane Caminati SFS – Compagnie Européenne de Garanties et Cautions	**Marc Cattelin** SFS – EuroTitres	**Frédéric Chenot** SFS – Natixis Financement	**Jean Cheval** Finance and Risks
Norbert Cron Operational Efficiency Program	**Élisabeth de Gaulle** Communication and Sustainable Development	**Pierre Debray** Wholesale Banking – FSM – Structured Financing	**Alain Delouis** Human Resources
Éric Franc Investment Solutions – Banque Privée 1818	**Luc François** Wholesale Banking / FSM – Market Solutions	**John Hailer** Investment Solutions Natixis Global Asset Management US and Asia	**Hervé Housse** Internal Audit Department
Christophe Lanne Wholesale Banking / FSM – Financing Portfolio Management and GTB – GAPC	**Christian Le Hir** Corporate Secretariat – Legal	**Jean-François Lequoy** Insurance	**André-Jean Olivier** Corporate Secretariat
Olivier Perquel Wholesale Banking – Financing and Market Solutions (FSM)	**Jérôme Lacaille** SFS – Natixis Factor	**Jean-Marc Pillu** Coface	**François Riahi** Wholesale Banking / FSM – Asia - Pacific
Anne Sallé Mongauze Corporate Secretariat – Strategy	**Pierre Servant** Investment Solutions	**Didier Trupin** SFS – Natixis Interépargne	**Jean-Marie Vallée** SFS – Natixis Paiements
Marc Vincent Wholesale Banking – Coverage & Advisory (RCC)	**Pascal Voisin** Investment Solutions – Natixis Asset Management		

3.2.4 LIST OF CORPORATE OFFICERS' POSITIONS

Christel Bories (born May 20, 1964). Christel Bories is Deputy Chief Executive Officer of IPSEN and an independent director of Natixis.
A graduate of the École des Hautes Études Commerciales (HEC), Christel Bories first practiced as a strategy consultant at Booz Allen & Hamilton and then moved to Corporate Value Associates (1986-1993). Next, she joined the Union Minère group as Director of Strategy and Control (1993-1995). She later joined the Péchiney group where she was successively a member of the Executive Committee, Director of Strategy and Management Control (1995-1998), and Director of Packaging (1999-2003). Chairman and CEO of Alcan Packaging (2003-2006), then of Alcan Engineered Products (2006-2010), she was, at the same time, a member of the Executive Committee of Alcan, then a member of the Executive Committee of Rio Tinto Alcan. She then became CEO of Constellium in 2011. She chaired the Executive Committee of the European Aluminium Association between 2007 and 2009.
Key advisory skills: expertise in strategic and industrial issues; transformation and restructuring of international corporations.

Offices held in 2013*

Member of the Board of: Natixis [(1)]
Deputy CEO of: Ipsen (since 02.27.2013)
Director and Chairman of the Strategic Committee, Member of the Audit Committee of: Legrand SA
Director and Member of the Audit & Compensation Committee of: Smurfit Kappa
Vice-Chairman of: La Fabrique de l'Industrie

Offices expired in 2013

Member of the Board of Le Cercle de l'Industrie (until 05.13.2013)

Offices held in previous fiscal years

2012
Member of the Board of: Natixis [(1)]
Member of the Board and Chairman of the Strategic Committee of: Legrand S.A., (since May 2012)
Director and Member of the Audit & Compensation Committee of: Smurfit Kappa (since November 2012)
Member of the Board of: Le Cercle de l'Industrie (Association of the Chairmen of the leading French industrial companies) (since early 2012)
Vice-Chairman of: La Fabrique de l'Industrie (think-tank on French industrial issues) (since November 2012)

2011
Member of the Board of: Natixis [(1)] (since 02.22.2011)
Chief Executive Officer of: Constellium (until November 2011)

2010
Member of: AFEP
Member of: the Women Forum
Member of: the Women Corporate Directors (WCD)
Member of the Board of Directors of: Atlas COPCo AB, Sweden
Senior Vice President of: Rio Tinto
Member of the Executive Committee of: Rio Tinto Alcan
Member of the Executive Committee of: the EAA (European Aluminium Association)
Member of: Le Cercle de l'Industrie (Association of the Chairmen of the leading French industrial companies)

2009
Member of: Le Cercle de l'Industrie (Association of the Chairmen of the leading French industrial companies)
Senior Vice President of: Rio Tinto
Member of the Executive Committee of: Rio Tinto Alcan
Member of the Executive Committee of: the EAA (European Aluminium Association)
Chairman of: the EAA (European Aluminium Association) (until January 2009)

(1) Listed company.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Thierry Cahn (Director since 01.28.2013) (born September 25, 1956). Chairman of the Board of Directors of Banque Populaire d'Alsace since September 30, 2003, Thierry Cahn is also a member of the Supervisory Board of BPCE.
He holds a Professional Lawyers' Certificate (Certificat d'Aptitude a la Profession d'Avocat - CAPA) and joined the firm of Cahn et Associés in 1981. In 1984, he joined the General Council of the Colmar Bar (Conseil de l'Ordre des avocats de Colmar) of which he is still a member. In 1986, he was named Secretary General to the National Lawyers' Association (Confédération Nationale des avocats), which he chaired from 1995 to 1996, before becoming Chairman of the Colmar Bar Association from 1998 to 1999. In addition, since 1985 he has been Head Tutor at the Institut Universitaire de Technologie (IUT) de Haute Alsace and the CRFPA d'Alsace.
Key advisory skills: expertise in legal matters, particularly in business law.

Offices held in 2013

Chairman of the Board of Directors of Banque Populaire d'Alsace
Member of the Supervisory Board and Audit and Risks Committee of: BPCE
Member of the Board of: Natixis [(1)] (since 01.28.2013)

Offices expired in 2013

Member of the Supervisory Board of: Banque Palatine (until 02.05.2013)

Offices held in previous fiscal years

2012	2011	2010	2009
Chairman of the Board of Directors of: Banque Populaire d'Alsace **Member of the Supervisory Board of**: BPCE **Member of the Board of**: Natixis [(1)] (since 01.28.2013) **Member of the Supervisory Board of:** Banque Palatine	**Member of:** BPCE Supervisory Board **Chairman of the Board of Directors of:** Banque Populaire d'Alsace **Member of the Supervisory Board of**: Banque Palatine	**Member of:** BPCE Supervisory Board **Chairman of the Board of Directors of:** Banque Populaire d'Alsace **Member of the Supervisory Board of**: Banque Palatine	**Member of:** BPCE Supervisory Board **Chairman of the Board of Directors of:** Banque Populaire d'Alsace **Member of the Board of**: Banque Fédérale des Banques Populaires **Member of the Supervisory Board of**: Foncia Groupe

(1) Listed company.

Alain Condaminas (born April 6, 1957). Alain Condaminas has been Chief Executive Officer of Banque Populaire Occitane since 2006 and a member of the Supervisory Board of BPCE.
Holding a degree in Economic Sciences and a DESS in Banking and Financial Techniques, Alain Condaminas joined the Banque Populaire Group in 1984. In 1992, he began working at Banque Populaire Toulouse-Pyrénées as Head of Production, supervising the Human Resources Department, and subsequently as Head of Operations. In 2001, he became Chief Executive Officer of Banque Populaire Quercy-Agenais. In 2003, he oversaw the merger with Banque Populaire du Tarne et de l'Aveyron, followed by another with Banque Populaire Toulouse-Pyrénées that formed the existing Banque Populaire Occitane.
Key advisory skills: expertise in Human Resources issues and business transformation, extensive knowledge of banking risks.

Offices held in 2013

Chief Executive Officer of Banque Populaire Occitane
Member of: the BPCE Supervisory Board
Chairman of: Fondation d'entreprise BP Occitane
Member of the Board of: Natixis [1], Natixis Asset Management
Permanent Representative of BP Occitane, Vice-Chairman of the Board of Directors of: CELAD S.A. [2]
Permanent Representative of BP Occitane, Member of the Board of: i-BP, IRDI [2]
Permanent Representative of BP Occitane, member of the Supervisory Board of: SOTEL [2]
Permanent Representative of BP Occitane, member of the Investment Committee of: Multicroissance
Permanent Representative of BP Occitane, Managing Partner of: SNC Immocarso
Managing Partner of: SCI de l'Hers [2]

Offices expired in 2013

-

Offices held in previous fiscal years

2012
Chief Executive Officer of Banque Populaire Occitane
Member of the Supervisory Board of BPCE (since 06.27.2012)
Chairman of: Fondation d'entreprise BP Occitane
Member of the Board of: Natixis [1] (since 05.29.2012), Natixis Asset Management
Permanent Representative of BP Occitane, Vice-Chairman of the Board of Directors of: CELAD S.A. [2]
Permanent Representative of BP Occitane, Member of the Board of: i-BP, IRDI [2]
Permanent Representative of BP Occitane, member of the Supervisory Board of: SOTEL [2]
Permanent Representative of BP Occitane, member of the Investment Committee of: Multicroissance
Permanent Representative of BP Occitane, Managing Partner of: SNC Immocarso
Managing Partner of: SCI de l'Hers
Non-voting member of the BPCE Supervisory Board (until 06.26.2012)
Member of the Board of: Natixis Interépargne (until 06.29.2012)
Permanent Representative of BP Occitane, member of the Supervisory Board of: ABP IARD (until 07.10.2012)

2011
Non-voting member of the BPCE Supervisory Board
Chief Executive Officer of Banque Populaire Occitane
Member of the Board of: Natixis Asset Management, Natixis Interépargne
Permanent Representative of BP Occitane, Vice-Chairman of the Board of Directors of: CELAD S.A.
Permanent Representative of BP Occitane, Member of the Board of: i-BP, IRDI
Permanent Representative of BP Occitane, member of the Supervisory Board of: SOTEL, ABP IARD
Permanent Representative of BP Occitane, Managing Partner of: SNC Immocarso

2010
Non-voting member of the BPCE Supervisory Board
Chief Executive Officer of Banque Populaire Occitane
Chairman of: GIE Carso Matériel
Member of the Board of: Natixis Asset Management, Natixis Interépargne
Permanent Representative of BP Occitane, Vice-Chairman of the Board of Directors of: CELAD S.A.
Permanent Representative of BP Occitane, Member of the Board of: i-BP, IRDI
Permanent Representative of BP Occitane, member of the Supervisory Board of: SOTEL, ABP IARD
Permanent Representative of BP Occitane, Managing Partner of: SNC Immocarso

2009
Non-voting member of the BPCE Supervisory Board
Chief Executive Officer of Banque Populaire Occitane
Chairman of: GIE Carso Matériel
Member of the Board of: Natixis Asset Management, Natixis Securities, Société Marseillaise de Crédit (SMC)
Permanent Representative of BP Occitane, Vice-Chairman of the Board of Directors of: CELAD S.A.
Permanent Representative of BP Occitane, Member of the Board of: i-BP, IRDI
Permanent Representative of BP Occitane, member of the Supervisory Board of: SOTEL, ABP IARD, Latecoere
Permanent Representative of BP Occitane, Managing Partner of: SNC Immocarso

(1) Listed company.
(2) Company outside Groupe BPCE.

Laurence Debroux (born July 25, 1969). Laurence Debroux has been Chief Financial and Administrative Officer of Groupe JCDecaux SA since 2010 and an independent director of Natixis.
A graduate of HEC, Laurence Debroux began her career in 1992 at Merrill Lynch Bank. From 1993 to 1996, she worked in the Finance division of Elf Aquitaine. In 1996, she joined Sanofi first as Chief Financing & Treasury Officer and then as Chief Financial Officer before becoming Director of Strategy and being promoted to the Executive Committee of Sanofi-Aventis.
Key advisory skills: expertise in issues related to finance, communications and business strategy.

Offices held in 2013*

Member of the Board of: Natixis [(1)]
Member of the Management Board - Chief Financial & Administrative Officer of: JCDecaux
Member of the Board of: Média Aéroports de Paris (SAS), JCDecaux Bolloré Holding (SAS), BPIfrance Participations (since 07.12.2013), BPIfrance Investissement (since 07.12.2013)
Member of the Supervisory Board of: Médiakiosk (SAS)

Offices expired in 2013

-

Offices held in previous fiscal years

2012	2011	2010	2009
Member of the Board of: Natixis [(1)] **Member of the Management Board - Chief Financial & Administrative Officer of:** JCDecaux **Member of the Board of:** Média Aéroports de Paris (SAS), JCDecaux Bolloré Holding (SAS) **Member of the Supervisory Board of:** Médiakiosk (SAS)	**Member of the Board of:** Natixis [(1)] **Member of the Management Board - Chief Financial & Administrative Officer of:** JCDecaux **Member of the Board of:** Média Aéroports de Paris (SAS) (since 09.07.2011), JCDecaux Bolloré Holding (SAS) (since May 2011) **Member of the Supervisory Board of:** Médiakiosk (SAS) (since 11.30.2011)	**Member of the Board of:** Natixis [(1)] (since 04.01.2010) **Member of the Management Board - Chief Financial & Administrative Officer of:** JC Decaux **Member of the Management Board – Chief Executive Officer of:** Merial Ltd (until 05.19.2010)	**Chairman of:** Sanofi 1 (until 07.24.2009) **Chief Executive Officer of:** Sanofi Aventis Europe (until 07.28.2009), Sanofi Aventis Participations (until 07.24.2009) **Member of the Board of:** Sanofi Pasteur Holding (until 09.11.2009) **Manager of:** Sanofi 4 (until 09.11.2009), Sanofi Aventis North America (until 07.24.2009) **Member of the Board of:** Merial Ltd (since 03.02.2009), Zentiva NV (from 04.03.2009 to 09.22.2009)

(1) Listed company.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Stève Gentili (born June 5, 1949). Stève Gentili has been Chairman of BRED Banque Populaire since 1998. He has also been Chairman of the BPCE Supervisory Board since January 2014.
With a degree in IT, management and economics and a degree from the Collège des sciences sociales et économiques, Stève Gentili began his career working for a cabinet minister and at the Ministry of Economics and Finance. Until 2004, he managed a major agri-food company.
Key advisory skills: expertise in international affairs and business strategy.

Offices held in 2013

Chairman of the Board of Directors of BRED Banque Populaire
Vice-Chairman of the Supervisory Board of: BPCE
Chairman of the Board of Directors of: SPIG (2), Natixis Institutions Jour, Banque Internationale de Commerce-Bred, BRED Gestion, Cofibred, NRJ Invest (2)
Member of the Board of: Natixis (1), Natixis Pramex International Milan, Natixis Algérie, BCI Mer Rouge, Thales (2), Bercy Gestion Finances+ (2) , Promepar Gestion, BRED Cofilease, Prépar Iard, Veolia (2), BICEC, BCI (Banque Commerciale Internationale)
Member of the Supervisory Board of: Prépar-Vie

Offices expired in 2013

Member of the Board of: Banca Carige (until March 2013)

Offices held in previous fiscal years

2012
Chairman of the Board of Directors of BRED Banque Populaire
Vice-Chairman of the Supervisory Board of: BPCE
Chairman of the Board of Directors of: SPIG, Natixis Institutions Jour, Banque Internationale de Commerce-Bred, BRED Gestion, Cofibred, NRJ Invest
Member of the Board of: Natixis (1), Natixis Pramex International Milan, Natixis Algérie, BCI Mer Rouge, Thales (2), Bercy Gestion Finances+, Promepar Gestion, BRED Cofilease, Prépar IARD, Veolia (2) (since 11.21.2012), Banca Carige (since 09.17.2012), BICEC (since 06.23.2012), BCI (Banque Commerciale Internationale) (since 2012)
Member of the Supervisory Board of: Prépar-Vie
Representative of BRED Banque Populaire on the Board of Directors of: BICEC (until 06.29.2012), BCI (Banque Commerciale Internationale) (until 2012)

2011
Member of the Supervisory Board of: BPCE
Member of the Board of: Natixis (1)
Chairman of the Board of Directors of BRED Banque Populaire
Chairman of the Board of Directors of: Natixis Pramex International (until 02.23.2011), SPIG, Natixis Institutions Jour, Banque Internationale de Commerce-Bred, BRED Gestion, Cofibred, NRJ Invest, Fondation d'entreprise de la BRED,
Chairman **of:** Agence Banque Populaire pour la Coopération et le Développement, Bureau international du Forum Francophone des Affaires
Member of the Board of: Natixis Pramex International Milan, Natixis Algeria, BCI Mer Rouge, Thales, Bercy Gestion Finances +, Promépar Gestion, BRED Cofilease, Prépar IARD
Member of the Supervisory Board of: Prépar-Vie
Representative of BRED Banque Populaire on the Board of Directors of: BICEC, BCI (Banque Commerciale Internationale)

2010
Member of the Supervisory Board of: BPCE
Member of the Board of: Natixis (1)
Chairman of the Board of Directors of: BRED Banque Populaire, Natixis Pramex International, SPIG, Natixis Institutions Jour
Chairman of the Supervisory Board of: Banque Internationale de Commerce-BRED (Bic-BRED)
Chairman of: BRED Gestion, Cofibred, Agence Banque Populaire pour la Coopération et le Développement, Bureau International-Forum Francophone des Affaires
Member of the Board of: Coface (until 10.07.2010), Natixis Algeria (until 12.31.2010), Natixis Pramex International Milan, Société Marseillaise de Crédit (until 09.21.2010), Thales, BGF+, Promépar Gestion, BRED Cofilease, Prépar IARD
Member of the Supervisory Board of: Prépar-Vie
Representative of BRED Banque Populaire on the Board of Directors of: BICEC, BCI (Banque Commerciale Internationale)

2009
Member of the Supervisory Board of: BPCE
Member of the Supervisory Board (until 04.30.2009) and member of the Board of Directors of: Natixis (1)
Chairman of the Board of Directors of: BRED Banque Populaire, Natixis Pramex International, SPIG, Natixis Institutions Jour
Chairman of the Supervisory Board of: Banque Internationale de Commerce-BRED (Bic-BRED)
Chairman of: BRED Gestion, Cofibred, Agence Banque Populaire pour la Coopération et le Développement, Bureau International-Forum Francophone des Affaires
Vice-Chairman of the Board of Directors of: BP Participations (until 05.14.2009)
Member of the Board of: Coface, Natixis Algeria, Natixis Pramex International Milan, Société Marseillaise de Crédit, Thales, BGF+, Promépar Gestion, BRED Cofilease, Prépar IARD
Member of the Supervisory Board of: Prépar-Vie
Representative of BRED Banque Populaire on the Board of **Directors of:** BICEC, BCI (Banque Commerciale Internationale)

(1) Listed company.
(2) Company outside Groupe BPCE.

Michel Grass (born November 12, 1957). Michel Grass has been Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté since 2010.
Holding a degree in Management Sciences from Université de PARIS 1, Michel Grass began his career in 1983 as a Clinic Director in the healthcare sector in Sens. From 1987 to 2010, he created and ran a regional group of private clinics. In 2000, he became a director at Banque Populaire de Bourgogne and has served as a commercial court judge since 2009.
Key advisory skills: entrepreneurial experience, knowledge of the regional economic fabric.

Offices held in 2013

Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté
Vice President of: Fédération nationale des Banques Populaires
Member of the Supervisory Board of: Banque Palatine (since 08.30.2013)
Member of the Board of: Natixis [(1)] (since 02.19.2014), NGAM
Judge with the Commercial Court of Sens
Associate member of the Chamber of Commerce and Industry of Yonne

Offices expired in 2013

Managing Partner of: SARL 2 G conseil (until 05.17.2013)

Offices held in previous fiscal years

2012	2011	2010	2009
Chairman of: Fédération Hospitalisation Privée Bourgogne Franche Comté, Commission Economique Hospitalisation privée (until 2012) **Vice-Chairman of:** Fédération nationale des Banques Populaires (since 2012) **Chairman of the Board of Directors of:** Banque Populaire Bourgogne Franche Comté **Member of the Board of:** Fédération hospitalisation Privée (until 2012), SA CAHPP (until 2012), NGAM (since 02.14.2012) **Managing Partner of:** SARL 2G **Judge: with** the Commercial Court of Sens **Associate Member:** Chamber of Commerce and Industry of Yonne **Secretary of:** the Conference of Banque Populaire Chairmen	**Chairman and Chief Executive Officer of:** SAS Polyclinique du Val de Saône (until 2011), SAS Clinique Paul Picquet (until 2011) **Chairman of:** Fédération Hospitalisation Privée Bourgogne Franche Comté, Commission Economique Hospitalisation privée **Chief Executive Officer of:** SAS Avenir Santé (until 2011), SAS Clinique Paul Picquet (until 2011) **Chairman of the Board of Directors of:** Banque Populaire Bourgogne Franche Comté **Member of the Board of:** Fédération hospitalisation Privée, SA CAHPP **Managing Partner of:** SARL 2G **Judge:** with the Commercial Court of Sens **Secretary of:** the Conference of Banque Populaire Chairmen (since 2011)	**Chairman and Chief Executive Officer of:** SAS Polyclinique du Val de Saône, SAS Clinique Paul Picquet **Chairman of:** Fédération Hospitalisation Privée Bourgogne Franche Comté, Commission Economique Hospitalisation privée **Chief Executive Officer of:** SAS Avenir Santé, SAS Clinique Paul Picquet **Chairman of the Board of Directors of:** Banque Populaire Bourgogne Franche Comté (since 2010) **Member of the Board of:** Banque Populaire de Bourgogne Franche Comté (until 2010), Fédération hospitalisation Privée, SA CAHPP **Managing Partner of:** SARL 2G **Judge:** with the Commercial Court of Sens	**Chairman and Chief Executive Officer of:** SAS Polyclinique du Val de Saône, SAS Clinique Paul Picquet **Chairman of:** Fédération Hospitalisation Privée Bourgogne Franche Comté, Commission Economique Hospitalisation privée **Chief Executive Officer of:** SAS Avenir Santé, SAS Clinique Paul Picquet **Member of the Board of:** Banque Populaire de Bourgogne Franche Comté, Fédération hospitalisation Privée, SA CAHPP **Managing Partner of:** SARL 2G **Judge:** with the Commercial Court of Sens (since 2009)

(1) Listed company.

Catherine Halberstadt (born October 9, 1958). Catherine Halberstadt has been Chief Executive Officer of Banque Populaire du Massif Central since 2010 and a member of the Supervisory Board of BPCE.
With a post-graduate degree in financial accounting (DECS) and another in business, administration and finance (DESCAF) earned at the École Supérieure de Commerce in Clermont-Ferrand, Catherine Halberstadt has been with Groupe BPCE since 1982. She began her career at Banque Populaire du Massif Central in Marketing Research (1982-1986) before becoming a Communications Officer (1986-1992). She was later appointed Human Resources and Organizational Director (1992-1998), Chief Financial Officer (1998-2000) and then Deputy CEO (2000-2008). In 2008, she joined Natixis Factor as Chief Executive Officer (2008-2010).
Key advisory skills: expertise in Human Resources issues; extensive knowledge of retail banking and business financing.

Offices held in 2013

Chief Executive Officer of Banque Populaire Massif Central
Member of the Supervisory Board and Audit and Risks Committee of: BPCE
Member of the Board of: Natixis [1], Crédit Foncier, BPI France Financement [2] (formerly OSEO)
Member of the Audit Committee of: Natixis [1]
Chairman of the Audit Committee of: BPI France Financement [2] (formerly OSEO)
Permanent Representative of Banque Populaire Massif Central, Chairman of: Sociétariat BPMC SAS
Permanent Representative of Banque Populaire Massif Central, Member of the Board of: Association des BP pour la Création d'Entreprise, i-BP
Permanent Representative of Banque Populaire Massif Central, Member of the Committee of: Banques d'Auvergne

Offices expired in 2013

Member of the Board of: Cie Européenne de Garanties et Cautions (until 06.14.2013)

Offices held in previous fiscal years

2012
Chief Executive Officer of Banque Populaire du Massif Central
Member of the Supervisory Board of: BPCE (since 04.04.2012)
Member of the Board of: Natixis [1] (since 05.29.2012), Crédit Foncier (since 05.10.2012), Cie Européenne de Garanties et Cautions, Oseo, Association Les Elles de BPCE (since 02.01.2012)
Permanent Representative of Banque Populaire Massif Central, Chairman of: Sociétariat BPMC SAS
Permanent Representative of Banque Populaire Massif Central, Member of the Board of: Association des BP pour la Création d'Entreprise, i-BP
Permanent Representative of Banque Populaire Massif Central, Member of the Committee of: Banques d'Auvergne

2011
Chief Executive Officer of: Natixis Factor (until 01.10.2011)
Chief Executive Officer of: Banque Populaire du Massif Central
Member of the Board of: Cie Européenne de Garanties et Cautions (since 10.27.2011), OSEO SA
Member of the Supervisory Board of: Foncia Groupe (until 07.26.2011)
Permanent representative of Banque Populaire Massif Central, Chairman of: Sociétariat BPMC SAS
Permanent representative of Banque Populaire Massif Central, Member of the Board of: Association des BP pour la Création d'Entreprise, IBP S.A.
Permanent Representative of Banque Populaire Massif Central, Member of the Committee of: Banques d'Auvergne

2010
Chief Executive Officer of: Banque Populaire du Massif Central (since 09.01.2010)
Chief Executive Officer of: Natixis Factor
Member of the Board of: OSEO (since 12.07.2010)
Member of the Supervisory Board of: Foncia Groupe (since 11.02.2010)
Permanent representative of: BP Massif Central, Member of the Board of: IBP (since 09.01.2010), BICEC (since 09.01.2010)
Permanent Representative of Banque Populaire Massif Central, Member of the Committee of: Banques d'Auvergne

2009
Chief Executive Officer of: Natixis Factor

(1) Listed company.
(2) Company outside Groupe BPCE.

Daniel Karyotis (born February 9, 1961). Daniel Karyotis has been Chief Finance, Risk and Operations Officer and a member of the Management Board of BPCE since December 1, 2012.
With a degree from the Institut d'Études Politiques in Paris and the Centre de perfectionnement à l'analyse financière and a postgraduate degree in financial and economic analysis, Daniel Karyotis began his career with Société Générale on the financial markets. From there, he moved to Standard & Poor's and the banking sector, then joined Caisse d'Epargne Champagne-Ardenne (Ceca) where he held different management positions between 1992 and 1997.
A member of the Management Board and Chief Executive Officer of Caisse d'Epargne du Pas-de-Calais from 1998 to 2001, he was appointed Chairman of the Management Board of CECA in January 2002. In February 2007, he became Chairman of the Management Board of Banque Palatine.
In addition, Daniel Karyotis is a member of the Société Française des Analystes Financiers (Sfaf – French Society of Financial Analysts).
Key advisory skills: expertise in all areas of bank management.

Offices held in 2013

Member of the BPCE Management Board – Finance, Risk and Operations
Deputy CEO of: CE Holding Promotion (since 05.06.2013)
Member of the Supervisory Board of: Nexity [(1)] (since 12.18.2013)
Permanent Representative of BPCE, member of the Board of Directors of: Natixis [(1)], Crédit Foncier, CE Holding Promotion (since 05.06.2013)

Offices expired in 2013

Member of the Board of: Coface S.A. (until 02.05.2013)

Offices held in previous fiscal years

2012	2011	2010	2009
Member of the BPCE Management Board – Finance, Risk and Operations (since 12.01.2012) **Member of the Board of:** Coface S.A. (since 11.21.2012) **Permanent Representative of BPCE, member of the Board of Directors of:** Natixis [(1)] (since 01.28.2013), Crédit Foncier (since 12.11.2012)	**Chairman of the Management Board of Banque Palatine** **Chairman of the Supervisory Board of:** Palatine Asset Management **Member of the Board of:** Coface, Acxior Corporate Finance **Permanent representative of Banque Palatine, member of the Supervisory Board of:** GCE Capital **Permanent representative of Banque Palatine, member of the Board of Directors of:** OCBF [(2)], Palatine Etoile 9	**Chairman of the Management Board of Banque Palatine** **Chairman of the Supervisory Board of:** Palatine Asset Management **Vice-Chairman of the Board of Directors of:** Eurosic **Member of the Board of:** Coface **Permanent representative of Banque Palatine, member of the Supervisory Board of:** GCE Capital **Permanent representative of Banque Palatine, member of the Board of Directors of:** OCBF [(2)]	**Chairman of the Management Board of Banque Palatine** **Chairman of:** Trade Exploitation **Chairman of the Supervisory Board of:** Palatine Asset Management **Vice-Chairman of the Board of Directors of:** Eurosic **Member of the Board of:** Coface, Natixis Epargne Financière, Natixis Epargne Financière Services **Permanent representative of Banque Palatine, member of the Supervisory Board of:** GCE Capital **Permanent representative of Banque Palatine, member of the Board of Directors of:** OCBF [(2)]

(1) Listed company.
(2) A company outside Groupe BPCE.

Laurent Mignon (born December 28, 1963). Laurent Mignon has been Chief Executive Officer of Natixis since May 14, 2009, and a member of BPCE's Management Board since August 6, 2013.
A graduate of HEC and the Stanford Executive Program, Laurent Mignon worked for more than 10 years in various positions at Banque Indosuez, from the trading floor to corporate banking. In 1996, he joined Schroeders Bank in London, then AGF in 1997 as Chief Financial Officer. He was appointed to the Executive Committee in 1998, then became Deputy CEO in charge of Banque AGF, AGF Asset Management and AGF Immobilier in 2002. He became CEO in charge of the Life and Financial Services and Credit Insurance divisions in 2003 and Chairman of the Executive Committee in 2006. From September 2007 to May 2009, he was associate Manager at Oddo et Cie alongside Philippe Oddo.

Offices held in 2013

Chief Executive Officer of Natixis (1)
Member of the Management Board of: BPCE (since 08.06.2013)
Chairman of the Board of Directors of: de Natixis Global Asset Management, Coface SA
Member of the Board of: Arkema (1)(2), Lazard Ltd (1)(2)

Offices expired in 2013

Member of the Board of: Sequana (1)(2)(until 2013)
Permanent Representative of: Natixis, non-voting member of BPCE (until 07.11.2013)

Offices held in previous fiscal years

2012
Chief Executive Officer of: Natixis (1)
Chairman of the Board of Directors of: Natixis Global Asset Management
Member of the Board of: Sequana (1)(2), Arkema (1)(2), Lazard Ltd (1)(2)
Chairman of: Coface SA (since 11.22.2012)
Permanent Representative of Natixis, non-voting member of the Board of Directors of: BPCE
Chairman of the Board of Directors of: Compagnie française d'assurance pour le commerce extérieur (from 05.15.2012 to 12.19.2012)
Chairman of: SAS Coface Holding (until 11.21.2012)
Permanent representative of Natixis, member of the Board of: Compagnie française d'assurance pour le commerce extérieur (until 05.15.2012)

2011
Chief Executive Officer of: Natixis (1)
Chairman of the Board of Directors of: Natixis Global Asset Management
Member of the Board of: Sequana (1)(2), Arkema (1)(2), Lazard Ltd (1)(2)
Chairman of: SAS Coface Holding
Permanent representative of Natixis, member of the Board of: Coface
Permanent representative of Natixis, non-voting member of the Board of Directors of: BPCE

2010
Chief Executive Officer of: Natixis (1)
Member of the Board of: Natixis Global Asset Management (until 09.01.2010 then Chairman of the Board of Directors), Coface (until 10.15.2010 then permanent representative of Natixis on the Board of Directors), Sequana(1)(2), Arkema (1)(2), Lazard Ltd (1)(2)
Chairman of: SAS Coface Holding
Non-voting member of: BPCE (Permanent representative of Natixis)

2009
Chief Executive Officer of: Natixis (1) (since 05.14.2009)
Member of the Board of: Natixis Global Asset Management (since 09.11.2009), Sequana (1)(2), Arkema (1)(2), Coface (since 10.27.2009), Lazard Ltd (1)(2) (since 07.28.2009), Cogefi S.A. (until 05.13.2009), Génération Vie (until 05.13.2009)
Non-voting member of: BPCE (Permanent Representative of Natixis) (since 08.25.2009)
Associate Manager of: Oddo et Cie (until 05.13.2009)
Chairman and Chief Executive Officer of: Oddo Asset Management (until 05.13.2009)
Member of the Supervisory Board of: La Banque Postale gestion privée (until 05.13.2009)
Permanent representative of Oddo et Cie: Managing Partner of Oddo Corporate Finance (until 05.13.2009)

(1) Listed company.
(2) Company outside Groupe BPCE.

Bernard Oppetit (born August 5, 1956). Chairman of Centaurus Capital, a hedge fund group he founded in London in 2000, Bernard Oppetit is also an independent director of Natixis.
With a degree from the École Polytechnique, he forged his career with Paribas from 1979 to 2000, first in Paris, then New York and finally London.
As Deputy Director of the Financial Management division (1980-1987), Bernard Oppetit joined Paribas North America first as a Risk Arbitrage Trader (1987-1990) and then as Global Head of Risk Arbitrage (1990-1995). In 1995, still heading up Risk Arbitrage, he moved to London to become Global Head of Equity Derivatives (1995-2000).
Key advisory skills: renowned financial markets specialist, entrepreneurial experience in Europe.

Offices held in 2013 *

FRANCE
Member of the Board of: Natixis [(1)]
Member of the Supervisory Board of: HLD
INTERNATIONAL
Chairman of: Centaurus Capital Limited
Member of the Board of: Centaurus Capital Holdings Limited, Centaurus Global Holding Limited, Centaurus Management Company Limited, Centaurus Capital International Limited
Trustee of: École Polytechnique Charitable Trust

Offices expired in 2013

Member of the Board of: Tigers Alliance Fund Management (Vietnam) (until June 2013)
Member of the Advisory Board of Ondra Partners (until September 2013)

Offices held in previous fiscal years

2012
FRANCE
Member of the Board of: Natixis [(1)]
Member of the Supervisory Board of: HLD
INTERNATIONAL
Chairman of: Centaurus Capital Limited
Member of the Board of: Centaurus Capital Holdings Limited, Centaurus Global Holding Limited, Centaurus Management Company Limited, Centaurus Capital International Limited, Tigers Alliance Fund Management (Vietnam)
Trustee of: École Polytechnique Charitable Trust
Member of the Advisory Board of: Ondra Partners

2011
FRANCE
Member of the Board of: Natixis [(1)]
Member of the Supervisory Board of: HLD
INTERNATIONAL
Chairman of: Centaurus Capital Limited
Member of the Board of: Centaurus Capital Holdings Limited, Centaurus Global Holding Limited, Centaurus Management Company Limited, Centaurus Capital International Limited, Tigers Alliance Fund Management (Vietnam)
Trustee of: École Polytechnique Charitable Trust
Member of the Advisory Board of: Ondra Partners

2010
FRANCE
Member of the Board of: Natixis [(1)]
INTERNATIONAL
Chairman of: Centaurus Capital Limited
Member of the Board of: Centaurus Capital Holdings Limited, Centaurus Global Holding Limited, Centaurus Management Company Limited, Tigers Alliance Fund Management (Vietnam) (since 07.01.2010)
Trustee of: École Polytechnique **Charitable Trust**
Member of the Advisory Board of: Ondra Partners

2009
FRANCE
Member of the Board of: Natixis [(1)] (starting November 12, 2009)
INTERNATIONAL
Chairman of: Centaurus Capital Limited
Member of the Board of: Centaurus Capital Holdings Limited, Centaurus Global Holding Limited, Centaurus Management Company Limited
Trustee of: École Polytechnique Charitable Trust
Member of the Advisory Board of Ondra Partners
Offices below ended on 09.18.2009
Member of the Board of: Centaurus Alpha Master Fund Limited, Centaurus Alpha Fund Limited, Centaurus Capital International Limited, Centaurus International Risk Arbitrage Master Fund Limited (formerly Centaurus Kappa Master Fund Limited), Centaurus International Risk Arbitrage Fund Limited (formerly Centaurus Kappa Fund Limited), Centaurus Asia Pacific Opportunities Master Fund Limited (formerly Centaurus Omega Fund Limited), Centaurus Asia Pacific Opportunities Fund Limited (formerly Centaurus Omega Fund Limited)

(1) Listed company.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Stéphanie Paix (born March 16, 1965). Stéphanie Paix has been Chairman of the Management Board of Caisse d'Epargne Rhône-Alpes since end-2011.
A graduate of the IEP de Paris with a DESS in corporate tax law from the Université Paris Dauphine, Ms. Paix has been with Groupe BPCE since 1988.
Inspector and Head of Inspections at Banque Fédérale des Banques Populaires (1988-1994), she joined the Banque Populaire Rives de Paris as Regional Director and then Director of Production and Organization (1994-2002). In 2002, she joined Natexis Banques Populaires, where she was Director of Operations Management and then Director of Cash Management and Operations (2002-2005). In 2006, she became Chief Executive Officer of Natixis Factor, then Chief Executive Officer of Banque Populaire Atlantique (2008-2011).
Key advisory skills: extensive knowledge of retail banking and business financing; bank audits.

Offices held in 2013

Chairman of the Management Board of Caisse d'Epargne Rhône-Alpes
Chairman of: Agence Lucie (2)
Chairman of the Supervisory Board of: Rhône Alpes PME Gestion (2)
Member of the Board of: Natixis (1), Siparex Associés (2), Crédit Foncier
Representative of Caisse d'Epargne Rhône Alpes, member of the Supervisory Board of: IT-CE
Representative of Caisse d'Epargne Rhône Alpes, member of the Board of Directors of: Compagnie des Alpes (2), Fondation d'entreprise CERA, Fédération Nationale des Caisses d'Epargne (FNCE), Habitat en Région (2)
Representative of Caisse d'Epargne Rhône Alpes, Treasurer of: Fondation Belem (since May 2013)

Offices expired in 2013

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(1) Listed company.
(2) Company outside Groupe BPCE.

Stéphanie Paix (continued)

Offices held in previous fiscal years

2012

Chairman of the Management Board of: Caisse d'Epargne Rhône-Alpes
Chairman of: Agence Lucie (2)
Chairman of the Supervisory Board of: Rhône Alpes PME Gestion (2) (since 03.13.2012)
Member of the Board of: Natixis (1) (since 05.29.2012), Siparex Associés (2) (since 03.30.2012), Crédit Foncier
Representative of Caisse d'Epargne Rhône Alpes, member of the Supervisory Board of: IT-CE
Representative of Caisse d'Epargne Rhône Alpes, member of the Board of Directors of: Compagnie des Alpes (2) (since 10.18.2012), Fondation d'entreprise CERA, Fédération Nationale des Caisses d'Epargne (FNCE), Habitat en Région (2)
Chief Executive Officer of: Banque Populaire Atlantique (until 01.30.2012)
Member of the Board of: Natixis Algérie (until 10.05.2012), Natixis Assurances (until 02.06.2012), BPCE Achats (until 03.15.2012)
Co-Manager of: Atlantique Plus (until 01.24.2012)
Representative of BPCE, member of the Board of Directors of: Compagnie des Alpes (2) (from 03.05.2012 to 10.18.2012)
Representative of Banque Populaire Atlantique, Chairman of: Ouest Croissance (until 01.30.2012), Ludovic de Besse (until 01.30.2012)
Representative of Banque Populaire Atlantique, member of the Board of Directors of: C3B Immobilier (until 01.01.2012), i-BP (until 01.30.2012) Portzamparc (until 01.30.2012), Association des BP pour la Création d'Entreprise (until 01.31.2012)
Representative of Banque Populaire Atlantique, member of the Supervisory Board of: Atlantique Mur Régions (until 01.30.2012), Ouest Croissance Gestion (until 01.30.2012)
Representative of Banque Populaire Atlantique, ex-officio member of: Crédit Maritime Mutuel Atlantique (until 01.30.2012)
Representative of Banque Populaire Atlantique, Treasurer of: Comité des Banques de Pays de la Loire FBF (until 01.31.2012)
Representative of Ouest Croissance, member of the Board of Directors of: Banque Populaire Développement (until 01.30.2012)
Representative of the Fédération Nationale des Banques Populaires, Chairman of: Association Française de la Micro-Finance (until 01.31.2012)

2011

Chairman of the Management Board of: Caisse d'Epargne Rhône Alpes (since 12.05.2011)
Chief Executive Officer of Banque Populaire Atlantique
Chairman of: Agence Lucie (since 04.06.2011)
Member of the Board of: Crédit Foncier (until 12.31.2011), Natixis Algérie, Natixis Assurances, BPCE Achats, Fédération Nationale des Banques Populaires
Co-Manager of: Atlantique Plus (since 01.28.2011)
Representative of Banque Populaire Atlantique, Chairman of: Ouest Croissance, Ludovic de Besse
Representative of Banque Populaire Atlantique, member of the Board of Directors of: C3B Immobilier, i-BP Portzamparc, Association des BP pour la Création d'Entreprise
Representative of Banque Populaire Atlantique, member of the Supervisory Board of: Atlantique Mur Régions, Ouest Croissance Gestion
Representative of Banque Populaire Atlantique, ex-officio member of: Crédit Maritime Atlantique
Representative of Banque Populaire Atlantique, Treasurer of: Comité des Banques de Pays de la Loire FBF
Representative of Ouest Croissance, member of the Board of Directors of: Banque Populaire Développement
Representative of CE Rhône Alpes, member of the Supervisory Board of: GCE Technologies (since 12.31.2011)
Representative of the Fédération Nationale des Banques Populaires, Chairman of: Association Française de la Micro-Finance

2010

Chief Executive Officer of: Banque Populaire Atlantique
Member of the Board of: Crédit Foncier (since 04.26.2010), Natixis Algérie, Natixis Assurances (since 09.29.2010), BPCE Achats (since 06.15.2010)
Representative of Banque Populaire Atlantique, Chairman of: Ouest Croissance, Ludovic de Besse
Representative of Banque Populaire Atlantique, member of the Board of Directors of: C3B Immobilier, i-BP, Natixis Assurances (until 09.30.2010), Portzamparc, Association des BP pour la Création d'Entreprise
Representative of Banque Populaire Atlantique, member of the Supervisory Board of: Atlantique Mur Régions, Ouest Croissance Gestion
Representative of Banque Populaire Atlantique, ex-officio member of: Crédit Maritime Atlantique
Representative of Banque Populaire Atlantique, Treasurer of: Comité des Banques de Pays de la Loire FBF
Representative of Ouest Croissance, member of the Board of Directors of: Banque Populaire Développement
Representative of the Fédération Nationale des Banques Populaires, Chairman of: Association Française de la Micro-Finance

2009

Chief Executive Officer of: Banque Populaire Atlantique
Member of the Board of: Natixis Algérie, Fédération Nationale des Banques Populaires
Representative of Banque Populaire Atlantique, Chairman of: SAS Ludovic de Besse,
Representative of Banque Populaire Atlantique, member of the Board of Directors of: i-BP, Natixis Assurances, Portzamparc, Association des BP pour la Création d'Entreprise
Representative of Banque Populaire Atlantique, member of the Supervisory Board of: Atlantique Mur Régions, Ouest Croissance Gestion
Representative of Banque Populaire Atlantique, ex-officio member of: Crédit Maritime Atlantique
Representative of Banque Populaire Atlantique, Treasurer of: Comité des Banques de Pays de la Loire FBF

(1) Listed company.
(2) Company outside Groupe BPCE.

Didier Patault (born February 22, 1961). Chairman of the Management Board of Caisse d'Epargne Île-de-France since May 2013. Didier Patault is also a member of the BPCE Supervisory Board.
A graduate of the École Polytechnique and the École Nationale de la Statistique et de l'Administration Économique (ENSAE), Didier Patault, after starting out at Caisse des Dépôts et Consignations, has been with Groupe BPCE since 1992. After holding various financial and sales positions at Caisse d'Epargne des Pays du Hainaut (1992-1999), in 1999 he joined Caisse Nationale des Caisses d'Epargne as Director of Group Development on the local economic markets of the CNCE.
In 2000, he was appointed Chairman of the Management Board of Caisse d'Epargne des Pays du Hainaut, and then Chairman of the Management Board of Caisse d'Epargne des Pays de la Loire (2004-2008), and finally Chairman of the Management Board of Caisse d'Epargne Bretagne-Pays de Loire (2008-2013).
Key advisory skills: extensive knowledge of public sector authorities and regional economic development, expertise in management and financial analysis.

Offices held in 2013

Chairman of the Management Board of Caisse d'Epargne Ile de France (since 04.25.2013)
Chairman of the Supervisory Board of: Banque BCP (since 06.17.2013)
Member of the Supervisory Board of: BPCE
Member of the Supervisory Board of: GCE Capital
Member of the Board of: Natixis [(1)], Natixis Coficiné, CE Holding Promotion
Member of the Board (as a qualified person) of: Paris Habitat – OPH (since 10.17.2013)
Permanent representative of CEIDF, member of the Board of Directors of: Habitat en Région (since 04.25.2013), Immobilière 3F (since 05.14.2013), FNCE (since 04.25.2013)
Permanent Representative of CEIDF, member of the Supervisory Board of: IT-CE (since 05.24.2013)

Offices expired in 2013

Chairman of the Management Board of Caisse d'Epargne Bretagne-Pays de Loire (CEBPL) (until 04.25.2013)
Chairman and Chief Executive Officer of: SODERO (until 04.26.2013)
Chairman of the Board of Directors of: SODERO Participations (until 04.26.2013), SA des Marchés de l'Ouest (SAMO) (until 04.26.2013)
Chairman of the Supervisory Board of: SODERO Gestion (until 04.26.2013), BATIROC Bretagne – Pays de Loire (until 04.26.2013)
Member of the Board of: Compagnie de Financement Foncier – SCF (until 05.31.2013), La Mancelle d'Habitation (until 04.26.2013)
Permanent Representative of CEBPL, member of the Board of Directors of: Pays de la Loire Développement (until 04.26.2013), SEMITAN (until 04.26.2013), Nantes Atlantique Place Financière (NAPF) (until 04.26.2013), FNCE (until 04.25.2013)
Permanent Representative of CEBPL, member of the Supervisory Board of: IT-CE (until 04.26.2013)

(1) Listed company.

Didier Patault (continued)

Offices held in previous fiscal years

2012	2011	2010	2009
Chairman of the Management Board of: Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire (CEBPL) **Member of the Supervisory Board of:** BPCE **Chairman and Chief Executive Officer of:** SODERO **Chairman of the Board of Directors of:** SODERO Participations, S.A. des Marches de l'Ouest (SAMO) **Chairman of the Supervisory Board of:** SODERO Gestion, BATIROC Bretagne – Pays de Loire **Member of the Supervisory Board of:** GCE Capital **Member of the Board of:** Natixis [(1)], Compagnie de Financement Foncier – SCF, Natixis Coficiné, Mancelle d'Habitation, CE Holding Promotion **Permanent Representative of CEBPL, member of the Board of Directors of:** Pays de la Loire Développement, SEMITAN, Nantes Atlantique Place Financière (NAPF), FNCE **Permanent Representative of CEBPL, member of the Supervisory Board of:** IT-CE	**Member of the Supervisory Board of:** BPCE **Member of the Board of:** Natixis [(1)] **Chairman of the Management Board of:** Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire **Chairman and Chief Executive Officer of:** SODERO **Chairman of the Board of Directors of:** SODERO Participations, S.A. des Marches de l'Ouest (SAMO) **Chairman of the Supervisory Board of:** SODERO Gestion, BATIROC Bretagne – Pays de Loire **Member of the Supervisory Board of:** GCE Capital **Member of the Board of:** Compagnie de Financement Foncier – SCF, Natixis Coficiné, Mancelle d'Habitation, CE Holding Promotion **Permanent Representative of CEBPL, member of the Board of Directors of:** Pays de la Loire Développement, SEMITAN, NAPF, FNCE **Permanent Representative of CEBPL, member of the Supervisory Board of:** GCE IT-CE (formerly GCE Technologies), GCE Business Services (until December 2011) (absorbed by GCE IT-CE, formerly GCE Technologies)	**Member of the Supervisory Board of:** BPCE **Member of the Board of:** Natixis [(1)] **Chairman of the Management Board of:** Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire **Chairman and Chief Executive Officer of:** SODERO **Chairman of the Board of Directors of:** SODERO Participations, SA des Marchés de l'Ouest (SAMO), Mancelle d'Habitation (until 11.17.2010) **Chairman of the Supervisory Board of:** SODERO Gestion, BATIROC Bretagne – Pays de Loire **Member of the Supervisory Board of:** GCE Capital **Member of the Board of:** CE Participations (until 08.05.2010), Natixis Global Asset Management (until 09.01.2010), Compagnie de Financement Foncier – SCF, Natixis Coficiné (since 10.19.2010), Mancelle d'Habitation (since 11.17.2010), CE Holding Promotion (since 06.30.2010) **Permanent representative of CEBPL, member of the Board of Directors of:** Pays de la Loire Développement, SEMITAN, NAPF, FNCE **Permanent representative of CEBPL, member of the Supervisory Board of:** GCE Business Services, GCE Technologies	**Member of the Supervisory Board of:** BPCE (since 07.31.2009) **Member of the Supervisory Board** (until 04.30.2009) **and member of the Board of Directors of:** Natixis [(1)] **Chairman of the Management Board of:** Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire **Chairman and Chief Executive Officer of:** SODERO **Chairman of the Supervisory Board of:** SODERO Gestion, BATIROC Bretagne – Pays de Loire **Chairman of the Board of Directors of:** SODERO Participations, Mancelle d'Habitation, S.A. des Marches de l'Ouest (SAMO) **Member of the Supervisory Board of:** GCE Capital, Caisse Nationale des Caisses d'Epargne (from 05.28.2009 to 07.31.2009) **Member of the Board of:** CE Participations, Natixis Global Asset Management, Compagnie de Financement Foncier SCF, Fédération Nationale des Caisses d'Epargne **Permanent representative of CEBPL, member of the Board of Directors of:** Pays de la Loire Développement, SEMITAN, NAPF **Permanent representative of CEBPL, member of the Supervisory Board of:** GCE Business Services, GCE Technologies **Permanent representative of Sodero Participations:** Chairman of the Supervisory Board of Grand Ouest Gestion (until 12.31.2009)

(1) Listed company.

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François Pérol (born November 6, 1963). François Pérol has been Chairman of the BPCE Management Board and Chairman of the Natixis Board of Directors since 2009.
He is a graduate of HEC and the Institut d'Études Politiques de Paris. After graduating from ENA, François Pérol started his career at the Inspection Générale des Finances (French General Inspectorate of Finance). He held various positions at the Ministry of the Economy and Finance, beginning with the Treasury Department (1994-2002), and then on the Cabinet of Ministers of Francis Mer and Nicolas Sarkozy (2002-2004). He then left the administration to join Rothschild & Cie Banque as Managing Partner from 2005 to 2007. He was appointed Deputy Secretary General to the President of the Republic from 2007 to 2009.
Key advisory skills: expertise in strategy for banking and financial institutions, and in the French and international economic and financial environment.

Offices held in 2013

Chairman of the Management Board of: BPCE
Chairman of the Board of Directors of: Natixis [1], Crédit Foncier
Chairman of: CE Holding Promotion, Groupement Européen des Caisses d'Epargne
Vice-Chairman of: Fédération Bancaire Française [2] (since September 2013)
Member of the Board of: Natixis [1], Crédit Foncier, CNP Assurances [1], Sopassure, CE Holding Promotion, Musée d'Orsay [2]
Permanent Representative of BPCE, Managing Partner of: SCI Ponant plus
Permanent representative of BPCE Maroc, member of the Board of Directors of: Banque Centrale Populaire

Offices expired in 2013

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Offices held in previous fiscal years

2012
Chairman of the Management Board of: BPCE
Chairman of the Board of Directors of: Natixis [1], Crédit Foncier
Chairman of: CE Holding Promotion, Groupement Européen des Caisses d'Epargne
Member of the Board of: CNP Assurances [1], Sopassure, Natixis [1], Crédit Foncier, Musée d'Orsay [2]
Permanent Representative of BPCE, Managing Partner of: SCI Ponant +
Permanent representative of BPCE MAROC, member of the Board of Directors of: Banque Centrale Populaire
Member of the Executive Committee of: Fédération Bancaire Française [2]

2011
Chairman of the Management Board of: BPCE
Chairman of the Board of Directors of: Natixis [1], BPCE IOM, Crédit Foncier de France, Fondation des Caisses d'Epargne pour la Solidarité (until 03.09.2011)
Chairman of: CE Holding Promotion, Fédération Bancaire Française (until 09.01.2011)
Chairman of the Supervisory Board of: Foncia Groupe (until July 2011)
Vice-Chairman of the Board of Directors of: Crédit Immobilier et Hôtelier (Morocco)
Member of the Board of: Natixis [1], BPCE IOM, BP Participations, Crédit Foncier, CNP Assurances [1], Sopassure, Crédit Immobilier et Hotelier-CIH (Morocco), Musée d'Orsay [2]
Permanent Representative of BPCE, Managing Partner of: SNC Bankeo, SCI Ponant Plus
Member of the Executive Committee of: Fédération Bancaire Française [2]

2010
Chairman of the Management Board of: BPCE
Chairman of the Board of Directors of: Natixis [1]
Chief Executive Officer of: BP Participations, CE Participations (until 08.05.2010)
Chairman of the Board of Directors of: BPCE IOM, Crédit Foncier de France (since 04.26.2010), Fondation des Caisses d'Epargne pour la Solidarité (since 06.30.2010)
Chairman of: CE Holding Promotion (since 06.30.2010), Fédération Bancaire Française (since 09.01.2010)
Chairman of the Supervisory Board of: Foncia Groupe
Vice-Chairman of the Board of Directors of: Crédit Immobilier et Hôtelier (Morocco)
Member of the Board of: BP Participations, CE Participations (until 08.05.2010), CNP Assurances, Sopassure, Crédit Immobilier et Hotelier-CIH (Morocco), Musée d'Orsay [2] (since 04.22.2010), CE Holding Promotion (since 06.30.2010)

2009
Chairman of the Management Board of: BPCE (since 07.31.2009), Caisse Nationale des Caisses d'Epargne – CNCE (until 07.31.2009)
Chief Executive Officer of: BP Participations (since 02.26.2009), CE Participations (since 07.31.2009)
Chairman of the Board of Directors of: Natixis [1] (since 04.30.2009), Financière Océor (since 07.15.2009)
Chairman of the Supervisory Board of: Foncia Groupe (since 09.10.2009)
Vice-Chairman of the Executive Committee of: Fédération Bancaire Française (since 07.08.2009)
Member of the Board of: BP Participations, CE Participations (since 07.31.2009), CNP Assurances (since 04.21.2009), Sopassure (since 03.23.2009), Crédit Immobilier et Hotelier-CIH (Morocco) (since 05.28.2009)

(1) Listed company.
(2) Company outside Groupe BPCE.

Henri Proglio (born June 29, 1949). Henri Proglio has been Chairman & CEO of EDF since 2009 and independent director of Natixis.
A graduate of HEC, Henri Proglio began his career in 1972 at the Générale des Eaux Group (now Veolia Environnement), where he held various Senior Management positions. In 1990, he was appointed Chairman and CEO of CGEA, a subsidiary specialized in waste management and transport. In 2000, he became Chairman of Vivendi Environnement (Véolia Environnement), and, in 2003, Chairman & CEO.
In 2005, he was also named Chairman of the School Council of his alma mater, HEC.
Key advisory skills: A nationally and internationally renowned industrialist, with expertise in large corporations and strategic issues.

Offices held in 2013 *

FRANCE
Member of the Board of: Natixis [(1)]
Chairman and Chief Executive Officer of: EDF [(1)]
Member of the Board of: Dassault Aviation [(1)], EDF International SAS, EDF Energies Nouvelles
Member of: the High Commission for Transparency and Information on Safety in Nuclear Facilities, the National Commission for Sectors of Vital Importance, the Committee for Atomic Energy
INTERNATIONAL
Chairman of the Board of Directors of: Edison
Vice-Chairman of: Association EURELECTRIC (Belgium) (since 06.03.2013)
Member of the Board of: FCC [(1)] Espagne, Edison, South Stream Transport BV
Chairman of: EDF Energy Holdings Ltd

Offices expired in 2013

FRANCE
Member of the Board of: CNP Assurances [(1)] (until 07.25.2013)
INTERNATIONAL
Member of the Board of: South Stream Transport AG (until 06.30.2013)

(1) Listed company.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Henri Proglio (continued)

Offices held in previous fiscal years

2012
FRANCE
Member of the Board of: Natixis [(1)]
Chairman and Chief Executive Officer of: EDF [(1)]
Member of the Board of: Dassault Aviation [(1)], CNP Assurances [(1)], EDF International SAS, EDF Energies Nouvelles
Member of: the High Commission for Transparency and Information on Safety in Nuclear Facilities, the National Commission for Sectors of Vital Importance, the Committee for Atomic Energy
INTERNATIONAL
Chairman of the Board of Directors of: Edison (since 04.24.2012)
Member of the Board of: FCC [(1)] Espagne, Edison, South Stream Transport AG (since 04.12.2012), South Stream Transport BV (since 11.13.2012)
Chairman of: EDF Energy Holdings Ltd
FRANCE
Member of the Board of: Veolia Environnement [(1)] (until 10.22.2012), Veolia Propreté (until 05.03.2012)
Member of the Supervisory Board of: Veolia Eau (until 12.12.2012)
INTERNATIONAL
Chairman of the Board of Directors of: Transalpina di Energia (until 05.24.2012)

2011
FRANCE
Member of the Board of: Natixis [(1)]
Chairman and Chief Executive Officer of: EDF [(1)]
Chairman of the Board of **Directors of:** Veolia Propreté (until 03.23.2011), Veolia Transport (until 03.24.2011)
Member of the Board of: Dassault Aviation [(1)], CNP Assurances [(1)], Veolia Environnement [(1)], Veolia Propreté, EDF International S.A. (until 05.01.2011), EDF International SAS (since 05.02.2011), EDF Energies Nouvelles (since 09.21.2011)
Member of the Supervisory Board of: Veolia Eau
Member of: the High Commission for Transparency and Information on Safety in Nuclear Facilities, the National Commission for Sectors of Vital Importance, the Committee for Atomic Energy
INTERNATIONAL
Chairman of the Board of Directors of: Transalpina di Energia
Member of the Board of: FCC [(1)] Espagne and Edison
Chairman of: EDF Energy Holdings Ltd

2010
FRANCE
Member of the Board of: Natixis [(1)]
Chairman and Chief Executive Officer of: EDF
Chairman of the Board of Directors of: Veolia Environnement (until 12.12.2010), Veolia Propreté, Veolia Transport
Member of the Board of: Dassault Aviation, CNP Assurances, Veolia Environnement (since 12.16.2010), EDF International (since 12.06.2010)
Member of the Supervisory Board of: Veolia Eau and Boards A and B of Dalkia (SAS) (until 03.23.2010)
Member of: the High Commission for Transparency and Information on Safety in Nuclear Facilities, the National Commission for Sectors of Vital Importance, the Committee for Atomic Energy
INTERNATIONAL
Chairman of: EDF Energy Holdings Ltd (since 03.08.2010)
Chairman of the Board of Directors of: Transalpina di Energia (since 02.08.2010)
Member of the Board of: Veolia Environnement North America Operations (until 09.13.2010)
Member of the Board of: FCC Espagne (since 05.27.2010) and Edison (since 02.08.2010)

2009
FRANCE
Member of the Supervisory Board (until 04.30.2009) and member of the Board of Directors of: Natixis [(1)]
Chairman and Chief Executive Officer of: EDF (starting 11.25.2009), Veolia Environnement (until 11.27.2009)
Chairman of the Board of Directors of: Veolia Environnement (starting 11.27.2009), Veolia Propreté, Veolia Transport, Veolia Water (until 11.27.2009)
Member of the Board of: Dassault Aviation, Dalkia International (until 11.27.2009), Société des Eaux de Marseille (until 11.27.2009), Sarp Industries (until 10.19.2009), CNP Assurances
Managing Partner of: Veolia Eau – Compagnie Générale des Eaux (until 11.27.2009)
Member of the Supervisory Board of: Lagardère (until 11.16.2009), Veolia Eau (starting 12.30.2009), Boards A and B of Dalkia (SAS)
Member and Chairman of the Supervisory Board of: Dalkia France (until 11.27.2009), Eolfi (from 04.06.2009 to 11.27.2009)
Member of: the High Commission for Transparency and Information on Safety in Nuclear Facilities (since 11.25.2009), the National Commission for Sectors of Vital Importance (since 12.08.2009), the Comité d'Énergie Atomique (since 11.25.2009)
Non-voting member of: Caisse Nationale des Caisses d'Epargne (until 07.31.2009)
INTERNATIONAL
Member of the Board of: Veolia ES Australia (until 10.19.2009), Veolia Transport Australasia (until 10.19.2009), Veolia Environmental Services UK (until 10.19.2009), Siram (until 11.27.2009), Veolia Transport Northern Europe (until 09.02.2009), Veolia Environmental Services North America Corp. (until 10.29.2009), Veolia Environnement North America Operations

(1) Listed company.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Philippe Sueur (born July 4, 1946). Philippe Sueur is Vice-Chairman of the Caisse d'Epargne Île-de-France Steering and Supervisory Board.
Philippe Sueur holds a postgraduate degree in political science and history, a doctorate in law, and is an Associate Professor in Roman Law and Institutional History. He began his career in 1974 as a Lecturer before becoming a Full Professor at Université d'Amiens and then Université de Paris III - Sorbonne Nouvelle and Paris-Nord. From 1992 to 2002, he was Dean of the Faculty of Law, Political and Social Science at Université Paris XIII - Nord. As Mayor of Enghien-les-Bains since 1989, Philippe Sueur also holds various elected positions such as Regional Councilor until 2011, Councilor at Large for the Val d'Oise region since 1994, and Vice-Chairman of the General Council of Val d'Oise between 2001 and 2008 and then again since 2011.
Key advisory skills: Recognized academic authority, extensive knowledge of local and regional authorities.

Offices held in 2013

Member of the Board of: Natixis [1]
Vice-Chairman of the Steering and Supervisory Board of: Caisse d'Epargne Île-de-France
Chairman of: Société d'Économie Mixte d'Aménagement du Val d'Oise (SEMAVO) [2], Institut de Formation des Animateurs de Collectivités (IFAC – Local Supervisors' Training Institute) for France and Val d'Oise (non-profit organizations) [2]
Vice-Chairman of: Association Nationale des Maires de Stations Classées et Communes Touristiques (ANMSCCT) - French Association for Mayors of Tourist Municipalities) [2], Conseil Général du Val d'Oise [2]
Member of the Board of: BPCE Assurances, Syndicat des Transports d'Ile-de-France (STIF) [2], Agence Foncière et Technique de la Région Parisienne (AFTRP) [2], Institut des Relations Internationales et Stratégiques (IRIS) [2]

Offices expired in 2013

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Offices held in previous fiscal years

2012
Member of the Board of: Natixis [1]
Vice-Chairman of the Steering and Supervisory Board of Caisse d'Epargne Île-de-France
Chairman of: Société d'Économie Mixte d'Aménagement du Val d'Oise (SEMAVO) [2], Institut de Formation des Animateurs de Collectivités (IFAC – Local Supervisors' Training Institute) for France and Val d'Oise (non-profit organizations) [2]
Vice-Chairman of: Association Nationale des Maires de Stations Classées et Communes Touristiques (ANMSCCT) - French Association for Mayors of Tourist Municipalities) [2], Conseil Général du Val d'Oise [2]
Member of the Board of: BPCE Assurances, Syndicat des Transports d'Ile-de-France (STIF) [2], Agence Foncière et Technique de la Région Parisienne (AFTRP) [2], Institut des Relations Internationales et Stratégiques (IRIS) [2]

2011
Member of the Board of: Natixis [1]
Vice-Chairman of the Steering and Supervisory Board of Caisse d'Epargne Île-de-France
Member of the Board of: BPCE Assurances, Syndicat des Transports d'Ile-de-France (STIF) [2], Agence Foncière et Technique de la Région Parisienne (AFTRP) [2], Institut des Relations Internationales et Stratégiques (IRIS) [2]
Vice-Chairman of: Association Nationale des Maires de Stations Classées et Communes Touristiques (ANMSCCT) - French Association for Mayors of Tourist Municipalities) [2], Conseil Général du Val d'Oise [2]
Chairman of: Institut de Formation des Animateurs de Collectivités (IFAC) for France and Val d'Oise (non-profit organizations) [2], Société d'Économie Mixte d'Aménagement du Val d'Oise (SEMAVO) [2]

2010
Member of the Board of: Natixis [1]
Vice-Chairman of the Steering and Supervisory Board of: Caisse d'Epargne Île-de-France
Member of the Board of: Groupe Ecureuil Assurance, Société d'Économie Mixte d'Aménagement du Val d'Oise (SEMAVO) [2]
Vice-Chairman of: Association Nationale des Maires de Stations Classées et Communes Touristiques [2]
Chairman of: Institut de Formation des Animateurs de Collectivités(IFAC) for France and Val d'Oise (non-profit organizations) [2]

2009
Member of the Supervisory Board (until 04.30.2009) and member of the Board of Directors of: Natixis [1]
Vice-Chairman of the Steering and Supervisory Board of: Caisse d'Epargne Île-de-France
Member of the Board of: Groupe Ecureuil Assurance, Société d'Économie Mixte d'Aménagement du Val d'Oise (SEMAVO) [2]
Permanent representative of CEIDF to SICAV Association
Vice-Chairman of: Association Nationale des Maires de Stations Classées et Communes Touristiques [2]
Chairman of: Institut de Formation des Animateurs de Collectivités(IFAC) for France and Val d'Oise (non-profit organizations) [2]

(1) Listed company.
(2) Company outside Groupe BPCE.

Nicolas de Tavernost (born August 22, 1950) is Chairman of the Management Board of Groupe M6 and independent director of Natixis.
A graduate of the IEP in Bordeaux and holder of a DES in public law, Nicolas de Tavernost began his career in 1975 serving on the cabinet of Norbert Ségard, State Secretary for Foreign Trade, then Post and Telecommunications. In 1986, he headed up the audiovisual operations of Lyonnaise des Eaux. In this capacity, he oversaw the plans to create M6. In 1987, he was appointed Deputy CEO of Métropole Télévision M6 where he has served as Chairman of the Management Board since 2000.
Key advisory skills: expertise in strategic, management and business development issues.

Offices held in 2013*

Chairman of the Management Board of Groupe M6 (1)
Member of the Board of: Natixis (1) (since 07.31.2013), Nexans SA (1), GL Events SA (1)
Member of the Supervisory Board of: Ediradio SA (RTL/RTL2/FUN RADIO)
Member of the Board and Vice-Chairman of the Compensation Committee of: Astremedia (formerly Antena3) (1)(2)
Volunteer member of the Board of the endowment fund RAISE (since 11.22.2013)
Other positions held in Groupe M6:
Chairman of: the Groupe M6 corporate foundation
Member of the Board of: Association Football Club des Girondins de Bordeaux,
Permanent Representative of M6 Publicité, member of the Board of Directors of: Home Shopping Service SA, M6 Diffusion SA
Permanent representative of Home Shopping Service, member of the Board of Directors of: MisterGooddeal SA,
Permanent Representative of Métropole Télévision, member of the Board of Directors of: SASP Football Club des Girondins de Bordeaux, Société Nouvelle de Distribution SA
Permanent representative of Métropole Télévision, Chairman of: M6 Publicité SA – Immobilière M6 SAS – M6 Toulouse SAS – M6 Bordeaux SAS – M6 Interactions SAS – M6 Web SAS – M6 Foot SAS
Permanent representative of Métropole Télévision, Member of the Shareholders' Committee of: Multi 4 SAS
Permanent representative of Métropole Télévision, Managing Partner of: SCI 107 av Charles de Gaulle

Offices expired in 2013

-

Offices held in previous fiscal years

2012
Chairman of the Management Board of: Groupe M6 (1)
Member of: the Board of Nexans SA (1)
Member of: the Board of GL Events SA (1)
Member of: the Supervisory Board of Ediradio SA (RTL/RTL2/FUN RADIO)
Member of: the Board and Vice-Chairman of: the Compensation Committee of Antena3 (1)(2) (renamed Atresmedia in 2013)
Other positions held in Groupe M6: Chairman of: M6 Publicité, M6 Web and M6 Interactions.
Member of: the Board of Home Shopping Service (HSS), Football Club des Girondins de Bordeaux, Extension TV (Série Club), TF6 Gestion (TF6) and Société Nouvelle de Distribution (SND).

2011
Chairman of the Management Board of: Groupe M6 (1)
Member of: the Board of Nexans SA (1)
Member of: the Board of GL Events SA (1)
Member of: the Supervisory Board of Ediradio SA (RTL/RTL2/FUN RADIO)
Member of: the Board and Vice-Chairman of: the Compensation Committee of Antena3 (1)(2) (renamed Atresmedia in 2013)
Other positions held in Groupe M6: Chairman of: M6 Publicité, M6 Web and M6 Interactions.
Member of: the Board of Home Shopping Service (HSS), Football Club des Girondins de Bordeaux, Extension TV (Série Club), TF6 Gestion (TF6) and Société Nouvelle de Distribution (SND).

2010
Chairman of the Management Board of: Groupe M6 (1)
Member of: the Board of Nexans SA (1)
Member of: the Board of GL Events SA (1)
Member of: the Supervisory Board of Ediradio SA (RTL/RTL2/FUN RADIO)
Member of: the Board and Vice-Chairman of: the Compensation Committee of Antena3 (1)(2) (renamed Atresmedia in 2013)
Other positions held in Groupe M6: Chairman of: M6 Publicité, M6 Web and M6 Interactions.
Member of: the Board of Home Shopping Service (HSS), Football Club des Girondins de Bordeaux, Extension TV (Série Club), TF6 Gestion (TF6) and Société Nouvelle de Distribution (SND).

2009
Chairman of the Management Board of: Groupe M6 (1)
Member of: the Board of Nexans SA (1)
Member of: the Board of GL Events SA (1)
Member of: the Supervisory Board of Ediradio SA (RTL/RTL2/FUN RADIO)
Member of: the Board and Vice-Chairman of: the Compensation Committee of Antena3 (1)(2) (renamed Atresmedia in 2013)
Chairman of: the Association of European Commercial Television (ACT) (2)
Other positions held in Groupe M6: Chairman of: M6 Publicité, M6 Web and M6 Interactions.
Member of: the Board of Home Shopping Service (HSS), Football Club des Girondins de Bordeaux, Extension TV (Série Club), TF6 Gestion (TF6) and Société Nouvelle de Distribution (SND).

(1) Listed company.
(2) Foreign company or institution.
** All offices held outside Natixis are carried out in companies that do not belong to Groupe BPCE.*

Pierre Valentin (born February 6, 1953). Pierre Valentin has been Chairman of the Steering and Supervisory Board of Caisse d'Epargne Languedoc-Roussillon since 2006 and is a member of the Supervisory Board of BPCE.
Pierre Valentin holds a degree in private law and another from the Institut des Assurances d'Aix-Marseille. Pierre Valentin, an entrepreneur, began his career in 1978 with Mutuelle d'Assurances du Bâtiment et des Travaux Public in Lyon. In 1979, he created the company Valentin Immobilier and joined the Caisse d'Épargne network. In 1984, he joined the Advisory Board of Caisse d'Épargne d Alès. In 1991, he joined the Advisory Board of Caisse d'Épargne Languedoc-Roussillon. Since 2000, he has been a member of the Steering and Supervisory Board of Caisse d'Epargne Languedoc-Rousillon.
Key advisory skills: entrepreneurial experience, knowledge of regional development issues.

Offices held in 2013

Chairman of the Steering and Supervisory Board of Caisse d'Epargne Languedoc-Roussillon (CELR)
Chairman of the Board of Directors of: SLE Vallée des Gardons
Member of the Supervisory Board and Audit and Risks Committee of: BPCE
Member of the Board of: Natixis (1), CE Holding Promotion, Clinique Bonnefon (2), Pierre et Lise Immobilier (2), Fédération Nationale des Caisses d'Epargne (FNCE)
Managing Partner of: SCI Les Trois Cyprès (2), SCI Les Amandiers (2)

Offices expired in 2013

Vice-Chairman of the Supervisory Board of: Banque Palatine (until 02.15.2013)
Member of the Supervisory Board of: Banque Palatine (until 02.15.2013)

Offices held in previous fiscal years

2012	2011	2010	2009
Chairman of the Steering and Supervisory Board of: Caisse d'Epargne Languedoc-Roussillon (CELR) **Chairman of the Board of Directors of:** SLE Vallée des Gardons **Vice-Chairman of the Supervisory Board of:** Banque Palatine **Member of the Supervisory Board of:** BPCE, Banque Palatine **Member of the Board of:** Natixis (1) (since 01.28.2013), CE Holding Promotion, Clinique Bonnefon (2), Pierre et Lise Immobilier (2), Fédération Nationale des Caisses d'Epargne (FNCE) **Managing Partner of:** SCI Les Trois Cyprès (2), SCI Les Amandiers (2)	**Member of the BPCE Supervisory Board** **Chairman of the Steering and Supervisory Board of:** Caisse d'Epargne Languedoc-Roussillon (CELR) **Chairman of the Board of Directors of:** SLE Vallée des Gardons **Vice-Chairman of the Supervisory Board of:** Banque Palatine **Member of the Supervisory Board of:** Banque Palatine **Member of the Board of:** CE Holding Promotion, Clinique Bonnefon (2), Pierre et Lise Immobilier (2), FNCE **Managing Partner of:** SCI Les Trois Cyprès (2), SCI Les Amandiers (2)	**Member of the BPCE Supervisory Board** **Chairman of the Steering and Supervisory Board of:** Caisse d'Epargne Languedoc-Roussillon **Chairman of the Board of Directors of:** SLE Vallée des Gardons **Vice-Chairman of the Supervisory Board of:** Banque Palatine **Member of the Board of:** CE Holding Promotion, Clinique Bonnefon, Pierre et Lise Immobilier, FNCE **Member of the Supervisory Board of:** Banque Palatine **Managing Partner of:** SCI Les Trois Cyprès, SCI Les Amandiers	**Member of the BPCE Supervisory Board** **Chairman of the Steering and Supervisory Board of:** Caisse d'Epargne Languedoc-Roussillon **Chairman of the Board of Directors of:** SLE Vallée des Gardons **Vice-Chairman of the Supervisory Board of:** Banque Palatine **Member of the Supervisory Board of:** Caisse Nationale des Caisses d'Epargne (from 05.28.2009 to 07.31.2009), Banque Palatine **Member of the Board of:** Caisses d'Epargne Participations, Clinique Bonnefon, Pierre et Lise Immobilier, FNCE **Managing Partner of:** SCI Les Trois Cyprès, SCI Les Amandiers, SCI Le Victor Hugo

(1) Listed company.
(2) Company outside Groupe BPCE.

3.3 Role and operating rules of the corporate bodies

Natixis' corporate governance, based on the Group's current form as a French société anonyme with a Board of Directors as defined in Articles L.225-17 et seq. of the French Commercial Code, is based on the corporate bylaws adopted by Natixis' Combined Shareholders' Meeting of April 30, 2009.

This form of corporate governance stems from the desire to create a single custodian of Natixis' best interests and value creation. It permits unity of action, an essential requirement in terms of control, responsiveness and foresight in Company management.

At its meeting of April 30, 2009, Natixis' Board of Directors opted to separate the positions of Chairman of the Board and Chief Executive Officer. This decision is explained by the Company's wish to comply with corporate governance best practices and to guarantee, by virtue of transparency, a better balance of power between its managing and controlling bodies.

Following the merger of Banque Fédérale des Banques Populaires (BFBP) and Caisse Nationale des Caisses d'Epargne (CNCE) that resulted in the creation of BPCE, Natixis has been partly owned by BPCE since August 1, 2009. As of December 31, 2013, BPCE held a 71.84% stake in Natixis.

3.3.1 BOARD OF DIRECTORS

3.3.1.1 Organization

As indicated above, Natixis' Board of Directors had 15 members as of March 1, 2014. The members are divided up as follows:

- two members from BPCE, namely Mr. Pérol and BPCE;
- four members from the Banque Populaire banks, namely Ms. Halberstadt and Messrs. Cahn, Condaminas and Grass;
- four members from the Caisses d'Epargne, namely Ms. Paix and Messrs. Patault, Sueur and Valentin;
- five independent members, namely Ms. Bories, Ms. Debroux and Messrs. Oppetit, Proglio and de Tavernost.

Ms. Christel Bories is Deputy Chief Executive Officer of IPSEN, an international pharmaceutical group that is a leader in the treatment of debilitating illnesses. Ms. Laurence Debroux is Chief Financial and Administrative Officer of the JCDecaux S.A. group, the world's second largest outdoor advertising group and inventor of the "street furniture" concept. Mr. Bernard Oppetit is Chairman of Centaurus Capital, which he founded. Mr. Henri Proglio is Chairman and Chief Executive Officer of EDF. Mr. Nicolas de Tavernost is Chairman of the Management Board of Groupe M6, which holds leading positions in the media.

At its meeting of December 11, 2013, and following the report submitted by the Appointments and Compensation Committee, Natixis' Board of Directors examined each director's expertise, judgment and freedom of thought and expression and, more specifically, compliance with the independence criteria laid down in the AFEP/Medef Code and incorporated into the Board's Internal Rules (*see 3.3.1.2 - Role and Powers of the Board of Directors* below).

It particularly examined the assessment of the relative significance of the business relationship maintained by each independent director with Natixis or its group.

Based on this review, it determined that Natixis is not the "reference banker" for the companies in which its independent directors exercise their executive duties or corporate offices, i.e. IPSEN, JCDecaux, EDF, Centraurus Capital and M6.

The term "reference banker" refers to the bank that is used for all the company's banking needs.

Natixis maintains conventional business relationships with each of these companies, as it does with other financial institutions as well.

Consequently, the Natixis Board of Directors determined that the five above-mentioned independent Board members meet the necessary independence criteria.

Criteria for appraisal (1)	Christel Bories	Laurence Debroux	Bernard Oppetit	Henri Proglio	Nicolas de Tavernost
Has not held any salaried positions or corporate offices in the last five years with BPCE, Natixis or any of its subsidiaries	OK	OK	OK	OK	OK
Is not a corporate officer in any company in which Natixis directly or indirectly holds a Board membership or in which an employee or corporate officer of Natixis holds or has held a Board membership in the last five years	OK	OK	OK	OK	OK
Is not a major customer, supplier, or corporate or investment banker to the Company or the Group; does not derive a significant portion of business from the Company or its Group	OK	OK	OK	OK	OK
Has no close family ties with a corporate officer	OK	OK	OK	OK	OK
Has not been an auditor of the Company in the previous five years	OK	OK	OK	OK	OK
Has not been a Board member of the Company for more than 12 years	OK	OK	OK	OK	OK
Is not a Board member representing a major shareholder of Natixis or BPCE	OK	OK	OK	OK	OK
Does not receive and has not received any significant additional compensation from the Company or Group other than director's fees, including participation in any stock option plan or any other performance-related compensation plan	OK	OK	OK	OK	OK

(1) See 3.1.2. B.

One third of Natixis' Board of Directors are independent members.

The term of office of Natixis directors is currently set at six years (and not four years as recommended by the AFEP/Medef Code). This term of office meets Natixis' legal and statutory requirements as well as the rules in force applicable to all of Groupe BPCE.

The term of office of members of the Steering and Supervisory Boards of the Caisses d'Epargne and of directors of the Banque Populaire banks and of BPCE is six years.

Given that the Natixis Board of Directors partially includes joint representation of the Caisses d'Epargne and the Banque Populaire banks (indirect shareholders), the term of office of Natixis directors was based on that of the term in force at these institutions.

However, Natixis, together with BPCE, is considering reducing the term of Natixis directors to four years.

Since April 30, 2009, the Board of Directors has been chaired by François Pérol, Chairman of the BPCE Management Board.

- Changes made to the Board of Directors in 2013:
  - on January 28, 2013, the Board of Directors of Natixis co-opted Thierry Cahn and Pierre Valentin to replace Olivier Klein and Philippe Queuille, respectively, for the remainder of their predecessors' terms of office, namely until the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending on December 31, 2014. The Combined General Shareholders' Meeting of May 21, 2013 ratified these co-opting decisions. The Board of Directors also took note that the new Permanent Representative of BPCE on the Board was now Daniel Karyotis;
  - on July 31, 2013, the Ordinary General Shareholders' Meeting appointed Nicolas de Tavernost as director, replacing Vincent Bolloré who resigned in December 2012, for a term of six years, i.e. until the end of the Annual Shareholders' Meeting convened to approve the financial statements for the year ending December 31, 2018.
- Changes made to the Board of Directors since January, 1, 2014:
  - on February 19, 2014, the Board of Directors of Natixis co-opted Michel Grass to replace Stève Gentili for the remainder of his predecessor's term of office, namely until the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending on December 31, 2014.

To follow the recommendation of the AFEP/Medef Code that terms of office be staggered in such a way as to avoid grouped re-appointments and promote the balanced re-appointment of Directors, Natixis instituted an action plan in 2012. Thus, the terms of office of four Directors will be staggered compared to those of the other members.

With respect to the principle of gender parity within the Board of Directors, as set out in the Law of January 27, 2011, Natixis had four female directors out of a total of 15, i.e. 26.7%, as at March 1, 2014. Natixis has therefore been in compliance with the transitional provisions since its General Shareholders' Meeting of May 29, 2012.

Natixis will observe the recommendations of the AFEP/Medef Code and the applicable legal provisions by the required deadlines.

In accordance with Article 9 of the Natixis bylaws, each director must own at least one hundred forty (140) Company shares during their term of office. Furthermore, in accordance with the recommendations of the AFEP/Medef Code and the provisions of Article 3 of the Compliance Charter for members of the Board of Directors (*see 3.3.1.2 – C*), the Directors own at least one-thousand (1,000) shares in the Company.

In accordance with the law, the number of directors who are over the age of 70 is limited to one-third of the number of directors in office.

When a director is appointed, his résumé with a career summary and a list of corporate offices are sent to the other directors and to the shareholders.

3.3.1.2 Role and powers of the Board of Directors

A LEGAL AND STATUTORY REQUIREMENTS

In accordance with the law and the bylaws, the Board of Directors:

- defines the strategy governing the Company's activities and oversees its implementation. Within the limits of the Company's corporate purpose and the powers expressly granted by law or its bylaws to the General Shareholders' Meetings, the Board concerns itself with all matters affecting the Company's performance and governs by virtue of its deliberations. The Board of Directors shall perform the inspections and verifications it deems appropriate;
- defines the Company's Senior Management policy, with the caveat that the Board may only deliberate on this matter when it features on the agenda sent out at least 15 days prior to the Board Meeting and when at least two-thirds of the directors are present or represented;
- may appoint a Chief Executive Officer from among the directors or otherwise, whom it may dismiss at any time;
- may, at the proposal of the Chief Executive Officer, appoint one to five individuals as Deputy Chief Executive Officers whose role is to assist the Chief Executive Officer;
- convenes all General Shareholders' Meetings, sets the agenda and oversees the execution of all decisions taken;
- may, at the proposal of the Chairman, decide to set up its own Committees to deliberate on those issues submitted for examination by the Board itself or its Chairman. It determines the structure and powers of these Committees, which conduct their activities under its responsibility.

In accordance with the law and the bylaws, the Chairman convenes and chairs the Board and organizes and manages its work. He chairs General Shareholders' Meetings.

The Chairman of the Board or the Chief Executive Officer are required to provide each director with all of the documents and information needed to carry out their duties.

B INTERNAL RULES

In addition to the legal and statutory requirements with which it complies, the Board of Directors has adopted a set of internal rules governing its operation and setting out the rights and duties of its members. These are sent to each member at the time of his appointment.

Among these Internal Rules, which were last amended on December 12, 2012, particular attention should be drawn to the following provisions:

- circumstances requiring the Board of Directors' prior authorization:
  - the extension of Natixis' activities to a new core business not currently exercised by the Company,
  - the appointment or dismissal of the CEO or, where applicable, one or more Deputy CEOs,
  - any acquisition or increase in shareholdings, as well as any investments or divestments (including the transfer of cooperative investment certificates issued by the Caisses d'Epargne or Banque Populaire banks) or the formation of joint ventures by Natixis or any of its main subsidiaries, involving an amount in excess of €100 million in the event that the group's structure is modified,
  - any asset transfers, mergers or demergers in which Natixis is involved;
- criteria used to qualify members of the Board of Directors as "independent":

An independent director is a person who has no ties with the management, Company or Group of a nature liable to compromise their freedom of judgment or create a conflict of interest with the management, Company or Group.

Accordingly, an independent member of the Board of Directors may not:

- be an employee or a corporate officer of Natixis or the Group, or an employee or Board member of a shareholder with a controlling interest, either on its own or in concert, in Natixis (as per Article L.233-3 of the French Commercial Code) or in a Company consolidated by it, or have served in such a capacity during the previous five years;
- be a corporate officer of a company in which Natixis holds a directorship either directly or indirectly, or in which a designated employee of Natixis or a corporate officer of Natixis (currently or within the last five years) holds a directorship;

- be a customer, supplier, investment or corporate banker:
  - that is material for Natixis or the Group,
  - or for which Natixis or the Group represents a significant portion of such person's business,
  - have a close family relationship with a corporate officer of Natixis or the Group,
  - have been an auditor of Natixis or a Group company during the last five years,
  - have been a member of Natixis' Board of Directors for more than 12 years,
  - receive or have received significant additional compensation from Natixis or the Group, excluding directors' fees, including participation in any stock option plan or other performance-based compensation.

Directors representing major shareholders in Natixis, in either a direct or indirect capacity, may be considered independent if these shareholders do not control Natixis within the meaning of Article L.233-3 of the French Commercial Code. However, if a director represents a shareholder of Natixis who holds, directly or indirectly, more than 10% of the share capital or voting rights, the Board shall, based on a report from the Appointments and Compensation Committee, systematically review the member's independence, taking into account the structure of Natixis' share capital and the existence of any potential conflicts of interest.

The independent status of each member of the Board of Directors is examined by the Appointments and Compensation Committee (the composition and role of which are described in greater detail below), which prepares a report for the Board (*see Summary Table, above*).

- Board operating procedures specified in the Internal Rules:

  In particular, the Internal Rules stipulate that, except for decisions related to the preparation of parent company and consolidated financial statements and management reports (Company and Group), directors participating in a Board Meeting by videoconference or through the use of telecommunication facilities transmitting at least the member's voice and whose technical characteristics allow for continuous and simultaneous streaming of the proceedings, shall be deemed present for the purposes of quorum and majority.

  In addition, with respect to the assessment of the Board of Directors' work, the Internal Rules specify that, at least once a year, an agenda item will be devoted to evaluating the Board's operation, an account of which will be included in Natixis' annual report (*for 2013, see point 3.3.1.4 – Assessment of the Board's work in 2013*).

Minutes of Board Meetings are prepared and sent to Natixis' directors.

C COMPLIANCE CHARTER FOR MEMBERS OF THE BOARD OF DIRECTORS

The purpose of this Charter is to promote the effective application of corporate governance principles and best practices by the directors of Natixis.

Before assuming office, every one of Natixis' directors must ensure that he is familiar with the general or specific obligations incumbent upon him, such as those resulting from laws or regulations, bylaws, Internal Rules and this Charter, as well as any other binding texts.

The directors of Natixis agree to comply with the guidelines contained in this Charter.

Article 1: Attendance

All directors must devote sufficient time and attention to the performance of their duties and regularly attend the meetings of the Board and Committee(s) of which they are a member, as well as the General Shareholders' Meeting. As such, they must ensure that with the number and commitment level of their directorships, they are available when required, especially if they also hold executive positions.

Article 2: Directorship and Corporate Interest

Each director represents all of the shareholders and endeavors to act in the corporate interest of Natixis at all times. He undertakes to defend and promote the values of Natixis.

Article 3: Shareholding and Transparency

It is recommended that each director hold at least 1000 Natixis shares. He has six months to acquire the 140 shares stipulated by the articles of incorporation and another 12 months to bring his holding to 1,000 shares.

In keeping with the laws in force, each director must enter the shares he holds in registered form.

Article 4: Professionalism and Efficiency

A director contributes to the collegiality and efficiency of the work of the Board and specialized Committees. He makes recommendations that he feels will improve the Board's operating procedures, specifically during the Board's periodic evaluation.

Together with the other members of the Board, he sees to it that the guidance and control duties are accomplished in accordance with the laws and regulations in force.

He ensures that the positions taken by the Board are formally decided on, properly reasoned, and entered into the minutes of its meetings.

Article 5: Confidentiality

Members of the Board of Directors and of the Committees, as well as any individual attending the meetings of the Board and the Committees, are bound by a general confidentiality obligation on their deliberations.

Article 6: Prevention of Insider Trading

Inside Information

Per article 621–1 of the General Regulations of the Autorités des Marchés Autorités (AMF - French Financial Markets Authority):

"Inside information is any information of a precise nature that has not been made public, relating directly or indirectly to one or more issuers of financial instruments, or to one of more financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of the relevant financial instruments or on the prices of related financial instruments."

If the Board of Directors has received inside information on Natixis, the directors and any individual attending Board or Committee meetings must refrain:

- from performing any transactions on the financial instruments it has issued, directly or indirectly, on its own behalf or on behalf of another, on or off the market, before that information has been made public;
- from disclosing that information to any third party, including within Natixis, unless it is within the normal context of performing his duties;
- from recommending or ordering that a transaction be performed on the basis of that information.

This duty to refrain concerns shares and any investment securities issued or to be issued by Natixis, as well as the rights that may be detached from those securities (e.g. pre-emptive rights) and any derivative whose underlying assets are the rights or securities issued by Natixis.

The duty to refrain also applies if inside information is held on the securities of listed companies in which Natixis holds or may come to hold a stake.

These same recommendations are valid for all listed companies on which the director receives inside information in the context of his work with the Board.

Directors should be attentive to the risk that is incurred whenever people close to them, specifically those with very close ties (spouse, child, live-in parent, or legal person or entity run, administered, managed or controlled by the director or his spouse, child, live-in parent or for which one of them receives the majority of economic benefits) perform transactions in Natixis shares.

The sanctions for such actions are administrative and criminal.

Permanent Insiders

As per the French Monetary and Financial Code, Natixis places the names of directors on the list of permanent insiders made available to the AMF. Permanent insiders are those individuals who have regular access to inside information regarding Natixis. Directors are individually informed that they are on this list by a letter from the Head of Compliance with a return receipt.

If a person is not mentioned on this list, that does not mean he is exempted in any way from complying with the laws and regulations and it in no way prejudices his potential insider status.

For any action on Natixis shares and related financial instruments, the director undertakes to strictly observe and respect the provisions regarding transactions involving Natixis shares set out in the Natixis compliance manual. He is informed of these provisions in the appendix to the notification letter on his status as permanent insider.

In particular, the director agrees not to perform any transaction during the periods known as "negative windows," which begin 30 calendar days before the publication dates of the quarterly, half-year and annual results and ending on the publication date of these financial statements.

Reporting Obligations

Each director must declare any trading in Company shares to the AMF, in accordance with the provisions of Article L.621-18-2 of the French Monetary and Financial Code.

Directors must also inform Natixis of the number of shares held on December 31 of each year and any financial transactions carried out, so that this information may be disclosed by the Company.

Natixis may also ask each director to provide any information in relation to the trading of listed companies' securities necessary for it to fulfill its reporting obligations to all authorities such as stock market authorities, both in France and abroad.

Article 7: Independence and Conflicts of Interest

The director strives to preserve his independence in judgment, decision and action in all circumstances. He refuses to be influenced by any element foreign to the corporate interest of Natixis, which it is his mission to defend.

Directors must refrain from acting in conflict of interest with Natixis or the companies it controls. Specifically, when there is a planned transaction in which a director or non-voting director is directly or indirectly involved (e.g. when a director is affiliated: with the partner bank or the supplier's financing bank, or the partner bank or financing bank of a Natixis competitor for the transaction in question), the director or non-voting director in question must inform the Chairman of the Board of Directors as soon as he has knowledge of such a plan, and inform him that he is directly or indirectly interested and in what capacity. The director or non-voting director in question must abstain from participating in the meeting of the Board of Directors or any one of its Committees regarding the plan in question. Consequently, he does not participate in the Board's deliberations, nor in voting on the plan in question, and the section of the minutes relative to the plan in question is not submitted to him.

Article 8: Information

Each director must become familiar with and must request, within the appropriate time, that the Chairman of the Board of Directors and/or the specialized Committees of which he is a member, provide the information critical to useful action on the topics on the agenda of the Board or the specialized Committees.

Article 9: Application of the Charter

Should one of Natixis' directors no longer be in a position to perform his duties in compliance with the Charter, either for his own reasons or for any other reason including those specific to Natixis' rules, he must notify the Chairman of the Board of Directors, seek measures to remedy the situation, and, if none are found, suffer the personal consequences with respect to performing his duties.

The Head of Compliance for Natixis is available to each director for any questions about the code of conduct.

D INTERNAL CHARTER ON RELATED PARTY AGREEMENTS

At its meeting of February 17, 2013, the Board of Directors of Natixis drew up an internal charter on "related party agreements" in accordance with AMF recommendation No. 2012-05.

This charter defines the criteria for establishing "related party agreements" in accordance with the provisions of Article L.225-38 of the French Commercial Code.

In particular, it sets out the procedure to be followed, from the notification of the Board of Directors to approval by the General Shareholders' Meeting, in light of the Statutory Auditors' special report (*see Statutory Auditors' special report on related party agreements in Chapter 5 "Financial Data")*.

3.3.1.3 Work of the Board of Directors in 2013

The Board of Directors held a total of eight meetings in 2013. The attendance rate was near 91% for the year as a whole, compared with 90% in 2012.

At least three days before a Board meeting, each director received a file via a secure website containing the items on the agenda in order to be able to review and analyze the topics addressed.

The Chief Executive Officer attended all meetings, thereby enabling the Board members to hear his opinion on important issues and to ask him any questions that they deemed to be relevant. At each meeting, he reviewed the economic environment and benchmarks, as well as business conditions.

As and when required, the Chief Finance and Risk Officer, Corporate Secretary or one or more business-line heads were invited to provide further information on subjects raised in meetings. The Works Council representatives also attended the meetings.

In accordance with banking legislation, the Board examined the reports on internal control requirements and the assessment and monitoring of risks. It also reviewed the internal control operations carried out and their results, in particular compliance controls. The Board approved the Board of Directors' report for 2012 as well as the Chairman's report on the preparation and organization of the Board's work and the internal control procedures implemented by the Company. The Board also prepared the draft resolutions for submission to the General Shareholders' Meeting.

Throughout the year, the Board also examined the reports on the work of the Audit and the Appointments and Compensation Committees.

In terms of monitoring the company's activity, the Board approved Natixis' parent company and consolidated financial statements and reviewed the interim and quarterly financial statements. It reviewed and approved Natixis "New Frontier" plan (2014-2017) and the budget projections for fiscal year 2014. It was also presented with the current position of the GAPC assets.

All draft press releases were examined and approved by the Board at each meeting held to discuss the financial results of the Company and Group.

It was regularly informed of all correspondence from the Autorité de Contrôle Prudentiel et de Résolution (ACPR - French Prudential Supervisory Authority) and the Autorité des Marchés Financiers (AMF - French Financial Markets Authority).

In addition to the business reports submitted by Natixis' Senior Management on the events occurring between Board Meetings and the business trends over the period, the Board received regular updates on measures affecting the Company's organization.

Over the course of 2014 and in accordance with the bylaws and the Internal Rules, the Board also met to approve the following projects:

- Natixis' sale of cooperative investment certificates to all the Banque Populaire banks and Caisses d'Epargne;
- the new strategic plan (2014-2017): "New Frontier";
- the capital increase reserved for members of the savings plan;
- the draft employment agreement;
- the opening of a Natixis representative office in California;
- various complete transfers of assets and liabilities between small subsidiaries of Natixis and Natixis.

In accordance with current regulations, the Board approved related party agreements prior to their signing. It also reviewed all related party agreements that have been authorized by the Board over previous financial years, which continued to have an impact during the period (*see Statutory Auditors' special report in Chapter 5 "Financial Data" for more detailed information on related party agreements*).

3.3.1.4 Assessment of the Board's work in 2013

For the fifth year in a row, Natixis assessed the work of its Board of Directors and specialized Committees, in accordance with recommendations set out in the AFEP/Medef Code regarding the correct governance of listed companies.

For the 2010 fiscal year, Natixis used the services of an outside firm. For the 2011 and 2012 fiscal years, Natixis carried out an internal assessment, based on individual interviews and a questionnaire.

For the 2013 fiscal year, Natixis again used the services of an outside firm.

The main aims of the assessment were to:

1. take stock of the organization, running and composition of the Board;
2. ensure that the main questions are correctly prepared and the topics discussed;
3. assess the relationship between members of the Board and Senior Management;
4. evaluate the work of the specialized Committees;
5. measure the general performance of the Board.

The summary of the assessment will be provided in the update to this registration document, scheduled for August 2014.

3.3.1.5 Board member training

Natixis decided to initiate a training program for its Board members as of the 2012 fiscal year. This training is divided into two parts:

- a training program aimed at new Board members joining the Company. This half-day training session is particularly aimed at presenting Natixis (its business lines, governance and organization), outlining the main items of the income statement and components of the risk management policy, and heightening Board members' awareness of regulatory aspects and their responsibilities;
- an ongoing training program for existing Board members that is composed of various modules, particularly on Natixis' different business lines, the financial markets, the accounting and financial regulations for credit institutions, as well as on issues concerning compliance with internal audits and the responsibilities of Board members.

These training programs were completed by two of the new directors that joined the Natixis Board of Directors in 2013.

3.3.2 SPECIALIST COMMITTEES: EXTENSIONS OF THE BOARD OF DIRECTORS

To help it with its deliberations and lay the groundwork for some of its discussions, the Natixis Board of Directors set up three specialist committees: an Audit Committee, an Appointments and Compensation Committee, and a Strategic Committee, each chaired by an independent member.

3.3.2.1 Audit Committee

A ORGANIZATION

During 2013, the Audit Committee comprised five members: As of March 1, 2014, these members were: Mr. Oppetit, Chairman, Ms. Debroux, Ms. Halberstadt, Ms. Paix and Mr. Karyotis.

Two of the five members are independent members (Ms. Debroux and Mr. Oppetit).

The Committee was chaired by independent member Mr. Oppetit throughout the period.

Two-thirds of the Audit Committee are not independent members, as recommended by the AFEP/Medef Code, in order to represent the different components of the Company's main shareholders (members from the Caisses d'Epargne and the Banque Populaire banks, plus a representative of BPCE).

The Chairman and the members of the Audit Committee have extensive accounting and financial expertise gained over the course of their professional careers. Mr. Oppetit is a financial market specialist and has substantial experience in complex financial products and alternative management companies. Ms. Debroux is recognized for her financial analysis and corporate strategy skills. Mr. Karyotis has extensive experience as a Chief Financial Officer, a position he holds at BPCE. Ms. Halberstadt boasts solid experience in financial analysis, retail banking and factoring businesses. Finally, Ms. Paix has considerable expertise in bank audits, factoring, cash management and operations management.

- Changes made to the Board of Directors in 2013:
  - on January 28, 2013, the Board of Directors appointed Mr. Karyotis as a member of the Audit Committee.

B ROLE AND POWERS

Natixis' Audit Committee has internal rules specifying its powers and its operating procedures, the latest version of which was approved by the Board of Directors on February 22, 2011.

The Audit Committee has the following responsibilities:

- it assists the Board of Directors in preparing the financial statements and the Company's management report. Within this context, it monitors the quality of the information issued to shareholders and, more generally, it performs the duties set out by banking regulations;
- it examines the parent company and consolidated annual and interim financial statements as well as the Company's budget projections and financial documents distributed when the financial statements are approved;
- it monitors the independence of the Statutory Auditors, gives its opinion on their selection or the renewal of their appointment and examines their schedule of audits, the results of their audits and their recommendations as well as any actions taken on the basis of these recommendations;
- it gives an opinion on the procedures implemented by the Company to ensure compliance with regulations, and monitors the efficacy of internal control and risk management systems;
- it gives opinions on the appointment or dismissal of the Head of Internal Audit;
- it monitors the implementation of actions based on the conclusions of assignments undertaken by Internal Audit and the Autorité de Contrôle Prudentiel et de Résolution (ACPR). For this purpose, it may receive reports from Internal Audit and the ACPR in relation to the Company and its subsidiaries;
- it approves the Company's annual internal audit, including audits of subsidiaries, with this program being presented to the Committee at least one week prior to its approval;
- it gives its opinion on the report presented to it on an annual basis regarding commercial relations between the Company or one or more of its subsidiaries and all or some of the entities forming Groupe BPCE.

The Company's CEO provides the Audit Committee with any documents and information it needs to perform its duties. The following list is not exhaustive:

- parent and consolidated financial, accounting, and regulatory documents prepared periodically by the Company;
- summary reports by the Company's Statutory Auditors;
- any audit reports concerning the Company;
- any internal control reports prepared by the Company for the regulatory and supervisory authorities;
- accounting policies and methods applied within the Company;
- internal control policies and procedures;
- projected parent and consolidated results at the end of March, June, September and December;
- consolidated budgets and financial statements of the main subsidiaries, as well as any related documents provided to the Board of Directors or, if applicable, the Audit Committee of the principal subsidiaries.

The Audit Committee may submit to the Board of Directors any proposals to conduct an audit, especially concerning the financial statements of the Company and its subsidiaries.

The Audit Committee meets at least once a quarter.

Minutes of the Audit Committee Meetings are prepared by the secretary of the Board of Directors. These minutes are given to the members of the Audit Committee (a written summary of the Audit Committee's work is also sent to directors). The Board of Directors is made aware of the Audit Committee's work so that it can make fully informed decisions.

C WORK OF THE AUDIT COMMITTEE IN 2013

The Natixis Audit Committee met five times in 2013. The attendance rate was 96% for the year as a whole, compared with 86% in 2012.

At least three days before a Committee meeting, each director received a file via a secure website containing the items on the agenda in order to be able to review and analyze the topics addressed.

For each matter submitted for review and analysis, the Audit Committee had the opportunity to hear from relevant Natixis personnel as well as to familiarize itself with reports on the said matters.

Depending on its agenda, the Audit Committee also benefited from the presence at its various meetings of the Natixis Chief Finance and Risk Officer, as well as the Head of Accounting and Ratios, the Head of Risk, the Heads of Internal Audit for Natixis and BPCE, the Corporate Secretary and the Head of Compliance for Natixis.

In order to enable it to audit the financial statements, the Audit Committee is sent a copy of the reports of the Finance Department and the comments of the Statutory Auditors regarding annual financial statements and the review of the half-year and quarterly financial statements.

In order to enable it to audit risks, the Audit Committee was provided a copy at each of its meetings of the consolidated monthly risk monitoring report.

On the subject of internal control and compliance, risk monitoring and internal control reports submitted to the ACPR were presented to the Committee. It also reviewed the activity and results of the Natixis compliance and internal control functions, as well as the audit program of Natixis' Internal Audit.

In 2013, the Committee's duties focused on the following items in particular:

- the review of the monthly risk monitoring report;
- market and credit liquidity and risks;
- the review of reports on internal control processes and procedure (Article 42 of CRBF Regulation 97-02) and risk measurement and monitoring (Article 43 of CRBF Regulation 97-02);
- the contribution to market indexes;
- the Internal Audit Charter;
- the draft Chairman's report on the Work of the Board and on Internal Control in 2012; non-compliance risk; business continuity; outsourced essential services;
- non-compliance risk, business continuity, essential outsourced services;
- the proposed audit plan for 2014;
- monitoring of the implementation of Internal Audit recommendations;
- the 2014 annual budget; and
- the acknowledgment of all correspondence from the Autorité de Contrôle Prudentielle et de Résolution (ACPR) as well as all correspondence and information from the Autorité des Marchés Financiers (AMF) and the answers to said correspondence from Natixis.

3.3.2.2 Appointments and Compensation Committee

A ORGANIZATION

The Appointments and Compensation Committee is made up of six members: Ms. Bories, Chairman, and Messrs. Condaminas, Patault, Proglio, Sueur and de Tavernost (since August 6, 2013).

Three of the six members are independent (Ms. Bories and Messrs. Proglio and de Tavernost). The number of independent directors on the Appointments and Compensation Committee is not greater than half the total number of members as recommended by the AFEP/Medef Corporate Governance Code. It has an egalitarian composition (50% independent, 50% non-independent) and the Committee is chaired by an independent director.

- on January 28, 2013, the Board of Directors appointed Christel Bories as Chairman of the Appointments and Compensation Committee, replacing Vincent Bolloré who stepped down;
- on August 6, 2013, the Board of Directors appointed Nicolas de Tavernost as a Member of the Appointments and Compensation Committee.

B ROLE AND POWERS

The scope of responsibility of Natixis' Appointments and Compensation Committee essentially relates to compensation reviews and the selection of corporate officers. The Appointments and Compensation Committee's powers and operating procedures are described in greater detail in the Internal Rules of the Board of Directors, the latest version of which was approved on May 11, 2011.

The Appointments and Compensation Committee is responsible for submitting proposals to the Company's Board of Directors on the following issues:

Compensation for corporate officers

The Committee is responsible for submitting proposals to the Board of Directors concerning:

- the level and terms of (fixed and variable) compensation paid to the Chairman of the Board of Directors, the CEO and, where applicable, one or more Natixis Deputy CEOs (including benefits in kind, pension plans and health insurance, as well as the allocation of stock options or share purchases);
- rules for allocating directors' fees to the Board and the total amount submitted for approval by Natixis' General Shareholders' Meeting;
- the general policy on allocations of stock options.

Lastly, the Committee examines and gives an opinion on insurance policies taken out by the Company in relation to corporate officers' liability.

Compensation of Material Risk Takers

Since the final quarter of 2009, the Committee has also been responsible for an annual review of Natixis' compensation policy, in particular for Material Risk Takers, and for checking, on the basis of a Senior Management report, that said policy complies with Chapter IV, Section VI of CRBF Regulation 97-02 and is in line with the provisions set out by the Financial Stability Board and the professional standards to which the Company adheres.

To this end, the Committee may confer with Natixis' internal control departments or outside experts as appropriate.

Selection and appointment procedures

The Committee is also in charge of selections and appointments. The Committee gives an opinion and, upon request from the Board, makes proposals and recommendations to the Board on the appointment of a CEO and, when appropriate, one or more Deputy CEOs or directors.

As part of the selection process, the Board may interview prospective candidates during one of their meetings.

The Company's CEO provides the Appointments and Compensation Committee with any documents that may assist it in performing its duties and to ensure it is fully informed. At the request of the Board of Directors, the Committee may also appoint outside experts to carry out reviews or analyze the compensation paid to the corporate officers of comparable companies in the banking sector.

Minutes of each of the Appointments and Compensation Committee's Meetings are prepared and sent to individual members. The Chairman of the Committee provides a report on the Committee's work to the Board of Directors, thereby enabling the Board to make fully informed decisions. It is also specified that when these reports are presented, the Board of Directors shall not make decisions regarding compensation in the presence of corporate officers.

Qualification as an Independent Director is discussed by the Appointments and Compensation Committee, which prepares a report for the Board of Directors. Each year, based on this report and before the publication of the annual report, the Board of Directors reviews the situation of each of its members based on independence criteria set out in Article 2.3.2 of the Board of Directors' internal rules. Furthermore, members are considered to be independent when their position as a member of the Appointments and Compensation Committee does not constitute a conflict of interest with the company in question (in particular, they are not employees of the company in question).

C WORK OF THE APPOINTMENTS AND COMPENSATION COMMITTEE IN 2013

The Appointments and Compensation Committee met seven times in 2013. The attendance rate was 91% for the year as a whole, compared with 100% in 2012.

At least three days before a Board meeting, each director received a file via a secure website containing the items on the agenda in order to be able to review and analyze the topics addressed.

The Committee's work consisted in:

- deciding on the variable compensation of the Chief Executive Officer for fiscal year 2012 and paid in 2013;
- deciding on the criteria to be applied in calculating the variable compensation of the Chief Executive Officer for fiscal year 2013;
- attendance fees allocated to directors for fiscal year 2013;
- compensation for Material Risk Takers for 2012 and 2013;
- compensation for control functions;
- the Company's policy on salary and professional equality;
- the annual review of the classification of the status of directors as independent members;
- the annual review of recommendations by the AFEP/Medef Code in terms of compensation of corporate officers;
- the replacement of four directors including one independent director;
- the impact of the sale of the cooperative investment certificates (CCIs);
- payment of a top-up to Natixis employees.

3.3.2.3 Strategic Committee

A ORGANIZATION

The Strategic Committee was formed in 2011 following suggestions made by members of the Board of Directors as part of the assessment of the Board's work.

The Strategic Committee meets once a year. The members of the Board of Directors and members of the Senior Management Committee are invited to this meeting.

The Strategic Committee has been chaired by Laurence Debroux, an independent director, since its inception.

B ROLE AND POWERS

The scope of responsibility of the Strategic Committee relates to thoroughly examining the global strategy of Natixis and its business lines, and sharing Senior Management's vision for Groupe BPCE.

In addition, the meetings of this Committee allow the Board of Directors to get to know the management team that works with the Chief Executive Officer better and improve the Board's work methods.

In 2013, the Strategic Committee examined the different components of Natixis' "New Frontier" strategic plan (2014-2017).

3.3.3 SENIOR MANAGEMENT

3.3.3.1 Organization

The Chief Executive Officer is responsible for the Natixis' Senior Management, in accordance with the Board of Directors' decision of April 30, 2009 to separate the offices of Chairman of the Board and Chief Executive Officer.

On April 30, 2009, the Board appointed Laurent Mignon as Chief Executive Officer starting May 14, 2009 for a six-year term ending on May 14, 2015.

The Chief Executive Officer subsequently set up a Senior Management Committee that he chairs, made up of the heads of Natixis' three core businesses (Wholesale Banking, Investment Solutions, Specialized Financial Services), and support functions.

On December 31, 2012, members included: Luc-Emmanuel Auberger (Operations and Information Systems), Gils Berrous (Specialized Financial Services), Jean Cheval (Finance and Risks), Alain Delouis (Human Resources), André-Jean Olivier (Corporate Secretariat), Olivier Perquel (Wholesale Banking – Financing & Market Solutions), Pierre Servant (Investment Solutions) and Marc Vincent (Wholesale Banking – Coverage & Advisory).

As Natixis' decision-making body, the Senior Management Committee's remit is to examine and validate the Company's core strategy and oversee its management, notably as regards the effective application of the Company's strategy and budget, all major projects and investments, its organization and Human Resources, the performance of its business lines and its results, and the control of its activities.

Lastly, Natixis has an Executive Committee comprising the members of the Management Board and the heads of certain business lines and support functions essential to the Company's success (see members of the Executive Committee section [3.2.3]). The Committee's role mainly focuses on information and monitoring.

3.3.3.2 Role and powers of the CEO

In accordance with Article 15 of the bylaws, the Chief Executive Officer is vested with the broadest powers to act on behalf of the Company under all circumstances. He exercises those powers within the limits of the corporate purpose and subject to the powers expressly reserved for Shareholders' Meetings and the Board of Directors by law and to the provisions and restrictions stipulated by the Internal Rules. He represents the Company in its relations with third parties.

The Board of Directors may appoint a Chief Executive Officer selected from among its directors or otherwise.

The Chief Executive Officer may delegate a portion of his powers to any corporate officer of his choosing, with or without the option of substituting one for another. In this regard, in 2010 and 2011 Natixis overhauled its entire system of delegating authority, including signing authority, which resulted in the delegation of Senior Management responsibilities to members of the Senior Management Committee.

On the Chief Executive Officer's recommendation, the Board of Directors may appoint one to five Deputy Chief Executive Officers from among the directors or otherwise to assist the Chief Executive Officer.

In conjunction with the Chief Executive Officer, the Board of Directors determines the scope and duration of the powers conferred upon the Deputy Chief Executive Officers. They have the same powers with respect to third parties as the Chief Executive Officer.

3.3.3.3 Work of the Senior Management Committee in 2013

Following Natixis' conversion into a French société anonyme with a Board of Directors, a Management Board was set up in early May 2009 in order to examine and validate the Company's main decisions and steer its management. Barring exceptions, it met weekly under the Chairmanship of the CEO.

Except where circumstances prevented them from doing so, the members of the Senior Management Committee were present at all meetings during the year. Representatives from the business lines or different support functions were invited to present projects or policies falling within their departmental remits.

Natixis' Senior Management Committee closely surveyed changes in the economic and regulatory climate within the banking and insurance sectors and their possible impact on the Company's respective businesses. It also oversaw the development of existing measures to safeguard Natixis' growth in a time of heightened liquidity and solvency constraints. In particular it defined Natixis' policy governing the LCR and leverage ratio, and worked to anticipate the impacts of the new regulatory developments (law on the separation and regulation of banking activities, the new US regulation on International Holding Companies, etc.).

The Senior Management Committee determined the Bank's main objectives and supervised, where applicable over the course of specific weeks, the preparation of Natixis' "New Frontier" strategic plan for 2014-2017. To this end, it reviewed the proposed objectives for all the business lines and made the necessary adjustments. It also ensured that Natixis' objectives are in line with those adopted by Groupe BPCE in its "Growing Differently" strategic plan. It supervised the preparation of internal actions and external communication events (Investor Day) related to the "New Frontier" plan.

The Senior Management Committee also continued several projects aimed at optimizing and restructuring Natixis business lines. In the Investment Solutions division for example, the Committee approved the reorganization of Asset Management sales forces in France and the finalization of Mirova; in the SFS division, it supervised the continuation of convergence projects in consumer finance and payments, and initiated dematerialization projects in service vouchers. Finally, it redefined the operational models of certain Wholesale Banking business lines (cash equity, research, GTB) and improved ongoing processes. It also continued to reduce the GAPC (workout portfolio management) assets and the development of sales cooperation agreements with the networks.

The Senior Management Committee continued the operational efficiency program initiated in 2012. The recommendations of the different sub-programs were presented to it for approval. It also approved the signing of a framework agreement with the employee representatives and took part in talks aimed at adapting the number of posts to the changes in Natixis' business lines in France.

The Senior Management Committee reviewed and validated the strategic operations undertaken by Natixis, before they were presented to the Company's Board of Directors, including in particular the sale of the cooperative investment certificates held by Natixis to each of the Banque Populaire banks and Caisses d'Epargne and the planned acquisition of BPCE Assurance with the aim of creating a large Insurance division at Natixis.

The Senior Management Committee regularly examined the Company's business development and results during its meetings throughout the year. It reviewed the interim and quarterly financial statements before presenting them to the Board of Directors. It participated in defining the Company's financial disclosure.

The Senior Management Committee approved the main management decisions and reviewed and approved the budget after in-depth communication with the business lines. It also approved the terms and conditions governing mandatory annual negotiations and the compensation review policy; the definition of the general terms and principles governing variable compensation for market professionals; the appointment of senior executives and managers; the enhancement of supervisory tools and internal control and compliance procedures as well as all significant projects and investments.

The Senior Management Committee monitored the management and risk management measures within Natixis; in particular, it regularly reviewed changes in the Company's risks. Finally, pursuant to the recommendations of the supervisory authorities for the banking industry, the Senior Management Committee updated its resolution and recovery plan, which was expanded in the second half to include a component focused on US operations, in accordance with local regulations.

3.3.4 SHAREHOLDERS' MEETINGS

3.3.4.1 Convening procedure

General Shareholders' Meetings are convened by the Board of Directors or, failing this, under the conditions of Article L.225-103 of the French Commercial Code. Notices of meeting are prepared in accordance with the conditions laid out in the applicable regulations (Article 21 of the bylaws).

Meetings take place either at the registered office or at another location specified in the notice.

3.3.4.2 Different types of meetings

Shareholders' meetings may take the form of Ordinary, Extraordinary or Combined Meetings depending on the items on the agenda.

ORDINARY GENERAL SHAREHOLDERS' MEETINGS (OGM)

OGMs are held annually and their purpose is to inform shareholders about the running of the Company. Their principal objective is to give an opinion on the financial statements of the previous fiscal year, to determine the appropriation of earnings, and to set the dividend and the conditions for its payment.

OGMs may also be used to appoint or re-appoint directors and non-voting members as well as to appoint or re-appoint Statutory Auditors and, if necessary, ratify the co-opting of a member of the Board.

Decisions are made by simple majority vote of the shareholders present or represented at the meeting.

EXTRAORDINARY GENERAL SHAREHOLDERS' MEETINGS (EGM)

EGMs are convened each time there are decisions concerning a change in the bylaws, notably in the event of a financial transaction affecting the share capital.

Decisions are made by a two-thirds majority vote of the shareholders present or represented at the meeting.

COMBINED SHAREHOLDERS' MEETINGS (CSM)

CSMs combine the two previous types of meetings (OGM and EGM) on the same date under the same Notice of Meeting.

3.3.4.3 Conditions for admission

Shareholders' Meetings include all the shareholders whose securities have no outstanding payments due.

Pursuant to Article R.225-85 of the French Commercial Code, those shareholders that are able to prove their status with the accounting recognition of their shares (pursuant to paragraph seven of Article L.228-1 of the French Commercial Code) in their name or in the name of an intermediary acting on their behalf, either in the registered share accounts held by the Company or in the bearer share accounts held by their authorized intermediaries, no later than three working days before the date of the meeting (by midnight Paris local time hereinafter referred to as D-3), may attend the meetings.

An authorized proxy (namely the shareholder's spouse or another shareholder, a partner with whom the shareholder has a civil partnership, or any other individual or legal entity of his choice) may always represent a shareholder at shareholders' meetings. This proxy may not represent another person.

For holders of registered shares, such entry in the register by D-3 is sufficient to enable them to attend the meeting.

With respect to holders of bearer shares, it is their authorized intermediaries which hold accounts of bearer shares which prove their clients' status as a shareholder directly to the centralizing body of the meeting. They do so by producing a certificate that they attach to the voting form or admission card request in the name of the shareholder or the name of the registered intermediary acting on behalf of the shareholder. A certificate is also delivered to shareholders wishing to attend the meeting in person and who have not received an admission card by D-3, 12 midnight, Paris time.

Under the terms and conditions set forth by law and regulations, shareholders may send their proxy and absentee voting ballots, either in paper format or, on the decision of the Board of Directors published in the notices of meeting, through remote transmission. The Board of Directors may also decide that shareholders may participate and vote at any General Shareholders' Meeting by videoconference or electronic transmission under the terms and conditions set by the regulations.

3.3.4.4 Shareholders' rights

In line with the provisions of Article L.225-105 of the French Commercial Code, one or more shareholders holding the requisite portion of the share capital may, subject to the conditions and time frames set by law, request the inclusion of items or draft resolutions on the agenda of the meeting by means of registered letter with acknowledgment of receipt.

In line with the provisions of Article 27 of the bylaws, each shareholder may, subject to the terms and conditions and at the times fixed by law, request a copy of the documents needed to allow him to reach an informed opinion on the management and control of the Company. The nature of the documents and the terms and conditions for their dispatch or availability are determined by law and regulations.

3.3.4.5 Conditions for exercising voting rights

In line with the provisions of Article 25 of the bylaws, each member of the Shareholders' Meeting is entitled to the same number of votes as the shares he owns or represents.

3.3.4.6 Identification of shareholders

In line with the provisions of Article 5 of the bylaws, the Company may, subject to the conditions provided for by the laws and regulations in force, request from any authorized organization or intermediary, all information relating to the holders of shares conferring immediately, or in the future, the right to vote at Shareholders' Meetings, notably their identity, nationality, address, the number of shares that they own and the restrictions that may be placed on these shares.

Any individual or legal entity that owns, directly or indirectly, alone or jointly, a 1% share of the voting rights, or any multiple of this percentage, must notify the Company, by registered letter with acknowledgment of receipt, of the number of voting rights that they possess. This notice must be made within a period of 15 days following each acquisition or sale of this fraction.

In the event of non-compliance with the notification requirement provided for in the previous paragraph and upon request, recorded in the minutes of the meeting from a shareholder representing at least 1% of the voting rights, the shares exceeding the fraction which should have been declared will lose their voting rights for a period of two years following the notification compliance date.

Any shareholders holding more than 1% of the voting rights, and having already declared their statutory threshold crossing, may obtain/consult the list of shareholders having crossed the statutory threshold from Natixis' registered office or by contacting Natixis' Investor Relations (30 avenue Pierre Mendès-France 75013 Paris).

3.4 Policies and rules for determining compensation and benefits of any kind paid to members of the corporate bodies

The recommendations of the AFEP/Medef Code on the compensation of executive corporate officers of listed companies are taken into account in the bank's corporate governance approach. As shown above, the AFEP/Medef Code is the one that the Company refers to when preparing the report provided for by Article L.225-37 of the French Commercial Code.

The AFEP/Medef Code is available for consultation at the Company's head office and on the Natixis website.

3.4.1 COMPENSATION AND BENEFITS OF ANY KIND FOR MEMBERS OF THE BOARD OF DIRECTORS

3.4.1.1 Compensation and benefits of any kind for the Chairman of the Board of Directors

The Chairman of the Board of Directors waived all fixed and variable compensation with respect to the performance of his duties at Natixis in 2013, as in previous fiscal years.

3.4.1.2 Compensation and benefits of any kind for members of the Board of Directors

The members of the Board of Directors of Natixis received directors' fees with respect to 2013 under the terms and conditions stipulated below.

Note that the overall annual budget for director's fees to be allocated to members of the Board of Directors is €500,000 (*see 38th resolution of the Combined General Shareholders' Meeting of April 30, 2009*).

Attendance fees are granted according to the following rules:

- members of the Board of Directors:
  - fixed portion: €10,000 per year,
  - variable portion: €2,000 per meeting, capped at five meetings, i.e. €20,000 maximum in total;
- specialized Committee members:
  - Audit Committee:

    Chairman: €20,000,

    members of the Audit Committee:
  - fixed portion: €5,000,
  - variable portion: €1,000 per meeting, capped at five meetings;
  - Appointments and Compensation Committee:

    Chairman: €10,000,

    members of the Appointments and Compensation Committee:
  - fixed portion: €3,000,
  - variable portion: €1,000 per meeting, capped at five meetings;
  - Strategic Committee: no directors' fees.

Committee Chairpersons receive no variable portion, in accordance with the principle that no Committee Meeting can be held in their absence.

Furthermore, in accordance with the rules applicable within Groupe BPCE, the portion of directors' fees going to BPCE directors (including that of the Chairman) is granted and paid to BPCE and not to the directors.

As of January 1, 2013, directors' fees are subject to total withholding tax of 36.5%.

3.4.2 COMPENSATION AND BENEFITS OF ANY KIND FOR THE CEO

3.4.2.1 Monetary compensation

The fixed gross annual compensation of Laurent Mignon in relation to his duties as CEO of Natixis was €800,000 for 2013. This fixed compensation has not been changed since he arrived in 2009.

The variable compensation to be paid for 2013, capped at 156% of his fixed compensation, was calculated on the basis of quantitative and qualitative criteria defined and validated by the Board of Directors, as follows:

- quantitative criteria relate to 70% of the variable compensation. These criteria are based on the performances of Groupe BPCE (net revenues, net income Group share and cost/income ratio) and Natixis (net revenues, net income Group share, cost/income ratio and Core Tier 1 ratio);
- qualitative criteria relate to 30% of the variable compensation. These criteria are evaluated by the Board of Directors and concern the definition of Natixis' strategic plan in coordination with that of BPCE, the establishment of plans to adapt business lines and support functions to the objectives of the Operational Efficiency Plan, the development of Natixis' cooperation with BPCE's networks, and managerial performance evaluated with respect to foresight, decision-making and leadership implemented.

The Board of Directors meeting of February 19, 2014, on the opinion of the Appointments and Compensation Committee, decided to allocate variable compensation to the CEO for a gross amount of €958,000 based on the performances of Groupe BPCE and Natixis and the level of qualitative targets achieved.

In accordance with applicable "Professional standards concerning the governance and variable compensations of employees whose professional activities have a significant impact on the company's risk profile" and with the provisions of Regulation 97-02 of February 21, 1997, concerning the internal control of credit institutions and investment firms, as amended by the Decree of December 13, 2010, the variable compensation of Laurent Mignon will be paid as follows:

- 36% of this variable compensation will be paid in 2014, 50% of which will be indexed to Natixis shares;
- 64% of this variable compensation will be deferred for three years, 50% of which will be indexed to Natixis shares.

The portion of variable compensation indexed to Natixis shares is allocated in the form of Units. These Units are financial instruments whose value is equal to the Natixis share price. The Units take the legal form of a right to deferred compensation (which is therefore treated as a salary).

The CEO does not own these Units until they are fully vested. They are paid out in thirds over a period of three years, subject to continued employment and performance criteria. The CEO is therefore unable to take any action regarding the payment date or the valuation method, which are set at the time of allocation.

3.4.2.2 Compensation paid to the CEO in the form of stock options

No stock options were allocated to the CEO in 2013.

In November 2013, the Board of Directors, on the opinion of the Natixis Appointments and Compensation Committee, approved the proposal to award 90 Natixis shares to the CEO.

These shares are subject to a two-year vesting period, and all shares granted must be held until the end of the CEO's term of office.

3.4.2.3 Benefits in kind

For fiscal year 2013, Laurent Mignon had use of a company car with a gross value of €5,180 and received payment of a €2,940 family allowance in accordance with the plan in force at Natixis.

3.4.2.4 Other benefits

The CEO benefits from the collective provident insurance and healthcare scheme in force at Natixis.

3.4.2.5 CEO's group pension plan and severance payments

GROUP PENSION PLAN

No group pension plan was set up in 2013.

SEVERANCE PAYMENTS AND NON-COMPETE AGREEMENT

- With regard to the calculation of severance payments for the duties of Chief Executive Officer, the Board of Directors, on the advice of the Appointments and Compensation Committee, authorized during its meeting of February 22, 2011, the commitment establishing the terms and conditions for compensation due or liable to be due to Laurent Mignon in the event he no longer performs the duties of Chief Executive Officer of Natixis (hereinafter referred to as "*Commitment Regarding Severance Payments for Termination of Duties*"). This commitment regarding severance payments was approved by the Combined General Shareholders' Meeting of May 26, 2011 (see *sixth resolution*).

The Board of Directors, on the advice of the Appointments and Compensation Committee, authorized during its meeting of February 19, 2014, amendent No. 1 to this Commitment Regarding Severance Payments for Termination of Duties, which is to be voted on by shareholders at the Ordinary General Shareholders' Meeting on May 20, 2014 (see *fifth resolution*). The purpose of this amendment is to modify the rules for calculating the amount of severance to be paid to Natixis' Chief Executive Officer in order to take into account the length of time he has performed his duties.

The Chief Executive Officer will not receive severance payments in the event of gross negligence or willful misconduct, if he leaves the Company at his initiative to take another position or changes his position within Groupe BPCE. In addition, this payment will not be made if the Company is experiencing serious economic difficulties. Furthermore, in accordance with the provisions of the AFEP/Medef Code of corporate governance, the right to compensation is subject to a certain number of criteria and performance conditions.

- With regard to the non-compete agreement for Laurent Mignon, the Board of Directors, on the advice of the Appointments and Compensation Committee, authorized during its meeting of February 19, 2014, the establishment of such an agreement in the event he ceases to perform his duties as Chief Executive Officer. This agreement will be subject to a shareholder vote at the Ordinary General Shareholders' Meeting of May 20, 2014 (*see fifth resolution*).

In accordance with the recommendations of the AFEP/Medef Code, upon the departure of the Chief Executive Officer, the Board of Directors must make a decision regarding whether to enforce the non-compete clause provided for under this agreement. Furthermore, the amount of severence, together with the non-compete payment, if applicable, received by the Chief Executive Officer is capped at 24 months of the monthly reference compensation as defined in the Commitment Regarding Severance Payments for Termination of Duties.

Moreover, the members of the Board of Directors do not benefit from severance payments for their duties at Natixis.

Standardized tables compliant with AMF recommandations

TABLE 1

Summary of the compensation, stock options and shares granted to each executive corporate officer

	2013 fiscal year	2012 fiscal year
Laurent Mignon, CEO		
Compensation for the fiscal year	€1,766,120 [a]	€1,539,010 [a]
Value of options granted during the fiscal year	n/a	n/a
Value of performance shares granted during the fiscal year	€350 [b]	n/a
TOTAL	€1,766,470	€1,539,010

(a) *Including a €5,180 vehicle allowance + €2,940 family allowance.*
(b) *Value of shares at the grant price.*

TABLE 2

Summary table of the compensation of each executive corporate officer

In the tables below:

- the expression "amounts due" refers to compensation and benefits allocated to corporate officers within the context of their duties over the year, irrespective of the payment date;
- the expression "amounts paid" refers to compensation and benefits actually paid to corporate officers within the context of their duties over the year irrespective of the date of allocation.

Laurent Mignon, CEO (term of office commencing 05.14.2009)	2013 fiscal year		2012 fiscal year	
	Amounts due	Amounts paid	Amounts due	Amounts paid
Fixed compensation for corporate duties	€800,000 [a]	€800,000 [a]	€802,830	€802,830
Variable compensation	€958,000	€951,479 [b]	€731,000	€553,145 [b]
Extraordinary compensation	€0	€0		€0
Directors' fees	€0	€0	€0	€0
Benefits in kind	€8,120 [c]	€8,120 [c]	€5,180	€5,180
TOTAL	**€1,766,120**	**€1,759,599**	**€1,539,010**	**€1,361,155**

(a) *The amount paid for the family allowance, i.e. €2,940 is declared under benefits in kind.*
(b) *This amount includes the payment of deferred variable compensation in respect of previous fiscal years.*
(c) *Including a €5,180 vehicle allowance + €2,940 family allowance.*

TABLE 3

Table showing directors' fees and other compensation received by non-executive corporate officers of Natixis from January 1 to December 31, 2013

(in euros)	2013 fiscal year [1]		2012 fiscal year	
Non-executive corporate officers	**Amounts due**	**Amounts paid [2]**	**Amounts due**	**Amounts paid [3]**
BPCE				
Directors' fees				
Natixis Director	50,000	56,000	93,000	100,000
In respect of Natixis subsidiaries	32,400	61,600	28,900	32,800
Christel Bories				
Directors' fees				
Natixis Director	20,000	24,000	20,000	20,000
Member of the Natixis Appointments and Compensation Committee	10,000	11,000	6,000	6,000
Other compensation				
Thierry Cahn (Office held since 01.28.2013)				
Directors' fees				
Natixis Director	20,000	20,000	N/A	N/A
In respect of BPCE and its subsidiaries	25,500	36,500	38,500	39,000
Other compensation				
Alain Condaminas				
Directors' fees				
Natixis Director	20,000	24,000	18,000	14,000
Member, Appointments and Compensation Committee	8,000	12,000	4,000	0
In respect of Natixis subsidiaries	6,552	14,004	5,700	7,500
In respect of BPCE and its subsidiaries	18,000	19,000	20,500	15,500
Other compensation				
Laurence Debroux				
Directors' fees				
Natixis Director	20,000	22,000	20,000	24,000
Member of the Natixis Audit Committee	10,000	10,000	10,000	12,000
Other compensation				
Stève Gentili				
Directors' fees				
Natixis Director	20,000	22,000	20,000	20,000
In respect of BPCE and its subsidiaries	90,500.04	94,287.04	95,000 [15]	102,591.63 [15]
Other compensation				
Catherine Halberstadt				
Directors' fees				
Natixis Director	20,000	24,000	18,000	14,000
Member of the Natixis Audit Committee	10,000	12,000	8,000	6,000
In respect of Natixis subsidiaries	600	3,000	2,400	1,200
In respect of BPCE and its subsidiaries	32,500	34,500	31,000	13,800
Other compensation				
Daniel Karyotis (Office held since 01.28.2013)				
Directors' fees				
Natixis Director	0	0	N/A	N/A
In respect of BPCE and its subsidiaries	0	17,000	17,000	17,000
BPCE corporate office	500,000 [4]	500,000 [4]	41,667	41,667
BPCE annual variable compensation	431,997 [5]	23,103 [6]	23,103 [7]	
BPCE multi-year variable compensation [8]	0	0	0	0
BPCE extraordinary compensation	0	0	0	0
Benefits in kind in respect of BPCE	2,621	2,621	0	0
Bernard Oppetit				
Directors' fees				
Natixis Director	20,000	22,000 [9]	20,000	20,000 [9]
Member of the Natixis Audit Committee	20,000	20,000 [9]	20,000	20,000 [9]
Other compensation				

(in euros) Non-executive corporate officers	2013 fiscal year [1] Amounts due	Amounts paid [2]	2012 fiscal year Amounts due	Amounts paid [3]
Stéphanie Paix				
Directors' fees				
Natixis Director	20,000	24,000	18,000	14,000
Member of the Natixis Audit Committee	9,000	15,000	6,000	0
In respect of Natixis subsidiaries	N/A	N/A	900	3,600
In respect of BPCE and its subsidiaries	9,300	12,300	12,900	2,400
Other compensation				
Didier Patault				
Directors' fees				
Natixis Director	20,000	22,000	20,000	20,000
Member of the Natixis Appointments and Compensation Committee	8,000	9,000	6,000	6,000
In respect of Natixis subsidiaries	900	1,350	450	0
In respect of BPCE and its subsidiaries	21,300	22,300	22,176.80	22,176.80
Other compensation				
Francois Pérol				
Directors' fees				
Natixis Director	0	0	0	0
In respect of BPCE and its subsidiaries	0	0	0	0
Other compensation				
BPCE corporate office	550,000	550,000	550,000	550,000
BPCE annual variable compensation	890,994 [10]	509,990 [11]	562,569 [12]	438,526 [13]
BPCE multi-year variable compensation [8]	0	0	0	0
BPCE extraordinary compensation	0	0	-	0
Benefits in kind in respect of BPCE [14]	5,292	5,292	5,256	5,256
Henri Proglio				
Directors' fees				
Natixis Director	20,000	22,000	16,000	14,000
Member of the Natixis Appointments and Compensation Committee	8,000	9,000	6,000	6,000
Other compensation				
Philippe Sueur				
Directors' fees				
Natixis Director	20,000	22,000	20,000	20,000
Member of the Natixis Appointments and Compensation Committee	8,000	9,000	6,000	6,000
Other compensation				
Nicolas de Tavernost (Office held since 07.31.2013)				
Directors' fees				
Natixis Director	16,000	16,000	N/A	N/A
Member of the Natixis Appointments and Compensation Committee	4,000	4,000	N/A	N/A
Other compensation				
Pierre Valentin (Office held since 01.28.2013)				
Directors' fees				
Natixis Director	20,000	20,000	N/A	N/A
In respect of BPCE and its subsidiaries	36,125	60,125	53,100	53,600
Other compensation				

(1) Amounts before 36.5% withholding tax.
(2) Part of which from attendance fees due for fiscal year 2012.
(3) Part of which from attendance fees due for fiscal year 2011.
(4) Housing payment of €64,959.16 for 2013 is included in the fixed compensation in respect of his corporate office.
(5) Variable compensation for fiscal year 2013, of which €215,999 (50%) paid in cash in 2014 and the balance deferred (50%) over three years in equal shares of €72,000.
(6) Amount paid in 2013 for the variable compensation for fiscal year 2012, or €23,103.
(7) Variable compensation for fiscal year 2012, calculated on a prorata basis, fully paid in cash in 2013.
(8) No multi-year variable compensation or free shares awarded over fiscal year 2013.
(9) Before 30% withholding tax.
(10) Variable compensation for fiscal year 2013, of which €356,398 (40%) paid in cash in 2014 and the balance deferred (60%) over three years in equal shares of €178,199.
(11) Amount paid in 2013 for the variable compensation for fiscal year 2012, or €225,028, for the deferred portion of the variable compensation for fiscal year 2011, or €92,746, and for the deferred portion of the variable compensation for fiscal year 2010, or €192,217.
(12) Variable compensation for fiscal year 2012, or €225,028 (40%) paid in cash in 2013, and the balance deferred (60%) over three years in equal shares of €112,514. The final allocated amount in 2014 will be €102,950 (after application of an index ratio).
(13) Amount paid in 2012 for the variable compensation for fiscal year 2011, or €213,675, and for the deferred portion for fiscal year 2010, or €244,851.
(14) Housing payment waived since 2010.
(15) The amounts indicated in the 2012 registration document are: amounts due €15,000; amounts paid €22,591.63.`

TABLE 4

Subscription or purchase options granted during the period to each executive corporate officer by the issuer and by any group companies

Name of executive corporate officer	No. and date of plan	Type of options (purchase or subscription)	Valuation of options according to the method adopted for the consolidated financial statements	Number of options granted during the period	Exercise price	Exercise period
Laurent Mignon	n/a	n/a	€0	0	n/a	n/a
TOTAL	**N/A**	**N/A**	**€0**	**0**	**N/A**	**N/A**

TABLE 5

Subscription or purchase options exercised during the period by each executive corporate officer

Name of executive corporate officer	No. and date of plan	Number of options exercised during the period	Exercise price
Laurent Mignon	n/a	0	n/a
TOTAL	**N/A**	**0**	**N/A**

TABLE 6

Performance shares granted to each executive corporate officer

Performance shares granted by the AGM during the period to each executive corporate officer by the issuer and by all Group companies	No. and date of plan	Number of options granted during the period	Valuation of options according to the method adopted for the consolidated financial statements	Date vested	Date of transferability	Performance conditions
Laurent Mignon	11.06.2013	90	€350	03.01.2016	n/a [a]	n/a
TOTAL	**11.06.2013**	**90**	**€350**	**03.01.2016**	**N/A [A]**	**N/A**

(a) The shares will be non-transferable for the duration of the CEO's term of office.

TABLE 7

Performance shares that became transferable during the period for each executive corporate officer

Performance shares that became transferable during the period for each executive corporate officer	No. and date of plan	Number of shares that became transferable during the period	Vesting conditions
Laurent Mignon	n/a	0	n/a
TOTAL	**N/A**	**0**	**N/A**

TABLE 8

Group (Natixis, BPCE, Caisse d'Epargne, Banque Populaire) - Record of purchase or subscription options granted

Information on purchase and subscription options	2007 Plan*	2008 Plan*
Date of the General Shareholders' Meeting	11.17.2006	05.24.2007
Date of the Management Board's decision	01.29.2007	01.21.2008
Number of exercisable options, including those exercisable by:	14,103,277	4,846,798
1) Natixis Directors in 2013:	**376,530**	**73,150**
Christel Bories	n/a	n/a
Thierry Cahn	24,055	
Alain Condaminas	74,015	74,014
Laurence Debroux	n/a	n/a
Stève Gentili	24,055	n/a [(a)]
Catherine Halberstadt	12,953	13,878
Daniel Karyotis	72,165	70,313
Bernard Oppetit		
Stéphanie Paix	24,055	n/a
Didier Patault	75,866	n/a [(a)]
Francois Pérol	n/a	n/a
Henri Proglio	n/a	n/a
Philippe Sueur	0	0
Nicolas de Tavernost		
Pierre Valentin		
2) Natixis CEO in 2013:	**n/a**	**n/a**
Laurent Mignon	n/a	n/a
Vesting date	01.29.2011	01.21.2012
Expiry date	01.28.2014	01.20.2015
Subscription price in euros	11.968	6.883
Terms of exercise (for plans with several tranches)	n/a	n/a
Number of shares subscribed as at Dec. 31, 2013	0	0
Cumulative number of lapsed and canceled subscription options	3,685,796	3,529,687
Cumulative number of outstanding subscription options at end of period	14,103,277	4,846,798

* *Due to the special dividend approved by the Company's General Shareholders' Meeting on July 31, 2013, subsequent to the buyback of the cooperative investment certificates held by Natixis by each Banque Populaire bank and Caisse d'Epargne, the number of options and the subscription prices were adjusted, in accordance with the provisions of the French Commercial Code.*

(a) *In consideration of the individual waivers of stock options granted in 2008, given the material losses recorded over the 2008 fiscal year.*

TABLE 9

Subscription or purchase options granted to the top ten non-executive employees and options exercised by them

	Total number of options granted/ shares subscribed or bought	Weighted average price	Plan
Options granted during the fiscal year by the issuer and any company included in the scope for issue over the period, to the top ten salaried employees of the issuer and of any company included in this scope who hold the most number of options granted in this way	0	n/a	n/a
Options held in respect of the issuer and the companies referred to above, exercised during the period, by the top ten salaried employees of the issuer and of these companies who hold the most options purchased or subscribed in this way	0	n/a	n/a
	0	n/a	n/a

TABLE 10

Situation of corporate officers

FY 2013	Employment contract		Supplementary pension plan		Payments or benefits due, or likely to be due, as a result of the termination or change of function (1)		Payments in relation to a non-compete clause (1)	
Executive corporate officers	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
Laurent Mignon, CEO Date term of office commenced: May 14, 2009 Date term of office expires: May 14, 2015		X		X*	X			X

* *Pension plan benefits for all personnel.*

(1) *See paragraph [3.4.2.5] "Severence payments and non-compete clause".*

3.5 Potential conflicts of interest

3.5.1 COMPETENCE AND INTEGRITY OF DIRECTORS

In accordance with regulations, a list of the functions performed by the corporate officers of Natixis is included in this document. The brief summary of their curriculum vitae shows that they all possess recognized business expertise acquired through their positions as executives of banks or large industrial companies or as former bank executives.

In accordance with the enforcement decree of EU Directive 2003/71 (Article 14.1 of Appendix 1 of Regulation 809/2004), none of the members of the Board of Directors or Senior Management has been convicted of fraud, subject to bankruptcy, liquidation or receivership, convicted or punished by official or regulatory bodies, disqualified from acting as a member of administrative, management or supervisory bodies of an issuer, or from participating in the management or conduct of the business of an issuer within at least the previous five years.

3.5.2 CONTRACTS BINDING THE COMPANY AND THE DIRECTORS AND SENIOR MANAGEMENT

In accordance with EU regulations, it is hereby stipulated that there are no service agreements binding members of the Board of Directors or Senior Management to the Company that could confer benefits according to the terms of such an agreement and that might by their nature compromise the independence of members or interfere with their decision-making.

Natixis and its subsidiaries maintain business relationships with their main shareholder and Board member BPCE or some of its subsidiaries.

3.5.3 CONFLICTS OF INTEREST

Members of the Natixis Board of Directors include Natixis' main shareholder BPCE, as well as salaried employees of Groupe BPCE. Moreover, Natixis maintains business relationships with its shareholder and Board member BPCE. Natixis considers that this situation does not constitute a conflict of interest.

Banking relationships between Natixis and the groups chaired by the independent members of the Board are not of a nature liable to affect the impartiality of their judgment.

3.6 Chairman's report on internal control procedures

INTRODUCTION

Natixis was formed from the merger of the Corporate and Investment Banking operations and services of the Banque Populaire banks and Caisses d'Epargne in 2006, continuing in 2007 with Ixis CIB's absorption into Natixis. Following a subsequent merger between Banque Fédérale des Banques Populaires and Caisse Nationale des Caisses d'Epargne in 2009, Natixis' core shareholder is now BPCE. For further details about Natixis' history, please refer to Chapter 1, "Presentation of Natixis".

Natixis' internal control system complies with the principles on which the Comité des établissements de crédit et des entreprises d'investissement (CECEI – France's Credit Institution and Investment Firms Commission) issued its approval to Natixis as well as the governance rules defined within Groupe BPCE. This system is also consistent with the legal and regulatory framework applicable to Natixis and which is notably set out in amended CRBF Regulation 97-02 (the "CRBF Reguation"). In particular, this regulation provides for the implementation of an internal control system on a consolidated basis and which comprises arrangements to ensure:

- permanent control regarding the compliance, security and validation of transactions, as well as compliance with other requirements related to monitoring risks of any nature resulting from transactions;
- periodic checks in the form of investigations and audits implemented centrally and, if necessary, locally, and which concern the compliance of transactions, compliance with procedures and the effectiveness of permanent control mechanisms.

In reference to its regulatory requirements, to commitments made to the CECEI and to the governance framework established within Groupe BPCE, Natixis has structured its internal control system around a periodic control department that performs audits, together with entities responsible for ongoing testing of transaction compliance and security as well as overseeing the effectiveness of Natixis' risk management and monitoring mechanisms.

Natixis is subject to the control of its majority shareholder and central body, BPCE, which oversees compliance with risk monitoring requirements on a consolidated basis. As such, structures and systems for coordinating the permanent and periodic control mechanism, and thus for ensuring overall consistency, were introduced when BPCE was formed on July 31, 2009. In the same way, Natixis' risk, compliance and audit functions are incorporated into Groupe BPCE's corresponding functions.

3.6.1 INTERNAL CONTROL MECHANISMS

Natixis' internal control mechanism complies with the following regulatory requirements and standards:

External standards

Many external standards apply due to the diversity of businesses in which Natixis operates. The main standards are as follows:

- as a credit institution, Natixis is governed by the provisions of the French Monetary and Financial Code (which encompasses the provisions of the French Banking Act of January 24, 1984, and the French Financial Activity Modernization Act of July 2, 1996) and more specifically, it is subject to the specific banking guidelines resulting from the CRBF Regulation relating to internal control;
- as a provider of investment services, Natixis is subject to the provisions set out by the Autorité des Marchés Financiers (AMF), and especially the code of good conduct concerning market intervention and customer relations;
- Natixis complies with the terms of the best practices published by professional associations whenever the regulator recommends or enforces their application (for example, the code of ethics and compliance for Financial Analysts, made mandatory by the AMF);
- Natixis applies anti-money laundering and terrorist financing regulations, under the control of the Autorité de Contrôle Prudentiel et de Résolution;
- regarding its foreign branches and subsidiaries, Natixis applies the Group's organization standards and also the regulations defined by the regulators in the markets in which Natixis has offices (in particular, the Financial Services Authority in the United Kingdom, the Bundesanstalt für Finanzdienstleistungsaufsicht/BAFIN in Germany, the Banca Centrale in Italy, the Financial Supervisory Authority in Japan, the Federal Reserve, the National Association of Securities Dealers and the Securities and Exchange Commission in the United States, the Hong Kong Monetary Authority in Hong Kong, the Commission de Surveillance du Secteur Financier in Luxembourg, the Irish Financial Services Regulatory Authority in Ireland), in cases where the operations exercised locally are subject to these regulations;

- for permanent and periodic control, Natixis applies the standards defined in Groupe BPCE's control function charters;
- Natixis complies with recommendations from international organizations dealing with prudential regulation issues for international banks, the most important being the Basel Committee.

Internal standards

Natixis' internal control system is organized according to the following bodies of rules:

- a set of charters and procedures for governing and managing Natixis' risk processes (such as the procedure governing the credit decision process, the market risk management charter, the charter for measuring, controlling and managing operational risks, the charter for managing compliance risks, etc.);
- Natixis' audit charter;
- the general IT/data security policy establishing the governance rules for the security and continuity of IT systems, as well as the security principles to be applied;
- the charter formally defining areas of responsibility for country managers in Natixis' foreign operations and organizing relations with heads of the business lines represented locally;
- the "compliance manual," which defines all best practices applicable to Natixis' employees (especially concerning preventing conflicts of interest, countering money laundering, employee professional ethics, protecting confidential information, etc.).

The objective of these standards is to ensure the effectiveness and quality of the Company's internal operations, the reliability of accounting and financial information distributed both internally and externally, the security of operations, and compliance with laws, regulations and internal policies.

3.6.2 GENERAL ORGANIZATION

Permanent and periodic controls introduced by Natixis are organized from the first operational or functional level up to the highest level. They are structured according to three principles:

- Natixis separates its risk-taking and control functions, as well as the different levels of control. This separation results in:
  - a distinction between front- and back-office functions,
  - the existence of first-level controls at the operational level,
  - the distinction between periodic and permanent controls.

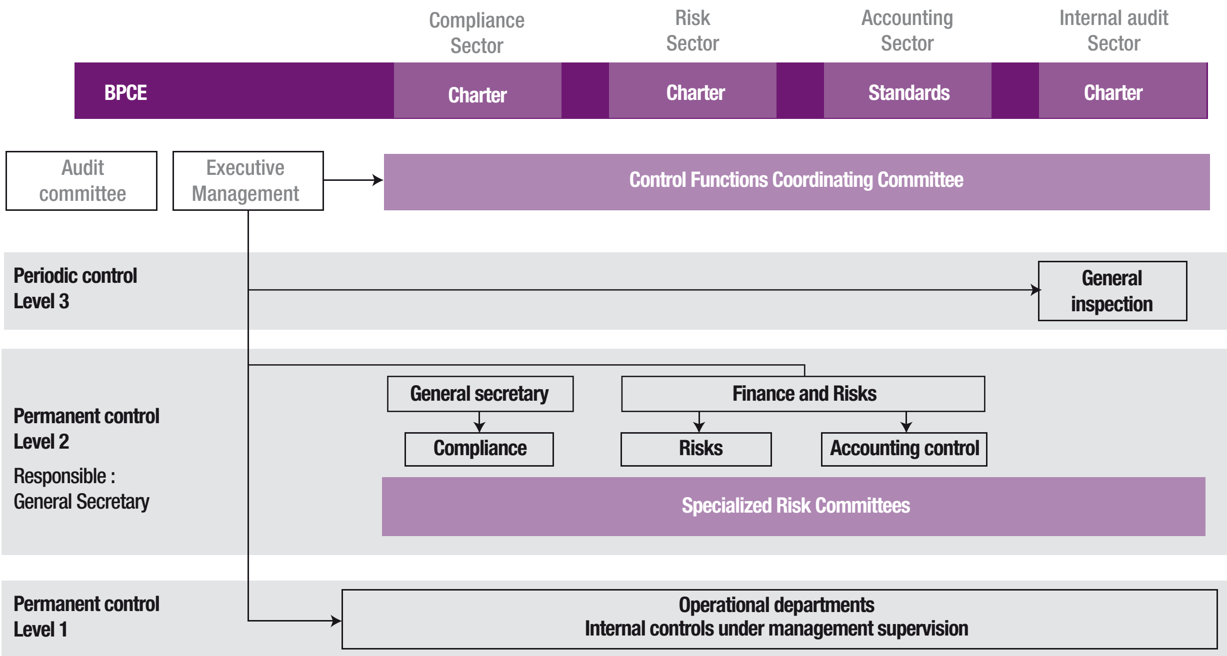
Although responsibility for first-level internal control lies firstly with operational or functional departments, second-level permanent controls and periodic controls are carried out by independent central functional departments.

- Concerning the scope of internal control, Natixis organizes its control functions on a global basis so as to ensure consistency of the internal control mechanism throughout the whole Company. The internal control system thus covers all risks and extends to all business lines and subsidiaries within Natixis. Local permanent and periodic control functions within subsidiaries or business lines report to Natixis' corresponding central control departments, either on a functional basis in the case of subsidiaries or on a hierarchical basis in the case of business lines. The "risk", "compliance" and "audit" functions constitute distinct business function.
- Natixis structures its control mechanism in a manner consistent with the principles set out by BPCE, with the objective of ensuring a consolidated approach to risk under the framework of control exercised by the shareholder group and central body, as well as satisfying the consolidated monitoring requirements set out in the CRBF Regulation.

3.6.3 CONTROL SYSTEM PARTICIPANTS

Senior Management, under the stewardship of the Board of Directors, is responsible for the whole of the Group internal control mechanism.

Organization of Natixis' internal control mechanism



3.6.3.1 First level

First-level permanent controls are an essential component of Natixis' internal control system.

These controls are carried out by operational or functional departments under managerial supervision. These departments are responsible for:

- checking transaction processing procedures are adhered to and compliant;
- justifying account balances for active accounts relating to the transactions they execute.

Depending on situations and activities, these first-level controls are carried out by the operating entities themselves or by ad hoc control units, such as middle office or accounting control entities.

First-level controls are described in formal written procedures and their results are documented.

3.6.3.2 Second level

The Corporate Secretary is responsible for the second-level permanent control system, which is carried out by two main participants: the Compliance Department (including IT Systems Security) and the Risk Department.

A COMPLIANCE

General organization

- The Compliance Department ensures the development of best practices for preventing and managing compliance risk at Natixis, thereby helping to prevent financial loss and the associated reputation risk. It acts in accordance with instructions prescribed by BPCE and its scope of action covers Natixis, its subsidiaries and branches.
- The Compliance Department's main responsibilities are to:
  - ensure a legal and regulatory watch relating to compliance, in conjunction with the legal function,
  - define standards and methods for assessing compliance, control and reporting risks. These standards are devised in order to ensure market integrity and the primacy of customer interest, and to prevent conflicts of interest (including independence in third-party account management) as well as to counter money laundering and terrorist financing,
  - ensure the execution of permanent second-level controls (including controlling compliance with standards and the application of procedures),
  - establish and maintain a compliance risk map,

- implement a system of cooperation and links with the Risk Department, concerning the observation of operational defects that may entail compliance risks and measures to rectify them,
- issue a written compliance opinion regarding all new activities, structures, processes, products and transactions, as well as significant changes to existing products. This opinion is accompanied by the right of blockage or appeal, under the New Product Committees framework set up within Natixis' business lines and its subsidiaries, or centrally for products common to several business lines,
- intervene in an advisory role in order to support activities with a view to ensuring security and compliance with standards,
- contribute to employee training in conjunction with the Human Resources Department,
- manage IT systems projects dedicated to monitoring and managing compliance risks on a consolidated basis at Natixis group level,
- centralize logging and reporting of malfunctions resulting in non-compliance at subsidiary or business-line level, with a view to their consolidation by Natixis,
- centralize the reporting of any anomalies within the meaning of Article 11-2 of Regulation 97-02 as amended, at subsidiary or business-line level, with a view to their consolidation by the Natixis group and their communication to BPCE; and define the conditions for operating the alert mechanism provided for by this article whilst respecting the confidentiality of declaring parties,
- prepare regular summary reports, notably for Natixis' and BPCE's Senior Management,
- oversee the consistency and effectiveness of permanent controls for compliance risk.

- Organizational structure

The Compliance Department reports to the Corporate Secretary and functions independently of operational departments. The Corporate Secretary is responsible for permanent control, as defined in rule 97-02.

- Subsidiaries and branches

As part of a broader Compliance function, Natixis' Compliance Department provides direction and impetus to Compliance managers in subsidiaries and branches through a strong functional link of a hierarchical nature. Compliance managers in subsidiaries and branches report to the executive body or, exceptionally, if the size of the entity warrants it, to a permanent control manager who, in turn, reports to the executive body, and to Natixis' Chief Compliance Officer through a strong functional link of a hierarchical nature.

This strong functional link of a hierarchical nature is reflected in:

- Natixis' Chief Compliance Officer being required to issue prior approval to the secondment, appointment or removal of a subsidiary's Compliance manager;
- Natixis' Chief Compliance Officer participating in annual performance and career advancement reviews;
- the obligation to send information to Natixis' Chief Compliance Officer.

For business lines operated by the registered office, Compliance managers report directly and hierarchically to Natixis' Chief Compliance Officer.

The Compliance Function Charter published in June 2010 details the network's operating procedures.

Focus of the compliance control mechanism

Natixis' Compliance mechanism focuses on three key areas:

Ethics/Compliance

At Natixis, the Code of Conduct refers to the set of rules applicable to the professional conduct expected of our employees when providing investment services. These rules are set out in the AMF's General Regulations and are meant to safeguard the integrity of the markets and the primacy of the client's interests.

To define these rules, ensure that they are fully known to all Natixis employees, and ensure that they apply them, the Compliance department uses a company-wide "Conduct/Ethics/Training" function, rolled out to each core business and each business line, including all subsidiaries, by the Compliance managers.

The main objectives of 2013 involved:

- strengthening the conflicts of interest and transaction confidentiality management system. In particular, 2013 saw the development of the software tool Odeon, which replaced Confidence and improved on its functionalities. The application was rolled out in December. Similarly, procedures governing these matters were overhauled and special training initiatives (e-learning and presentations) were developed; non-compliance risk mapping: 2013 was the second year of the risk mapping exercise covering 50 Consolidated Natixis entities. Risk situations were inventoried and classified by intensity. This year, the exercise identifies 124 risk situations that must be monitored closely across the scope of Consolidated Natixis (4.8% of total risk situations identified). Actions plans were defined for each situation;
- employee training in non-compliance risks: the e-learning library was significantly expanded and now offers 18 modules. 19,000 training initiatives were recorded, covering ethics, anti-money laundering efforts and fraud. Presentations were also offered in addition to these training initiatives. They were attended by 10,200 employees in 2013.

Financial security

The purpose of the Financial Security Department (SECFIN), which reports to Compliance management, is to organize the mechanism to combat money laundering, terrorist financing and fraud at Natixis and its subsidiaries. In addition to this standing supervisory task, SECFIN may directly spearhead special efforts on behalf of some business lines.

The main efforts in 2013 focused on:

- enhancing the embargo management system. In order to maintain the top level of security, Natixis launched an action program in 2013 covering a series of topics ranging from the implementation of specialized training initiatives to the increased consistency of filtering systems on Consolidated Natixis' three Swift platforms. This program will be completed in 2014;
- monitoring Consolidated Natixis' Financial Security function. This year notably saw the further coordination of procedures and tools at Wholesale Banking's foreign entities. Greater fluidity in the circulation of information helped improve management of the system during the year;
- participating in the project to create a Customer Loans Revision Unit at Natixis' subsidiary in Algeria. The Financial Security Department was involved via supervisory, training and control initiatives;
- establishing specialized training in anti-money laundering efforts. 7,200 employees (including all Material Risk Takers) completed 8 new special e-learning modules. Specialized training courses were also given to employees with high exposure to money laundering risks (correspondent banking, Private Banking, commodities, etc.);
- anti-fraud efforts; this year prevention and training initiatives were enhanced in the area of social engineering fraud. In addition, the software tool Safir (supervision of fraud in market activities) was further developed over the course of the year.

Controls

First-level controls

The "First-Level Internal Control" Project, launched in late 2010, was designed to manage and strengthen the first-level control system used by the business lines. This project, which applies to the consolidated Natixis scope, is being phased in by entity or business line. The project has been rolled out in 29 entities and is in the process of being rolled out in 6 entities. As of December 31, 2013, an estimated three-fourths of the project's scope was covered. 6,330 level-one controls (type 1.1 and 1.2) were recorded and as of December 31, 2013, 664 type 1.2 controls were covered by monthly reports. Over the month of November, 90% received a "good" or "satisfactory" rating.

Second-level controls

Permanent second-level controls, for which the Compliance Department is responsible, focus on:

- transaction compliance: this involves checking not only transactions, but also that transaction execution processes comply with applicable banking, financial and market rules;
- organizational compliance;
- the quality of data transmitted to the Compliance Department (through automated systems and indicators); and
- the application of procedures. This control involves ensuring that procedures exist and are effectively applied (in accordance with Article 40 of rule 97-02), and are compliant with the rules governing the various types of risk.

The Compliance Department may perform three types of controls:

- controls based on indicators arising from first-level controls;
- controls based on warnings issued by automated control systems, especially under the framework of anti-money laundering and market abuse detection plans;
- controls through checks on accounting documents and, if appropriate, on-site checks, so as to ensure that automated controls are relevant. They can also be used to check the application of more qualitative rules (knowledge and classification of the customer, application of Chinese walls, management of conflicts of interest, etc.).

Over the year, 3,513 second-level controls were performed on the consolidated Natixis scope via the software tool SCAN. The results of these controls were satisfactory for the most part; there were nevertheless some points raised on KYC quality, market transaction reporting, management of information confidentiality and identification of conflicts of interest.

B IT SYSTEMS SECURITY

General organization

The IT Systems Security and Business Continuity Department is responsible for implementing the IT Systems Security and Business Continuity policy, which it defines, controls and maintains.

The IT Systems Security and Business Continuity (ITSS-BC) department works for Natixis and its subsidiaries in France and abroad. Its role includes:

- ensuring at all times that security policy is appropriate to the risks incurred and to regulations;
- promoting security policy and ensuring compliance with it at all levels;
- if necessary, identifying the security services to be implemented;
- verifying and monitoring compliance with this policy and ensuring oversight across the whole of Natixis.

Natixis' Head of ITSS and BC reports to the Head of Compliance. He works in close cooperation with the Internal Audit Department and the Risk Department. He is in charge of the IT Systems Security and Business Continuity function, which includes the ITSS-BC Department and all persons charged with locally implementing and controlling operational IT system security and business continuity policies.

These persons include:

- the Head of ITSS and the Head of BCP who report to Natixis' subsidiaries or business lines and are in charge of locally applying operational security and business continuity policies according to the context in the relevant sector;
- local representatives within the business lines and subsidiaries (notably Business Continuity Plan representatives and application security representatives). They are responsible for locally deploying policies related to their activity and delivering advice and assistance on the subject;
- representatives within IT project management teams responsible for implementing and maintaining security mechanisms.

Governance of the IT Systems Security and Business Continuity function is provided by the following Committees:

- a strategic ITSS Committee, which is Natixis' highest-level decision-making body in the field of IT system security and business continuity. This Committee is chaired by a member of the Senior Management Committee and all business lines are featured in it;
- an IT Systems Security Coordination Committee that regularly brings together the various participants involved in security, and especially the Heads of ITSS within subsidiaries. It is responsible for monitoring the annual security plan, coordinating and steering all the function's actions and pooling security projects;
- a Plenary Business Continuity Committee that regularly brings together all persons involved in business continuity to ensure that continuity actions are monitored;
- Business Line or Subsidiary Security Committees that steer IT system security and business continuity actions for their subsidiary or business line.

ITSS-BC activity in 2013

Risk management

New operating policies for information systems security in line with BPCE objectives came into force in 2012.

The ITSS-BC risk mapping exercise was conducted for the third time in 2013. This exercise systematically is not automatically included in the annual cycle for setting security goals (security orientation plan) as closely as possible to business line and regulatory requirements. ITSS-BC initiatives are now part of a three-year blueprint.

Permanent controls

The permanent control plan is revised each year. The results are now presented by division and will gradually be presented by business line. They include the performance of hacking tests, vulnerability tests and analyses of security events.

Application security

Initiatives aimed at reinforcing and controlling application security were initiated in 2012 and continued in 2013. These actions involved:

- improving the management of user authorizations for information systems

  ITSS-BC oversees the THOR (Traceability, Permissions, Optimization and Recertification) program aimed at improving, through increased automation, the processes for granting permissions (business line profiles, authorization workflows), maintaining permissions databases (departures and transfers/promotions, recertification for key permissions) and control (widespread implementation of regular permissions reviews, detection of incompatible rights and atypical behavior). The roll-out by business line was started in 2013 and will continue in 2014;
- protection of information

  A program combatting information leaks (encryption of portable workstations, protection of information published on the Internet, protection of removable storage media, etc.) has been approved by the Senior Management Committee. Its roll-out is mostly complete. The remaining points will be completed in 2014.

Risk prevention

The incorporation of security requirements has been reinforced in the management of business line IT projects. The "Security Criticality Checklist," which stipulates the security requirements for the business lines, must be systematically used before launching projects. The information system security document, which defines the IT Division's response to these requirements, has been established.

Security is also provided by raising the awareness of employees regarding best practices. Over 9,000 employees completed awareness-raising initiatives in 2013 via e-learning modules, special training courses and events.

Business continuity

Work in 2013 focused on:

- Keeping the business continuity system in working order

  In 2013, Natixis had over 1,300 backup positions for users, a backup data center and crisis meeting rooms.

  By the end of 2013, all entities had integrated the BCP management software tool (Sanaga) selected at the end of 2012, which is used to update all Impact Analysis Assessments. Furthermore, to validate the effectiveness of their BCPs, Natixis' business lines and support functions in France and abroad, performed:

  - 57 backup user site exercises,
  - 38 IT and building backup tests,
  - 16 Call Tree tests,
  - 42 remote work exercises (work from home),
  - 19 crisis management exercises.

  An alert management tool was rolled out across the entire consolidation scope in 2013, along with a geo-referencing tool used to locate the homes of Natixis employees with respect to major crises.

  In December 2013, the ITSS-BC Committee validated Natixis' most critical activities (market activities) to be continued in the event of a regional crisis such as the Flooded Seine scenario.

- Plan review

  First-level controls were conducted across the entire consolidation scope and ITSS-BC continued to roll out its multi-year second-level control plan. In 2013 the controls focused on an entity in the SFS division (Natixis Lease), an entity in the Wholesale Banking division (UK), three entities in the Investment Solutions division (Natixis Asset Management, Natixis Bank and Natixis Assurances) and three support functions (Information Systems Security division, Communication and Sustainable Development division, Compliance and Permanent Control division).

- Monitoring and supervision

  The monitoring and support unit set up to coordinate and steer the various crisis units and to inform executive crisis unit members (CDG Natixis), particularly in the event of a cross-business crisis, was contacted for several incidents that did not cause any harm.

- Employee training and awareness-raising

  The Head of Business Continuity provided function participants with a "business continuity" e-learning module for all employees. In addition, the new Heads of BCP received special training and new employees received training in business continuity.

3.6.3.3 Level three

Third-level control – or periodic control – is the responsibility of the Internal Audit Department.

The Internal Audit Department reports directly to Natixis' Chief Executive Officer. It has strong functional ties with Groupe BPCE's General Inspection, in accordance with the principles approved by the CECEI in its decision on November 15, 2007, the BPCE General Inspection's charter and Natixis' internal audit charter revised in 2013. Also in accordance with these principles, the Internal Audit Department coordinates a global audit function.

Natixis' Internal Audit Department is responsible for verifying the Bank's controls and is one of the bodies responsible for the proper operation of the Bank's internal control system within the meaning of the CRBF Regulation. In this respect, it is independent from all operational entities and support functions. It has no operational role and can therefore never find itself in a position of conflict of interest.

The Internal Audit Department conducts audit assignments across the whole of Natixis (parent company, subsidiaries and branches) and covers all classes of risk arising from the various business activities carried out. It has full and unrestricted access to all information, confidential or otherwise. Its field of investigation encompasses all of Natixis' operational activities (including GAPC workout portfolio management activities), its functional departments – notably including entities in charge of permanent control assignments – and its outsourced activities. In all business lines, it carries out in-depth analyses of operations, as well as the front-to-back processes by which operations are carried out. These analyses lead to an assessment of existing control points in processes audited as well as an assessment of risks arising from the relevant activities. They lead to recommendations to strengthen the comprehensiveness and robustness of the mechanisms for controlling or managing the risks audited. These recommendations are ranked by order of priority.

The Internal Audit Department reports are sent to Natixis' Senior Management as well as to the audited units. In addition, Groupe BPCE's General Inspection receives a copy of all internal audit reports issued by Natixis' Internal Audit Department, in accordance with the provisions approved by the CECEI in its decision of November 15, 2007, as well as those set out in the charter of Groupe BPCE's General Inspection.

The Internal Audit Department follows up on recommendations. It conducts follow-up audits and checks, making use of recurrent work in the area carried out by operational departments and permanent control teams.

The work of Natixis' Internal Audit Department is based on an annual Audit Plan drafted jointly with Groupe BPCE's General Inspection and which aims to optimize the allocation of audit resources across the scope covered. It is part of a four-year plan that sets out the intervention frequency and adapts resources to the risks to be controlled.

The Audit Plan may be revised during the year at the request of Senior Management or if required by circumstances.

In addition to conventional audit assignments, the Internal Audit Department is also able to carry out ad hoc audits in order to address issues arising during the year and not initially included in the Audit Plan.

Natixis' annual and multi-year audit plans are approved by its Chief Executive Officer and by BPCE's General Inspection. The Annual Audit Plan is examined by the Audit Committee. In 2013, the Internal Audit Department conducted audit assignments on all risk classes to which Natixis' activities are exposed. It devoted a fairly significant share of its resources to assignments of a regulatory nature, as part of the Basel 2 and Solvency 2 certification process undertaken by Natixis, as well as assignments conducted in Natixis subsidiaries pursuant to audit agreements entered into with them.

Furthermore, several specialist projects involving all Internal Audit staff contributed to the consolidation of Natixis' Audit function. These included in particular:

- the publication of a new version of the audit charter, which was distributed to all staff;
- the enhancement of the Audit function's governance, with reinforced standards and procedures, a stronger operational framework at Natixis' foreign subsidiaries, and a more closely supervised planning process for local audit teams;
- the organization of audit relationships with Natixis' business lines, jointly with BPCE's General Inspection, in order to improve the quality of the permanent controls of activities and thus the knowledge of auditable units;
- a special focus on risk assessment with new procedures (alerts and annual revision) concerning Audit risk mapping common to BPCE's General Inspection and Natixis' Internal Audit, and with a commitment to begin preliminary work with permanent controls aimed at consolidating existing specialized risk maps;
- the automation of the recommendation monitoring system with the implementation of the dedicated Reco! system proposed by BPCE and its roll-out across all Natixis business lines. In 2013, as during the previous reporting periods, special attention was paid to the handling of audit recommendations and particularly the monitoring of priority recommendations;
- the implementation of new data management resources (data manager hired and ACL software acquired).

All of this work was carried out in coordination with BPCE's General Inspection. To this end, nine meetings were held during the year. These meetings provided a forum for addressing issues related to auditing programs and practices (Internal Audit Coordination Committee), as well as topics associated with risk assessment and assignment evaluation (the Risk Assessment Committee instituted in 2011).

3.6.3.4 Coordination of controls

The Control Functions Coordination Committee ("CFCC") is chaired by the Natixis Chief Executive Officer, or his substitute the Corporate Secretary, and comprises the Chief Financial Officer, and the heads of Risk, Compliance and Internal Audit. The head of Compliance acts as the Committee's secretary.

Its role and methods of operation are set out in a charter. It deals with all issues relating to the organization and planning of control services, as well as highlighting areas of emerging or recurring risk within the scope of consolidation and reports any significant dysfunctions observed to the executive body. It also supplies the executive body with updates on ongoing controls performed by internal or external control functions, or by regulators, and ensures that the conclusions from these undertakings are taken into account by the operational business lines.

It may also meet with operational managers when necessary. Five CFCC meetings were held in 2013.

3.6.4 RISK MONITORING AND CONTROL

Consistent with the organization of Groupe BPCE, the second-level permanent control mechanism is organized under the authority of the Compliance function and the Risk function, in accordance with their respective powers. These two functions oversee the proper functioning of the chain of first- and second-level controls.

The Natixis Risk Department is part of the Groupe BPCE mechanism organized into functions, with the relationship between the shareholding central body and its subsidiary Natixis being governed by the Group Risk Charter.

Its scope of action extends to the following risks:

- credit and counterparty risk (including country risk);
- market risk;
- overall interest rate, liquidity and structural foreign-exchange risk;
- operational risk;

and covers all entities consolidated by Natixis.

Natixis' highest-level risk governance authority is the Global Risk Committee, which defines the key elements of risk policy, analyzes the main risks and validates the main risk standards and methods implemented.

The main responsibilities of the Risk Department are to:

- propose a risk policy for Natixis in line with the Company's strategy, and monitor its regular application and updates;
- define methods and standards that make it possible to measure risks and approve risk taking (models, reports, limits, limit authorizations) in compliance with Groupe BPCE's standards;
- provide a second opinion on business-line cases based on workflow and Committees, for which the Risk Department undertakes preparation and supervision and acts as secretary;
- set out supervision and risk monitoring procedures at the individual and consolidated level;
- produce risk reports for the Senior Management Committee, the business lines, BPCE and regulatory authorities.

Finally, it provides information to the Natixis Board of Directors and Audit Committee by providing summary information and one-off analysis.

In accordance with Articles 17 ter and 38 of Regulation 97-02 as amended, alert procedures for serious incidents were introduced with alert thresholds set by type of risk. In 2013, the alert system was used three times: following the placement on the Level 3 Watchlist of an operation in which Natixis holds outstandings of more than €150 million and two regulatory VaR backtesting exceptions exceeding 20%. The requisite information was transmitted to the Risk Management Committee and Autorité de Contrôle Prudentiel et de Résolution.

For more detailed information, see Chapter [4], "Risk Management".

3.6.4.1 Credit and counterparty risk

IDENTIFYING AND ANALYZING CREDIT ISSUANCE RISKS

The Risk Department is responsible for analyzing counterparty credit risk. It conducts this counter-analysis using a formalized credit file for each counterparty and beneficiary group, including all information relevant and useful for decision-making purposes:

- information regarding the client, its business and its environment;
- ratings allocated by rating agencies, sector analysis, country risk and sovereign risk analyses, etc.;
- internal data regarding commitments, collateral and guarantees;
- a summary of all of the credit risks incurred by Natixis and the effects of the proposed transactions on profitability and regulatory ratios.

Credit decisions are made either through limit authorizations granted jointly to business lines and certain members of the Risk Department ("workflow" process) or by the relevant Credit Committees, using counter-analysis. These mandates are set out formally and granted individually by the Chief Executive Officer or by any person whom he authorizes to that end. They are sized according to the counterparty's category and internal credit rating, and the nature and duration of the commitment. Furthermore, these authorizations can be exercised only when the commitment of interest satisfies the different criteria set out in the risk policy of each business line.

CREDIT RISK MEASUREMENT METHODS

The applied credit risk management system has been based on the advanced internal ratings-based approach since 2010.

In addition, Natixis regularly conducts methodological work aimed at assessing the relevance of its credit stress tests.

To date, two types of stress tests have been established:

- macroeconomic stress tests according to scenarios drawn up by Natixis' economic research team;
- stress tests specific to certain Natixis business lines.

A COUNTERPARTY RATINGS

Credit risk management requires a risk rating, an LGD and commitment or transaction monitoring procedures in accordance with Title II of the CRBF Regulation and the French ministerial order of February 20, 2007.

Natixis uses the advanced internal ratings based approach for each counterparty and each commitment for the purposes of managing credit risks (decision-making, monitoring, etc.). In concert with BPCE, it has defined the rating methods applicable to the asset classes held jointly.

B CREDIT RISK MONITORING

Natixis' commitments are measured and monitored on a daily basis using dedicated consolidation systems.

An IT system enables comprehensive consolidation of limits and credit exposures across a scope covering all of Natixis' exposure to credit risk and most of that of its subsidiaries.

The Risk Department provides Senior Management and the bank's business line managers with reports analyzing Natixis' risks: trend analyses, scorecards, stress test results, etc.

C CREDIT RISK SUPERVISION

Credit risk is supervised by making the various business lines accountable, and by various control measures overseen by a dedicated Risk Department team.

As regards limit breaches, the dedicated monthly Committee Meeting analyzes changes in limit breaches using specific indicators (number, total, duration, business lines concerned, etc.), and examines major breaches and monitors their correction.

Cases showing deterioration in the level of risk are identified as they arise and reported immediately to the Risk Department and the business line concerned, in accordance with both the counterparty watch list, specific provisioning and alert procedures.

Quarterly monitoring of watch-listed counterparties and the process for determining specific additions to and reversals of provisions are examined simultaneously. This examination relies on preparatory Committees organized by the Risk Department and the managers of the various business lines within the bank.

D MONITORING OF DOUBTFUL AND DISPUTED LOANS

Specific provisions

The Natixis Watch List and Provisions Committee meets once a quarter and covers all the Bank's business lines. It reviews all doubtful loans under watch that may give rise to provisions or adjustments to existing provisions, and decides on the amount of provisioning necessary.

This Committee is organized by the Risk Department and chaired by the Chief Executive Officer and assembles members of the Senior Management Committee in charge of the business lines, Finance and Risk, the Head of Risk and the heads of the support functions concerned.

Collective provisions

In addition to specific provisions, Natixis also sets aside provisions to cover country risk and sector risk. These collective provisions are based on groups of homogeneous assets and formed according to three criteria:

- ratings for loans to private individuals and professionals;
- sector risk;
- geographic risk for other counterparties (corporate, sovereign, etc.).

The search for objective evidence of impairment is undertaken using analysis and close monitoring of business sectors and countries. When necessary, an expert opinion is sought to refine the results of this review.

Industries and countries subject to provisions are determined based on an analysis performed by the Risk Department as part of special monitoring activities.

3.6.4.2 Market risks

ORGANIZATION OF NATIXIS' MARKET RISK MANAGEMENT SYSTEM

The duties and organization relating to the control of Natixis' market risks are described in the Natixis Market Risk Management Charter, which is approved by Natixis' Global Risk Committee.

The charter defines:

- the principles and system for managing Natixis' market risks;
- the conditions under which market risk limits are examined, allocated and monitored;
- the respective roles of the business-line front offices, the Market Risk Department and the Natixis Market Risk Committee.

Natixis' Market Risk Committee meets twice a month and is chaired by the Chief Executive Officer or his duly appointed delegate, a member of the Senior Management Committee. The Committee Chairman is the only person authorized to rule on all the cases presented.

The Risk Department:

- defines risk measurement and fair value adjustment methods and submits them to the Market Risk Committee for approval;
- suggests limits or examines limit requests (VaR, stress tests, operational limits, loss alerts);
- takes over alert functions for areas at risk relating to the business lines or to Senior Management;
- is responsible for the daily analysis and measurement of risks, daily reporting, and notifying front office and the management of any breaches;
- approves the pricing models (pricers) used by front office management tools.

Procedures specify the operational breakdown of the mechanism described in the Natixis market risk regulation charter. They also describe in detail the limit authorization system as well as the two decision-making levels (front office and risk).

In line with the recommendations of the Lagarde report, the Market Risk Department ensures that each trader is aware of his own limits. Each trader has to send an e-mail confirming his attachment to the desk concerned and agree to their limits. The limit notification procedure has been changed accordingly.

In mid-2009, BPCE granted a guarantee on most of the workout portfolio management assets in Paris and New York. Nevertheless, the Market Risk Department continues to manage risks on all transactions on a standardized and exhaustive basis, whether these transactions are guaranteed or not by BPCE. Overall VaR and stress tests taking into account the effects of this guarantee are produced on a daily basis.

Specific reports by activity are sent to the traders and managers concerned on a daily basis. A global market risk report is also distributed daily to Senior Management, BPCE and front office managers. Finally, specific reports covering the scope of BPCE's guarantee are sent to BPCE daily.

NATIXIS' METHODOLOGY FOR MEASURING MARKET RISKS

The various measurements of market risk used by Natixis are VaR, stressed VaR (SVaR), IRC (Incremental Risk Charge), overall and specific stress tests, qualitative and quantitative operational limits, and loss alerts.

Natixis uses a Monte Carlo simulation of VaR over a 1-day time period and using a confidence interval of 99%.

The calculation methodology is based on an econometric model whose standard deviations are calculated as being the maximum (risk factor by risk factor) standard deviations calculated over 12-month and 3-month rolling periods. This method makes VaR more responsive if the markets become more volatile.

All decisions regarding risks factors are revised annually in Committee Meetings attended by all the parties concerned (Risk Department, Front Office and Results Department, with the objective of ensuring consistency between VaR calculations, results and sensitivities (use of the same risk factors).

Natixis uses VaR, stressed VaR and IRC to calculate capital requirements for market risks over acceptable periods.

Two backtesting exceptions were observed in 2013 relative to regulations. The loss responsible for this exception exceeding VaR by more than 20% was reported to the Audit Committee and the ACPR in connection with the alert thresholds defined under Regulation No. 97–02 (Articles 17 ter and 38).

A series of stress tests covering all portfolios and specific activities per business complete this mechanism. They are calculated daily and have resulted in limits being set for specific stress tests.

3.6.4.3 Overall interest rate, liquidity and structural foreign-exchange risks

GOVERNANCE

The structural balance sheet risks of Natixis are managed and monitored on a consolidated basis under the authority of the Asset/Liability Management Committee (the "ALM Committee"). This Committee is chaired by the Chief Executive Officer, and includes members of the Senior Management Committee in charge of Wholesale Banking's Finance and Risks and Market Solutions, the Head of Risk, the Head of the Single Treasury and Central Bank Collateral Management Pool, the Head of Financial Management and BPCE's Head of Asset/Liability Management. The Committee meets every two months and is mainly responsible for:

- validating the main asset/liability management rules (including those relating to internal liquidity pricing), agreements, indicators and limits (including liquidity budgets allocated to the business lines as part of budgetary procedure) used to monitor, manage and supervise structural balance sheet risks, all within the standard ALM framework set up by BPCE;
- validating the overall refinancing policy in conjunction with BPCE ALM;
- supervising the main balance sheet aggregates and their developments;
- supervising structural balance sheet risks and compliance with limits.

The ALM Committee's monitoring scope includes:

- Natixis' entire scope of consolidation for liquidity risk, excluding insurance subsidiaries that do not present intrinsic liquidity risks and which are monitored and managed in respect of ALM risks;
- Natixis' entire consolidation scope for structural foreign exchange risk;
- the banking portfolios of Natixis and its credit subsidiaries for overall interest rate risk.

Natixis' ALM is based on the following organization:

- the Financial Management division proposes ALM standards to the ALM Committee and executes the Committee's decisions;
- Natixis' contribution to the single treasury and central bank collateral management pool since 2011 is aimed at refinancing all business lines in accordance with the established rules and limits, and executing the decisions of the ALM Committee delegated by the Financial Management division;
- Natixis' Market Risk Department is in charge of monitoring ALM limits. It also performs second-level controls of ALM indicators generated by the Financial Management division and level-three controls of the indicators established by the liquidity management team.

Under this organizational framework:

- the BPCE/Natixis single treasury and central bank collateral management pool, placed under the supervision of BPCE, coordinates the operational management of the Group's refinancing needs in order to secure and optimize access to liquidity for the entire Group and its businesses;
- circulation of cash between both balance sheets is governed by pricing rules and rules on managing conflicts of interest that have been documented and approved by the Group ALM Committee;

- subsidiary and non-subsidiary activities without ALM risk management mandates from the ALM Committee transfer management of their risk to the Treasury through individual matching contracts: the activities involved primarily correspond to Wholesale Banking's financing activities;
- subsidiary and non-subsidiary activities that possess ALM risk management mandates match their net needs with Treasury subject to rules and limits set by the ALM Committee. These comprise the market activities and the activities of the specialized credit subsidiaries, which do not have access to the refinancing market.

OVERALL INTEREST RATE RISK

The vast majority of Natixis' exposure is in euros and US dollars and uses a short-term floating rate. As a result, Natixis' overall interest-rate risk is essentially linear and concerns contractual operations.

The largest positions involve exposures to the short end of yield curves and are notably linked to time-lags between Libor reset dates. This risk is measured in terms of the sensitivity of the economic value of portfolios by percentage point of the yield curve and by currency. It is controlled, for the largest portfolios, through limits confirmed and monitored by the Finance and Risk Department. As regards Treasury, in which most positions are concentrated, this mechanism is rounded out with interest rate and spread stress which are also subject to limits. VaR is measured daily but is not subject to a limit.

LIQUIDITY RISK

Liquidity risk is controlled, managed and monitored as follows:

- supervision of each business line's liquidity consumption: to manage the bank's refinancing needs, liquidity budgets are allocated for each business line as part of the budgetary procedure and approved by the ALM Committee. Consumption is monitored weekly for Wholesale Banking business lines and monthly for other business lines;
- supervision of short-term mismatching, which is measured using liquidity gaps. This indicator is produced daily for a one-year horizon in intervals of one day, based on all of the parent company's transactions, including its US subsidiaries. It is subject to four permanent limits validated by the ALM Committee and monitored daily (overnight market exposure, 60-day, 150-day and 330-day static gaps);
- supervision of medium-term mismatching, which is measured on the basis of liquidity gaps and asset/liability hedging ratios. These ratios, calculated for all currencies combined and for the US dollar, are subject to minimum hedging ratios validated by the ALM Committee. They are monitored monthly;
- simulations of liquidity stress scenarios: the purpose of these scenarios is to measure the Group's ability to continue to respect its commitments and operate in the event of a liquidity crisis. Natixis periodically simulates its contribution to the group's earnings based on different crisis scenarios (systemic, specific, combined, etc.) and different levels of intensity (moderate, strong, extreme, etc.) over one-, two- and three-month periods for which assumptions are set by BPCE;
- refinancing structure: this structure is monitored in order to ensure that our resources are well-diversified in terms of counterparties, market segments and geographic areas for the purpose of keeping concentration risk under control.

STRUCTURAL FOREIGN EXCHANGE RISK

Natixis' structural forex risk for the most part concerns structural positions on the US dollar reflecting the presence of foreign branches and subsidiaries funded in this currency within Natixis' scope of consolidation. Given the existence of weighted risks denominated in currencies other than the euro (in particular the US dollar), the ALM Committee has approved currency purchases to fund long-term investments in order to protect the bank's capital adequacy ratio against changes in the euro-US dollar exchange rate.

3.6.4.4 Operational risks

The Operational Risk Department is responsible for monitoring and controlling risks arising from failures attributable to operating procedures, employees and internal systems or arising from outside events.

The duties and organization related to operational risk are described in the operational risk policies and procedures validated by the Natixis Operational Risk Committee. This document defines:

- the procedures for detecting, analyzing and measuring operational risk:
  - recording incidents,
  - investigating serious incidents,
  - risk mapping,
  - environmental indicators and variables;
- operational risk control procedures:
  - drawing up and monitoring action plans.

The Operational Risk function is rolled out globally on a matrix basis according to activity and location.

The mechanism is managed by Natixis' Operational Risk Committee, a specialized body overseeing operational risks policy. It is the operational extension of the executive body and, as such, possesses its full decision-making power for issues relating to its field of application. This Committee meets quarterly and is chaired by the Chief Executive Officer or his substitute the Chief Finance and Risk Officer, with the Head of the Operational Risk Department acting as secretary.

Business-line Operational Risk Committees are offshoots of Natixis' Operational Risk Committee. They closely manage each business line's operational risk exposure. The Committees are chaired by the Head of the relevant business line with the participation of the Operational Risk Department, which acts as Committee secretary.

Operational Risk function governance has served to accompany change and reorganization in the banking business lines, while also maintaining constant efforts to improve procedures through corrective actions and action plans.

3.6.5 INTERNAL CONTROL PROCEDURES RELATING TO ACCOUNTING AND FINANCIAL INFORMATION

3.6.5.1 Process for preparing consolidated financial statements

The Finance division prepares Natixis' consolidated financial statements using the consolidation tools and databases developed and administered by Natixis. As a listed company, Natixis prepares separate consolidated financial statements, although the sub-group which is the Head of the group, has been included since July 1, 2009, in the BPCE consolidation group formed by the Banque Populaire banks and the Caisses d'Epargne.

The consolidation process is operationally autonomous, but linked with that of BPCE.

The reliability of this process is based on the following core principles:

- definition and dissemination of the accounting principles applicable to Natixis companies, including the analysis and interpretation of new IFRS accounting regulations published during the period;
- use of the direct consolidation method, broadly rolled out throughout the group, allowing for the analysis and control of the consolidation packages of each consolidated company via a formal review process;
- preparation of consolidated financial statements on a quarterly basis. This allows for greater control over financial reporting, thus anticipating significant transactions over the fiscal year;
- reporting and reconciliation of intra-group transactions at M-1 and then at M, where M is the reporting month, thus increasing the number of reconciliations and contributing to the preparation of quarterly statements;
- use of an automated control process for individual information provided by the consolidated entities through the use of consolidation packages that incorporate accuracy and consistency checks, which must be complied with before the data can be transmitted;
- individual analysis of all entries impacting consolidated shareholders' equity and the preparation of supporting documents for taxes, including proof of deferred taxes, for each consolidated entity, thus contributing to the final calculation of consolidated shareholders' equity;
- an audit trail justifying all accounting entries published in the financial statements and their notes based on the individual financial statements of each of the consolidated entities and consolidation entries;
- the establishment of a half-yearly approval file that documents items controlled in reports sent to BPCE;
- data archiving and security procedures;
- provision of support and appropriate training to the accounting teams of those consolidated entities where the consolidation system is rolled out, thus allowing for best practices to be spread within the Company.

Natixis has a system enabling it to:

- produce a local IFRS-compliant reporting package, including, for foreign entities, a reporting period foreign currency conversion feature;
- guarantee the consistency of data relating to the banking and insurance consolidation scopes;
- offer retrieval features that can be used to input data into the various reports;
- enable BPCE to access Natixis data through dedicated interfaces;
- secure the integration process for consolidation packages received from international entities through the implementation of local first-level controls followed by centralized second-level controls.

In order to perfect its overall data collection system, in 2013 Natixis rolled out a new consolidation module used to consolidate the necessary items for the calculation of regulatory capital requirements, and continued the process begun in 2009 aimed at reducing publication times.

3.6.5.2 Management process for internal control of consolidated entities

As part of the regulatory process introduced by the Autorité de Contrôle Prudentiel et de Résolution (CRBF Regulation) concerning the internal control systems of credit institutions, Natixis' Internal Audit Department uses the results of the periodic audits it performs to assess internal control procedures. There is a particular focus on accounting and financial procedures of all consolidated entities, whether or not they have credit institution status.

The fact that most subsidiaries have their own management and control functions means that internal control procedures are decentralized and are tailored to the organization of each of the consolidated entities, relying on a multi-tier accounting control process:

- a first-level control where permanent and local controls in operational business lines are integrated into the operating process and formalized in clearly-defined control programs;
- an intermediate level overseen by each entity's financial or accounting departments where independent controls of operating processes are performed to ensure the reliability and exhaustive nature of the financial statements;
- a final level of control carried out by the Internal Audit Department as part of its regular audits.

Permanent and periodic controls particularly involve conducting and monitoring:

- accuracy and veracity checks, such as the management/financial accounts reconciliation procedures (balance sheet and income statement), clearing of suspense items, and more generally the justification of all accounts;
- consistency checks through analytical review;
- checks for compliance with accounting rules regarding the correct allocation of income and expenses;
- correct processing of specific transactions in line with the relevant principles;
- adjustment of anomalies identified at the time of these controls as well as the corresponding analyses and documentation.

These controls are conducted using the various accounting systems in place throughout Natixis.

For all these systems, Natixis and its subsidiaries continue to upgrade their accounting and financial control procedures and equip themselves with suitable audit trail tools. In this respect, Natixis' Finance Department supervises, assists and monitors the various controls performed by the subsidiaries.

Firstly, as regards the scope of the Natixis entity, Accounting Controls are based on the following fundamental principles:

- separation of the accounting entry and control functions;
- standardization of control processes within the various business lines: methods, tools, reporting and schedules;
- management centralized by the Finance Department and taken up by an independent Accounting Review team;
- ensuring the size of the team is suited to the objectives defined.

The organization of the Accounting and Regulatory Controls function is based on:

- accounting or regulatory production teams, within the business lines or centralized within the Accounting and Ratios Department, that handle all work related to the correct entry of transactions and the implementation of day-to-day controls;
- first-level controls under the hierarchical and/or functional authority of the Accounting and Ratios Department including all monthly and quarterly controls that make the accounts more reliable;
- independent second-level controls under the hierarchical authority of the Accounting and Ratios Department and the functional authority of the Compliance Department. The Regulatory and Accounting Review Department, aside from managing the system, also performs its own controls, including reviewing first-level controls.

The system is based on:

- applying the principles established by the BPCE charter, which specifies the scopes governed by the two-level control processes and stipulates an approach covering supervision of the control teams;
- two kinds of assignments (operational or organizational) to be carried out either as part of closing the accounts or in the form of periodic assignments;
- dedicated tools that allow for the automated reconciliation of account entries and centralization of control results in an internal application;
- formalized documentation, governed by a charter established by Groupe BPCE and specifically containing detailed procedures describing the mechanism's structure as well as a map of controls spelling out the nature, execution frequency and responsibility of the two levels of control.

The 2013 fiscal year was dedicated to:

- keeping a tighter timetable for publishing the financial statements;
- maintaining the previously defined control system based on:
  - real-time control processes that are decentralized within the business lines and centralized period-end controls,
  - continuing to streamline IT systems used by the control system,
- enhancing controls, particularly via a one-off control plan during interim periods;
- continuing to roll out control programs for regulatory and prudential reports;

- furthering actions to coordinate the Review Department's supervision of the Natixis subsidiaries by setting up periodic reviews aimed at supporting the subsidiaries and helping them define control principles and methods that are consistent across their scope;
- continuing to roll out the new financial management application.

Outside France, Natixis continued to overhaul the accounting information system in the US, used by the parent company and rolled out at the US subsidiaries.

The 2014 fiscal year will be mainly dedicated to:

- installing and rolling out the loan management tool in and the accounting system used in Paris throughout Europe (Milan, Madrid and London);
- launching a major project aimed at streamlining the information systems used in the scope of market transactions (FO and BO systems) and rolling out new data input for the accounting tool in this scope;
- continuing initiatives committed to strengthening second-level controls in the accounting, tax and regulatory areas;
- implementing the governance bodies setup in 2013 both in France and abroad on a permanent basis, in line with the Review representatives at the subsidiaries and as part of the coordination of the Review function.

3.6.5.3 External controls

In addition to the control procedures followed by the financial departments responsible for preparing individual or consolidated accounts, the quality of accounting controls is verified by:

- ad hoc audit assignments conducted by BPCE's General Inspection and Natixis' Internal Audit Department;
- audits required by the Autorité de Contrôle Prudentiel et de Résolution (ACPR) in its role as banking regulator; audits conducted by Statutory Auditors;
- this work is carried out by three firms working in a uniform manner each quarter on most of the entities falling within Natixis' scope of consolidation and whose opinions rely, in particular, on compliance with Natixis policies and the effectiveness of local internal control procedures.

3.7 Statutory Auditors' report on the report of the Chairman of the Board of Directors

STATUTORY AUDITORS' REPORT ON THE REPORT BY THE CHAIRMAN OF THE BOARD OF DIRECTORS, PREPARED IN ACCORDANCE WITH ARTICLE L. 225-235 OF THE FRENCH COMMERCIAL CODE

Year ended December 31, 2013

To the Shareholders,

In our capacity as the Statutory Auditors of Natixis, and in accordance with Article L. 225-235 of the French Commercial Code, we hereby report on the report prepared by the Chairman of your Company in accordance with Article L. 225-37 of the French Commercial Code for the year ended December 31, 2013.

It is the Chairman's responsibility to prepare, and submit to the Board of Directors for approval, a report on the internal control and risk management procedures implemented by the Company and containing the other disclosures required by Article L. 225-37 of the French Commercial Code, particularly in terms of corporate governance.

It is our responsibility:

- to report to you on the information contained in the Chairman's report on the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information; and
- to certify that this report contains the other disclosures required by Article L. 225-37 of the French Commercial Code, it being specified that we are not responsible for verifying the fairness of these disclosures.

We conducted our work in accordance with the professional standards applicable in France.

INFORMATION REGARDING THE INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES RELATING TO THE PREPARATION AND PROCESSING OF THE ACCOUNTING AND FINANCIAL INFORMATION

Professional standards require that we implement procedures aimed at assessing the fairness of the information provided in the Chairman's report regarding internal control and risk management procedures in respect of the preparation and processing of the accounting and financial information. These procedures primarily consisted in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information on which the information presented in the Chairman's report is based, and the existing documentation;
- obtaining an understanding of the work involved in the preparation of this information and the existing documentation;
- determining whether any significant weaknesses in the internal control procedures relating to the preparation and processing of the accounting and financial information that we may have noted during the course of our assignment are properly disclosed in the Chairman's report.

On the basis of our work, we have no matters to report on the information provided regarding the company's internal control and risk management procedures relating to the preparation and processing of the accounting and financial information contained in the report prepared by the Chairman of the Board of Directors in accordance with article L. 225-37 of the French Commercial Code.

OTHER DISCLOSURES

We certify that the Chairman's report includes the other disclosures required by Article L. 225-37 of the French Commercial Code.

French original signed in Neuilly-sur-Seine and Paris-La-Défense, on March 14, 2014 by

The Statutory Auditors

DELOITTE & ASSOCIÉS	MAZARS	KPMG Audit Division of KPMG SA
José-Luis GARCIA Jean-Marc MICKELER	Michel BARBET-MASSIN Emmanuel DOOSEMAN	Jean-François DANDÉ

4

Risk management

4 RISK MANAGEMENT

** The information provided in the following sections is an integral part of the financial statements certified by the Statutory Auditors.*

Natixis operates in an environment that presents inherent risks, some of which it cannot control. Certain risks to which Natixis is exposed are identified below, with the caveat that it is not an exhaustive list of all risks taken by Natixis in relation to its business or in consideration of its environment. The risks set out below, as well as other risks that have not yet been identified or are currently considered immaterial by Natixis, may have a material adverse impact on its operations, financial position and/or results.

This chapter addresses the kind of risk factors to which Natixis may be exposed, their scale and the impact that these risks could have on the results and assets of Natixis, as well as the systems implemented to manage them.

In addition to the general risks related to the macroeconomic environment or to the links with BPCE, the following risks are discussed:

- credit risk (including country risk): risk of loss related to counterparty bankruptcy leading to its inability to honor its contractual obligations to Natixis;
- market risk: risk of loss related to any fluctuation in market parameters (interest rates, foreign exchange rates, commodities prices, etc.);
- operational risk: risk of loss resulting primarily from the inadequacies or failure of the processes, systems or people responsible for processing transactions;
- structural balance sheet risk: risk of loss related to fluctuations in interest rates (overall interest-rate risk) or foreign exchange rates, or the risk of lacking the resources needed to meet commitments (liquidity risk).

This discussion is then supplemented by setting out the main insurance policies taken out by Natixis, the legal proceedings currently in progress and the risks related to insurance activities.

In accordance with the Financial Stability Board recommendations, Natixis' sensitive exposures are described in detail at the end of this Chapter [4.7].

4.1. Risk factors

4.1.1 RISKS RELATED TO THE MACROECONOMIC ENVIRONMENT AND THE FINANCIAL CRISIS

Adverse market or economic conditions and increased regulatory requirements may cause a decrease in the net revenues, profitability and financial position of Natixis

Natixis' businesses are sensitive to changes in the financial markets and more generally to economic conditions in France, Europe and the rest of the world.

During 2013, the economic environment in which Natixis operates was marked by a continuing fragile economy in the euro zone and a persistently modest rebound in global growth during the second half of the year. Despite a few signs of improvement, large risks continued to weigh on global growth, mainly due to the lack of a true recovery in global trade, which could lead to major disruptions both in terms of credit and market volatility. Furthermore, the return of systemic risk could also impact the bank's refinancing conditions and the liquidity of the financial assets it holds.

In addition to this persistently uncertain economic context, financial and banking markets were adversely affected by other significant events, often of a political nature, such as the US shutdown which lasted close to three weeks in October, the downgrading of France's credit rating, the formation of a new government in Italy, the crisis in Cyprus and political tensions in the Middle East and North Africa, and fears of an economic slowdown in China.

Given the uncertainty of the global economic outlook for the short and medium term, further widespread economic deterioration in Europe, especially in France, could also have negative repercussions on provisions for risks and the deterioration of Natixis' solvency.

In the event of a strong global economic recovery and runaway inflation, or of a specific political event, central banks could decide at any time, with or without prior consultation, to change their monetary policy and adjust their liquidity policy, which could cause liquidity to suddenly dry up in these markets and in the economy at large. Against this backdrop, such developments could have a negative impact on the environment in which financial institutions operate and, as a result, have an adverse impact on Natixis' financial position and results.

Governments (including governments of countries where Natixis entities are established) have responded to the financial crisis by adopting, or are currently in the process of submitting to Parliament, a certain number of regulatory measures implementing major changes to the existing framework (Basel 3 (CRD4), Solvency 2, Dodd-Frank Wall Street Reform and Consumer Protection Act, Foreign Account Tax Compliance Act, European Market Infrastructure Regulation (EMIR), MiFID 2, French banking reforms, European banking union etc.). The analysis and interpretation of these measures, which arise from diverse sources, may generate new pressures for Natixis in its efforts to comply with all of the new regulations.

The implementation and observation of these measures could result in:

- an increase in capital and liquidity requirements;
- a structural increase in funding costs;
- an increase in some of Natixis' costs (compliance costs, restructuring, etc.);
- a change in tax laws in Natixis' countries of operation.

The scale and impact of these measures (in particular those still being examined or not yet finalized) on the situation of financial markets in general, and Natixis in particular, are still difficult to precisely determine at this point.

In addition, a certain number of exceptional measures taken by governments (support measures), central banks (lowering of key interest rates, unlimited VLTRO liquidity transactions, and the OMT unlimited sovereign debt purchase program) and regulators to remedy the financial crisis, stabilize the financial markets and support financial institutions have recently been, or soon could be, suspended or stopped, which given the uncertainty regarding growth could have an adverse impact on the business conditions of financial institutions.

4.1.2 RISKS RELATED TO THE LINKS WITH BPCE

Natixis' principal shareholder has a significant influence on certain corporate actions

BPCE, Natixis' principal shareholder, held 71.84% of its capital (and 71.96% of its voting rights) at December 31, 2013. Consequently, BPCE is in a position to exercise significant influence over the appointment of Natixis' corporate officers and executive managers, and on any other corporate decisions requiring shareholder approval. BPCE's interests in relation to these decisions may differ from those of other Natixis shareholders.

Natixis' risk management policies and procedures are subject to the approval and control of BPCE

As the central body, BPCE is required to ensure that all of Groupe BPCE – to which Natixis belongs – complies with regulations in force governing the banking sector in France in areas such as regulatory capital adequacy and risk management requirements. As a result, BPCE has been vested with significant rights of approval over important aspects of Natixis' risk management policies. In particular, BPCE has the power to approve the appointment or removal of Natixis' Head of Risks, as well as certain aspects of risk management such as the approval of credit limits and the classification of loans granted to joint Natixis-Groupe BCPE customers as doubtful loans. For further information about the risk management policies and procedures at Natixis, please refer to section [3.6.4] "Chairman's report on internal control procedures". BPCE's interests (on behalf of Groupe BPCE) concerning risk management may differ from those of Natixis.

Natixis refinances through BPCE

Since the inception of BPCE, Natixis' medium-to-long-term funding requirements have been met by Groupe BPCE through BPCE S.A. In the event market conditions deteriorate in the future, BPCE, which obtains financing on the international debt markets, among other sources, may have difficulty issuing debt instruments under reasonable terms and conditions.

4.1.3 RISKS RELATING TO NATIXIS' OPERATIONS AND THE BANKING SECTOR

Natixis is exposed to several categories of risk inherent to banking operations

There are five main categories of risk (credit risk, market, liquidity and financing risk, operational risk and insurance risk) inherent to Natixis' operations, which are summarized below and described more fully in sections [4.2.5 to 4.3, and 4.6] of this chapter and in section [3.6.4] of the "Chairman's report on Internal Control" (the "Chairman's report"), concerning, notably, the scale and the impact that these risks could have on the results and assets of Natixis, as well as the organization and control of these risks.

In a fragile global economic environment and with weak visibility on financial markets, Natixis' risk profile remains on the whole limited and targeted in terms of credit and market risks as well as liquidity risks.

Natixis maintained a cautious risk policy over the year focused on targeted customer support.

Market risks were mainly carried by the bond activity, in particular as part of Natixis' role as SVT (Spécialiste en Valeurs du Trésor - Government bond primary dealer). Financial market liquidity benefited from the accommodative monetary policies of central banks in developed economies and from their commitments to maintain key interest rates at very low levels. The exception was the US Federal Reserve's tapering announcement (decreasing the purchase of securities) which triggered relatively high interest rate volatility but had no significant impact on Natixis' exposure.

Natixis has incurred significant losses in recent years, and may continue to post losses on its portfolio of assets impacted by the financial crisis (GAPC – workout portfolio – assets). As the GAPC credit portfolio has continued to decrease as a result of disposals and 85% of it is still covered by the guarantee granted by BPCE, described in Chapter [1] of this registration document, this risk is now associated with a lower volume of assets. For further information on the workout portfolio and its assets, refer to section [1.5] "GAPC".

CREDIT RISK (FOR FURTHER DETAILS, PLEASE REFER TO SECTION [4.2.5.3] OF CHAPTER [4] AND SECTION [3.6.4] OF CHAPTER [3]).

MARKET RISK (FOR FURTHER DETAILS, PLEASE REFER TO SECTIONS [4.2.5.4] AND [3.6.4]).

OVERALL INTEREST RATE RISK, LIQUIDITY AND STRUCTURAL FOREIGN EXCHANGE RISK (FOR FURTHER DETAILS, PLEASE REFER TO SECTIONS [4.3] AND [3.6.4]).

OPERATIONAL RISKS (FOR FURTHER DETAILS, PLEASE REFER TO SECTIONS [4.2.5.5] AND [3.6.4]).

INSURANCE RISK (FOR FURTHER DETAILS, PLEASE REFER TO SECTION [4.6]).

4.1.4 OTHER RISKS

New strategy

Following on from the "New Deal" strategic plan, Natixis launched its new 2014-2017 strategic plan entitled "New Frontier" in November 2013. Guidelines for "New Frontier" are in line with Groupe BPCE's plan. This new strategy aims to develop value-added customer solutions, step up the bank's international expansion, create an Insurance division for the group's needs and continue to identify synergies among the three core business lines and the networks of Caisses d'Epargne and Banque Populaire banks.

While Natixis believes that these strategic directions provide a number of opportunities, it will continue to face uncertainties given the current state of the global economy, and there is no guarantee the targets of this new strategy will be reached.

If Natixis decided to dispose of certain operations, the selling price could turn out to be lower than expected and Natixis might continue to bear significant risks stemming from these operations as a result of liability guarantees or indemnities that it might have to grant to the buyers.

Natixis' ability to attract and retain qualified employees is critical to the success of its business and any failure to do so may significantly affect its performance

Natixis' employees are one of its most important resources and there is intense competition to attract qualified employees in many areas of the financial services industry. Natixis' results depend on its ability to attract new employees and to retain and motivate its existing employees.

Future events may differ from those reflected in the assumptions used by management in the preparation of Natixis' financial statements, which may cause unexpected losses in the future

Pursuant to the IFRS standards and interpretations currently in force, Natixis is required to use certain estimates in the preparation of its financial statements, including accounting estimates to determine provisions relating to loans and doubtful debts, provisions relating to possible litigation, and the fair value of certain assets and liabilities. If the values used for these items by Natixis should prove to be significantly inaccurate, particularly in the event of significant and/or unexpected market trends, or if the methods by which they are determined should be changed under future IFRS standards or interpretations, Natixis may be exposed to unexpected losses.

Natixis may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns

A market downturn is liable to cause a decline in the volume of transactions that Natixis executes for its customers and as a market maker, leading in turn to a decline in its net revenues from these operations. In addition, as management fees that Natixis charges its customers are in many cases based on the value or performance of the portfolios, any market downturn that reduces the value of these portfolios or increases the amount of redemptions would reduce the revenues Natixis receives from its Asset Management and Private Banking businesses.

Independent of market changes, any under-performance of Natixis' Asset Management business may result in a decline in assets under management (in particular, as a result of redemptions of mutual funds) as well as fees, premiums and other portfolio management income received by Natixis.

Despite the risk management policies, procedures and methods in place, Natixis may be exposed to unidentified or unanticipated risks likely to give rise to significant losses

Natixis' risk management policies and procedures may not be effective in limiting its exposure to all types of market environments or all types of risk, including risks that Natixis has not been able to identify or anticipate. Furthermore, the risk management procedures and policies used by Natixis cannot guarantee risk reductions in all market configurations. These procedures may not be effective against certain risks, particularly those that Natixis has not previously identified or anticipated. Some of Natixis' qualitative tools and metrics used to manage risk are based on its use of observed historical market behavior. Natixis uses tools to analyze these observations, notably statistically, to quantify its risk exposure. The tools and metrics used may provide erroneous conclusions as to future risk exposures, notably because of factors that Natixis has not anticipated or correctly assessed in its statistical models, or because of unexpected and unprecedented market trends. This would limit Natixis' ability to manage its risks. The losses borne by Natixis could prove to be significantly greater than those forecast in light of historical averages. In addition, Natixis' quantitative models do not incorporate all risks. Certain risks are subject to a more qualitative analysis that could prove insufficient and thus expose it to significant and unanticipated losses. In addition, while no material issue has been identified to date, the risk management systems are subject to the risk of operational failure, including fraud. *(Please refer to section [4.2.5.5] "Risk management" for a more detailed presentation of the policies, procedures and methods used by Natixis to identify, monitor and manage its risks).*

The hedging strategies implemented by Natixis do not eliminate all risk of loss

Natixis could suffer losses if any of the various instruments and hedging strategies that it uses to hedge the various types of risk to which it is exposed prove ineffective. Many of these strategies are based on observation of historical market behavior and historical correlation analysis. For example, if Natixis holds a long position in an asset, it could hedge the risk by taking a short position in another asset whose change in the past has allowed it to offset the change in the long position. In some cases, Natixis may only be partially hedged, or these strategies may not fully hedge future risks or effectively reduce risk in all market configurations, or may even cause an increase in risks. Any unexpected change in the market can also reduce the effectiveness of these hedging strategies. In addition, the manner in which gains and losses resulting from certain ineffective hedges are recorded may increase the volatility of Natixis' reported earnings.

Natixis may encounter difficulties in identifying, executing and integrating its policy in relation to acquisitions or joint ventures

Natixis may consider external growth or partnership opportunities from time to time. Even though Natixis performs in-depth reviews of companies that it plans to acquire or joint ventures it plans to carry out, it is generally not feasible for these reviews to be comprehensive in all respects. As a result, Natixis may have to assume liabilities unforeseen initially. Similarly, the results of the acquired company or joint venture may prove disappointing and the expected synergies may not be realized in whole or in part, or the transaction may even give rise to higher-than-expected costs. Natixis may also encounter difficulties in consolidating a new entity. The failure of an announced external growth operation or the failure to consolidate the new entity or joint venture is likely to materially affect Natixis' profitability. This situation could also lead to the departure of key employees. Insofar as Natixis may feel compelled to offer its employees financial incentives in order to retain them, this situation could also result in increased costs and an erosion of profitability. In the case of joint ventures, Natixis is subject to additional risks and uncertainties in that it may be dependent on, and subject to liability, losses or reputational damage relating to systems, controls and personnel that are not under its control. In addition, conflicts or disagreements between Natixis and its joint venture partners may negatively impact the benefits sought by the joint venture.

Intense competition, both in Natixis' home market of France, its largest market, and internationally, could adversely affect Natixis' net revenues and profitability

Competition is intense in all of Natixis' primary business areas in France and in other areas of the world where it has significant operations. Consolidation, both in the form of mergers and acquisitions and through alliances and cooperation, is increasing competition. Consolidation has created a number of firms that, like Natixis, have the ability to offer a wide range of products and services. Natixis competes with other entities on the basis of a number of factors, including transaction execution, products and services offered, innovation, reputation and price. If Natixis is unable to maintain its competitiveness in France or in its other major markets with attractive and profitable product and service offerings, it may lose market share in important areas of its business or incur losses on some or all of its operations. In addition, downturns in the global economy or in the economy of Natixis' major markets are likely to increase competitive pressure, notably through increased price pressure and lower business volumes for Natixis and its competitors. More competitive new competitors could also enter the market, subject to separate or more flexible regulation, or other requirements relating to prudential ratios. These new market participants may therefore be able to offer more competitive products and services. Technological advances and the growth of e-commerce have made it possible for non-deposit taking institutions to offer products and services that traditionally were banking products, and for financial institutions and other companies to provide electronic and Internet-based financial solutions, including electronic securities trading. These new players may exert downward price pressure on Natixis' products and services or may affect Natixis' market share.

The financial soundness and behavior of other financial institutions and market participants could have an adverse impact on Natixis

Natixis' ability to carry out its operations could be affected by the financial soundness of other financial institutions and market participants. Financial institutions are closely interconnected as a result, notably, of their trading, clearing, counterparty and financing operations. The default of a sector participant, or even simple rumors or questions concerning one or more financial institutions or the finance industry more generally, have led to a widespread contraction in liquidity in the market and in the future could lead to additional losses or defaults. Natixis is exposed to several financial counterparties such as investment service providers, commercial or investment banks, mutual funds and hedge funds, as well as other institutional clients, with which it conducts transactions in the usual manner, thus exposing Natixis to a risk of insolvency if a group of Natixis' counterparties or customers should fail to meet their commitments. This risk would be aggravated if the assets held as collateral by Natixis were unable to be sold or if their price was unable to cover all of Natixis' exposure relating to loans or derivatives in default.

In addition, fraud or misappropriations committed by financial sector participants may have a significant adverse impact on financial institutions as a result, notably, of interconnections between institutions operating in the financial markets.

The losses that could result from the above-mentioned risks could have a significant bearing on Natixis' results.

An extended market decline may reduce the liquidity of assets and make it more difficult to sell them. Such a situation could give rise to significant losses

In some of Natixis' businesses, a prolonged fall in asset prices could threaten the level of activity or reduce liquidity in the market concerned. This situation would expose Natixis to significant losses if it was unable to rapidly close out its potentially loss-making positions. This is particularly true in relation to assets that are intrinsically illiquid. Certain assets that are not traded on a stock exchange or on a regulated market, such as derivatives traded between banks, are generally valued using models rather than market prices. Given the difficulty in monitoring changes in prices of these assets, Natixis could suffer unforeseen losses.

4.2 Pillar III

4.2.1 BASEL 2 REGULATORY FRAMEWORK

Regulatory monitoring of bank capital was introduced by the Basel Committee on Banking Supervision (Basel 2) in 1988 and is based on three pillars that form an indivisible whole:

4.2.1.1 Pillar I

Pillar I sets minimum capital requirements. It aims to ensure that banking institutions hold sufficient capital to provide a minimum level of coverage for their credit risk, market risk, and operational risk. To calculate their capital requirement, financial institutions may use standardized methods or, with the prior approval of the Autorité de Contrôle Prudentiel et de Résolution (ACPR - French Prudential Supervisory Authority), their own internal models.

4.2.1.2 Pillar II

Pillar II establishes a process of prudential supervision that complements and strengthens Pillar I.

It consists of:

- analysis by the bank of all of its risks, including those already covered by Pillar I;
- calculation by the bank of the amount of economic capital it needs to cover these risks;
- comparison by the banking supervisor of its own analysis of the bank's risk profile with the analysis conducted by the bank, to inform its choice of prudential measures, which may take the form of capital requirements exceeding the minimum requirements or any other appropriate technique.

Accordingly, Natixis has strengthened its supervision system by adopting risk policies for the Bank's main businesses/sectors. These risk policies define the credit and market risk budgets in particular.

In particular, Natixis' operations are subject to a system of country limits that regulates the geographic diversification of activities. This system, which has been in place for several years for emerging countries, was expanded to include developed countries in 2011.

Macroeconomic stress scenarios are also regularly simulated across the portfolio to examine their effects on the Bank's capital adequacy.

4.2.1.3 Pillar III

Pillar III is concerned with establishing market discipline through a series of reporting requirements. These requirements – both qualitative and quantitative – are intended to improve financial transparency in the assessment of risk exposure, risk assessment procedures and capital adequacy.

4.2.2 PRUDENTIAL CONSOLIDATION SCOPE

Natixis is subject to consolidated regulatory reporting to the Autorité de Contrôle Prudentiel et de Résolution (ACPR). To this end, Pillar III disclosures are prepared on a consolidated basis.

The prudential consolidation scope is established on the basis of the statutory consolidation scope. The main difference between these two scopes lies in the consolidation method for insurance companies, which are accounted for by the equity method under the prudential scope, regardless of the statutory consolidation method.

The following insurance companies are accounted for by the equity method under the prudential consolidation scope:

- Coface (insurance activities);
- Natixis Assurances;
- Compagnie Européenne de Garanties et de Cautions.

The entity EDF Investment group is proportionally consolidated in accordance with the level of economic interest, i.e. 4.5%.

CFDI is the only Natixis subsidiary subject to management ratios (solvency, large exposures, monitoring of shareholdings) on an individual basis. Natixis S.A. and other French subsidiaries having the status of credit institutions are exempt from compliance with these requirements on an individual basis, by authorization of the ACPR.

4.2.3 SOLVENCY RATIO

The French decree dated February 20, 2007 (amended by the decrees dated October 19, 2007, September 11, 2008, October 29, 2009, August 25, 2010 and December 13, 2010) is France's version of the European CRD (Capital Requirements Directive), which implemented the Basel 2 reform. It sets out the "regulatory capital requirements applicable to banks and investment companies". It was amended by the French decree dated November 23, 2011 transposing the CRD3 Directive, which introduced new provisions (Basel 2.5) for calculating requirements in respect of market risk and securitization.

The European CRD4 Directive and the European CRR Regulation were published in the Official Journal of the European Union on June 26, 2013. These texts integrate into European law the international Basel 3 reform (December 2010) which sets out, in particular, new bank solvency and liquidity risk supervision requirements:

- the directive (CRD4) covers the existing framework governing access to banking activities and practice of banking operations, the definition of competent authorities, the scope of prudential supervision, etc. It also covers new areas, specifically with regards to capital buffers, remunerations and transparency. This directive will be transposed into French law;
- the regulation (CRR) covers matters pertaining to capital, liquidity, the leverage ratio, large exposures and counterparty credit risks: this single rule book applies directly to member state institutions.

In addition, the EBA (European Banking Authority) is mandated to define technical regulatory or implementation standards, as well as the guidelines for implementing CRD4 and CRR. Lastly, some options will be left to the discretion of the local supervisory authorities.

These new rules only took effect as of January 1, 2014, and the drafting of all the technical standards has yet to be finalized. Natixis was nevertheless able to estimate what its Core Tier 1 solvency ratio would be according to its understanding of the available texts (both in progress and finalized).

In accordance with the decree of February 20, 2007, credit risk exposure can be measured using two approaches:

- the "standardized" approach, based on external credit ratings and specific risk weightings according to Basel categories of exposure;
- the "internal ratings based" (IRB) approach based on the financial institution's internal ratings system, which consists of two categories:
  - the Foundation IRB approach, for which banks use only their probability of default estimates,
  - the Advanced IRB approach, for which banks use all their internal risk component estimates: probability of default, loss given default, exposure at default and maturity.

4.2.4 COMPOSITION OF CAPITAL

Regulatory capital is determined in accordance with CRBF Regulation No. 90-02 of February 23, 1990 relating to capital and is therefore divided into three categories: Tier 1 capital, Tier 2 capital and Tier 3 capital. Deductions are made from these categories relative to consolidated prudential data, which in the case of capital are identical to consolidated accounting data.

Eligibility for the different categories is defined according to decreasing degrees of solidity and stability, duration and degree of subordination.

4.2.4.1 Tier 1 capital

CORE CAPITAL AND DEDUCTIONS

- Share capital;
- Reserves, including revaluation reserves, and unrealized or deferred gains or losses.

  Unrealized capital gains or losses on available-for-sale financial assets are recorded in equity and restated as follows:
  - for capital instruments, net unrealized capital gains are deducted from Tier 1 capital net of the amount of tax already deducted. Of these pre-tax gains, 45% is included in Tier 2 capital. Net unrealized capital losses are not restated,
  - unrealized capital gains or losses recorded directly in equity due to a cash flow hedge are eliminated,
  - for other financial instruments, including debt instruments or loans and receivables, unrealized capital gains or losses are also eliminated,
  - impairment losses on any available-for-sale assets recognized in the income statement are not restated;
- Issue or merger premiums;
- Retained earnings;
- Net income (group share), after deducting an estimated portion of this income for cash-settled dividends.

The following deductions are made:

- treasury shares held and stated at their carrying value;
- intangible assets, including set-up costs and goodwill;
- unrealized capital gains and losses due to perceived own credit risk.

OTHER TIER 1 CAPITAL

Minority interests include shares of minority interests in stakes held by Natixis.

HYBRID SECURITIES

These comprise innovative or non-innovative equity instruments, with progressive remuneration for innovative equity instruments. They are subject to limits as to the total of Tier 1 capital.

CORE TIER 1 CAPITAL

Core Tier 1 capital is defined as Basel 2 Tier 1 capital after deducting Tier 1-eligible hybrid securities.

4.2.4.2 Tier 2 capital

- Capital resulting from the issue of subordinated securities or loans (perpetual subordinated securities);
- Capital subject to the conditions of Article 4d of CRBF Regulation No. 90-02 of February 23, 1990 pertaining to capital (redeemable subordinated securities);
- Capital instruments: 45% of pre-tax net unrealized capital gains recognized as Tier 2 capital;
- Positive difference between the sum of value adjustments and portfolio-assessed impairment and projected losses calculated using internal ratings-based approaches.

4.2.4.3 Tier 3 capital

Tier 3 capital comprises subordinated debt with a maturity of over five years that is only used to hedge market risk. Natixis is not affected by these instruments.

4.2.4.4 Deductions

Deductions include:

- financial investments representing more than 10% of the share capital of a credit institution or investment firm, as well as subordinated loans and any other item constituting capital;
- securitization positions with a rating of less than BB- or unrated;
- total projected losses for equity exposure;
- positive difference between projected losses calculated using internal ratings-based approaches and the sum of value adjustments and portfolio-assessed impairment relating to the exposures in question.

50% are deducted from Tier 1 capital and 50% from Tier 2 capital.

Since December 31, 2010 and in accordance with the Autorité de Contrôle Prudentiel et de Résolution (ACPR), Natixis' investments in the Caisses d'Epargne and Banque Populaire banks, in the form of cooperative investment certificates (CCIs), were no longer deducted from capital but were included in risk-weighted assets. These investments were sold during 2013. For further details on CCIs, see section [1.4.4] "Presentation of Natixis - Major contracts".

4.2.4.5 Regulatory capital and ratios

SHARE CAPITAL

Registered share capital amounted to €4,960,472,304 at December 31, 2013 (i.e. 3,100,295,190 shares with a par value of €1.60) versus €4,937,943,670.40 at December 31, 2012. This increase is attributable to a capital increase reserved for employees.

REGULATORY CAPITAL AND CAPITAL ADEQUACY RATIO

The prudential consolidation scope is defined in section [4.2.2].

Basel 2.5 regulatory capital is structured as follows (all data after impact of the guarantee granted by BPCE):

(in billions of euros)	12.31.2013	12.31.2012	Change
Shareholders' equity	17.9	19.5	(1.6)
Restatements, o/w:			
■ Dividend forecast	(0.5)	(0.3)	(0.2)
■ Reclassification of hybrids and fair value filtering	(1.4)	(1.8)	0.4
■ Goodwill and intangible assets	(3.1)	(3.6)	0.5
■ Issuer spread and DVA	(0.1)	(0.2)	0.1
■ Other prudential restatements	(0.4)	0.7	(1.1)
Securitizations deducted from Tier 1 capital	(0.2)	(0.2)	0.1
Other deductions	(0.3)	(0.4)	0.1
Core Tier 1 capital	**11.9**	**13.6**	**(1.7)**
Hybrids	1.4	1.8	(0.4)
Basel 2.5 Tier 1 capital	**13.3**	**15.5**	**(2.1)**
Tier 2 capital	2.5	3.5	(1.0)
Securitizations deducted from Tier 2 capital	(0.2)	(0.2)	0.1
Other deductions	(0.3)	(0.4)	0.1
TOTAL CAPITAL	**15.4**	**18.3**	**(3.0)**

Core Tier 1 capital totaled €11.9 billion at December 31, 2013, down €1.7 billion over the year.

The decrease in shareholders' equity group share, to €17.9 billion, can primarily be attributed to the payout of the dividend in respect of fiscal year 2012 (-€0.31 billion) and the exceptional dividend of €2.0 billion following the sale of the CCIs. Also contributing to this decrease was the impact of the redemption by Natixis, in the first half of 2013, of some DSNs for -€0.30 billion, in addition to the change in accounting method relative to IAS 19 on employee benefits for a total after tax of -€0.13 billion. These items were partially offset by the incorporation of net income for the year (+€0.88 billion) and the impact of recycling the unrealized capital losses carried by the CCIs to the income statement at the date of their deconsolidation (+€0.72 billion).

Core Tier 1 capital includes a provision for the payout of 2013 cash dividends of €0.5 billion (i.e. €0.16 per share). It also covered the loss of minority interests following the deconsolidation of BP Développement (-€0.5 billion) as well as the increased deduction in respect of positive equity-method differences for the insurance subsidiaries (-€0.5 billion). These unfavorable effects were partially offset by the elimination of certain prudential restatements on CCIs (+€0.6 billion) in connection with the disposal and the reduction of deducted securitizations (+€0.1 billion). The other prudential restatements and deductions did not vary significantly.

The main reason for the reduction in Tier 1 capital, other than the above items, was the redemption of DSNs for -€0.3 billion.

Tier 2 capital came down, due mainly to the impact of the early redemption of certain TSN issues (-€0.7 billion) and regulatory amortization of lines nearing maturity. The other prudential restatements and deductions did not vary significantly.

Risk-weighted assets are calculated in accordance with the French decree of February 20, 2007 as amended on October 19, 2007, September 11, 2008, October 29, 2009, August 25, 2010, December 29, 2010 and November 23, 2011, relating to regulatory capital requirements applicable to banks implementing the Basel 2 and Basel 2.5 (CRD3) reforms.

Risk-weighted assets amounted to €101.2 billion after the guarantee granted by BPCE (€2.9 billion, down €3.7 billion compared to December 31, 2012), and fell by €24.5 billion over the year.

(in billions of euros)	12.31.2013	12.31.2012	Change
Credit risks	75.9	83.9	(8.0)
CCIs (net)		16.5	(16.5)
Market risks	14.6	14.8	(0.2)
Operational risks	10.6	10.5	0.1
TOTAL RISK-WEIGHTED ASSETS	**101.2**	**125.7**	**(24.5)**

Excluding the impact of the sale of CCIs, the decrease in credit risks (-€8.0 billion) over the year was primarily due to the following factors:

- a decrease in outstandings (-€5.4 billion) due in large part to an exposure reduction strategy and the decrease in the prudential value of investments in insurance companies;
- refinement of methodologies applied to incorporate guarantees received, (-€1.9 billion);
- the deconsolidation of BP Développement (-€1 billion).

Market risks were stable overall.

Operational risks increased by €0.1 billion due to the replacement of the reference indicator for fiscal year 2010 with that of fiscal year 2013 (standard practice is to calculate operational risk using the average indicator for the previous three years).

Risk-weighted assets under Basel 2.5 for Natixis' main business lines can be broken down as follows:

(in billions of euros)	Basel 2.5 RWA at 12.31.2013			
Division	**Total**	**Credit**	**Market**	**Operational**
Wholesale Banking	61.3	43.2	12.5	5.6
Specialized Financial Services	14.5	12.5	-	2.0
Investment Solutions	11.3	8.5	-	2.8
Financial Investments	9.0	8.5	0.0	0.5
Corporate Center	2.9	2.0	1.1	(0.2)
GAPC	2.2	1.2	1.0	-
TOTAL	**101.2**	**75.9**	**14.6**	**10.6**

The Core Tier 1 ratio rose from 10.9% at December 31, 2012 to 11.8% at December 31, 2013, while the Tier 1 ratio came to 13.2% at December 31, 2013 versus 12.3% at December 31, 2012.

Capital requirements under Basel 2.5 can be broken down by type of risk approach and Basel asset class:

(in millions of euros)	12.31.2013	12.31.2012
Regulatory capital requirements	**8,093**	**10,053**
Regulatory capital requirements for credit risk, counterparty risk and dilution risk	**6,072**	**8,029**
Credit risk – standard approach	**926**	**1,039**
Central administrations and central banks	1	
Banks	90	89
Businesses	363	398
Retail customers	185	199
Equities	4	55
Assets other than credit obligations	270	276
Of which present value of residual exposure at default on financial leases	13	11
Securitization positions	13	22
Credit risk – Internal ratings-based approach	**5,146**	**6,990**
Central administrations and central banks	20	12
Banks	509	573
Businesses	3,231	3,520
Retail customers	24	20
Equities	1,240	2,736
Securitization positions	85	108
Assets other than credit obligations	37	21
Regulatory capital requirements for market and settlement risks	**1,169**	**1,182**
Market risk – standard approach	539	616
Market risk – Internal model approach	630	566
Regulatory capital requirements for operational risk	**852**	**842**

Basel 3 approach - CRD4

Based on our understanding of the CRR-CRD4 rules as published on June 26, 2013 (including the Danish compromise for eligible entities - without phase-in except deferred tax assets on tax loss carryforwards), the following changes in Core Equity Tier 1 (CET1) and Basel 3 risk-weighted assets were recorded during the fiscal year:

(in billions of euros)	12.31.2013 Basel 3 (estimated)	12.31.2012 Basel 3 (estimated)	Change Basel 3
CORE TIER 1 CAPITAL	**12.5**	**13.4**	**(0.9)**
Credit risks	94.1	103.5	(9.3)
CCIs		16.5	(16.5)
Market risks	15.3	14.8	0.5
Operational risks	10.6	10.5	0.1
TOTAL RISK-WEIGHTED ASSETS	**120.1**	**145.3**	**(25.2)**

The main factors behind these changes are identical to those identified on the corresponding indicators established under Basel 2.5 (*see above*).

Consequently, Basel 3 Core Equity Tier 1 rose from 9.2% at December 31, 2012 (pro forma of the disposal of CCIs) to 10.4% at December 31, 2013.

ECONOMIC CAPITAL

Economic capital requirements are calculated to cover four risk areas: credit, market (trading, ALM, investment portfolios, Private Equity, etc.) operational and business.

Economic capital requirements are compared with regulatory capital requirements and equity that would be available to Natixis in the event of a crisis.

OTHER REGULATORY RATIOS

The regulation governing liquidity risk took effect on June 30, 2010 (French decree dated May 5, 2009). The liquidity ratio is designed to ensure that liquid assets with maturities of less than one month are greater than or equal to liabilities falling due within the same period. It is defined as the ratio between cash/cash-equivalents and liabilities falling due in less than one month.

This ratio is calculated on a parent company (non-consolidated) basis and according to regulations must be above 100%. Natixis' ratio was 143% at December 31, 2013.

The regulation on controlling large exposures was revised on December 31, 2010 (CRBF Regulation No. 93-05 as amended by the decree of August 25, 2010). It aims to prevent an excessive concentration of risks for sets of counterparties that are related in such a way that if one encountered financial problems, the others would also be likely to have funding or repayment problems. The regulation is underpinned by an obligation to be respected at all times: all risks associated with a single counterparty cannot exceed 25% of the bank's capital. Natixis complied with this regulation in 2013, except for one day due to a technical incident that had no ultimate impact.

4.2.5 RISK MANAGEMENT

4.2.5.1 Natixis' general risk management system

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Natixis' general risk management system is managed in accordance with banking regulations and governance guidelines laid down by its central shareholder, BPCE.

It uses three levels of coordinated controls:

- internal controls are carried out by operational or functional departments under the supervision of their management: business lines are responsible for the risks they incur in their transactions, until their maturity. Depending on the precise situation and activities, first-level controls are conducted either by personnel themselves or by an ad hoc body, such as a middle office or an accounting control department, or, where appropriate, by both acting together;
- second-level controls (within the meaning of Article 6-a of CRBF Regulation No. 97-02) are carried out by dedicated bodies acting independently from operational departments;
- third-level controls, also known as periodic controls, are carried out by the Internal Audit Department.

The control system is structured into global functions integrated into those defined by BPCE.

The Risk and Compliance Departments carry out permanent controls. The control system comes under the overall supervision of the Chief Executive Officer and Board of Directors of Natixis. The Board is assisted in its duties by the Audit Committee.

4.2.5.2 Natixis' Risk Department

(Data certified by the Statutory Auditors in accordance with IFRS 7)

The Risk function is highly integrated, has short decision-making channels, and cross-business ties via dedicated teams, notably the Consolidated Risk Department, which adopts a comprehensive approach to risks. A Service and Investment Solutions Risk Department coordinates the function and is in charge of the Heads of Risk in the two divisions.

The Risk function's operating methods and procedures are described in the Risk function charter.

The Risk Department recommends risk policies consistent with those of Groupe BPCE to Senior Management for approval.

Similarly, it makes proposals to the executive body concerning principles and rules in the following areas:

- risk acceptance procedures;
- limit authorizations;
- risk assessment;
- risk supervision.

It plays an essential role in the structure of Committees, the highest-level Committee being Natixis' Global Risk Committee.

It participates in the ALM Committee, which is steered and organized by the Financial Management Department.

Lastly, it reports regularly on its work, submitting its analyses and findings to Natixis' executive and decision-making bodies, and to Groupe BPCE. A risk consolidation team generates an overview through the use of scorecards that report on risks and risk management.

To fulfill these responsibilities, the Risk Department uses an IT system tailored to the activities of Natixis' core business lines and which applies the department's modeling and quantification methods for each type of risk.

4.2.5.3 Credit risk (including country risk)

DESCRIPTION

Credit risk is the risk of financial loss on Natixis' loans due to a debtor's inability to honor its contractual obligations. The assessment of the probability of a debtor's inability to repay and projected recovery in this event are key factors in the measurement of credit quality. The debtor may be a bank, an industrial or a commercial company, a sovereign State and its various entities, an investment fund, or a natural person. Credit risk increases in periods of economic uncertainty, insofar as such conditions may lead to a higher rate of default.

Credit risk affects lending operations as well as other operations exposing Natixis to the risk of counterparty default, notably its trading operations in financial instruments on capital markets and its settlement-delivery operations. For instance, a default by a bank could directly and significantly affect Natixis through its trading positions and relations with said bank. Credit risk also exists in Natixis' credit insurance and factoring businesses, although the risk lies with the default of the debtor's customers rather than the default of the debtor itself.

Country risk is the risk that economic, financial, political or social conditions in a foreign country will affect Natixis' financial interests.

TARGETS AND POLICIES

Risk policies are tailored to each sector and activity according to their development targets and cover the large majority of Natixis' portfolio.

Individual credit risk is managed within a particular framework constituted by these risk policies, country limits and rules of diversification per unit of risk.

GENERAL PRINCIPLES GOVERNING APPROVAL AND MANAGEMENT OF CREDIT RISK

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Natixis' credit risk measurement and management procedures are based on:

- a standardized risk-taking process, structured via a system of limit authorizations and decision-making Committees;
- independent analyses carried out by the Risk Department during the loan approval review process;
- rating tools and methodologies providing standardized and tailored assessments of counterparty risk, thereby making it possible to evaluate the probability of default within one year and loss given default;
- information systems that give an overview of outstanding loans and credit limits.

RISK MEASUREMENT AND INTERNAL RATINGS

(Data certified by the Statutory Auditors in accordance with IFRS 7)

The internal rating system is an integral part of Natixis' credit risk monitoring and control mechanism. It covers all the methods, processes, tools and controls used to evaluate credit risk. It takes into account fundamental parameters, including one-year counterparty default probability, which is expressed as a rating, and loss given default (LGD), which is expressed as a percentage.

Pursuant to regulatory requirements, all counterparties in the banking book and the related exposures must have an internal rating where they:

- carry a loan or are assigned a credit limit;
- guarantee a loan;
- issue securities used as collateral for a loan.

The mechanism is based on:

- internal rating methodologies specific to the various Basel asset classes and consistent with Natixis' risk profile;
- an IT system used for managing the successive stages of the rating process, from initiation of the process to validation and logging of the complete process;
- procedures and controls that place internal ratings at the heart of the risk-management system, from transaction origination to ex-post analysis of defaulting counterparties and the losses incurred on the relevant loans;
- periodic reviews of rating methodologies, the method of calculating LGD and underlying risk parameters.

With respect to country risk, the system is based on sovereign ratings and country ratings which cap ratings that can be given to non-sovereign counterparties. These ratings are reviewed annually, or more often if necessary.

Since September 30, 2010 Natixis has used internal rating methods specific to the different asset classes approved by the Autorité de Contrôle Prudentiel et de résolution (ACPR - French Prudential Supervisory Authority), and that use the advanced internal ratings-based method (IRBA) to rate corporate, sovereign, banking, specialized lending and some categories of consumer finance exposures.

Ratings are established on the basis of two approaches, namely statistical approaches and expert appraisals.

Back-testing and performance-monitoring programs are also used at least once a year to ensure the quality and reliability of LGD estimates and rating models and LGD grids or default probability scales (Corporate, Banks, Sovereign and LGD Secured). They include a detailed analysis based on a range of indicators, e.g. differences in terms of severity and migration compared with agency ratings, observed defaults and losses and changes in ratings prior to default, and the performance measurements of LGD models, based on the quantitative analysis of historical data and supplemented by qualitative analysis.

Natixis checks whether default probability scales are consistent with actual default rates in its portfolio. Statistics and the results of these checks are reviewed by Oversight Committees in charge of monitoring and imposing corrective measures or adjustments wherever necessary, such as the enrichment or redefinition of models, or the modification of reference samples.

In addition to quantitative work on models, Natixis has introduced standards and procedures and periodic controls undertaken at different levels within the Bank so as to ensure the quality of ratings and LGDs. As part of its oversight function, the Risk Department makes sure the rules and commitments underpinning the Bank's IRBA approval are respected, and also ensures the proper operation of the tools and processes used and the quality and consistency of data. It also coordinates training and provides support to Bank employees.

CREDIT RISK REDUCTION TECHNIQUES

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Natixis uses a number of credit risk reduction techniques including netting agreements, personal guarantees, asset guarantees or the use of credit-default swaps (CDS) for hedging purposes.

The principles used for identifying, measuring and managing credit risk hedging instruments are determined by the recommendations of the Basel Committee accord. The decision on whether a guarantee's risk-reducing effects make it eligible to be included in risk-exposure calculations is made on a case-by-case basis. Checkpoints are provided for throughout the process. They cover the approval of the transaction, the monitoring of credit risk exposure and the calculation of the resulting capital requirements (predominantly calculated according to IRBA since September 30, 2010).

Collateral and netting agreements give rise to:

- an analysis undertaken when loan applications are approved or reviewed, assessing the suitability of the instrument or guarantee provided and the associated improvement in risk quality;
- verification, processing and documentation based on the use of standard contracts or contracts approved by the Legal Department;
- registration and monitoring procedures covering risk administration and management systems.

Similarly, providers of sureties (via signature guarantees or CDS) are examined, rated and monitored, as with debtors.

Natixis may take steps to reduce commitments in order to lower concentration risk by counterparty, sector and geographic area. Concentration risk is rounded out with an analysis, based on stress test methodologies (migration of ratings according to macroeconomic scenarios).

Natixis buys credit-default swaps and enters into synthetic securitization transactions in order to reduce all or part of the credit risk exposure attached to some assets by transferring the risk to the market. CDS-protected loans remain on Natixis' balance sheet, but bear the counterparty risk attached to the credit-default sellers, which are generally OECD banks. Transactions with non-bank third parties are fully collateralized in cash.

These transactions are subject to decision-making and monitoring procedures that apply to derivative transactions.

COMMITMENT MONITORING PROCEDURES

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Credit risk is supervised by making the various business lines accountable, and by various control measures overseen by a dedicated Risk Department team.

The business lines carry out day-to-day counterparty risk monitoring and the Risk Department conducts second-level controls. Each month, the Risk Department submits an overview of its monitoring activities to Senior Management and the Audit Committee.

Natixis manages the risks associated with securitization positions through two mechanisms. The first involves the daily identification of all rating declines affecting the Group's securitization positions as well as the associated potential risks and, if necessary, deciding on an appropriate course of action. The second is underpinned by a quantitative (ratings, valuations) and qualitative analysis of securitization positions for the purpose of segmenting the portfolio on the basis of risk levels. The results of these analyses are written up and discussed in a quarterly presentation at the meeting of the Group's Watch List and Provisions Committee.

Periodic reviews of sector-based risk policies help to ensure that the risk budgets allocated by the Global Risk Committee chaired by the Chief Executive Officer are observed.

The limits governing country exposure (country caps) are examined at least once a year and approved by the Global Risk Committee in light of the countries' ratings and situations. Where there has been a significant change in a country, an analysis is presented to the Credit Risk Committee in order to adapt the monitoring and procedures relative to the country in question.

Moreover, the Credit Committee's decisions regarding transactions with a significant exposure in terms of the total amount, country situation or type of the transaction under review are based on an analysis of country risk.

The monthly Limit Breach Committee analyzes breaches of predefined limits using specific indicators (number, total, duration, business lines concerned, etc.), examines significant breaches and monitors their correction.

Loans showing a deterioration in the level of risk are identified as they occur and are reported immediately to the Risk Department and the business line concerned, in accordance with the counterparty watch list, individual provision and alert procedures.

They are then considered for the watch list, a decision which falls upon the Risk Department or the competent Credit Committee depending on the level of exposure.

Wholesale Banking risks are monitored by the Restructuring and Special Affairs Department (DRAS), which intervenes in difficult cases where necessary. The Litigation Department handles collections of loans in litigation.

Impact of stress scenarios

The Risk Department has introduced stress test scenarios based on:

- macroeconomic assumptions in the form of four stress scenarios applicable to all stress scopes: a reference scenario and three crisis scenarios; these are drawn up by Economic Research in association with the Risk Department;
- specific business line scenarios to take into account risks that would not have been covered by the macroeconomic scenarios.

This stress testing is regularly applied to the Natixis consolidation scope to evaluate the risk generated in the event of an adverse trend in economic and financial data. The results are presented regularly to the Global Risk Committee which also validates the selected scenarios.

The scenarios, as well as the models and methods selected to assess their impact, are documented and this documentation is reviewed at each update.

Monitoring of doubtful and disputed loans and impairment mechanism

(Data certified by the Statutory Auditors in accordance with IFRS 7)

INDIVIDUAL IMPAIRMENTS

The Natixis Watch List and Provisions Committee meets once a quarter and covers all the Bank's business lines (Wholesale Banking, Investment Solutions and SFS). It reviews all doubtful loans under watch that may give rise to provisions or adjustments to existing provisions, and decides on the amount of provisioning necessary.

This Committee is organized by the Risk Department and chaired by the Chief Executive Officer and assembles members of the Senior Management Committee in charge of the business lines, Finance and Risk, the Head of Risk and the heads of the relevant support functions.

It draws on a structure of preparatory Committees that are jointly steered by the Risk Department and each of the bank's business lines.

COLLECTIVE IMPAIRMENTS

Natixis also sets aside provisions to cover country risk and sector risk *(see Note 5.3 to the consolidated financial statements presented in section [5.2] Consolidated financial statements)*. These provisions are created on the basis of:

- ratings for loans to private individuals and professionals;
- sector risk;
- geographic risk for other counterparties (corporate entities, sovereigns, etc.).

For the latter, the search for objective evidence of impairment is undertaken through analysis and close monitoring of business sectors and countries. Such evidence typically arises from a combination of micro or macroeconomic factors specific to the industry or country in question. When necessary, an expert opinion is sought to refine the results of this review.

CREDIT RISK EXPOSURE

Exposure at risk by category of exposure and average exposure at risk over the period

The tables below show exposure to credit risk according to Basel 2 regulations (decree of February 20, 2007), which is defined as EAD (Exposure at Default).

The transition from book outstandings (consolidated scope) to gross exposure and risk exposure in the prudential credit risk scope includes the following main operations:

- exclusion of exposure classified in the trading scope;
- inclusion of netting agreements on market transactions;
- restatement of factoring positions to take into account exposure to the risk of default and a exposure in risk dilution;
- application of a credit-equivalent conversion factor on financing and guarantee commitments.

(Data certified by the Statutory Auditors in accordance with IFRS 7)

(in millions of euros)	Gross exposure	Exposure at risk		
Category of exposure	**December 2013**	**December 2013**	**2013 average [a]**	**December 2012**
Corporate	**146,447**	**116,058**	**115,657**	**115,186**
Other exposure recorded in the corporate entities category	121,404	92,738	90,445	88,417
Specialized Financing	18,780	17,433	19,225	20,729
SMEs recorded in the corporate entities category	6,263	5,887	5,988	6,039
Banks	**114,468**	**111,781**	**110,074**	**95,623**
Banks and investment firms	113,228	110,666	108,984	94,651
Other banks	1,240	1,115	1,090	972
Other assets	**4,599**	**4,599**	**5,400**	**5,883**
Securitizations	**7,769**	**7,755**	**9,357**	**12,284**
Retail customers	**14,519**	**4,825**	**4,835**	**4,823**
SMEs recorded in the retail customer category	1,991	1,905	1,910	1,841
Other exposure recorded in the retail customer category	12,529	2,920	2,925	2,982
Sovereigns	**51,320**	**51,276**	**48,096**	**44,088**
Central administrations and central banks	51,320	51,276	48,096	44,088
Equities	**5,038**	**5,038**	**7,521**	**10,775**
TOTAL	**344,161**	**301,332**	**300,940**	**288,662**

(a) Average exposure at risk represents the average of the four quarter-end figures (these data are not audited).

Geographic breakdown of exposure at risk

(After deducting other assets and generic counterparties)

(Data certified by the Statutory Auditors in accordance with IFRS 7)

(% breakdown) Geographic area	Exposure at risk 12.31.2013	12.31.2012
France	51.2%	57.5%
Europe	19.0%	20.9%
North America	21.2%	13.6%
Others	8.5%	8.1%
TOTAL	**100%**	**100%**

French and Europe counterparties account for 70.2% of Natixis' exposure.

Breakdown of exposure at risk by category of exposure for the main geographic areas

(After deducting other assets and generic counterparties)

(Data certified by the Statutory Auditors in accordance with IFRS 7)

(% breakdown) Category of exposure	Basel asset class	France	Europe	North America	Other	12.31.2013	12.31.2012
	Other exposure recorded in the corporate entities category	13.4%	7.6%	3.9%	4.1%	29.1%	29.0%
	Specialized Financing	1.6%	2.2%	1.1%	1.4%	6.2%	7.8%
Corporate	SMEs recorded in the corporate entities category	1.7%	0.2%	0.0%	0.2%	2.1%	2.3%
Total corporate entities		**16.7%**	**10.0%**	**5.0%**	**5.7%**	**37.4%**	**39.1%**
	Other banks	0.3%	0.1%	0.0%	0.0%	0.4%	0.4%
Banks	Banks and investment firms	28.3%	6.8%	2.6%	1.6%	39.2%	35.5%
Total banks		**28.6%**	**6.9%**	**2.6%**	**1.6%**	**39.6%**	**35.9%**
Sovereigns	Central administrations and central banks	3.8%	1.1%	12.5%	1.0%	18.3%	16.7%
	Other exposure recorded in the retail customer category	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Retail customers	SMEs recorded in the retail customer category	0.5%	0.0%	0.0%	0.0%	0.5%	0.5%
Total retail customers		**0.5%**	**0.0%**	**0.0%**	**0.0%**	**0.5%**	**0.6%**
Securitizations		**0.6%**	**1.0%**	**1.1%**	**0.2%**	**2.8%**	**4.6%**
Equities		**1.0%**	**0.1%**	**0.1%**	**0.1%**	**1.3%**	**3.2%**
TOTAL 12.31.2013		**51.2%**	**19.0%**	**21.2%**	**8.5%**	**100.0%**	
TOTAL 12.31.2012		**57.5%**	**20.9%**	**13.6%**	**8.1%**		**100.0%**

Breakdown of exposure at risk by business sector

(After deducting other assets and generic counterparties)

(Data certified by the Statutory Auditors in accordance with IFRS 7)

(% breakdown) **Business sector**	**12.31.2013**	**12.31.2012**
Finance [a]	47.1%	45.6%
Administrations	17.8%	16.0%
Real estate	4.2%	4.6%
Securitizations	3.4%	4.7%
Oil/gas	3.4%	2.6%
Transportation	2.6%	2.9%
International trade, commodities	2.3%	2.1%
Retail	2.1%	2.3%
Holding companies and conglomerates	2.0%	2.8%
Electricity	1.9%	2.3%
Base industries	1.5%	1.8%
Food	1.2%	1.1%
Utilities	1.2%	1.0%
Automotive	1.2%	0.9%
Consumer goods	1.0%	1.1%
Mechanical and electrical engineering	1.0%	1.2%
Construction	1.0%	1.2%
Services	0.8%	1.5%
Media	0.7%	0.9%
Other	0.7%	0.6%
Tourism, hotels and leisure	0.7%	0.7%
Pharmaceuticals/healthcare	0.6%	0.7%
Telecommunications	0.6%	0.6%
Aerospace/Defense	0.3%	0.4%
Technology	0.3%	0.4%
TOTAL	**100.0%**	**100.0%**

(a) Of which 26% in exposure to Groupe BPCE, versus 23% at end-2012.

Breakdown of exposure at risk by residual maturity and category of exposure

(Breakdown of exposure at risk with the exception of other assets that do not represent a credit obligation, equities or securitization positions)

(in millions of euros) Category of exposure	Basel asset class	Exposure at risk at 12.31.2013 Residual maturities Maturity 3 months	Maturity 1 year	Maturity 2 years	Maturity 5 years	Maturity > 5 years	Total 12.31.2013	Total 12.31.2012
Corporate	Other exposure recorded in the corporate entities category	23,817	17,748	10,273	27,761	13,140	92,738	88,417
	Specialized Financing	791	1,727	1,531	5,405	7,978	17,433	20,729
	SMEs recorded in the corporate entities category	279	457	392	1,987	2,771	5,887	6,039
Total corporate entities		**24,887**	**19,932**	**12,197**	**35,153**	**23,889**	**116,058**	**115,186**
Banks	Other banks	10	64	30	253	758	1,115	972
	Banks and investment firms	35,984	35,351	5,736	12,876	20,719	110,666	94,651
Total banks		**35,994**	**35,414**	**5,767**	**13,129**	**21,477**	**111,781**	**95,623**
Sovereigns	Central administrations and central banks	43,144	1,614	623	1,527	4,367	51,276	44,088
Total sovereigns		**43,144**	**1,614**	**623**	**1,527**	**4,367**	**51,276**	**44,088**
Retail customers	Other exposure recorded in the retail customer category	247	2,033	50	216	374	2,920	2,982
	SMEs recorded in the retail customer category	396	58	147	817	487	1,905	1,841
Total retail customers		**644**	**2,091**	**197**	**1,033**	**861**	**4,825**	**4,823**
TOTAL 12.31.2013		**104,669**	**59,052**	**18,783**	**50,841**	**50,595**	**283,940**	**-**
TOTAL 12.31.2012		**86,441**	**48,013**	**19,076**	**54,275**	**51,916**		**259,720**

Exposure at risk by category of exposure and by approach as at December 31, 2013

The standard approach is used for European subsidiaries, retail asset class exposures and real-estate leasing.

(in millions of euros) Category of exposure	Exposure at risk			Total
	IRBA approach	IBRF approach	Standard approach	
Corporate	**92,047**	**15,933**	**8,079**	**116,058**
Other exposure recorded in the corporate entities category	71,860	15,345	5,534	92,738
Specialized Financing	17,385	48	-	17,433
SMEs recorded in the corporate entities category	2,802	540	2,545	5,887
Banks	**107,330**	**1,745**	**2,706**	**111,781**
Banks and investment firms	107,330	1,745	1,591	110,666
Other banks	-	-	1,115	1,115
Other assets	**560**	**56**	**3,983**	**4,599**
Securitizations	**5,568**		**2,187**	**7,755**
Excluding 1,250% Securitization	5,202		2,187	7,389
1,250% Securitization	366		-	366
Retail customers	**1,336**	-	**3,489**	**4,825**
SMEs recorded in the retail customer category	869	-	1,036	1,905
Other exposure recorded in the retail customer category	467	-	2,453	2,920
Sovereigns	**49,137**	**371**	**1,768**	**51,276**
Central administrations and central banks	49,137	371	1,768	51,276
Equities	-	**5,007**	**31**	**5,038**
TOTAL 12.31.2013	**255,976**	**23,112**	**22,243**	**301,332**
TOTAL 12.31.2012	**232,848**	**29,612**	**26,202**	**288,662**

Exposure at risk by rating (S&P equivalent) for IRB asset classes

(Data certified by the Statutory Auditors in accordance with IFRS 7)

The following table shows the breakdown of exposure at risk by internal rating (S&P equivalent) for asset classes measured using the IRB approach, after excluding:

- exposure to equities (calculated using a simple weighting approach);
- pool-based exposure (acquired portfolios);
- securitization positions;
- generic counterparties.

		% Breakdown	
Grade	**Internal rating**	**12.31.2013**	**12.31.2012 [(a)]**
Investment Grade	AAA	0.3%	1.9%
	AA+	24.5%	20.8%
	AA	1.4%	1.1%
	AA-	5.0%	7.7%
	A+	12.4%	9.7%
	A	7.6%	8.2%
	A-	6.9%	8.4%
	BBB+	6.9%	5.7%
	BBB	7.6%	8.1%
	BBB-	7.7%	7.4%
Investment Grade		**80.3%**	**79.1%**
Non-Investment Grade	BB+	4.2%	4.6%
	BB	4.5%	4.3%
	BB-	2.7%	2.8%
	B+	1.6%	1.9%
	B	1.1%	1.6%
	B-	0.7%	0.6%
	CCC+	0.0%	0.2%
	CCC	0.1%	0.1%
	CCC-	0.0%	0.0%
	CC	0.0%	0.0%
	C	0.1%	0.0%
Non-Investment Grade		**15.0%**	**16.2%**
Not rated	**Not rated**	**2.0%**	**1.9%**
Default	**D**	**2.7%**	**2.9%**
TOTAL		**100.0%**	**100.0%**

(a) After reclassification of US and FR central bank exposures from AA- to AA+ for better alignment with the external ratings of these banks (change to notional allocation principle: Level 1 internal rating, or an S&P equivalent ranging from AAA to AA- with an allocation to AA-).

Breakdown of IRBA credit risk exposure by category of exposure and internal rating

The tables below present the breakdown by rating of gross exposures and drawn and undrawn commitments, as well as the weighted average credit conversion factors (CCF), exposure at risk and risk-weighted assets.

Having received ACPR authorization, Natixis has applied internal credit conversion factors to IRBA-approved entities since December 31, 2012.

The tables also present average loss given default (LGD's) and average risk weighting.

Averages are weighted by exposure at risk.

These tables exclude generic and non-rated counterparties, including affiliates.

(in millions of euros) Category of exposure	Rating	Gross exposure	On-balance sheet exposure	Off-balance sheet exposure	Average CCF of off-balance sheet commitments	Exposure at risk	Risk-weighted assets	Average LGD	Average risk-weighting [1]	Projected losses
Sovereigns	AAA / AA-	47,328	43,368	3,961	100%	47,328	-	7%	0%	-
	A+	2	2	-	-	2	0	35%	6%	0
	A / A-	1,154	194	960	100%	1,154	17	26%	1%	0
	BBB+ / BBB-	252	172	79	100%	252	23	24%	9%	0
	BB+ / BB-	350	309	41	24%	319	48	47%	15%	0
	B+ / CC	31	31	-	-	31	105	57%	338%	4
	C	-	-	-	-	-	-	-	-	-
	D	51	51	-	-	51	-	104%	-	51
Sub-total Sovereigns		**49,168**	**44,127**	**5,040**	**99%**	**49,137**	**193**	**8%**	**0%**	**56**
Banks	AAA / AA-	3,409	1,345	2,065	97%	3,355	120	27%	4%	0
	A+	14,629	2,378	12,250	100%	13,697	204	39%	1%	0
	A / A-	11,789	2,915	8,874	96%	11,423	1,484	24%	13%	2
	BBB+ / BBB-	5,250	1,552	3,698	89%	4,831	2,401	37%	50%	7
	BB+ / BB-	650	349	301	68%	554	599	45%	108%	3
	B+ / CC-	172	63	109	26%	92	258	93%	282%	3
	C	-	-	-	-	-	-	-	-	-
	D	324	324	0	100%	324	-	83%	-	183
Sub-total Banks		**36,224**	**8,926**	**27,298**	**96%**	**34,276**	**5,066**	**33%**	**15%**	**199**
Businesses	AAA / AA-	8,130	3,627	4,504	71%	6,815	333	24%	5%	0
	A+	9,666	2,486	7,180	71%	7,610	773	34%	10%	1
	A / A-	17,341	3,707	13,634	53%	10,920	1,810	30%	17%	3
	BBB+ / BBB-	41,852	20,215	21,637	58%	32,804	11,618	27%	35%	34
	BB+ / BB-	21,232	12,355	8,877	65%	18,086	10,547	24%	58%	64
	B+ / CC-	6,852	4,181	2,671	56%	5,680	4,726	24%	83%	77
	C	87	71	15	86%	85	139	29%	164%	8
	D	4,442	4,200	242	63%	4,353	1,545	42%	35%	1,527
Subtotal Corporate Entities		**109,602**	**50,842**	**58,760**	**60%**	**86,353**	**31,491**	**28%**	**36%**	**1,713**
TOTAL		**194,994**	**103,896**	**91,098**	**-**	**169,766**	**36,750**	**-**	**-**	**1,968**

(1) *Average risk weighting.*

(in millions of euros) Category of exposure	Rating	Gross exposure	On-balance sheet exposure	Off-balance sheet exposure	Average CCF of off-balance sheet commitments	Exposure at risk	Risk-weighted assets	Average LGD	Average risk-weighting	Projected losses
Retail customers	AAA / AA-	168	19	149	41%	80	5	33%	7%	0
	A+	14	6	8	49%	10	2	33%	15%	0
	A / A-	49	1	48	39%	19	3	33%	17%	0
	BBB+ / BBB-	246	216	31	64%	235	56	25%	24%	1
	BB+ / BB-	150	147	2	119%	150	47	22%	31%	1
	B+ / CC-	219	208	11	38%	212	114	24%	54%	10
	C	2	2	-	-	2	1	19%	30%	0
	D	133	133	0	-	133	63	45%	47%	90
TOTAL RETAIL CUSTOMERS		**981**	**731**	**249**	**44%**	**842**	**290**	**28%**	**34%**	**104**

The table covering retail customer exposure includes generic counterparties, enabling Natixis to model Natixis Financement customers.

AVERAGE OBSERVED WEIGHTING BY INTERNAL RATING (S&P EQUIVALENT) FOR IRB ASSET CLASSES

Breakdown by internal rating (S&P equivalent) for asset classes subject to the IRB approach, after excluding:

- exposure to equities (calculated using a simple weighting approach);
- pool-based exposure (acquired portfolios);
- securitization positions;
- generic counterparties.

Grade	Internal rating	Average risk-weighting 12.31.2013	Average risk-weighting 12.31.2012 (a)
Investment Grade	AAA	2.5%	2.0%
	AA+	0.1%	0.1%
	AA	6.1%	7.8%
	AA-	2.8%	4.4%
	A+	5.0%	6.2%
	A	11.1%	12.5%
	A-	17.6%	18.8%
	BBB+	28.6%	30.8%
	BBB	36.6%	38.5%
	BBB-	45.2%	46.3%
Investment Grade		**13.9%**	**15.2%**
Non-Investment Grade	BB+	58.6%	58.5%
	BB	57.6%	66.7%
	BB-	63.7%	80.5%
	B+	72.7%	89.7%
	B	87.0%	73.3%
	B-	124.3%	112.0%
	CCC+	54.8%	117.6%
	CCC	186.3%	340.6%
	CCC-	124.7%	137.0%
	CC	53.8%	157.4%
	C	167.7%	117.6%
Non-Investment Grade		**67.0%**	**74.7%**
Not rated	**Not rated**	**97.0%**	**124.3%**
Default	**D**	**31.5%**	**36.5%**
TOTAL		**24.0%**	**27.5%**

(a) After reclassification of US and FR central bank exposures from AA- to AA+ for better alignment with the external ratings of these banks (change to notional allocation principle: level 1 internal rating, or an S&P equivalent ranging from AAA to AA- with an allocation to AA-).

Presentation of Natixis Financement outstandings according to the IRBA retail method.

For each transaction, the risk-weighting is calculated (i) on the basis of the counterparty's internal rating (probability of default), (ii) depending on whether the exposure is senior or subordinated, on the type of assets received as collateral (percentage of loss given default), (iii) the type of off-balance sheet commitments (credit conversion factor), (iv) the LGD and (v) the maturity.

Capital market counterparty risk exposure

Gross fair value of contracts/exposure at risk/notional amount of credit derivative transactions.

IMPACT OF RISK-REDUCTION TECHNIQUES ON DERIVATIVES OTHER THAN CREDIT DERIVATIVES (DATA AS AT DECEMBER 31, 2013)

(in millions of euros) Type of contract	Notional amount	Gross positive replacement cost	Net positive replacement cost	Potential credit risk	Credit risk equivalent before collateral	Credit risk equivalent after collateral	Collateral received
Interest rate derivatives	5,537,629	89,909	9,037	9,473	24,246	18,510	5,736
Foreign exchange derivatives	846,717	13,296	2,313	4,161	7,966	6,473	1,493
Equity derivatives	71,686	3,793	1,614	1,908	3,566	3,522	44
Commodity derivatives	11,558	598	57	341	398	398	0
Metals derivatives	803	13	5	24	30	29	1

IMPACT OF RISK-REDUCTION TECHNIQUES ON CREDIT DERIVATIVES (DATA AS AT DECEMBER 31, 2013)

(in millions of euros) Buy/sell	Trading Book Notional Amount	Gross positive replacement cost	Net positive replacement cost [(a)]	Potential credit risk	Credit risk equivalent before collateral	Credit risk equivalent after collateral	Collateral received	Contracts including margin calls
Buy	87,026	1,164	29	1,396	2,907	1,425	1,482	68,528
Sell	81,348	1,202	6	1,446	2,056	1,452	604	74,586

(a) After applying netting agreements.

COUNTERPARTY EXPOSURE AT RISK ON DERIVATIVE AND REPURCHASE TRANSACTIONS

(in millions of euros) Type of exposure	Category of exposure	Exposure at risk 12.31.2013	12.31.2012
Derivatives	**Corporate**	**8,579**	**9,139**
	Other exposure recorded in the corporate entities category	7,747	8,132
	Specialized Financing	790	925
	SMEs recorded in the corporate entities category	41	83
	Banks	**22,993**	**26,467**
	Banks and investment firms	22,567	25,970
	Other banks	427	497
	Sovereigns	**2,869**	**3,610**
	Central administrations and central banks	2,869	3,610
	Retail customers	**12**	**35**
	SMEs recorded in the retail customer category	2	
	Other exposure recorded in the retail customer category	10	35
	Securitizations	**1,544**	**2,795**
TOTAL		**35,997**	**42,047**
Repos	**Corporate**	**4,005**	**2,905**
	SMEs recorded in the corporate entities category	0	0
	Other exposure recorded in the corporate entities category	4,005	2,905
	Bank	**8,135**	**9,310**
	Banks and investment firms	8,135	9,310
	Other banks	0	0
	Sovereigns	**1,567**	**749**
	Central administrations and central banks	1,567	749
TOTAL		**13,706**	**12,964**

EXPOSURES COVERED BY PERSONAL COLLATERAL BY CATEGORY OF EXPOSURE AS AT DECEMBER 31, 2013

(in millions of euros) Category of exposure	Personal collateral 12.31.2013	12.31.2012
Corporate	**12,930**	**13,019**
Other exposure recorded in the corporate entities category	9,596	9,238
Specialized Financing	1,530	2,350
SMEs recorded in the corporate entities category	1,805	1,431
Banks	**1,182**	**1,550**
Banks and investment firms	1,145	1,520
Other banks	37	30
Retail customers	**1,210**	**1,025**
SMEs recorded in the retail customer category	730	671
Other exposure recorded in the retail customer category	480	355
Sovereigns	**821**	**812**
Central administrations and central banks	821	812
Securitizations	**1,897**	**4,709**
Equities	**-**	**6,930**
TOTAL	**18,040**	**28,046**

EXPOSURES COVERED BY OTHER COLLATERAL BY CATEGORY OF EXPOSURE AS AT DECEMBER 31, 2013

(in millions of euros) Category of exposure	Other physical collateral			
	12.31.2013	o/w tangible collateral	o/w financial collateral	12.31.2012
Corporate	**9,524**	**577**	**6,024**	**10,676**
Other exposure recorded in the corporate entities category	7,852	353	4,709	7,916
Specialized Financing	1,182	217	927	1,705
SMEs recorded in the corporate entities category	490	7	388	1,055
Banks	**936**	**-**	**936**	**935**
Banks and investment firms	936	-	936	935
Retail customers	**191**	**-**	**191**	**242**
SMEs recorded in the retail customer category	5	-	5	2
Other exposure recorded in the retail customer category	186	-	186	240
Sovereigns	**-**	**-**	**-**	**-**
Central administrations and central banks	-	-	-	-
TOTAL	**10,651**	**577**	**7,151**	**11,853**

Tangible collateral comprises real estate or real-estate mortgages in accordance with Articles 166.2 and 183.1 of the French decree of February 20, 2007.

Financial collateral encompasses securities and other instruments in accordance with Paragraphs b) and f) of Article 338.3 of the French decree of February 20, 2007.

Other physical collateral is defined as tangible collateral other than securities, financial instruments, real estate or loans.

SECURITIZATION (BANKING BOOK SECURITIZATION POSITIONS INCLUDING THOSE DEDUCTED FROM CAPITAL)

(in millions of euros) Type of securitization	Exposure at risk	
	Banking book 12.31.2013	Banking book 12.31.2012
Classic securitization	7,755	12,284
Synthetic securitization	-	-
TOTAL	**7,755**	**12,284**

Breakdown of value at risk representing kept or acquired securitization positions by risk-weighting category

PRESENTATION OF BANKING BOOK AND TRADING BOOK SECURITIZATION POSITIONS BY WEIGHTING, APPROACH AND METHOD (INCLUDING SECURITIZATION POSITIONS DEDUCTED FROM CAPITAL)

(in millions of euros) Risk-weighting category at 12.31.2013	Banking book		Trading book	
	Securitization	Re-securitization	Securitization	Re-securitization
< 10% [(a)]	4,267	550	5	-
12-18%	750	-	71	-
20-40%	1,161	2	860	13
50-75%	137	41	82	-
100%	2	2	6	2
150%	-	1	-	-
225%	-	33	-	-
250%	7	-	16	-
350%	-	1	6	-
425%	1	-	2	-
500%			-	-
650%	0	-	-	0
1,250%[(b)]	332	34	3	55
Supervisory formula	151	11	-	-
Transparency	274	-	-	-
TOTAL	**7,081**	**673**	**1,051**	**70**

(a) Including securitization positions covered by the Neptune guarantee.

(b) Please note that the amount of capital required for securitisations weighted at 1,250% in the CA template is expressed after deduction of provisions.

Breakdown of securitization positions according to the role played by Natixis

PRESENTATION OF BANKING BOOK SECURITIZATION POSITIONS (INCLUDING SECURITIZATION POSITIONS DEDUCTED FROM CAPITAL)

Investor

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
On-balance sheet exposure			
Securitization	1,722	2,748	220
Re-securitization	554	186	15
Total on-balance sheet exposure	**2,276**	**2,934**	**235**
Off-balance sheet exposure	-	-	-
Securitization	1,843	513	41
Re-securitization	48	321	26
Total off-balance sheet exposure	**1,891**	**834**	**67**
INVESTOR TOTAL	**4,167**	**3,768**	**302**

Originator

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
On-balance sheet exposure			
Securitization	35	4	0
Re-securitization	71	35	3
Total off-balance sheet exposure	**106**	**39**	**3**
ORIGINATOR TOTAL	**106**	**39**	**3**

Sponsor

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
On-balance sheet exposure			
Securitization	18	1	0
Total on-balance sheet exposure	**18**	**1**	**0**
Off-balance sheet exposure	-	-	-
Securitization	3,464	554	44
Re-securitization	-	-	-
Total off-balance sheet exposure	**3,464**	**554**	**44**
SPONSOR TOTAL	**3,482**	**554**	**44**

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
BANKING BOOK TOTAL	**7,755**	**4,361**	**349**

PRESENTATION OF TRADING BOOK SECURITIZATION POSITIONS (INCLUDING SECURITIZATION POSITIONS DEDUCTED FROM CAPITAL)

Investor

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
Securitization	947	283	23
Re-securitization	68	695	56
TOTAL INVESTOR	**1,015**	**978**	**79**

Sponsor

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
Securitization	104	20	2
Re-securitization	2	1	0
SPONSOR TOTAL	**106**	**21**	**2**

(in millions of euros) at 12.31.2013	Exposure at risk	Risk weighted assets	Regulatory capital requirements
TRADING BOOK TOTAL	**1,121**	**999**	**81**

BREAKDOWN OF SECURITIZATION POSITIONS ACCORDING TO THE MAIN CATEGORIES OF UNDERLYINGS

(% breakdown)	Exposure at risk at 12.31.2013	
Type of underlying	Banking book	Trading book
ABS	21%	5%
CDO	42%	32%
RMBS	10%	42%
CMBS	7%	8%
Consumer ABS	15%	7%
Others	6%	6%
TOTAL	**100%**	**100%**

BREAKDOWN OF SECURITIZATION POSITIONS BY STANDARD & POOR'S EQUIVALENT RATING

(% breakdown)		Exposure at risk at 12.31.2013	
Grade	Standard & Poor's equivalent rating	Banking book	Trading book
Investment Grade	**AAA**	46%	65%
	AA+	2%	1%
	AA	12%	10%
	AA-	3%	1%
	A+	2%	5%
	A	11%	9%
	A-	11%	1%
	BBB+	0%	1%
	BBB	2%	2%
	BBB-	0%	1%
Non-Investment Grade	**BB+**	0%	2%
	BB	0%	0%
	BB-	0%	0%
	B+	0%	0%
	B	0%	0%
	B-	2%	0%
	CCC+	0%	0%
	CCC	0%	0%
	CCC-	0%	0%
	CC+	0%	0%
	CC	0%	1%
	C	0%	0%
Not rated	**Not rated**	7%	3%
Default	**D**	0%	0%
TOTAL		**100%**	**100%**

4.2.5.4 Market risks

DESCRIPTION

Market risk is the risk of loss in value caused by any adverse fluctuations in market parameters. These parameters include, notably, bond prices, interest rates, securities and commodities prices, derivatives prices and prices of all other assets, notably foreign exchange rates.

Asset liquidity is also an important component of market risk. In the event of insufficient or non-existent liquidity (for example, due to a reduction in the number of transactions or a major imbalance in the supply and demand of certain assets), a financial instrument or any other tradable asset may be unable to be traded at its estimated value. The lack of liquidity may lead to reduced access to capital markets, unforeseen cash or capital requirements, or legal restrictions.

Market risk affects Natixis' trading and investment portfolios. In investment portfolios, market risk encompasses:

- the overall interest rate risk associated with asset and liability management, which is the risk to earnings arising from asset and liability mismatches in the bank book or in the insurance business;
- the risk associated with investment operations, which depends directly on fluctuations in the value of invested assets in securities portfolios; and
- the risk associated with other operations, notably real estate, which is indirectly affected by changes in the value of tradable assets held in the normal course of business.

TARGETS AND POLICIES

The Risk Department places great importance on the formal definition of all risk policies governing market transactions based on both a qualitative and forward-looking analysis. This analysis includes the strategic review of global risk envelopes according to the respective objectives of each business line and market trends, and provides an early warning system for the different risks identified.

ORGANIZATION OF MARKET RISK MANAGEMENT

(Data certified by the Statutory Auditors in accordance with IFRS 7)

The Risk Department defines the principles for measuring risk, submits them to the Senior Management for approval and monitors their effective implementation and follow-up. It validates market product valuation models and regularly ensures that models used are consistent with market developments and changes in best practices.

The market risk control mechanism is based on a delegation structure that is under the responsibility of the Global Risk Committee and in which the Market Risk Committee, chaired by the Chief Executive Officer or his/her delegated representative, plays an essential role.

The Risk Department's main responsibilities are:

- the definition of all applicable risk measurement methods and risk indicators;
- the analysis and daily control of market risks and the corresponding reporting for each business;
- the validation of valuation models (pricers);
- the definition of provisioning and fair value adjustment policies (for liquidity risks, risks related to non-hedgeable parameters, model risks, etc.);
- the drawing up of all consolidated reports presented to management and control and supervisory bodies;
- the introduction of standards and procedures common to all entities (subsidiaries and branches) carrying market risks;
- the production of VaR, stressed VaR (SVaR), IRC [(1)] (Incremental Risk Charge), stress tests and backtesting.

In accordance with the recommendations of France's Lagarde report, the Risk Department also ensures adherence to the limit notification procedure. This procedure ensures that each trader sends email confirmation that they belong to the desk where they are authorized to trade and that they respect their allocated limits.

MARKET RISK MEASUREMENT METHODS

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Natixis' market risk management is based on a risk metrics model that measures the risks incurred by each Group entity.

Different techniques are used to measure market risk:

1. Synthetic measures of VaR to identify potential losses in each business, based on a pre-determined confidence level (99%) and time period (1 day).
   - To this end, a statistical model has been constructed to track the combined behavior of market parameters affecting portfolio value. The calculation method is based on an econometric model whose standard deviations are calculated as being the maximum (risk factor by risk factor) standard deviations calculated over rolling 12-month and 3-month periods. This method makes VaR more responsive if the markets suddenly become more volatile.

(1) *Incremental Risk Charge whose aim is to cover default and migration risks.*

- All decisions regarding risks factors are revised annually in Committee meetings attended by all parties concerned (Risk Department, front office and P&L division). Quantitative, objective tools are used to measure the relevance of risk factors. The aim is to ensure consistency between VaR calculations, results and sensitivities (use of the same risk factors).

Natixis uses VaR calculated by numerical simulation, based on Monte Carlo-type methodology taking into account a portfolio's possible non-linear characteristics with respect to different risk factors. Calculation methods are harmonized using a single calculation tool.

VaR is calculated and monitored daily for all the Group's trading portfolios. A VaR limit is set at an overall level and for each business.

The solidity of the VaR is regularly backtested against the change in daily trading results. This exercise allows for an ex-post comparison of potential losses, as projected ex-ante by VaR, with actual losses.

Natixis' internal VaR model was approved by the Autorité de Contrôle Prudentiel et de Résolution in January 2009. Natixis thus uses VaR to calculate capital requirements for market risks within approved scopes.

As part of changing regulatory standards (Basel 2.5), Natixis implemented a stressed VaR model (SVaR), which is calculated based on a fixed econometric model over a continuous 12-month period that defines the charge that the bank's current VaR model would generate under a representative crisis scenario relevant to its portfolio, and has calculated an IRC (Incremental Risk Charge) that estimates the migration and default risks of market instruments. The IRC is based on a one-year capital horizon at a 99.9% confidence level. These indicators are calculated on a daily basis.

The regulator has authorized Natixis to use these new indicators in order to determine its capital requirement since December 31, 2011;

2. Loss alerts by portfolio and aggregated by business line, which alert the management and Risk Department if losses reach a certain threshold over a given month or on a cumulative basis since the beginning of the year. These thresholds are set by the Market Risk Committee according to the characteristics of each portfolio, past performance and budgetary targets;

3. Stress tests to measure potential losses on portfolios in extreme market conditions. Natixis' mechanism is based on two categories of stress tests: overall stress tests and dedicated stress tests for each business.

Overall stress tests are reviewed on a continuous basis. They are performed daily and can be grouped into two categories:

- **historic stress tests** consist of reproducing sets of changes in market parameters observed during past crises in order to create an ex-post simulation of the P&L changes recorded. While stress tests do not have any predictive value, they do make it possible to gauge the exposure of the portfolio to known scenarios;

- **hypothetical stress tests** are used to simulate variations in market parameters on all activities, on the basis of plausible assumptions concerning one market's predicted response compared with another's, depending on the nature of the initial stress. Stresses are determined through a joint effort involving the Risk Department, the front office and Natixis economists.

Specific stress tests are also calculated daily in the management tools for all portfolios and are governed by limits. They are set on the basis of the same severity standard and are aimed at identifying the main loss areas by portfolio.

In addition, reverse stress tests are used to highlight the most high-risk scopes and market environments as well as concentration and contagion links.

This mechanism is based on plausible scenarios drawn from extremely adverse assumptions on the fulfillment of risk factors leading to the crossing of a loss threshold, and allows Natixis to implement a new risk monitoring and steering tool, identify circumstances that may trigger this loss and adapt the appropriate action plans where necessary.

All market stress test mechanisms (including liquidity stress tests) are defined by the Risk Department, which is responsible for defining principles, methodology and calibration and scenario choices. The market stress test Committee, which is co-chaired by the Head of Risks and the Head of Global Markets, is responsible for the operational implementation of stress tests and meets on a monthly basis. The Committee validates work to be carried out, its workload and determines the annual IT budget.

4. Operational indicators are used to manage activity on an overall and/or similar business basis, by focusing on more directly observable criteria (sensitivity to changes in the underlying and to volatility, correlation, nominals, diversification indicators, etc.). Limits corresponding to these qualitative and quantitative operational indicators thereby complement VaR, stress test and loss alert limits. They are determined in accordance with the latter limits.

The independent validation of models developed internally by Natixis plays a fundamental role in the supervision of market risks: it helps secure the valuation of financial instruments traded by the bank and analyses the risks associated with observed market prices and relevant factors.

The model validation charter defines all procedures, scopes (valuation model, market data used, etc.), as well as the various analyses to be carried out, particularly in terms of use (restrictions to certain markets, underlyings, currencies, etc.), recommendations (ranked by importance) and adjustments (to models, exotic parameters, unhedged risk, etc.).

These models may be subject to backtesting and monitoring in terms of quality and solidity to ensure that the applied risk parameters correspond to the value ranges projected upon their validation.

Through benchmarking, these models are compared with marketplace practices, which reinforces the validation of internal modeling choices.

BPCE guarantees most of the workout portfolio management assets in Paris and New York. Nevertheless, the Market Risk Department continues to manage risks on all transactions on a standardized and exhaustive basis, whether these transactions are guaranteed or not by BPCE. A VaR, overall stress tests, as well as a SVaR and IRC that take into account the effects of this guarantee are produced on a daily basis.

QUANTITATIVE DATA FOR MEASURING MARKET RISK

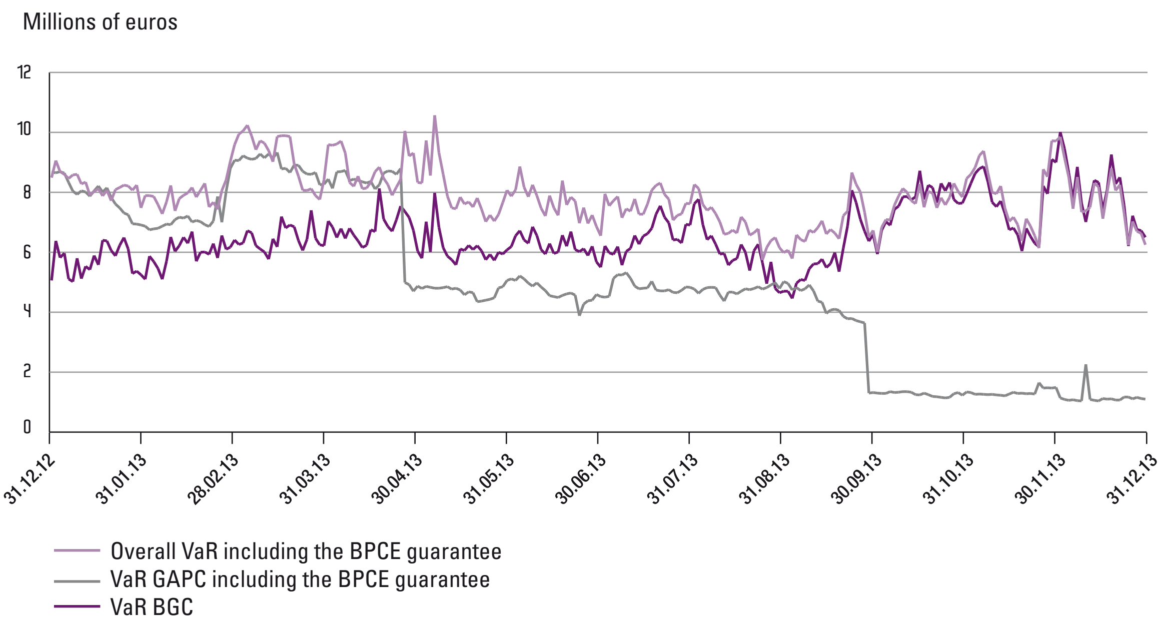
Change in Natixis VaR including the BPCE guarantee

The 99% 1-day VaR level for Natixis' trading portfolios averaged €7.9 million. It peaked at €10.6 million on May 9, 2013 and stood at €6.3 million at December 31, 2013.

The VaR's decrease over the course of the year is indicative of a gradual reduction of exposures (continued disposal of positions in GAPC), and lower market volatility.

The chart below presents the trading VaR history between December 31, 2012 and December 31, 2013 for the entire scope and for GAPC after accounting for BPCE's guarantee, as well as for Wholesale Banking.

OVERALL NATIXIS VAR INCLUDING THE BPCE GUARANTEE – TRADING PORTFOLIO (1 DAY VAR 99%)



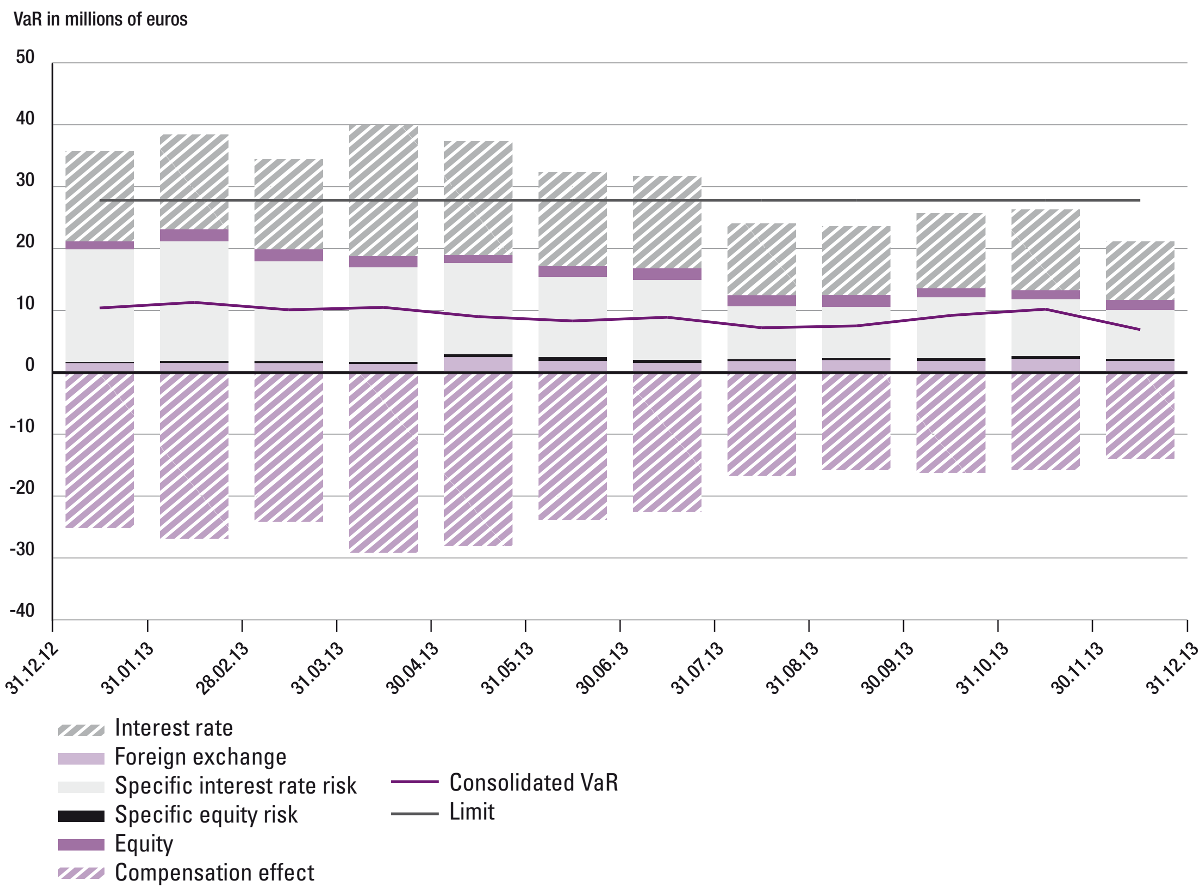
Breakdown of total trading VaR by portfolio

(Data certified by the Statutory Auditors in accordance with IFRS 7)

The following table presents VaR figures after accounting for the BPCE guarantee:

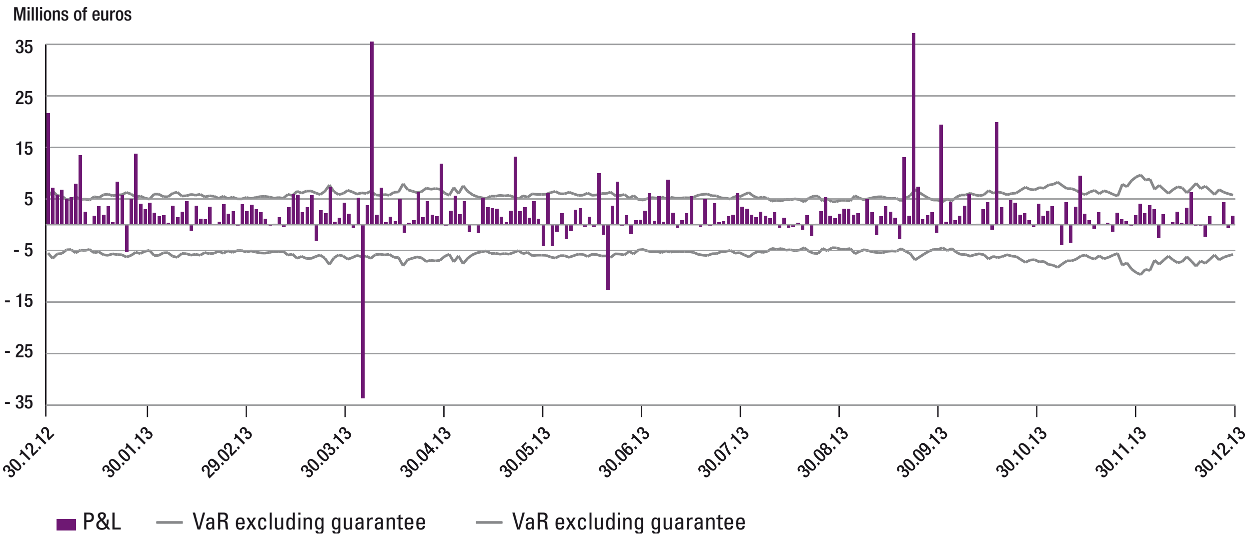
(in millions of euros) Natixis trading portfolio	Limit	VaR including the BPCE guarantee – 12.31.2013
Natixis	**28**	**6.3**
Wholesale Banking	**20**	**6.5**
o/w		
Global Markets	18	6.4
Equity Markets	8	1.5
Fixed Income	16	6.5
Commodities	3.3	0.6
GAPC	**20**	**1.1**

VaR breakdown by risk factors and compensation effect



Natixis backtesting for regulatory scope

The following chart shows results of backtesting (ex-post comparison of potential losses, as calculated ex-ante by VaR, with actual P&L impacts) on the regulatory scope, and can be used to verify the solidity of the VaR indicator:



Two backtesting exceptions were noted and reported to the Audit Committee and to the ACPR in accordance with Articles 17 ter and 38 of CRBF Regulation 97-02 governing loss alerts.

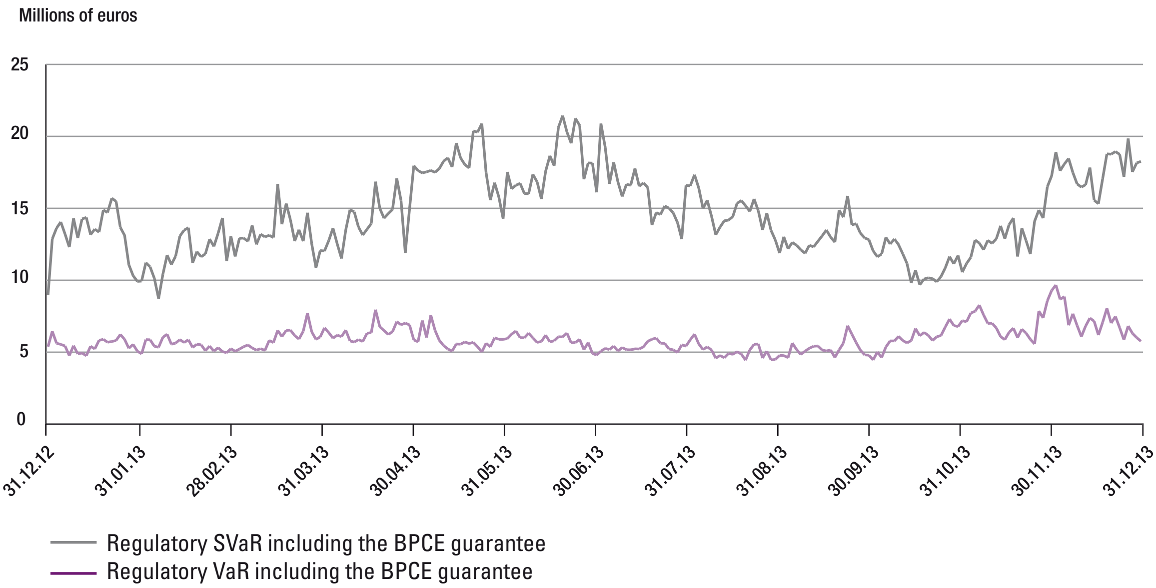
The 4.8.2013 exception was linked to the updated valuation of the collateral provided by certain counterparties, under the two-curve calculation method. This exception was related to the calculation method and exceeded the VaR level by more than 20%.

The 6.21.2013 exception resulted from the market shock observed on June 21, 2013 (interest rate hike and widening of sovereign yield curve spreads in Europe), sparked by the statements issued by the Fed Chairman. This market trend exceeded the 2.33% standard deviation and was thus not captured by VaR.

These exceptions, the first of which was related to the calculation method, exceeded the VaR level by more than 20% and were reported to the Audit Committee and to the ACPR in connection with the alert thresholds defined under Regulation No. 97–02 (Articles 17 ter and 38).

STRESSED NATIXIS VAR

Change in regulatory Stressed VaR and End-of-period VaR including the BPCE guarantee.



IRC INDICATOR

This indicator applies to the regulatory scope after accounting for the BPCE guarantee.

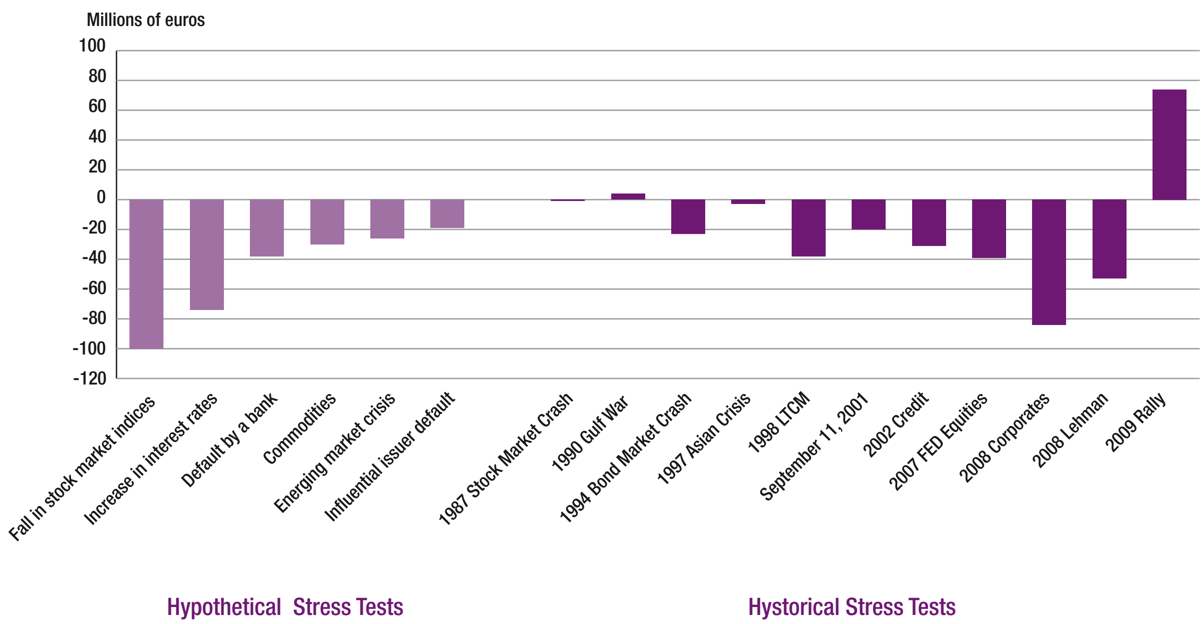
Stress test results for the Natixis scope

(Data certified by the Statutory Auditors in accordance with IFRS 7)

Overall stress test levels were down compared to 2012, averaging -€29.5 million at December 31, 2013.

The hypothetical stress test replicating the fall in stock market indices gave the maximum loss (-€100 million at December 31, 2013).

OVERALL STRESS TESTS AS AT DECEMBER 31, 2013 (INCLUDING THE BPCE GUARANTEE)



REGULATORY CAPITAL REQUIREMENTS

Regulatory capital requirements as at December 31, 2013, were as follows:

(in millions of euros)	Regulatory capital requirements							
Type and nature of risk	**Interest rate risk**	**Commodity risk**	**Risk on property deeds**	**Foreign exchange risk**	**Internal model**	**Stress on alternative assets**	**Securitization risk**	**Total**
General risk	96	109	10	104				**320**
Specific risk	87	0	35	0			22	**144**
Option risk	18	11	25	11		11		**75**
TOTAL	**201**	**120**	**70**	**115**	**630**	**11**	**22**	**1,169**

4.2.5.5 Operational risks

RISK FACTORS

Any interruption or failure of Natixis' information systems, or those of third parties, may result in lost business and other losses

Like most of its competitors, Natixis relies heavily on its communication and information systems as its operations require it to process a large number of increasingly complex transactions. Any breakdown, interruption or failure of these systems could result in errors or interruptions to customer relationship management, general ledger, deposit, transaction and/or loan processing systems. If, for example, Natixis' information systems failed, even for a short period of time, it would be unable to meet customers' needs in a timely manner and could thus lose transaction opportunities. Likewise, a temporary breakdown of Natixis' information systems, despite back-up systems and contingency plans, could result in considerable information retrieval and verification costs, and even a decline in its business if, for instance, such a breakdown occurred during the implementation of hedging transactions. The inability of Natixis' systems to accommodate an increasing volume of transactions could also undermine its business development capacity.

Natixis is also exposed to the risk of an operational failure or interruption by one of its clearing agents, foreign exchange markets, clearing houses, custodians or other financial intermediaries or external service providers that it uses to execute or facilitate its securities transactions. As its interconnectivity with its customers grows, Natixis may also be increasingly exposed to the risk of operational failure of its customers' information systems. Natixis cannot guarantee that such breakdowns or interruptions in its systems or in those of other parties will not occur or, if they do occur, that they will be adequately resolved.

The processes for the management of information system security risks are described in greater detail in section [3.6.3.2].

Unforeseen events may cause an interruption of Natixis' operations and cause substantial losses as well as additional costs

Unforeseen events such as a severe natural disaster, pandemic, terrorist attacks or any other state of emergency could lead to an abrupt interruption of Natixis' operations and cause substantial losses insofar as they are not covered or are insufficiently covered by an insurance policy. These losses could relate to property, financial assets, market positions and key employees. Such unforeseen events may, additionally, disrupt Natixis' infrastructure, or that of third parties with which it conducts business, and could also lead to additional costs (such as relocation costs of employees affected) and increase Natixis' costs (in particular insurance premiums). Subsequent to such events, Natixis may be unable to insure certain risks, resulting in an increase in Natixis' overall risk.

DESCRIPTION

Operational risk is the risk of losses due to inadequate or failed internal processes, or due to external events, whether deliberate, accidental or natural occurrences. Internal procedures include, but are not limited to, Human Resources and information systems. External events include, but are not limited to, natural disasters, fraud or terrorist attacks. Furthermore, any interruptions or failures of Natixis or third party information systems may result in lost earnings and thus generate losses. Similarly, unforeseen events may cause an interruption in the continuity of Natixis' operations, thus generating material losses and additional costs.

Legal risk is also a component of operational risk.

The principal legal proceedings in progress involving Natixis and its subsidiaries are described in section [4.5].

The Insurance Department, which reports to the Legal Department in the Corporate Secretariat, is tasked with analyzing insurable operational risks and taking out appropriate insurance coverage against them *(see section [4.4] for further information).* Insurance policies bought from leading insurers provide coverage for potentially significant consequences resulting from fraud, embezzlement and theft, operating losses or the implication of Natixis' civil liability or that of its subsidiaries or the employees for which it is responsible.

The procedures for monitoring and managing these risks are described in this very section.

TARGETS AND POLICIES

Natixis' operational risk framework is applied within all of its entities and includes the following elements:

Framework governance

Governance of the framework is the responsibility of Natixis' Operational Risk Committee. This Committee is charged with defining the operational risk policy, ensuring its application within Natixis' entities, reviewing serious operational risks, analyzing potential risks for the Company and monitoring risk-reduction measures.

Operational Risk Department

The department's role is to maintain and actively improve the system that identifies, monitors, controls and reduces the level of operational risk within all of Natixis' entities. Its main tasks are defining methodologies, monitoring and reporting on operational risks, collecting and reporting incidents and building a risk culture within the Company. Measures to raise awareness among bank employees were taken and training courses organized by the Operational Risk Department during 2013.

ORGANIZATION

The Operational Risk Department is divided into two control units, one covering risks specific to Natixis' business lines and activities, and the other dealing with the overall risks to which the Company is exposed (loss of access to premises or information systems, or the availability of employees). The Business Line Risk division is divided into:

- **Wholesale Banking:** covers capital markets activities and workout portfolio management assets (GAPC) as well as financing operations;
- **Investment Solutions:** covers Private Banking activities, Natixis Assurances, Private Equity as well as Natixis Global Asset Management;
- **Specialized Financial Services:** covers subsidiaries Natixis Paiements, Natixis Interépargne, Natixis Intertitres, Cie Européenne de Garanties et Cautions, Natixis EuroTitres, Natixis Financement, Natixis Lease, Retail Services and Natixis Factor.

For the first two business lines, a matrix organization structured by business line and location (French and international) allows the entire Company to be managed globally.

A single, overall information system has been deployed across all of the Company's entities and hosts all the components required to manage operational risk.

Within the business lines this system is complemented by a network of Operational Risk Officers responsible for reporting any incidents to the Operational Risk Department, and for providing operational risk data: indicators, progress on action plans, etc.

OPERATIONAL RISK MONITORING

Listing and analyzing incidents

Losses are listed from the very first euro and as they are incurred. A single definition of "serious incident" is used throughout the Company. All serious incidents are immediately declared. A departmental investigation is then conducted, and a report detailing the facts and recommended action plans is drawn up. The Operational Risk Committees decide on the necessary action plans.

Risk mapping

The Operational Risk Department maps the most critical risk situations in order to draw up preventative action plans to reduce exposure and prioritize these situations.

Mapping is based on the Company's processes and is conducted in two phases: a qualitative phase for detecting and analyzing risks, and a quantitative phase for measuring these risks.

Key risk indicators

In addition to risk mapping, the Operational Risk Department analyses Key Risk Indicators (KRI) across the whole of the Natixis scope as a preventive measure used to detect any changes in the operational risk profile. KRIs cover seven types of loss-generating events according to the Basel accords in force, and are divided into two categories: one category measuring scale across all Natixis business lines and another measuring scale specific to the business lines analyzed. These risk indicators are subject to validation by the Operational Risk Committee and are regularly reviewed.

Risk reduction initiatives

In each of its operating entities, Natixis has implemented measures to monitor action plans to reduce its exposure to operational risks. These action plans are monitored by the business line and central Operational Risk Committees.

The control mechanism is consistent with the standard method, as defined by banking regulations, applied to all of Natixis' Operational divisions.

EXPOSURE

For 2013, the breakdown of exposure to actual risks which reflects Natixis' business lines is presented below.

Wholesale Banking and GAPC	52%
Specialized Financial Services	22%
Investment Solutions	20%
Financial Investments	3%
Cross-Business Functions	3%

The majority of actual risks are in the Execution category and are due to processing errors inherent to all of Natixis' activities.

Execution, delivery and management of procedures	48%
Commercial customers, products and practices	29%
External fraud	19%
Business interruption and information system deficiencies	2%
Employment and workplace safety practices	2%

These figures are arrived at by taking losses and gains into account, excluding income gaps from one fiscal year to the next.

4.2.5.6 Exposure to banking portfolio shares

DIVISIONAL BREAKDOWN OF EXPOSURE AT RISK ON THE EQUITY ASSET CLASS

(répartition en %)	Equity Exposure at risk (% breakdown)	
Division	**December 2013**	**December 2012**
Wholesale Banking	4.9%	2.7%
Investment Solutions	34.4%	25.5%
Corporate Center	9.9%	5.4%
Financial Investments	43.2%	20.9%
SFS (Specialized Financial Services)	7.5%	3.9%
CCIs		41.4%
GAPC	0.1%	0.1%
TOTAL	**100%**	**100%**

BREAKDOWN OF AMOUNTS BY EQUITY PORTFOLIO AND BY TYPE AND NATURE OF EXPOSURE

(in millions of euros)	Exposure at risk				
Type and nature of exposure	**Listed equities**	**Private Equity held in sufficiently diversified portfolios**	**Other equity exposure**	**Total as at 12.31.2013**	**Total as at 12.31.2012**
Equities	101	1,397	283	1,782	2,771
Mutual funds	152	0	23	175	178
Financial Investments	148	134	2,799	3,081	3,365
CCIs	0	0	0	0	4,462
TOTAL	**401**	**1,531**	**3,106**	**5,038**	**10,775**

4

RISK-WEIGHTED EXPOSURE FOR THE EQUITY ASSET CATEGORY OF EXPOSURE

(in millions of euros)	Risk-weighted exposure			
Weighting	**IRB approach**	**Standard approach**	**12.31.2013**	**12.31.2012**
Private Equity held in sufficiently diversified portfolios	2,851	46	2,897	4,548
Other equity exposure	11,491	-	11,491	12,431
Listed equities	1,163	-	1,163	1,138
CCIs	-	-		16,775
TOTAL	**15,504**	**46**	**15,550**	**34,891**

UNREALIZED GAINS OR LOSSES AS AT DECEMBER 31, 2013

(in millions of euros) **Assets**	**Cost or historic value**	**Fair value or adjusted value or presumed cost**	**Net unrealized gain or loss**	**Gross unrealized gains**	**Gross unrealized losses**
Financial assets at fair value through profit and loss (other than trading)	2,535.9	2,575.7	39.8	40.1	(0.3)
Available-for-sale financial assets	1,280.1	1,430.7	150.6	150.6	-
TOTAL	**3,816.0**	**4,006.4**	**190.4**	**190.7**	**(0.3)**

TOTAL AMOUNT OF DIVESTMENT GAINS OR LOSSES FOR THE PERIOD UNDER REVIEW

(in millions of euros) **Assets**	**Total amount of divestment gains or losses**
Financial assets at fair value through profit and loss (other than trading)	(81)
Other assets	144
Available-for-sale financial assets	28
TOTAL	**91**

FRACTION OF AMOUNTS OF UNREALIZED GAINS OR LOSSES INCLUDED IN TIER 1 OR TIER 2 CAPITAL AS AT DECEMBER 31, 2013

(in millions of euros) **Assets**	**Fraction of amounts included in Tier 1 or Tier 2 capital**
Prudential restatement of unrealized gains or losses on available-for-sale equity instruments	(94)
Prudential restatement of unrealized gains or losses on available-for-sale equity instruments as a percentage of upper Tier 2 capital	44
TOTAL	**(50)**

4.3 Overall interest rate, liquidity, structural foreign exchange risks

(Data certified by the Statutory Auditors in accordance with IFRS 7)

4.3.1 GOVERNANCE

Natixis' structural balance sheet risks are managed and monitored under the authority of the Asset/Liability Management Committee **(ALM Committee)** chaired by the Chief Executive Officer, and comprised of the members of the Senior Management Committee (in charge of Finance and Risks, Wholesale Banking and market solutions), the Head of Risk, the Head of the Single Treasury and Central Bank Collateral Management Pool, the Head of Financial Management and BPCE's Head of Asset/Liability Management. The Committee meets every two months and is mainly responsible for:

- defining and monitoring Natixis' asset/liability management;
- approving the major principles in terms of structural balance sheet risks (structure, delegation of authority, internal liquidity pricing, etc.) in compliance with the standard ALM framework set up by BPCE;
- validating ALM assumptions and conventions underlying calculations for indicators used to manage and monitor structural risks;
- validating limits related to liquidity indicators, overall interest rates [(1)] and structural foreign-exchange rates;
- validating the overall refinancing policy in conjunction with BPCE ALM;
- monitoring the main balance sheet aggregates and their developments, as well as supervising structural balance sheet risks and compliance with limits.

The ALM Committee's monitoring scope includes:

- the banking portfolios of Natixis S.A. and its credit subsidiaries for overall interest rate risk;
- Natixis' entire scope of consolidation for liquidity risk, excluding insurance subsidiaries that do not present intrinsic liquidity risks and which are monitored and managed separately in respect of ALM risks;
- Natixis' entire consolidation scope for structural foreign exchange risk.

4.3.2 BALANCE SHEET RISK MANAGEMENT

4.3.2.1 Overall interest rate risk

DESCRIPTION

Natixis' overall interest rate risk is defined as the risk of losses on the banking portfolio stemming from mismatches between interest rates on assets and on liabilities.

As is the case for most corporate and investment banks, Natixis has very few assets and liabilities generating structural interest rate positions. Natixis' overall interest rate risk is essentially linear, exposed to the euro and US dollar, and concerns contractual transactions. The most significant positions concern exposures to the short end of yield curves and are predominantly linked to the lag between IBOR reset dates. This is therefore classed as a secondary risk at the bank level.

TARGETS AND POLICIES

It is not in Natixis' interest to hold long-term structural interest rate positions in its banking portfolio. With a few exceptions, fixed-rate financial assets and liabilities are returned for BOR via rate swaps and are mainly held in the Treasury portfolios which are subject to ongoing monitoring of interest rate risk.

MONITORING SYSTEM

This risk is measured in terms of the sensitivity of portfolios' economic value by basis point on the yield curve and by currency. For the largest portfolios it is controlled through limits approved and monitored by the Risk Department. As regards Treasury, in which most positions are concentrated, this mechanism is rounded out with interest rate and spread stress tests which are also governed by limits. VaR is measured on a daily basis, but is not subject to a limit.

The Risk Department calculates indicators and monitors limits daily for Treasury and monthly for credit subsidiaries.

Natixis' overall interest rate risk is minor in respect to the volumes of the positions managed, and does not warrant any special comments. The regulatory "shock" resulting from the application of Basel 2 standards (+200 bp instantaneous variation in the yield curves) at December 31, 2013, would result in a change in the portfolio's absolute value of €17 million (calculations carried out on interest rate yield curves excluding the bank's liquidity spread).

(1) Excluding those related to banking portfolios for capital markets activities that are presented to the Market Risk Committee and approved by it.

This figure is down on the previous year (€60 million at December 31, 2012) due to a reduction in mismatched positions.

4.3.2.2 Liquidity risk

DESCRIPTION

Liquidity risk is the risk that Natixis will be unable to honor its commitments to its creditors due to the mismatching of maturities between assets and liabilities. This risk could arise, for example, in the event of massive withdrawals of customer deposits, a crisis of confidence, or an overall market liquidity crisis. As a Corporate and Investment Bank, this risk for Natixis results primarily from mismatched positions between transactions with contractual maturities, as Natixis has fewer stable and permanent customer resources than retail banks and partly funds its operations on the markets *(see Chapter [5] "Financial data", section [5.1.5] "Refinancing")*.

TARGETS AND POLICIES

As a subsidiary of Groupe BPCE operating in Wholesale Banking, Asset Management and specialized finance, Natixis' liquidity risk management policy is an integral part of the Group's overall policy. It sets out to optimize Natixis' activities within a clear, shared and standardized framework in terms of governance and ALM regulations and in line with the Group's risk constraints. In particular, these constraints are part of the regulatory commitments made by the Group when creating Natixis, which includes BPCE's obligation to guarantee the liquidity of its subsidiary.

Thus, the purpose of the overall liquidity risk management policy is to:

- guarantee that Natixis complies with its financing commitments while ensuring that its refinancing needs and mismatches traded are in line with the Group's short- and medium-term refinancing capacities;
- optimize the cost of refinancing within the set risk constraints to help reach the profitability objectives;
- respect the internal limits set in close cooperation with BPCE and adapted to the Group's ability to provide for Natixis' ultimate liquidity needs;
- comply with national and international regulations;
- contribute to the diversification of amounts raised by Groupe BPCE by geographic area, product and counterparty.

MONITORING SYSTEM

Liquidity risk is controlled, managed and monitored in the following manner:

- management of each business line's liquidity consumption: to manage the bank's refinancing needs, liquidity budgets are allocated for each business line as part of the budgetary procedure and approved by the ALM Committee. Consumption is monitored weekly for Wholesale Banking business lines and monthly for other business lines;
- supervision of short-term mismatching: this is measured on the basis of liquidity gaps. This indicator is produced daily for a 365-day horizon in intervals of one day, based on all the parent company's transactions and is extended to the US subsidiaries. It is subject to four permanent limits approved by the ALM Committee and monitored daily, on overnight market exposure at opening, on the 60-day, 150-day and 330-day static liquidity gaps;
- supervision of medium-term mismatching: this is measured on the basis of the liquidity gap and asset/liability hedging ratios. These ratios, calculated for all currencies combined and for the US dollar, include minimum hedging ratios approved by the ALM Committee and monitored monthly;
- simulations of liquidity stress scenarios: the purpose of these scenarios is to measure the Group's ability to continue to respect its commitments and operate in the event of a liquidity crisis. Natixis periodically simulates its contribution to the Group's earnings based on different crisis scenarios (systemic, specific, combined etc.) and different levels of intensity (moderate, strong, extreme, etc.) over one-, two- and three-month periods for which assumptions are set by BPCE;
- the refinancing structure: the refinancing structure is monitored to ensure that resources are well diversified, by type of counterparty, by market segment and by geographic area, in order to manage all consolidation risk;
- the constitution of a liquidity pool: Natixis has a liquidity pool to secure intraday payments. It is composed of securities and Central Bank-eligible receivables and is based in Paris (Pool 3G) and New York (FRB's Discount Windows). The amount held in the pool is fairly stable over time (some €4 billion in Pool 3G and $3 billion at the FRB).

KEY EVENTS

In line with its LCR management, Natixis has adjusted the management of its refinancing needs to cover liquidity consumption, which has led the bank, in particular, to:

- adopt stricter liquidity gap limits, leading to an extension of its liabilities;
- continue to diversify its sources of financing, in particular through a cash management offer aimed at corporate customers;
- implement a strategy to replace excess liquidity captured through the management of the LCR.

BREAKDOWN OF FINANCIAL LIABILITIES BY CONTRACTUAL MATURITY

(in billions of euros) **Liabilities**	12.31.2013 Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	To determine	Total
Due to central banks							
Trading derivatives						63	**63**
Other financial liabilities at fair value through profit and loss	47	14	11	5	8	42	**126**
Hedging derivatives						1	**1**
Due to banks	32	27	38	31	4		**130**
Customer deposits	48	3	3	2	2	2	**60**
Debt securities	5	20	12	2	1		**39**
Subordinated debt	0		1	1	1		**3**
Financial liabilities by maturity	**132**	**63**	**64**	**40**	**16**	**108**	**422**
Financial guarantee commitments given	**39**	**5**	**6**	**28**	**5**		**83**
Guarantee commitments given	**1**	**2**	**4**	**11**	**7**		**25**

(in billions of euros) **Liabilities**	12.31.2012 Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	To determine	Total
Due to central banks							
Trading derivatives						66	**66**
Other financial liabilities at fair value through profit and loss	51	13	10	8	9	47	**137**
Hedging derivatives						1	**1**
Due to banks	47	30	26	25	4		**130**
Customer deposits	42	4	4	2	2		**53**
Debt securities	9	11	14	6	12		**51**
SUPPRIMER CETTE LIGNE							
Subordinated debt		0	1	3	2		**5**
Financial liabilities by maturity	**148**	**59**	**54**	**42**	**28**	**114**	**444**
Financial guarantee commitments given	**36**	**5**	**5**	**28**	**3**		**76**
Guarantee commitments given	**1**	**2**	**7**	**25**	**6**		**41**

4.3.2.3 Structural foreign exchange risk

DESCRIPTION

Structural foreign exchange risk is defined as the risk of transferable equity loss generated by an adverse fluctuation in exchange rates against the Group currency used in the consolidated accounts due to mismatches between the currency of net investments refinanced by purchases of currency and the currency of equity.

Natixis' structural foreign exchange risk for the most part concerns structural positions in the US dollar due to the consolidation of foreign branches and subsidiaries funded in this currency.

TARGETS AND POLICIES

The overall structural foreign exchange risk management policy, set out by the ALM Committee, thus aims to:

- only purchase currency for strategic net investments with sustainable holding periods; net investments in non-strategic currencies are therefore refinanced by loans;
- maintain structural foreign exchange positions within the set limits in order to protect the Core Tier 1 ratio from exchange rate fluctuations against the euro due to weighted currency risks (in particular the US dollar).

Net investments in currency are never hedged, in line with the "net investment hedge" principle as defined by IAS 39.

MONITORING SYSTEM

The Core Tier 1 ratio's sensitivity to exchange rate fluctuations is regularly assessed by the ALM Committee. The Committee sets an acceptable variation range for this sensitivity and a monitoring report is presented during its meetings.

4.4 Insurable risks

The Insurance Department, which reports to the Legal Department within the Corporate Secretariat, is tasked with analyzing insurable operational risks and taking out appropriate insurance coverage (direct insurance and/or transfer).

- The main risks analyzed are:
  - internal or external fraud;
  - drop in the value of securities;
  - liability risk (civil operating and professional liability, as well as managers' and executive corporate officers' civil liability); and
  - damage to operating assets (buildings and contents, IT hardware and data), as well as loss of banking business due to such damage.
- The "Overall Banking", "Company Civil Liability" (operational and professional) and "Management Civil Liability" insurance policies taken out by Natixis on behalf of the parent company and all its subsidiaries were renewed on January 1, 2013.

  Natixis and its subsidiaries benefit from the guarantees provided by the "combined" Banker's Blanket Bond (securities and fraud) and Company Civil Liability policies providing coverage of €148 million per claim per insurance year, of which €65 million are pooled with Groupe BPCE.

This coverage applies worldwide, except for professional civil liability, where the guarantee does not extend to permanent establishments in the United States (coverage for US operations is purchased locally by subsidiaries or branches).

- "Civil Operating Liability" coverage is provided by the civil operating liability group insurance plan taken out by BPCE S.A., which came into effect on January 1, 2013, for up to €75 million per claim;
- "Management Civil Liability" coverage is provided by the managers' and executive corporate officers' civil liability group insurance plan taken out by BPCE S.A., which came into effect on January 1, 2013, for up to €200 million per claim per insurance year;
- Coverage for the buildings housing Natixis' operations in France, their contents, IT risks and the resulting loss of banking business is provided by the "All Risks & Resulting Loss of Banking Business" group insurance policy taken out and renewed by BPCE S.A., which came into effect on January 1, 2013 (reconstruction and/or replacement cost, capped at €250 million per claim);
- Coverage for intangible computer damage (damage to data without physical damage to the hardware containing it) and resulting loss of banking business is provided by the "Intangible Computer Damage/Loss of Banking Business" group insurance policy taken out and renewed by BPCE S.A., which came into effect on January 1, 2013, for coverage of up to €65 million per claim and per year.

All the insurance policies mentioned above were taken out with reputable, creditworthy insurance companies.

All the insurance policies mentioned above are purchased with deductibles (accepted retention level) in accordance with Natixis' retention capacity.

Insurance premiums for all these policies cost a total of €11.7 million for the 2013 fiscal year.

4.5 Legal risks

4.5.1 LEGAL AND REGULATORY ISSUES AND CONSTRAINTS

Natixis is subject to significant regulation in France and in several other countries around the world where it operates; regulatory actions and changes in these regulations could adversely affect Natixis' business and results

Several supervisory and regulatory regimes apply to Natixis in each of the countries where it conducts its business. In addition to reputational risk, failure to comply with these regulations could expose Natixis to significant intervention by regulatory authorities and to fines, public warnings by the authorities, suspensions of operations or, in extreme cases, withdrawal of Natixis' operating authority. The financial services industry has been under increased scrutiny from several regulatory authorities in recent years, as well as an increase in the penalties and fines imposed by these regulatory authorities, a trend that may be accelerated in the current financial context. Natixis' operations and its income may be affected by various measures and actions taken by French regulatory authorities, by the European Union, by foreign governments or international organizations. Such constraints could limit Natixis' ability to develop its businesses or to pursue certain operations. The nature and impact of these potential changes in regulatory policies and actions are unpredictable and Natixis has no way of controlling them.

Such changes could include, but are not limited to, the following:

- monetary, interest rate and other policies of central banks and regulatory authorities;
- general changes in government or regulatory policies liable to significantly influence investor decisions, in particular in markets where Natixis operates;
- general changes in regulatory requirements, notably prudential rules relating to the regulatory capital adequacy framework, such as the modifications being made to the regulations implementing Basel 3, Solvency 2, Dodd-Franck Act and EMIR requirements;
- changes in rules and procedures relating to internal controls;
- changes in the competitive environment and prices;
- changes in financial reporting rules;
- expropriation, nationalization, price controls, exchange controls, confiscation of assets and changes in legislation relating to foreign ownership rights; and
- any adverse change in the political, military or diplomatic environments creating social instability or an uncertain legal situation capable of affecting the demand for the products and services offered by Natixis.

Tax law and its application in France and in the countries where Natixis operates are likely to have a significant impact on Natixis' results

As a multinational banking group performing complex and large-scale cross-border transactions, Natixis is subject to tax legislation in a large number of countries throughout the world, and structures all of its operations in a way that optimizes the effective tax rates. Changes to tax legislation or its application by the competent authorities in these countries may have a significant impact on Natixis' results. Natixis implemented management processes to create value from the synergies and business capabilities of its different entities. Natixis also endeavors to structure the financial products sold to its customers while optimizing their taxation. The structures of Natixis' intra-group transactions and financial products sold by Natixis are based on Natixis' own interpretations of applicable tax laws and regulations, generally on the basis of opinions received from independent tax advisers and, on an ad hoc basis as and when necessary, on rulings or specific interpretations from the tax authorities. There can be no assurance that the tax authorities will not seek to challenge such interpretations in the future, in which case Natixis could be subject to tax adjustments.

Natixis' profitability and business outlook could be adversely affected by reputational and legal risk

Natixis' reputation is essential in attracting and retaining its customers. The use of inappropriate means to promote and market its products and services and the inadequate management of potential conflicts of interest, legal and regulatory requirements, compliance issues, money laundering laws, information security policies and sales and trading practices may damage Natixis' reputation. Its reputation could also be harmed by any inappropriate employee behavior, fraud or misappropriation of funds committed by participants in the financial sector to which Natixis is exposed, any decrease, restatement or correction of its financial results and any legal or regulatory action that has a potentially unfavorable outcome. Any damage caused to Natixis' reputation could be accompanied by a loss of business likely to threaten its results and its financial position.

Inadequate management of these issues could also give rise to additional legal risk for Natixis and cause an increase in the number of legal proceedings and the amount of damages claimed against Natixis, or expose Natixis to sanctions from the regulatory authorities (for further details, please refer to the paragraph on "Legal and arbitration procedures" below).

4.5.2 LEGAL AND ARBITRATION PROCEDURES

Like many banking groups, Natixis and its consolidated subsidiaries are involved in litigation before the courts and can be investigated by regulatory authorities.

The financial consequences, assessed at December 31, 2013, of litigation deemed likely to, or which has in the recent past had a material impact on Natixis' financial situation and/or that of Natixis and its consolidated subsidiaries as a whole, their profitability or their business, have been included in Natixis' consolidated financial statements.

The most significant disputes are described below. Their inclusion in the list does not indicate that they will necessarily have an impact on Natixis and/or its consolidated subsidiaries. The other disputes are deemed not liable to have a material impact on Natixis' financial situation or profitability and/or that of Natixis and its consolidated subsidiaries as a whole, or have not reached a stage where it can be determined whether they will have such an impact.

Jerry Jones et al. vs. Harris Associates L.P.

In August 2004, three shareholders acting in the name of and on behalf of three investment funds (Oakmark Fund, Oakmark Equity and Income Fund and Oakmark Global Fund) filed a complaint against Harris Associates L.P., a wholly-owned subsidiary of Natixis Global Asset Management, before the United States District Court for the Northern District of Illinois. The plaintiffs alleged that Harris Associates LP billed services to these three funds at an excessively high rate in light of applicable regulations. These proceedings are among numerous legal claims initiated in recent years against investment advisors. Harris Associates L.P. and the plaintiffs filed motions for summary judgment.

On February 27, 2007, the judge accepted all aspects of the Harris Associates L.P. motion and rejected the motion of the plaintiffs. The plaintiffs appealed against this decision on March 20, 2007. Both parties filed written arguments and appeared before the Court of Appeals on September 10, 2007.

On May 19, 2008, a panel of judges from the Court of Appeals for the Seventh Circuit issued a ruling upholding the ruling of the District Court in favor of Harris Associates L.P.

On June 2, 2008, the plaintiffs requested a rehearing of the appeal by the entire Court of Appeals. On August 8, 2008, the Court of Appeals rejected the plaintiffs' request for a review of their appeal.

On November 3, 2008, the plaintiffs sought relief from the United States Supreme Court, requesting that the denial of their appeal be overturned.

On March 9, 2009, the Supreme Court decided to hear the case. Hearings took place on November 2, 2009.

In a ruling handed down on March 30, 2010, the US Supreme Court vacated the case before the Court of Appeals for the Seventh Circuit so that the Court could determine whether the decision of the District Court in favor of Harris Associates L.P. should be upheld or overturned.

Class action lawsuits in the United States relating to Municipal Guaranteed Investment Contract transactions

Since March 13, 2008, Natixis and Natixis Funding have been named among the defendants in multiple class-action lawsuits filed by and on behalf of certain state, county and municipal bond issuers in the US federal courts in New York, Washington D.C. and California. The plaintiffs allege that providers and brokers of municipal derivatives conspired to fix prices, rig bids and allocate customers between 1992 and the present time. The various plaintiffs have also named more than 30 other US and European banks and brokers as defendants. Some plaintiffs seek to certify a class of all state, local and municipal government entities, independent government agencies and private entities that purchased municipal derivatives from the defendants or through brokers from 1992 to the present, and to recover damages that result from the alleged anticompetitive activities. Most of the federal cases have been regrouped before the United States District Court for the Southern District of New York under the caption "Municipal Derivatives Antitrust Litigation."

These damages claims arise out of investigations that were performed or are currently being performed by the US Internal Revenue Service ("IRS"), the Department of Justice ("DOJ") Anti-Trust division, the US Securities and Exchange Commission ("SEC") and state prosecutors.

The class actions in which Natixis Funding is cited as one of 13 providers and brokers of derivatives will go ahead, as the requests to dismiss the plaintiffs were rejected on March 25, 2010.

The individual municipalities' cases against 40 defendants including Natixis Funding and Natixis will also go ahead, as the requests for dismissing the plaintiffs' suits were rejected on April 26, 2010.

The allegations against Natixis are that Natixis was Natixis Funding's guarantor in derivatives transactions and that it was Natixis Funding's agent. The defendants responded to the grievances filed by the plaintiffs. The parties have entered the discovery phase of litigation. The coming months will be dedicated to the requests for discovery and review of documents by the plaintiffs. At the same time, the parties will prepare for the most important aspect of the legal proceedings; an attempt to obtain certification as a class action by the plaintiffs. The defendants are in the process of recruiting an expert economist and a statistician to analyze the data of all the transactions to prepare arguments against class action certification. Meanwhile, the 26 state prosecutors and the DOJ are continuing their investigations.

Madoff fraud

Outstanding Madoff assets, net of insurance, were estimated at 351 million at December 31, 2013, and were fully provisioned at this time. The effective impact of this exposure will depend on both the extent of recovery of assets invested in Natixis' name and the outcome of the measures taken by the bank, primarily legal. With this in mind, Natixis has appointed law firms to assist it in these recovery efforts. Moreover, in 2011, a dispute emerged over the application of the insurance policy for professional liability in this case.

Irving H. Picard, the court-appointed trustee for Bernard L. Madoff Investment Securities LLC (BMIS) filed a complaint with the United States Bankruptcy Court for the Southern District of New York against several banking institutions, including a $400 million complaint against Natixis. Natixis denies the allegations made and intends to take all steps to defend its position and protect its rights. The complaint is currently under examination by the Bankruptcy Court of the Southern District of New York.

Furthermore, the liquidators of Fairfield Sentry Limited and Fairfield Sigma Limited have initiated a large number of proceedings against investors having received payments from these funds for redemptions of shares (over 200 proceedings have been filed in New York). Certain Natixis entities have been named as defendants in some of these proceedings. Natixis deems these proceedings to be entirely unfounded and intends to vigorously defend its position.

CIC/Crédit Mutuel

On September 11, 2008, CIC and Crédit Mutuel issued a summons against the Lagardère Group and Natixis with a view to obtaining cancellation from the Paris Commercial Court of contracts under which they made forward purchases of EADS shares from Natixis and, consequently, payment of around €28 million by Natixis to the plaintiffs, in exchange for return of the EADS shares to Natixis.

Basing their argument on a report by the Autorité des Marchés Financiers, which had not been made public, the plaintiffs allege that Lagardère SCA failed to comply with market regulations when it issued bonds redeemable in EADS shares subscribed for by Natixis in April 2006.

Natixis has not been accused of any wrongdoing in the CIC Group's complaint, whether with respect to the terms of the contracts or their performance. The legal arguments used by the Crédit Mutuel Group to challenge the validity of its purchases of EADS shares appear to be without merit.

In a ruling handed down on January 27, 2010, the Commercial Court of Paris declared the actions of CIC and Crédit Mutuel inadmissible and ordered them to pay €120,000 to Natixis and €50,000 to Lagardère in accordance with Article 700 of the French Civil Proceedings Code. The ruling of April 28, 2011 by the Paris Court of Appeal upheld the initial decision to dismiss the claimants' case. Following an appeal filed by CIC and Crédit Mutuel, the Court of Cassation, in a ruling dated July 10, 2012, overturned the ruling of the Paris Court of Appeal dated April 28, 2011 on technical grounds relating to the drafting of the appeal. The Paris Court of Appeal, under a different judge, confirmed the rejection of CIC and Crédit Mutuel's claims.

Criminal complaint coordinated by ADAM

In March 2009, the Paris public prosecutor's office (Parquet de Paris) launched a preliminary investigation into a complaint filed by Natixis minority shareholders and coordinated by the Association to Defend Minority Shareholder Rights (Association de Défense des Actionnaires Minoritaires – ADAM). As the plaintiffs have initiated civil proceedings, a judicial investigation has been opened.

Anakena/Maximus

On November 13, 2009, Maximus Master Fund Limited and its portfolio manager, Anakena, filed a complaint against Natixis before the Commercial Court of Paris seeking the payment of €59.9 million in damages and interest, and alleging that Natixis had abused its rights as the majority investor by asking the fund to redeem its investment in the middle of the financial crisis. A ruling was handed down by the Commercial Court of Paris, dismissing all of the claims filed by Anakena and Maximus. Anakena and Maximus filed an appeal against the ruling. The Court of Appeal upheld the lower court's ruling on March 26, 2013. Anakena and Maximus filed an appeal to the Court of Cassation.

Commune of Sanary-sur-Mer

On August 5, 2011, the Commune of Sanary-sur-Mer in France filed a complaint against Natixis and other defendants before the Administrative Tribunal of Toulon seeking the joint and several payment of €83 million for the loss of the Commune's planned investments and the loss of future contributions to its budget following the abandonment of the planned construction of a local casino/hotel complex. Regarding the construction project, Natixis had already committed to issuing a bank guarantee of completion in the amount of €20 million. All of the claims filed by the Commune of Sanary-sur-Mer were dismissed in a ruling handed down by the Administrative Tribunal of Toulon on April 12, 2013. The Commune of Sanary-sur-Mer has appealed this ruling.

Natixis Asset Management (formerly CDC Gestion) – Profit sharing

On January 5, 2012, a complaint was filed against Natixis Asset Management before the Paris District Court (Tribunal de Grande Instance de Paris) by 187 former employees of CDC Gestion (current name Natixis Asset Management.) The purpose of the complaint is the legal recognition of their rights to the common law profit-sharing schemes from 1989 to 2001.

Following the priority question of administrative constitutionality raised by Natixis Asset Management on the interpretation of an article of the French Labor Code, on August 1, 2013 the Constitutional Council declared to be unconstitutional the first paragraph of Article L.442-9 of the French Labor Code in its version prior to Law No. 2004-1484 of December 30, 2005 and considered that employees of companies whose share capital is predominantly held by public entities cannot call for a profit-sharing scheme to be applicable to them in respect of the period during which the provisions declared unconstitutional were in force. The case is still in progress before the Paris District Court.

Doubl'ô

The AMF conducted an audit of the marketing of Doubl'ô fund ranges from 2001 to 2002. In April 2011, Natixis asset management subsidiaries received a notification of grievances from the AMF for failure to meet their professional obligations (inconsistency between the advertisement and the proposed investment).

The rapporteur designated by the AMF's Enforcement Committee published his report in January 2012, recommending the exoneration of the parties on technical grounds (statute of limitations) and content grounds (consistency of sales documentation with the proposed investment, and compliance with applicable regulations in force at the time). On April 19, 2012, the Enforcement Committee rendered its verdict, ruling that the statute of limitations was reached in 2005.

At the end of April 2012, the collegiate body of the AMF decided to appeal the Enforcement Committee's ruling to the Council of State.

MMR claim

In 2007, Ixis Corporate & Investment Bank (the predecessor of Natixis) issued EMTNs (Euro Medium Term Notes) indexed to a fund that invested in the Bernard Madoff Investment Securities fund. Renstone Investments Ltd (the apparent predecessor of MMR Investment Ltd) alleged to have subscribed, via a financial intermediary acting as the placement agent, for these bonds in the amount of $50 million.

MMR Investment Ltd filed a joint claim against Natixis and the financial intermediary, claiming not to have received the bonds, despite having paid the subscription price to the financial intermediary. The claim mainly concerns the reimbursement of the subscription price of the bonds and, and as an alternative, the annulment of the subscription in particular on the grounds of defect in consent.

Natixis considers that this claim is unfounded.

Solstice cashflow

As part of terminating a swap agreement entered into by Natixis FP in connection with a CDO transaction, the CDO's trustee called on the New York magistrate judge to interpret the provisions of this swap agreement. On December 22, 2012, the magistrate judge ruled that Natixis is required to pay $10.5 million to terminate the swap. Natixis disputed this ruling and decided to appeal. A»transaction has been carried out regarding this case.

SEEM

On January 22, 2013, Natixis received a compulsory third-party joinder at the request of SEEM. This company seeks a joint sanction against Natixis and particularly Cube Energy S.C.A. for the payment of approximately €23 million, alleging that Cube Energy S.C.A. acted in breach of its duty of loyalty to its partner SEEM. Natixis believes the outcome of this case will be positive for Natixis and the companies in its Group.

Hermès

On June 21, 2013, a complaint was filed against Natixis as well as other defendants before the Commercial Court of Paris by Hermès seeking to cancel the equity swaps on Hermès shares.

Union Mutualiste Retraite

In June 2013, Union Mutualiste Retraite filed three complaints with AEW Europe in relation to the acquisition and management of two real estate portfolios in Germany between 2006 and 2008. The amounts claimed by Union Mutualiste Retraite total €93 million. AEW Europe considers this claim to be unfounded.

Securitization in the United States

Banks in the United States initiated legal proceedings against Natixis for residential mortgage-backed security (RMBS) transactions executed between 2001 and mid-2007.

Natixis considers the negligence of which it is accused to be unfounded and that the proceedings it faces are beyond the statute of limitations.

EDA Selcodis

On June 18, 2013, EDA Selcodis filed a complaint against Compagnie Européenne de Garanties et Cautions for the sudden termination of commercial relations following the refusal by Compagnie Européenne de Garanties et Cautions to grant EDA Selcodis a guarantee. The amounts claimed by EDA Selcodis total €32 million. In November 2013, EDA Selcodis filed a joint complaint against Natixis, BRED and CEGC for unlawful agreements for which EDA Selcodis is requesting that each entity pay a sum of €32 million.

Compagnie Européenne de Garanties considers all of these claims to be unfounded.

ICMOS France

ICMOS France, a subsidiary of Natixis' former alternative management division which has now been placed in liquidation, received a notification of grievances from the AMF due to failings in its structure and internal procedures. It is claimed that this company implemented neither the structure nor human and material resources required by its activity and that it was not independent of Natixis. At the beginning of December 2013, it was fined €150,000 by the AMF.

There are no other governmental, legal or arbitrational procedures in progress that are likely to have a significant impact on Natixis' financial statements.

4.5.3 SITUATION OF DEPENDENCY

Natixis is not dependent on any patent or license, or on any industrial, commercial or financial supply contract.

4.6 Insurance risks

Insurance risk is the risk to profits of any difference between expected and incurred claims. Depending on the insurance product in question, the risk varies according to macroeconomic changes, changes in customer behavior, changes in public healthcare policy, pandemics, accidents and natural disasters (such as earthquakes, industrial accidents or acts of terrorism or war). The credit insurance business is also subject to credit risk.

(These data form an integral part of the financial statements certified by the Statutory Auditors)

NATIXIS ASSURANCES

As Natixis Assurances predominantly sells savings products, the main risks resulting from insurance policies are of a financial nature:

Risk of no longer being able to meet the minimum contractual rate of return in the event of a decline in interest rates

To deal with this risk, ABP Vie (a subsidiary of Natixis Assurances) has only sold policies without a minimum guaranteed rate in recent years: more than 90% of the policies have a 0% minimum guaranteed rate. The minimum guaranteed rate averages 0.2%.

Risk of policy redemptions in the event of an increase in interest rates

Natixis Assurances has identified the policyholders with a high risk of redemption, the differential criteria being age, tax seniority and amount of capital. For these policyholders, Natixis Assurances has hedged the risk of interest rate increases and has limited the scope covered by such policies to approximately a quarter of its assets. Against this backdrop, it has hedged its portfolio with Cap policies and has also subscribed to variable-rate bonds.

The liability adequacy test carried out in accordance with IFRS 4 showed that insurance liabilities measured under local standards, for the year ended December 31, 2013, were greater than the fair value of these liabilities, taking into account the redemption option incorporated in the policies.

Financial risk in the event of an increase in interest rates

The sensitivity of equity to variations in interest rates is mitigated by the classification of approximately €3.5 billion, fair value, in interest-bearing securities in the category of held-to-maturity securities.

Concerning securities in other categories, the sensitivity analysis carried out at end-December 2013 showed that a 1-point increase in bond yields would have a negative impact of €48 million on equity (taking into account the variation attributable to policyholders and taxation), i.e. 3.9% of equity.

Market risk

Natixis Assurances is subject to variations in the value of its financial assets. Management of financial risks involves defining a strategic allocation taking into account liability commitments, regulatory constraints (particularly in terms of non-concentration) and commercial requirements. Thus, allocation ranges are defined for each type of asset.

According to the sensitivity analysis carried out at end-December 2013:

- a 10% drop in the stock market would have a negative impact of €13.5 million on equity (after taking into account the variation attributable to policyholders and taxation), i.e. 1.1% of equity;
- a 10% drop in the real estate market would have a negative impact of €4.6 million on equity (after taking into account the variation attributable to policyholders and taxation), i.e. 0.4% of equity.

Also, Natixis Assurances fully reinsures the guaranteed minimum payment on unit-linked policies.

Credit risk

The monitoring and management of counterparty risk is carried out in compliance with Natixis' standards and internal limits, as determined by the Credit Risk Committee, as well as the regulatory constraints imposed on insurance companies. Thus, 66% of the fixed-income portfolio is invested in securities rated higher than A-.

Provident insurance business

Mortality and morbidity risks are limited by the implementation of a pricing structure appropriate for the policyholders in question and guarantees that are insured, the use of experience tables and the upstream practice of medical history-based selection of new policyholders.

Natixis Assurances uses reinsurance to limit its exposure to the risk of dispersion of capital guaranteed upon death, personal accidents and loss of autonomy, as well as the frequency of claims for cessation of work, invalidity and loss of autonomy. A reinsurance treaty in the event of epidemics or pandemics has also been put in place in order to limit exposure to the increase in deaths that would ensue.

The annual reinsurance plan seeks to diversify reinsurers and to deal only with parties having a high-quality rating. No reinsurance treaty is entered into or renewed with parties that are non-investment grade (rating of BB+ to D-). In practice, the ratings of reinsurers with which Natixis Assurances does business range from AA to BBB+. The reinsurers that Natixis Assurances works with have a low issuer risk, and the risk of concentration in a given counterparty is limited since Natixis uses several reinsurers.

Concentration of risks

The nature of insured risks combined with reinsurance coverage does not create any particular exposure in terms of concentrated insurance risks.

COFACE

Through its activities, Coface is exposed to two main types of risk. The first is the technical risk constituted by the risk of losses on Coface's portfolio of insurance policies. The second is the financial risk related to the risk of loss arising from adverse changes in interest rates, exchange rates or the market value of securities or real estate investments. Coface has implemented tools designed to control these risks and to ensure they remain within conservative limits.

Technical risk

Credit risk concerns the risk of loss generated by the portfolio of insurance policies.

- Traditionally, Coface distinguishes between frequency risk and event risk: frequency risk represents the risk of a sudden and significant increase in delinquency from a multitude of debtors. This risk is measured for each region and country by monitoring the instantaneous loss ratio and the monthly indicator that breaks down the changes in domestic/export credit by DRA (Debtor Risk Assessment) and business sector, by acceptance rate on the DRA scale or by product line (deposit, single risks). Loss ratios for the different underwriting centers are also monitored at the consolidated Coface level. Missed payments are analyzed weekly by the Group Management Board and monthly by Coface's Arbitration Committee;
- event risk represents the risk of abnormally high losses recorded for the same debtor or group of debtors, or of an accumulation of losses for the same country.

In addition to weekly and monthly monitoring at each region and country level, Coface has implemented a system based on:

- the centralization of declarations of intent to file a claim exceeding a certain amount (currently €0.5 million for all Coface arbitration centers);
- at the risk underwriting level, monitoring of MSE (Maximum Standard Exposure) which generates an approval above a certain level of DRA-based outstandings, and establishment of an overall budget by the Group Arbitration Department;
- a DRA risk evaluation system covering all buyers;
- external quota share reinsurance treaties (25% cession rate) and excess of loss reinsurance treaties (deductible of €40 million) for 2013, thus limiting frequency and event risks.

Diversification of the credit risk portfolio

Coface maintains a diversified credit risk portfolio, in order to minimize the risk that a default by a debtor, a slowdown in a particular sector of activity or an adverse event in a given country might exert a disproportionate impact on its overall claims expense. Furthermore, the fact that the great majority of Coface's risks are short-term (95% of total outstandings) allows it to reduce the risk covered for a debtor or a group of debtors relatively quickly and anticipate a decrease in their solvency.

Exposure to debtor risk at end-December 2013

POLICIES SIGNED EXCLUDING TRANSACTIONS ON BEHALF OF THE STATE/ALL GUARANTEED PRODUCTS

Tranches - Total Buyer Outstandings	Outstandings in millions of euros	Number of limits	Number of buyers	Outstanding
Rejections	-	876,862	614,149	0.0%
€1,000 - 10,000	3,709	524,909	481,172	0.8%
€11 - 20 K	6,052	476,234	376,206	1.3%
€21 - 30 K	4,671	286,931	178,201	1.0%
€31 - 40 K	3,546	192,870	97,736	0.8%
€41 - 50 K	4,591	176,365	96,474	1.0%
€51 - 60 K	3,102	124,769	54,738	0.7%
€61 - 70 K	2,611	101,178	39,250	0.6%
€71 - 80 K	3,519	102,646	46,864	0.8%
€81 - 90 K	2,017	71,293	23,431	0.4%
€91 - 100 K	5,059	98,524	51,437	1.1%
€101 - 150 K	12,781	296,686	101,842	2.8%
€151 - 200 K	10,075	199,009	56,712	2.2%
€201 - 300 K	17,077	276,986	69,033	3.8%
€301 - 400 K	14,078	195,205	40,293	3.1%
€401 - 500 K	11,916	145,010	26,403	2.6%
€501 - 800 K	27,537	283,401	43,502	6.1%
€801 - 1,500 K	41,388	322,587	38,020	9.1%
€1,500 K – 3 M	50,895	272,411	24,241	11.2%
€3 M – 5 M	39,288	149,993	10,219	8.7%
€5 M – 10 M	50,359	141,414	7,257	11.1%
€10 M – 50 M	89,611	142,863	4,732	19.8%
€50 M – 100 M	21,360	17,798	321	4.7%
€100 M – 200 M	14,191	10,221	110	3.1%
≥ €200 M	13,094	5,693	32	2.9%
TOTAL	**452,530**	**5,491,858**	**2,482,375**	**100%**

Second-level controls are set up to ensure that the Group's credit risk standards are observed.

Financial Risk

Coface has implemented an investment policy that incorporates the management of financial risk through the definition of its strategic allocation, regulations governing insurance companies and constraints related to the management of its liabilities. Management of financial risks is thus based on a rigorous system of standards and controls which is regularly reviewed:

- interest rate risk and credit risk: the majority of Coface's allocations are in fixed-income products which guarantee it recurring and stable revenue. The bond portfolio's overall sensitivity[1] was 2.1 at December 31, 2013. Coface is not exposed to Greek, Irish, Portuguese or Spanish sovereign debt. Coface has limited exposure to Italian sovereign debt as part of a defined-risk budget. It accounted for 3.9% of its global portfolio at December 31, 2013;
- exchange rate risk: the majority of Coface's investment instruments are denominated in euros. Subsidiaries and branches using other currencies must observe the same principles of congruence. At December 31, 2013, a foreign exchange hedge via swap in particular was carried out to hedge USD and GBP-denominated bond investments for a total amount of €143 million;
- equity risk: exposure is limited to less than 10% of the portfolio and is concentrated in the euro zone, in connection with its core business. At December 31, 2013, listed equities represented 4% of the investment portfolio and were partially hedged via the acquisition of put options on indices;
- counterparty risk: maximum exposure to any given counterparty is set at 5% of assets under management, with exceptional exemptions for short-term exposure. More than 62% of the bond portfolio carried a median rating [2] of above A-;

(1) The sensitivity of a bond measures the bond's loss in value in the event of an interest rate hike. For example, bonds with a sensitivity of 2.1 will see a 2.1% reduction in their market value if interest rates increase by 1%.

(2) Second lowest rating in the event of three available ratings from the three international rating agencies; if one of the ratings is only provided for two of the agencies, the lower rating will be considered, if a rating is available from one agency alone, this rating will be considered.

- liquidity risk: a significant portion of held-for-sale securities are invested in money market products with average maturities of three months (38% at December 31, 2013, i.e. more than €750 million). The vast majority of the portfolio is listed on OECD markets and carries a liquidity risk which is currently considered as weak.

Second-level controls on compliance with Coface's investment policy are also carried out.

CEGC

Compagnie Européenne de Garanties et Cautions is Natixis' guarantee and surety platform for multiple business lines. Its primary risks include underwriting risk, market risk, reinsurer default risk and operational risk.

Underwriting risk

Underwriting risk is the main risk incurred by CEGC. The regulated commitments carried as liabilities amounted to €1.1 billion at December 31, 2013 (up 16% compared to fiscal year 2012). This increase was due to the outstanding performance of the guarantees for mortgage loans granted to retail customers. Low interest rates offered by the market led to a massive wave of borrowers refinancing their outstanding loans.

Underwriting risk is essentially a type of counterparty risk, as the commitments given by CEGC to beneficiaries of guarantees give direct exposure to subscribers (policyholders).

For each of its activities, underwriting risk management is largely based on an analysis of the transactions under consideration (quality of counterparties, type and analysis of the project, funding or commitments and sureties collected) and on an individual and collective delegation system tailored to the specific risks of each market and the experience of the delegates. The delegation system covers specific market risks by level of risk, which reflects the probability of occurrence of a claim, and by level of commitment, which reflects the severity of the claim in the event of occurrence. The approval process governs CEGC's delegation system through the establishment of absolute limits on risk exposure per business line (severity of the claim in the event of occurrence) and by counterparty rating or quality (probability of occurrence).

The counterparty risk selection procedure is deployed according to the type of activities and guarantees issued.

Underwriting risk is monitored in two ways: at the consolidated level through the use of several statistical tools, scores and risk indicators, and individually (i.e. by counterparty) via special Committees such as the Underwriting Committee, Legal Disputes and Provisioning Committee, and Watchlist Committee.

The system is based on a risk and solvency management charter which details the Company's risk appetite and is broken down into a set of updated procedures for risk management and granting sureties and guarantees as well as underwriting risk monitoring (premiums, reserves, natural disaster) listed by business line, market risks (equities, interest rates, defaults, property, etc.), default risks (reinsurers, debtors) and operational risks.

Market risk

CEGC held an investment portfolio of €1.2 billion on its balance sheet at December 31, 2013 compared to €1.1 billion at end-2012. Market risk resulting from the investment portfolio is considered as minor in terms of underwriting risk. By collecting surety insurance premiums at the time of commitment, CEGC is not required to manage funding difficulties. There is no mismatch risk either, as the investment portfolio is fully backed by equity and underwriting reserves.

Portfolio management is secure and follows the standards regulating the insurance business, in particular in terms of assets representing commitments. These standards cover the type and quality of the assets, the level of portfolio dispersion as well as liquidity levels.

The system for managing these risks is based on 1) a finance management charter which details the limits, rules and alerts applicable to the entire portfolio and by asset class and 2) special Committees (ALM Committee and Finance Management Committee) that oversee compliance with these rules, implement the asset allocation policy and review the returns on the transactions carried out.

(in millions of euros) **Data**	**Gross balance sheet value of the provision**	**Fair value**	**As a % of gross balance sheet value of the provision**	**As a % of fair value**
Equities	97	124	7.8%	9.3%
Bonds	862	913	69.8%	68.4%
Diversified	85	89	6.9%	6.7%
Cash	96	96	7.8%	7.2%
Real estate	64	80	5.2%	6.0%
Venture capital funds	22	24	1.7%	1.8%
Other	9	7	0.7%	0.6%

Reinsurance risk

CEGC hedges its liability portfolio by implementing a reinsurance program tailored to its activities. Through this program, the Company is able not only to secure its underwriting income and solvency margin on the loan guarantee markets, but also to protect its equity in the event of high-severity claims on other markets.

Each year, reinsurance hedging needs are defined based on changes in activity.

Reinsurer default risk is governed by counterparty concentration and rating limits.

Operational risk

CEGC's operational risk is limited via the risk management systems set forth in each business line's approval procedures.

CEGC uses a default mapping tool and database tailored to its activities and developed on the basis of business line processes. This database is the standard framework used to catalog incidents and risk situations, and for monitoring corrective action plans based on the methods deployed by Natixis.

CEGC'S OUTSTANDINGS (IN MILLIONS OF EUROS)

CEGC's markets	December 2013	Change (December 2013 versus December 2012)
Retail customers	973	+18%
Single-family home builders	11	+19%
Property administrators - Realtors	6	+41%
Businesses	13	(49)%
Real estate developers	3	(50)%
Professionals	47	+14%
Social economy - Social housing	20	+21%
Run-off activities	21	+5%
TOTAL	**1,094**	**+15%**

4.7 Sensitive exposures in accordance with the recommendations of the Financial Stability Forum

(These data form an integral part of the financial statements certified by the Statutory Auditors)

Natixis was exposed to the following risks at December 31, 2013.

EXPOSURE TO SUBPRIME ABS CDOS

Subprime ABS CDOs represented gross exposure of €651 million as at December 31, 2013. €12 million in impairments were recognized (excluding the effect of the BPCE guarantee) in 2013, bringing total impairments to €560 million.

(in millions of euros)	Total exposure
Net exposure as at December 31, 2012 (after impairment)	126
Change in exposure (liquidation, redemption and currency effect)	(47)
Impairments over the year 2013	12
NET EXPOSURE AS AT DECEMBER 31, 2013 (AFTER IMPAIRMENT)	**91**

EXPOSURE TO MONOLINE INSURERS

Value adjustments fell by €154 million during 2013 (excluding the effect of the BPCE guarantee) to €197 million at December 31, 2013, versus €351 million at December 31, 2012.

	Data as at 12.31.2013			Data as at 12.31.2012		
(in millions of euros)	Notional amount	Pre-value adjustment exposure	Value adjustments	Notional amount	Pre-value adjustment exposure	Value adjustments
Protection for subprime CDOs	-	-	-	-	-	-
Protection for CLOs	358	21	(6)	2,106	72	(27)
Protection for RMBS	56	8	(7)	132	27	(4)
Protection for CMBS	38	1	-	46	-	-
Other risks	4,335	462	(184)	5,200	629	(320)
TOTAL	**4,787**	**492**	**(197)**	**7,484**	**728**	**(351)**

(in millions of euros)	12.31.2013	12.31.2012
Pre-value adjustment exposure	492	728
Value adjustments	(197)	(351)
RESIDUAL EXPOSURE	**295**	**377**
Discount (%)	40%	48%

US RMBS PORTFOLIOS, INCLUDING SUBPRIME RMBS

Exposure in the financial statements at December 31, 2013 was as follows:

(in millions of euros) US RMBS	Net exposure as at 12.31.2012	Change in value in 2013	Other changes	Net exposure as at 12.31.2013
Trading book	1	-	(1)	0
Asset portfolio (fair value option)	0	-	-	0
Loans and receivables portfolio	465	-	(464)	2
Available-for-sale asset portfolio	0	-		0
Non-wrapped	**466**	**-**	**(465)**	**2**
Trading book	6	-	(6)	0
Loans and receivables portfolio	172	-	(150)	21
Wrapped	**178**	**-**	**(156)**	**21**
Trading book	1	-	-	1
Loans and receivables portfolio	0	-	-	0
US Agencies	**1**	**-**	**-**	**1**
TOTAL	**645**	**-**	**(621)**	**24**
% net exposure BPCE guarantee				100%
% net exposure external guarantee				0%

Breakdowns by rating and type of underlying for US RMBS were as follows at December 31, 2013:

Breakdown by rating	% breakdown
AAA	2%
AA	1%
A	88%
BBB	2%
BB	1%
B	0%
CCC	0%
CC	0%
C	0%
D	0%
NR	6%
TOTAL	**100%**

Breakdown by underlying	% breakdown
US Agencies	2%
Prime	0%
Alt-A	87%
Subprime	10%
Other	1%
TOTAL	**100%**

EUROPEAN RMBS

NET EXPOSURE TO UK RMBS

(in millions of euros) **UK RMBS**	Net exposure as at 12.31.2012	Change in value in 2013	Other changes	Net exposure as at 12.31.2013
Trading book	3	0	(3)	0
Asset portfolio (fair value option)	6	0	(6)	0
Loans and receivables portfolio	49	0	(49)	0
Available-for-sale asset portfolio	80	-	(80)	0
TOTAL	**138**	**-**	**(138)**	**0**

NET EXPOSURE TO SPANISH RMBS

(in millions of euros) **Spanish RMBS**	Net exposure as at 12.31.2012	Change in value in 2013	Other changes	Net exposure as at 12.31.2013	AAA	AA	A	BBB	BB	B	CCC	CC
Trading book	7	-	(7)	0	-	-	-	-	-	-	-	-
Asset portfolio (fair value option)	0	-	-	0	-	-	-	-	-	-	-	-
Loans and receivables portfolio	183	-	(170)	12	-	-		-	-	12	-	-
Available-for-sale asset portfolio	6	-	(6)	0	-	-	-	-	-	-	-	-
TOTAL	**196**	**-**	**(183)**	**12**	**-**	**-**	**-**	**-**	**-**	**12**	**-**	**-**
% net exposure BPCE guarantee				0%								
% net exposure BPCE guarantee (including assets hold by SAHARA)				100%								

CMBS

(in millions of euros) **CMBS**	Net exposure as at 12.31.2012	Change in value in 2013	Other changes	Net exposure as at 12.31.2013
Trading book	4	-	(4)	0
Asset portfolio (fair value option)	12	-	(12)	0
Loans and receivables portfolio	25	-	(25)	0
Available-for-sale asset portfolio	63	-	(63)	0
TOTAL	**104**	**-**	**(104)**	**0**

5

Financial Data

5.1 Management report at December 31, 2013

5.1.1 NOTE ON METHODOLOGY

The management data published in this registration document are presented **pro forma of the disposal of the Cooperative Investment Certificates**, based on the following assumptions:

- sale of CCIs as at January 1, 2012;
- repayment of the P3CI transaction and related operations as at January 1, 2012;
- reinvestment of liquidity and exceptional dividend payout of €2 billion as at January 1, 2012.

Given the assumption of the P3CI repayment at January 1, 2012, all analytical restatements carried out in 2012 on the business line contributions to P3CI have been eliminated.

The management data presented in this registration document have been restated pro forma for fiscal year 2012.

The pro forma impact was taxed based on the reported effective tax rate applicable in 2012. On January 1, 2012 deferred taxes in respect of the proceeds from the transaction were charged against the tax group's tax loss carryforwards.

In accordance with European regulation No. 809/2004 relating to information contained in prospectuses, the management data pertaining to the financial statements for the year ended December 31, 2011, which were published in the 2011 registration document filed with the AMF on March 23, 2012, are included for reference in this registration document.

Assessment of business line performances measured under Basel 3

As from 2013, the earnings of the Natixis business lines are presented in accordance with Basel 3 regulations. Basel 3 risk-weighted assets are assessed by Natixis on the basis of the implementation documents published to date.

Capital will be allocated to Natixis business lines on the basis of 9% of their Basel 3 average risk weighted assets. The capital allocation specific to the insurance businesses is replaced by the Basel 3 treatment for investments in insurance companies, as stated in CRD4/CRR ("Danish compromise": the consolidated value of the investment being risk weighted at 370%).

The series of 2012 quarterly income statements for the business lines are presented pro forma of this Basel 3 measurement.

Restructuring expenses

Restructuring expenses were isolated in relation to Natixis' additional cost-saving plan announced in December 2013, net of tax, excluding recurring management income.

Changes in standards

- The rate of return on regulatory capital has been revised from 3.5% to 3% to factor in long-term interest rate movements.
- The systemic risk levy and the contribution for ACPR (French Prudential Supervisory Authority) control fees, previously allocated to the Corporate Center, are now allocated to the different business lines.
- In continuing the development of the Originate-to-Distribute model, the earnings generated by GSCS (Global Structured Credit Solutions combining securitization and credit solutions on the debt platform), previously divided between FIC-T and Structured Financing, are now allocated exclusively to FIC-T.

The 2012 data for all above-mentioned changes in standards have been restated on a pro forma basis.

The **conventions applied in determining the earnings generated by the various business lines** are as follows:

- the business lines record the return on regulatory capital allocated to them;
- the return on share capital of the entities comprising the divisions is eliminated based on a normative rate;
- the carrying cost of goodwill is borne entirely by the Corporate Center;
- the divisions are invoiced for an amount representing the bulk of Natixis' overheads; the uninvoiced portion accounts for 3% of Natixis' total expenses.

GAPC is presented as a business line in its own right.

Fair value adjustment on own debt is recognized by the Corporate Center.

Following the reclassification of the deeply subordinated notes (DSNs) as equity instruments, interest expense on these instruments ceased to be recognized in the income statement as of January 1, 2010.

ROE (return on equity) **and ROTE** (return on tangible equity) for Natixis and the business lines are calculated as follows:

- the result used to determine **Natixis' ROE** is net income (group share), from which DSN interest expense is deducted, net of tax effects as recognized in equity. The equity used is average annual shareholders' equity (group share) under IFRS, after distribution of dividends, eliminating unrealized or deferred gains and losses recognized in equity and excluding DSNs;
- **Business line ROE** is calculated based on normative equity, plus goodwill and intangible fixed assets related to the business line;
- **Natixis' ROTE** is determined using, as the denominator, the average book value after distribution of dividends, excluding average hybrid debt, average intangible fixed assets, and average goodwill, including goodwill recognized on companies accounted for by the equity method. The numerator comprises net income (Group share) minus interest paid on DSNs net of tax.

5.1.2 2013 KEY EVENTS

In 2013, Natixis' operating environment was marked by a gradual increase in interest rates following announcements by developed country central banks, and an improvement in the indices of the world's top financial marketplaces. The big events on the economic front included the recovery in the United States and the beginning of the end of the recession in Europe.

In 2013, Natixis further expanded its "Originate-to-Distribute" (O2D) model with the establishment of a special structure in the **Wholesale Banking** division and the signing of two new major partnership agreements with institutional investors for the distribution of Structured Financing solutions. At the same time, Natixis successfully positioned itself as a major player contributing its expertise in M&A advisory, acquisition financing and refinancing on the high-yield markets in a number of emblematic deals.

In energy and commodities finance, in 2013 Natixis consolidated its positioning with major traders and producers in the metals sector, taking 3rd place in the "Best Trade Bank in Metals and Mining" category *(source: Trade and Forfaiting Review-Excellence Awards 2013)*. In aircraft financing, Natixis played a key role in the EETC (Enhanced Equipment Trust Certificates) market. In PPP project financing, concessions and public service delegations, Natixis was ranked First Arranger in France for the period from January 2011 to June 2013 *(source: Magazine des Affaires, MLA ranking by number of deals)*.

In capital markets, the debt platform combining loan syndication, the primary bond market and Global Structured Credit & Solutions delivered a solid performance despite the slowdown in issue volumes. As a leading player in the euro bond primary market, Natixis was recognized for the third year in a row on the euro covered bond market (Euroweek ranking): "Best Lead Manager" in 2012 and 2013, after being named "Best Overall Bank" in 2011. The Equity Capital Markets team also ended 2013 on a high note with the successful placement of eight convertible bond issues for European corporates in early September, taking first place on the convertible bond market in France in 2013 by number of deals *(source: Bloomberg – from 01.01.2013 to 11.14.2013)*.

In terms of research, Natixis was ranked No. 1 for covered bonds, Pfandbriefe, ABS, supranationals and agencies *(source: Euromoney – Fixed Income Research Survey 2013)*. It was also recognized for its research in small and mid cap equities in France, taking the No. 4 spot in the Thomson Extel Survey 2013 ranking.

On the international market, Natixis focused on developing in Latin America by creating a dedicated unit on the Americas platform in May 2013 in order to process the already substantial number of transactions in the region. Natixis also reinforced its sales teams in Asia on the Capital markets and carried out large-scale financing deals such as Shuanghui Group's acquisition of Smithfield Foods in the United States. As a result of its many efforts to develop its international positioning in 2013, Natixis saw an increase in the contribution of activities outside France to Wholesale Banking's net revenues, with a 32% rise in revenues generated in the United States.

In 2013's more supportive economic climate in the US and a persistently challenging environment in Europe, **Investment Solutions** expanded the synergies of its four business lines (Asset Management, Insurance, Private Banking and Private Equity) with Natixis' other core businesses and the Groupe BPCE networks.

Natixis Global Asset Management (NGAM) continued to expand in 2013 and completed its distribution optimization project by creating a France BDU (business development unit) on its NGAM International Distribution platform and transferring NAM's sales teams in charge of customers to this new structure. Upon completing this restructuring plan on October 1, 2013, NGAM International Distribution became the only distribution platform for clients shared by affiliates in France and abroad.

NGAM posted an exceptional year in terms of inflows generated on its distribution platform, reaching record levels of assets under management.

- At €629.2 billion, NGAM's AuM reached a record high on a constant-euro basis;
- NGAM US also reached a peak at $419.4 billion, with AuM at Harris topping $100 billion ($118.1 billion at end-2013 vs. $76.2 billion at end-2012);
- NGAM US Distribution recorded record gross and net inflows of $56.9 billion and $16.7 billion, respectively;
- NGAM International Distribution posted gross inflows of $23.9 billion and record net inflows of €10.6 billion in long-term products. Net inflows for all products combined totaled €9.9 billion, close to 2011 levels;
- H_2O topped €3 billion in AuM and Ossiam €1 billion.

Private Banking maintained its strong momentum in sales cooperation with the Group networks and further modernized its information system in France (roll-out of its new web tool scheduled for H2 2014 for IWMAs) and Luxembourg (launch of the OSIP project aimed at overhauling its back- and front-office applications).

Its subsidiary, VEGA Investment Managers, received the Eurofonds award for best French Asset Management company in the "16 to 25 rated funds" category and Sélection 1818 was ranked the No. 1 banking platform at the 2013 wealth management awards of *Gestion de Fortune* magazine.

Insurance continued to develop its individual personal protection insurance and payment protection insurance offering.

Life Insurance enjoyed a more supportive economic environment and saw its level of activity return to normal. For its part, Natixis Assurance continued to adapt its range of multi-vehicle life insurance policies with the launch of the Horizeo policy. This new policy targeting the general public offers a wide range of investment monitoring options and prices on a sliding scale based on assets under management.

In the interest of building the markets back up, Natixis Assurances also increased the average annual revaluation rate for euro fund-backed AuM by 10 cents.

In Bancassurance, the diversification and development driver under the "Ambition Banquier Assureur" (ABA) program launched in 2012, the **personal protection and casualty insurance** range was further expanded and adapted in 2013. In particular, for new policies taken out as from January 1, 2013, Natixis Assurances put an end to the co-insurance agreements applicable to the Payment Protection Insurance activity distributed by the Banque Populaire network. This activity is now fully within the remit of Natixis Assurances.

The Solvency program launched in 2009 entered a new phase with the implementation of certain risk assessment models and governance systems (Pillars I and II). Furthermore, alongside the additional work on certain aspects of Pillar I, preparations were made in 2013 for the reporting and prospective measurement of risks required by Pillar III.

The **Private Equity** business line boasted a sharp rise in capital under management in 2013 on the back of various deals:

- the acquisition in Q2 2013 of EURO Private Equity, a Swiss Asset Management and advisory firm specializing in European funds of funds;
- the signing of a fund management mandate with Natixis Assurances (funds of funds);
- fund raising for two venture capital funds: Quadrivium and Health for Life;
- fund raising for three secondary funds in H2 (Cap Entrepreneur, Naxicap Secondary Opportunities II, Naxicap Secondary Opportunities III), managed by Naxicap;
- the new closing of the Caspian II fund of funds (direct investment in the United States).

At €5,099 million, capital under management increased substantially compared to December 31, 2012 (+39%) despite persistently challenging fund-raising conditions (regulatory pressure and reduced tax benefits on certain types of products).

Specialized Financial Services stepped up its relations with the BPCE networks, in the Specialized Financing and Financial Services activities alike. It also continued its strict management of operating expenses and scarce resources.

Consumer Finance implemented the "United" joint venture entered into with BNP Paribas in July 2010. This resulted in particular in the creation, at January 1, 2013, of a software publishing joint venture equally owned with BNPP Personal Finance, responsible for the modernization and upkeep of a shared back office consumer finance platform.

At January 1, 2013, Natixis acquired real estate leasing company Sud-Ouest Bail Active. The financial statements were not published on a pro forma basis.

In the **Financial Investments** business line, Coface finalized its efforts to refocus on credit insurance and factoring in Germany and Poland. Meanwhile Coface's non-core businesses, now combined under the heading "Corporate Data Solutions" at Natixis, redefined their strategy for the business information and client management market. Finally, the Ho Chi Minh branch was incorporated in the business line as of January 1, 2013.

GAPC kept up a strong pace of disposals with €5.4 billion sold in 2013, resulting in a massive reduction of assets under guarantee and risk-weighted assets. It extended its hedging and de-risking operations in complex interest rate derivatives and continued to liquidate its structured fund portfolios.

Revenue synergies were in line with the New Deal strategic plan, with additional revenues generated via the BPCE networks reaching €432 million by end-2013 versus a target of €395 million.

The development of the divisions went hand-in-hand with strict **financial management**:

- liquidity requirements (excluding GAPC) were virtually stable at end-2013 compared to end-2012, in the wake of a €15 billion reduction in 2012;
- RWA consumption (excluding GAPC), evaluated as per Basel 3 regulations, was down 2% to €116.4 billion at December 31, 2013 thanks to solid management of outstandings. Wholesale Banking's RWA, calculated as per Basel 3 regulations, dropped by 1% to €74.5 billion at December 31, 2013.

Based on the income generated in fiscal year 2013, the General Shareholders' Meeting scheduled for May 20, 2014 will propose a dividend payout of €0.16 per share, i.e. more than 50% of earnings available for distribution.

5.1.3 CONSOLIDATED RESULTS

			Change 2013/2012	
(in millions of euros)	2013	2012	%	%***
Net revenues*	**7,032**	**6,596**	**+6.6%**	**+7.7%**
o/w Businesses*	***7,252***	***6,984***	***3.9%***	***4.8%***
Expenses*	(5,064)	(4,939)	+2.5%	+3.3%
Gross operating income*	**1,967**	**1,657**	**+18.7%**	**+20.7%**
Provision for credit losses	(392)	(373)	+5.2%	+5.2%
Operating income*	**1,575**	**1,285**	**+22.6%**	**+25.3%**
Associates	21	17	+17.5%	+17.5%
Gain or loss on other assets	17	(2)		
Change in value of goodwill	(14)	(16)	(9.2)%	(9.2)%
Pre-tax profit*	**1,599**	**1,285**	**+24.4%**	**+27.2%**
Taxes*	(592)	(388)	+52.8%	+52.8%
Minority interests	1	(45)		
Recurring net income (group share)*	**1,008**	**852**	**+18.2%**	**+22.2%**
GAPC net income	(3)	(31)	(89.2)%	(89.2)%
Pro forma impact of the disposal of CCIs	(70)	81		
Net restructuring costs	(51)			
Net income (group share)	**884**	**901**	**(1.9)%**	**+1.2%**
*Cost/Income ratio**	*72.0%*	*74.9%*		
Equity (Average)	*17,310*	*18,934*		
ROE	*4.8%*	*4.4%*		
ROTE	*6.4%*	*6.3%*		

* *Excluding GAPC and restructuring costs, and pro forma of the disposal of CCIs.*
** *Core businesses and financial investments.*
*** *At constant USD exchange rates.*

Analysis of changes in the main items comprising the consolidated income statement

Workout portfolio management (GAPC) net restructuring costs were transferred to net income (group share). This presentation facilitates comparisons between reporting periods and makes it easier to interpret business performances.

NET REVENUES

Natixis' **net revenues** [(1)] amounted to €7,032 million at December 31, 2013, up 6.6% versus December 31, 2012. Revaluation of own senior debt accounted for -€195 million in net revenues for the year (vs. -€352 million in 2012).

Excluding the impact of the revaluation of own senior debt, net revenues climbed 4% over the year to €7,226 million, reflecting the solid momentum in the core businesses (+5%).

(1) *Pro forma the disposal of CCIs.*

Wholesale Banking's net revenues picked up by 6.4%, restated for the contribution of discontinued operations and the main non-recurring items (reflecting the change in model used) despite limited capital and liquidity resources.

The financing activities improved their net revenues by 3%, driven by robust business and service fee income growth.

Revenues from market activities were relatively stable compared to 2012, thanks in large part by the performance of the debt and treasury platform as well as equity derivatives flows.

Investment Solutions posted a 9% increase in net revenues (+11% at constant exchange rates), predominantly attributable to the momentum in Asset Management driven by development in the United States and the turnaround in insurance income thanks to improved conditions in life insurance.

Specialized Financial Services gained 7% in net revenues, buoyed by strong momentum in Specialized Financing with the Group networks and the scope effect in consumer finance associated with the deal to buy out minority shareholders in this business. Financial Services were resilient, with virtually stable net revenues despite the persistently unsupportive securities environment.

OPERATING EXPENSES AND HEADCOUNT

Consolidated expenses [(2)], including GAPC, totaled €5,153 million, up 2.5% on 2012 at constant USD exchange rates.

Recurring expenses [(2)] (excluding GAPC) stood at €5,064 million, up 2.5% on 2012. At constant USD exchange rates, the 3% increase mainly took place in the Investment Solutions division, which furthered its development (+11% at constant USD exchange rates linked to the change in revenues) across all geographic regions, while Wholesale Banking recorded a 3% decline in expenses at constant exchange rates and Specialized Financial Services saw a 2% increase in expenses excluding the impact of the expanded United scope (5% total).

The Operational Efficiency Program generated total savings of €240 million at end-2013 (of which €143 million in respect of fiscal year 2013).

At year-end, the **headcount** totaled 19,632 FTEs (excluding GAPC), down 3% year-on-year.

GROSS OPERATING INCOME

Recurring gross operating income [(1)(2)] (excluding GAPC) was €1,967 million for fiscal year 2013, up 19% versus 2012. Excluding the impact of the revaluation of own senior debt, gross operating income (excluding GAPC) rose by 8%.

The cost/income ratio [(1)(2)] (excluding GAPC) improved by 3 points to 72%. Excluding the impact of the revaluation of own senior debt, it improved by 1 point year-on-year to 70%.

PRE-TAX PROFIT

The **provision for credit losses** came to €392 million in 2013 (excluding GAPC activities), reflecting a moderate increase of 5% on 2012, in keeping with the Group's provisioning policy in line with the economic environment.

The **share in income from associates**, for the most part consisting of contributions from Investment Solutions and Financial investments, climbed by 18% on 2012 to €21 million.

Gains or losses on other assets, which made a positive contribution of €17 million in 2013, was mainly linked to a capital gain on the sale of an operating property.

Change in the value of goodwill posted a loss of -€14 million in 2013 due to impairments recorded by the Corporate Data Solutions CGU (cash generating unit), amounting to -€6 million, and assets related to a data center (-€8 million).

Pre-tax profit [(1)(2)] (excluding GAPC) came to €1,599 million in 2013 compared with €1,285 million in 2012 (i.e. +24%), including an impact of -€195 million from the revaluation of own senior debt, versus -€352 million in 2012. Excluding this impact, the increase in pre-tax profit was +10% from 2012 to 2013.

RECURRING NET INCOME (GROUP SHARE)

The recurring **tax expense** (excluding GAPC) amounted to €592 million in 2013. The effective tax rate [(1)(2)] (excluding GAPC) stood at 37% at December 31, 2013, reflecting the current rise in income tax rates in France.

After incorporating €1 million in minority interests, **recurring net income group share** [(1)(2)] (excluding GAPC and pro forma of the CCI disposal) amounted to €1,008 million.

In 2013, GAPC's net loss was very low at just -€3 million.

Recurring net income group share including GAPC [(1)(2)] totaled €1,004 million 2013 versus €821 million in 2012.

Pro forma of the CCI disposal, consolidated post-tax **management ROE** came out at 6.0% in 2013 after recognizing a DSN interest expense booked to equity for a net total after tax of €49 million.

(1) Pro forma the disposal of CCI.
(2) Excluding constructing costs.

Restructuring costs were recorded excluding management income for -€51 million. These restructuring costs included a pre-tax provision for restructuring costs of -€91 million, covering all projected severance payments under the Adaptation Plan presented by Natixis in December 2013 (involving about 700 jobs) and assistance and support expenses. They also include various exceptional expenses of -€13 million recorded in Q4 2013 related to the restructuring plan and a pre-tax reversal of employee benefits of +€22 million.

The reclassification of management results as accounting results included an impact of -€70 million linked to the pro forma result relative to the disposal of CCIs.

Net book income (group share) totaled €884 million in 2013 versus €901 million in 2012. **Accounting ROE** stood at 4.8% in 2013.

The **Core Tier 1 ratio** rose by 120 bp to 10.4% at December 31, 2013.

5.1.4 ANALYSIS OF NATIXIS BUSINESS LINES

5.1.4.1 Wholesale Banking

			Change 2013/2012	
(in millions of euros)	**2013**	**2012**	**%**	**%***
Net revenues	**2,867**	**2,836**	**+1.1%**	**+2.1%**
Commercial Banking	*388*	*373*	*+4.0%*	*+4.6%*
Structured Financing	*1,047*	*1,022*	*+2.4%*	*+4.1%*
Capital Markets	*1,495*	*1,508*	*(0.8)%*	*(0.3)%*
CPM and Other	*(63)*	*(68)*	*(7.7)%*	*(2.2)%*
Expenses	(1,657)	(1,719)	(3.6)%	(3.1)%
Gross operating income	**1,210**	**1,117**	**+8.4%**	**+10.1%**
Provision for credit losses	(312)	(265)	+17.6%	+17.6%
Pre-tax profit	**899**	**852**	**+5.6%**	**+7.8%**
Cost/Income ratio	*57.8%*	*60.6%*		
Total capital	*6,989*	*7,807*		
ROE	*8.2%*	*7.0%*		

* *At constant USD exchange rates.*

In 2013, **Wholesale Banking's net revenues** amounted to €2,867 million, up 1% versus 2012. Restated for the contribution of discontinued operations that no longer fit with the Wholesale Banking model as adopted by Natixis in Q3 2012 (€132 million in revenues in 2012 versus a residual loss of €11 million in 2013) and the main non-recurring items (€34 million in 2012 and €38 million in 2013), revenues were up 6.4%.

In 2013, average trading VaR was limited to €6.5 million compared to €7.3 million in 2012 (excluding GAPC). At year-end it amounted to €6.8 million, versus €5.1 million at end-2012.

With management requirements on RWA and liquidity consumption, **Wholesale Banking** revenues were up 4.0% year-on-year while on-balance sheet conventional loan outstandings fell by 18%. Revenues were driven by fees generated on new transactions and by a reduction in refinancing costs. Finally, credit line drawdown rates remained very low at 16%.

Structured Financing revenues gained 4.1% year-on-year at constant exchange rates. Business was very strong, with more than €17.5 billion in new loans (€12.9 billion of which recorded on the balance sheet). Net margins on average outstandings were resilient. Service fee income accounted for 30% of revenues, up 5 points on 2012.

- **Global Energy & Commodities** posted an 8% rise in revenues.
- The contribution of **Aircraft, Infrastructure & Export** activities fell by 4%.
- The **Real Estate Financing** business lines saw a 10% increase in net revenues, including a significant upturn in US securitization activities.
- Net revenues from **Acquisition Finance** climbed by 8% on the back of emblematic international deals.

Revenues generated by the **Fixed Income, Foreign Exchange, Credit, Commodities, Cash Management and Treasury** businesses were virtually stable compared to 2012. This result included a non-recurring net positive impact of €38 million (CVA/DVA and dual curve hedging) and a decrease of €85 million following the discontinuation of certain activities.

- Revenues from **Debt Platform activities** were up 2% on 2012, driven by the momentum of syndication deals and the effectiveness of the Originate-to-Distribute model. In the primary segment, Natixis was named Best Euro Lead Bank in Covered Bonds [1] for the third year in a row, No. 1 on the euro bond primary market with French issuers [2], No. 1 in French euro High Yield primary issues [3] and No. 8 on the global euro bond market [4].
- **Fixed Income** revenues (Credit, Foreign Exchange and Commodities) dropped over the period despite resilient sales activity. This decrease was largely offset by the increase of revenues generated by Short-Term Treasury activities with intermediation volumes up significantly and refinancing costs on the decline.

Equities activities generated net revenues of €418 million, which was stable relative to 2012.

- Alternative Assets activities, which contributed €22 million to net revenues in 2012, were discontinued.
- Income from **Flow Derivatives** rose by 31% thanks to a solid showing from Equity Finance.
- Solutions activities, however, fell by €30 million due to market effects.

In 2013, Wholesale Banking's **expenses** dipped by 3.1% to €1,657 million at constant exchange rates. Including non-recurring income of €15 million related to the overhaul of the pension plan in the United States, payroll costs dropped by 4% in line with the average headcount decrease. IT costs fell by 10%. Other operating expenses were down 11% with the management of lifestyle expenses and savings generated on office expenses (€19 million).

This alleviated the pressure **gross operating income**, which came out at €1,210 million, up €93 million year-on-year. The cost/income ratio was 57.8% in 2013, down 2.8 points on 2012.

At €312 million in 2013, the **provision for credit losses** increased by nearly €47 million, reflecting tense economic conditions, particularly in Europe.

Activities were developed under strict management of capital employed. As a result, at December 31, 2013, Basel 3 **risk-weighted assets (RWA)** at period-end came to €74.5 billion versus €75.6 billion at end-2012.

Based on average RWA calculated in accordance with Basel 3 rules, **allocated capital** decreased by €0.8 billion, i.e. 10% on 2012. This change affected both the FICT business lines, with a decline of €0.3 billion, and the Financing business lines, whose contribution was down by €0.5 billion.

At 8.2%, **ROE** lost 1.2 points compared to 2012.

(1) In 2013 and 2012: Euroweek, Covered Bonds Awards. In 2011: "Best Overall Bank" (Euroweek, Covered Bonds Awards).
(2) Dealogic at December 31, 2013: No. 1 bookrunner by number of issues, "All French Corporate Bonds in Euros".
(3) Dealogic at December 31, 2013: No. 1 bookrunner by number of issues, ""All French HY Corporate Bonds in Euros".
(4) IFR at December 31, 2013: "All Bonds in Euros" by number of issues.

5.1.4.2 Investment Solutions

(in millions of euros)	2013	2012	Change 2013/2012 %	%*
Net revenues	**2,259**	**2,065**	**+9.4%**	**+11.4%**
Asset Management	*1,832*	*1,671*	*+9.7%*	*+12.2%*
Insurance	*268*	*192*	*+39.5%*	*+39.5%*
Private Banking	*124*	*110*	*+13.2%*	*+13.2%*
Private Equity	*35*	*93*	*(62.8)%*	*(62.8)%*
Expenses	(1,662)	(1,528)	+8.7%	+10.8%
Gross operating income	**597**	**537**	**+11.2%**	**+13.3%**
Asset Management	*458*	*417*	*+9.9%*	*+12.6%*
Insurance	*131*	*64*		
Private Banking	*2*	*(2)*		
Private Equity	*6*	*58*	*(90.0)%*	*(90.0)%*
Provision for credit losses	12	0		
Pre-tax profit	**614**	**543**	**+13.2%**	**+15.3%**
Cost/Income ratio	*73.6%*	*74.0%*		
Total capital	*3,478*	*3,469*		
ROE	*12.9%*	*11.1%*		

* *At constant USD exchange rates.*

Investment Solutions posted a 9.4% increase in **revenues** year-on-year to €2,258.7 million (+11.4% at constant exchange rates).

Expenses rose by 8.7% (+10.8% at constant exchange rates). Asset Managemeny's expenses increased with the implementation of new projects (mainly stepped-up distribution) and development in the United States.

Gross operating income was up 11.2% (+13.3% at constant exchange rates) to €597.2 million.

Provision for credit losses slid sharply by €11.9 million in line with capital gains on disposals and reversals of impairments recorded by the Asset Management business after selling its NAM 2 securitization portfolio.

Pre-tax profit totaled €614.1 million, up 15.3% at constant exchange rates.

At 12.9%, **ROE** improved by 1.8 points compared to 2012.

A ASSET MANAGEMENT

NGAM furthered its developed over the entire year, as reflected in the improvement in its professional rankings and awards.

In the United States:

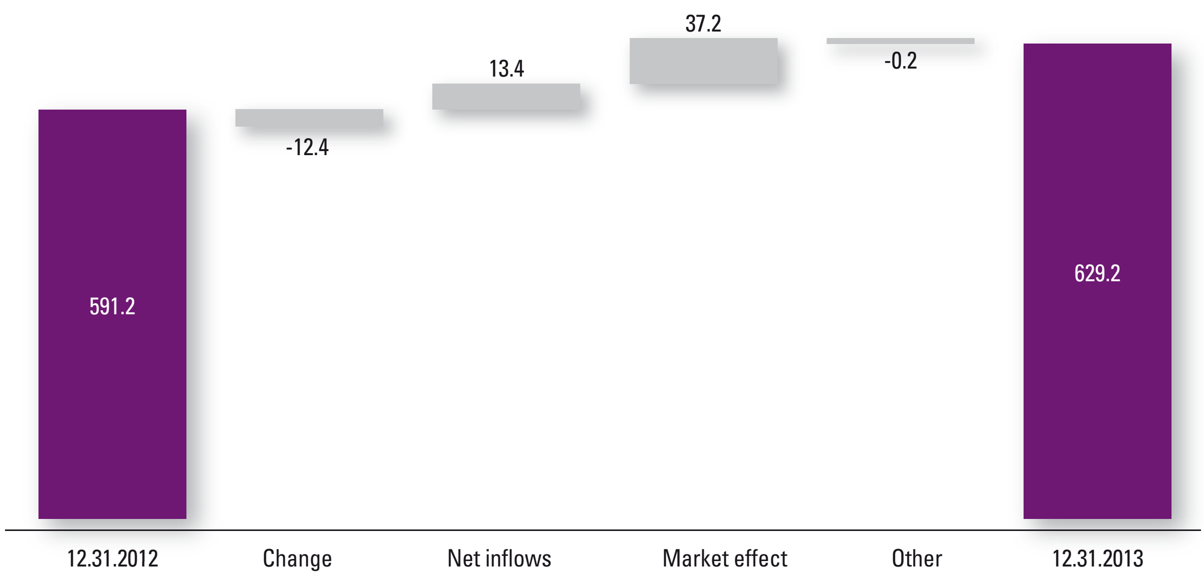
- In 2013, NGAM climbed to 8th place in US mutual fund inflows versus 17th place in 2012.
- Loomis took the Best Fund title in the Global Currencies category for Loomis Sayles Multisector Income Fund.
- The international Oakmark fund managed by Harris Associates was ranked 2nd by Morningstar in 2013.

In Europe:

- At the "Grands Prix de la Gestion d'Actifs" Asset Management awards handed out by Agefi, the Livret Bourse Investissements fund, managed by Natixis AM, took 3rd place in the "Equities France" category.
- Seeyond ranked 3rd for Seeyond Flexible MT in the "Cautious Flexible" category at the Globes de la Gestion wealth management awards awarded by *Gestion de Fortune* magazine.

At the end of December 2013, **assets under management** stood at €629.2 billion, up €50.4 billion (+8.7%) compared to December 31, 2012, at constant exchange rates, driven by a significant market effect (+€37.2 billion) in Europe and the US and by net inflows (+€13.4 billion), at their highest level since 2007.

CHANGE IN ASSETS UNDER MANAGEMENT OVER THE YEAR *(IN BILLIONS OF EUROS)*



Net inflows of €13.4 billion, i.e. €20.5 billion excluding money market products, underscored the momentum enjoyed by the business. Trends varied by region, however:

- Europe posted net outflows of -€9.8 billion including -€11.6 billion in money market products, undermined by interest rate levels and the change in sales policy of the networks in favor of balance-sheet inflows;
- the United States posted net inflows of €22.4 billion, driven in large part by Harris Associates in equity products and by Loomis in bond products.

At €599.4 billion, **average assets under management** were up 8.7% in 2013 versus 2012 (at constant exchange rates).

At December 31, 2013, **net revenues** were up 9.7% year-on-year to €1,832.3 million (i.e. +12.2% at constant exchange rates), driven primarily by fees on assets under management in the US.

Expenses totaled €1,374.3 million, up 9.6% on 2012 (+12.1% at constant exchange rates). Excluding scope effects (particularly the acquisition of McDonnell at December 31, 2012 and transfer of Wholesale Banking activities in Q4 2012), expenses rose by 11% at constant exchange rates, buoyed by the development of affiliates in the United States and investments carried out by the distribution entities.

B INSURANCE

After several fiscal years impacted by volatility and negative trends in the financial environment, coupled with the indirect consequences of regulatory or tax constraints, 2013 saw the relative stabilization of business conditions reflected in a sharp rebound in inflows and net insurance revenues.

In **Life Insurance**, gross inflows bounced back by 40.4% to €3.3 billion, thanks in large part to the considerable development of Natixis Life in Luxembourg, which posted increased premiums of almost 50%. The 36% rise in gross inflows generated in France compared very favorable to the improvement in the French market, limited to 6%. The second half, however, recorded a steep slowdown in gross premium inflows, as contributing banks rebuilt their on-balance sheet resources. With business picking up again in 2013, Natixis Assurance saw its net redemption inflows return to the black in 2013 (+€0.4 billion) versus net outflows of -€1.2 billion in 2012.

Driven by the rebound in net inflows and the revaluation sparked by the rally on the financial markets, assets under management gained nearly 4.5% year-on-year.

Provident Insurance and Payment Protection Insurance (PPI) continued to expand at a fast pace of 14.1% on the back of PPI's rapid development (+20.0%): earned premiums came to €606 million in 2013 (two-thirds of which from payment protection guarantees). The increase in PPI earned premiums can be attributed to the limited seniority of the business (gradual distribution starting in 2007) and the 100% takeover of the guarantees distributed by the Banque Populaire network, previously co-insured (50/50).

Net revenues climbed by 39.5% on 2012 to €267.7 million, led by the rebound in Life Insurance net revenues (€150.3 million, i.e. +66.1%). With claims in line with the rates on guarantees, Provident Insurance and PPI delivered satisfactory profitability: net revenues amounted to €130.1 million, up 12.4% versus 2012.

Operating expenses rose by 7.1% to €136.7 million.

Thanks to the rebound in the profitability of Life Insurance activities, the cost/income ratio improved significantly to 51.1% versus 66.5% in 2012, while **operating income** soared by 103.9% to €131.0 million (vs. €64.3 million in 2012).

Associates (ABP IARD in auto insurance & multi-risk home insurance in France, ADIR in Lebanon) maintained solid profitability, with a share of income up 6.8% to €7.8 million.

C PRIVATE BANKING

At end-December 2013, **Private Banking** recorded **net inflows of €345 million.** Net inflows from the Networks and from direct clients helped offset net outflows on Sélection 1818's IWMA platform and from institutional clients.

Assets under management totaled €22.4 billion, representing an increase of €1.6 billion over the year, boosted by a positive market effect of €1.3 billion.

Over the year, the business line's **net revenues** picked up 13.2% (+€14.5 million versus 2012) to €124.2 million in 2013 on the back of a scope effect linked to the merger of 1818 Gestion with Natixis Multimanager at end-2012 (resulting in the creation of VEGA Investment Managers). Excluding this scope effect, net revenues were up 2.1% thanks to robust momentum in fees on AuM, while fees on transactions remained historically low.

Expenses stood at €121.8 million, representing a 9.5% increase in face value on 2012. This increase drops to 1.9% on a constant scope basis, marking a limited increase in light of the substantial resources devoted to modernizing the information systems.

D NATIXIS CAPITAL INVESTISSEMENT (NCI)

Capital under management, including commitments not paid-up in the funds, amounted to €5,099 million at December 31, 2013, up 38.7% compared to December 31, 2012. Capital managed for third parties accounted for 83.1% of capital under management (74.0% in 2012), confirming the higher proportion of third parties in managed funds. Funds of funds accounted for 59.4% of total capital under management, Private Equity 31.1% and venture capital 9.5%.

Net revenues totaled €34.5 million in 2013. Results were down sharply in France compared to 2012, impacted by low sell-side volumes (reduced liquidity on the market) and limited revaluations, while European and US funds generated solid performances in 2013. Asia did not do as well as anticipated (delayed IPOs and negative foreign exchange rate effects).

5.1.4.3 Specialized Financial Services

(in millions of euros)	2013	2012	Change 2013/2012
Net revenues	**1,272**	**1,190**	**+6.9%**
Specialized Financing	***731***	***644***	***+13.5%***
Factoring	*145*	*136*	*+6.1%*
Sureties & Financial Guarantees	*120*	*112*	*+6.5%*
Leasing	*199*	*196*	*+1.5%*
Consumer Finance	*249*	*185*	*+34.9%*
Film Industry Financing	*18*	*15*	*+24.3%*
Financial Services	***541***	***545***	***(0.9)%***
Employee Savings Scheme	*122*	*115*	*+6.3%*
Payments	*297*	*298*	*(0.4)%*
Securities Services	*122*	*133*	*(8.2)%*
Expenses	(833)	(790)	+5.4%
Gross operating income	**439**	**399**	**+9.8%**
Provision for credit losses	(79)	(76)	+4.6%
Pre-tax profit	**359**	**323**	**+11.1%**
Cost/Income ratio	*65.5%*	*66.4%*	
Total capital	*1,644*	*1,561*	
ROE	*14.3%*	*13.2%*	

Specialized Financing posted solid momentum overall in 2013.

Consumer Finance saw a sharp increase of 14% in personal loan commitments and growth of 5% in revolving credit commitments.

Factoring consolidated its competitive position with market share of 15.1% thanks to factored revenue of €29.8 billion (+5%).

Sureties and Financial Guarantees generated revenue of €320 million, up 42% year-on-year, thanks in large part to the persistently active individual customers market, with the milestone of €250 million in revenue reached (i.e. +61% year-on-year).

Leasing refocused its new business efforts on the BP and CE networks, where it saw growth of 8%.

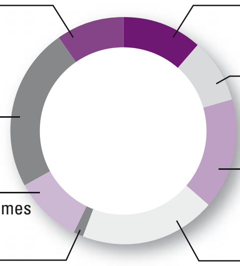
The performance of Financial Services was more uneven.

Through major sales efforts in **Employee Savings Plans,** Natixis won calls for tenders in the major corporate clients segment, taking assets under management up 13% to €21.8 billion compared to end-2012. Securities Services kept up the momentum of its development with an increase in its share of the *Chèque de Table* meal voucher market by 1.1 points to 14.5% in 2013.

Securities Services was impacted by weaker individual customer appetite for financial investment products. The number of transactions fell by 11% in 2013, although there was an improvement for Euronext Paris in the fourth quarter. Assets under custody slid by 14% pro forma of the CCI disposal to €178 billion. The successful expansion of the range of services for the networks was promising.

Payments benefited from stronger Electronic Banking activity, with the number of transactions up 2%. The Transactions and Checks business was more contrasted: while check processing was down 3%, mass transactions was relatively stable.

BREAKDOWN OF 2013 SFS NET REVENUE BY BUSINESS



Net revenues amounted to €1,271.6 million in 2013, up 7%. Growth was driven by Specialized Financing, which posted a 13% increase (6% at constant scope) in net revenues in 2013, while Financial Services revenues were relatively stable (excluding employee savings schemes, up 6%).

Specialized Financing businesses recorded strong growth in net revenues compared to 2012, driven by a particularly strong increase in Consumer Finance (+35%) related to changes in the BNP PF scope and solid sales momentum to the networks. Sureties and Financial Guarantees, up 6%, saw a drop in claims and an increase in financial income.

Within **Financial Services**, the rise in employee savings schemes (+6%) offset the decline in net revenues from Securities Services (-8% related to the drop in transaction volumes), while revenues in Payments activities were stable (good momentum in Electronic Banking, up 6%).

Specialized Financial Services recorded total **expenses** of €833 million at end-2013, up 5% on 2012, with the impact on Consumer Finance of buying out minority shareholders being accountable for nearly two-thirds of this increase.

Overall, **gross operating income** gained 10% to €438.6 million.

At 14.3%, **ROE** was up one point compared to 2012.

5.1.4.4 Financial investments

(in millions of euros)	2013	2012	Change 2013/2012
Net revenues	**855**	**893**	**(4.3)%**
Coface	*706*	*705*	*+0.2%*
Corporate Data Solutions	*101*	*117*	*(14.3)%*
NPE	*(19)*	*8*	
Natixis Algérie	*66*	*63*	*4.6%*
Ho Chi Minh	*1*	*0*	
Expenses	(750)	(746)	+0.5%
Gross operating income	**105**	**147**	**(28.5)%**
Provision for credit losses	(7)	(9)	(23.1)%
Pre-tax profit	**95**	**122**	**(21.8)%**
Cost/Income ratio	87.7%	83.5%	

A COFACE

2013 was in line with 2012 in terms of the deterioration in the global economic environment, with the euro zone still in recession [1] (-0.4%). Customer business volumes were on the decline, but credit insurance premiums proved resilient thanks to solid debtor risk diversification (in terms of geographic regions and sectors). Overall, credit insurance premiums recorded a limited decline of less than 1% (on a like-for-like basis) to €1,033 million. The refocusing of the Factoring business line on the more profitable contracts in Germany and Poland was finalized in 2013. As a result, despite an annual drop of 11.1%, the business line posted a 12.4% rise in net revenues between H1 and H2 2013.

Overall, revenue slid only slightly by 1.6% at constant scope and exchange rates, rebounding by 4.3% in current terms in the fourth quarter, compared to Q4 2012.

The net combined ratio totaled 83.5%. It should be noted that the combined ratio before reinsurance was stable at 81.5% excluding moving costs, thanks to rigorous risk control (the loss ratio improved by 0.5 points to 51.1%) and nearly stable costs.

Net revenues stood at €706 million in 2013, up 0.2% on 2012, thanks to management of underwriting profitability. This included the capital gains generated from the centralized management of investments. Net revenues from Insurance picked up 1.4% in 2013 versus an 11% drop for Factoring net revenues in Germany and Poland over the same period, which nevertheless recorded a rise of 8% in Q4 2013 compared to Q4 2012.

B CORPORATE DATA SOLUTIONS

2013 was marked by the disposal of Coface Services Belgium in Q1 (impact of -€2.5 million in net revenues and -€2.4 million in expenses in 2013 vs. 2012) and Ignios (formerly Coface Servicios Portugal) at the end of the fiscal year, with no impact on the financial statements.

Net revenues totaled €101 million in 2013, down 14.3% on 2012 due to the gradual reduction of factoring activities in 2012 and the disposals carried out in 2012 (TKB) and 2013 (Coface Services Belgium). On a comparable scope basis, net revenues were up 1% year-on-year.

C NATIXIS PRIVATE EQUITY (NPE)

Natixis Private Equity predominantly holds units of funds and is currently comparable to a fund of funds. Natixis' **share of assets under management** (or cash at risk) was €290 million at the end of December 2013, down 36.5% on the end of December 2012, while off-balance sheet commitments were down 51.7% to €90 million.

2013 net revenues were -€19 million versus +€8 million in 2012. This included an impact of -€6 million associated with the disposal of fund units. These disposals contributed to the sharp drop in RWA outstandings over the year (-39%).

D ALGERIA

Natixis Algérie continued to expand its **activity** in 2013. Local-currency customer deposits were up 42% year-on-year, while average on- and off-balance sheet assets rose by 17% on 2012. New Algerian regulations limiting fees on foreign exchange transactions weighed on revenues in the second half. **Net revenues** of Natixs Algérie stood at €66 million, up 4.6% on 2012 (+8.5% at constant exchange rates).

5.1.4.5 GAPC

(in millions of euros)	2013	2012	Change 2013/2012
Net revenues	**20**	**161**	**(87.7)%**
Expenses	(89)	(125)	(29.2)%
Gross operating income	**(69)**	**35**	
Provision for credit losses	64	(75)	
Pre-tax profit	**(5)**	**(46)**	**(88.2)%**
RWA at period-end (Basel 3) after BPCE guarantee	*3,746*	*10,339*	*(63.8)%*
Total capital	*750*	*1, 637*	

(1) *Euro zone GDP. Source: Thomson Reuters datastream.*

GAPC pre-tax profit was -€5.4 million in 2013, after recognizing an expense of €52.5 million in respect of the BPCE guarantee (-€45.8 million and +€67 million, respectively, in 2012).

A number of transactions were carried out over the course of the year with a view to scaling down the portfolios and the related risks. As such:

- GAPC significantly stepped up its pace of disposals with €5.4 billion sold in 2013, resulting in a massive reduction of assets under guarantee;
- the division expanded its hedging and de-risking operations in complex interest rate derivatives;
- it continued to liquidate structured fund portfolios.

Risk-weighted assets (RWA) after the BPCE guarantee fell by 63.8% year-on-year. The majority of this reduction was attributable to disposal programs, commutations, restructuring and amortization of portfolios.

At December 31, 2013, RWA stood at €3.7 billion after the BPCE guarantee, which had an impact of €5.4 billion.

5.1.4.6 Corporate Center

(in millions of euros)	2013	2012	Change 2013/2012
Net revenues	**(221)**	**(387)**	**(43.0)%**
o/w Issuer spread	*(195)*	*(352)*	*(44.6)%*
Expenses	(163)	(156)	+5.0%
Gross operating income	**(384)**	**(543)**	**(29.3)%**
Provision for credit losses	(5)	(22)	(75.5)%
Pre-tax profit	**(369)**	**(554)**	**(33.5)%**

Net revenues generated by the Corporate Center came out at -€221 million in 2013 versus -€387 million in 2012. Excluding the impact of the revaluation of the issuer spread, net revenues would have been -€26 million versus -€35 million in 2012.

Corporate Center **expenses** comprised expenses that were not re-invoiced to the Natixis business lines. These expenses were up 5% on 2012 due to various non-recurring expenses (mainly the pro rated VAT adjustment).

5.1.4.7 Provision for credit losses

The current **provision for credit losses** (excluding GAPC) was -€392 million at December 31, 2013, compared to -€373 million at December 31, 2012. The breakdown by division and geographic area is as follows.

OVERALL PROVISION FOR CREDIT LOSSES BY BUSINESS

(in millions of euros)	2013	2012
Wholesale Banking	(312)	(265)
Investment Solutions	9	(3)
Specialized Financial Services	(79)	(76)
Financial investments	(7)	(10)
Others	(3)	(19)
OVERALL PROVISION FOR CREDIT LOSSES	**(392)**	**(373)**

OVERALL PROVISION FOR CREDIT LOSSES BY GEOGRAPHIC AREA

(in millions of euros)	2013	2012
Africa and the Middle East	(14)	(33)
Central and Latin America	(15)	4
North America	8	18
Asia-Pacific	(32)	0
Eastern Europe	3	0
Western Europe	(352)	(362)
OVERALL PROVISION FOR CREDIT LOSSES	**(392)**	**(373)**

5.1.5 REFINANCING

Natixis enjoyed favorable refinancing conditions in 2013.

Admittedly, economic conditions varied between the United States and Europe. US growth took root, with a drop in unemployment, whereas European countries bore the brunt of a disparate economic situation. The US Fed and ECB's mandates were separate and distinct, with a contrasting level of cash in circulation in each zone. The stepped-up repayment of the ECB's LTROs led to greater volatility interest rates in the euro zone, particularly at the end of the year.

Against this backdrop, Natixis again took the opportunity to secure its funding. On one hand, its historical commitment abroad provided access to abundant liquidity in dollars across all maturities. On the other hand, Natixis' aim of adopting a faster timetable for the LCR required greater constraints in terms of shortand long-term mismatch thresholds, but also provided better security for its liabilities. Finally the Liquidity pool, set up with BPCE, paved the way for Natixis to optimize its refinancing costs.

In order to optimize resources, Natixis continued its diversification efforts and now has the liquidity position necessary to continue its financing operations.

SHORT-TERM REFINANCING

During 2013, cash surpluses in the euro zone decreased, including during the second half, despite a drop in the European Central Bank's key interest rate from 0.50% to 0.25%.

This measure, along with an improvement in the financing conditions of sovereign peripheral country issuers, encouraged a cautious return to normal on the interbank market and better circulation of cash within the zone.

Demand for the longest maturities remained strong from investors looking for yield, and although volumes in negotiable debt securities showed a downward trend in the wake of AuM in money market funds, the average maturity of issues increased significantly.

The diversification of resources continued, with an increase in AuM from UK institutional investors and non-financial customers in France, Asia and the United States.

NATIXIS' SHORT-TERM ISSUANCE PROGRAM OUTSTANDINGS

(in millions of euros or euro equivalents)	Certificates of Deposit	Commercial Paper
Amount of program	45,000*	22,876
Outstandings at 12.31.2013	29,074**	6,778

* *French CDN program.*

** *Including USCD outstandings.*

LONG-TERM REFINANCING

During 2013, bank credit spreads were affected on two occasions: the first time during the spring following the failure of the legislative elections in Italy and the crisis in Cyprus, and then a second time during the summer: at the beginning of June, the ECB did not announce additional economic stimulus measures despite the downward revision of its growth forecasts for the current year, thus causing bank credit spreads to widen. In July, the introduction of forward guidance by the ECB (an announcement regarding the expected direction of interest rate fluctuations) helped calm the markets. Following a period of tightening, spreads stabilized during the second half of 2013.

From May, long rates of US and core euro zone country bonds increased significantly. In December, the improvement in economic activity and the job market in the United States during the year led the Fed to decrease asset purchases under the QE3 program from January 2014 by $10 billion (to $75 billion from $85 billion).

In these market conditions, Natixis raised a total of €14.9 billion for its medium- and long-term refinancing program (vs €7.4 billion in 2012). Natixis' long-term funding requirements increased due to higher mismatch ratios (the one-year mismatch ratio increased by 10% to 80%) and the increase in new long-term financing operations.

As the only long-term issuer in the public issues segment, BPCE provided Natixis with financing for a total euro-equivalent amount of €11.9 billion.

NATIXIS' MEDIUMAND LONG-TERM DEBT ISSUANCE PROGRAM OUTSTANDINGS

(in millions of euros or euro equivalents)	EMTN	BMTN	USMTN	Bond issues
2013 issues	1,943	85	156	509
Outstandings at 12.31.2013	10,512	1,031	149	4,456

5.1.6 POST-CLOSING EVENTS

Refer to Note 15, "Post Closing Events", in Chapter [5.2], Consolidated Financial Statements and Notes.

With the exception of the items referred to in the above-mentioned note, there have been no material changes in the group's financial and commercial position since the end of the fiscal year for which the financial statements have been audited.

5.1.7 INFORMATION CONCERNING NATIXIS S.A.

5.1.7.1 Natixis S.A.'s parent company income statement

In 2013, net revenues increased by €194 million to +€3,684 million thanks to:

- a €376 million increase in the interest margin,
- a €33 million drop in net fee and commission income,
- a €46 million increase in income from variable-income securities,
- a €758 million decrease in income from trading book transactions,
- a €618 million increase in income from transactions on securities held for sale,
- a €54 million decline in other banking operating income and expenses.

Excluding the depreciation, amortization and write-down of fixed assets, operating expenses increased by €76 million. Taking into account the depreciation, amortization and write-down of fixed assets, operating expenses rose by €78 million.

Gross operating income amounted to +€1,500 million.

The provision for credit losses reached -€357 million for 2013, i.e. a €59 million increase over 2012.

Gains or losses on fixed assets were positive at €1,391 million.

Net income was +€2,323 million versus +€907 million in 2012.

At December 31, 2013, the balance sheet totaled €398,821 million, down from €402,177 million at December 31, 2012.

5.1.7.2 Proposed allocation of earnings

Natixis' financial statements at December 31, 2013 showed positive net income of €2,323,073,936.17.

The third resolution that will be put before the General Shareholders' Meeting on May 20, 2014 proposes to:

- allocate €116,153,696.81 to the legal reserve,
- allocate a dividend of €496,047,230.40,
- allocate €1,210,873,008.96 to free reserves,
- allocate the remaining distributable profits to retained earnings, i.e. €500,000,000.00.

5.1.7.3 Payment terms

Pursuant to Article L.441-6-1 and D.441-4 of the French Commercial Code, the following table breaks down unpaid supplier invoices by due date:

Due dates after December 31	Weighting as a % 12.31.2013	Weighting as a % 12.31.2012
Less than 2 months	90.2%	85.2%
Between 2 and 4 months	5.1%	8.8%
Between 4 and 6 months	2.8%	4.4%
Beyond 6 months	1.9%	1.6%
TOTAL	**100%**	**100%**

APPENDIX TO 5.1.3 – CONSOLIDATED RESULTS

In the management presentation, net income from the workout portfolio (GAPC), resulting from discontinued operations and net restructuring costs, was reported under the net income (group share). This made it easier to compare data from one fiscal year to the next. The following table sets out the reconciliation and consolidated net income.

1 - MANAGEMENT RESULTS RECLASSIFIED AS CONSOLIDATED RESULTS IN 2013

(in millions of euros)	2013 management	GAPC	Pro forma impact of CCI disposal	Restructuring	2013 published
Net revenues	**7,032**	**20**	**(203)**	**0**	**6,848**
Expenses	(5,064)	(89)	0	(82)	(5,235)
Gross operating income	**1,967**	**(69)**	**(203)**	**(82)**	**1,614**
Provision for credit losses	(392)	64	0	0	(328)
Operating income	**1,575**	**(5)**	**(203)**	**(82)**	**1,285**
Associates	21	0	0	0	21
Gain or loss on other assets	17	0	142	0	160
Change in value of goodwill	(14)	0	0	0	(14)
Pre-tax profit	**1,599**	**(5)**	**(61)**	**(82)**	**1,451**
Taxes	(592)	2	(9)	31	(568)
Minority interests	1	0	0	0	1
Recurring net income (group share)	**1,008**	**(3)**	**(70)**	**(51)**	**884**
GAPC net income	(3)				-
Income attributable to P3CI	(70)				-
Net restructuring costs	(51)				-
NET INCOME (GROUP SHARE)	**884**				**884**
Cost/Income ratio	*72.0%*				*76.4%*

2 - MANAGEMENT RESULTS RECLASSIFIED AS CONSOLIDATED RESULTS IN 2012

(in millions of euros)	2012 management	GAPC	Pro forma impact of CCI disposal	2012 published
Net revenues	**6,596**	**161**	**(486)**	**6,271**
Expenses	(4,939)	(125)	0	(5,064)
Gross operating income	**1,657**	**35**	**(486)**	**1,207**
Provision for credit losses	(373)	(75)	0	(448)
Operating income	**1,285**	**(40)**	**(486)**	**759**
Associates	17	0	462	480
Gain or loss on other assets	(2)	(6)	0	(7)
Change in value of goodwill	(16)	0	0	(16)
Pre-tax profit	**1,285**	**(46)**	**(24)**	**1,216**
Taxes	(388)	14	104	(269)
Minority interests	(45)	0	0	(45)
Recurring net income (group share)	**852**	**(31)**	**81**	**901**
GAPC net income	(31)			-
Income attributable to P3CI	(313)			-
Income from CCIs	394			-
NET INCOME (GROUP SHARE)	**901**			**901**
Cost/Income ratio	*74.9%*			*80.8%*

5.2 Consolidated financial statements and notes

CONSOLIDATED BALANCE SHEET – ASSETS

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Cash and balances with central banks		40,891	34,697
Financial assets at fair value through profit and loss	*6.1*	218,324	231,870
Hedging derivatives	*6.2*	1,733	2,722
Available-for-sale financial assets	*6.4*	40,678	38,485
Loans and receivables due from banks	*6.5*	77,600	61,932
o/w institutional operations			
Customer loans and receivables	*6.5*	87,975	99,418
o/w institutional operations		*608*	*550*
Revaluation adjustments on portfolios hedged against interest rate risk			
Held-to-maturity financial assets	*6.6*	3,025	3,506
Current tax assets		459	455
Deferred tax assets	*6.8*	3,139	3,227
Accruals and other assets	*6.9*	30,768	34,534
Non-current assets held for sale		180	187
Deferred participation			
Investments in associates	*7.8*	140	12,090
Investment property	*6.10*	1,273	1,079
Property, plant and equipment	*6.10*	618	716
Intangible assets	*6.10*	675	751
Goodwill	*6.12*	2,652	2,742
TOTAL ASSETS		**510,131**	**528,411**

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

CONSOLIDATED BALANCE SHEET – LIABILITIES AND SHAREHOLDERS' EQUITY

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Due to central banks			
Financial liabilities at fair value through profit and loss	*6.1*	186,049	200,913
Hedging derivatives	*6.2*	532	1,277
Due to banks	*6.13*	127,657	127,754
o/w institutional operations		*46*	*46*
Customer deposits	*6.13*	60,240	54,550
o/w institutional operations		*771*	*745*
Debt securities	*6.14*	38,779	46,085
Revaluation adjustments on portfolios hedged against interest rate risk		163	348
Current tax liabilities		357	380
Deferred tax liabilities	*6.8*	146	144
Accruals and other liabilities	*6.9*	28,970	28,212
o/w institutional operations		*5*	*2*
Liabilities associated with non-current assets held for sale		27	161
Insurance companies' technical reserves	*6.15*	44,743	42,996
Provisions	*6.16*	1,447	1,485
Subordinated debt	*6.17 and 6.18*	3,076	4,216
Equity group share		17,900	19,349
- Share capital and reserves		*9,334*	*10,199*
- Consolidated reserves		*7,847*	*9,445*
- Gains and losses recorded directly in equity		*(95)*	*(1,094)*
- Non-recyclable gains and losses recorded directly in equity		*(70)*	*(114)*
- Net income/(loss)		*884*	*913*
Non-controlling interests		45	542
TOTAL LIABILITIES		**510,131**	**528,411**

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

5

CONSOLIDATED INCOME STATEMENT

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Interest and similar income	*7.1*	5,137	6,476
Interest and similar expenses	*7.1*	(2,738)	(4,679)
Fee and commission income	*7.2*	4,045	3,763
Fee and commission expenses	*7.2*	(1,685)	(1,561)
Net gains or losses on financial instruments at fair value through profit and loss	*7.3*	1,643	2,079
Net gains or losses on available-for-sale financial assets	*7.4*	458	362
Income from other activities	*7.5*	5,332	2,480
Expenses from other activities	7.5	(5,342)	(2,648)
Net revenues		**6,848**	**6,271**
General operating expenses	*7.6*	(4,985)	(4,812)
Depreciation, amortization and impairment of property, plant and equipment and intangible assets		(250)	(235)
Gross operating income		**1,614**	**1,224**
Provision for credit losses	*7.7*	(328)	(448)
Net operating income		**1,285**	**776**
Share in income of associates	*7.8*	21	480
Gain or loss on other assets	*7.9*	160	(7)
Change in value of goodwill		(14)	(16)
Pre-tax profit		**1,451**	**1,233**
Income tax	*7.10*	(568)	(275)
Net income/(loss) from discontinued operations			
Net income/(loss) for the period		**883**	**958**
of which:			
▪ Attributable to equity holders of the parent		884	913
▪ Attributable to non-controlling interests		(1)	45
Earnings/(loss) per share (in euros)			
Consolidated net income/(loss) – group share – per share, calculated on the basis of the average number of shares over the period excluding treasury shares	*5.24*	0.27	0.27
Diluted earnings/(loss) per share (in euros)			
Consolidated net income/(loss) – group share – per share, calculated on the basis of the average number of shares over the period excluding treasury shares and including shares that could be issued on the exercise of stock options and bonus shares	*5.24*	0.27	0.27

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

STATEMENT OF NET INCOME/(LOSS), GAINS AND LOSSES RECORDED DIRECTLY IN EQUITY

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Revaluation adjustments on defined-benefit plans		70	(39)
Tax		(26)	15
Items not recyclable to income		**44**	**(24)**
Translation adjustments	*8.1*	(304)	(144)
Revaluation of available-for-sale financial assets	*8.1*	328	360
Revaluation of hedging derivatives	*8.1*	208	(186)
Tax	*8.2*	(63)	1
Items recyclable to income		**169**	**31**
Share in gains or losses of associates recorded directly in equity**		830	434
Total gains and losses recorded directly in equity		**1,043**	**441**
Net income		**883**	**958**
NET INCOME/(LOSS) AND GAINS AND LOSSES RECORDED DIRECTLY IN EQUITY		**1,926**	**1,399**
o/w group share		*1,927*	*1,353*
o/w non-controlling interests share		*(1)*	*46*

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

** *Since the Banque Populaire and Caisse d'Epargne cooperative investment certificates (CCIs) were sold at the beginning of the period and therefore excluded from the consolidation scope, no share of net income or other comprehensive income has been recognized in Natixis' financial statements at December 31, 2013. The overall change as a result of this sale amounted to €831 million at December 31, 2013, compared with December 31, 2012.*

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	Share capital and reserves				
(in millions of euros)	Share capital	Reserves related to share capital (1)	Shareholder advances	Other equity instruments issued (2)	Elimination of treasury stock
Equity as of December 31, 2011 after appropriation of income	**4,932**	**5,230**		**3,800**	**(14)**
Adjustment to the provision for employee benefits					
Adjustments to related deferred taxes					
Pro forma equity as of January 1, 2012	**4,932**	**5,230**		**3,800**	**(14)**
Capital increase	6	30			
Elimination of treasury stock					(3)
Equity component of share-based payment plans					
2011 dividend paid in 2012					
Total activity related to relations with shareholders	**6**	**30**			**(3)**
Issuance and redemption of deeply subordinated notes and preference shares				(2,537)	
Interest paid on deeply subordinated notes and preference shares					
Change in gains and losses recorded directly in equity					
Change in actuarial gains and losses under IAS 19R					
Income/(loss) as of December 31, 2012					
Impact of acquisitions and disposals (3)					
Other					
Equity as of December 31, 2012 after appropriation of income	**4,938**	**5,259**		**1,262**	**(17)**
Appropriation of 2012 income		48			
Equity as of December 31, 2012 after appropriation of income	**4,938**	**5,307**		**1,262**	**(17)**
Capital increase	23	1			
Elimination of treasury stock					(2)
Equity component of share-based payment plans					
2012 dividend paid in 2013					
Exceptional 2013 dividend paid in 2013		(934)			
Total activity related to relations with shareholders	**23**	**(933)**			**(2)**
Issuance and redemption of deeply subordinated notes and preference shares				(273)	
Interest paid on deeply subordinated notes and preference shares					
Change in gains and losses recorded directly in equity					
Change in actuarial gains and losses under IAS 19R					
Income/(loss) as of December 31, 2013					
Impact of acquisitions and disposals (3)					
Other (4)					
Equity as of December 31, 2013	**4,960**	**4,374**		**989**	**(19)**

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(1) *Issue premiums, legal reserve, contractual reserves, long-term capital gains reserve and other Natixis reserves.*

(2) *Other equity instruments issued: refers to the undated deeply subordinated notes and preference shares that were reclassified as equity instruments.*

(3) *Additional goodwill related to buyback commitments granted to the minority shareholders of fully consolidated subsidiaries and buybacks of non-controlling interests subsequent to the exclusive takeover are booked to equity.*

(4) *Of which -€675 million concerning the change in capital of the Local Savings Companies and the Sociétés de Caution Mutuelle. Under the sale of the cooperative investment certificates (CCIs) to the Caisses d'Epargne and Banque Populaire banks, the Sociétés Locales d'Epargne and Sociétés de Caution Mutuelle were deconsolidated on January 1, 2013.*

	Gains/(losses) recorded directly in equity							
	Recyclable							
Consolidated reserves*	Translation adjustments	Available-for-sale assets	Hedging derivatives	Revaluation adjustments on defined-benefit plans*	Net income (group share)*	Equity group share	Equity attributable to non-controlling interests	Total consolidated equity
8,279	**246**	**(1,460)**	**(345)**			**20,668**	**520**	**21,188**
(35)				(141)				
12				51				
8,257	**246**	**(1,460)**	**(345)**	**(90)**		**20,555**	**520**	**21,075**
(36)							(5)	(5)
						(3)		(3)
12						12		12
(308)						(308)	(23)	(331)
(331)						**(299)**	**(28)**	**(326)**
						(2,537)		(2,537)
(76)						(76)		(76)
	(158)	790	(168)			464	1	465
				(24)		(24)		(24)
					913	913	45	958
(2)						(2)	4	2
355						355		355
8,203	**88**	**(670)**	**(513)**	**(114)**	**913**	**19,349**	**542**	**19,891**
865					(913)			
9,068	**88**	**(670)**	**(513)**	**(114)**		**19,349**	**542**	**19,891**
						24		24
6						3		3
7						7		7
(308)						(308)	(37)	(345)
(1,077)						(2,011)		(2,011)
(1,373)						**(2,285)**	**(37)**	**(2,322)**
						(273)		(273)
(49)						(49)		(49)
	(305)	1,080	224			999		1,000
				44		44		44
					884	884	(1)	883
11						11	(460)	(448)
(779)						(779)		(779)
6,877	**(216)**	**411**	**(289)**	**(70)**	**884**	**17,900**	**45**	**17,946**

5

NET CASH FLOW STATEMENT

The balance of cash and cash equivalents consists of the net balances on cash and amounts due from central banks, as well as on demand deposits with and loans from credit institutions.

Changes in cash generated by operating activities consist of cash flows generated by Group activities, with the exception of those relating to held-to-maturity financial assets and investment property.

Changes in cash related to investment operations result from cash flows related to acquisitions and disposals of investments in consolidated and non-consolidated affiliates, tangible and intangible fixed assets, and acquisitions and disposals of investment property, property provided under operating leases and financial assets held to maturity.

(in millions of euros)	12.31.2013	12.31.2012*
Pre-tax profit	**1,451**	**1,233**
+/- Net charge to depreciation and amortization of property, plant and equipment and intangible assets	313	306
+/- Writedown of goodwill and other non-current assets	15	11
+/- Net charge to other provisions (including insurance companies' technical reserves)	2,365	269
+/- Share in income of associates	(21)	(480)
+/- Net loss/(gain) on investing operations	(524)	(427)
+/- Net loss/(gain) on financing operations	133	173
+/- Other activity	209	1,493
= Total non-cash items included in pre-tax profit and other adjustments	***2,490***	***1,345***
+/- Decrease/(increase) in interbank and money market items	(12,074)	(5,041)
+/- Decrease/(increase) in customer items	16,064	22,429
+/- Decrease/(increase) in financial assets or liabilities	(8,768)	2,872
+/- Decrease/(increase) in non-financial assets or liabilities	3,252	2,251
- Income taxes paid	(632)	(268)
= Net decrease/(increase) in operating assets and liabilities	***(2,158)***	***22,243***
Net cash provided/(used) by operating activities	**1,783**	**24,821**
+/- Decrease/(increase) in financial assets and equity interests (1)	12,985	683
+/- Decrease/(increase) in investment property	(113)	162
+/- Decrease/(increase) in property, plant and equipment and intangible assets	(51)	(176)
Net cash provided/(used) by investing operations	**12,821**	**669**
+/- Cash received from/(paid to) shareholders (2)	(2,337)	(331)
+/- Other cash provided/(used) by financing operations (3)	(1,587)	(5,003)
Net cash provided/(used) by financing operations	**(3,924)**	**(5,334)**
Cash flow of assets and liabilities held for sale	**3**	
Impact of exchange rate changes on cash and cash equivalents	**(1,365)**	**(149)**
Net increase/(decrease) in cash and cash equivalents	**9,318**	**20,007**
Net cash provided/(used) by operating activities	1,783	24,821
Net cash provided/(used) by investing operations	12,821	669
Net cash provided/(used) by financing operations	(3,924)	(5,334)
Cash flow of assets and liabilities held for sale	3	
Impact of exchange rate changes on cash and cash equivalents	(1,365)	(149)
Cash and cash equivalents at beginning of period	**29,986**	**9,979**
Cash and balances with central banks	34,697	5,568
Interbank balances	(4,711)	4,410
Cash and cash equivalents at end of period	**39,304**	**29,986**
Cash and balances with central banks	40,891	34,697
Interbank balances	(1,587)	(4,711)
CHANGE IN CASH AND CASH EQUIVALENTS	**9,318**	**20,007**

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(1) *Decrease/(increase) in financial assets and investments in associates, including in particular:*

- *flows related to assets held to maturity (+€612 million);*
- *flows related to investments in consolidated affiliates (+€6.8 million);*
- *flows related to CCIs (+€12,247 million including the sale of CCIs for €12,177 million, an increase in subscriptions to BP and CEP CCIs of -€57 million and dividends deposited totaling +€187 million).*

(2) *Flows received from/(paid to) shareholders can be broken down into dividends paid €2,361 million and a capital increase for employees of €24 million.*

(3) *Other flows from financing activities can be broken down as follows:*

- *redemption of deeply subordinated notes for -€273 million;*
- *interest paid related to deeply subordinated notes for -€86 million;*
- *redemption and interest related to subordinated debts for -€1,227 million.*

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 BASIS OF PRESENTATION

1.1 IFRS standards and IFRIC interpretations applied by the Group

As required by European regulation 1606/2002 of July 19, 2002, Natixis has prepared its consolidated financial statements for the year ended December 31, 2013, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union at that date [1]. These standards include IAS 1 to 41, IFRS 1 to 8 and IFRS 13 as well as the related IFRIC interpretations adopted by the European Union as at December 31, 2013.

Natixis' consolidated financial statements include a balance sheet, income statement, statement of net income/(loss) and gains and losses recorded directly in equity, statement of changes in shareholders' equity, cash flow statement and notes to the financial statements.

The financial statements presented for comparative purposes were published by Natixis in the 2012 registration document filed with the Autorité des Marchés Financiers (AMF – French Financial Markets Authority) on March 19, 2013, restated to reflect the impact of IAS 19 (revised).

In accordance with European regulation 809/2004 relating to information contained in prospectuses, the financial statements for the year ended December 31, 2011, that were published in the 2011 registration document filed with the AMF on March 23, 2012, are incorporated for reference into this registration document.

Relevant texts introduced since January 1, 2013

The following standards, interpretations and amendments are applied for the first time from January 1, 2013:

- amendment to IAS 1, "Presentation of financial statements". The aim of this amendment is to enhance the financial information provided on the "Statement of net income/(loss), gains and losses recorded directly in equity". The presentation of gains and losses recorded directly in equity must distinguish items liable to be recycled to net income from items that will never be recycled to net income. This amendment has no effect on Natixis' consolidated financial statements, but does result in the disclosure of additional information in the "Statement of net income/(loss), gains and losses recorded directly in equity";
- amendment to IAS 19, "Employee benefits", retroactively applicable. This amendment makes changes to the recognition and presentation of pension obligations and similar items, particularly as regards actuarial differences, which are now fully and immediately booked to non-recyclable "Other comprehensive income" and past service cost, which are immediately booked to income. The impact of the first-time adoption of IAS 19 was the recognition in equity of -€202 million (before tax) at January 1, 2013;
- amendment to IFRS 7 "Disclosures – Offsetting Financial Assets and Financial Liabilities", retroactively applicable. This amendment requires the disclosure of new information on financial instruments offset on the balance sheet and those that are the subject of a legally enforceable master netting agreement or similar agreement. This amendment results in the disclosure of additional information in Note 6.3 at December 31, 2013;
- IFRS 13 "Fair Value Measurement" applicable prospectively. This new standard creates a uniform IFRS financial information framework for determining fair value, and provides indications on how to evaluate the fair value of assets and liabilities, both financial and non-financial. It applies when another IFRS standard provides for or authorizes fair value measurement or the disclosure of fair value measurements *(see Note 5.6)*. The impact at December 31, 2013 of the application of this new standard is disclosed in Note 7.3;
- the amendment to IAS 12, "Deferred Taxes: Recovery of Underlying Assets" which aims to introduce a rebuttable presumption that the book value of an investment property will be recovered by its sale and the entity will be taxed at the rate applicable to the sale of the underlying asset. The application of this amendment did not have a significant impact on Natixis' accounts at December 31, 2013;
- amendments to IFRS 1, IAS 1, IAS 16, IAS 32, IAS 34 and IFRIC 2 under the "Annual Improvements - 2009-2011 cycle" published by the IASB on May 17, 2012 and adopted by the European Commission on March 27, 2013; The application of these amendments had no impact on Natixis' accounts at December 31, 2013;
- amendment to IFRS 1 "Government Loans" relating to the accounting treatment of certain government loans upon the first-time adoption of IFRS. This amendment deals with the accounting treatment of government loans obtained at below-market interest rates. It introduces an exemption to the rule of retroactive application of IFRS by allowing IFRS 9 – Financial Instruments and IAS 20 – Accounting for Government Grants and Disclosure of Government Assistance to be applied prospectively from the date of transition to IFRS. The application of this amendment had no impact on Natixis' accounts at December 31, 2013.

(1) *The complete body of standards adopted by the European Union may be consulted on the European Commission website at: http://ec.europa.eu/internal_market/accounting/ias/index_en.htm.*

Natixis did not early apply the standards adopted by the European Union at December 31, 2013 but which had not yet entered into force. This mainly includes:

- the amendment to IAS 32, which is retroactively applicable to the fiscal periods beginning on January 1, 2014. It specifies the terms of presentation offset in the balance sheet of financial instruments and the scope of the clarifications made by the amendment to IAS 32 is being established;
- the new standards on consolidation – IFRS 10, "Consolidated Financial Statements," IFRS 11, "Joint Arrangements," and IFRS 12 "Disclosure of Interest in Other Entities," published by the IASB on May 12, 2011 and adopted by the European Commission on December 11, 2012. These standards are subject to mandatory application for the annual periods beginning on January 1, 2014.

  IFRS 10 replaces IAS 27, "Consolidated and Separate Financial Statements," for the section on consolidated financial statements and the SIC 12 interpretation on special purpose entities. It defines a single audit model applicable to all entities, whether or not they are structured entities. The control of an entity will now be analyzed using three cumulative criteria: influence over relevant activities of the entity, exposure to the entity's variable returns and the ability to influence variable returns obtained by the entity. After a review, given the new criteria, of each entity in which Natixis has an interest, it appeared that the application of IFRS 10 had no significant impact on the consolidation scope of Natixis and its balance sheet.

  IFRS 11 replaces IAS 31, "Interests in Joint Ventures," and SIC 13, "Jointly Controlled Entities – Non-Monetary Contributions by Venturers". It bases the recording of partnerships on their substance, thereby making it necessary to analyze the rights and obligations of the joint agreement. The application of this standard at January 1, 2014 will have no significant impact on Natixis' consolidation scope at this date.

  IFRS 12 combines and improves the information to be disclosed for subsidiaries, partnerships, affiliates and structured entities.

  The application of IFRS 12 will result in an enrichment of the information produced on Natixis' interests in non-consolidated structured entities.

  As a result of these new standards, the IASB has also published amended versions of IAS 27, "Separate Financial Statements," and IAS 28, "Investments in Associates and Joint Ventures," which were adopted by the European Commission on December 11, 2012 and are subject to mandatory application for the annual periods beginning on January 1, 2014:
- the amendments to IFRS 10, IFRS 11 and IFRS 12 published by the IASB on June 28, 2012 and adopted by the European Commission on April 4, 2013 are subject to mandatory application from January 1, 2014. The amendment to IFRS 10 provides clarification on the transitional provisions and eases the requirements concerning comparative disclosures by limiting restatements to the prior period. Also, for disclosures for non-consolidated structured entities, the amendments eliminate the requirement to present comparative information for periods prior to the one in which IFRS 12 is first applied;
- the amendment to IAS 36 "Impairment of Assets", published by the IASB on May 29, 2013 and adopted by the European Commission on December 19, 2013, is retroactively applicable to the fiscal periods beginning on January 1, 2014. The aim of this amendment is to clarify the fact that the scope of information to be provided on the recoverable value of depreciated assets is limited to the recoverable amount of depreciated assets where this amount is based on the fair value less selling costs. This amendment will have no impact on Natixis' accounts, but will result in a financial disclosure where applicable in the notes at December 31, 2014;
- the "Novation of derivatives and continuation of hedge accounting" amendment to IAS 39 "Financial Instruments: Recognition and Measurement", published by the IASB on June 27, 2013 and adopted by the European Commission on December 19, 2013, is applicable to the fiscal periods beginning on January 1, 2014. This amendment continues hedge accounting in the event that a derivative designated as a hedging instrument is transferred by novation from a counterparty to a central counterparty due to legislative or regulatory provisions. This amendment will have no impact on Natixis' accounts;
- amendments to IFRS 10 "Consolidated Financial Statements", IFRS 12 "Disclosure of Interests in Other Entities" and IAS 27R "Consolidated and Separate Financial Statements" published by the IASB on October 31, 2012 and adopted by the European Commission on November 20, 2013 are subject to application from January 1, 2014. IFRS 10 was modified to define the economic model of investment entities and requires that they measure their subsidiaries (barring exceptions) at fair value through profit and loss rather than consolidating them. IFRS 12 was amended to introduce specific disclosure obligations in the appendix regarding subsidiaries of investment entities. Finally, the amendment to IAS 27R removes the option of investment entities to measure investments in certain subsidiaries either at cost, or at fair value in their separate financial statements. These amendments will have no impact on Natixis' accounts.

In addition, in drawing up the consolidated financial statements as at December 31, 2013, Natixis also took into account:

- with regard to the valuation of financial instruments, the recommendation published on October 15, 2008, by the AMF, the Conseil National de la Comptabilité (CNC – French National Accounting Board), the Commission Bancaire (French Banking Commission) and the Autorité de Contrôle des Assurances et des Mutuelles (ACAM – French insurance regulator), now the Autorité de Contrôle Prudentiel et de Résolution (ACPR - French Prudential Supervision and Resolution Authority), and the guide published by the IASB on October 31, 2008, entitled "Measuring and disclosing the fair value of financial instruments in markets that are no longer active". These two texts underline the importance of using judgment to determine fair value in illiquid markets. As a result of this recommendation, as at December 31, 2013, Natixis does not systematically apply models using observable data, as with previous reporting periods, in view of the lack of market liquidity affecting some asset classes;

- with regard to financial reporting on risk exposure, the recommendations applicable in France resulting from the Financial Stability Forum (FSF). Details of risk exposure, presented in the format recommended by the Commission bancaire in its May 29, 2008, statement "Presentation note regarding the French application of the FSF's recommendations for financial transparency", have been incorporated in section 4.7 of the "Risk management" chapter of the registration document.

1.2 Presentation of the consolidated financial statements

The consolidated financial statements have been prepared in accordance with the assessment and presentation principles set out in Notes 2 and 5 below.

1.3 Year-end

The consolidated financial statements are based on the individual financial statements as at December 31, 2013, of the entities included in Natixis' scope of consolidation.

1.4 Notes to the consolidated financial statements

Unless otherwise indicated, the figures given in the notes are expressed in millions of euros.

NOTE 2 CONSOLIDATION METHODS AND PRINCIPLES

2.1 Consolidation scope

Natixis' consolidated financial statements include the financial statements of Natixis S.A. and its main subsidiaries.

Only subsidiaries making a material contribution to the Group's financial statements are consolidated.

Materiality is determined based on specific thresholds for each of the Group's business lines and on a qualitative assessment of the relevance of each entity's contribution to the consolidated financial statements of Natixis.

The scope of consolidation includes all material entities over which Natixis exercises control or significant influence. IFRS stipulate three types of control: exclusive control, joint control and significant influence. Determining the type of control that exists is based on an analysis of the economic and legal relations between the parent and its subsidiaries, as well as any voting rights held.

POTENTIAL VOTING RIGHTS

In determining whether it exercises control or significant influence, Natixis considers all current voting rights and any potential voting rights to the extent that they are currently exercisable or convertible. Potential voting rights arise from stock options on ordinary shares or from the conversion of bonds into new ordinary shares. However, potential voting rights are not taken into account to calculate the percentage of ownership.

In accordance with IAS 27 (revised), potential voting rights resulting from a put option granted to non-controlling interests are not taken into account in calculating the percentage of ownership and voting rights held, since they are not currently exercisable by Natixis.

If the put option granted to non-controlling interests is associated with a currently exercisable call option held by Natixis, in principle the potential voting rights are included in the calculation of the percentage of ownership and voting rights held.

A review of potential voting rights held by Natixis had no impact on the newly consolidated entities in 2013.

2.2 Consolidation methods

The consolidation methods applied by Natixis are described below:

FULL CONSOLIDATION

Companies controlled exclusively by Natixis are fully consolidated. Under IAS 27 (revised), control is presumed to exist when the parent has:

- ownership, directly or indirectly through subsidiaries, of more than half of the voting rights of an entity;
- power to govern the financial and operating policies of the entity under the by-laws or an agreement;
- power to appoint or remove the majority of the members of the Board of Directors or equivalent governing body;

- power to assemble the majority of voting rights at meetings of the Board of Directors or an equivalent governing body.

Minority interests are equity investments that do not afford control over the entity in question, within the meaning of IAS 27 (revised).

PROPORTIONAL CONSOLIDATION

Companies jointly controlled by Natixis are proportionally consolidated. Joint control is the contractually agreed sharing of control over an economic activity between a limited number of associates or shareholders, the implementation of the strategic financial and operating decisions relating to the activity thus requiring the unanimous consent of the parties sharing control.

IAS 31 also allows jointly controlled companies (joint ventures) to be accounted for using the equity method. Natixis has not elected to apply this option.

EQUITY METHOD

Companies over which Natixis exercises significant influence are accounted for using the equity method.

Significant influence is the power to participate in the financial and operating policy decisions of the corporate entity owned without having control over such policies. Significant influence is presumed to exist when the reporting entity directly or indirectly owns at least 20% of the voting rights.

Under IAS 28 and IAS 31, Private Equity investments do not have to be accounted for using the equity method or be proportionally consolidated if they are designated at inception as at fair value through profit and loss. Natixis has opted for the latter method, which it believes provides investors with more relevant information.

At December 31, 2012, ownership of the Banque Populaire and Caisse d'Epargne cooperative investment certificates (CCIs), representing 20% of the share capital of each entity, gives Natixis significant influence over the Banque Populaire banks and Caisses d'Epargne. The financial statements of these entities were therefore accounted for using the equity method in Natixis' consolidated financial statements.

Since the cooperative investment certificates were sold to the Banque Populaire banks and Caisses d'Epargne that issued them, Natixis no longer holds significant influence over these institutions at December 31, 2013 and the financial statements of these entities are no longer accounted for using the equity method in Natixis' consolidated financial statements.

As a reminder, since the Banque Populaire CCIs and the Caisse d'Epargne CCIs do not carry any voting rights, Natixis' significant influence over the issuers resulted from (i) de jure influence arising from its involvement in the operational and financial management of the Banque Populaire and Caisse d'Epargne networks, and (ii) de facto influence deriving from operational and technical cooperation by the Banque Populaire banks and Caisses d'Epargne with Natixis.

Natixis' significant de jure influence over the Banque Populaire banks and Caisses d'Epargne derived from the following rights conferred on Natixis by certain corporate documents relating to BPCE and by the memorandum of understanding relating to the CCIs issued by the Banque Populaire banks and the Caisses d'Epargne.

When the Caisse d'Epargne and Banque Populaire bank accounts were brought into those of Natixis using the equity method, the securities of the central institution, entered in those accounts as "available-for-sale assets", were measured at fair value, with the corresponding changes in fair value impacting Natixis' recyclable reserves. The valuation method used depended on the net asset value method, which was based on a revaluation of the main subsidiaries, taking into account the prudential constraints applicable to the activities in question. In this regard, changes in value of the central institution's securities attributable to Natixis were neutralized.

2.3 Institutional operations

NATIXIS

In accordance with Article 41 of the Amended Finance Act for 1997 (No. 97-1239 of December 29, 2007), amended by Article 121 of the Amended Finance Act for 2008 (No. 2008-1443 of December 30, 2008) and the agreement signed with the French State on September 21, 2011, Natixis manages certain public procedures on behalf of the French State, mainly consisting of loans and gifts to foreign States conferred in the framework of Public Development Aid ("Emerging Country Reserve" loans and gifts to the "Fund for Private-Sector Aid and Studies") and the stabilization of interest rates for export credit guaranteed by Coface. The related transactions, some of which may be guaranteed by the State, are recognized separately in the financial statements. The State and other related creditors have a specific right over the assets and liabilities allocated to these institutional operations. The bank's assets, liabilities and commitments relative to these operations are identified on the balance sheet under each of the headings concerned with these operations.

COFACE

Revenues derived from the management of public procedures represent the fees paid by the French State. The methods and principles of this compensation are set in a financial agreement between the State and Coface. This agreement, signed on February 24, 2012, covers a four-year period (2012-2015) and replaces the previous financial agreement signed in 2008.

€60 million was booked for 2013, versus €63 million in 2012.

Premiums paid by customers, claims covered and amounts recovered as a result of these guarantees are paid over to the State. Accordingly, they are not included in the Group's consolidated financial statements. Expenses relating to public procedures management are mainly incurred in delivering State guarantees, managing claims, and recovering debts covered by the guarantees.

2.4 Currency conversion of the statements of foreign subsidiaries and branches

Natixis' consolidated financial statements are prepared in euros.

The balance sheets of foreign subsidiaries and branches whose functional currency is not the euro are translated into euros at the closing exchange rate, except for share capital, reserves and capital allocations, which are translated at the historic exchange rate. The income statements of foreign subsidiaries and branches whose functional currency is not the euro are translated at the average exchange rate for the year. Any resulting translation gains or losses arising on both balance sheet and income statement items are recognized in equity under "Translation adjustments" for the portion attributable to the Group and "Minority interests" for the portion attributable to third parties.

Natixis elected to use the option available under IFRS 1 on first-time adoption, namely to transfer the cumulative balance of translation adjustments existing at January 1, 2004, to consolidated reserves. If a foreign entity is subsequently sold, the gain or loss on the disposal will include only those translation gains or losses arising after January 1, 2004.

2.5 Business combinations and goodwill

The following accounting treatment is applied to business combinations giving rise to control:

- IFRS 3 before revision because they are prior to January 1, 2010, except for those that occurred before January 1, 2004. On the initial application date of the IFRS, Natixis chose the option offered by IFRS 1 – First-Time Adoption to not retroactively restate business combinations previous to January 1, 2004 pursuant to IFRS 3;
- the revised IFRS 3 (IFRS 3R) if they are realized after January 1, 2010. Indeed, IFRS 3R can be applied prospectively to business combinations whose acquisition date is the same or later than the adoption date of IFRS 3R.

In accordance with IFRS 3 (pre or post-revision), business combinations are recorded using the purchase method. Under the purchase method, the identifiable assets and liabilities of the acquired entity are measured at their fair value at the valuation date.

The method used to measure non-controlling interests and goodwill varies depending on whether IFRS 3 or IFRS 3R is applied.

- Application of IFRS 3 to business combinations carried out before January 1, 2010:
  - minority interests are determined based on their share in the identifiable net assets of the acquired entity, measured at their fair value at the purchase date (partial goodwill method),
  - goodwill is the difference between the cost of the business combination and the share of the purchasing entity's interest in the net fair value of identifiable assets, liabilities and contingent liabilities.
- Application of IFRS 3R to business combinations carried out after January 1, 2010:
  - for each business combination, Natixis chose to determine non-controlling interests:
    - either based on their share in the identifiable net assets of the acquired entity, measured at their fair value at the purchase date, and therefore without recognizing goodwill on the non-controlling interests (partial goodwill method),
    - or based on their fair value at the purchase date, resulting in the recognition of goodwill, both for the Group share and the non-controlling interests (full goodwill method);
  - Hence, goodwill is a residual item determined as the difference between (i) the sum of the purchase price, the fair value at the purchase date of the share of interest held in the acquired entity prior to the purchase date, and the amount of non-controlling interests (determined using the partial or full goodwill method) and (ii) the net amount of the assets and liabilities assumed, measured at their fair value at the purchase date.

Positive goodwill is recorded on a separate line on the asset side of the balance sheet if it relates to a controlled entity. It is allocated at the purchase date to one or more cash-generating units (CGUs) expected to benefit from the acquisition. It is tested for impairment at least once per year, and more often where there is objective evidence of impairment. The impairment test consists of comparing the carrying amount of the CGU or group of CGUs including goodwill with its recoverable amount.

Specific case of business combinations carried out under joint control

Combinations between entities or operations under joint control are understood to be combinations in which several operations are combined and all interested parties (entities or operations) are ultimately controlled by the same party or parties for a relatively long period preceding the combination. Such combinations do not fall within the scope of IFRS 3R.

Barring clarification of IFRS 3R on the accounting treatment of business combinations under joint control, Natixis applies a method based on historic carrying amount to such transactions. According to this method, the difference between the price paid and Natixis' share in the historic carrying amounts of the assets and liabilities of the acquired entity is recorded as a deduction from shareholders' equity. In effect, in using this method, any goodwill and valuation differences resulting from the application of the purchase method are deducted from shareholders' equity.

The carrying amounts used are those listed in the consolidated financial statements of the ultimate parent company at the date of completion of the transaction.

Entities considered to be under joint control include, in particular, two entities controlled by Natixis and those involving an entity controlled by Natixis and an entity controlled by BPCE.

PRINCIPLES ADOPTED FOR MEASURING CONTRIBUTIONS BY GROUPE CAISSE D'EPARGNE TO NATIXIS IN 2006

The assets contributed by the CNCE to Natixis fall into two different categories:

- shares in the Wholesale Banking and services subsidiaries;
- a portion of the cooperative investment certificates (CCIs) conferring entitlement to the share capital of the Caisses d'Epargne.

The contribution values used for consolidation purposes in respect of both categories of assets are the carrying amounts of these assets in the CNCEs consolidated financial statements, restated in accordance with IFRS as adopted in the European Union.

PRINCIPLE ADOPTED FOR MEASURING OTHER TRANSACTIONS AFFECTING THE STRUCTURE OF THE GROUP THAT LED TO THE CREATION OF NATIXIS

In accordance with IFRS 3, other transactions affecting the structure of the Group – contribution of the remaining Caisses d'Epargne CCIs, 1.23% of the share capital of IXIS CIB, and 4.63% of the share capital of IXIS AMG; subscription for the Banque Populaire CCIs, and acquisition of Novacrédit – have been accounted for by the purchase method for consolidation purposes.

GOODWILL ARISING IN CONNECTION WITH THE BUSINESS COMBINATION ON DECEMBER 31, 2006

Goodwill on contributed entities

As the contributions were recognized at their net carrying amount under IFRS, no valuation adjustments have been recorded on the various assets and liabilities contributed. The difference between the acquisition cost and the Group's interest in the net assets of the contributed entities does not constitute goodwill within the meaning of IFRS 3, since the acquisition cost takes into account the real value of the shares, while the contributions were recognized at their net carrying amount. Each of the differences observed was recognized in "consolidated reserves".

An amount of €3,170 million was charged against the issue premium in this respect at December 31, 2006.

Goodwill on other transactions

The goodwill arising from business combinations amounted to €484 million, which breaks down as follows: €229 million on IAMG, €21 million on IXIS CIB and €8 million on Novacrédit, plus the goodwill recorded in "Investments in associates" relating to the Caisse d'Epargne CCIs (€190 million) and the Banque Populaire CCIs (€36 million).

Since then, goodwill related to IXIS CIB has been totally written-down.

At December 31, 2012, goodwill arising on the CCIs had been definitively allocated to the following valuation adjustments:

- valuation adjustments on Banque Populaire land and buildings in the amount of €102 million (Banque Populaire CCIs);
- valuation adjustments on Caisse d'Epargne land and buildings in the amount of €47 million (Caisse d'Epargne CCIs).

These valuation adjustments were divided into a depreciable component and a non-depreciable component in proportion to the value of the land and buildings in question. The depreciable component is depreciated in line with the rules and residual useful life applicable to similar assets (15 years on average).

From December 31, 2013, the valuation differences above are no longer included in Natixis' consolidated balance sheet, given that the cooperative investment certificates were sold.

OTHER GOODWILL

In 2013, goodwill decreased by €22 million, excluding translation losses of €53 million and write-down losses of €14 million.

The main changes are described below:

- within the Asset Management business, the treatment under IFRS of the entity HANSBERGER resulted in the reclassification of the €9 million in goodwill assigned to the entity under the balance sheet item "Non-current assets held for sale".
- within the Corporate Data Solutions division, the disposal of a portion of Coface Services' activities to INTRUM JUSTICIA via the entity IJCOF, reduced goodwill by €11 million.

IMPAIRMENT TESTS

All items of goodwill are impaired, based on the value in use of the cash-generating units (CGUs) to which they have been allocated, except for the "Private Equity" CGU, which is evaluated using the restated net asset value, as all of the assets of the entities included in that CGU are recognized at fair value. For the Coface CGU, with regard to Natixis' likely withdrawal, a standalone evaluation was also carried out (particularly regarding the suspension of synergies with Natixis and taking into account of Insurance regulatory constraints).

Value in use is determined principally by discounting the expected future cash flows from the CGU (DCF method) on the basis of the five-year medium-term business plans drawn up by Natixis.

The following assumptions have been used:

- estimated future cash flows: forecast data drawn from Natixis' medium-term business plans, established in conjunction with the businesses and prepared as part of the strategic plan;
- perpetual growth rate: 2.5%;
- discount rate: use of a specific rate for each CGU: 10% for Investment Solutions (9.9% in 2012), 11.2% for Specialized Financial Services (11.6% in 2012), 11.2% for Coface (10% in 2012), 11.2% for Wholesale Banking (11.6% in 2012), 12.3% for the Corporate Data Solution (CDS) CGU, previously called Coface "non-core" entities (11.1% in 2012).

These tests resulted in a writedown of:

- €6 million for the CDS CGU goodwill. The net amount of goodwill after writedown is €96 million;
- €8 million for goodwill arising on holdings in SCI Altair 1 and SCI Altair 2 (an impairment of 100% of goodwill), given the analyses carried out on data center assets at the Lognes location (drop recorded in occupancy rate among external customers). An additional provision of €3 million was recorded under impairment of property (i.e. data center). The recoverable value valuation for these two CGUs was carried out based on the DCF method, taking into account the last rent valuation by an external player.

The discount rates were determined by factoring in the following:

- for the Investment Solutions, Specialized Financial Services and Wholesale Banking CGUs, the risk-free interest rate of the Euro-Bund zone, averaged over a depth of 10 years, plus a risk premium calculated according to a sample of CGU-representative companies;
- for the Coface CGU, interest-rate references used by listed companies operating a similar business;
- for the CDS CGU, the revenue-weighted average 10-year risk-free interest rates of the countries in which the various entities do business, plus a risk premium calculated according to a sample of companies that are representative of the sector and an additional risk premium to account for the relative size of the CGU in comparison with sample references.

Note that Natixis impaired goodwill allocated to the Wholesale Banking business and the GAPC portfolio at the end of 2008, and the Private Equity goodwill at the end of 2009.

A 20 bp increase in discount rates associated with a 50 bp reduction in perpetual growth rates would help to reduce the value in use of CGUs by:

- -6.4% for the Investment Solutions CGU;
- -4% for the Specialized Financial Services CGU;
- -4.8% for the Coface CGU;
- -4.9% for the CDS CGU;

and would not result in finding a depreciation of those CGUs except for the CDS CGU for which an additional €7 million impairment should then be recorded.

Similarly, the sensitivity of future business-plan cash flows to variations in key assumptions does not significantly affect the recoverable amount of CGUs, with the exception of the recoverable amount of the Coface "non-core" CGU:

- for Investment Solutions, a 10% decline in the "equity" markets and one point decline in the EONIA would have a negative impact of -4% on the recoverable amount of the CGU and would not lead to any impairment being recorded;
- for Specialized Financial Services, a one point drop in the three-month EURIBOR applied to Factoring and recreating a "2008-2009" (drop in production and increased cost of risk) type crisis on Leasing would have a -6% negative impact on the recoverable amount of the CGS and would have no impact on terms of impairment;
- for Coface, the primary sensitivity vector is the loss ratio. A level of 52% for this ratio (gross reinsurance), reflecting the deterioration of economic conditions, was applied to conduct the test of the CGU's depreciation at December 31, 2013. A one-point increase in this loss ratio would have no significant impact on the recoverable amount of the CGU. Only an increase of 9 points of the "loss ratio" would lead to impairment of the CGU being recorded;
- for the CDS CGU, the primary factor in sensitivity is the degree of the business plans' achievement. A -5% variation in said plans would cause the CGU recoverable amount to fall by about €8 million and an additional depreciation to be found for an equivalent amount.

2.6 Dilutive/accretive impact resulting from ownership of the CCIs issued by the Caisses d'Epargne and Banque Populaire banks

At December 31, 2012, the dilutive/accretive impact derives from differences in the rights associated with ownership shares (entitlement to dividends) and CCIs (entitlement to dividends at least equal to dividends payable on ownership shares and entitlement to reserves made up of retained earnings).

At December 31, 2013, no such impact was recorded in Natixis' financial statements, because the cooperative investment certificates were sold.

2.7 Treatment of put options granted to minority shareholders

The granting of put options to minority shareholders by Natixis has no impact on the determination of Natixis' controlling interest in the subsidiary in question as long as the option is not exercised, unless Natixis also holds an immediately exercisable call option.

The granting of put options to minority shareholders has no impact on Natixis' interest in the subsidiary in question unless the put option is associated with Natixis' holding a call option, and the call and put options give immediate entitlement to the economic benefits attached to the underlying shares.

The granting of put options to minority shareholders which do not transfer to Natixis the risks and benefits associated with the underlying shares prior to exercise, result in the recognition of a liability for the estimated present value of the option's exercise price. The corresponding receivable is booked to equity, deducted in part from non-controlling interests in the amount of their carrying value, with the rest deducted from consolidated reserves (group share). Subsequent changes in the liability related to adjustments to the exercise price of the put option are recorded in consolidated reserves (group share).

Income generated from non-controlling interests subject to put options are presented in "Net income for the period – portion attributable to non-controlling interests" on the consolidated income statement.

2.8 Subsidiaries held for sale

The assets and liabilities of subsidiaries which Natixis intends to sell within a maximum period of 12 months, and for which it is actively seeking a buyer, are identified separately on two specific lines of the consolidated balance sheet as non-current assets and liabilities *(see Note 5.9)*.

On December 20, 2011, Natixis entered into an agreement to transfer its Natixis HO CHI MINH branch to BPCE. The transfer is currently on hold pending approval from the Vietnamese regulatory authorities.

At December 31, 2013, Natixis maintained the full consolidation of the Natixis HO CHI MINH branch. It combined, in accordance with the provisions of IFRS 5 "Non-current assets held for sale and discontinued operations", the assets and liabilities of these entities under two separate balance sheet line items: "Non-current assets held for sale" and "Liabilities associated with non-current assets held for sale".

At December 31, 2013, Hansberger, a subsidiary of the Investment Solutions division and fully consolidated, is also treated under IFRS 5 with the presentation of its assets and liabilities organized into the two balance sheet items. "Non-current assets held for sale" and "Non-current liabilities held for sale".

In addition, on December 31, 2012 Natixis received a firm offer for the sale of its subsidiary Coface Services Belgium. In accordance with the provisions of IFRS 5, Natixis had maintained the full consolidation of its subsidiary and had combined Coface Services Belgium's assets and liabilities under two separate balance sheet line items. As the sale was completed during the first half of 2013, Coface Services Belgium is therefore no longer included in Natixis' consolidation scope as of December 31, 2013.

2.9 Standardization of individual data and treatment of intra-group transactions

Prior to consolidation, the individual financial statements of companies included in the scope of consolidation are restated if necessary to bring them into line with Natixis' accounting policies described below. Intra-group balances and gains and losses arising on intra-group transactions are eliminated.

2.10 Consolidation of insurance companies

The following rules are applied to consolidate the financial statements of insurance subsidiaries:

- income and expenses are classified by type in accordance with banking accounting principles and not as a function of expense;
- balance sheet items are included under the corresponding line items of the financial statements presented in the banking format.

Insurance company investments are classified in the balance sheet under the various categories of investments defined in IAS 39.

Policies managed by the insurance subsidiaries of the Coface, Compagnie Européenne de Garanties et Cautions (CEGC) and Natixis Assurances sub-groups meet the definitions of insurance policies and investment contracts with a discretionary participation feature set out in IFRS 4. Accordingly, they result in the recognition of technical reserves in liabilities. These reserves are measured in accordance with French GAAP pending publication of an IFRS standard dealing with technical liabilities of insurance companies.

Technical reserves for insurance policies meet the commitments of insurance companies with regard to policyholders and contract beneficiaries.

In accordance with IFRS 4, insurance technical reserves are calculated using methods stipulated by local regulations. A liability adequacy test is carried out in order to ensure that the insurance liabilities as presented in the consolidated financial statements are sufficient to cover future cash flows estimated at that date. The test is based on a stochastic or deterministic valuation model of discounted future cash flows.

Technical reserves for life-insurance policies are primarily composed of mathematical reserves corresponding to the surrender value of the contract.

Insurance offered primarily covers death, disability, work disability, dependency and financial loss. Related technical reserves (mathematical reserves and reserves for claims to be paid) are calculated using specialized tables (life, experience and BCAC tables).

Technical reserves for non-life insurance policies include reserves for unearned premium income and for claims to be paid (not discounted).

Reserves for unearned premium income are prorated separately for each insurance policy. They correspond to the portion of premium income remaining between the fiscal year-end and the premium due date.

Claims reserves include an estimate of claims reported but not settled at the reporting date. In addition to the amount of claims payable, a provision is set aside for unknown claims, calculated on a statistical basis by reference to the final amount of claims to be paid following settlement of risks and after any debt recovery measures.

Reserves also include economic hazards related to end-of-year premiums as well as a reserve for management fees.

In addition to this statistical estimation, specific reserves are recognized for major disasters based on the probability of default and of severity, estimated on a case-by-case basis.

Pursuant to paragraph 30 of IFRS 4, insurance policies and investment contracts with discretionary participation (life insurance) are measured using shadow accounting, which consists in recognizing the portion of unrealized gains or losses potentially attributable to policyholders as a deferred profit-sharing reserve. The deferred profit-sharing reserve thus reflects the potential entitlement of policyholders to unrealized gains for Financial investments or their portion of unrealized losses. Considering prospective pay-out ratios for the duration of the 2014-2017 Medium-Term Business Plan and in accordance with the pay-out ratio recorded for 2013, the deferred profit-sharing rate adopted at December 31, 2013 is 94.8% compared to 100% at December 31, 2012. This change reflects the improved financial backdrop against which Natixis Assurances' does business, as well as the normalization of margins established in accordance with the general conditions of insured contracts.

In the event of net unearned losses, a deferred profit-sharing asset is recognized up to the amount for which future deferred profit-sharing of policyholders is estimated to be highly probable.

Deferred profit-sharing assets and liabilities arise mainly on:

- the remeasurement of "available-for-sale financial assets" and "financial assets at fair value through profit and loss";
- the remeasurement of real estate assets held to cover insurance policies;
- the restatement in the consolidated financial statements of the capital reserve and the liquidity risk reserve.

The change in the deferred profit-sharing asset and liability is recognized:

- in equity when it relates to changes in the value of "available-for-sale assets";
- in income when it relates to changes in the value of assets "at fair value through profit and loss" or investment property held to cover insurance policies, as well as changes in provisions for prolonged declines in value in "available-for-sale assets".

Application of the shadow accounting mechanism resulted in the recognition of a deferred profit-sharing liability on December 31, 2013 as on December 31, 2012.

(in millions of euros)	2013	2012
Total net deferred profit-sharing asset	-	-
Total net deferred profit-sharing liability	1,317	1,674

In the case of deferred profit-sharing assets, a recoverability test is carried out. Deferred profit-sharing may be recovered depending on the intention and ability of companies to steer future compensation of contracts according to resources.

These are sensitive to:

- changes in the equity and bond markets;
- changes in net inflows, which result from the commercial appeal of policies and the propensity of policy holders to renew their contracts;
- available reserves and own resources within companies to hold assets for a period compatible with changes in liabilities and consistent with market cycles.

Prospective analysis of the deferred profit-sharing asset's recoverability is therefore carried out to demonstrate the ability and intention of companies to meet liquidity requirements over the remaining recoverability period without selling investments in unrealized losses. This process corresponds to a forward-looking view of future cash flows, built following regulatory and contractual conditions applied to contracts and with the help of economic scenarios based on historic probability.

NOTE 3 CONSOLIDATION SCOPE

3.1 Key events

On February 17, 2013, BPCE S.A. and Natixis announced that they had each submitted to their respective Supervisory Boards and Boards of Directors a proposal to significantly simplify the structure of Groupe BPCE. The operation involved the repurchase by the Banque Populaire banks and Caisses d'Epargne of all of the cooperative investment certificates (CCIs) issued by them, which had previously been held entirely by Natixis. Following the cancellation of the CCIs repurchased by each of the Banque Populaire banks and Caisses d'Epargne, the capital of these institutions is held entirely by their cooperative shareholders.

The repurchase transaction, amounting to €12.1 billion, was completed on August 6, 2013 and the corresponding gain was recorded in Natixis' consolidated financial statements in the amount of €142 million. The buy-back was accompanied by the repayment of financing and the associated mechanisms, including P3CI, which was set up in 2012, with no impact on Natixis' income statement.

The completion of this repurchase resulted in a capital surplus, most of which was be paid to shareholders in an exceptional payment of around €2 billion in August 2013.

3.2 Changes in consolidation scope since January 1, 2013

The main changes in scope since January 1, 2013 were as follows:

3.2.1 WHOLESALE BANKING/GAPC

Newly consolidated entities

- Creation of Natixis Export Credit Agency (securitization fund) in the first half of 2013;
- Creation of 720 Olive Street LLC, an entity holding a real estate asset acquired after the implementation of a guarantee relating to funding said asset.

Deconsolidated entities

- Disposal of WTC Owner (Waikiki Trade Center);
- Disposal of junior units of Nomura Resecuritization Trust 2012-1R (a securitization fund holding the US RMBS positions previously carried by Natixis Paris, Natixis London, Natixis Funding and Natixis Financial Products). The sale of these units has resulted in the deconsolidation of the Nomura Resecuritization Trust securitization fund and two intermediary legal entities Nordet LLC and Lombarde LLC;
- Disposal of Natexis Commodity Markets Ltd and 720 Olive Street LLC;
- Deconsolidation of Canvas at December 31, 2013, which fell below the consolidation threshold;
- Liquidation of the following entities:
  - IXIS CMNA (Australia) (No. 2) SCA,
  - IXIS CMNA (Australia) (No. 2) LLC,
  - LIBERTY ISLAND FUNDING 2011-1 Ltd,
  - GAMMA.

Internal restructuring

- Total transfer of Invest Omega to Natixis.

Ownership interest changes

EIG carried out a capital increase of €1.5 billion on December 18, 2013 to which Natixis Belgique Investissements (NBI) did not subscribe. The Group's stake in this proportionally consolidated subsidiary therefore decreased from 5.2% to 4.49% (-14%).

3.2.2 INVESTMENT SOLUTIONS

Asset Management

Newly consolidated entities

- Incorporation of H_20 Asset Management Corporate member (UK) and H_20 Asset Management Holding (Luxembourg) after the consolidation thresholds were exceeded;
- Creation of AEW Partners VII, INC and Loomis Sayles Alpha, LLC (USA);
- Incorporation of Aurora Horizon Funds.

Deconsolidated entities

- Dissolution on July 2, 2013 of Federal Street Management LLC;
- Dissolution on December 31, 2013 of AEW Advisors, INC.

Private Equity – Third party Asset Management

Deconsolidated entities

- Deconsolidation of Natixis Private Equity Opportunities, which fell below the consolidation threshold;
- Deconsolidation of BP Développement, Codeis and Naxicap Rendement 2018 following Natixis' loss of exclusive control over BP Développement, mainly as a result of the amendment of BP Développement's bylaws.

Insurance

Newly consolidated entities

- Creation of Natixis Ultra Short Term Bonds Plus insurance investment mutual fund on February 11, 2013.

Deconsolidated entities

- Liquidation of Assurances Banque Populaire MIDCAP;
- Liquidation of Assurances Banque Populaire Croissance Rendement.

Internal restructuring

- Merger of ABP Vie and Vitalia Vie into Natixis Assurances Partenaires, now called ABP vie.

3.2.3 SPECIALIZED FINANCIAL SERVICES

Leasing

Internal restructuring

- Total transfer of GCE Bail to Natixis Lease on January 1, 2013.

3.2.4 FINANCIAL INVESTMENTS

Coface

Newly consolidated entities

- Consolidation of 12 funds: Colombes funds, dedicated investment vehicles for Coface's cash;
- Newly consolidated Coface Deutschland Vertrieb GMBH and Coface Rus insurance company after consolidation thresholds were exceeded.

Deconsolidated entities

- Liquidation of Akco Fund and MSL1 Fund in connection with the consolidation of Colombes funds.

Corporate Data Solutions

Newly consolidated entities

- Acquisition of 42% of IJCOF Corporate following the contribution of Coface Services' commercial loan recovery activity.

Deconsolidated entities

- Disposal of Coface Belgium Service;
- Disposal of IGNIOS (formerly Coface Servicios Portugal).

Private Equity

Internal restructuring

- Total transfer of FNS 4 to NPEIS on January 1, 2013;
- Total transfer of NPEIS to NPE on June 30, 2013.

Cooperative investment certificates

- Disposal of cooperative investment certificates (CCIs) *(see Note 3.1)*.

3.2.5 OTHER ACTIVITIES

- Deconsolidation of NBP Preferred Capital III LLC after preferred shares were reimbursed on February 6, 2013.

NOTE 4 SPECIAL PURPOSE ENTITIES

4.1 Consolidation of special purpose entities

The various legal entities specifically created to manage a transaction or group of similar transactions (special purpose entities – SPEs) and substantially controlled by Natixis, even where there is no equity relationship, are consolidated if they make a material contribution to the consolidated financial statements. The main criteria for assessing the existence of such control as defined by SIC 12 are as follows:

- **Activity:** the SPE's activities are substantially conducted on behalf of Natixis which, directly or indirectly, has created the SPE to meet its specific business needs;
- **Decision-making powers:** Natixis has decision-making and management powers enabling it to control or obtain control of the SPE or its assets, including certain decision-making powers arising after the formation of the SPE. Such decision-making powers may have been delegated by setting up an auto-pilot mechanism;
- **Benefits:** the right to obtain a majority of the benefits of the SPE's activities; the right to a majority of any economic benefits distributed in the form of future net cash flows, earnings, net assets or other economic benefits, or rights to the majority of residual interests;
- **Risks:** Natixis substantially retains the majority of the residual risks or risks inherent in ownership of the SPE or its assets in order to obtain benefits from its activities.

SIC 12 does not apply to SPEs designed to manage post-employment and long-term employee benefits, which are covered by IAS 19 ("Employee Benefits"). Accordingly, employee pension funds and mutual insurance companies are not consolidated.

4.2 Types of SPEs with which Natixis has dealings

In the course of its business, Natixis has dealings with many SPEs on whose behalf it acts as, depending on the situation: lender, investor, guarantor, manager, sponsor or arranger.

An analysis of the characteristics of these entities and of their potential for consolidation is presented below by business and major categories of entities:

4.2.1 SPES INVOLVED IN ASSET MANAGEMENT BUSINESS LINES (MUTUAL FUNDS, CDOS, REAL ESTATE FUNDS)

Mutual funds

The analysis differs depending on whether Natixis is a guarantor of the fund:

1. Non-guaranteed mutual funds

Acting as manager of the Asset Management company does not in itself transfer the majority of a fund's risks and benefits to the NGAM sub-group. In fact, the Asset Management company does not guarantee and is not exposed to risk in respect of the fund's assets, and any provision for profit-sharing with the Asset Management company only applies to a small part of the gains. NGAM's compensation as manager is marginal compared to the returns generated for investors.

SIC 12's "risks" and "benefits" criteria must therefore be assessed in terms of any interest of the Asset Management company or any other Natixis entity in the funds. As neither NGAM nor any other Natixis entity have a majority interest in the funds, Natixis neither retains a majority of the benefits nor incurs a majority of the risks associated with these non-guaranteed mutual funds. Accordingly, these mutual funds are not consolidated.

2. Guaranteed mutual funds

Natixis guarantees the capital and/or performance of certain Mutual Funds. An analysis of the risks incurred by Natixis as a result of such guarantees shows that such risks are controlled, either via the management policies and control procedures applied, via the composition of the funds (money market assets), via rigorous monitoring of counterparty risk, or via systematic hedging of swaps in the market (when Natixis is the counterparty to the performance swap set up by the fund). Accordingly, these mutual funds are not consolidated.

CDO structures

The NGAM sub-group is involved in such funds as manager of the underlying portfolio for third-party investors. Its role is strictly defined by the portfolio management agreement, which never provides it with effective control of the structure. Neither NGAM nor any other Natixis entity holds a majority interest in these funds. Natixis thus does not retain a majority of the benefits or incur a majority of risks. Consequently, no such fund was consolidated as of December 31, 2013.

Real estate funds

Real estate funds are generally set up by NGAM, but it may only be manager of a portfolio of real estate assets under a portfolio management mandate entered into with a third party. Its role is strictly defined by the portfolio management agreement, which never provides it with effective control of the structure.

The management fees paid are not such as to allow it to benefit from the bulk of the returns generated. If provision has been made for an incentive fee, it generally takes the form of a liquidation bonus, the major portion of which accrues to the unit holders. The "majority of risks" and "majority of benefits" criteria are assessed on the basis of the Group's interest in such funds.

On this basis, only two real estate funds managed by the NGAM sub-group were consolidated as of December 31, 2013:

- the EPI SLP fund;
- the EPI SO SLP fund.

US funds managed by the NGAM Corp. sub-group

Several funds managed by the Asset Management companies in the NGAM Corp. sub-group are consolidated given the sub-group's majority interest in these funds. Funds in which it does not hold a majority interest are not consolidated, as none of the SIC 12 criteria is met.

At December 31, 2013, no fund was consolidated with regard to the principle set out above.

4.2.2 LIFE INSURANCE SPECIAL PURPOSE ENTITIES (NATIXIS ASSURANCES)

The interests of the Natixis Assurances sub-group in UCITS and SCIs are subscribed in the form of euro or unit-linked insurance policies:

- euro-denominated policies are policies under which the insured party receives a minimum guaranteed return plus the major share of the surpluses generated by the insurance company's main fund. Any shortfall between the fund's return and the minimum guaranteed return is borne by the insurer, which thus incurs the risks. The risks and benefits criteria are met for such funds if the insurer holds a majority interest.

At December 31, 2013, the Natixis Assurances sub-group held a majority interest in five funds which are material to the consolidated financial statements and were thus consolidated in the Natixis consolidated financial statements:

- ABP ACTIONS;
- ABP ALTERNATIF OFFENSIF FCP;
- Fructifoncier;
- NAMI INVESTMENT;
- NATIXIS ULT.SHORT TERME BDS PLUS.

- unit-linked policies are policies under which the insured party selects the funds in which the insurer invests on its behalf. The value of the insurer's interest in such funds in the form of unit-linked policies is reflected in the insurance policies, the remuneration of which is not guaranteed. The risks and benefits inherent to these investments are borne by the insured party. None of these funds were consolidated as of December 31, 2013.

4.2.3 CREDIT INSURANCE SPES (COFACE)

The Coface sub-group's credit enhancement operations consist of insuring receivables securitized by a third party for investors via an SPE for losses in excess of a predefined amount. In this type of structure, the Coface sub-group has no role whatsoever in determining the SPE's activity or in its operational management. The insurance premium received on the insurance policy is a small sum compared to all the benefits generated by the SPE, the bulk of which flow to the investors.

For risk analysis purposes, a distinction must be made between the policies taken out by the German branch Coface Deutschland and those taken out by Compagnie Française d'Assurance pour le Commerce Extérieur:

- under the German policies, the credit insurer is only liable for losses in excess of a deductible termed the Aggregate First Loss. This first loss contractually defines the amount of first losses that are not covered by the credit insurer. The coverage provided by Coface Kredit via these policies is similar to "Natural disaster" type coverage. An analysis of these structures shows that the amount of the first loss is systematically higher than the expected loss, namely the average losses expected over the year. Accordingly, the "majority of risks" criterion is deemed not to be satisfied. The SPEs involved in these structures are accordingly not consolidated;
- the French policies taken out by Coface rarely include non-covered "first losses". But the policies only cover a small portion of the receivables held by the SPE. Furthermore, the quality of portfolio risk covered by Coface, compared to that borne by the other stakeholders (other insurers, sponsors, sellers) is not such as to transfer the majority of the structure's risks to Coface. Such entities are accordingly not consolidated.

4.2.4 PRIVATE EQUITY SPES

- As part of its private equity operations, Natixis makes equity investments in unlisted companies via venture capital vehicles (Fonds Communs de Placement à Risque – FCPRs – venture capital funds and SICARs – Sociétés d'Investissement à Capital Risque – venture capital companies) and limited partnerships. All SIC 12 criteria ("Activities", "Decision-making powers", "Majority of Benefits" and "Majority of Risks") are assessed on the basis of the level of Natixis' interest in each investment tranche, and on the basis of any guarantees provided to these entities;

  Based on these factors, three entities were consolidated as of December 31, 2013:

  - DAHLIA SICAR A;
  - NPE Caspian IA, LP;
  - NPE Caspian IB, LP.

- Natexis Investment Corp., a wholly-owned Natixis subsidiary, holds a series of interests in Private Equity funds. The vehicles are not consolidated given that they represent marginal interests (generally under 1%) in each fund and thus do not meet all the SIC 12 criteria (activities, decision-making powers, majority of benefits and majority of risks).

4.2.5 SPES FOR WHOLESALE BANKING'S STRUCTURED FINANCING OPERATIONS (EXCLUDING FINANCIAL ENGINEERING)

In order to meet project financing requirements (for industrial or infrastructure projects), movable assets (involving air, sea or land transport), real estate, corporate acquisitions (LBO financing) or commodities, Natixis may be required to create SPEs structured around a specific financial transaction on behalf of a customer.

Such entities do not meet any of the SIC 12 consolidation criteria because:

- the SPEs activities are conducted first and foremost on behalf of the customer;
- Natixis is rarely a shareholder in such entities and when it is, it generally holds a non-controlling interest. Auto-pilot mechanisms are generally in place and Natixis has not structured them for its benefit;
- Natixis merely acts as a lender to such structures; most credit facilities are syndicated and the risks are equitably shared between the lenders in proportion to the amounts they have lent.

The structures for which Natixis is the sole lender or the majority shareholder are limited in number and do not have a material impact on the Natixis consolidated financial statements.

Accordingly, none of these entities had been consolidated as of December 31, 2013.

4.2.6 SPES USED FOR FINANCING OPERATIONS

SPEs may be used to hold securities on behalf of a customer.

Natixis does not hold a majority interest in these entities. Furthermore, the risks and benefits criteria are not met because the risk is either borne by the capital provider or by a third party which provides Natixis with a guarantee as to the value of the assets in the vehicle.

Since the repayment of Natexis Banque Populaire Preferred Capital 3 issues, Natixis has not consolidated this entity an no longer has any relationship with special purpose entities use to transform a debt type instrument (on the asset side of their balance sheet) into a more equity type instrument (on the liability side of their balance sheet).

4.2.7 OTHER REAL ESTATE FUNDS

- Natixis Immo Développement invests in real estate assets in partnership with other investors using two types of structures:
  - SEP-type structures. These entities are not consolidated inasmuch as each partner recognizes its share of the SEP's assets, liabilities and results;
  - other structures under which a separate legal entity (SCI, SAS, SNC, etc.) acquires the assets. Natixis Immo Développement does not have any interest in structures that could have a material impact on Natixis' consolidated financial statements. Accordingly, no such entity was consolidated as of December 31, 2013.
- Natixis controls a certain number of SPEs designed to own or lease real estate assets intended to be re-let or otherwise made available to other Group subsidiaries or third parties. Such SPEs are consolidated once Natixis has a majority interest in these vehicles and where they are material to the consolidated financial statements. Three SPEs meet these criteria and were thus consolidated as of December 31, 2013:
  - Natixis Immo Exploitation;
  - SCI Altair 1;
  - SCI Altair 2.
- The Natixis Lease sub-group owns a certain number of SPEs which own real estate assets. Four of them are controlled by Natixis (>50% holding) and are significant in nature as of December 31, 2013. Therefore, they are included in the consolidation scope of Natixis on this date:
  - COASSUR;
  - SCI Valmy Coupole;
  - OPCI Natixis Lease Investissement;
  - SASU Immobilière Natixis Bail held by OPCI Natixis Lease Investissement.
- Natixis Garanties owns three SCIs that hold the business line's operating property. All three were included in Natixis' scope of consolidation as of December 31, 2013. They are:
  - SCI Champs-Élysées;
  - SCI La Boétie;
  - SCI SACCEF.

4.2.8 NATIXIS' SECURITIZATION ENTITIES

Securitization conduits are generally constituted in the form of SPEs used to segregate assets or derivatives representative of credit risks.

The purpose of such SPEs is to diversify and tranche the underlying credit risks, with a view to their acquisition by investors seeking a certain level of remuneration based on the level of risk assumed.

The assets of these conduits, and the liabilities they issue, are rated by the rating agencies, which continually monitor the suitability between the level of risk associated with each tranche sold and the rating attributed.

Investors may wish to invest for relatively short periods, in which case the asset-backed commercial paper (ABCP) held by a conduit may be transformed into treasury notes issued with shorter maturities.

Natixis is mainly involved in structures employing securitization entities in its capacity as:

- structurer of securitization transactions;
- originator of securities or loans held as assets and pending securitization;
- credit risk intermediary between the market and the securitization entity.

Natixis is also the sponsor of two ABCP conduits: Magenta and Versailles.

Given the segregation of risk and their aim of spreading credit risk for investors other than Natixis, securitization conduits do not generally require consolidation under IFRS:

- the activities have been principally conducted on behalf of third party investors so as to provide them with access to diversified portfolios;
- a third party entity manages the assets to the extent required. Natixis has no decision-making or management powers within such entities;
- in comparison to third party investors, Natixis never derives the majority of the benefits;
- Natixis only holds the most senior shares in these structures and is thus not exposed to the majority of risks.

A new special purpose entity was consolidated in this respect as of December 31, 2013 – the "NECA" securitization fund, which allows a portfolio of export credits to be refinanced.

In addition, the "NAXICAP RENDEMENT 2018" securitization fund set up in 2012 is no longer consolidated in Natixis' consolidated financial statements as of December 31, 2013 in connection with the deconsolidation of BP Développement.

Finally, it should be noted that at December 31, 2013, one entity was implicitly de facto consolidated, with Natixis remaining the main investor and the risks associated with the underlying assets being factored in via the valuation of the Natixis interest classified under "Instruments at fair value through profit and loss – Trading" and in respect of which provisions have been fully funded.

NOTE 5 ACCOUNTING PRINCIPLES AND VALUATION METHODS

5.1 Financial assets and liabilities (excluding derivatives)

At initial recognition, financial assets and liabilities are measured at fair value, corresponding to their acquisition price at that date. Their subsequent accounting treatment depends on their balance sheet classification. In accordance with IAS 39, financial assets are classified in one of the four categories of financial assets set out below:

FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS

These are instruments held for trading purposes or designated at fair value through profit and loss on initial recognition in accordance with the fair value option amendment to IAS 39 (published by the IASB in June 2005 and adopted by the European Union on November 15, 2005).

Securities held for trading purposes are those acquired by Natixis principally to be sold in the near term and those forming part of a portfolio of financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking.

Securities valued under this option fall into one of the following three categories:

- hybrid instruments that contain one or more significant and separable embedded derivative features;
- instruments belonging to a group of financial assets valued and managed on a fair value basis;
- instruments that present an inconsistency in accounting treatment with a related financial liability.

As stated in Note 2, Natixis has elected to use the option provided by IAS 28 and IAS 31, i.e., not to account for interests held by Private Equity subsidiaries using the equity method nor proportionally consolidate them if they are designated as "Financial assets at fair value through profit and loss". In accordance with the fair value option amendment, Private Equity investments less than 20%-owned are also recognized as "Financial assets at fair value through profit and loss", since managing and measuring these investments at fair value is a well-established practice within Private Equity companies.

Financial assets at fair value through profit and loss are measured on initial recognition at market value, with transaction recognized in the income statement.

The market value is reviewed at each subsequent reporting date in line with the principles outlined in Note 5.6 "Fair value of financial instruments". Any changes including accrued interest are recorded in "Net gains or losses on financial instruments at fair value through profit and loss" in the consolidated income statement.

HELD-TO-MATURITY FINANCIAL ASSETS

These are non-derivative financial assets with fixed or determinable payments and fixed maturities that Natixis has the clear intention and ability to hold through to maturity, other than those that are designated on initial recognition as at fair value through profit and loss (fair value option) or available-for-sale, and those that meet the definition of loans and receivables.

On initial recognition, available-for-sale financial assets are measured at fair value including transaction costs. After initial recognition, loans and receivables are measured at amortized cost using the effective interest rate method, and tested for impairment at each reporting date. Where necessary, an impairment charge is recorded in income under "Provision for credit losses". Transactions intended to hedge interest rate risk on these securities are not permitted under IFRS.

LOANS AND RECEIVABLES

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted on an active market, other than those designated as at fair value through profit and loss or available-for-sale. This excludes assets for which the holder cannot recover the majority of the initial investment other than because of a credit deterioration, which should be classified as available-for-sale. The vast majority of loans granted by the Group are classified in this category. Loans and receivables also include the fair value of the hedged component of assets classified in this category (fair value hedges).

On initial recognition, loans and receivables are measured at fair value (i.e., face value) plus transaction costs and less any discount and transaction revenues. In the case of loans, transaction costs include fees and any expenses directly attributable to setting up the loan.

After initial recognition, loans and receivables are measured at amortized cost using the effective interest rate method, and tested for impairment at each reporting date. Where necessary, an impairment charge is recorded in income under "Provision for credit losses".

When loans are granted at below-market interest rates, a discount corresponding to the difference between the face value of the loan and the sum of future cash flows discounted at the market interest rate is deducted from the face value of the loan. The market rate of interest is the rate applied by the vast majority of financial institutions at any given time for instruments and counterparties with similar characteristics.

Specific case concerning shares of syndicated loans held for sale

Loans outstanding with a theoretical syndication date expired as at the reporting date were analyzed on a case-by-case basis in order to take into account the market discounts observed at the end of the reporting period. Changes in the discounts recognized for the period are shown in "Net gains or losses on available-for-sale financial assets" and are discussed in Note 7.4.

Specific case concerning assets reclassified as "Loans and receivables"

"Loans and receivables" also include non-derivative financial assets initially classified at fair value through profit and loss or available-for-sale, but subsequently reclassified as "Loans and receivables", under the conditions set out in the "Reclassification of financial assets" amendment to IAS 39 and IFRS 7 published on October 13, 2008. Assets reclassified in accordance with this amendment meet the definition of loans and receivables at the reclassification date, i.e., they are not quoted on an active market, or were no longer quoted on an active market at the reclassification date. Assets reclassified in accordance with this amendment cannot be held with the intention of being sold in the near term.

The instruments are reclassified based on their fair value at the reclassification date. The difference between this amount and the estimated cash flows the entity expects to recover at the reclassification date is recognized as net revenues over the instrument's expected maturity, based on the effective interest rate at that date. After reclassification, the assets are measured at amortized cost using the effective interest rate method and will be tested for impairment at each reporting date. Any resulting impairment losses will be recognized in income under "Provision for credit losses".

If the amount of the impairment loss decreases in a subsequent period and the decrease can be related objectively to an event occurring after the impairment was recognized, all or part of the previously recognized impairment loss may be reversed.

If estimates of future cash flows as of the reclassification date are revised upwards in subsequent reporting periods, the impact is accounted for as an adjustment to the effective interest rate at the date of the change in estimate.

The reserve to be recycled to the income statement in respect of instruments reclassified from "available-for-sale financial assets" to "loans and receivables" remains fixed at its level as of the reclassification date. The amounts in question are recycled to income using the effective interest rate method over the residual life of the assets, or immediately if the instrument has been impaired or sold since reclassification.

The carrying amount of reclassified financial assets are provided in Note 6.7.2 and the fair value is disclosed in Note 6.7.8.

Specific case of loans restructured due to the debtor's financial situation

Loans for which the initial financial conditions (rate, term) have been adjusted to prevent, or provide a solution to, the failure of a counterparty are provisioned for credit losses in an amount representative of the variance between the discount at the original effective interest rate of the new recoverable flows and the amortized cost of the receivable before restructuring.

At Natixis, loans that have been restructured due to the debtor's financial situation correspond to loans subject to restructuring incurred by the bank to prevent, or provide a solution to, the failure of a counterparty. The fact that the restructuring was "incurred by the bank" means that the bank would not have accepted new renegotiated loan terms in other circumstances.

However, they are not considered as restructured loans due to the debtor's situation:

- commercial renegotiations solicited by sound customers evoking the competition rule and who are accepted by the bank;
- "technical" restructuring;
- contracts whose credit spread is enhanced, particularly those that from the start include in their contract terms an enhancement of the spread when financial ratios or the counterparty's credit rating deteriorates, with this credit spread enhancement not considered a concession granted to the customer.

For restructured loans either fully or partially converted into a substantially different asset (such as an equity instrument) or giving rise to a change of counterparty:

- the new instruments are booked at fair value;

- the difference between the book value of the derecognized loan (or portion of the loan) and the fair value of the assets received in exchange is entered as a loss under provision for credit losses;
- any previous provision created on the loan is adjusted on the basis of the discounting of the new recoverable flows from the non-derecognized portion of the loan and is reversed in full if the loan is converted into new assets.

AVAILABLE-FOR-SALE FINANCIAL ASSETS

Available-for-sale financial assets include non-derivative financial assets that are not classified as loans and receivables, held-to-maturity investments or financial assets at fair value through profit and loss. Assets in this category include Natixis' investments in non-consolidated companies. Securities classified in this category are initially recognized at their market value. At the reporting date, they are remeasured at their market value determined based on the market price for listed instruments.

The fair value of listed non-consolidated investments corresponds to their last listed price prior to the reporting date. The fair value of unlisted non-consolidated investments is obtained using the P/E (price/earnings) ratio or DCF (discounted cash flow) valuation methods or share in (revalued on non-revalued) equity.

Gains or losses arising from changes in the fair value (excluding revenues) of available-for-sale financial assets that are not hedged are recognized directly in equity under "unrealized capital gains or losses". Accrued or earned income is recognized in the income statement under "interest and similar income" using the effective interest rate method. Available-for-sale financial assets are tested for impairment at each reporting date. Where there is objective evidence that an asset is impaired and a decline in the fair value has already been recognized directly in equity, the cumulative impairment loss is removed from equity and taken to income under "Provision for credit losses" (debt instruments) or "Net revenues" (equity instruments).

Determining whether there is objective evidence of impairment is based on a multi-criteria approach and independent expert opinions, particularly in the case of debt instruments. Evidence of impairment includes:

- for debt instruments: default on interest or principal payments, existence of mediation, warning or legal reorganization procedures; counterparty bankruptcy and any other indicator pointing to a material decline in the counterparty's financial position, such as losses on completion projected by discounted cash flow models;
- for equity instruments (excluding investments in unlisted companies): indicators suggesting that the entity will not be able to recover all or part of its initial investment. Securities presenting an unrealized capital loss of over 30% on their face value, or presenting an unrealized capital loss for a period of more than six months, are systematically tested for impairment. The test involves a qualitative analysis considering a variety of factors such as share price performance over a given period or information relating to the issuer's financial position. Where necessary, an impairment loss is recognized based on the market price at the reporting date. Irrespective of this analysis, an impairment loss is systematically recognized when securities present an unrealized capital loss of over 50% at the reporting date, or an unrealized capital loss on their face value for a period of more than 24 months;
- for investments in unlisted, non-consolidated companies: unrealized capital losses of over 20% on their face value for a period of more than 18 months, or significant changes in the technological, market, economic or legal environment having an unfavorable impact on the issuer, suggesting that the amount invested in the equity instrument may not be recoverable.

  These general criteria were not applicable to BPCE securities held by the Caisses d'Epargne and Banque Populaire banks and entered until December 31, 2012 on the line, "Investments in associates";
- for shares in venture capital funds (FCPRs), net asset value alone is not enough to determine whether there is any evidence that the initial investment might not be recovered. This is because net asset value during the investment phase is reduced by start-up costs (structuring and brokerage fees, etc.). Accordingly, for investments of this type which are not quoted on an active market, the following impairment principles apply:
  - no impairment is recognized if, at the reporting date, the position and results of the fund are in line with the business plan;
  - if this is not the case, the business plan must be revised in order to determine whether or not the securities should be impaired.

If the fair value of an available-for-sale financial asset increases during a subsequent period, and this increase can be objectively linked to an event occurring after the impairment loss was charged to income:

- reversals of impairment losses on equity instruments are recorded in equity rather than in the income statement;
- reversals of impairment losses on debt instruments are recorded in the amount of the previously recorded impairment loss.

In accordance with IFRIC 10, impairment losses recorded against equity instruments at interim reporting dates are frozen in income and cannot be reversed until the securities are sold.

5.2 Leases

TRANSACTIONS WHERE NATIXIS IS A LESSOR

Leases are classified as finance leases when substantially all of the risks and rewards incidental to ownership are transferred to the lessee. All other leases are classified as operating leases.

IAS 17, which sets forth the accounting treatment of leases, gives five examples of situations where substantially all of the risks and rewards incidental to ownership are transferred to the lessee:

- the lease transfers ownership of the asset to the lessee by the end of the lease term;
- the lessee has the option to purchase the asset at a price that is expected to be sufficiently below the fair value at the date the option becomes exercisable for it to be reasonably certain, at the inception of the lease, that the option will be exercised;
- the lease term is for the major part of the economic life of the asset;
- at the inception of the lease, the present value of the minimum lease payments amounts to at least substantially all of the fair value of the leased asset;
- the leased assets are of such a specialized nature that only the lessee can use them without major modifications.

IAS 17 also describes three indicators that individually or in combination could also lead to a lease being classified as a finance lease:

- if the lessee can cancel the lease, the lessor's losses associated with the cancellation are borne by the lessee;
- gains or losses from the change in the fair value of the residual value accrue to the lessee;
- the lessee has the ability to continue the lease at a rent that is substantially below the market rent.

On its transition to IFRS, Natixis analyzed the substance of its lease contracts in accordance with the provisions of IAS 17, which are more specific than French GAAP. This led to certain "finance leases" being reclassified as "operating leases".

At inception, assets held under a finance lease are recognized in the lessor's balance sheet and presented as a receivable at an amount equal to the net investment in the lease, corresponding to the present value of minimum lease payments due from the lessee discounted at the rate of return implicit in the lease, plus any non-guaranteed residual value accruing to the lessor.

Revenues under the finance lease are recognized as income at the interest rate implicit in the lease so as to produce a constant periodic rate of return on the lessor's net investment. The interest rate implicit in the lease is the discount rate that, at the inception of the lease, causes:

- the aggregate present value of the minimum lease payments receivable by the lessor and the non-guaranteed residual value, to be equal to the sum of;
- the fair value of the leased asset and any initial direct costs of the lessor, i.e., the costs incurred specifically by the lessor during the set-up of the leasing contract. These two items form the initial value of the asset.

IAS 17 requires that non-guaranteed residual value be reviewed on a regular basis. If there has been a reduction in the estimated non-guaranteed residual value, the allocation of revenues over the lease term is revised (revised depreciation schedule) and any reduction in respect of amounts accrued is recognized immediately.

Finance lease contract revenues corresponding to interest are recognized in the income statement under "Interest and similar income".

Provisions for finance leases are determined using the same method as that described for loans and receivables.

Assets provided under operating leases are shown in the balance sheet under property, plant and equipment or intangible assets in the case of equipment leases, and investment property in the case of property leases. Lease income from operating leases is recognized in the income statement on a straight-line basis over the lease term, under "Income or expenses from other activities".

TRANSACTIONS WHERE NATIXIS IS A LESSEE

For consolidation purposes, property, plant and equipment used in the business and held under finance leases is restated and reported under "Property, plant and equipment" where material. At the inception of the lease term, leased property, plant and equipment is recognized at the lower of fair value and the present value of minimum lease payments, with a corresponding entry under debt on the liabilities side of the balance sheet.

Leased assets are depreciated in the same way as owned assets of the same nature.

5.3 Credit risk on assets classified as loans and receivables

ASSETS INDIVIDUALLY ASSESSED FOR IMPAIRMENT

At each reporting date, Natixis reviews assets classified as loans and receivables to determine whether there is any objective evidence of impairment arising from one or more events occurring after initial recognition and having an impact on estimated future cash flows. This corresponds to loans identified as non-performing or irrecoverable under French regulations (CRC Regulation 2002-03).

When evidence of impairment exists, Natixis calculates the estimated recoverable amount discounted at the original effective interest rate, taking into account the impact of any available guarantees. Impairment is recognized as the difference between the net carrying amount of the loan and its estimated recoverable amount.

The impairment loss is recorded against the line on which the asset was initially shown for its net amount. Impairment charges and reversals are recorded in the income statement under "Provision for credit losses".

ASSETS COLLECTIVELY ASSESSED FOR IMPAIRMENT

Financial assets measured at amortized cost for which there is no objective evidence of impairment are included in a group of assets with similar risk characteristics. Where objective evidence of impairment is found to exist for a given group of assets, a collective impairment loss is recorded regardless of whether or not the risk has yet affected one or more individual loans.

Financial assets are grouped according to three characteristics: credit rating for loans to individual and small business customers, and industry risk and geographic risk for corporate, sovereign and other similar counterparties.

In the first risk group comprising individual and small business customers, pre-disputed loans are recognized as impaired.

For the other two risk classes (industry and geographic risk), objective evidence of impairment is based on in-depth analysis and monitoring of business sectors and countries. Such evidence typically arises from a combination of micro or macroeconomic factors specific to the industry or country concerned.

For industry risk, the Sector Risk Department of the Risk division prepares a segment analysis included in a rating scale equivalent to the one used for rating major corporates. The rating procedure is based on the determination of an inherent score that is adjusted according to the position in the cycle, inherent fragility, whether or not there is an outside threat, and the positioning of the Natixis portfolio. Sectors whose rating is BB- or lower are automatically reviewed for their potential provisioning.

For geographic risk, the analysis takes into account the sovereign rating, which itself includes a number of inputs such as the country's political situation, its ability to withstand a severe shock, and the fundamentals of the economy (e.g. GDP per capita, external debt), government efficiency, economic performance and economic outlook. In turn, each of these inputs is itself measured by one or more indicators. Qualitative information from specialist independent agencies is also considered.

Loans on the watch list, for which a Basel 2 default has been identified, are written down collectively unless they are already subject to specific writedowns.

Where a group of financial assets is found to be impaired, the impairment loss is calculated based on the expected losses arising on each exposure within the Group, in accordance with the provisions of Basel 2.

Since risk measurement under the terms of Basel 2 is based on the probability of default within one year, the calculation of expected losses is adjusted to reflect the probability of default over the remaining term of the loans affected.

Where necessary, Natixis calls on the opinion of experts to adjust the results of this calculation to the Natixis group's actual risks.

The impairment loss is recorded against the line on which the asset was initially shown for its net amount. Impairment charges and reversals are recorded in the income statement under "Provision for credit losses".

5.4 Derivative financial instruments and hedge accounting

In line with IAS 39, derivative financial instruments are recognized at fair value on the balance sheet, regardless of whether they are held for trading or hedging purposes.

DERIVATIVE FINANCIAL INSTRUMENTS HELD FOR TRADING PURPOSES

Derivatives held for trading purposes are recorded in the balance sheet under "Financial assets at fair value through profit and loss" when their market value is positive, and under "Financial liabilities at fair value through profit and loss" when their market value is negative.

After initial recognition, changes in fair value are recorded in the income statement under "Net gains or losses on financial instruments at fair value through profit and loss". The interest accrued on such instruments is also included on this line.

Specific case of embedded derivatives

An embedded derivative is a component of a host contract which causes some or all of the cash flows of that contract to change in response to changes in an underlying (interest rate, share price, exchange rate or other index).

When the hybrid instrument (host contract and derivative) is not measured at fair value through profit and loss, the embedded derivative is separated from the host contract if it meets the criteria for definition as a derivative and its economic characteristics and associated risks are not closely related to those of the host contract.

Derivatives separated from host contracts in this way are included in assets and liabilities at fair value through profit and loss.

DERIVATIVE FINANCIAL INSTRUMENTS USED FOR HEDGING PURPOSES

IAS 39 recognizes three types of relationship between derivatives and hedged items to qualify as hedge accounting: cash flow hedges, fair value hedges and hedges of a net investment in a foreign operation.

Derivatives may only be designated as hedges if they meet the criteria set out in IAS 39 at inception and throughout the term of the hedge. These criteria include formal documentation that the hedging relation between the derivatives and the hedged items is both prospectively and retrospectively effective. Hedging relationships are presumed to be effective when, retrospectively, changes in the value of the hedging instrument offset changes in the value of the hedged item in a range of 80%-125%.

Cash flow hedging

Cash flow hedging is used to hedge future cash flows from an existing or highly probable future transaction.

Hedging of variable-rate borrowings and issues:

Natixis uses interest rate swaps borrowing at fixed rates to fix future costs of interbank borrowings and public/private issues.

Hedging of variable-rate loans

Natixis uses plain vanilla interest rate swaps lending at fixed rates to fix future variable-rate borrowing costs.

Overall hedging of interest rate risk

Cash flow hedges are mainly used to hedge Natixis' overall interest rate risk.

The documentation for these structural hedges is based on future variable cash management schedules for all variable-rate transactions.

Prospective hedge effectiveness tests involve establishing (by index and currency): (i) cumulative variable-rate borrowings and fixed-rate borrower swaps by maturity bracket, and (ii) cumulative variable-rate loans and fixed-rate lender swaps, by maturity bracket.

Hedging is demonstrated if, for each maturity, the nominal amount of the items to be hedged is greater than the notional amount of the hedging derivatives.

Retrospective hedge effectiveness tests are used to verify whether or not the hedge was effective at different reporting dates. At each such date, changes in the fair value of hedging instruments (excluding accrued interest) are compared with changes in the fair value of the hypothetical derivative instruments hedged (synthetic instruments representative of hedged assets or liabilities and management intentions). To be effective, changes in the fair value of hedging instruments must offset changes in the fair value of hedged items in a range of 80%-125%. Outside these limits, the hedge would no longer qualify for hedge accounting under IFRS.

Accounting for cash flow hedges

The effective portion of the gain or loss on the hedge is recognized directly in equity, while the ineffective portion is taken to income at each reporting date under "Net gains or losses on financial instruments at fair value through profit and loss". No specific entries are made to hedged items (other than those that would be made if they were not hedged).

If a hedging relationship is discontinued, for example when hedge effectiveness is outside the 80%-125% range, the derivative must be reclassified in financial instruments at fair value through profit and loss, while the cumulative amount relating to the effective portion of the hedge that has been carried directly in equity under "Unrealized or deferred gains or losses" is recycled to income when the hedged item itself affects income.

Fair value hedging

Fair value hedging is intended to hedge the exposure to changes in fair value of a recognized asset or liability or an unrecognized firm commitment.

Overall hedging of interest rate risk

The subsidiary Natixis Financial Products LLC (formerly Natixis Capital Markets North America) documents overall hedging of its interest rate risk in accordance with fair value hedging rules. To account for these transactions, the subsidiary applies the carve-out provisions of IAS 39 as adopted by the European Union. The accounting treatment of derivative financial instruments designated for accounting purposes as structural fair value hedges is similar to that applied to fair value hedging derivatives. Changes in the fair value of portfolios of hedged instruments are reported on a specific line of the balance sheet ("Revaluation adjustments on portfolios hedged against interest rate risk"), with a corresponding entry in income.

Hedging of fixed-rate loans and borrowings

Natixis uses plain vanilla interest rate swaps lending at fixed rates to protect itself against the impact of unfavorable changes in interest rates on its fixed-rate borrowings and issues. Plain vanilla swaps borrowing at fixed rates are used to protect it from the impact of unfavorable changes in interest rates on its fixed-rate loans and securities.

Documentation of fair value hedges

Prospective hedge effectiveness tests involve verifying that the financial characteristics of the hedged item and the hedging instrument are virtually identical: value date, maturity date, notional amount, fixed rate, and payment frequency.

Retrospective hedge effectiveness tests are used to verify whether or not the hedge was effective at different reporting dates.

At each such date, changes in the fair value of hedging instruments (excluding accrued interest) are compared with changes in the fair value of the hypothetical assets and liabilities hedged (synthetic instruments representative of hedged assets or liabilities). To be effective, changes in the fair value of hedging instruments must offset changes in the fair value of hedged items in a range of 80%-125%.

Outside these limits, the hedge no longer qualifies for hedge accounting under IFRS.

Accounting for fair value hedges

Changes in the fair value of the derivatives are recognized as income for both the effective and ineffective portions.

Symmetrically, changes in the fair value of the hedged items are recognized as income.

Accordingly, only the ineffective portion of the hedge affects income.

Changes in the fair value of hedging derivatives excluding accrued interest are recorded in income under "Net gains or losses on financial instruments at fair value through profit and loss". Accrued interest relating to these instruments is recorded under "Interest and similar income" or "Interest and similar expenses".

When a hedging relationship is discontinued, the hedging instrument is reclassified in financial instruments at fair value through profit and loss, while the unrealized gain or loss on the hedged item is fixed at its amount on the date the hedge is discontinued and taken to income through to maturity.

Hedging of a net investment in a foreign operation

Net investment hedges are used to hedge the exchange risk arising on net foreign currency investments (consolidated subsidiary or investment). They are accounted for in the same way as cash flow hedges. The effective portion of changes in the fair value of hedging instruments (monetary derivative or liability denominated in foreign currency) is recognized in equity, while the ineffective portion is recognized in income. Unrealized gains or losses recognized directly in equity are transferred to income when all or part of the net investment is sold.

INTERNAL CONTRACTS

Many internal contracts involving derivatives used in hedge accounting exist between Natixis and its subsidiaries. To ensure that the transactions meet the hedge accounting criteria for consolidation purposes, Natixis regularly verifies that they have been correctly hedged on the market.

CREDIT DERIVATIVES

Credit derivatives used by Natixis are not considered as financial guarantees but as derivatives falling within the scope of IAS 39. They are classified as assets or liabilities at fair value through profit and loss.

5.5 Currency trading

Monetary assets and liabilities (mainly bonds and other fixed-income securities) denominated in foreign currencies are translated into the functional currency at the spot rate prevailing at the reporting date. The resulting exchange gains and losses are recognized directly in income, or in equity for derivatives designated as cash flow hedges.

Non-monetary items denominated in foreign currencies and measured at historical cost are translated at the exchange rate on the transaction date (or the date of reclassification in equity for deeply subordinated notes issued: *see Note 13.3*).

Non-monetary items denominated in foreign currencies and measured at fair value are translated at the prevailing exchange rate at the end of the reporting period. Gains or losses on a non-monetary item (e.g., equity instruments) denominated in foreign currency are recognized as income when the asset is classified as "Financial assets at fair value through profit and loss" and in equity when the asset is classified as "available-for-sale financial assets", unless the financial asset is designated as a hedged item in a fair value hedge, in which case foreign exchange gains and losses are recorded as income.

5.6 Fair value of financial instruments

GENERAL PRINCIPLES

The fair value of an instrument (asset or liability) is the price that would be received to sell an asset or paid to transfer a liability in a standard arm's length transaction between market participants at the measurement date.

Fair value is therefore based on the exit price.

The fair value of an instrument on initial recognition is normally the transaction price, i.e. the price paid to acquire the asset or received to assume the liability.

In subsequent measurements, the estimated fair value of assets and liabilities must be based primarily on observable market data, while ensuring that all inputs used in the fair value calculation are consistent with the price that market participants would use in a transaction.

In this case, fair value is based on the following:

- if the instrument is quoted on an active market, fair value is its quoted price. A financial instrument is regarded as quoted on an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring transactions on an arm's length basis on the main market or, failing that, the most advantageous market;

- if the market for a financial instrument is not active, fair value is established using valuation techniques. The techniques used must maximize the use of relevant observable entry data and minimize the use of non-observable entry data. They may refer to observable data from recent transactions, the fair value of similar instruments, discounted cash flow analysis and option pricing models, proprietary models in the case of complex products or non-observable data when no pricing or market data are available.

Depending on the instruments in question and the associated risks, valuations thus determined incorporate additional valuation adjustments, including:

- **Bid/ask adjustment**

  This adjustment is the difference between the bid price and the ask price corresponding with the selling costs of another market player. It reflects the cost requested by a market player in respect of the risk of holding a position or of selling at a price proposed by another market player.

- **Adjustment for model uncertainty**

  This adjustment takes into account the imperfections of the valuation techniques used—in particular, the risk factors that are not considered, even when observable market inputs are available. This is the case where risks inherent to various instruments differ from those considered by the observable inputs used to value them.

- **Adjustment for input uncertainty**

  Observing certain prices or inputs used in valuation techniques may be difficult or too regularly unavailable to determine the sale price. Under these circumstances, an adjustment may be necessary to reflect the probability that when evaluating the financial instrument's fair value, market players adopt more conservative values for the same inputs.

- **Value adjustment for counterparty risk (Credit Valuation Adjustment – CVA)**

  This adjustment applies to valuations that do not account for the counterparty's credit quality. It corresponds with the expected loss related to a counterparty's default risk and aims to account for the fact that Natixis cannot recover all of the transactions' market value.

  The method for determining the CVA is based essentially on analyzing the appropriateness of using market inputs in connection with their availability and the practices of market professionals.

- **Value adjustment for internal credit risk (Debit Valuation Adjustment – DVA)**

  The DVA is symmetrical to the CVA and represents the expected loss, from the counterparty's perspective, on liability valuations of derivative financial instruments and repurchase agreements designated at fair value. It reflects the impact of Natixis' credit quality on the valuation of derivative financial instruments. The DVA is measured by observing Natixis' credit market inputs.

The following criteria are used to determine whether or not a market is active:

- the level of activity and trend of the market (including the level of activity on the primary market);
- the length of historical data of prices observed in similar market transactions;
- scarcity of prices recovered by a service provider;
- wide bid-ask price spread;
- steep price volatility over time or between different market participants.

CONTROL SYSTEM

The calculation of fair value is subject to control procedures aimed at verifying that fair values are determined or validated by an independent function.

Fair values determined by reference to external quoted prices or market parameters are validated by an independent unit (the market data monitoring department). Second-level controls are carried out by the Risk Department.

On less liquid markets, other market information, primarily observable data, is used to validate the fair value of instruments.

The factors taken into account include the following:

- the origin of the external source (stock market pages, content contribution services, etc.);
- the consistency of the various sources;
- the frequency with which the data are updated;
- the representative nature of inputs from recent market transactions.

For fair values determined using valuation models, the control system consists of the independent validation of model construction and of the inputs incorporating these models.

This is carried out under the responsibility of the Risk Department.

It involves verifying that the model is consistent with and relevant to its intended function (price setting, valuation, coverage, measurement and control of risk) and the product to which it applies, based on:

- the theoretical approach: the financial and mathematical foundations of the model;
- the application of the model: the pricing models used to generate risk and earnings data;
- the stability of the model under parametric stress;
- an assessment of the stability and consistency of the numerical methods used;

- an audit of the proposed implementation;
- calibration of model parameters;
- integration of the model in information systems.

The methods for determining fair value are monitored by a number of bodies, in particular the Observability Committee, the Valuation Committee and the Impairment Committee, which bring together representatives of the Risk Department, the Finance Department and the market data monitoring department.

FAIR VALUE HIERARCHY

For financial reporting purposes, IFRS 13 requires fair value measurements applied to financial and non-financial instruments to be allocated to one of three fair value levels:

a) Level 1: Fair value measurement using prices quoted on liquid markets

Level 1 comprises instruments whose fair value is determined based on directly usable prices quoted on active markets.

This mainly includes listed securities and derivatives traded on organized markets (futures, options, etc.) whose liquidity can be demonstrated, and shares of UCITS whose NAV is determined and reported on a daily basis.

b) Level 2: Fair value measurement using observable market data

Level 2 fair value comprises instruments quoted on an inactive market and instruments measured using a valuation technique incorporating parameters that are either directly observable (prices) or indirectly observable (price derivatives) through to maturity. This mainly includes:

Simple instruments

Most over-the-counter derivatives, swaps, forward rate agreements, caps, floors and plain vanilla options are traded in an active market. An active market is a liquid market in which trades occur regularly.

These instruments are valued using generally accepted models (discounted cash flow method, Black & Scholes model, interpolation techniques), and on the basis of directly observable inputs.

For these instruments, the extent to which models are used and the observability of inputs has been documented.

Instruments measured using level 2 inputs also include:

- securities not quoted on an active market whose fair value is determined based on observable market data. Example: use of market data published by listed peer companies or the multiple method from techniques commonly used by market participants. This category notably includes Private Equity assets that are not recorded under level 1;
- listed securities with low liquidity whose fair value is determined by similar instruments listed on an active market, or identical or similar instruments listed on an inactive market but for which regular transactions have been observed;
- shares of UCITS whose NAV is not determined and published on a daily basis, but are subject to regular reporting or offer observable data from recent transactions;
- debt issues measured at fair value through profit and loss. The valuation of the "issuer credit risk" component is based on the discounted cash-flow method, using parameters such as yield curves, revaluation spreads, etc. For each issue, this valuation represents the product of its remaining notional amount and its sensitivity, taking into account the existence of calls, and based on the difference between the revaluation spread (based on BPCE's cash reoffer curve as at December 31, 2013 and December 31, 2012) and the average issue spread. Changes in the issuer spread are generally not material for issues with an initial maturity of less than one year.

Complex instruments

Certain more complex and/or long-maturity financial instruments are measured using a recognized model on the basis of market inputs derived from observable data such as yield curves, implied volatility layers of options, market consensus data or active over-the-counter markets.

The main models for determining the fair value of these instruments are described below by type of product:

- **Equity products:** complex products are valued using:
  - market data;
  - a "payoff", i.e. a calculation of positive or negative cash flows attached to the product at maturity;
  - a model of changes in the underlying asset.

  The products traded may be mono-underlying, multi-underlying or hybrid (e.g. fixed income/equity) products.

  The main models used for equity products are local volatility models, Tskew and Pskew.

  The local volatility model treats volatility as a function of time and the price of the underlying. Its main property is that it considers the implied volatility of the option (derived from market data) relative to its exercise price.

  The Tskew model is a valuation model for mono and multi-underlying options. Its principle is to calibrate the distribution of underlying asset or assets at maturity to standard option prices.

  The Pskew model is similar to the Tskew model. It is used in particular for simple ratchet equity products such as capped or floored ratchet products.

- **Fixed-income products:** equity products generally have specific characteristics which justify the choice of model. The valuation of the payoff will take into account all underlying risk factors.

The main models used to value and manage fixed-income products are Hull & White models (one-factor and two-factor models or one-factor Hull & White stochastic volatility model), the Hunt Kennedy model and the "smiled" BGM model.

The Hull & White models are simple pricing models for plain vanilla fixed-income products and can be calibrated easily. Products valued using these models generally contain a Bermudan-type cancellation option (i.e. one that may be exercised at certain dates set at the beginning of the contract).

SBGM and Hunt Kennedy models are used to value fixed-income products that are sensitive to volatility smiles (i.e. implied change in volatility relative to the exercise price) and to autocorrelation (or correlation between interest rates).

- **Currency products:** currency products generally have specific characteristics which justify the choice of model.

The main models used to value and manage currency products are local volatility and stochastic models.

Inputs relating to all such level 2 instruments were demonstrated to be observable. From a methodology perspective, observability is based on four inseparable criteria:

- inputs are derived from external sources (a recognized contributor);
- they are updated periodically;
- they are representative of recent transactions;
- their characteristics are identical to the characteristics of the transaction. If necessary, an approximation may be used, provided that the relevance of such an arrangement is demonstrated and documented.

The fair value of instruments obtained using valuation models is adjusted to take account of liquidity, counterparty, internal credit (measurement of liability positions), modeling and input risks.

The margin generated when these instruments begin trading is immediately recognized in income.

c) Level 3: Fair value measurement using non-observable market data

Level 3 comprises instruments measured using unrecognized models and/or models based on non-observable market data, where they are liable to materially impact the valuation. This mainly includes:

- unlisted shares and non-consolidated investments whose fair value could not be determined using observable inputs;
- instruments with a deferred day-one margin;
- shares of UCITS for which the fund has not published a recent NAV at the valuation date, or for which there is a lock-up period or any other constraint calling for a significant adjustment to available market prices (NAV, etc.) in respect of the low liquidity observed for such shares;
- instruments carried at fair value on the balance sheet and for which data are no longer available due to a freeze in trading in the wake of the financial crisis, which were not reclassified within "Loans and receivables" pursuant to the amendment to IAS 39 and IFRS 7 published on October 13, 2008 *(see below)*. When there is a significant drop in trading in a given market, a valuation model is used based on the only available relevant data.

In accordance with the decree of February 20, 2007 on requirements resulting from the Pillar 3 of Basel 2, a description of crisis simulations and ex-post controls (validation of the accuracy and consistency of internal models and modeling procedures) is provided for each model used in Chapter [4] "Risk Management".

Under IAS 39, day-one profit should be recognized only if it is generated by a change in the factors that market participants would consider in setting a price, i.e. only if the model and parameters input into the valuation are observable.

If the selected valuation model is not recognized by current market practices, or if one of the inputs used is not observable, the trading profit on the trade date cannot be recognized immediately in the income statement, but is taken to income on a straight-line basis over the life of the transaction or until the date the inputs become observable. Any losses incurred at the trade date are immediately recognized in income.

At December 31, 2013, instruments on which the recognition of day-one profit/loss has been deferred included:

- multi-underlying structured equity and index products;
- synthetic financing;
- options on funds (multi-asset and mutual funds);
- structured interest rate products;
- securitization swaps.

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For these instruments, the following table provides the main unobservable inputs as well as value ranges.

Instrument class	Main types of products comprising level 3 within the instrument class	Valuation techniques used	Main Unobservable Data	Data ranges unobservable among relevant level 3 products
Credit derivative instruments	CDOs, Index tranche	Technique for estimating defaults given the correlation effect and recovery modeling	Correlation curve specific to the portfolio underlying the CDO	5% - 95% (a)
Credit derivative instruments	CDS on project (other than CDS on securitization assets)	Extrapolation from prices based on the recovery assumption	Recovery rate	60% - 70%
Interest rate derivative instruments	Securitization swaps	Discounted cash flow expected based on the underlying portfolio's early redemption assumption	Early redemption rate	4% - 15%
Interest rate derivative instruments	Sticky CMS/Volatility Bond	Valuation models for interest rate options	Forward CMS volatility	0% - 5%
Fund-based derivatives	Payoffs as Target Volatility strategy and CPPI on Mutual Funds	The approach used is a hybrid model coupling the local volatility-type multiunderlying equity model with a one-factor Heath-Jarrow-Morton (HJM1F) interest rate model	Fund data	Interest rate - Index correlation: 22% - 34%
Securities portfolios (CDOs, CLOs, etc.)	Bonds backed by securitizations (CMBS), securitization assets (ABS CDOs, CREs CDOs), and loans (CLOs)	Combination approach depending on the products, based on expected cash flows and scoring techniques in relation to the NAV of benchmark products	Default and recovery data according to the various asset classes (b)	
Hybrid fixed income/forex derivatives	Long-term PRDC/PRDKO/TARN	Hybrid fixed income/forex options valuation model	Correlation between foreign exchange rates and interest rates as well as long-term volatility levels	Correlation between AUD/JPY and USD/JPY 5% - 70% Long-Term Volatility: 12% - 30%
Equity derivatives	Long-maturity multiunderlying payoffs	Model for valuing volatility options incorporating correlation between assets	Correlation inputs	16% - 98%
Interest rate derivatives	Callable Spread Option and Corridor Callable Spread Option	Model representing several interest rate curve factors.	Forward Spread volatility	20% - 40%
Interest rate derivatives	Spread Lock Swap and Spread Lock Option	Bi-Lognormal model to understand the time value of Spread-Lock options, and replication for CMS and TEC Forwards	Spread-lock curve and TEC Forward Volatility	Spread Lock: -0.30% - 0.31% Volatility: 50%-85%

(a) As all transactions including this kind of data are back-to-back derivatives, this item, which justifies the level-3 classification, is fully hedged.
(b) The valuation models of instruments affected by the financial crisis are described in Notes 5.6.c.a and 5.6.c.c.

Natixis' policy on transfers between fair value levels

Transfers between fair value levels are reviewed and validated by ad hoc Committees of representatives of various functions, particularly Finance, Risk and Business Lines. The Committee considers various indicators of market activity and liquidity as described in the General Principles.

A review is undertaken for any instrument that ceases to meet these criteria or once again complies with the criteria. Transfers to and from level 3 are subject to prior validation.

Pursuant to this procedure:

- US and European RMBS recognized in the portfolio at fair value have been valued at the market price at June 30, 2013 (with no significant impact on Natixis' consolidated financial statements in relation to the previously applied valuation model) *(see Note 6.7.7.2)*;
- Spread Locks as well as a transaction undergoing restructuring were subject to a transfer to level 3 of the fair value hierarchy *(see Note 6.7.7.2)*.

INSTRUMENTS AFFECTED BY THE FINANCIAL CRISIS

a) ABS CDOs with subprime exposure

In the absence of observable market data, directly and indirectly held ABS CDO portfolios with subprime exposure are measured using a valuation method based on a discounted cash flow approach using Intex modeling.

Cumulative loss rate (subprime)	12.31.2013	06.30.2013	12.31.2012
Vintages prior to 2005	8.1%	7.9%	7.3%
2005 vintage	20.1%	19.9%	18.0%
2006 vintage	37.8%	38.1%	34.0%
2007 vintage	65.3%	65.6%	60.0%

The following assumptions applied in previous years remained unchanged:

- the current rating of assets posted as collateral rated CCC+ or below is taken into account by applying a 97% discount to the underlyings. This discount was reduced to 70% for underlying assets initially rated AAA in standard securitization transactions (i.e., excluding Commercial Real Estate CDOs – CRE CDO, ABS CDO, ABS CDO Mezzanine, on which a 97% discount continues to be applied);
- non-subprime underlying assets held (excluding RMBS and CLOs) are valued using a discount matrix taking into account transaction types, ratings and vintages;
- underlying RMBS are valued by projecting final losses from estimated losses to date, as calculated by the "delinquency pipeline", the severity of loss given default and the losses already incurred based on assets and pool vintages; these parameters may, where applicable, be stressed according to the inherent characteristics of the assets;
- valuation of underlying CLOs based on the model used for directly held CLO positions.

In the case of structures in which Natixis holds the underlying assets, each underlying tranche is valued transparently, using the corresponding mark-to-model or mark-to-market techniques, as in previous years.

b) CDS contracted with credit enhancers (monoline insurers and CDPCs)

The valuation model used to measure write-downs on CDS contracted with monoline insurers consists in applying a standard rate of recovery of 10% for unrealized capital losses on the underlying assets concerned (rate justified by the low capitalization of monoline insurers given their risk exposures) and a probability of default calibrated to the credit risk associated with the credit enhancer.

The current method for determining provisions for contracts with CDPCs (Credit Derivatives Product Companies) was refined by applying a transparency-based approach to the underlying assets, based on an estimate of exposure at the time of default, with the PD and LGD based on the tranche's maturity. A stress factor of 1.2 was applied to the probabilities of default thus determined for the underlyings, based on a recovery rate of 27%. Counterparties are associated with a probability of default whenever the losses resulting from the calculation exceed the CDPC's net available assets.

In addition to these provisions, a general reserve also takes into account the volatility of the fair value of the contracts.

c) Other instruments not exposed to US housing risk measured by Natixis using a valuation model

The section below describes the underlying principles used to value assets resulting from securitization transactions for which no market prices could be identified and which were therefore measured using valuation models:

US non-residential ABS CDOs

A scoring model was used defining the level of risk associated with each structure based on a series of criteria.

Commercial Real Estate CDOs (CRE CDOs) and Commercial Mortgage Backed Securities (CMBS)

The credit stress approach for CDO CREs differs depending on the type of underlying. For US CMBS included in the collateral, it is based on projected future cash flows using an identical approach to the one applied for European CMBS and described below. For other categories of underlying assets, the previous model, based on loss tables determined according to the rating and the vintage, is retained.

The model used for European CMBS is based on projected future cash flows and defaults on underlying loans for each structure, which are determined based on the individual characteristics for each loan and a correlation assumption applied to loans in the same pool.

Trust Preferred Securities (Trups) CDOs

The valuation model is based on projected future cash flows and default rates determined according to a statistical approach that deduces the default probability of banks according to their financial ratios. For other sectors, default rates are estimated considering the current ratings of assets.

CLOs

The model is based on detailed knowledge of the features of the transactions and a credit risk evaluation that includes several parameters including:

- the benchmarked average cumulative default rate, the level of which is determined according to changes in inventory;
- the collection rate;
- and the correlation rate.

Private Finance Initiative CDS (PFI CDS)

The valuation model used, for Private Finance Initiative (PFI) CDS, is based on an approach calibrated to the market prices of underlying PFI bonds and the use of a uniform collection rate.

INSTRUMENTS NOT CARRIED AT FAIR VALUE ON THE BALANCE SHEET

IFRS 13 requires disclosure in the notes to the financial statements of the fair value, as well as the associated fair value hierarchy, of all financial instruments carried at amortized cost, including loans. The valuation methods used to determine the fair value disclosed in the notes to the financial statements are described below.

a) Instruments reclassified as "Loans and receivables"

The fair value measurement of instruments reclassified as "Loans and receivables" in accordance with the "Reclassification of financial assets" amendment to IAS 39 and IFRS 7 published on October 13, 2008, as referred to in the appendix *(see Note 6.7.8)*, is based on the valuation principles described below:

- the fair value measurement method for CMBS and CLOs is the same as that used for identical products classified as "Instruments at fair value through profit and loss" and "Available-for-sale assets";
- the fair value of US and European RMBS is measured using the market price used for identical products classified as "Instruments at fair value through profit and loss" and "Available-for-sale assets".

In addition, the valuation of recoverable cash flows from instruments reclassified as "Loans and receivables" is based on the following methodologies:

- for US and European RMBS, projection of final losses based on estimated losses to date, as calculated by the "delinquency pipeline", the severity of loss given default and the losses already incurred based on assets and pool vintages; these parameters may, where applicable, be stressed according to the inherent characteristics of the assets;
- the valuation method for CMBS and CLOs is identical to the model described above.

b) Other instruments

Loans classified as "Loans and receivables" and amounts payable under finance leases

The majority of Natixis' loans are variable-rate loans, and their fair value is determined on the basis of discounted future cash flows. The discount rate applied for a given loan is the rate at which Natixis would grant a loan with similar characteristics to a similar counterparty at the reporting date. As these are primarily variable-rate loans, the contractual rate is adjusted according to the trend in market lending rates and in counterparty risk.

If there is a quoted price that meets the criteria of IFRS 13, the quoted price is used.

The fair value of loans with an initial term of less than one year is considered to be their carrying amount.

Borrowings and savings

The measurement of the fair value of Natixis' borrowings and debt securities is based on the discounted cash flow method using inputs at the reporting date such as the underlying's interest-rate curve and the spread applied to lending/borrowing between Natixis and Group entities.

Investment property recognized at cost

The fair value of investment property (excluding investment property held by insurance companies) is determined by reference to the capitalization of rents, a method widely used by real estate professionals. The capitalization rate applied to the property depends on a number of factors such as location, the quality and type of building, use, type of ownership, quality of lessee and characteristics of the lease, the interest rate and competition in the real estate market.

5.7 Guarantee mechanism for GAPC assets

On November 12, 2009, an arrangement was introduced by BPCE to protect assets of a portion of the GAPC portfolios with retroactive effect at July 1, 2009. With this guarantee mechanism, Natixis was able to free up a significant portion of its equity allocated to ring-fenced assets and to protect itself against the risk of loss from these portfolios subsequent to June 30, 2009. This protective arrangement is based on two mechanisms:

- a sub-participation with the characteristics of a financial guarantee, covering 85% of the face value of assets recognized in "loans and receivables" and "available-for-sale financial assets". Under this guarantee, Natixis is protected from the very first euro in default up to 85% of the default amount;

- two Total Return Swaps (TRS), one in euros and one in US$, transferring to BPCE 85% of unrealized and realized gains and losses on the portfolio of instruments at fair value through profit and loss (cash and derivatives) since July 1, 2009. TRS are derivatives and are therefore carried at fair value on the balance sheet, with a matching entry to income. At the same time, Natixis purchases an option from BPCE which, if exercised, allows it to recover the net gains on this portfolio after a ten-year period in return for the payment of a premium estimated at €367 million. The premium is also recognized at fair value.

The amount of the premium paid in 2009 by Natixis in return for the financial guarantee amounted to €1,183 million.

Since the unrealized capital losses or writedowns on the assets covered by the guarantee have already been recorded in income, the premium was not immediately taken to income or recognized on a straight-line basis.

Instead, the premium is initially recognized on the accruals line and taken to income over the same period, in the same amount and on the same line as:

- reversals of provisions for impairment (in Provision for credit losses);
- the deferred recognition of the discount (under net revenues) arising on October 1, 2008 on assets reclassified within "Loans and receivables" at that date pursuant to the amendment to IAS 39 and IFRS 7 published on October 13, 2008.

5.8 Property, plant and equipment, intangible assets (excluding goodwill) and investment property

MEASUREMENT ON INITIAL RECOGNITION

Investment property, shown separately from other property, plant and equipment on the balance sheet, consists of property held with the aim of generating leasing revenues rather than for operating purposes.

On the first-time adoption of IFRS, property, plant and equipment and investment property were maintained at historical cost as permitted by the options available under IFRS 1, with the exception of property held by insurance companies which is carried at fair value through profit and loss.

Property, plant and equipment and investment property are recorded at their purchase price at the acquisition date, including directly attributable costs (transfer duties, fees, commissions and registration expenses) as well as borrowing costs when these meet the criteria for capitalization set out in IAS 23 "Borrowing Costs".

Computer software developed in-house is recognized under "intangible assets" at its direct cost of development, which includes the related hardware costs, service costs, payroll costs directly attributable to the production and preparation of the software for use, and borrowing costs when these meet the criteria for capitalization set out in IAS 23 "Borrowing Costs".

Expenses incurred during the development phase are capitalized if they meet the criteria for recognition as intangible assets set out in IAS 38: these include technical feasibility, the intention to complete the asset and use or sell it, the probability that the asset will generate future economic benefits, the availability of resources, and the ability to reliably measure the expenditure attributable during the asset's development. Costs incurred during the research phase are not capitalized but are recognized in expenses.

SUBSEQUENT MEASUREMENT

After initial recognition, assets are measured at cost less accumulated depreciation, amortization and impairment losses. Investment property held by insurance companies is measured at fair value through profit and loss in accordance with IAS 40 and IFRS 4.

Fair value is obtained using a multi-criteria approach based on the capitalization of rents at the market rate combined with a comparison with market transactions.

In accordance with Article R.332-210-1 of the French Insurance Code, a five-year appraisal is conducted by an independent expert approved by the ACPR. Between two appraisals, the market value of property is certified by experts on a half-yearly basis.

DEPRECIATION AND AMORTIZATION

As soon as they are in a condition to be used by Natixis in the manner in which they were intended, property, plant and equipment and intangible assets are depreciated or amortized over their estimated useful lives on a straight-line, declining or increasing balance basis, whichever best reflects the pattern in which the economic benefits are consumed. The residual value of the asset is deducted from its depreciable or amortizable amount when it can be measured reliably. Natixis does not believe it can reliably measure the residual value of items other than land and non-destructible buildings classified as historical monuments. They are therefore assigned a residual value of zero.

In line with IAS 16, a specific depreciation schedule is defined for each significant component of an item of property, plant and equipment which has a different useful life or is expected to consume future economic benefits differently from the item as a whole.

For buildings used in the business and investment property, the following components and depreciation periods have been identified:

Component	Depreciation period
Land	N/A
Non-destructible buildings classified as historical monuments	N/A
Walls, roofs and waterproofing	20-40 years
Foundations and framework	30-60 years
External rendering	10-20 years
Equipment and installations	10-20 years
Internal fixtures and fittings	8-15 years

Other items of property, plant and equipment are depreciated over their estimated useful lives, generally five to ten years.

Purchased software is amortized on a straight-line basis over its estimated useful life, which in most cases is less than five years. Internally generated software is amortized over its estimated useful life, which cannot exceed fifteen years.

Other intangible assets primarily comprise:

- purchased goodwill with an indefinite useful life, which is not amortized but tested for impairment at least annually;
- components of the Coface portfolio, which are amortized over the term of the contracts (eight to ten years for France).

The charge to writedown or amortization is recognized in the consolidated income statement under the heading "Depreciation, amortization and impairment of property, plant and equipment and intangible assets".

WRITEDOWN LOSSES

Assets are tested for impairment whenever there is objective evidence that they may be impaired and at least annually in the case of intangible assets with an indefinite useful life. Natixis considers whether there is any evidence of impairment at each reporting date. When any such evidence exists, the recoverable amount of the individual asset is estimated wherever possible; otherwise the recoverable amount of the CGU to which the asset belongs. The recoverable amount is the higher of fair value less selling costs and value in use, which is the present value of future cash flows expected to be derived from continuing use of the asset or cash-generating unit. If the recoverable amount of the asset or CGU is lower than its carrying amount, an impairment loss is recognized in income under "Depreciation, amortization and impairment of property, plant and equipment and intangible assets".

Writedowns may be reversed if there has been a change in the conditions that initially resulted in the writedown (for example there is no longer any objective evidence of impairment).

GAINS OR LOSSES ON DISPOSALS

Gains or losses on disposals of assets used in the business are recognized in the income statement under "Gains or losses on other assets", while gains and losses on disposals of investment property are recorded within "Income from other activities" or "Expenses from other activities".

SCRAPPING OR DISCONTINUATION OF FIXED ASSETS UNDER CONSTRUCTION

The expense incurred from the scrapping of a fixed asset is booked to "Depreciation, amortization and impairment of property, plant and equipment and intangible assets" on the consolidated income statement.

The discontinuation of IT projects under development results in their derecognition. A corresponding expense is posted to "Gains or losses on property, plant and equipment and intangible assets" on the consolidated income statement.

5.9 Non-current assets held for sale and associated liabilities

A non-current asset (or group of assets) is meant to be disposed of when its book value is recovered by means of a sale. This asset (or group of assets) must be immediately available for the sale, and it must be highly likely that the sale will happen within twelve months.

A sale is highly likely if:

- a plan to sell the asset (or group of assets) involving active marketing is made by management;
- a non-binding offer has been submitted by at least one potential buyer;
- it is unlikely that significant changes will be made to the plan or that it will be withdrawn.

The relevant assets are classified in the "Non-current assets held for sale" line item, and cease to be amortized as soon as they are reclassified. An impairment loss is recognized if their carrying amount is higher than their fair value less costs to sell. Associated liabilities are also identified on a separate line of the balance sheet.

If the disposal has not taken place within twelve months of classification in "Non-current assets held for sale", the asset ceases to be classified in this category, barring special circumstances independent of Natixis' control.

A discontinued operation is a clearly identifiable component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographic area of operations;
- is part of a single coordinated plan to dispose of a separate major line of business or geographic area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

Assets and liabilities relating to discontinued operations are accounted for in the balance sheet in the same way as groups of assets held for sale. Gains or losses from these operations are presented on a separate line of the income statement and include the post-tax gain or loss resulting from operations discontinued before disposal and from the sale or valuation of assets or disposal groups held for sale at fair value less costs to sell.

5.10 Financial liabilities at fair value through profit and loss

These include financial liabilities held for trading (including derivative financial instruments) and those designated as at fair value on initial recognition pursuant to the option available under IAS 39. The conditions for applying IAS 39 were described in the amendment to the standard published in June 2005.

Financial liabilities in this category are carried at fair value at the reporting date and shown in the balance sheet as "Financial liabilities at fair value through profit and loss". Changes in fair value (including the issuer spread) are recognized in the income statement under "Gains or losses on financial instruments at fair value through profit and loss".

5.11 Debt

Debt originated by Natixis that is not classified within financial liabilities at fair value through profit and loss is measured using the amortized cost method and recognized in the balance sheet under "Deposits from banks", "Customer deposits", "Debt securities in issue" or "Subordinated debt".

On initial recognition, debt securities are measured at their issue price including transaction costs. They are subsequently measured at amortized cost, with issue expenses recognized over the term of the instruments used.

5.12 Derecognition

In accordance with IAS 39, Natixis derecognizes all or part of a financial asset if the contractual rights to the cash flows from the financial asset expire. Natixis also derecognizes all or part of a financial asset if these contractual rights or substantially all of the risks and rewards of ownership are transferred.

If Natixis has neither transferred the contractual rights nor substantially retained all of the risks and rewards, Natixis then determines whether it has transferred control of the asset. If control is considered to have been relinquished, the financial asset is derecognized. If the Group retains control of the asset, it remains on the balance sheet to the extent of Natixis' "continuing involvement".

Continuing involvement is evidenced by the existence of contractual conditions such as:

- an option or obligation to repurchase the assets transferred;
- collection of financial compensation linked to the performance of the asset transferred.

A financial liability is derecognized when it is settled, canceled or expires.

REPURCHASE AGREEMENTS

a) Assignor

Securities sold are not derecognized. Natixis recognizes a liability representing the commitment to return funds received ("Securities sold under repurchase agreements").

b) Assignee

Securities bought are not recognized but a receivable due from the assignee is recorded representing the funds lent. The amount disbursed in respect of the asset is recognized under "Securities acquired under repurchase agreements".

At subsequent reporting dates, the securities continue to be valued by the assignor in accordance with the rules applicable to the category in which they were initially classified. In the assignee's accounts, the amount receivable from the assignor continues to appear in the balance sheet.

Securities lending

Securities lending/borrowing transactions do not involve the transfer of a financial asset within the meaning of IFRS. Consequently, these transactions do not lead to the derecognition of the securities loaned. Securities loaned are not identified in IFRS: they remain recorded in their original IFRS category and measured accordingly. Borrowed securities are not recognized by the borrower.

5.13 Offsetting financial assets and liabilities

In accordance with IAS 32, Natixis offsets financial assets and liabilities, and a net balance is presented on the balance sheet, on the twofold condition that it has the legally enforceable right to offset the recorded amounts, and the intention either to settle the net amount or to simultaneously realize the asset and settle the liability.

Transactions on derivatives and repurchase agreements carried out with clearing houses, whose operating principles meet the two criteria mentioned above, are offset in the balance sheet *(see Note 6.3)*.

5.14 Provisions and contingent liabilities

A provision is a liability of uncertain timing or amount. A liability is a present obligation arising from past events, the settlement of which is expected to result in an outflow of resources embodying economic benefits that can be reliably measured.

The amount recognized as a provision should be the best estimate of the expenditure required to settle the present obligation at the reporting date. This amount is discounted when the effect of discounting is material. Provisions are reviewed at each reporting date and adjusted if necessary. Provisions recognized on the balance sheet, other than provisions to cover employee benefits, mainly concern provisions for restructuring and provisions for risks and litigation.

a) Provisions for restructuring

A provision for restructuring costs is recognized when the following standard criteria for recognizing provisions and the two following conditions are met:

- there is a detailed formal plan for the restructuring on the closing date, identifying at least:
  - the operations or part of the operations concerned,
  - the principal locations affected,
  - the location, function, and approximate number of employees who will be compensated upon termination of their services,
  - the expenditures that will be undertaken,
  - and the date the plan will be implemented;
- Natixis has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features on the closing date to those affected by it.

Provisions for restructuring costs include only expenditures directly related to the restructuring.

Natixis booked a provision for restructuring in its financial statements at December 31, 2013 in respect of the workforce adaptation plan presented to employee representative bodies on December 2, 2013 and in respect of the winding up of GAPC for an amount of €90.6 million.

The plan includes the elimination of 697 positions without any forced departures, in two phases:

- first phase: 537 positions involved and identified in detail. The characteristics of this first phase were presented to management and union bodies on December 2;
- second phase: 160 positions involved. This phase was announced in principle to management and union bodies, specifying the number of positions affected in each Natixis department.

The plan relies on the conditions in the Employment agreement signed in 2013 by management and union bodies. It will involve early retirement, voluntary redundancy, requalifying training and transfers/promotions.

In accordance with IAS 37.80 provisions for restructuring do not include expenses directly related to the restructuring, specifically in the case of expenses related to voluntary redundancies and early retirements.

Independent of the employment adaptation plan, the winding up of GAPC on June 30, 2014 was announced as part of information provided on the strategic plan. Employees involved were notified and their departure conditions were mentioned. A provision of €3.8 million was booked (included in the restructuring provision of €90.6 million).

The amount of this provision is disclosed in Note 6.16.2 "Contingency reserves" and in Note 7.6 "General operating expenses".

b) Provisions for risks and litigation

A description of the main risks and litigation to which Natixis is exposed is given in section 4.5, "Legal Risks", in the Risk Management chapter.

No provisions were recognized in respect of future operating losses or major repairs, nor were any contingent assets or liabilities recorded.

Provisions booked on the liabilities side of Natixis' financial statements as at December 31, 2013, are discussed in Note 6.15.2 "Contingency reserves" and possible allocations are specified in Note 7.6 "General operating expenses" and Note 7.7 "Provision for credit losses".

Changes in provisions are recognized in the income statement on the line items corresponding to the type of future expenditure.

5.15 Employee benefits

In accordance with IAS 19, employee benefits are classified in one of four categories:

- **"short-term benefits"**, including salaries, social security contributions, annual leave, employee profit-sharing, incentive plans, top-up contributions and bonuses payable for the period;
- **"severance payments"**, comprising employee benefits granted in return for termination of a staff member's employment before the normal retirement age, resulting from a decision by the entity, or a decision by the employee to accept a severance package in exchange for terminating their employment;
- **"post-employment benefits"**, such as pensions, other supplementary retirement benefits applicable to the banking industry, end-of-career awards and other contractual benefits payable to retirees;
- **"other long-term employee benefits"**, including long-service awards and deferred compensation payable in cash under Employee Retention and Performance Recognition Plans.

Short-term employee benefits are recognized as an expense in the period in which the employee provides the service in exchange for said benefits.

A provision is accrued for termination benefits when the employer is demonstrably committed to provide such benefits, or when the employer recognizes the costs of restructuring providing for the payment of such benefits.

In accordance with the principles of recognition set out in IAS 19, Natixis has identified the following types of post-employment benefit:

- defined contribution plans, under which an entity has no obligation to pay a specified benefit amount;
- defined benefit plans, under which Natixis has a legal or constructive obligation to pay a specified benefit amount.

Contributions paid under defined contribution plans are expensed in the period in which the employee rendered the service in exchange for said contributions.

A provision is set aside for defined benefit plans based on an actuarial assessment of the benefit obligation using the projected unit credit method. This method draws on demographic and financial assumptions reviewed annually (specifically the discount rate based on the AA Corporate bond rate curve). The value of any plan assets is deducted from the actuarial debt. This valuation is carried out on a regular basis by independent actuaries.

Revaluation adjustments for actuarial debt related to changes in actuarial assumptions and experience adjustments (impact of differences between actuarial assumptions and actual experience) are booked under items not recycled to comprehensive income among "gains and losses recognized directly in equity".

The annual payroll costs recognized in respect of defined benefits plans consist of:

- the costs of services rendered, representing rights vested by beneficiaries over the period;
- past service costs, arising from possible plan changes or curtailments as well as the effects of possible plan settlements;
- the net interest cost reflecting the impact of unwinding the discount on the net obligation.

Other long-term benefits are valued using the same actuarial method as that applied to post-employment benefits under defined benefit plans, except that liability revaluation items are recognized directly as an expense.

The estimated amount of the expense related to cash-settled variable compensation, subject to the employee's continued service in accordance with the Employee Retention and Performance Recognition Plans, is recognized over the vesting period.

5.16 Distinction between debt and equity

In accordance with IAS 32, issued financial instruments are classified as debt or equity depending on whether or not they incorporate a contractual obligation to deliver cash to the holder:

- deeply subordinated notes and preference shares are classified in equity in light of the 2009 renegotiation of a clause making the payment of interest non-optional in the event of positive consolidated income and which has since become discretionary.

  The change over the fiscal year is presented in Note 6.16, "Changes in subordinated debt over the period", and in Note 13, "Capital management";
- the share of third party investors in the net assets of dedicated mutual funds included in Natixis' consolidation scope comprises a financial liability recorded on the balance sheet under "Financial liabilities at fair value through profit and loss". The share of third party investors in the profits of the mutual funds is recorded in "Net gains or losses on financial instruments at fair value through profit and loss" in the consolidated income statement;
- the units held by third party investors in dated funds, which are fully consolidated by Natixis, entitling the unit-holders to the repayment of a share of the fund's net assets upon its liquidation, are classified in liabilities on the consolidated balance

sheet under "Accruals and other liabilities". The share of third party investors in the fund's profits is recorded under "Interest and similar expenses" on the consolidated income statement.

5.17 French State support

Through its principal shareholder BPCE, within the framework of the support plan to the financial sector approved by the European Commission in 2008, Natixis indirectly receives inter-bank medium-term loans guaranteed by the transfer of full ownership of receivables meeting certain eligibility criteria. The transfer of ownership enables the lenders to pledge the receivables with Société de Financement de l'Économie Française (SFEF) as security for any loans they receive from SFEF. The corresponding loans granted to Natixis by BPCE, itself eligible for SFEF financing, are shown in the consolidated balance sheet within "deposits from financial institutions".

The receivables provided as security have been maintained in Natixis' consolidated balance sheet with their original classification, since the criteria for derecognition defined by IAS 39 are not met. They are included in the "loans and receivables" line item of the table entitled "Financial assets provided as security against liabilities" presented in Note 6.7.3.

This financing is itemized in balance sheet Note 6.1.7. "French State support".

5.18 Share-based payments

STOCK OPTION PLANS

Natixis grants stock options to some of its employees. The options are exercisable over a period of three years after a lock-up period of four years. No performance conditions apply. In accordance with the provisions of IFRS 2, the options attributed after November 7, 2002 and not yet vested at the reporting date are measured at their fair value at the date they were granted to the employees. This fair value is determined using the Black & Scholes valuation method and recognized in payroll costs over the vesting period, with a corresponding entry in equity. The expense is revised at each reporting date and adjusted whenever subsequent information regarding the number of beneficiaries alters the initial estimates of rights vested. The resulting adjustments affect the expense for the period and for subsequent periods.

The details of these programs appear in Note 12.2.4.

LOYALTY AND PERFORMANCE PLANS WITH SHARE-BASED PAYMENT

The variable compensation plan set up by Natixis in early 2010 for some of its employees complies with the professional standards issued by the Fédération Bancaire Française and the provisions of the decrees of November 3, 2009 and December 13, 2010 amending Regulation No. 97-02 of the French Banking and Financial Regulations Committee (CRBF). Some plans are settled in Natixis shares, while others are settled in cash indexed to the Natixis share price.

Loyalty and performance plans settled in shares

Under IFRS 2 "Share-based payment", employee bonus share awards give rise to an expense representing the fair value of the goods or services received at the grant date. This payroll expense is recognized against equity. The fair value of the services received is calculated by reference to the fair value of the shares at the grant date, less the present value of dividends forfeited by employees during the vesting period, taking into account the presence conditions.

The expense is recognized on a straight-line basis over the vesting period. The expense is adjusted over the vesting period to reflect any losses of rights.

Cash-settled loyalty and performance plans indexed to the value of the Natixis share

The accounting treatment applicable to cash-settled share-based payments is governed by IFRS 2 "Share-based payment".

Under IFRS 2, the services acquired and the liability incurred are measured at fair value. Until the liability is settled, debt is remeasured at each reporting date and at the date of settlement, with any changes in fair value recognized in income for the period. The remeasurement of the liability at the reporting date takes into account any changes in the value of the underlying shares, as well as whether or not the presence conditions and performance criteria have been met.

Where the payment of compensation is subject to presence conditions, the corresponding expense is recorded over the vesting period on a straight-line basis as long as the settlement does not occur during the year of attribution, in which case the cost is immediately taken into account on the income statement.

The details of these plans and their quantified impacts over the period are provided in Note 12.2.2.

5.19 Treasury shares and treasury share derivatives

All treasury shares held by Natixis are deducted from equity regardless of the purpose for which they are acquired/held. Any gains or losses recognized in the parent company financial statements in respect of the sale, measurement or impairment of treasury shares held for trading or available-for-sale are eliminated in the consolidated financial statements through equity.

Treasury share derivatives are recognized differently depending on how they are unwound:

- as equity instruments, if they are unwound by trading a fixed number of treasury shares for a fixed amount of cash or another financial asset, and if this trade is the only possible unwinding method. In such case, the instruments are not subsequently revalued;
- as derivatives, if they are unwound via a net cash settlement or a net treasury shares settlement. In such case, the fair value changes in the instruments are recorded in the income statement.

A contract obligating Natixis to buy its own shares creates a liability in the amount of the discounted acquisition price, regardless of how the derivative is classified, with a corresponding entry in equity.

5.20 Fees and commissions received

The method of accounting for fees and commissions received depends on the end purpose of the services rendered and the method of accounting for the financial instruments to which the service relates.

Fees and commissions for one-off services, such as business provider fees, are recognized in income as soon as the service is provided.

Fees and commissions for ongoing services, such as guarantee fees or management fees, are deferred over the period during which the service is provided.

Fees and commissions that form an integral part of the effective yield on an instrument, such as e.g. loan set-up fees, are recognized and amortized as an adjustment to the effective interest rate over the estimated term of the applicable loan. These fees and commissions are recognized as interest income rather than fee and commission income.

5.21 Income taxes

The tax expense for the year comprises:

- tax payable by French companies at the rate of 38% (36.1% in 2012), and by foreign companies and branches at the local rate; The French rate of 38% includes the additional contribution of 10.7% passed in December 2013 (French Finance Act for 2014) affecting the 2013 and 2014 fiscal years;
- deferred taxes arising from temporary differences between the carrying amount of assets and liabilities and their tax basis, which are calculated using the balance sheet liability method.

Deferred tax assets and liabilities are calculated at the level of each tax entity in accordance with local tax rules and based on tax rates that have been enacted or substantively enacted at the date the temporary difference will reverse. Deferred taxes are not discounted.

Deferred tax assets and liabilities are offset at the level of each tax entity. The tax entity may either be a single entity or a group of entities that have elected for Group tax relief.

Deferred tax assets are only recognized at the reporting date if the tax entity concerned is likely to recover tax savings over a fixed time period (10 years maximum). These savings will be realized by the deduction of temporary differences or tax loss carryforwards from estimated future taxable income within that time period.

All temporary differences have been recognized regardless of their recovery or payment date. The net deferred income tax balance is shown in the balance sheet under "Deferred tax assets".

The value-added contribution, or "cotisation sur la valeur ajoutée des entreprises" (CVAE), is recorded in the accounts as "Operating expenses," since Natixis considers that its calculation is not based on net income.

The Employment Competitiveness Tax Credit (CICE) was considered to fall under IAS 19 – Employee Benefits. As a result, this tax credit is presented as a deduction from the related payroll costs.

The amended Finance Act of August 2012 introduced an additional contribution in the case of distribution of dividends in the form of cash flows. In accordance with IAS 12, the expense related to taxes on dividend payouts is recorded on the tax line for the period during which the payout decision was made. This amounted to €31.7 million in the 2013 fiscal year.

The French Finance Act for 2013 introduced an exceptional 7% tax on the capitalization reserve of insurance companies existing at January 1, 2010. This tax generated a tax expense of €8.2 million, recorded in the consolidated income statement at December 31, 2012.

The Second Amended Finance Act for 2012 also provides for an additional exceptional contribution in respect of the systemic bank tax, equivalent to the tax paid in 2011, thereby doubling the contribution owed by banks. This exceptional contribution generated a €21.9 million expense in the second half of 2012. In addition, the Second Amended Finance Act also increased the systemic tax rate from 0.25% of the amount of minimum capital requirements to 0.50%. This new rate applies permanently since January 1, 2013.

5.22 Financing and guarantee commitments

FINANCIAL GUARANTEES

Commitments given

Financial guarantee commitments not classified as derivatives are contracts requiring the issuer to make specific payments to repay the business guaranteed for a loss that it has incurred owing to the failure of a debtor to make the contractual installments due.

The exercise of these rights is subject to the occurrence of an uncertain future event.

In accordance with paragraph 43 of the amendment to IAS 39 and IFRS 4 (published by the IASB in August 2005 and adopted by the European Union), financial guarantees given are carried at their fair value plus any transaction costs directly attributable to the issuance of the guarantees. For independent agreements entered into at market rates, fair value at the inception of the agreement is equal in theory to the amount of premium(s) received. All financial guarantees issued within Natixis Group are entered into at market rates.

Subsequently, financial guarantees are stated at the higher of:

- the amount initially recognized upon inception less, where appropriate, the amount of amortization recorded in line with the principles outlined in IAS 18 "Revenue". This amortization represents the deferred recognition of the fees received over the period covered by the guarantee;
- the value determined under IAS 37 "Provisions, contingent liabilities and contingent assets", which is the amount that the entity would normally pay to settle the obligation or to transfer it to a third party.

All financial guarantees issued by insurance subsidiaries that also meet the definition of an insurance contract were accounted for in line with the requirements of IFRS 4 "Insurance contracts", as permitted by paragraph AG64 (a) of the amendment.

Specific case of guarantees issued to mutual funds

Natixis guarantees the capital and/or returns on shares in certain mutual funds. These guarantees are executed solely in the event that the net asset value of each of the shares in the fund at maturity is lower than the guaranteed net asset value. Under IAS 39, these guarantees represent derivative instruments.

However, given the predominant impact of operational risk on the fair value of the guarantee, guarantees granted to mutual funds are treated as financial guarantees.

Guarantee commitments received

There are no IFRS standards prescribing the accounting treatment of financial guarantees received. In the absence of specific guidance, the accounting treatment applied must be determined by analogy with the accounting treatment prescribed by other standards in similar situations. Accordingly, guarantees received meeting the definition of a financial guarantee for an issuer are accounted for in accordance with:

- IAS 39, for guarantees received in respect of financial instruments;
- IAS 37, for guarantees received in respect of liabilities falling within the scope of IAS 37.

The specific treatment applied to the guarantee granted to Natixis by BPCE on GAPC assets is disclosed in Note 5.7.

FINANCING COMMITMENTS

All financing commitments granted by Natixis give rise to loans granted at market rates at the grant date. The drawn-down portion of these commitments is classified in "Loans and receivables". These financing commitments are contingent liabilities and are recognized in accordance with IAS 37. On initial recognition, they are not entered in the balance sheet. A provision is recognized in liabilities if the cost of the commitment exceeds the associated revenues.

5.23 Use of estimates in preparing the financial statements

In preparing its financial statements, Natixis is required to make certain estimates and assumptions based on available information that is likely to require expert judgment. These estimates and assumptions constitute sources of uncertainty which may affect the calculation of income and expenses in the income statement, the value of assets and liabilities in the balance sheet and/or certain disclosures in the notes to the financial statements. The financial crisis has led to greater use of accounting estimates. As a result, future results of certain operations may differ significantly from the estimates used in the financial statements at December 31, 2013.

Accounting estimates which require assumptions to be made are mainly used to measure the items set out below:

FINANCIAL INSTRUMENTS RECORDED AT FAIR VALUE

The fair value of hybrid market instruments not traded on an active market is calculated using valuation techniques. Valuations produced using valuation models are adjusted, depending on the instruments in question and the associated risks, to take account of the modeling, counterparty, internal credit and input risks. The fair values obtained from these methods may differ from the actual prices at which such transactions might be executed in the event of a sale on the market.

The valuation models used to price financial instruments for which liquidity has dried up as a result of the financial crisis are described in Note 5.6.

IMPAIRMENT OF LOANS AND RECEIVABLES

At the reporting date, Natixis assesses whether or not there is any objective evidence of impairment for loans and receivables, either on an individual basis or collectively by risk category. To identify evidence of impairment, Natixis analyzes trends in a number of objective criteria, but also relies on the judgment of its own expert teams. Similarly, Natixis may use its expert judgment to establish the likely timing of recoveries (where the aim is to calculate the amount of individual impairment losses), or to adjust the amount of expected losses under the Basel 2 framework, on which the amount of collective provision is based.

VALUATION OF UNLISTED EQUITY INSTRUMENTS CLASSIFIED AS "AVAILABLE-FOR-SALE FINANCIAL ASSETS"

Unlisted equity instruments classified as available-for-sale financial assets primarily consist of investments in non-consolidated companies. The fair value of investments in unlisted non-consolidated companies is obtained principally by using valuation methods based on multiples or DCF (discounted cash flow). Use of these methods requires certain choices and assumptions to be made in advance (in particular, projected expected future cash flows and discount rates).

VALUE OF CASH-GENERATING UNITS (CGUS)

All goodwill is assigned to a CGU so that it may be tested for impairment. The tests conducted by Natixis consist in comparing the carrying amount of each CGU (including goodwill) with its recoverable amount. Where the recoverable amount equals the value in use, it is determined by discounting annual free cash flows to infinity (not including the Private Equity CGU or the Coface CGU) *(see Note 2.5)*. Use of the discounted cash flow method involves:

- estimating future cash flows. Natixis has based these estimates on forecasts included in its business units' medium-term plans spanning five years;
- projecting cash flows for the last year of the plan to infinity, at a rate reflecting the expected annual growth rate;
- discounting cash flows at a specific rate for each CGU.

FAIR VALUE OF LOANS AND RECEIVABLES RECOGNIZED AT AMORTIZED COST (EXCLUDING LOANS RECLASSIFIED UNDER THE AMENDMENT TO IAS 39 AND IFRS 7)

The fair value of loans not quoted on an active market is determined using the discounted cash flow method. The discount rate is based on an assessment of the rates used by the institution during the period for groups of loans with similar risk characteristics. Loans have been classified into groups with similar risk characteristics based on statistical research enabling factors having an impact on credit spreads to be identified. Natixis also relied on expert judgment to refine this segmentation.

EMPLOYEE BENEFITS

Natixis calls on independent actuaries to calculate its principal employee benefits. These commitments are determined using assumptions such as the salary growth rate, discount rates and rates of return on plan assets *(see Note 12.2.3)*. These discount rates and rates of return are based on observed market rates at the reporting date, for example the yield curve on AA Corporate bonds for discount rates. When applied to long-term benefit obligations, these rates introduce uncertainty into the valuations.

INSURANCE-RELATED LIABILITIES

Insurance technical reserves are calculated using assumptions and estimates that may lead to adjustments in amounts reported over the subsequent period:

- for personal protection insurance, claims reserves are calculated by modeling claims experience;
- for life insurance, underwriting reserves are computed based on economic and financial assumptions, mortality and morbidity tables, and behavioral statistics, for example concerning surrenders;
- for credit insurance, claims reserves include an estimate of claims reported but not settled at the reporting date. In addition to the amount of claims payable, a provision is set aside for unknown claims, calculated on a statistical basis by reference to the final amount of claims to be paid following settlement of risks and any debt recovery measures. Provisions for debt recovery procedures, representing estimates of expected recoveries, are calculated by applying a terminal recovery rate to all subscription periods not yet settled.

DEFERRED PROFIT-SHARING

The participation rate adopted for calculating deferred profit-sharing is determined by observing past pay-out ratios, but also by taking into account assumptions on projected net future cash flows from financial products and assumptions on expected returns on policies to be granted to policyholders. In highly fragile and competitive market conditions, the sources of concern weighing on these estimates are significant.

In the event of a deferred profit-sharing asset, a recoverability test is carried out to verify that liquidity requirements arising from an unfavorable economic environment do not force the sale of assets and generate unrealized losses. This recoverability test relies on projected future cash flows based on different economic assumptions about historical redemptions and inflows.

DEFERRED TAXES

As a precaution, Natixis records a net deferred tax asset linked to its ability to generate taxable income over a given period (10 years maximum), while tax loss carry forwards are deductible with no time limitation in France and the UK or over very long periods (20 years in the US).

To this end, Natixis prepares tax business plans over rolling periods as from the last tax reporting period, and based on growth assumptions used in the medium-term plans for the business lines.

Adjustments for special tax schemes are also implemented.

OTHER CONTINGENCY RESERVES

Provisions recognized in the consolidated balance sheet, other than those relating to financial instruments, employee benefits and insurance contracts, mainly concern provisions for litigation, fines and tax risks.

A provision is raised when it is likely that an outflow of resources embodying economic benefits will be required to settle an obligation arising from a past event, and when the amount of the obligation can be reliably estimated. In order to calculate this amount, Management is required to assess the probability of the risk occurring. Future cash flows are discounted where the impact of discounting is material.

5.24 Earnings/(loss) per share

Diluted earnings/(loss) per share corresponds to net income/(loss) for the period attributable to the Group, divided by the weighted average number of shares, adjusted for the maximum impact resulting from the conversion of dilutive instruments into ordinary shares. Stock options issued are taken into account in calculating diluted earnings/(loss) per share. The conversion of these instruments does not impact net income/(loss) used to calculate diluted earnings/(loss) per share.

	12.31.2013	12.31.2012*
Earnings/(loss) per share		
Net earnings/(loss) attributable to the Group *(in millions of euros)*	884	913
Net income/(loss) attributable to shareholders *(in millions of euros)* [(a)]	835	837
Average number of ordinary shares issued and outstanding over the period	3,093,523,996	3,083,910,364
Average number of treasury shares issued and outstanding over the period	6,105,098	5,891,124
Average number of shares used to calculate earnings/(loss) per share	3,087,418,898	3,078,019,240
EARNINGS/(LOSS) PER SHARE IN EUROS	**0.27**	**0.27**
Diluted earnings/(loss) per share		
Net earnings/(loss) attributable to the Group *(in millions of euros)*	884	913
Net income/(loss) attributable to shareholders *(in millions of euros)* [(a)]	835	837
Average number of ordinary shares issued and outstanding over the period	3,093,523,996	3,083,910,364
Average number of treasury shares issued and outstanding over the period	6,105,098	5,891,124
Number of potential dilutive shares resulting from stock option and bonus share plans [(b)]	8,943,962	15,163,611
Average number of shares used to calculate earnings/(loss) per share	3,096,362,860	3,093,182,851
DILUTED EARNINGS/(LOSS) PER SHARE IN EUROS	**0.27**	**0.27**

* *The comparative 2012 financial statements have been restated to reflect the impact of the application of IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(a) *The difference between net income/(loss) attributable to the Group and net income/(loss) attributable to shareholders corresponds to the interest generated on deeply subordinated notes and on preference shares, i.e. -€76 million after tax savings at December 31, 2012 and -€49 million at December 31, 2013.*

(b) *This number of shares refers to the shares granted under the deferred share-based bonus plans (2009, 2010, 2011, 2012 and 2013 plans). In 2013, based on the average share price, the 2008 stock option plan presented in Note 12.2.4 is not considered as potential dilutive shares.*

NOTE 6 NOTES TO THE BALANCE SHEET

6.1 Financial assets and liabilities designated at fair value through profit and loss

These assets and liabilities are measured at fair value at the reporting date, with changes in value, including interest, recognized in income under "Net gains or losses on financial instruments at fair value through profit and loss".

6.1.1 FINANCIAL ASSETS DESIGNATED AT FAIR VALUE THROUGH PROFIT AND LOSS

At December 31, 2013, financial assets at fair value primarily comprised securities and derivative instruments.

(in millions of euros)	Notes	12.31.2013	12.31.2012
Securities held for trading		**60,903**	**61,708**
Fixed-income securities		*36,026*	*45,922*
Variable-income securities [(a)]		*24,877*	*15,786*
Loans and receivables held for trading		**2,129**	**2,366**
Banks		1,920	2,130
Customers		209	235
Derivative instruments not eligible for hedge accounting [(b)]	*6.1.3*	**63,720**	**67,137**
Securities at fair value through profit and loss	*6.1.2*	**87,293**	**97,559**
Securities		12,060	14,150
Fixed-income		*3,482*	*4,368*
Variable-income [(a)]		*8,578*	*9,782*
Reverse repos [(b)]		75,233	83,409
Loans and receivables at fair value through profit and loss	*6.1.1.1 and 6.1.1.2*	**4,279**	**3,100**
Banks		488	279
Customers		3,791	2,821
TOTAL		**218,324**	**231,870**

(a) Including shares in mutual funds.
(b) The information is presented in consideration of offsetting effects, completed in accordance with IAS 32 (see Note 6.3).

6.1.1.1 Loans and receivables designated at fair value through profit and loss and credit risk

Exposure to credit risk represents a significant share of the fair value of loans and receivables designated at fair value through profit and loss shown on the balance sheet. Purchases of credit derivatives covering exposure to credit risk on loans and receivables are shown at their fair value as recognized on the balance sheet.

	Credit risk exposure		Related credit derivatives		Change in fair value of loans and receivables attributable to credit risk	
(in millions of euros)	12.31.2013	12.31.2012	12.31.2013	12.31.2012	Period	Aggregate
Loans and receivables due from banks	488	279				
Loans and receivables due from customers	3,791	2,821			14	(1)
TOTAL	**4,279**	**3,100**			**14**	**(1)**

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At December 31, 2013, Natixis did not purchase protection to hedge against credit risk associated with loans and receivables classified as fair value instruments through profit and loss.

6.1.1.2 Conditions for classification of financial assets designated at fair value through profit and loss

Financial assets are designated at fair value through profit and loss when this choice provides more pertinent information or when these instruments incorporate one or more significant and separable embedded derivatives.

The use of the fair value option is considered to provide more pertinent information in two situations:

- where there is an accounting mismatch between economically linked assets and liabilities. This arises for example in the case of an asset and a hedging derivative when the criteria for hedge accounting are not met;
- where a portfolio of financial assets and liabilities is managed and recognized at fair value as part of a documented policy of asset and liability management.

(in millions of euros)	12.31.2013				12.31.2012			
	Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives	Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives
Loans and receivables due from banks	488	488			279	279		
Loans and receivables due from customers	3,791	103	499	3,190	2,821	27	211	2,583
Fixed-income securities	3,482	1,572	934	976	4,368	1,672	95	2,601
Variable-income securities	8,578	6,896	1,682		9,782	7,157	2,625	
Other assets	75,233		75,233		83,409		83,409	
TOTAL	**91,572**	**9,059**	**78,348**	**4,166**	**100,659**	**9,135**	**86,340**	**5,184**

6.1.2 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT AND LOSS

At December 31, 2013, financial liabilities at fair value through profit and loss primarily comprised derivatives not used as hedging instruments.

Securities classified as instruments held for trading essentially comprise short sales of financial assets.

(in millions of euros)	Notes	12.31.2013	12.31.2012
Instruments held for trading		**105,698**	**113,872**
Securities		41,294	46,249
Derivative instruments not eligible for hedge accounting [(a)]	*6.1.3*	63,337	66,458
Other payables		1,067	1,165
Instruments designated at fair value through profit and loss	*6.1.2.1 and 6.1.2.2*	**80,351**	**87,041**
Securities		11,364	13,260
Repurchased securities [(a)]		68,527	73,620
Other payables		460	160
TOTAL		**186,049**	**200,913**

(a) The information presented takes into account the impact of offsetting carried out in accordance with IAS 32 (see Note 6.3).

6.1.2.1 Financial liabilities designated at fair value through profit and loss and credit risk

The carrying amount of financial liabilities designated at fair value through profit and loss corresponds to their fair value shown on the balance sheet.

The amount contractually due on loans at maturity represents the principal amount outstanding at the reporting date, plus any accrued interest not yet due. The amount contractually due on securities represents their redemption value.

(in millions of euros)	12.31.2013			12.31.2012			Changes in the fair value of financial liabilities, designated at fair value through profit and loss, attributable to credit risk at December 31, 2013	
	Carrying amount	Amount contractually due at maturity	Difference between carrying amount and amount contractually due at maturity	Carrying amount	Amount contractually due at maturity	Difference between carrying amount and amount contractually due at maturity	Period	Aggregate
Due to banks	140	129	11	144	129	15		
Customer deposits	106	108	(3)	0	0			
Debt securities [(a)]	11,274	11,482	(208)	13,173	12,911	262	195	(106)
Subordinated debt [(a)]	90	101	(11)	88	101	(14)	2	(20)
Other payables [(b)]	68,741	68,745	(4)	73,636	73,648	(12)		
TOTAL	**80,351**	**80,565**	**(214)**	**87,041**	**86,789**	**252**	**197**	**(126)**

(a) The fair value, determined using the method described in Note 5.6, recorded in respect of internal credit risk on Natixis issues totaled €125.7 million at the reporting date versus €323 million at December 31, 2012 (see Note 7.3). Besides changes in the outstanding amount, this difference reflects changes in the Natixis spread since the close of the previous year's accounts.

(b) Other payables comprise a portfolio of structured pensions managed according to a dynamic approach.

6.1.2.2 Conditions for classification of financial liabilities designated at fair value through profit and loss

Financial liabilities are designated at fair value through profit and loss when this choice provides more pertinent information or when the instruments incorporate one or more significant and separable derivatives *(see Note 5.1)*.

The use of the fair value option is considered to provide more pertinent information in two situations:

- where there is an accounting mismatch between economically linked assets and liabilities. In particular, the fair value option is used when hedge accounting conditions are not met: in such cases, changes in the fair value of the hedged item automatically offset changes in the fair value of the hedging derivative;
- where a portfolio of financial assets and liabilities is managed and recognized at fair value as part of a documented policy of asset and liability management.

(in millions of euros)	12.31.2013 Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives	12.31.2012 Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives
Due to banks	140	140			144	144		
Customer deposits	106	106						
Debt securities	11,274	11,218	15	42	13,173	12,793	15	365
Subordinated debt	90			90	88			88
Other payables	68,741		68,741		73,636		73,636	
TOTAL	**80,351**	**11,463**	**68,756**	**132**	**87,041**	**12,937**	**73,651**	**453**

Some liabilities issued and recognized at fair value through profit and loss are covered by a guarantee. The effect of this guarantee is incorporated into the fair value of the liabilities.

6.1.3 DERIVATIVE FINANCIAL INSTRUMENTS NOT ELIGIBLE FOR HEDGE ACCOUNTING

Derivative financial instruments not eligible for hedge accounting are classified as held for trading, irrespective of the period over which they are expected to be held.

(in millions of euros)	12.31.2013 Notional amount	Assets	Liabilities	12.31.2012 Notional amount	Assets	Liabilities
Forward transactions	**5,781,553**	**51,568**	**50,767**	**5,348,552**	**55,380**	**54,884**
Interest rate derivatives [(a)]	5,014,317	43,182	43,054	4,405,170	47,245	46,508
Currency derivatives [(c)]	708,344	8,326	7,538	772,970	7,982	8,166
Equity derivatives	7,548			17,541		51
Other items	51,344	60	174	152,872	153	159
Options	**1,371,208**	**9,387**	**9,888**	**1,314,877**	**7,940**	**7,813**
Interest rate derivatives	934,430	382	1,110	1,047,993	675	1,383
Currency derivatives	330,326	4,323	4,863	85,853	3,132	3,471
Equity derivatives	54,776	3,364	3,074	25,962	3,269	2,587
Other items [(b)]	51,676	1,318	842	155,069	865	371
Credit derivatives	**181,752**	**2,765**	**2,682**	**215,013**	**3,817**	**3,762**
TOTAL	**7,334,514**	**63,720**	**63,337**	**6,878,443**	**67,137**	**66,458**

(a) Natixis has contracted Total Return Swaps (TRS) with BPCE. These instruments are used to hedge changes in the fair value of GAPC instruments carried at fair value through profit and loss at December 31, 2013 and are included on this line for an amount of €42 million in assets (versus €108 million at December 31, 2012) and €48 million in liabilities (versus €194 million at December 31, 2012).

(b) Natixis has contracted a call option with BPCE for the purpose of recovering, 10 years after its implementation, any net gains in fair value transferred to BPCE via TRS. The call option was recognized on this line in assets for €557.9 million versus €549.1 million at December 31, 2012.

(c) The notional amount of foreign exchange derivatives was restated in the amount of €658.949 billion in 2012 in order to include amounts related to foreign exchange forward contracts.

6.2 Hedging derivatives

Derivatives may only be designated as hedges if they meet the criteria set out in IAS 39 at inception and throughout the term of the hedge. These criteria include formal documentation that the hedging relationship between the derivatives and the hedged items is both prospectively and retrospectively effective. Hedging relationships are presumed to be effective when, retrospectively, changes in the value of the hedging instrument offset changes in the value of the hedged item in a range of 80%-125%.

Cash flow hedging is mainly used by Natixis and the leasing business as a structural hedge against interest rate risk.

Fair value hedging is used to hedge changes in the fair value of fixed-income securities on an individual basis, as well as comprehensive hedging of the interest-rate risk of Natixis Financial Products LLD according to the carve-out provisions of IAS 39.

	12.31.2013			12.31.2012		
(in millions of euros)	Notional amount	Assets	Liabilities	Notional amount	Assets	Liabilities
Cash flow hedges						
Forward transactions	**14,197**	**5**	**164**	**13,240**	**8**	**518**
Interest rate derivatives	13,884	3	161	12,709	8	505
Currency derivatives	313	2	3	531		13
Equity derivatives						
Other items						
Options						
Interest rate derivatives						
Currency derivatives						
Equity derivatives						
Other items						
Fair value hedges						
Forward transactions	**535,608**	**1,728**	**367**	**473,752**	**2,714**	**758**
Interest rate derivatives	535,608	1,728	367	473,752	2,714	758
Currency derivatives						
Equity derivatives						
Other items						
Options						
Interest rate derivatives						
Currency derivatives						
Equity derivatives						
Other items						
Credit derivatives	**942**		**1**	**1,796**		**1**
Net investment in foreign currency hedges						
TOTAL	**550,747**	**1,733**	**532**	**488,788**	**2,722**	**1,277**

6.3 Offsetting financial assets and liabilities

The table below presents the amounts offset on the Natixis balance sheet meeting the criteria set out in IAS 32 discussed in Note 5, "Accounting Principles and Valuation Methods", as well as the impacts linked to the existence of an enforceable right of set-off under a master netting arrangement or similar agreements that do not meet the criteria set out in IAS 32 dealing with offsetting.

The gross offset amounts reflect derivatives and repurchase agreements with clearing houses for which the criteria set out in IAS 32 are met:

- as regards derivatives, the information is presented in consideration of the effects of the currency offset between asset valuations and liability valuations of the derivatives processed through the "LCH Clearnet Ltd" clearing house via the "Swapclear" clearing system;
- as regards repurchase agreements, the information presented includes repurchase agreements processed through the clearing houses LCH Clearnet Ltd (Repoclear), LCH Clearnet S.A., Eurex AG and Fixed Income Clearing Corporation (FICC). Natixis records on its balance sheet the net value of repurchase and reverse repurchase agreements that:
  - are made with the same clearing house,
  - have the same maturity date,
  - relate to the same security and the same custodian,
  - are made in the same currency.

The impacts linked to the existence of an enforceable right of set-off under master netting arrangements or similar agreements correspond to derivative amounts or outstanding repos covered by master arrangements under which the net settlement criterion or the simultaneous settlement of assets and liabilities cannot be demonstrated or for which the right to set-off cannot be exercised except in the event of the default, insolvency or bankruptcy of one or more counterparties. These amounts are not offset on the balance sheet.

Guarantees received and given in the form of the securities shown in the "Financial instruments" column are recognized at fair value.

6.3.1 FINANCIAL ASSETS

	12.31.2013			12.31.2012		
	Gross amount of financial assets recognized in the balance sheet*	Gross amount of offset financial liabilities	Gross amount of financial assets recognized in the balance sheet	Gross amount of financial assets recognized in the balance sheet*	Gross amount of offset financial liabilities	Gross amount of financial assets recognized in the balance sheet
(in millions of euros)	(a)	(b)	(c) = (a) - (b)	(a)	(b)	(c) = (a) - (b)
Financial assets at fair value through profit and loss	**131,455**	**28,707**	**102,748**	**179,382**	**45,912**	**133,470**
Derivatives	*75,631*	*28,288*	*47,343*	*113,049*	*45,912*	*67,137*
Repurchase transactions	*55,824*	*419*	*55,405*	*66,332*		*66,332*
Other financial instruments						
Hedging derivatives	**1,334**	**1,330**	**4**	**2,722**		**2,722**
Loans and receivables due from banks	**5,091**		**5,091**	**6,904**		**6,904**
Repurchase transactions	*5,091*		*5,091*	*6,904*		*6,904*
Other financial instruments						
Customer loans and receivables	**16,031**	**1,666**	**14,365**	**22,602**		**22,602**
Repurchase transactions	*16,031*	*1,666*	*14,365*	*22,602*		*22,602*
Other financial instruments						
TOTAL	**153,911**	**31,703**	**122,208**	**211,610**	**45,912**	**165,698**

* *Gross amount of financial assets offset or covered by a master netting or similar arrangement.*

	12.31.2013				12.31.2012			
	Amounts not offset related to (a)				Amounts not offset related to (a)			
	(d)				(d)			
	Gross amount of financial assets recognized in the balance sheet	Financial instruments	Guarantees received in cash	Net exposure	Gross amount of financial assets recognized in the balance sheet	Financial instruments	Guarantees received in cash	Net exposure
(in millions of euros)	(c)	*		(e) = (c) - (d)	(c)	*		(e) = (c) - (d)
Derivatives	47,347	36,029	5,962	5,356	69,859	55,834	7,613	6,412
Repurchase transactions	74,861	73,836	148	877	95,839	95,337	5	497
Other financial instruments								
TOTAL	**122,208**	**109,865**	**6,110**	**6,233**	**165,698**	**151,171**	**7,618**	**6,909**

* *Including collateral received in the form of securities.*

6.3.2 FINANCIAL LIABILITIES

	12.31.2013			12.31.2012		
	Gross amount of financial liabilities recognized in the balance sheet*	Gross amount of offset financial assets	Gross amount of financial liabilities recognized in the balance sheet	Gross amount of financial liabilities recognized in the balance sheet*	Gross amount of offset financial assets	Gross amount of financial liabilities recognized in the balance sheet
(in millions of euros)	(a)	(b)	(c) = (a) - (b)	(a)	(b)	(c) = (a) - (b)
Financial liabilities at fair value through profit and loss	**126,815**	**30,081**	**96,784**	**155,897**	**45,905**	**109,993**
Derivatives	*79,880*	*29,692*	*50,268*	*112,363*	*45,905*	*66,458*
Repurchase transactions	*46,935*	*419*	*46,516*	*43,535*		*43,535*
Other financial instruments						
Hedging derivatives	**209**	**6**	**203**	**1,284**	**7**	**1,277**
Due to banks	**16,656**		**16,656**	**16,105**	**0**	**16,105**
Repurchase transactions	*16,656*		*16,656*	*16,105*		*16,105*
Other financial instruments						
Customer deposits	**9,510**	**1,666**	**7,844**	**13,668**	**0**	**13,668**
Repurchase transactions	*9,510*	*1,666*	*7,844*	*13,668*		*13,668*
Other financial instruments						
TOTAL	**153,190**	**31,703**	**121,487**	**186,955**	**45,912**	**141,043**

* *Gross amount of financial liabilities offset or covered by a master netting or similar arrangement.*

	12.31.2013				12.31.2012			
		Amounts not offset related to (a)				Amounts not offset related to (a)		
		(d)				(d)		
	Gross amount of financial liabilities recognized in the balance sheet	Financial instruments	Guarantees received in cash	Net exposure	Gross amount of financial liabilities recognized in the balance sheet	Financial instruments	Guarantees received in cash	Net exposure
(in millions of euros)	(c)	*		(e) = (c) - (d)	(c)	*		(e) = (c) - (d)
Derivatives	50,471	36,631	7,971	5,869	67,735	56,241	10,944	550
Repurchase transactions	71,016	69,202	12	1,802	73,308	73,032		276
Other financial instruments								
TOTAL	**121,487**	**105,832**	**7,983**	**7,671**	**141,043**	**129,273**	**10,944**	**825**

* *Including collateral received in the form of securities.*

6.4 Available-for-sale financial assets

The table below shows available-for-sale financial assets by type of instrument (loans outstanding, fixed-income securities, variable-income securities). It discloses the gross value before impairment, the amount of impairment and the carrying amount net of impairment.

Available-for-sale financial assets are tested for impairment at the end of each reporting period (i.e. every quarter). When there is objective evidence of impairment and a reduction in fair value has previously been recognized in equity, the aggregate impairment loss is removed from equity and taken to income.

(in millions of euros)	12.31.2013	12.31.2012
Loans outstanding	**39**	**36**
Loans and receivables	38	36
Accrued interest	1	
Securities	**41,576**	**39,670**
Fixed-income	33,757	32,606
Variable-income [(a)]	7,305	6,570
Accrued interest	514	494
Total available-for-sale financial assets before impairment	**41,615**	**39,706**
Impairment of available-for-sale assets	**(937)**	**(1,221)**
Loans and receivables	(11)	(11)
Fixed-income securities	(48)	(112)
Variable-income securities [(a) (b)]	(878)	(1,098)
TOTAL	**40,678**	**38,485**

(a) *Including shares in mutual funds.*

(b) *In 2013, permanent impairment of variable-income securities stood at €82 million compared with €172 million in 2012. This expense involves insurance portfolios for €60 million (€122 million for 2012), the impact of which is neutralized at 94.8% and 100% respectively for 2013 and 2012 given the profit-sharing mechanism. The 2013 expense is divided between an additional impairment on previously-impaired securities for €58 million, including €45 million on the insurance portfolios (€94 million in 2012, including €70 million on insurance portfolios), newly-impaired provisions on securities tied to the application of automatic criteria as defined in accounting principles and methods for €21 million, including €14 million for insurance portfolios (€29 million in 2012, including €5 million on insurance portfolios) and provisions on newly-impaired securities tied to the application of criteria for analysis for €3 million, including €1 million for insurance portfolios (€49 million in 2012, including €48 million on insurance portfolios).*

6.5 Loans and receivables

6.5.1 LOANS AND RECEIVABLES DUE FROM BANKS

(in millions of euros)	Notes	12.31.2013	12.31.2012
Outstanding		**77,785**	**62,156**
Performing loans	*6.5.1.1*	*77,510*	*61,833*
Non-performing loans		*275*	*323*
PROVISIONS FOR IMPAIRMENT		**(185)**	**(223)**
NET TOTAL		**77,600**	**61,932**

The fair value of loans and receivables due from banks is provided in Note 6.7.8.

6.5.1.1 Performing loans to banks

(in millions of euros)	12.31.2013	12.31.2012
Loans and receivables	64,926	44,670
Current accounts overdrawn	6,020	6,778
Unlisted fixed-income securities	1,281	2,816
Reverse repos	5,091	7,075
Accrued interest	192	493
TOTAL	**77,510**	**61,833**

6.5.2 CUSTOMER LOANS AND RECEIVABLES

(in millions of euros)	Notes	12.31.2013	12.31.2012
Outstanding		**90,578**	**102,035**
Performing loans[(a)]	*6.5.2.1*	*84,871*	*96,721*
Non-performing loans[(b)]		*5,707*	*5,315*
Provisions for impairment		**(2,603)**	**(2,617)**
NET TOTAL		**87,975**	**99,418**

(a) *Loans that have been restructured due to the debtor's financial situation stand at €1.105 billion at December 31, 2013 compared to €1.794 billion at December 31, 2012.*

(b) *The amount of restructured non-performing loans at December 31, 2013 takes account of a stock of loans of €123 million representing the restructuring of loans to the HIME Group, which took place during H2 2013.*

The fair value of customer loans and receivables is provided in Note 6.7.8.

6.5.2.1 Performing loans to customers

(in millions of euros)	Notes	12.31.2013	12.31.2012
Finance leases	*6.5.2.2*	10,622	10,865
Other loans and receivables	*6.5.2.3*	45,654	47,358
Current accounts overdrawn		3,362	3,625
Unlisted fixed-income securities		2,757	5,329
Reverse repos		16,175	23,505
Factoring		5,918	5,659
Other		23	31
Accrued interest		361	349
TOTAL		**84,872**	**96,721**

6.5.2.2 Customer finance leases

(in millions of euros)	12.31.2013 Real estate	12.31.2013 Non-real estate	12.31.2013 Total	12.31.2012 Real estate	12.31.2012 Non-real estate	12.31.2012 Total
Customer lease financing outstandings	**6,650**	**3,972**	**10,622**	**6,717**	**4,148**	**10,865**
Net non-performing outstandings	**61**	**44**	**105**	**66**	**55**	**121**
Non-performing loans	*147*	*186*	*334*	*146*	*173*	*318*
Provisions for impairment of non-performing outstandings	*(87)*	*(142)*	*(229)*	*(80)*	*(117)*	*(197)*
TOTAL	**6,711**	**4,016**	**10,727**	**6,783**	**4,203**	**10,986**

6.5.2.3 Other customer loans and receivables

(in millions of euros)	12.31.2013	12.31.2012
Commercial loans	1,771	861
Export credit	2,707	2,897
Cash and consumer credit	19,736	20,232
Equipment loans	4,779	4,191
Home loans	859	1,044
Other customer loans	15,803	18,132
TOTAL	**45,654**	**47,358**

6.6 Held-to-maturity financial assets

(in millions of euros)	12.31.2013	12.31.2012
Government securities		
Gross value	1,240	1,243
Provisions for impairment		
Net government securities	**1,240**	**1,243**
Bonds		
Gross value	1,789	2,267
Provisions for impairment	(4)	(4)
Net bonds	**1,785**	**2,263**
TOTAL	**3,025**	**3,506**

The fair value of held-to-maturity financial assets is provided in Note 6.7.8.

6.7 Other information relating to financial assets

6.7.1 RECLASSIFICATION OF FINANCIAL ASSETS OVER THE PERIOD, PURSUANT TO THE AMENDMENT TO IAS 39 AND IFRS 7 PUBLISHED ON OCTOBER 13, 2008

No financial assets were reclassified in 2013 by Natixis pursuant to the IASB's "Reclassification of financial assets" amendment to IAS 39 and IFRS 7 published on October 13, 2008.

6.7.2 INFORMATION ON FINANCIAL INSTRUMENTS RECLASSIFIED AT OCTOBER 1, 2008

Pursuant to the options provided for by the IASB's amendment to IAS 39 and IFRS 7 published on October 13, 2008, Natixis reclassified the following items within "Loans and receivables" as at October 1, 2008:

- €8.8 billion relating to the fair value of assets previously classified as "Financial assets at fair value through profit and loss – Trading";
- €2.8 billion relating to the fair value of assets previously classified as "Available-for-sale financial assets".

At December 31, 2013, the carrying amount of assets reclassified as "Loans and receivables" stood at €174 million compared to €1.576 billion at December 31, 2012. The fair value of these assets, for which the measurement approach is described in Note 5.6, is provided in Note 6.7.8, "Fair value of financial assets measured at amortized cost".

6.7.3 FINANCIAL ASSETS PROVIDED AS SECURITY AGAINST LIABILITIES

The table below shows, inter alia, the carrying amount of:

- receivables for which ownership has been transferred to BPCE or SFEF as security in connection with the financing indirectly received from SFEF through BPCE;
- financial instruments (securities and receivables) deposited with central banks and assignable as collateral to guarantee refinancing operations at any time.

These instruments continue to be disclosed in the consolidated balance sheet in accordance with their original classification.

(in millions of euros)	12.31.2013	12.31.2012
Debt instruments	8,699	9,592
Loans and receivables	1,646	1,358
TOTAL	**10,345**	**10,950**

6.7.4 FINANCIAL ASSETS TRANSFERRED

The tables below show financial asset transfers according to the amendment to IFRS 7, which distinguishes two categories of transferred assets: transferred financial assets that are not, partially or wholly, derecognized, and transferred financial assets that are fully derecognized, for which Natixis maintains continuing involvement.

A financial asset is partially or wholly transferred if Natixis transfers the contractual rights to collect cash flow from the financial asset or retains the contractual rights to collect cash flow from the financial asset but assumes a contractual obligation to pay those cash flows to one or more beneficiaries.

Natixis has continuing involvement in a fully derecognized transferred financial asset if, according to the terms of the transfer, it retains contractual rights or obligations inherent in that asset or obtains or assumes new contractual rights or obligations to that asset.

6.7.4.1 Financial assets transferred but not fully derecognized

Transferred financial assets that are not derecognized are essentially composed of the following instruments:

- repurchased securities;
- securities lending backed by cash remittals;
- dry securities lending;
- securitization for which the counterparties to the associated debts have recourse only to the transferred assets.

These instruments are considered transferred assets because they are the underlying assets of transactions that organize a transfer between Natixis and the assignee of ownership of the assets and the attached cash flows.

They are kept on the asset side of the consolidated balance sheet because virtually all of the benefits and risks are maintained, since the securities must be returned to Natixis (unless Natixis defaults).

REPURCHASE AGREEMENTS

	12.31.2013		12.31.2012	
(in millions of euros)	Carrying amount of transferred assets	Carrying amount of associated liabilities	Carrying amount of transferred assets	Carrying amount of associated liabilities
Financial assets at fair value through profit and loss	21,750	20,893	23,271	23,262
Available-for-sale financial assets	4,922	4,756	2,592	2,473
Held-to-maturity financial assets	18	18	147	139
Loans and receivables at amortized cost	43	43		
TOTAL	**26,733**	**25,711**	**26,010**	**25,875**

SECURITIES LENDING

(in millions of euros)	12.31.2013 Carrying amount of transferred assets	12.31.2012 Carrying amount of transferred assets
Financial assets at fair value through profit and loss	1,638	1,215
Available-for-sale financial assets	544	
TOTAL	**2,182**	**1,215**

SECURITIZATION FOR WHICH THE COUNTERPARTIES TO THE ASSOCIATED DEBTS HAVE RECOURSE ONLY TO THE TRANSFERRED ASSETS

	12.31.2013				
(in millions of euros)	Carrying amount of transferred assets	Carrying amount of associated liabilities	Fair value of transferred assets	Fair value of associated liabilities	Net position
Asset-backed securities	4,343	3,091	4,343	3,091	1,252
TOTAL	**4,343**	**3,091**	**4,343**	**3,091**	**1,252**

	12.31.2012				
(in millions of euros)	Carrying amount of transferred assets	Carrying amount of associated liabilities	Fair value of transferred assets	Fair value of associated liabilities	Net position
Asset-backed securities	4,914	3,536	4,911	3,536	1,375
TOTAL	**4,914**	**3,536**	**4,911**	**3,536**	**1,375**

6.7.4.2 Fully derecognized transferred financial assets for which continuing involvement is maintained

The fully derecognized transferred financial assets for which Natixis maintains continuing involvement include transfers of assets to a deconsolidated securitization vehicle in which Natixis has an interest or an obligation, where these latter do not compromise the transfer of virtually all of the advantages and risks attached to the transferred assets.

At December 31, 2013, continuing involvement in a securitization vehicle maintained by Natixis stands at:

- zero shares held in a securitization vehicle compared to €86 million at December 31, 2012;
- €108 million in liquidity lines granted that have been drawn down compared to €129 million at December 31, 2012. These transactions are recognized on the balance sheet under the heading “Customer Loans and Receivables”;
- €34 million in liquidity lines granted that have not yet been drawn down compared to €65 million at December 31, 2012. These liquidity lines are recognized under the heading “Financing commitments”.

Continuing involvement subsequent to the deconsolidation of previously consolidated entities is as follows at December 31, 2013:

- €345 million in held securities;
- €8 million in other assets;
- €59 million in loans.

Income earned on all these transactions stands at €8 million at December 31, 2013.

6.7.5 FINANCIAL ASSETS RECEIVED AS SECURITY AND ABLE TO BE SOLD OR REUSED AS SECURITY

This heading covers financial assets received as security under financial guarantee agreements with the right to reuse the assets in the absence of any default on the part of the owner of the guarantee.

The fair value of financial assets acquired under repurchase agreements that Natixis may sell or reuse as security was €102 billion at December 31, 2013, versus €118 billion at December 31, 2012.

6.7.6 FINANCIAL ASSETS THAT ARE PAST DUE BUT NOT IMPAIRED

The table below provides, by type of financial instrument, a breakdown of the age of financial assets which were past due but not impaired at the reporting date. It does not take into account any portfolio impairment losses which may be assessed.

Past due assets are assets in arrears (i.e., missed principal or interest payments), but which have not yet been impaired.

For overdrafts, arrears are counted as of the date when the customer is notified; the amount shown represents the total overdraft.

"Technical" delinquencies, meaning those related to incidents occurring in the collection process and unrelated to the counterparty's financial situation, are not included.

The age of each amount in arrears is determined according to the age of the first missed payment on the balance in question. The breakdown for the period is prepared on the basis of the first missed payment.

	Payment arrears at 12.31.2013				
Type of assets *(in millions of euros)*	≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Total
Loans and receivables due from banks					
Customer loans and receivables	122				122
Other financial assets					
TOTAL	**122**				**122**

Amounts less than 90 days past due represent 100% of the total.

	Payment arrears at 12.31.2012				
Type of assets *(in millions of euros)*	≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Total
Loans and receivables due from banks					
Customer loans and receivables	33		2		35
Other financial assets	1				1
TOTAL	**34**		**2**		**36**

Amounts less than 90 days past due represent 94% of the total.

6.7.7 FAIR VALUE OF FINANCIAL ASSETS CARRIED AT FAIR VALUE IN THE BALANCE SHEET

The table below presents the fair value of all financial assets, whether or not they are recognized at fair value in the balance sheet.

The fair value of financial assets carried at fair value on the balance sheet is broken down according to the hierarchy of inputs used to value the assets, as described in Note 5.6.

Assets	At December 31, 2013			
(in millions of euros)	Carrying amount	Level 1	Level 2	Level 3
Financial assets held for trading	**126,752**	**55,748**	**68,034**	**2,970**
Securities held for trading	**60,903**	**53,568**	**6,406**	**928**
o/w fixed-income securities	*36,026*	*30,356*	*4,742*	*928*
o/w variable-income securities	*24,877*	*23,212*	*1,665*	
Derivative instruments not eligible for hedge accounting (positive fair value)	**63,720**	**2,180**	**59,498**	**2,042**
o/w interest rate derivatives	*43,564*	*2*	*43,039*	*523*
o/w currency derivatives	*12,649*	*21*	*12,618*	*11*
o/w credit derivatives	*2,765*		*2,417*	*348*
o/w equity derivatives	*3,364*	*1,948*	*814*	*602*
Other	*1,378*	*210*	*610*	*558*
Other financial assets held for trading	**2,129**		**2,129**	
Financial assets at fair value through profit and loss	**91,572**	**8,810**	**81,749**	**1,013**
Securities at fair value through profit and loss	**12,060**	**8,810**	**2,734**	**516**
o/w fixed-income securities	*3,482*	*2,103*	*863*	*516*
o/w variable-income securities	*8,578*	*6,708*	*1,870*	
Other financial assets at fair value through profit and loss	**79,512**		**79,015**	**497**
Hedging derivatives (assets)	**1,733**		**1,733**	
o/w interest rate derivatives	*1,732*		*1,732*	
o/w currency derivatives	*2*		*2*	
Available-for-sale financial assets	**40,678**	**31,897**	**7,619**	**1,163**
Available-for-sale securities – Equity investments	**1,341**	**237**	**7**	**1,098**
Other available-for-sale securities	**39,309**	**31,660**	**7,585**	**65**
o/w fixed-income securities	*34,217*	*27,264*	*6,953*	*1*
o/w variable-income securities	*5,092*	*4,396*	*632*	*64*
Other available-for-sale financial assets	**28**		**28**	
TOTAL	**260,736**	**96,455**	**159,135**	**5,146**

Assets *(in millions of euros)*	At December 31, 2012 Carrying amount	Level 1	Level 2	Level 3
Financial assets held for trading	**131,211**	**51,146**	**74,874**	**5,191**
Securities held for trading	**61,708**	**49,381**	**8,408**	**3,919**
o/w fixed-income securities	*45,922*	*37,029*	*4,974*	*3,919*
o/w variable-income securities	*15,786*	*12,352*	*3,434*	
Derivative instruments not eligible for hedge accounting (positive fair value)	**67,137**	**1,759**	**64,106**	**1,271**
o/w interest rate derivatives	*47,920*	*8*	*47,837*	*75*
o/w currency derivatives	*11,114*	*11*	*11,102*	
o/w credit derivatives	*3,817*		*3,183*	*634*
o/w equity derivatives	*3,269*	*1,740*	*1,528*	
Other	*1,018*		*456*	*562*
Other financial assets held for trading	**2,366**	**5**	**2,360**	
Financial assets at fair value through profit and loss	**100,659**	**10,250**	**89,324**	**1,085**
Securities at fair value through profit and loss	**14,150**	**10,250**	**3,026**	**873**
o/w fixed-income securities	*4,368*	*3,495*		*873*
o/w variable-income securities	*9,782*	*6,756*	*3,026*	
Other financial assets at fair value through profit and loss	**86,509**		**86,298**	**211**
Hedging derivatives (assets)	**2,722**		**2,722**	
o/w interest rate derivatives	*2,722*		*2,722*	
o/w currency derivatives				
Available-for-sale financial assets	**38,485**	**34,389**	**3,070**	**1,025**
Available-for-sale securities – Equity investments	**1,326**	**166**	**401**	**760**
Other available-for-sale securities	**37,133**	**34,224**	**2,644**	**265**
o/w fixed-income securities	*32,980*	*30,552*	*2,197*	*231*
o/w variable-income securities	*4,153*	*3,673*	*445*	*35*
Other available-for-sale financial assets	**25**		**25**	
TOTAL	**273,076**	**95,786**	**169,990**	**7,301**

6.7.7.1 Financial assets at fair value measured using level 3 of the fair value hierarchy

(in millions of euros)	Level 3 opening balance 01.01.2013	Gains and losses recognized in the period		
		Income statement [a]		
		On outstanding transactions at the reporting date	On transactions expired or redeemed at the reporting date	Gains and losses recognized directly in equity
Financial assets at fair value through profit and loss - Trading	**5,191**	**(166)**	**(85)**	
Fixed-income securities held for trading	3,919	(43)	(49)	
Derivative instruments not eligible for hedge accounting (positive fair value)	1,271	(125)	(37)	
o/w interest rate derivatives	*75*	*77*	*(12)*	
o/w currency derivatives		*9*		
o/w credit derivatives	*634*	*(220)*	*(25)*	
o/w equity derivatives				
Other	*562*	*9*		
Other financial assets held for trading	0	1		
Financial assets at fair value through profit and loss	**1,085**	**(170)**	**1**	
Fixed-income securities at fair value through profit and loss	874	(166)	4	
Other financial assets at fair value through profit and loss	211	(4)	(3)	
Hedging derivatives				
Available-for-sale financial assets	**1,025**	**17**	**31**	**55**
Available-for-sale securities – Equity investments	760	18	8	29
Other available-for-sale securities	265	(1)	23	26
o/w fixed-income securities	231		*23*	*18*
o/w variable-income securities	34	*(1)*		*8*
Other available-for-sale financial assets				
TOTAL FINANCIAL ASSETS RECORDED AT FAIR VALUE	**7,301**	**(320)**	**(52)**	**55**

(a) *The above amounts include the effect of changes in exchange rates, which had no impact on the income statement as these transactions were hedged.*

The main impacts recognized in the income statement are mentioned in Note 7.3.

(in millions of euros)	Level 3 opening balance 01.01.2012	Gains and losses recognized in the period		
		Income statement [a]		
		On outstanding transactions at the reporting date	On transactions expired or redeemed at the reporting date	Gains and losses recognized directly in equity
Financial assets at fair value through profit and loss - Trading	**8,515**	**(638)**	**(136)**	
Securities held for trading	5,824	43	(46)	
Derivative instruments not eligible for hedge accounting (positive fair value)	2,691	(681)	(90)	
Other financial assets held for trading				
Financial assets at fair value through profit and loss	**1,267**	**(84)**	**1**	
Securities at fair value through profit and loss	967	(62)		
Other financial assets at fair value through profit and loss	300	(21)	1	
Hedging derivatives				
Available-for-sale financial assets	**1,206**	**23**	**12**	**15**
Available-for-sale securities – Equity investments	842	18	18	(2)
Other available-for-sale securities	362	5	(6)	17
Other available-for-sale financial assets	2			
TOTAL FINANCIAL ASSETS RECORDED AT FAIR VALUE	**10,988**	**(698)**	**(123)**	**15**

(a) *The above amounts include the effect of changes in exchange rates, which had no impact on the income statement as these transactions were hedged.*

Transactions carried out in the period		Reclassifications in the period					
Purchases/ Issues	Sales/ Redemptions	From level 3	To level 3	Other reclassifications	Change in consolidation scope	Translation adjustments	Level 3 closing balance 12.31.2013
162	**(3,139)**	**(128)**	**723**	**434**		**(19)**	**2,971**
161	(3,015)	(116)	100	(15)		(15)	928
1	(124)	(12)	623	449		(4)	2,041
	(80)		*21*	*442*			*523*
	(3)			*6*			*11*
1	*(27)*	*(12)*		*1*		*(4)*	*348*
			602				*602*
	(13)						*558*
							1
551	**(602)**	**(7)**	**175**			**(20)**	**1,013**
	(363)	(7)	175				517
551	(239)					(20)	497
77	**(352)**	**(26)**	**251**	**105**	**(17)**	**(3)**	**1,163**
62	(103)	(1)	240	105	(17)	(2)	1,098
15	(249)	(25)	11			(1)	65
	(246)	*(25)*					*1*
15	*(3)*		*11*			*(1)*	*64*
790	**(4,093)**	**(161)**	**1,149**	**539**	**(17)**	**(42)**	**5,146**

Transactions carried out in the period		Reclassifications in the period					
Purchases/ Issues	Sales/ Redemptions	From level 3	To level 3	Other reclassifications	Change in consolidation scope	Translation adjustments	Level 3 closing balance 12.31.2012
261	**(2,714)**	**(102)**		**13**		**(9)**	**5,191**
261	(2,148)			(4)		(11)	3,919
1	(566)	(102)		17		2	1,271
184	**(274)**			**(9)**		**(2)**	**1,085**
111	(134)			(9)			873
73	(140)					(2)	211
15	**(139)**	**(11)**	**3**	**(38)**	**(63)**	**2**	**1,025**
14	(60)	(11)	3	1	(63)	1	760
2	(77)			(39)	0	1	265
	(2)						
461	**(3,127)**	**(112)**	**3**	**(35)**	**(63)**	**(9)**	**7,301**

Sensitivity analysis of the fair value of financial instruments measured according to level 3 – Assets and Liabilities

Sensitivity of the fair value of financial instruments measured using unobservable inputs was estimated at December 31, 2013. With the aid of probable assumptions, this sensitivity was used to estimate the impacts of market fluctuations in unstable economic environments. This estimate was performed using:

- a "standardized"[(1)] variation in unobservable inputs for interest-rate and equity instruments. The resulting sensitivity was €1.2 million;
- a flat variation of:
  - +/-10% in the estimated loss rates on underlying assets to model the valuation of ABS CDO tranches; or +/-1% for CLO underlyings,
  - or +/-1% for CLO underlyings,
  - or +/-10% of the default probabilities of bank and insurance TruPS CDOs.

i.e. a sensitivity impact representing a valuation increase of €16 million (reflecting an improvement in the above-mentioned inputs) or a valuation decrease of €23.5 million (reflecting a deterioration in said inputs)[(2)].

6.7.7.2 Financial assets designated at fair value: Transfer between fair value levels

	At December 31, 2013				
From	Level 1	Level 2	Level 2	Level 3	Level 3
(in millions of euros) To	Level 2	Level 1	Level 3 [(b) (c)]	Level 1	Level 2 [(a)]
Financial assets held for trading	**59**	**574**	**723**		**127**
Securities held for trading					
o/w fixed-income securities	*47*	*574*	*100*		*115*
o/w variable-income securities	*12*				
Derivative instruments not eligible for hedge accounting (positive fair value)					
o/w interest rate derivatives			*21*		
o/w currency derivatives					
o/w credit derivatives					*12*
o/w equity derivatives			*602*		
Other					
Other financial assets held for trading					
Financial assets at fair value through profit and loss	**693**		**175**		**7**
Securities at fair value through profit and loss					
o/w fixed-income securities	*693*		*175*		*7*
o/w variable-income securities					
Other financial assets at fair value through profit and loss					
Hedging derivatives (assets)					
Available-for-sale financial assets	**2,444**	**77**	**252**	**1**	**25**
Available-for-sale securities – Equity investments			241	1	
Other available-for-sale securities					
o/w fixed-income securities	*2,368*	*77*			*25*
o/w variable-income securities	*76*		*11*		
Other available-for-sale financial assets					

The transfer amounts are as determined in the last valuation prior to the change in level of the fair value hierarchy.

(a) The liquidity of the US and European RMBS held by Natixis showed an improvement in H1 2013 (available market prices). Accordingly, at December 31, 2013 these securities were valued on the basis of market prices from December 31, 2012, according to a valuation model. This had no significant impact on the results of the period.

(b) The spreadlocks were transferred to Level 3 of the fair value hierarchy in the amount of €20.8 million at December 31, 2013 subsequent to a change in the valuation model based on proprietary data.

(c) A transaction undergoing restructuring was transferred to Level 3 of the fair value hierarchy in the amount of €602 million as at December 31, 2013.

(1) i.e. the standard deviation of consensus prices used to measure the inputs (TOTEM, etc.).

(2) Impact determined before taking the BPCE guarantee into account.

6.7.8 FINANCIAL ASSETS VALUED AT AMORTIZED COST

(in millions of euros)	At December 31, 2013				
	Carrying amount	Fair value	Level 1	Level 2	Level 3
Loans and receivables due from banks	**77,600**	**77,785**		**73,090**	**4,695**
o/w unlisted fixed-income securities	*1,312*	*1,197*		*1,197*	
o/w loans and receivables	*65,164*	*65,461*		*60,766*	*4,695*
o/w reverse repurchased securities	*5,092*	*5,095*		*5,095*	
Other [(a)]	*6,032*	*6,032*		*6,032*	
Customer loans and receivables	**87,975**	**89,515**		**58,918**	**30,598**
o/w unlisted fixed-income securities	*2,851*	*2,827*		*2,659*	*168*
o/w loans and receivables	*54,732*	*55,864*		*27,216*	*28,648*
o/w reverse repurchased securities	*16,179*	*16,181*		*14,400*	*1,781*
o/w finance leases	*10,845*	*11,275*		*11,275*	
Other [(a)]	*3,369*	*3,369*		*3,369*	
Held-to-maturity assets	**3,025**	**3,480**	**3,029**	**452**	
TOTAL FINANCIAL ASSETS	**168,600**	**170,781**	**3,029**	**132,459**	**35,293**

(a) Including ordinary bank current accounts.

6.8 Deferred tax assets and liabilities

(in millions of euros)	12.31.2013	12.31.2012*
Main sources of deferred tax [(a)]		
Flow-through entities	(11)	(21)
Unrealized leasing reserves	(505)	(392)
Elimination of equalization reserve	(570)	(532)
Financial instruments at fair value through equity	(127)	427
Fair value of Private Equity business	(129)	(242)
Amortized cost of loans	5	4
Provisions for employee benefits	509	507
Other non-deducted provisions	1,737	2,084
Non-deducted accrued expenses (including deferred compensation)	102	54
Unrealized gains on mutual funds	17	36
CCI distribution		(189)
Tax losses carried forward	8,209	9,555
Basis for deduction – NY branch tax dispute	626	685
Internal credit risk on issues	(126)	(323)
Other temporary differences	670	547
TOTAL SOURCES OF DEFERRED TAX, GROSS	**10,407**	**12,200**
Unrecognized sources of deferred tax assets	(1,799)	(3,627)
TOTAL SOURCES OF DEFERRED TAX, NET	**8,608**	**8,573**
Total deferred tax recognized	**2,993**	**3,083**
of which:		
deferred tax assets	*3,139*	*3,227*
deferred tax liabilities	*(146)*	*(144)*

(a) Positive amounts represent sources of deferred tax giving rise to deferred tax assets, while negative amounts represent sources giving rise to deferred tax liabilities.

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised).*

The change in deferred taxes on items whose variation is recorded directly in reserves is presented in the Statement of Net Income/(Loss); gains and losses are recorded directly in equity. At December 31, 2013, this amount was -€98 million compared to -€61 million at December 31, 2012. Other changes in deferred taxes for the period are booked to profit or loss.

6.9 Accrual accounts, other assets and liabilities

This heading corresponds to technical accounts, details of which are given below:

6.9.1 OTHER ASSETS AND LIABILITIES

ASSETS

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Other assets	*6.9.1.1*	19,714	23,422
Accrual accounts (excluding insurance)		2,533	2,922
Insurance accrual accounts	*6.9.3.1*	8,521	8,190
TOTAL		**30,768**	**34,534**

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised).*

LIABILITIES

(in millions of euros)	Notes	12.31.2013	12.31.2012
Other liabilities	*6.9.1.2*	17,064	16,718
Accrual accounts (excluding insurance) [(a)]		4,395	4,203
Insurance accrual accounts	*6.9.3.2*	7,511	7,292
TOTAL		**28,970**	**28,212**

(a) Including Day One P&L for €35 million at December 31, 2013 compared to €48 million at December 31, 2012 (see Note 6.8.2).

6.9.1.1 Other assets

(in millions of euros)	12.31.2013	12.31.2012*
Securities settlement accounts	263	398
Other items	160	345
Security deposits paid	14,010	18,965
Other miscellaneous debtors	5,245	3,687
Accrued interest	36	26
TOTAL	**19,714**	**23,422**

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised).*

6.9.1.2 Other liabilities

(in millions of euros)	12.31.2013	12.31.2012
Miscellaneous creditors	6,429	4,169
Securities settlement accounts	413	497
Security deposits received	8,779	10,529
Other	1,443	1,523
TOTAL	**17,064**	**16,718**

6.9.2 RESTATEMENT OF DAY-ONE P&L

The table below shows the deferred day-one margin on instruments priced using valuation techniques drawing on non-observable inputs or market models not commonly used classified as Level 3 in the fair value hierarchy: at the start of the period, at the end of the period, and changes during the period.

The instruments on which the day-one margin is deferred are described in Note 5.6.

(in millions of euros)	12.31.2013	12.31.2012
Deferred margin at the beginning of the period	48	50
Margin arising on new transactions	9	19
Margin recognized during the period	(21)	(20)
Other changes		
DEFERRED MARGIN AT THE END OF THE PERIOD	**35**	**48**

6.9.3 INSURANCE ACCRUAL ACCOUNTS

6.9.3.1 Insurance accrual accounts – Assets

(in millions of euros)	12.31.2013	12.31.2012
Reinsurers' share of technical reserves	7,519	7,222
Insurance receivables	586	491
Reinsurance receivables	4	86
Accrued premium income	169	172
Deferred acquisition costs	242	215
Other	2	4
TOTAL	**8,521**	**8,190**

6.9.3.2 Insurance accrual accounts – Liabilities

(in millions of euros)	12.31.2013	12.31.2012
Insurance liabilities	254	325
Reinsurance liabilities	79	102
Cash deposits received from reinsurers	7,175	6,862
Other payables	3	3
TOTAL	**7,511**	**7,292**

6.10 Property, plant and equipment, intangible assets, investment property

6.10.1 CHANGES IN PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS OVER THE PERIOD

	12.31.2013			12.31.2012		
(in millions of euros)	Gross value	Impairment and amortization	Net value	Gross value	Impairment and amortization	Net value
Property, plant and equipment	**1,599**	**(981)**	**618**	**1,664**	**(948)**	**716**
Land and buildings	544	(319)	225	536	(301)	235
Other	1,055	(662)	394	1,128	(647)	481
Intangible assets	**1,574**	**(899)**	**675**	**1,581**	**(830)**	**751**
Leasehold rights	55	(15)	40	60	(19)	42
Software	1,160	(783)	377	1,139	(694)	444
Other	359	(101)	258	382	(117)	265
TOTAL	**3,173**	**(1,880)**	**1,293**	**3,245**	**(1,778)**	**1,467**

(in millions of euros)	Gross value 01.01.2013	Increase	Decrease	Change in consolidation scope and other items	Gross value 12.31.2013
Property, plant and equipment	**1,664**	**145**	**(193)**	**(17)**	**1,599**
Land and buildings	536	14	(71)	66	544
Other	1,128	131	(121)	(83)	1,055
Intangible assets	**1,581**	**97**	**(53)**	**(52)**	**1,574**
Leasehold rights	60	1	(5)	(1)	55
Software	1,139	43	(48)	26	1,160
Other	382	54	(0)	(77)	359
TOTAL	**3,245**	**243**	**(246)**	**(69)**	**3,173**

6.10.2 INVESTMENT PROPERTY

	12.31.2013			12.31.2012		
(in millions of euros)	Gross value	Impairment and amortization	Net value	Gross value	Impairment and amortization	Net value
Investment property						
At fair value [(a)]	1,049		1,049	818		818
At historical cost	468	(244)	224	531	(270)	261
TOTAL	**1,517**	**(244)**	**1,273**	**1,349**	**(270)**	**1,079**

(a) *Insurance company investments. Changes in fair value give rise to the symmetrical recognition of a deferred profit-sharing reserve equal to 94.8% of the related base amount on average at December 31, 2013 compared to 100% at December 31, 2012 (See Note 2.10).*

The fair value of investment property, for which the valuation techniques are described in Notes 5.6 and 5.8, is classified in Level 3 of the fair value hierarchy of IFRS 13.

6.10.3 FAIR VALUE OF INVESTMENT PROPERTY

The fair value of investment property is obtained by discounting the rental yield of these assets at the market rate.

	12.31.2013		12.31.2012	
(in millions of euros)	Net value	Fair value	Net value	Fair value
Operating leases	191	286	225	356
Finance leases - ITNL	32	33	36	35
TOTAL	**223**	**319**	**261**	**391**

6.11 Assets obtained by taking possession of guarantees

During fiscal year 2013, Natixis recognized assets obtained by taking possession of guarantees.

(in millions of euros)	12.31.2013	12.31.2012
Investment property	3	22
Equity and debt instruments		
TOTAL	**3**	**22**

6.12 Goodwill

(in millions of euros)	01.01.2013 Opening balance	Acquisitions during the period	Disposals	Write-downs	Translation adjustments	Reclassification and other activity	12.31.2013 Closing balance
Investment Solutions	**2,205**	**1**			**(53)**	**(12)**	**2,141**
Natixis Asset Management	2,023	1			(53)	(9)	1,962
Natixis Assurance	96					(3)	93
Private Banking	72						72
Private Equity – third party management	13						13
Specialized Financial Services	**59**						**59**
Natixis Interépargne	31						31
Sureties and Financial Guarantees	12						12
Natixis Consumer Finance	10						10
Natixis Intertitres	6						6
Financial Investments	**355**						**355**
Coface	355						355
Other activities	**123**		**(11)**	**(14)**			**98**
TOTAL	**2,742**	**1**	**(11)**	**(14)**	**(53)**	**(12)**	**2,653**

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(in millions of euros)	01.01.2012 Opening balance	Acquisitions during the period	Disposals	Write-downs	Translation adjustments	Reclassification and other activity	12.31.2012 Closing balance
Investment Solutions	**2,198**	**19**			**(18)**	**6**	**2,205**
Natixis Asset Management	2,028	19			(18)	(6)	2,023
Natixis Assurance	96						96
Private Banking	60					12	72
Private Equity – third party management	13						13
Specialized Financial Services	**58**						**59**
Natixis Interépargne	31						31
Sureties and Financial Guarantees	12						12
Natixis Consumer Finance	10						10
Natixis Intertitres	6						6
Financial Investments	**349**					**6**	**355**
Coface	349					6	355
Other activities	**161**		(10)	**(16)**		**(12)**	**123**
TOTAL	**2,766**	**19**	**(10)**	**(16)**	**(18)**		**2,742**

6.13 Due to banks and customer deposits

Amounts due to banks and customer deposits are presented by type of deposit (demand or time deposits). They are measured in accordance with IAS 39 within other financial liabilities using the amortized cost method.

6.13.1 DUE TO BANKS

(in millions of euros)	12.31.2013	12.31.2012
Current accounts and accrued interest	**3,618**	**5,311**
Accounts and deposits	**106,185**	**105,229**
demand	*764*	*3,896*
time	*105,421*	*101,333*
Repurchased notes		
demand		
time		
Repurchased securities	**17,511**	**16,872**
demand	*4,162*	*5,301*
time	*13,349*	*11,571*
Other payables	**20**	**8**
Accrued interest	**322**	**334**
TOTAL	**127,656**	**127,754**

The fair value of amounts due to banks is presented in Note 6.20.

6.13.2 CUSTOMER DEPOSITS

(in millions of euros)	12.31.2013	12.31.2012
Current accounts	**17,355**	**17,426**
demand	*14,121*	*12,046*
time	*3,234*	*5,379*
Accounts and deposits	**29,576**	**19,443**
demand	*15,448*	*11,254*
time	*14,128*	*8,189*
Repurchased securities	**10,395**	**14,959**
demand	*5,114*	*8,213*
time	*5,281*	*6,746*
Special savings accounts	**239**	**230**
Factoring accounts	**1,482**	**1,194**
Accrued interest	**31**	**38**
Other	**1,162**	**1,260**
TOTAL	**60,240**	**54,550**

The fair value of customer deposits is presented in Note 6.20.

6.14 Debt securities

Debt securities (interest-bearing notes, interbank market securities, etc.) are broken down by type of security, excluding subordinated securities which are included within "Subordinated debt".

(in millions of euros)	12.31.2013	12.31.2012
Money market instruments	**34,910**	**34,650**
BMTN	17,217	21,019
CDN	17,693	13,631
Bonds [(a)]	**1,647**	**8,379**
Other debt securities	**2,190**	**2,476**
Accrued interest	**32**	**579**
TOTAL	**38,779**	**46,085**

(a) The variance chiefly represents the repayment of the €6.9 billion P3CI bond issue in H2 2013 in connection with the disposal of the Banque Populaire and Caisse d'Epargne CCIs (cooperative investment certificates).

6.15 Insurance companies' technical reserves

In order to protect policyholders, insurance companies record under liabilities technical reserves determined on the basis of statistical calculations.

Provisions for unearned premium income reflect the portion (calculated on an accrual basis) of premiums issued during the financial year that relate to a period after the reporting date.

Life insurance reserves reflect the payments received, plus investment income paid out to policyholders and less exit benefits. These reserves are topped up by the management reserve, which is intended to cover future management costs on life insurance policies.

Life insurance loss reserves cover the capital payable upon the occurrence of a loss. In credit insurance, they include an estimate of the total cost of losses reported but not yet settled at the end of the reporting period. Accrued losses are topped up by a reserve for unknown losses calculated on a statistical basis.

The reserves for deferred profit-sharing represent the portion of investment income attributable to policyholders, but not yet paid out.

Other technical reserves include reserves for financial contingencies and for deferred acquisition costs.

(in millions of euros)	12.31.2013	12.31.2012
Mathematical reserves	**39,217**	**37,615**
Life insurance	32,233	31,123
Representing unit-linked contracts	6,984	6,492
Loss reserves	**1,834**	**1,841**
Profit-sharing reserves [(a)]	**2,350**	**2,339**
Other technical reserves	**1,342**	**1,201**
TOTAL	**44,743**	**42,996**

(a) At December 31, 2013, net deferred profit-sharing liabilities amounted to €1.317 billion, compared with deferred profit-sharing assets of €1.674 billion at December 31, 2012 (See Note 2.10).

6.16 Provisions and impairment

6.16.1 SUMMARY OF PROVISIONS

	01.01.2013*	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation adjustments	Other [a] [b]	12.31.2013
Provisions for impairment deducted from assets	**4,448**	**951**	**(319)**	**(787)**	**(34)**	**(158)**	**4,102**
Provisions for loans and receivables	2,831	781	(252)	(403)	(26)	(148)	2,783
Impairment losses taken on available-for-sale financial assets	1,221	86	(39)	(314)	(2)	(14)	937
Other impairment	397	84	(28)	(69)	(5)	4	382
Provisions recognized in liabilities	**1,670**	**302**	**(118)**	**(112)**	**(28)**	**(77)**	**1,637**
Contingency reserves	**1,485**	**282**	**(112)**	**(103)**	**(28)**	**(77)**	**1,447**
Provisions for counterparty risks	679	34	(4)	(65)	(28)	(10)	606
Provisions for impairment risks	38	11	(2)	(8)		(9)	29
Provisions for employee benefits	597	97	(81)	(23)	2	(54)	538
Provisions for operational risks	171	140	(26)	(6)	(2)	(3)	273
Provisions for current tax	**186**	**20**	**(5)**	**(10)**			**191**
TOTAL	**6,118**	**1,253**	**(437)**	**(899)**	**(61)**	**(234)**	**5,739**

* *The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(a) *o/w: - Subtraction of €151 million from provisions for impairment deducted from assets attributable to changes in the consolidation scope.*

(b) *o/w: A €70 million change in actuarial assumptions in 2013 for employee benefits recorded directly in non-recyclable equity.*

Impact on the income statement *(in millions of euros)*	Charges	Reversals	Net impact
Net revenues	**(295)**	**436**	**144**
General operating expenses	(223)	133	(91)
Impairment and amortization of property, plant and equipment and intangible assets	(7)	3	(4)
Gross operating income	**(523)**	**572**	**49**
Provision for credit losses	(707)	749	42
Gain or loss on other assets			
Pre-tax profit	**(1,230)**	**1,321**	**91**
Income tax	(20)	15	(4)
NET INCOME/(LOSS)	**(1,253)**	**1,336**	**86**

The amounts shown in the above tables include write-downs of assets held by the life insurance companies.

They are shown without the impact of changes in insurance company technical reserves.

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	01.01.2012	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation adjustments	Other	12.31.2012
Provisions for impairment deducted from assets	**5,498**	**835**	**(904)**	**(986)**	**(7)**	**13**	**4,448**
Provisions for loans and receivables	2,921	590	(342)	(366)	(5)	32	2,831
Impairment losses taken on available-for-sale financial assets	1,797	204	(180)	(600)	(1)		1,221
Other impairment	779	42	(382)	(20)	(2)	(20)	397
Provisions recognized in liabilities	**1,431**	**226**	**(78)**	**(59)**	**(11)**	**(10)**	**1,501**
Contingency reserves	**1,271**	**186**	**(64)**	**(58)**	**(11)**	**(10)**	**1,315**
Provisions for counterparty risks	678	38		(20)	(10)	(8)	679
Provisions for impairment risks	25	18	(2)	(2)		(2)	38
Provisions for employee benefits	396	88	(36)	(18)	(1)	(1)	428
Provisions for operational risks	171	42	(26)	(18)		1	171
Provisions for current tax	**161**	**40**	**(14)**	**(1)**			**186**
TOTAL	**6,929**	**1,062**	**(981)**	**(1,045)**	**(18)**	**3**	**5,949**

Impact on the income statement *(in millions of euros)*	Charges	Reversals	Net impact
Net revenues	**(317)**	**1,048**	**731**
General operating expenses	(121)	84	(38)
Impairment and amortization of property, plant and equipment and intangible assets	(1)	1	1
Gross operating income	**(439)**	**1,133**	**694**
Provision for credit losses	(583)	880	297
Gain or loss on other assets			
Pre-tax profit	**(1,022)**	**2,012**	**990**
Income tax	(40)	14	(26)
NET INCOME/(LOSS)	**(1,062)**	**2,027**	**965**

The amounts shown in the above table include write-downs of assets held by the life insurance companies. They are shown without the impact of changes in insurance company technical reserves.

6.16.2 CONTINGENCY RESERVES

(in millions of euros)	Notes	01.01.2013*	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation adjustments	Other	12.31.2013
Counterparty risks		**679**	**34**	**(4)**	**(65)**	**(28)**	**(10)**	**606**
Financing and guarantee commitments		92	6	(4)	(28)	(1)	(3)	63
Disputes [(a)]		575	26		(35)	(27)	(3)	536
Other provisions		12	2		(2)		(4)	8
Impairment risks		**38**	**11**	**(2)**	**(8)**		**(9)**	**29**
Long-term investments		25	6		(7)		(6)	18
Real estate developments								
Other provisions		12	5	(2)	(1)		(3)	11
Employee benefits	*12*	**597**	**97**	**(81)**	**(23)**	**2**	**(54)**	**538**
Operational risks [(b)]		**171**	**140**	**(26)**	**(6)**	**(2)**	**(3)**	**273**
TOTAL		**1,485**	**282**	**(112)**	**(103)**	**(28)**	**(76)**	**1,447**

(a) Of which €351 million in provisions at December 31, 2013 in respect of Madoff net outstandings.

(b) Of which €90.6 million in provisions at December 31, 2013 in respect of the workforce adjustment plan discussed in Note 5.14.

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

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(in millions of euros)	Notes	01.01.2012	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation adjustments	Other	12.31.2012
Counterparty risks		**679**	**38**		**(20)**	**(10)**	**(8)**	**679**
Financing and guarantee commitments		90	19		(5)		(11)	92
Disputes [(a)]		550	13		(1)	(10)	22	575
Other provisions		40	6		(14)		(20)	12
Impairment risks		**25**	**18**	**(2)**	**(2)**		**(2)**	**38**
Long-term investments		17	10	(2)	(1)			25
Real estate developments		1						
Other provisions		7	8				(2)	12
Employee benefits	*12*	**396**	**88**	**(36)**	**(18)**	**(1)**	**(1)**	**428**
Operational risks		**171**	**42**	**(26)**	**(18)**		**1**	**171**
TOTAL		**1,271**	**186**	**(64)**	**(58)**	**(11)**	**(10)**	**1,315**

(a) Of which €372 million in provisions at December 31, 2012 in respect of Madoff net outstandings.

6.17 Subordinated debt

Subordinated debt differs from advances and bonds issued in that it is repaid after all senior and unsecured creditors, but before the repayment of participating loans and securities and deeply subordinated securities. Subordinated debt is valued at amortized cost.

(in millions of euros)	12.31.2013	12.31.2012
Dated subordinated debt [(a)]	3,011	4,088
Undated subordinated debt	10	53
Accrued interest	55	75
TOTAL	**3,076**	**4,216**

(a) Subordinated debt issue agreements do not incorporate a clause providing for early redemption in the event that the covenants are not observed.

CHANGES IN SUBORDINATED DEBT OVER THE PERIOD

(in millions of euros)	12.31.2012	Issues [(a)]	Redemptions [(b)]	Translation adjustments	Other [(c)]	12.31.2013
Other dated subordinated debt	**4,088**		**(1,079)**	**(10)**	**12**	**3,011**
Subordinated notes	2,856		(922)	(10)	(31)	1,893
Subordinated loans	1,232		(158)		43	1,118
Other undated subordinated debt	**53**				**(43)**	**10**
Deeply subordinated notes						
Subordinated notes	53				(43)	10
Subordinated loans						
TOTAL	**4,141**		**(1,079)**	**(10)**	**(31)**	**3,021**

This table does not include:

- *preference shares,*
- *accrued interest.*

(a) No subordinated securities or loans were issued in 2013.

(b) Loan repayments and subordinated notes redemptions comprised:

- *in advance: buy-back in the amount of -€500 million, -€21.5 million and -€7.7 million in debt issued in July and April 2003, respectively, with an initial maturity of July 2018 and April 2013, and 10,000 participating securities issued in 1985;*
- *at term: repayment of subordinated loans concerning the December 2002 issues subscribed by BPCE (€150 million) and the June 2003 issues for a total outstanding amount of €400 million.*

(c) Other changes mainly pertained to the revaluation of debts subject to hedging and variations in intra-group securities held by Natixis Funding for the purposes of market making with respect to Natixis' debt on the secondary market. This involved the line of participating loans from November 1985 and the DSN issues from December 2006 and May 2007.

6.18 French State support

The financing that Natixis indirectly receives through its main shareholder BPCE under the financial sector bail-out plan approved by the European Commission is described in Note 5.17.

(in millions of euros)	01.01.2013	Issues	Redemptions	Translation adjustments	12.31.2013
Due to banks - SFEF					
SFEF issues in EUR	477				477
SFEF issues in USD	379			(17)	363
TOTAL	**856**			**(17)**	**840**

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(in millions of euros)	01.01.2012	Issues	Redemptions	Translation adjustments	12.31.2012
Due to banks - SFEF					
SFEF issues in EUR	696		(219)		477
SFEF issues in USD	1,510		(1,137)	6	379
TOTAL	**2,206**		**(1,356)**	**6**	**856**

6.19 Fair value of financial liabilities carried at fair value in the balance sheet

The table below presents the fair value of all financial liabilities, whether or not they are recognized at fair value in the balance sheet.

The fair value of financial liabilities carried at fair value in the balance sheet is broken down according to the hierarchy of inputs used to value the assets, as described in Note 5.6.

	At December 31, 2013				At December 31, 2012			
Liabilities *(in millions of euros)*	Carrying amount	Level 1	Level 2	Level 3	Carrying amount	Level 1	Level 2	Level 3
Financial liabilities held for trading	**105,698**	**42,742**	**61,678**	**1,278**	**113,872**	**47,195**	**65,891**	**786**
Securities issued for trading purposes	**41,294**	**40,615**	**679**		**46,249**	**45,228**	**1,022**	
Derivative instruments not eligible for hedge accounting (negative fair value)	**63,337**	**2,127**	**59,932**	**1,278**	**66,458**	**1,961**	**63,711**	**786**
o/w interest rate derivatives	*44,165*	*15*	*43,371*	*778*	*47,852*	*5*	*47,635*	*213*
o/w currency derivatives	*12,401*		*12,375*	*26*	*11,673*	*3*	*11,671*	
o/w credit derivatives	*2,682*		*2,246*	*436*	*3,801*		*3,268*	*532*
o/w equity derivatives	*3,074*	*1,885*	*1,150*	*38*	*2,595*	*1,472*	*1,082*	*41*
Other	*1,016*	*226*	*789*		*537*	*482*	*55*	
Other financial liabilities held for trading	**1,067**		**1,067**		**1,165**	**6**	**1,159**	
Financial liabilities at fair value through profit and loss	**80,351**		**80,351**		**87,041**		**87,041**	
Securities at fair value through profit and loss	11,364		11,364		13,260		13,260	
Other financial liabilities at fair value through profit and loss	68,987		68,987		73,781		73,781	
Hedging derivatives (liabilities)	**532**		**532**		**1,277**		**1,277**	
o/w interest rate derivatives	*528*		*528*		*1,263*		*1,263*	
o/w currency derivatives	*3*		*3*		*13*		*13*	
o/w credit derivatives	*1*		*1*		*1*		*1*	
TOTAL	**186,580**	**42,742**	**142,560**	**1,278**	**202,190**	**47,195**	**154,209**	**786**

6.19.1 FINANCIAL LIABILITIES AT FAIR VALUE MEASURED USING LEVEL 3 OF THE FAIR VALUE HIERARCHY

		Gains and losses recognized in the period		
		Income statement [(a)]		
(in millions of euros)	Level 3 opening balance 01.01.2013	On outstanding transactions at the reporting date	On transactions expired or redeemed at the reporting date	Gains and losses recognized directly in equity
Financial liabilities at fair value through profit and loss - Trading	**786**	**13**	**(100)**	
Securities issued for trading purposes				
Derivative instruments not eligible for hedge accounting (negative fair value)	**786**	**13**	**(100)**	
o/w interest rate derivatives	*213*	*74*	*(22)*	
o/w currency derivatives		*(20)*		
o/w credit derivatives	*532*	*(37)*	*(75)*	
o/w equity derivatives	*41*	*(4)*	*(3)*	
Other financial liabilities held for trading				
Financial liabilities at fair value through profit and loss				
Securities at fair value through profit and loss				
Other financial liabilities at fair value through profit and loss				
Hedging derivatives				
TOTAL FINANCIAL LIABILITIES RECOGNIZED AT FAIR VALUE	**786**	**13**	**(100)**	

(a) The above amounts include the effect of changes in exchange rates, which had no impact on the income statement as these transactions were hedged.

		Gains and losses recognized in the period		
		Income statement [(a)]		
(in millions of euros)	Level 3 opening balance 01.01.2012	On outstanding transactions at the reporting date	On transactions expired or redeemed at the reporting date	Gains and losses recognized directly in equity
Financial liabilities at fair value through profit and loss - Trading	**188**	**232**	**(54)**	
Securities issued for trading purposes				
Derivative instruments not eligible for hedge accounting (negative fair value)	188	232	(54)	
Other financial liabilities held for trading				
Financial liabilities at fair value through profit and loss				
Securities at fair value through profit and loss				
Other financial liabilities at fair value through profit and loss				
Hedging derivatives				
Total financial liabilities recognized at fair value	**188**	**232**	**(54)**	

(a) The above amounts include the effect of changes in exchange rates, which had no impact on the income statement as these transactions were hedged.

Transactions carried out in the period		Reclassifications in the period					
Purchases/ Issues	**Sales/ Redemptions**	**From level 3**	**To level 3**	**Other reclassifications**	**Change in consolidation scope**	**Translation adjustments**	**Level 3 closing balance 12.31.2013**
	(260)	**(28)**	**298**	**572**		**(3)**	**1,278**
	(260)	**(28)**	**298**	**572**		**(3)**	**1,278**
	(272)	*(15)*	*289*	*511*			*778*
	(9)			*55*			*26*
	21	*(13)*	*9*	*1*		*(3)*	*436*
				5			*38*
	(260)	**(28)**	**298**	**572**		**(3)**	**1,278**

Transactions carried out in the period		Reclassifications in the period					
Purchases/ ssues	**Sales/ Redemptions**	**From level 3**	**To level 3**	**Other reclassifications**	**Change in consolidation scope**	**Translation adjustments**	**Level 3 closing balance 12.31.2012**
(1)	**(117)**		**430**	**112**		**(2)**	**786**
(1)	(117)		430	112		(2)	786
(1)	**(117)**		**430**	**112**		**(2)**	**786**

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6.19.2 FINANCIAL LIABILITIES DESIGNATED AT FAIR VALUE: TRANSFER BETWEEN FAIR VALUE LEVELS

	At December 31, 2013			
From	Level 1	Level 2	Level 2	Level 3
(in millions of euros) To	Level 2	Level 1	Level 3	Level 2
Financial liabilities held for trading			**298**	**28**
Securities issued for trading purposes				
Derivative instruments not eligible for hedge accounting (negative fair value)				
o/w interest rate derivatives			*289*	*15*
o/w currency derivatives				
o/w credit derivatives			*9*	*13*
o/w equity derivatives				
Other				
Other financial liabilities held for trading				
Financial liabilities at fair value through profit and loss				
Securities at fair value through profit and loss				
Other financial liabilities at fair value through profit and loss				
Hedging derivatives (liabilities)				

The transfer amounts are as determined in the last valuation prior to the change in level of the fair value hierarchy.

The spreadlocks were transferred to Level 3 of the fair value hierarchy in the amount of €288.5 million at December 31, 2013 subsequent to a change in the valuation model based on proprietary data.

6.20 Fair value of financial liabilities valued at amortized cost

	At December 31, 2013				
(in millions of euros)	Carrying amount	Fair value	Level 1	Level 2	Level 3
Due to banks	**127,657**	**127,959**		**120,725**	**7,234**
o/w accounts and deposits	*106,469*	*106,710*		*99,476*	*7,234*
o/w repurchased securities	*17,514*	*17,576*		*17,576*	
Other [(a)]	3,673	3,673		3,673	
Customer deposits	**60,240**	**60,390**		**41,179**	**19,212**
o/w accounts and deposits	*32,836*	*32,836*		*15,447*	*17,389*
o/w repurchased securities	*10,398*	*10,549*		*8,726*	*1,823*
Other [(a)]	*17,005*	*17,005*		*17,005*	
Debt securities	**38,779**	**38,768**	**243**	**27,428**	**11,097**
Subordinated debt	**3,076**	**3,153**		**3,153**	
TOTAL FINANCIAL LIABILITIES	**229,751**	**230,270**	**243**	**192,485**	**37,542**

(a) Including ordinary bank current accounts.

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6.21 Breakdown of financial assets and liabilities by contractual maturity

The table below presents the balances of financial assets and liabilities by contractual maturity in the balance sheet. Variable-income assets, derivative financial instruments for trading and hedging purposes as well as revaluations of components hedged or unhedged by financial assets and liabilities are considered as having an "undated" maturity. Likewise, delinquencies and non-performing loans are deemed to have an "undated" maturity.

The technical provisions of insurance companies, which, for the most part are equivalent to demand deposits, are not shown in the table below.

	12.31.2013						
Assets *(in billions of euros)*	Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	Undated	Total
Cash, central banks	35	6	-	-	-	-	**41**
Assets at fair value through profit and loss - excluding trading derivatives	29	14	17	9	14	73	**155**
Derivative instruments not eligible for hedge accounting	-	-	-	-	-	64	**64**
Hedging derivatives	-	-	-	-	-	2	**2**
Available-for-sale assets	2	1	4	8	19	7	**41**
Loans and receivables due from banks	25	9	27	7	10		**78**
Customer loans and receivables	19	10	10	28	18	4	**88**
Revaluation adjustments on portfolios hedged against interest rate risk	-	-	-	-	-	-	
Held-to-maturity financial assets				2	1	-	**3**
FINANCIAL ASSETS BY MATURITY	**109**	**40**	**57**	**53**	**62**	**148**	**470**

	12.31.2013						
Liabilities *(in billions of euros)*	Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	Undated	Total
Due to central banks		-	-	-	-	-	
Other financial liabilities at fair value through profit and loss	44	16	9	4	7	43	**123**
Trading derivatives	-	-	-	-	-	63	**63**
Hedging derivatives	-	-	-	-	-	1	**1**
Due to banks	27	28	36	28	8		**128**
Customer deposits	48	4	3	3	2		**60**
Debt securities	5	16	14	3	1		**39**
Subordinated debt		-		2	1		**3**
Financial liabilities by maturity	**124**	**64**	**62**	**39**	**20**	**107**	**416**
Financing commitments given	**39**	**5**	**6**	**28**	**5**		**82**
Guarantees given	**1**	**2**	**4**	**11**	**7**		**25**

12.31.2012						
Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	Undated	Total
35	-	-	-	-	-	35
66	5	7	8	3	75	165
-	-	-	-	-	67	67
-	-	-	-	-	3	3
1	1	4	8	18	5	38
17	2	25	7	10		62
26	14	11	30	18		99
			1	2	-	4
145	**23**	**48**	**55**	**51**	**151**	**473**

12.31.2012						
Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years	Undated	Total
-	-	-	-	-	-	-
60	4	7	4	12	47	134
-	-	-	-	-	66	66
-	-	-	-	-	1	1
40	26	31	27	4		128
34	11	5	3	2		55
10	10	5	11	9		46
-	-	-	-	-		
144	**51**	**48**	**45**	**27**	**115**	**431**
24	**5**	**18**	**25**	**6**		**77**
1	**1**	**5**	**28**	**6**		**41**

NOTE 7 NOTES TO THE INCOME STATEMENT

7.1 Interest margin

"Interest and similar income" and "Interest and similar expenses" comprise interest on fixed-income securities recognized as available-for-sale financial assets, and interest on loans and receivables to and from banks and customers.

These line items also include interest on held-to-maturity financial assets.

Financial assets and liabilities valued at amortized cost give rise to the recognition of interest calculated using the effective interest rate method.

	12.31.2013			12.31.2012		
(in millions of euros)	Income	Expenses	Net	Income	Expenses	Net
Central banks	**99**		**99**	**5**		**5**
Securities	**1,123**	**(495)**	**628**	**1,238**	**(868)**	**370**
Loans and receivables	**3,549**	**(1,423)**	**2,126**	**4,645**	**(2,669)**	**1,976**
Banks	802	(996)	(194)	1,535	(2,094)	(559)
Customers	2,336	(402)	1,934	2,636	(539)	2,097
Finance leases	411	(25)	386	473	(35)	438
Subordinated debt		**(133)**	**(133)**		**(173)**	**(173)**
Other	**1**		**1**	**2**	**0**	**2**
Hedging instruments	**350**	**(688)**	**(338)**	**572**	**(970)**	**(398)**
Interest accrued on impaired loans and receivables (including restructured items)	**16**		**16**	**15**		**15**
TOTAL	**5,138**	**(2,739)**	**2,399**	**6,476**	**(4,679)**	**1,796**

7.2 Net fee and commission income

The method of accounting for fees and commissions received in respect of services or financial instruments depends on the ultimate purpose of the services rendered and the method of accounting for the financial instruments to which the service relates. Fees and commissions for one-off services, such as business provider commissions, are recognized in income as soon as the service is provided. Fees and commissions for ongoing services such as guarantee commissions or management fees are recognized over the service period.

Fiduciary or similar fees and commissions are those that result in assets being held or invested on behalf of individual customers, pension schemes or other institutions. In particular, trust transactions cover Asset Management and custody activities performed on behalf of third parties.

Fees and commissions that form an integral part of the effective yield on an instrument, such as commitment fees or loan set-up fees, are recognized and amortized as an adjustment to the effective interest rate over the estimated term of the applicable loan. These fees and commissions are recognized as interest income rather than fee and commission income.

(in millions of euros)	12.31.2013 Income	12.31.2013 Expenses	12.31.2013 Net	12.31.2012 Income	12.31.2012 Expenses	12.31.2012 Net
Interbank transactions	7	(28)	(21)	4	(26)	(22)
Customer transactions	449	(16)	433	475		475
Securities transactions	129	(110)	19	85	(127)	(42)
Payment services	360	(65)	295	361	(74)	287
Financial services	393	(621)	(228)	317	(490)	(173)
Fiduciary transactions	2,113		2,113	1,957		1,957
Financing, guarantee, securities and derivative commitments [a]	208	(208)	1	185	(235)	(50)
Other	384	(637)	(253)	378	(608)	(230)
TOTAL	**4,045**	**(1,685)**	**2,360**	**3,762**	**(1,560)**	**2,202**

(a) The premium paid to BPCE in respect of the guarantee given against GAPC assets classified as "Loans and receivables" and "Available-for-sale financial assets" is recognized in expenses pro rata to the write-back of the provisions and the discounts recognized in respect of reclassifications during the period. At December 31, 2013, the expense recognized in respect of the premium totaled -€135 million (-€183 million in 2012), of which -€117 million was recognized in net revenues under guarantee commissions (-€152 million in 2012) and -€19 million in provision for credit losses (-€31 million in 2012).

7.3 Gains and losses on financial instruments at fair value through profit and loss

This item includes gains and losses on financial assets and liabilities at fair value through profit and loss, and other financial assets measured at their amortized cost, whether held for trading or designated at fair value through profit and loss, including interest.

Hedging derivatives include changes in the fair value of derivatives classified as fair value hedges, excluding interest, plus the symmetrical revaluation of the items hedged. They also include the "ineffective" portion of cash flow hedges.

(in millions of euros)	12.31.2013	12.31.2012
Net gains/(losses) on financial assets and liabilities excluding hedging derivatives	**1,603**	**2,042**
Net gains/(losses) on financial assets and liabilities held for trading [a]	1,196	1,610
o/w derivatives not eligible for hedge accounting	*(1,819)*	*2,218*
Net gains/(losses) on other financial assets and liabilities at fair value through profit and loss [b]	693	455
Other	(286)	(23)
Hedging instruments and revaluation of hedged items	**40**	**37**
Ineffective portion of cash flow hedges (CFH)	52	8
Ineffective portion of fair value hedges (FVH)	(12)	28
Changes in fair value of fair value hedges	*28*	*(25)*
Changes in fair value of hedged items	*(40)*	*53*
TOTAL	**1,643**	**2,079**

(a) "Net gains/(losses) on financial assets and liabilities held for trading" include:

- *The valuation of unhedged ABS CDOs with subprime exposure (see Note 5.6), resulting in the recognition of income of €12 million in 2013 (excluding the impact of the BPCE guarantee), versus an expense of €24 million at December 31, 2012, for a net exposure of €91 million at December 31, 2013.*
- *Impairments taken against the fair value of CDS entered into with monoline insurers (see Note 5.6), which led to a decrease of €149.1 million in cumulative impairments in 2013, versus income of €1,222.5 million in 2012 (excluding the impact of exchange rate fluctuations and the BPCE guarantee), bringing cumulative impairments to €197 million at December 31, 2013 versus €351 million at December 31, 2012.*
- *Impairments taken against credit derivatives contracted with CDPC (Credit Derivatives Product Companies - See Note 5.6), a 100% reversal of the €1 million provision for the 2013 reporting period versus a writeback of €13.7 million in the previous period (excluding the impact of the BPCE guarantee and exchange rate fluctuations), for an economic exposure of €0.5 million at December 31, 2013.*

  At the same time, the reversal of the portfolio-based provision amounted to €19.3 million over the year, versus income of €99.3 million in 2012 (excluding the impact of the BPCE guarantee and exchange rate fluctuations), bringing the cumulative balance to €34.7 million for an exposure of €41.3 million at December 31, 2013 versus €235.3 million at December 31, 2012.
- *At December 31, 2013, the discount against fund units recognized in 2009 based on the selling prices observed on the secondary market totaled €19.6 million versus €29 million at December 31, 2012, i.e. a decrease of €9.4 million year on year.*
- *At December 31, 2013, recognized own credit risk adjustments to derivatives (debit valuation adjustments or DVAs) stand at €81.2 million. Furthermore, credit risk adjustments related to the valuation of counterparty risk on financial assets is -€10.8 million at December 31, 2013.*

(b) Net gains and losses include the valuation of the issuer spread on issues carried out by Natixis and designated at fair value through profit and loss with a positive €197 million impact on income for the period versus a negative impact of €351 million last year.

7.4 Net gains or losses on available-for-sale financial assets

Net gains or losses on available-for-sale financial assets principally comprise:

- gains or losses on sales of available-for-sale financial assets and financial assets recognized at their amortized cost;
- permanent losses in value and dividends payable on variable-income securities, charged to "Available-for-sale financial assets".

Impairment of fixed-income securities classified as available-for-sale is charged to "Provision for credit losses".

This line item also includes market discounts on syndicated loans. In fact, loans outstanding with a theoretical syndication date expired as at December 31, 2013 were analyzed on a case-by-case basis in order to take into account any market discounts observed at the end of the reporting period.

(in millions of euros)	12.31.2013	12.31.2012
Dividends	172	211
Gains or losses on disposals	360	319
Impairment of variable-income securities	(82)	(181)
Discounts on syndicated loans	8	13
TOTAL	**458**	**362**

7.5 Other income and expenses

Income and expenses from other operations mainly comprise income and expenses relating to finance leases and investment property.

This item also includes income and expenses relating to insurance activities, in particular life insurance premium income, paid benefits and claims, and changes in insurance liabilities.

		12.31.2013			12.31.2012		
(in millions of euros)	Notes	Income	Expenses	Net	Income	Expenses	Net
Finance leases	*7.5.1*	245	(242)	3	201	(208)	(7)
Investment property		105	(31)	74	123	(42)	80
Sub-total Real Estate Activities		**350**	**(272)**	**78**	**324**	**(250)**	**74**
Net charge to/reversal of insurance companies' technical reserves			(1,519)	(1,519)		2,229	2,229
Other insurance income and expenses	*7.5.2*	4,254	(3,120)	1,135	1,359	(4,120)	(2,761)
Sub-total Insurance		**4,254**	**(4,639)**	**(384)**	**1,359**	**(1,890)**	**(531)**
Simple leases		89	(67)	21	92	(72)	20
Other related income and expenses	*7.5.3*	638	(364)	274	705	(436)	269
TOTAL		**5,331**	**(5,342)**	**(11)**	**2,480**	**(2,648)**	**(168)**

In 2012, insurance income includes changes recorded in income in respect of a -€2.2 billion drop in reinsurers' share of technical reserves offset by the same amount in "Other insurance income and expenses."

7.5.1 FINANCE LEASES

	12.31.2013			12.31.2012		
(in millions of euros)	Income	Expenses	Net	Income	Expenses	Net
Gains or losses on disposals		(25)	(25)	3	(22)	(19)
Write-downs		(28)	(28)		(19)	(19)
Other related income and expenses	245	(189)	56	198	(167)	31
TOTAL	**245**	**(242)**	**3**	**201**	**(208)**	**(7)**

7.5.2 OTHER INSURANCE INCOME AND EXPENSES

(in millions of euros)	12.31.2013	12.31.2012
Life insurance premium income [(a)]	2,867	(60)
Personal protection insurance premium income	298	302
Credit insurance premium income	983	1,020
Paid benefits and claims	(3,075)	(4,005)
Other income/(expenses)	62	(18)
TOTAL	**1,135**	**(2,761)**

(a) In 2012, life insurance premium income included a -€2.2 billion change in income resulting from the change in the reinsurance share (see Note 7.5).

7.5.3 OTHER RELATED INCOME AND EXPENSES

(in millions of euros)	12.31.2013	12.31.2012
IT services	16	27
Credit management services [(a)]	221	245
Other operations	38	(2)
TOTAL	**274**	**269**

(a) These correspond to sales of credit information, marketing information and receivables collection services provided by Corporate Data Solutions subsidiaries.

7.6 General operating expenses

Operating expenses mainly comprise payroll costs, including wages and salaries net of rebilled expenses, social security expenses and employee benefits such as pensions (defined benefit plans), and expenses relating to share-based payment recognized in accordance with IFRS 2. The details on these expenses are provided in Note 12.

This item also includes all administrative expenses and external services.

(in millions of euros)	Notes	12.31.2013	12.31.2012*
Payroll costs	*12.2*		
Wages and salaries [(a)]		(2,097)	(2,007)
o/w share-based payments		*(53)*	*(56)*
Pensions and other employee benefits	*12.2.2 & 12.2.3*	(186)	(184)
Social security expenses		(532)	(510)
Incentive and profit-sharing plans		(125)	(131)
Payroll-based taxes		(129)	(107)
Other [(b)]		(108)	(16)
Total payroll costs		**(3,177)**	**(2,955)**
Other operating expenses			
Taxes other than on income		(166)	(174)
External services		(1,559)	(1,597)
Other		(82)	(87)
Total other operating expenses		**(1,807)**	**(1,858)**
TOTAL		**(4,985)**	**(4,812)**

(a) Of which €5.3 million in respect of the Competitiveness and Employment Tax Credit (CICE) in 2013.

(b) Of which €90.6 million in provisions in respect of the workforce adjustment plan in 2013.

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

7.7 Provision for credit losses

This line item mainly reflects net risk recorded on lending transactions: net provisions for reversals of specific and collective provisions, loans and receivables written off during the period and recoveries on bad debts written off.

It also includes any impairments recorded in respect of proven default risks associated with counterparties of OTC instruments.

"Impairment of individual loans" includes impairment recognized against securities classified as "Loans and receivables" (including items reclassified following the October 13, 2008 amendment) and fixed-income securities classified within available-for-sale financial assets.

(in millions of euros)	12.31.2013 Charges	Net reversals	Write-offs not covered by provisions	Recoveries of bad debts written off	Net	12.31.2012 Charges	Net reversals	Write-offs not covered by provisions	Recoveries of bad debts written off	Net
Contingency reserves	**(34)**	**65**			**31**	**(38)**	**20**			**(17)**
Financing commitments	(6)	28			22	(19)	5			(14)
Other	(29)	37			9	(19)	15			(3)
Provisions for impairments of financial assets	**(689)**	**365**	**(66)**	**31**	**(359)**	**(651)**	**322**	**(124)**	**22**	**(431)**
Provision for credit losses	**(723)**	**430**	**(66)**	**31**	**(328)**	**(688)**	**342**	**(124)**	**22**	**(448)**
o/w										
Reversals of surplus impairment provisions		*430*					*342*			
Reversals of utilized impairment provisions		*319*					*538*			
Sub-total reversals:		***749***					***880***			
Write-offs covered by provisions		*(319)*					*(538)*			
Total net reversals:		***430***					***342***			

7.8 Share in income of associates

The share in income of associates at December 31, 2012 mainly concerned income arising from cooperative investment certificates recognized using the equity method. Given that these entities were deconsolidated on January 1, 2013, no share of net income and other comprehensive income of the Banque Populaire banks and Caisses d'Epargne for the period has been recognized in Natixis' financial statements at December 31, 2013.

(in millions of euros)	12.31.2013 Share of net assets	Share of net income	12.31.2012 Share of net assets	Share of net income
Caisses d'Epargne			6,502	288
Banque Populaire banks			5,458	175
Other	140	21	130	17
TOTAL	**140**	**21**	**12,090**	**480**

Summary financial information for affiliates is provided in Note 16.2, "related parties."

7.9 Gain or loss on other assets

This item comprises capital gains and losses on the disposal of property, plant and equipment and intangible assets used in operations, as well as capital gains and losses on the disposal of investments in consolidated companies.

	12.31.2013			12.31.2012		
(in millions of euros)	Investments in consolidated companies	Property, plant and equipment and intangible assets	Total	Investments in consolidated companies	Property, plant and equipment and intangible assets	Total
Net capital gains/(losses) on disposals	**144**	**16**	**160**	**(3)**	**(4)**	**(7)**
TOTAL	**144**	**16**	**160**	**(3)**	**(4)**	**(7)**

The December 31, 2013 income statement mainly contains capital gains on cooperative investment certificates in the amount of €142 million.

7.10 Reconciliation of the tax expense in the financial statements and the theoretical tax expense

(in millions of euros)	12.31.2013	12.31.2012*
+ Net income/(loss) group share	884	913
+ Net income/(loss) attributable to non-controlling interests	(1)	45
+ Income tax charge	568	276
+ Income from discontinued operations		
+ Impairment of goodwill	14	16
- Share in income of associates	(21)	(480)
= Consolidated net income/(loss) before tax, goodwill, amortization and share in income of associates	**1,444**	**770**
+/- Permanent differences [(a)]	(83)	(349)
= Consolidated taxable income/(loss)	**1,361**	**421**
x Theoretical tax rate	33.33%	33.33%
= Theoretical tax charge	**(454)**	**(140)**
+ Contributions and minimum annual tax charges	(29)	(14)
+ Income taxed at reduced rates		(1)
+ Losses for the period not recognized for deferred tax purposes	(28)	(49)
+ Impact of tax consolidation	32	28
+ Differences in foreign subsidiary tax rates	(27)	(23)
+ Tax reassessments	(14)	(30)
+ Tax credits	28	33
+ CCI distribution tax		(65)
+ Effect of the sale of CCIs [(b)]	(34)	-
+ Prior year tax [(c)]	(92)	(123)
+ Other items [(d)]	50	109
= Tax charge for the period	(568)	(275)
o/w: current tax	*(598)*	*(367)*
deferred tax	*30*	*92*

* *The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(a) *The main permanent differences are the tax-exempt earnings of foreign subsidiaries in Luxembourg, Belgium and the United States and the capital cost allowance for goodwill in the United States.*

(b) *o/w: -€32 million in taxes on the special dividend distributed at the conclusion of the disposal transaction.*

(c) *o/w: -€118 million in write-downs on the past deficit on the tax consolidated group in France (-€236 million in 2012).*

(d) *o/w: +€108 million related to the allocation of unrecognized past shortfalls (+€179 million in 2012).*

NOTE 8 STATEMENT OF NET INCOME/(LOSS), GAINS AND LOSSES RECORDED DIRECTLY IN EQUITY

8.1 Change in gains and losses recorded directly in equity

(in millions of euros)	Activity in 2013	Activity in 2012*
Revaluation adjustments on defined-benefit plans		
Other activity	*70*	*(39)*
Items not recyclable to income	**70**	**(39)**
Translation adjustments	**(304)**	**(144)**
Reclassification to income	*(2)*	*6*
Other activity	*(302)*	*(150)*
Revaluation of available-for-sale financial assets	**328**	**360**
Reclassification to income	*4*	*89*
Other activity	*325*	*272*
Revaluation of hedging derivatives	**208**	**(186)**
Reclassification to income	*155*	*163*
Other activity	*53*	*(350)*
Items recyclable to income	**232**	**30**
Shares in unrealized or deferred gains/(losses) of associates, net of tax (a)	**830**	**434**
Reclassification to income	*831*	*5*
Other activity		*429*
Shares in unrealized or deferred gains/(losses) of associates, net of tax (a)	**830**	**434**
Tax	**(89)**	**16**
TOTAL	**1,043**	**441**

* *The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised). The effects of the change in accounting policy associated with the implementation of IAS 19 (revised) are described in Note 12.2.3.*

(a) *As the Banque Populaire and Caisse d'Epargne cooperative investment certificates were sold, no portion of net income or other components of comprehensive income was recorded for this item in the Natixis financial statements of December 31, 2013. The overall change as a result of this amounted to €831 million for the period.*

8.2 Breakdown of tax on gains and losses recognized in equity

	12.31.2013			12.31.2012*		
(in millions of euros)	Gross	Taxes	Net	Gross	Taxes	Net
Translation adjustments	(304)		(304)	(144)		(144)
Revaluation of available-for-sale financial assets	328	(1)	328	360	(24)	337
Revaluation of hedging derivatives	208	(63)	145	(186)	24	(162)
Items recorded definitively in other items of comprehensive income	70	(26)	44	(39)	15	(24)
Shares in unrealized or deferred gains/(losses) of associates	839	(9)	830	510	(76)	434
TOTAL CHANGES IN UNREALIZED OR DEFERRED GAINS OR LOSSES	**1,141**	**(98)**	**1,043**	**502**	**(61)**	**441**

** The comparative 2012 financial statements have been restated to reflect the impact of adopting IAS 19 (revised).*

NOTE 9 PRO FORMA STATEMENTS

In light of the sale of the cooperative investment certificates (CCIs) held by Natixis, and in order to make it easier to understand the operation and its financial impact, a pro forma consolidated income statement at December 31, 2013 and a pro forma consolidated income statement for 2012 are set out below, based on the following assumptions:

- arrangement to sell the CCIs on January 1, 2012;
- repayment of the P3CI transaction and related operations on January 1, 2012;
- an exceptional distribution of around €2 billion as at January 1, 2012;
- reinvestment of net liquidity resulting from the above (€7.7 billion) in the form of loans to Groupe BPCE:
  - given that the terms for reinvestment of the cash raised were unknown on the date on which the pro forma disclosures were first drawn up, the rate adopted in 2012 was that applying to an investment with an average maturity of 10 years, i.e. 3.25%,
  - for 2013, the rate is based on the cash reinvestment terms prevailing at December 31, 2013, namely with one-third of the reinvestment carried out at a fixed rate and two-thirds at a variable-rate pegged to the three-month Euribor, with a duration of 10.4 years. This rate comes to 2.8%, i.e. the equivalent average weighted rate over the average duration referred to above;
- in 2012, taxation on the proceeds from the entire operation based on the effective tax rate for 2012 and the recognition on January 1, 2012 of deferred taxes in respect of the tax group's tax loss carryforwards for a loss not yet recognized;
- in 2013, the taxation of pro forma impacts is based on the effective tax rate at December 31, 2013.

All of the pro forma items presented below are for illustration only. By definition, they relate to a hypothetical situation and therefore do not represent Natixis' actual financial situation or results.

In terms of these pro forma figures, like the impact of the sale (excluding earnouts), the CCI repurchase "proper" has a zero impact on Natixis' results after taking into account the recycling of Natixis' share in "Gains and losses recorded directly in equity" of the CCIs.

9.1 Pro forma consolidated income statement

(in millions of euros)	12.31.2013	Adjustments	Pro forma 12.31.2013
Interest and similar income	5,137	(62)	5,075
Interest and similar expenses	(2,738)	266	(2,472)
Fee and commission income	4,045		4,045
Fee and commission expenses	(1,685)		(1,685)
Net gains or losses on financial instruments at fair value through profit and loss	1,643		1,643
Net gains or losses on available-for-sale financial assets	458		458
Income from other activities	5,332		5,332
Expenses from other activities	(5,342)		(5,342)
Net revenues	**6,848**	**203**	**7,052**
General operating expenses	(4,985)		(4,985)
Net depreciation, amortization and impairment of property, plant and equipment and intangible assets	(250)		(250)
Gross operating income	**1,614**	**203**	**1,818**
Provision for credit losses	(328)		(328)
Operating Income	**1,285**	**203**	**1,489**
Share in income of associates	21		21
Gain or loss on other assets	160	(142)	18
Change in value of goodwill	(14)		(14)
Pre-tax profit	**1,451**	**61**	**1,513**
Income tax	(568)	9	(559)
Net income/(loss) for the period	**883**	**70**	**954**
o/w Attributable to equity holders of the parent	*884*	**70**	*955*
o/w Attributable to non-controlling interests	*(1)*		*(1)*
Earnings/(loss) per share			
Consolidated net income/(loss) attributable to shareholders (see Note 8.2.2) – group share – per share, calculated on the basis of the average number of shares over the period, excluding treasury shares	*0.27*	*0.01*	*0.28*
Diluted earnings/(loss) per share			
Consolidated net income/(loss) attributable to shareholders (see Note 8.2.2) – group share – per share, calculated on the basis of the average number of shares over the period, excluding treasury shares and including shares that could be issued on the exercise of stock options and bonus shares	*0.27*	*0.01*	*0.28*

The adjustments to the consolidated income statement at December 31, 2013 involve the restatement of the carrying costs of the CCIs, the cancellation of capital gains and related tax implications.

(in millions of euros)	12.31.2012	Adjustments	Pro forma 12.31.2012
Interest and similar income	6,476	(118)	6,358
Interest and similar expenses	(4,679)	604	(4,075)
Fee and commission income	3,763		3,763
Fee and commission expenses	(1,561)		(1,561)
Net gains or losses on financial instruments at fair value through profit and loss	2,079		2,079
Net gains or losses on available-for-sale financial assets	362		362
Income from other activities	2,480		2,480
Expenses from other activities	(2,648)		(2,648)
Net revenues	**6,271**	**486**	**6,757**
General operating expenses	(4,829)		(4,829)
Net depreciation, amortization and impairment of property, plant and equipment and intangible assets	(235)		(235)
Gross operating income	**1,207**	**486**	**1,693**
Provision for credit losses	(448)		(448)
Operating Income	**759**	**486**	**1,245**
Share in income of associates	480	(462)	18
Gain or loss on other assets	(7)		(7)
Change in value of goodwill	(16)		(16)
Pre-tax profit	**1,216**	**24**	**1,240**
Income tax	(269)	(104)	(373)
Net income/(loss) for the period	**947**	**(81)**	**867**
o/w Attributable to equity holders of the parent	*901*	*(81)*	*821*
o/w Attributable to non-controlling interests	*45*		*45*
Earnings/(loss) per share			
Consolidated net income/(loss) attributable to shareholders (see Note 8.2.2) – group share – per share, calculated on the basis of the average number of shares over the period, excluding treasury shares	*0.27*	*(0.03)*	*0.24*
Diluted earnings/(loss) per share			
Consolidated net income/(loss) attributable to shareholders (see Note 8.2.2) – group share – per share, calculated on the basis of the average number of shares over the period, excluding treasury shares and including shares that could be issued on the exercise of stock options and bonus shares	*0.27*	*(0.03)*	*0.24*

The adjustments to the income statement of statutory 2012 take into account restatements of the carrying costs of the CCIs and Natixis' share in the income of the Banque Populaire banks and the Caisses d'Epargne at December 31, 2012, as well as the resulting tax implications.

The share in the proceeds of the sale of the CCIs as at December 31, 2012 includes non-operating items.

The 2012 figures have not been restated to reflect the impact of the implementation of IAS 19R.

9.2 Contribution by division to the pro forma consolidated income statement

	12.31.2013 - PRO FORMA recognizing impact of CCI disposal							
(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	GAPC	Other activities	Total
Net revenues	**2,867**	**2,259**	**1,272**	**706**	**(19)**	**20**	**(53)**	**7,052**
2013/2012 change	*1%*	*9%*	*7%*	*0%*	*(338%)*	*(88%)*	*(74%)*	*4%*
Expenses	(1,657)	(1,662)	(833)	(570)	(11)	(89)	(413)	(5,235)
2013/2012 change	*(4%)*	*9%*	*5%*	*1%*	*(8%)*	*(29%)*	*27%*	*3%*
Gross operating income	**1,210**	**597**	**439**	**136**	**(30)**	**(69)**	**(466)**	**1,818**
2013/2012 change	*8%*	*11%*	*10%*	*(4%)*	*650%*	*(297%)*	*(13%)*	*7%*
Pre-tax profit	**899**	**614**	**359**	**136**	**(26)**	**(5)**	**(465)**	**1,513**
2013/2012 change	*6%*	*13%*	*11%*	*(2%)*	*420%*	*(89%)*	*(18%)*	*22%*
Net income (group share)	**576**	**447**	**236**	**87**	**(25)**	**(3)**	**(364)**	**955**
2013/2012 change	*6%*	*16%*	*15%*	*(2%)*	*525%*	*(90%)*	*(2%)*	*17%*

	12.31.2012 - PRO FORMA recognizing changes in consolidation scope in 2013 and impact of CCI disposal							
(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	GAPC	Other activities	Total
Net revenues	**2,836**	**2,066**	**1,190**	**705**	**8**	**161**	**(207)**	**6,757**
Expenses	(1,719)	(1,528)	(790)	(563)	(12)	(125)	(326)	(5,064)
Gross operating income	**1,117**	**537**	**399**	**141**	**(4)**	**35**	**(533)**	**1,693**
Pre-tax profit	**852**	**543**	**323**	**139**	**(5)**	**(46)**	**(567)**	**1,240**
Net income (group share)	**544**	**384**	**206**	**89**	**(4)**	**(31)**	**(367)**	**821**

This information is presented according to the new analytical structure of businesses adopted by Natixis at December 31, 2013.

The 2012 figures have not been restated to reflect the impact of the implementation of IAS 19R.

NOTE 10 SEGMENT REPORTING

In 2012, in light of regulatory constraints and a still-uncertain economic environment, Natixis pursued its transformation policy. In particular, in terms of Corporate and Investment Banking, its organization was adapted to place customer relations at the core of development and, as a result, the division was renamed Wholesale Banking.

The entity is organized around three core business lines:

- **Wholesale Banking,** which advises businesses, institutional investors, insurance companies, banks and public sector entities and offers them a diversified line of financing solutions as well as access to the capital markets. Its mission is threefold: strengthen the bank's customer orientation, be a meeting place between issuers and investors, deploy the "Originate to Distribute" model to optimize the rotation of the bank's balance sheet via active management of the credit portfolio;
- **Investment Solutions,** which includes Asset Management, life insurance, Private Banking and the Private Equity for third party clients business line that resulted from the spin-off of Natixis Private Equity in 2010;
- **Specialized Financial Services,** which includes Factoring, Lease Financing, Consumer Credit, Guarantees, Film Industry Finance, Employee Benefits Planning, and Payment and Securities Services. These services are the key growth drivers for the retail banking business of Groupe BPCE.

This organization was confirmed as part of the framework for the 2014-2017 Natixis Strategic Plan, **"New Frontier"**.

Coface, **Corporate Data Solutions**, **Private Equity businesses** (proprietary funds and share of sponsored funds), **Natixis Algérie** and the **Ho Chi Minh branch** are managed as financial holdings due to their lower synergies with Natixis' other businesses.

Coface reorganized its business in 2011, refocusing on core business lines (credit insurance and factoring in Germany and Poland), grouped under **Coface**.

Non-strategic activities (primarily service activities) coming out of Coface have been grouped under **Corporate Data Solutions,** and are now managed directly by the Natixis CFO's office.

This new-look organization is used by management to monitor divisional performance, draw up business plans and manage the business from an operational perspective. In accordance with IFRS 8 "Operating Segments", this is the segmentation used by Natixis to define its operating segments.

10.1 Wholesale Banking

Wholesale Banking advises businesses, institutional investors, insurance companies, banks and public sector entities and offers them a diversified line of customized financing solutions as well as access to the capital markets.

Building on the technical expertise of its teams, combined with its widely recognized, award-winning research capabilities, Natixis designs tailored solutions for its customers incorporating the most recent market developments.

It is structured into two sub-divisions with complementary objectives:

- **Coverage and Advisory,** whose mission is to develop customer relationships and contribute to strengthening synergies between Natixis business lines. It includes M&A Advisory Services, Primary Equity, Economic Research, Vanilla Finance and Coverage. Coverage, in partnership with all of Natixis' business lines, designs innovative, tailored solutions adapted to the specific requirements of each one of its customers - from vanilla finance to the most sophisticated structures;
- **The Financing & Global Markets Department**, which combines:
  - Global Markets, which includes the Equity, Credit Rate, Currency, Commodities and Global Structured Credit and Solutions business lines,
  - Structured Financing, which originates and develops financing for aircraft, exports and infrastructure, energy and commodities, Strategic and Acquisition Finance, Real Estate Finance and Equity Linked Finance,
  - Global Transaction Banking is tasked with developing the available flow and Trade Finance,
  - Portfolio Management is tasked with optimizing the financing portfolio. This department is an essential part of the Originate to Distribute model,
  - Steering of international platforms, in line with the bank's overall objectives: North and South America, Asia-Pacific and EMEA (Europe (except France), Middle East and Africa).

10.2 Specialized Financial Services

This business line groups together a number of service businesses primarily serving the Caisse d'Epargne and Banque Populaire networks, as well as Natixis customers:

- **Factoring:** provides companies with credit management solutions such as financing, insurance, and collection. Natixis Factor uses the Banque Populaire and Caisse d'Epargne networks, which account for a significant portion of its business;
- **Sureties & Financial Guarantees:** this business line is operated by Compagnie Européenne de Garanties et Cautions (CEGC). It notably includes: guarantees for mortgage loans granted to retail and business customers by the Caisse d'Epargne, and more recently the Banque Populaire networks, along with legal guarantees and bail bonds;
- **Consumer Finance:** this Natixis business line includes a broad range of activities throughout the value chain for revolving loans (marketing, origination, administrative management, out-of-court collection) and administrative management services for personal loans. These activities are operated by Natixis Financement, which manages revolving loans granted by the Groupe BPCE networks, and manages personal loans granted by the Caisse d'Epargne and more recently by the Banque Populaire banks;
- **Leasing:** this business line provides financing solutions for real estate and non-real estate that is managed under finance leases or other long-term leasing arrangements;
- **Employee Savings Schemes:** this business line offers a comprehensive range of B2B employee benefits planning products based on employee savings (administration of employee accounts, fund administration and accounting) and special payment vouchers;
- **Securities Services:** this business line offers back and middle office services for retail securities custody (account administration, back office outsourcing, office services, depositary control) for the BPCE networks and external clients;
- **Payments:** this business line provides payments tools, infrastructure and services, including electronic banking, issuance and collection of high-volume electronic transfers and check processing;

- **Film Industry Finance:** this business line is operated via Coficiné, a subsidiary specializing in structured loans for film and audiovisual activities in France and Europe.

10.3 Investment Solutions

- **Asset Management:** Asset Management activities are grouped together within Natixis Global Asset Management. They cover all asset categories and are carried out mainly in the US and France. These activities are performed by autonomous entities (specialized management companies and specialized distribution units) coordinated by a holding company that ensures the organization's consistency by overseeing its strategic direction. These companies are thus able to focus on their core business of achieving high performance, while retaining the option of developing their own institutional clientele and drawing on the business line's other support functions, based on appropriate economic models. A number of them have forged a strong reputation, such as Loomis Sayles, Harris Associates, AEW and Natixis Asset Management.

  Together, these specialized management companies enable the Group to provide a full range of expertise meeting demand from all customer segments. Coverage of the various customer segments is optimized by the organization of distribution around the NGAM Distribution platform and the business franchises developed over the long term by the Asset Management companies, mainly with various client groups. The management companies continue to handle distribution via the shareholder retail banking networks in France;
- **Insurance:** Natixis Assurances is a holding company for various operating insurance subsidiaries. It offers a comprehensive range of individual and collective life insurance, personal protection insurance and property and casualty insurance solutions. These diversified, customized solutions are designed for retail and small business customers, farmers, companies and associations;
- **Private Banking:** this business line encompasses wealth management activities in France and Luxembourg, financial planning solutions, and services for independent wealth management advisors (IWMAs). Banque Privée 1818, created from the merger between Banque Privée Saint Dominique (BPSD) and La Compagnie 1818, has taken its place as a major player on the French market. Its clientele derives mainly from Caisse d'Epargne and Banque Populaire banks, and to a lesser extent from Natixis. Private Banking offers advisory services, financial planning and expertise, and fund management solutions;
- **Private Equity for Third Party Clients**: this business is centered around a Natixis department: Natixis Capital Investissement (NCI). The teams have extensive expertise in equity financing for generally unlisted, small and medium-sized enterprises in France and Europe via sponsored equity holdings. NCI covers the Private Equity segments for third party investors, such as Private Equity deals (top-line funding for mature companies), venture capital (new, innovative companies) and funds of funds.

10.4 Private Equity (non-core activities)

This business covers proprietary Private Equity transactions, some sponsored funds, and our participation in certain sponsored funds not held by Natixis. After the October 2010 sale to AXA Private Equity of the majority of the proprietary operations in France, the international segment remains, and is divided into several small teams of investors. The teams have extensive expertise in equity financing for generally unlisted, small and medium-sized enterprises outside France via equity holdings.

10.5 Coface

Its main activities are credit insurance, international factoring solutions, business information and ratings (credit and marketing), receivables management (from issuance through to collection), and management of public procedures on behalf of the French state. Most of Coface's revenue is derived from its international operations.

Coface reorganized its business in 2011, refocusing on core business lines (credit insurance and factoring in Germany and Poland).

10.6 Corporate Data Solutions

Coface's non-core activities (service activities mainly) were grouped under Corporate Data Solutions at the beginning of 2013. The two main entities are Kompass and Coface Services.

10.7 GAPC - Workout Portfolio Management

At the end of 2008, Natixis ring-fenced its most illiquid and/or high-risk financial markets exposures, in particular: convertible arbitrage, complex equity and interest rate derivatives, trading correlation derivatives, structured fund-based derivatives, proprietary credit activities and residential ABS.

In a persistently uncertain market environment, Natixis set up a guarantee mechanism in the third quarter of 2009 with BPCE. This mechanism is designed to offer protection against future losses and earnings volatility resulting from GAPC portfolios. The mechanism took effect on July 1, 2009.

At December 31, 2013, the scope of activities covered by GAPC was as follows:

- GAPC 0 – Management;
- GAPC 1 – Structured Credit Euro;
- GAPC 2 – Structured Credit US;
- GAPC 3 – Vanilla Credit;
- GAPC 4 – Correlation Trading;
- GAPC 5 – Complex Interest Rate Derivatives;
- GAPC 8 – Fund-Based Structured Products (formerly Alternative Assets).

The GAPC 6 "Convertible Arbitrage" and GAPC 7 "Complex Equity Derivatives" were closed in 2010 and 2012, respectively.

10.8 Corporate Center

The Corporate Center operates alongside the operating divisions. As such, it recognizes the central funding mechanisms and income from the Group's asset and liability management. It also records income on the bank's portfolio of equity investments not belonging to a division, and the revaluation of the Group's own debt.

In terms of costs, the Corporate Center recognizes the bank's structural costs and certain restructuring costs not allocated to the businesses.

10.9 Segment reporting

10.9.1 SEGMENT REPORTING IN THE INCOME STATEMENT

	12.31.2013							
(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	GAPC	Other activities	Total
Net revenues	**2,867**	**2,259**	**1,272**	**706**	**(19)**	**20**	**(256)**	**6,848**
2013/2012 change [(a)]	*1%*	*9%*	*7%*	*0%*	*(338%)*	*(88%)*	*(63%)*	*9%*
Expenses	(1,657)	(1,662)	(833)	(570)	(11)	(89)	(413)	(5,235)
2013/2012 change [(a)]	*(3%)*	*9%*	*6%*	*1%*	*(8%)*	*(29%)*	*27%*	*4%*
Gross operating income	**1,210**	**597**	**439**	**136**	**(30)**	**(69)**	**(670)**	**1,614**
2013/2012 change [(a)]	*7%*	*11%*	*10%*	*(4%)*	*650%*	*(297%)*	*(34%)*	*32%*
Pre-tax profit	**899**	**614**	**359**	**136**	**(26)**	**(5)**	**(526)**	**1,451**
2013/2012 change [(a)]	*4%*	*13%*	*11%*	*(3%)*	*420%*	*(89%)*	*(11%)*	*18%*
Net income (group share)	**576**	**447**	**236**	**87**	**(25)**	**(3)**	**(433)**	**884**
2013/2012 change [(a)]	*4%*	*16%*	*14%*	*(3%)*	*525%*	*(90%)*	*51%*	*(3%)*

(a) Variation between December 31, 2013 and December 31, 2012 (pro forma figures).

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2013.

	12.31.2012 - pro forma [(a) (b) and (c)]							
(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	GAPC	Other activities	Total
Net revenues	**2,836**	**2,066**	**1,190**	**705**	**8**	**161**	**(693)**	**6,271**
Expenses	(1,706)	(1,526)	(789)	(562)	(12)	(125)	(326)	(5,047)
Gross operating income	**1,130**	**539**	**400**	**142**	**(4)**	**35**	**(1,019)**	**1,224**
Pre-tax profit	**865**	**545**	**324**	**140**	**(5)**	**(46)**	**(591)**	**1,233**
Net income (group share)	**552**	**385**	**207**	**90**	**(4)**	**(31)**	**(286)**	**913**

(a) This information is presented according to the analytical structure of businesses adopted by Natixis at December 31, 2013.
(b) Segment disclosures have been restated to reflect the impact of the application of IAS 19 (revised).
(c) Excluding restatement of items related to the sale of CCIs. Segment disclosures restated to reflect the sale of CCIs are presented in Note 9.

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2012.

(in millions of euros)	12.31.2012 - Publication of the 2012 registration document								
	Wholesale Banking (formerly CIB)	Investment Solutions	Specialized Financial Services	Coface	Private Equity	Retail banking	GAPC	Other activities	Total
Net revenues	**2,829**	**2,069**	**1,188**	**728**	**7**	**(257)**	**139**	**(432)**	**6,271**
Expenses	(1,689)	(1,524)	(785)	(562)	(11)		(125)	(368)	(5,064)
Gross operating income	**1,140**	**545**	**403**	**166**	**(4)**	**(257)**	**14**	**(800)**	**1,207**
Pre-tax profit	**735**	**519**	**298**	**164**	**(6)**	**134**	**(68)**	**(560)**	**1,216**
Net income (group share)	**470**	**366**	**190**	**105**	**(5)**	**184**	**(45)**	**(364)**	**901**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2012.

10.9.2 BALANCE SHEET SEGMENT ANALYSIS

(in millions of euros)	12.31.2013							
	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	GAPC	Other activities	Total
Assets at fair value through profit and loss	192,622	10,137	6	54	331	13,347	1,827	218,324
Available-for-sale financial assets	1,828	33,004	1,686	1,744	2	50	2,364	40,678
Loans and receivables due from banks	52,395	1,111	853	558	1	81	22,601	77,600
Customer loans and receivables	59,977	3,046	18,892	2,067	6	646	3,341	87,975
Held-to-maturity assets		3,016		9				3,025
Goodwill		2,141	59	355			97	2,652
Other assets	50,720	5,222	312	(393)	(599)	2,549	22,066	79,877
TOTAL ASSETS	**357,542**	**57,677**	**21,808**	**4,394**	**(259)**	**16,673**	**52,296**	**510,131**

(in millions of euros)	12.31.2013							
	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	GAPC	Other activities	Total
Financial liabilities at fair value through profit and loss	177,181	214	2	3		8,494	154	186,048
Due to banks	76,025	4,114	13,328	414	(27)	6,253	27,550	127,657
Customer deposits	50,442	813	1,211	354			7,420	60,240
Debt securities	35,448	(135)	1,710	1,189			567	38,779
Insurance companies' technical reserves	29	42,191	1,094	1,429				44,743
Subordinated debt	729	700	208	83	15		1,341	3,076
Other liabilities	17,688	9,780	4,255	922	(247)	1,926	15,264	49,588
TOTAL LIABILITIES	**357,542**	**57,677**	**21,808**	**4,394**	**(259)**	**16,673**	**52,296**	**510,131**

(in millions of euros)	12.31.2012 [(a) and (b)] Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	Retail banking	GAPC	Other activities	Total
Assets at fair value through profit and loss	149,792	11,036	4	104	524		68,273	2,137	231,870
Available-for-sale financial assets	1,771	30,690	1,566	1,490	5		285	2,678	38,485
Loans and receivables due from banks	32,811	1,354	1,483	263	1		3,386	22,634	61,932
Customer loans and receivables	67,356	4,212	18,909	2,735	6		2,862	3,338	99,418
Held-to-maturity assets		3,497		9					3,506
Goodwill		2,205	58	361				118	2,742
Other assets	43,544	4,529	489	(321)	(304)	1,393	2,203	38,925	90,458
TOTAL ASSETS	**295,274**	**57,523**	**22,509**	**4,641**	**232**	**1,393**	**77,009**	**69,830**	**528,411**

(a) Segment disclosures have been restated to reflect the impact of the application of IAS 19 (revised).
(b) Excluding restatement of items related to the sale of CCIs. Segment disclosures restated to reflect the sale of CCIs are presented in Note 9.

(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	Retail banking	GAPC	Other activities	Total
Financial liabilities at fair value through profit and loss	140,852	139	4				59,850	68	200,913
Due to banks	66,661	5,502	14,083	577	141		15,088	25,702	127,754
Customer deposits	45,374	752	967	405			150	6,902	54,550
Debt securities	35,436	67	1,623	1,113			189	7,657	46,085
Insurance companies' technical reserves	109	40,457	968	1,462					42,996
Subordinated debt	842	659	190	61	19			2,444	4,215
Other liabilities	6,000	9,947	4,674	1,023	72	1,393	1,732	27,057	51,898
TOTAL LIABILITIES	**295,274**	**57,523**	**22,509**	**4,641**	**232**	**1,393**	**77,009**	**69,830**	**528,411**

(in millions of euros)	12.31.2012 - Publication of the 2012 registration document Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	Retail banking	GAPC	Other activities	Total
Assets at fair value through profit and loss	149,792	11,036	4	104	524		68,273	2,137	231,870
Available-for-sale financial assets	1,771	30,690	1,566	1,490	5		285	2,678	38,485
Loans and receivables due from banks	32,811	1,354	1,483	263	1		3,386	22,634	61,932
Customer loans and receivables	67,356	4,212	18,909	2,735	6		2,862	3,338	99,418
Held-to-maturity assets		3,497		9					3,506
Goodwill		2,205	58	361				118	2,742
Other assets	43,514	4,536	486	(327)	(304)	1,393	2,195	38,925	90,417
TOTAL ASSETS	**295,244**	**57,530**	**22,506**	**4,635**	**232**	**1,393**	**77,001**	**69,830**	**528,370**

(in millions of euros)	Wholesale Banking	Investment Solutions	Specialized Financial Services	Coface	Private Equity	Retail banking	GAPC	Other activities	Total
Financial liabilities at fair value through profit and loss	140,852	139	4				59,850	68	200,913
Due to banks	66,661	5,502	14,083	577	141		15,088	25,702	127,754
Customer deposits	45,374	752	967	405			150	6,902	54,550
Debt securities	35,436	67	1,623	1,113			189	7,657	46,085
Insurance companies' technical reserves	109	40,457	968	1,462					42,996
Subordinated debt	842	659	190	61	19			2,444	4,215
Other liabilities	5,970	9,954	4,671	1,017	72	1,393	1,724	27,057	51,857
TOTAL LIABILITIES	**295,244**	**57,530**	**22,506**	**4,635**	**232**	**1,393**	**77,001**	**69,830**	**528,370**

10.10 Other disclosures

	12.31.2013					
(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Net revenues	**3,673**	**995**	**1,828**	**76**	**276**	**6,848**
Net income for the period (group share)	248	118	427	17	74	884

(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Assets at fair value through profit and loss	201,786	11,322	3,014	2,072	130	218,324
Available-for-sale financial assets	35,715	4,107	229	68	560	40,678
Loans and receivables	123,252	14,615	19,073	735	7,901	165,575
Fixed assets	1,121	80	58	5	29	1,293
Other assets	53,762	(2,304)	33,359	(103)	(454)	84,260
TOTAL ASSETS	**415,636**	**27,820**	**55,734**	**2,777**	**8,165**	**510,131**

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(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Net revenues	**3,337**	**1,048**	**1,528**	**74**	**284**	**6,271**
Net income for the period (group share)	321	245	266	(1)	70	901

(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Assets at fair value through profit and loss	211,380	9,978	8,841	1,190	480	231,870
Available-for-sale financial assets	35,453	2,343	164	50	475	38,485
Loans and receivables	110,800	16,468	26,996	789	6,298	161,351
Fixed assets	1,274	86	65	6	37	1,467
Other assets	87,818	(842)	9,272	(161)	(848)	95,238
TOTAL ASSETS	**446,725**	**28,033**	**45,337**	**1,874**	**6,442**	**528,411**

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(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Net revenues	**3,337**	**1,048**	**1,528**	**74**	**284**	**6,271**
Net income for the period (group share)	321	245	266	(1)	70	901

(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Assets at fair value through profit and loss	211,380	9,978	8,841	1,190	480	231,870
Available-for-sale financial assets	35,453	2,343	164	50	475	38,485
Loans and receivables	110,800	16,468	26,996	789	6,298	161,351
Fixed assets	1,274	86	65	6	37	1,467
Other assets	87,787	(847)	9,267	(161)	(848)	95,198
TOTAL ASSETS	**446,695**	**28,028**	**45,333**	**1,874**	**6,442**	**528,370**

NOTE 11 RISK MANAGEMENT

11.1 Capital adequacy

As a lending institution, Natixis is subject to banking regulations and to supervision by the Autorité de Contrôle Prudentiel et de Résolution (ACPR). Supervision is on a consolidated and individual basis and is designed to set a number of rules guaranteeing the bank's capital adequacy, liquidity and financial equilibrium. The resources applied to achieve these objectives are essentially a quantitative mechanism: solvency ratios, major risk control ratios and liquidity ratios, along with a qualitative mechanism based on internal audit requirements.

REGULATORY CAPITAL AND CAPITAL ADEQUACY RATIO

The capital adequacy ratio encompasses credit risk, market risk, settlement risk and operational risk. This ratio measures the adequacy of regulatory capital in relation to risk. The numerator represents the bank's consolidated equity, calculated in accordance with CRBF Regulation No. 90-02. The denominator represents all of the bank's weighted credit and market risks, its settlement risk and its operational risk. Natixis complied with the 8% minimum capital adequacy ratio at December 31, 2013.

OTHER REGULATORY RATIOS

Liquidity ratio

The liquidity ratio is established on an individual basis and designed to ensure that liquid assets with maturities of less than one month are equal to or exceed liabilities falling due within the same period. It is defined as the ratio between cash/cash-equivalents and liabilities falling due in less than one month.

The minimum liquidity ratio under prudential rules is 100%. At December 31, 2013, Natixis' liquidity ratio was 143%.

Management of large exposures

Procedures for managing large exposures are designed to prevent excessive concentration of risks on a single beneficiary. The regulation is underpinned by an obligation to be respected at all times: all risks associated with a single counterparty cannot exceed 25% of the bank's capital. Natixis complied with this regulation in 2013, except for one day due to a technical incident that had no ultimate impact.

11.2 Credit risk and counterparty risk

The information on risk management required under IFRS 7, with the exception of the disclosures given below, is presented in Pillar 3 in section 4.2 of Chapter 4, "Risk Management".

11.2.1 GROSS EXPOSURE TO CREDIT RISK

The following table sets out the exposure of all of Natixis' financial assets to credit risk. This exposure does not take into account guarantees, sureties, credit default swaps, collateral on OTC financial instruments, the impact of netting agreements and other credit enhancements. It corresponds to the net value of the financial assets on the balance sheet, after taking all impairments into account (individually or collectively assessed).

(in millions of euros)	Performing loans	Non-performing loans	Impairments	Net outstandings 12.31.2013	Net outstandings 12.31.2012
Financial assets at fair value through profit and loss (excluding variable-income securities)	184,850	0	0	184,850	206,302
Hedging derivatives	1,733	0	0	1,733	2,722
Available-for-sale financial assets (excluding variable-income securities)	34,252	52	(59)	34,245	33,016
Loans and receivables due from banks	77,511	275	(186)*	77,600	61,932
Customer loans and receivables	84,871	5,707	(2,603)*	87,975	99,418
Held-to-maturity financial assets	3,029	0	(4)	3,025	3,506
Financing commitments given	82,382	111	(10)	82,483	77,400
Financial guarantee commitments given [(a)]	24,839	98	(52)	24,885	41,124
TOTAL GROSS EXPOSURE	**493,467**	**6,243**	**(2,914)**	**496,796**	**525,420**

* *Including collective provisions*

(a) *Net outstandings at December 31, 2012 were restated in the amount of €84.827 million based on the guarantees given by CEGC (See Note 14.1). The guarantees given by CEGC as part of its activity are now treated for accounting purposes as insurance contracts in accordance with IFRS 4, "Insurance Contracts", and are recognized on the liabilities side of the balance sheet as stated in Note 2.10.*

The reclassification of consolidated accounting volumes as gross exposure and exposure at default with respect to prudential credit risk (explained in the "Risk Management" section in Note 4.2.5.3, "Credit Risk"), involves the following key operations:

- exclusion of equity-accounted insurance companies in the prudential scope;
- exclusion of exposure classified in the trading scope;
- inclusion of all netting agreements on market transactions;
- restatement of factoring positions to take into account exposure to the risk of default and a position in risk dilution;
- application of a credit-equivalent conversion factor on financing and guarantee commitments.

11.2.2 IMPACT OF GUARANTEES

(in millions of euros)	12.31.2013						12.31.2012					
	Performing loans	Non-performing loans	Impairments	Net outstandings	Guarantees on non-performing loans	Guarantees on performing loans	Performing loans	Non-performing loans	Impairments	Net outstandings	Guarantees on non-performing loans	Guarantees on performing loans
Loans and receivables due from banks *(Excluding repurchase agreements)*	**71,617**	**275**	**(186)**	**71,706**	**39**	**49**	**53,847**	**321**	**(221)**	**53,947**	**65**	**170**
Customer loans and receivables *(Excluding repurchase agreements)*	**69,168**	**5,707**	**(2,603)**	**72,272**	**2,038**	**31,272**	**72,601**	**5,286**	**(2,470)**	**75,417**	**1,543**	**31,539**
Finance leases	10,740	334	(229)	10,845	102	7,158	10,978	318	(197)	11,099	116	5,674
Factoring	5,918			5,918			5,659			5,659		
Other loans and receivables	52,510	5,373	(2,374)	55,509	1,936	24,114	55,964	4,968	(2,273)	58,659	1,427	25,865
Financing commitments given	**82,382**	**111**	**(10)**	**82,483**	**28**	**4,738**	**77,268**	**145**	**(12)**	**77,401**	**78**	**6,217**
Financial guarantee commitments given	**24,858**	**98**	**(53)**	**24,903**		**3,652**	**41,093**	**84**	**(80)**	**41,097**	**4**	**1,253**
TOTAL EXPOSURE AND IMPACT OF GUARANTEES	**248,025**	**6,191**	**(2,852)**	**251,364**	**2,105**	**39,711**	**244,809**	**5,836**	**(2,783)**	**247,862**	**1,690**	**39,179**

The amounts of the guarantees shown are those used under Basel 2 prudential regulations to reduce capital requirements. Guarantees for insurance companies accounted for by the equity method in the prudential accounting scope are therefore excluded, as are exposures relative to these entities.

11.2.3 BREAKDOWN OF INDIVIDUAL AND COLLECTIVE PROVISIONS BY GEOGRAPHIC AREA

(in millions of euros) Geographic areas	12.31.2013 Individual risks	Collective risks	Total risks	Individual impairment losses	Collective impairment losses	Total impairments
France	1,872	10,204	12,075	945	166	1,111
Other Western European countries	3,138	7,281	10,419	1,006	113	1,119
Eastern Europe	76	581	657	27	10	37
North America	233	4,248	4,480	100	85	185
Central and Latin America	329	791	1,120	158	6	163
Africa and the Middle East	325	2,156	2,481	127	31	158
Asia-Pacific	217	3,442	3,659	32	40	72
TOTAL	**6,191**	**28,702**	**34,893**	**2,395**	**451**	**2,846**

(in millions of euros) Geographic areas	12.31.2012 Individual risks	Collective risks	Total risks	Individual impairment losses	Collective impairment losses	Total impairments
France	2,323	8,372	10,695	901	214	1,115
Other Western European countries	1,961	7,910	9,871	824	160	984
Eastern Europe	145	984	1,129	30	12	42
North America	803	3,858	4,661	241	103	344
Central and Latin America	225	647	872	152	5	157
Africa and the Middle East	352	1,413	1,765	142	34	176
Asia-Pacific	58	2,758	2,816	12	41	53
TOTAL	**5,867**	**25,941**	**31,808**	**2,302**	**569**	**2,871**

11.2.4 BREAKDOWN OF COLLECTIVE PROVISIONS BY BUSINESS SECTOR

Business sector (% breakdown)	12.31.2013	12.31.2012
Transportation	23.1%	22.3%
Real estate	20.5%	16.1%
Finance	9.8%	11.5%
Oil/gas	6.3%	2.8%
Retail/trade	5.6%	3.0%
Automotive	4.4%	0.6%
Base industries	3.9%	3.7%
Holding companies and conglomerates	3.4%	4.0%
Construction	3.3%	1.3%
International trade, commodities	2.5%	1.4%
Utilities	2.4%	3.0%
Tourism/Hotels/Leisure	2.1%	4.6%
Consumer goods	2.0%	2.9%
Media	2.0%	7.3%
Electricity	1.8%	1.1%
Pharmaceuticals/healthcare	1.4%	1.6%
Services	1.3%	3.4%
Food	1.1%	0.9%
Administrations	0.9%	4.1%
Telecommunications	0.9%	1.2%
Mechanical and electrical engineering	0.8%	0.7%
Technology	0.4%	1.0%
Other	0.2%	0.8%
Aerospace/Defense	0.0%	0.3%
Securitization	0.0%	0.4%
TOTAL	**100.0%**	**100.0%**

At December 31, 2013: 78.8% of collective provisions on the Finance sector comprise provisions covering CDPCs (Credit Derivative Product Companies), compared with 90% at December 31, 2012.

11.2.5 CHANGE IN COLLECTIVE PROVISIONS

(in millions of euros)	Provisions as at 12.31.2012	Additions (+) Reversals (-)	Translation adjustments	Provisions as at 12.31.2013
By sector	508	(100)	(5)	404
By region	61	(12)	(2)	47
TOTAL	**569**	**(112)**	**(7)**	**451**

The sector reversal includes a €19.3 million reversal in respect of CDPCs.

11.3 Market risk, overall interest rate risk, liquidity risk and structural foreign exchange risk

The disclosures on the management of market risk, overall interest rate risk, liquidity risk and structural foreign exchange risk required under IFRS 7 are presented in sections 4.2 and 4.3 of Chapter 4, "Risk Management".

11.4 Sovereign risk exposures

11.4.1 AMOUNT OF SOVEREIGN EXPOSURES

At December 31, 2013, exposure to sovereign risk in the European Union countries listed below is presented according to the methodology applied for the stress tests conducted by the EBA (European Banking Authority), excluding insurance operations:

Exposure at December 31, 2013

	Banking book		Trading book						Residual maturity					
					Indirect net exposure									
						CDS								
(in millions of euros)	o/w other loans and receivables [b]	o/w available-for-sale assets	o/w other financial liabilities designated at fair value through profit and loss [c]	Direct net exposure [a]	Derivatives (excluding CDS)	Buy	Sell	Total exposure	1 year	2 years	3 years	5 years	10 years	>10 years
Cyprus														
Spain	3		11	(2)	(6)	(128)	128	6	(39)	22	63	(305)	351	(86)
Greece			8					8						8
Hungary			1	54	(18)	(295)	280	22	(49)	(30)	89	(22)	21	13
Ireland				1		(27)	27	1			1			
Italy	18	1	2	567	17	(289)	290	606	292	(367)	(1,318)	481	1,400	118
Portugal			6	10		(165)	165	16	7		2	1	4	2
TOTAL	**21**	**1**	**28**	**630**	**(7)**	**(904)**	**890**	**659**	**211**	**(375)**	**(1,163)**	**155**	**1,776**	**55**

(a) *Fair value of long positions net of short positions.*

(b) *The difference of €14 million in loans and receivables is mainly linked to the change in the balance of the current account opened with the Bank of Italy for €7 million.*

(c) *The difference of -€18 million in financial assets measured at fair value through profit and loss is linked to the acquisition of new securities for €7.8 million on Spain, disposals on Italy for €12.2 million and disposals on Spain for €13.6 million.*

Exposure at December 31, 2012

	Banking book		Trading book						Residual maturity					
					Indirect net exposure									
						CDS								
(in millions of euros)	o/w other loans and receivables	o/w available-for-sale assets	o/w other financial liabilities designated at fair value through profit and loss	Direct net exposure [a]	Derivatives (excluding CDS)	Buy	Sell	Total exposure	1 year	2 years	3 years	5 years	10 years	>10 years
Cyprus														
Spain [d]	1		17	189		(189)	197	215	(104)	320	13	(36)	37	(15)
Greece [b]			5					5					5	
Hungary [c]			3	10		(208)	203	8	1	5	(37)	74	(35)	
Ireland						(70)	72	2	2	2	(4)	2		
Italy [d] [e]	6		12	304	33	(337)	334	352	888	(425)	(14)	(147)	(178)	228
Portugal [d]			9	72		(226)	232	87	65	12	3	(1)	8	
TOTAL	**7**	**0**	**46**	**575**	**33**	**(1,030)**	**1,038**	**669**	**852**	**(86)**	**(39)**	**(108)**	**(163)**	**213**

(a) *Fair value of long positions net of short positions.*

(b) *The Greek sovereign exposures held directly by Natixis were sold in Q2 2012, generating a capital loss of €3.5 million at June 30, 2012; the CDS positions were unwound, with no material impact on the income statement. Residual exposure of €3 million is linked to securities held by transparent funds.*

(c) *The difference of €59 million in available-for-sale financial assets is linked to the disposal of securities on Hungary.*

(d) *The difference of €8 million in financial assets at fair value through profit and loss is linked to securities at maturity for €31 million on Portugal and the acquisition of new securities for €23 million on Spain and Italy.*

(e) *The difference of €9 million in loans and receivables on Italy is linked to the change in the balance of the current account opened with the Bank of Italy.*

Furthermore, at December 31, 2013, Natixis was also exposed to sovereign risk linked to these same countries, in respect of its insurance activities, for the following amounts:

(in millions of euros)	Gross exposure at December 31, 2012 [(a)(b)]	Acquisitions	Disposals	Redemptions	Provisions	Premium/ Discount	Change in OCI	Gross exposure at December 31, 2013 [(a)(b)]
Spain	163	254	(120)				24	321
Ireland	17		(5)					12
Italy	1,195	366	(131)	(28)		1	27	1,430
Portugal	78		(53)				12	38
TOTAL	**1,453**	**620**	**(308)**	**(28)**		**1**	**63**	**1,801**

The insurance activities have no exposure to Hungary or Cyprus.

(a) Net book value (including provision for permanent impairment).

(b) Without applying contractual rules governing shares of profits on life insurance activities.

Gross exposure maturity schedule

(in millions of euros)	Gross exposure at December 31, 2013							Gross exposure at December 31, 2012						
	1 year	2 years	3 years	5 years	10 years	>10 years		1 year	2 years	3 years	5 years	10 years	>10 years	Total
Spain	87		2	210	22		321	1	2		17	41	103	163
Ireland			11		1		12				11	6		17
Italy	210	40	35	59	754	332	1,430	31	9	52	68	693	341	1,195
Portugal			2		36		38			4	4	1	70	78
TOTAL	**297**	**40**	**50**	**269**	**813**	**332**	**1,801**	**32**	**11**	**56**	**99**	**740**	**513**	**1,453**

11.4.2 GREEK NON-SOVEREIGN PORTFOLIO

At December 31, 2013, exposure to Greek non-sovereign risk held directly by Natixis was as follows:

(in millions of euros)	Gross exposure at December 31, 2013	Provisions [(b)]	Net exposure at December 31, 2013	Gross exposure at December 31, 2012	Provisions [(b)]	Net exposure at December 31, 2012
Bank	-		-	-		-
Asset financing and structured transactions [(a)]	282	(57)	224	347	(79)	269
Corporate	13		13	13		13
TOTAL	**294**	**(57)**	**237**	**360**	**(79)**	**281**

No securitization exposure.

(a) Exposure is primarily linked to the "shipping financing" sector for €178 million.

(b) Collective and individual provisions.

Provisions on these outstandings are made in accordance with the principles in Note 5.3.

11.4.3 RISK ASSESSMENT

11.4.3.1 Greece

Valuation methods

Since the beginning of 2010, Greece has been struggling with economic hardships, difficulties in respecting its budget forecasts and a crisis of confidence over its debt. In May 2010, the euro zone governments and the IMF took on significant commitments to support Greece, with a €110 billion plan in exchange for the reduction of its budget deficit.

On July 21, 2011, Europe reaffirmed its support for Greece with a private sector rescue package. The implementation of this plan was confirmed by the European Summit on October 26-27, 2011. The final conditions were enacted on February 21, 2012, with the approval of the representatives of the Eurogroup, the Greek government and private sector investors

This private sector plan consisted of a security exchange including a 53.5% haircut on the nominal value of the securities eligible for trade and the receipt of new shares issued by the European Financial Stability Facility (EFSF) and the Greek government, representing 15% and 31.5%, respectively, of the nominal value of securities eligible for trade. In addition, warrants indexed to Greece's GDP and attached to the newly issued securities were received under the terms of the exchange.

At December 31, 2013 as at December 31, 2012, Natixis no longer has any positions, except for warrants. The warrants were valued at December 31, 2013, based on market price, at €1.2 million.

11.4.3.2 Other countries

The European Summit of June 28-29, 2012 enhanced the support measures for struggling countries, by easing the rules of intervention for the European Stability Mechanism (ESM). The ESM came into force on September 27, 2012 with a financing capacity of up to €700 billion. Its purpose is to issue securities on the markets in order to provide loans, with conditions, to ailing countries, once a supervisory organization is established in the euro zone.

It may also take preventive action on the primary and secondary bond markets and recapitalize banks via loans to ESM member countries.

At the European Summit of October 26, 2011, euro zone government leaders confirmed that the private sector's contribution will remain specific to the exceptional situation of Greece and that there is no debt-restructuring plan for Ireland or Portugal, which have received an aid package from the European Union. In exchange, those two countries undertook to implement substantial debt-reduction measures.

Regarding Spain, Spanish and European authorities enacted an aid package for the Spanish banking sector on July 20, 2012. This package totals €100 billion, €41 billion of which has been disbursed so far by the ESM to the Spanish government. In return, the Spanish government was required make a specified number of reforms to its banking sector. The funds received were then transferred to the relevant financial institutions. By late 2013 the reforms drew to a successful conclusion in accordance with the original timetable and the Spanish government announced that it would not require additional financial aid under the current ESM.

The financial stabilization program for Portugal, formally adopted in May 2011, includes a joint financing package of €78 billion, €67 billion of which has been disbursed so far. The aid will end in May 2014 and Portugal will attempt to restore full access to the markets between now and June 2014.

On this basis, exposure to these countries shows no sign of entering a default situation as at December 31, 2013. So far, there have been no permanent write-downs of the debt instruments of these countries. There was also no change in their accounting category.

The sovereign debt securities of these countries classified in the "Available-for-sale assets" or "Financial assets at fair value through profit or loss" categories were recorded at their market price at December 31, 2013.

The fair value of these assets was recorded under level 1 in the special release on the fair value hierarchy *(see Note 5.6)*, with the exception of Portuguese sovereign securities, whose fair value was recorded under level 2, as at December 31, 2012.

11.4.4 RECYCLABLE RESERVES ON AVAILABLE-FOR-SALE FINANCIAL ASSETS

(in millions of euros)	Amount of recyclable reserves at December 31, 2013 [(a)]	Amount of recyclable reserves at December 31, 2012 [(a)]
Spain	12	(12)
Ireland	1	1
Italy	77	51
Portugal	(5)	(18)
TOTAL	**85**	**22**

(a) Without applying profit-sharing rules on life insurance activities.

11.4.5 FAIR VALUE OF HELD-TO-MATURITY FINANCIAL ASSETS

(in millions of euros)	Net book value at December 31, 2013 [(a)]	Fair value at December 31, 2013	Net book value at December 31, 2012 [(a)]	Fair value at December 31, 2012
Italy	364	357	384	361
TOTAL	**364**	**357**	**384**	**361**

(a) Net carrying value, excluding accrued interest, after impairments and without applying the profit-sharing rules on life insurance portfolios.

NOTE 12 HEADCOUNT, PAYROLL COSTS, COMPENSATION AND EMPLOYEE BENEFITS

12.1 Number of employees

Number	12.31.2013	12.31.2012
Headcount*	19,632	20,198

** Full-time equivalent current employees of Natixis at the reporting date.*

12.2 Compensation and employee benefits

Compensation and employee benefits include wages and salaries net of rebilled expenses paid within twelve months of the end of the reporting period in which the services were rendered, deferred cash-settled or equity-settled variable compensation, employee incentives and profit-sharing for the period, the cost of pensions and other employee benefit obligations such as long-service awards.

Payroll costs totaled €3,177 million at December 31, 2013.

12.2.1 SHORT-TERM EMPLOYEE BENEFITS

This item includes wages and salaries paid within twelve months of the end of the reporting period in which the related services were rendered, employee incentives and profit-sharing, meeting the definition of short-term benefits under IAS 19R "Employee Benefits". In accordance with this standard, short-term benefits are expensed in the period in which the employees render the services giving rise to such benefits.

12.2.2 DEFERRED COMPENSATION

Share-based retention and performance plans

Every year since 2010, a share-based payment plan has been granted to specific categories of personnel in accordance with regulations. The accounting treatment of these plans is described in Note 5.18.

Regarding the plan approved by the Board of Directors on February 19, 2014, as these allocations had not yet formally been carried out at the reporting date, these expenses have been estimated using best available estimates of inputs at the reporting date. These inputs relate to the share value and dividend assumptions.

Long-term cash-settled payment plans indexed to the Natixis share

Year of plan	Grant date	Initial number of units granted*	Acquisition dates	Number of units acquired by beneficiaries	Fair value of the indexed cash unit at the valuation date *(in euros)*
			March 2011	4,165,734	
			March 2012	3,442,976	
2009 Plan	02.24.2010	13,990,425	March 2013	3,745,942	
			September 2012	1,322,038	
			September 2013	1,087,387	3.98
2010 Plan	02.22.2011	5,360,547	September 2014	-	
			September 2013	1,376,149	
			September 2014	-	3.81
2011 Plan	02.22.2012	4,821,879	October 2015	-	
			September 2014		
			October 2015		3.63
2012 Plan	02.17.2013	5,275,539	October 2016		
			October 2015		
			October 2016		3.48
2013 Plan	02.19.2014	5,245,275	October 2017		

* *The expected number of units at the acquisition date is funded by equity swaps.*

Payments under these plans are subject to presence and performance criteria.

Short-term cash-settled payment plans indexed to the Natixis share

Year of plan	Grant date	Rights acquisition dates	Valuation of the indexed cash unit *(in euros)*	Initial number of indexed cash units granted	Expected number of indexed cash units at the acquisition date	Fair value of the indexed cash unit at the valuation date *(in euros)*
2013 Plan	02.19.2014	09.01.2014	4.27	4,774,061	4,629,682	4.14

The corresponding expense associated with the short-term plan, estimated based on the probability of the presence condition being met, is fully recognized in the 2013 financial statements in the amount of €39 million.

Payment plans settled in shares

Year plan Expenses in millions of euros	Grant date	Initial number of shares granted	Acquisition dates	Number of units acquired by beneficiaries	Free share price at grant date *(in euros)*	Fair value of the free share at the valuation date *(in euros)*
			March 2011	2,082,623		
			March 2012	1,787,988	3.63	
2009 Plan	02.24.2010	6,858,237	March 2013	2,006,301		
			February 2012	1,887,473		
			February 2013	1,804,135	4.13	2.89
2010 Plan	02.22.2011	6,459,081	February 2014	1,727,057		
			March 2013	1,912,194		
			March 2014	-	2.34	1.83
2011 Plan	02.22.2012	6,095,058	March 2015	-		
			March 2014			
			March 2015		2.84	2.19
2012 Plan	02.17.2013	1,656,630	March 2016			

Payments under these plans are subject to presence and performance criteria.

Expense for the period for retention and performance plans

Expenses *(in millions of euros)*	Expense for 2013			Expense for 2012 *(in millions of euros)*
	Plans settled in shares	Plans settled in cash indexed to the Natixis share	Total	
Previous retention plans	(5.7)	(33.8)	(39.5)	(22.1)
Retention plans awarded in 2012	(1.2)	(4.1)	(5.3)	(5.6)
TOTAL	**(6.9)**	**(37.9)**	**(44.7)**	**(27.6)**

Valuation inputs used to calculate the expense of these plans

	12.31.2013	12.31.2012
Share price	4.27	2.55
Risk-free interest rate	0.15%	0.03%
Dividend payment rate	4.21%	4.44%
Rights loss rate	4.48%	3.75%

Retention and performance plans settled in cash

Deferred retention and performance bonuses paid in cash are awarded to some staff. These bonuses are subject to presence and performance criteria. In terms of accounting treatment, they are recorded under "Other long-term employee benefits". The estimated expense is based on an actuarial estimate of the probability of these conditions being met. The expense is recognized over the vesting period. The amount recognized in respect of fiscal year 2013 was:

Year plan *(in millions of euros)*	Grant date	Acquisition dates	Expense for 2013 *(in millions of euros)*	Expense for 2012 *(in millions of euros)*
2010 Plan	02.22.2011	March 2012 March 2013 March 2014	(3.3)	(10.6)
2011 Plan	02.22.2012	March 2013 March 2014 March 2015	(6.1)	(11.3)
2012 Plan	02.17.2013	March 2014 March 2015 March 2016	(9.3)	(8.0)
2013 Plan	02.19.2014	March 2015 March 2016 March 2017	(12.2)	
TOTAL			**(30.9)**	**(29.9)**

12.2.3 PENSIONS AND OTHER LONG-TERM EMPLOYEE BENEFITS

Post-employment defined-contribution plans

Under defined-contribution plans, Natixis pays fixed contributions into a separate entity and has no obligation to pay further contributions.

The main defined-contribution plans available to Natixis employees are operated in France. They include the mandatory pension scheme and the national schemes AGIRC and ARRCO.

Pension plans for which employees can voluntarily opt are operated by certain Natixis entities and are also classified as defined-contribution plans. These entities have a single contribution obligation ("PERCO" contribution).

Contributions paid under defined-contribution plans are expensed for the period in which the services were provided.

(in millions of euros)	12.31.2013	12.31.2012
Contributions expensed under defined-contribution plans	116	125

Post-employment defined-benefit plans and other long-term employee benefits

Post-employment defined-benefit plans include all post-employment benefits for which Natixis has committed to pay a specified level of benefits.

85% of gross liabilities relating to these defined benefit plans arise in France, with Natixis S.A. carrying 58% of these liabilities.

They mainly include: termination benefits (52%), supplemental bank pension schemes (26%), health insurance and other contractual benefits received by retired former employees (22%) of the net benefit obligations recognized on the balance sheet.

Liabilities in respect of these awarded benefits are hedged, in full or in part, by plan assets comprised mainly of outsourced insurance contracts managed by French insurers specializing in retirement. The insurers carry the longevity risk once the annuities are liquidated. Plan assets are invested in the insurers' general funds, which, for the most part, generally consist of bonds. The insurers are subject to French prudential standards and regulations.

The insurers also manage the asset/liability strategy for the portion of the benefit liabilities that they cover.

For the other portion, Natixis has set up interest rate and liquidity hedges backed by long-term cash flows.

During H2 2013, the defined benefit plan in which some employees in New York were enrolled was liquidated and replaced by a defined contribution plan.

Other long-term employee benefits comprise benefits other than post-employment and termination benefits not wholly due within twelve months of the end of the period in which employees have provided the related services.

These notably include long-service awards and deferred compensation payable in cash twelve months or more after the end of the period.

a) Impact of the first-time adoption of IAS19

This note summarizes the main impacts of the first-time adoption of IAS 19 (revised) on equity at January 1, 2013 and on the 2012 comparative financial statements.

The comparative data provided below are compliant with IAS 19 (revised).

(in millions of euros)	Post-employment defined-benefit plan	Other balance sheet items	Deferred tax accounts (+ credit / - debit)	Revaluation adjustments on defined-benefit plan commitments	Consolidated reserves	Total equity (+ credit / - debit)
Amounts recognized under IAS 19 at 12.31.2011	**268**	**(33)**			**(235)**	**(235)**
Recognition of actuarial differences entirely in non-recyclable OCI	141			(141)		(141)
Full recognition of past service cost	35				(35)	(35)
Related deferred taxes			(63)	51	12	63
Amounts recognized under IAS 19 R at 01.01.2012 (comparison at 01.01.2012)	**444**	**(33)**	**(63)**	**(90)**	**(258)**	**(348)**
Income booked under IAS 19 R for H1 2012	9				(9)	(9)
Impact of the change in standard on income for H1 2012	(8)				8	8
Revaluation adjustments for H1 2012						
Related deferred taxes			3		(3)	(3)
Amounts recognized under IAS 19 R at 06.30.2012 (comparison at 06.30.2012)	**444**	**(33)**	**(60)**	**(90)**	**(261)**	**(351)**
Income recorded under IAS 19 for H2 2012	9				(9)	(9)
Impact of the change in standard on income for H2 2012	(8)				8	8
Revaluation adjustments for H2 2012	39			(39)		(39)
Related deferred taxes			(13)	14	(1)	13
Other changes recognized	(19)	23			(4)	(4)
Amounts recognized under IAS 19 R at 12.31.2012 (comparison at December 31, 2012)	**464**	**(10)**	**(73)**	**(115)**	**(267)**	**(382)**
Impact of restatements at 01.01.2013						
Amounts recognized under IAS 19 at 12.31.2012	292	(40)			(252)	(252)
Amounts recognized under IAS 19 R at 12.31.2012	464	(10)	(73)	(115)	(267)	(382)
Impact of first-time adoption at 01.01.2013	172	30	(73)	(115)	(15)	(129)

b) Amounts recognized on the balance sheet at December 31, 2013

The amount of the recognized provision on the liabilities side of the balance sheet corresponds to the value of the actuarial liabilities under the defined benefit plans, less the market value of the assets to hedge these benefit liabilities.

	12.31.2013					12.31.2012				
	Post-employment defined-benefit plans	Other long-term employee benefits				Post-employment defined-benefit plans	Other long-term employee benefits			
(in millions of euros)	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total
Actuarial liabilities	527	206	47	100	880	579	234	50	89	952
Fair value of plan assets	(352)	(7)			(359)	(343)	(9)			(352)
Fair value of separate assets [(a)]		(36)			(36)		(31)			(31)
Effect of ceiling on plan assets										
Net amount recognized in balance sheet	**175**	**164**	**47**	**100**	**485**	**236**	**195**	**50**	**89**	**569**
under liabilities	184	199	47	100	531	236	225	50	89	600
under assets	10	36			45		31			31

(a) Separate asset components are for the most part segregated in the balance sheets of Natixis insurance subsidiaries (ABP Life Insurance), hedging the benefit liabilities of other entities within the Natixis group of consolidated companies which were transferred to hedge the post-employment benefits of a few categories of employees.

c) *Changes in recognized amounts on the balance sheet (changes in actuarial liabilities)*

	12.31.2013					12.31.2012				
	Post-employment defined-benefit plans		Other long-term employee benefits			Post-employment defined-benefit plans		Other long-term employee benefits		
(in millions of euros)	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total
Actuarial liabilities at start of period	**579**	**234**	**50**	**89**	**952**	**504**	**228**	**48**	**74**	**854**
Changes recorded in income	**(4)**	**(9)**	**(3)**	**13**	**(3)**	**1**	**17**	**2**	**16**	**36**
Service cost	15	14	4	33	66	9	12	4	69	95
Past service cost	(15)	(23)	(1)		(38)	2				2
o/w plan liquidation and reduction	*(1)*	*(23)*	*(1)*		*(24)*					
Interest cost	19	7	1		27	19	8	1		29
Benefits paid	(23)	(7)	(4)	(29)	(62)	(21)	(4)	(3)	(29)	(58)
o/w amounts paid out in respect of plan liquidation										
Other	(1)	(1)	(4)	8	3	(8)	1	(1)	(24)	(32)
Amounts recognized directly in non-recyclable equity	**(30)**	**2**			**(27)**	**71**	**(1)**			**70**
Revaluation adjustments - demographic assumptions	(1)	(1)			(2)	2				1
Revaluation adjustments - financial assumptions	(22)	(11)			(33)	68	3			71
Revaluation adjustments - past-experience effect	(7)	14			8	1	(3)			(2)
Translation adjustments	**(7)**			**(1)**	**(8)**	**(4)**				**(4)**
Changes in scope		**(1)**			**(1)**				**(1)**	**(1)**
Other	**(11)**	**(20)**		**(1)**	**(32)**	**7**	**(9)**			**(3)**
Actuarial liabilities at end of period	**527**	**206**	**47**	**100**	**880**	**579**	**234**	**50**	**89**	**952**

- €18 million in booked service costs stemming from the termination of the New York benefit plan, converted to a defined contribution plan.
- €3 million in revaluation adjustments generated in 2013 stem from the increase in social security costs (payroll tax, higher mandatory pension contributions, higher social security contributions, and the doubling of the tax on end-of-service retirement plans), generating a 1.6% increase in actuarial liabilities.

d) Changes in recognized amounts on the balance sheet (change in hedging assets)

(in millions of euros)	12.31.2013 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2013 Post-employment defined-benefit plans End-of-career awards	12.31.2013 Total	12.31.2012 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2012 Post-employment defined-benefit plans End-of-career awards	12.31.2012 Total
Fair value of plan assets at start of period	**343**	**40**	**383**	**307**	**45**	**352**
Changes recorded in income			**1**	**15**	**3**	**18**
Interest income	12	1	13	16	1	17
Contributions received	8		8	12	1	12
o/w paid by employer	*7*		*7*	*3*	*1*	*4*
o/w paid by beneficiaries	*1*		*1*	*8*		*8*
Benefits paid	(15)		(16)	(15)		(15)
o/w amounts paid out in respect of plan liquidation						
Other	(4)	(1)	(5)	2	1	3
Amounts recognized directly in non-recyclable equity	**23**	**21**	**44**	**28**	**1**	**30**
Revaluation adjustments - Return on plan assets	23	21	44	28	1	30
Translation adjustments	**(8)**		**(7)**	**(3)**		**(3)**
Changes in scope						
Other	**(7)**	**(18)**	**(25)**	**(5)**	**(9)**	**(14)**
Fair value of plan assets at end of period	**352**	**43**	**395**	**343**	**40**	**383**

e) Composition of plan assets

	Weighting by category *(in %)*	Fair value of plan assets Total *(in millions of euros)*	Fair value of plan assets Quoted on an active market *(in %)*	Fair value of plan assets Not quoted on an active market *(in %)*
Money market	8%	31	54%	46%
Equities	29%	115	100%	
Bonds	61%	242	100%	
Real estate	1%	3		100%
Derivatives	0%	-		
Investment funds	1%	2	100%	
Asset-backed securities		1	100%	
Structured debt instruments				
TOTAL	**100%**	**395**	**96%**	**4%**

f) Post-retirement plan revaluation differences

Revaluation components of actuarial liabilities

(in millions of euros)	12.31.2013 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2013 Post-employment defined-benefit plans End-of-career awards	12.31.2013 Total	12.31.2012 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2012 Post-employment defined-benefit plans End-of-career awards	12.31.2012 Total
Total revaluation adjustments at start of period	**193**	**7**	**200**	**124**	**7**	**131**
Revaluation adjustments over the period	(30)	2	(28)	69	(1)	68
Total revaluation adjustments at end of period	**163**	**9**	**172**	**193**	**7**	**200**

Plan assets

(in millions of euros)	12.31.2013 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2013 Post-employment defined-benefit plans End-of-career awards	12.31.2013 Total	12.31.2012 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2012 Post-employment defined-benefit plans End-of-career awards	12.31.2012 Total
Total revaluation adjustments at start of period	41	(21)	20	13	(22)	(9)
o/w effect of ceiling on plan assets						
Revaluation adjustments over the period	23	21	44	28	1	29
o/w effect of ceiling on plan assets						
Total revaluation adjustments at end of period	64		64	41	(21)	20
o/w effect of ceiling on plan assets						

g) Analysis of expenses for the period

The annual payroll costs recognized in respect of defined-benefit plans consist of:

- the costs of services rendered, representing rights vested by beneficiaries over the period;
- past service costs, arising from possible plan changes or curtailments as well as the effects of possible plan settlements;
- the net interest cost reflecting the impact of unwinding the discount on the net obligation.

Obligations in respect of other long-term employee benefits are accounted using the same actuarial valuation method as that used for post-employment defined-benefit obligations, except for revaluation adjustments, which are taken directly to profit and loss.

(in millions of euros)	12.31.2013 Post-employment defined-benefit plans Supplementary pension benefits and other	12.31.2013 Post-employment defined-benefit plans End-of-career awards	12.31.2013 Other long-term employee benefits Long-service awards	12.31.2013 Other long-term employee benefits Other	12.31.2013 Total	12.31.2012 Total
Service cost	15	14	4	33	66	95
Past service cost	(15)	(23)	(1)		(38)	2
Interest cost	19	7	1		27	29
Interest income	(12)	(1)			(13)	(17)
Other	3		(4)	8	8	(35)
TOTAL EXPENSE FOR 2013	**11**	**(3)**	**1**	**41**	**50**	**73**

h) Main actuarial assumptions at December 31, 2013

The amount of the provision for post-employment defined-benefit plans is calculated on an actuarial basis using a number of demographic and financial assumptions.

	12.31.2013 France	12.31.2013 Europe	12.31.2013 United States	12.31.2012 France	12.31.2012 Europe	12.31.2012 United States
Discount rate	2.67%	3.76%	4.82%	2.65%	3.71%	4.02%
Inflation rate	1.90%	2.77%	2.86%	2.00%	2.72%	2.50%
Rate of increase in salaries	2.76%	3.63%	4.00%	3.34%	2.73%	3.47%
Rate of increase in healthcare costs	4.40%	4.50%	5.00%	4.50%	0.00%	5.00%
Duration	15	20	14	13	10	13

	12.31.2013				12.31.2012			
	Post-employment defined-benefit plans		Other long-term employee benefits		Post-employment defined-benefit plans		Other long-term employee benefits	
	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other
Discount rate	3.70%	2.76%	2.57%	0.17%	3.50%	2.76%	2.55%	0.10%
Inflation rate	2.34%	1.90%	1.90%	2.44%	2.17%	2.00%	2.00%	2.08%
Rate of increase in salaries (incl. inflation)	3.19%	2.70%	2.73%	3.36%	3.38%	3.28%	3.27%	3.55%
Rate of increase in healthcare costs (incl. inflation)	4.49%				4.54%			
Duration (in years)	18	12	9	16	14	12	9	14

The discount rate is determined based on the yields of AA-rated corporate bonds of the same duration. This benchmark is obtained from the Bloomberg "EUR Composite (AA) Zero Coupon Yield" yield curve.

For end-of-career awards and long-service awards, employee turnover is calculated by age bracket and grade based on a three-year average. A rate of 0% is used for employees aged 55 and over.

Future salary increases are estimated by grade based on a constant population and a three-year average.

i) Analysis of sensitivity to key assumptions

	12.31.2013				12.31.2012			
	Post-employment defined-benefit plans		Other long-term employee benefits		Post-employment defined-benefit plans		Other long-term employee benefits	
In percentage	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other
+1% change in discount rate	(16.57%)	(9.00%)	(8.25%)	(1.67%)	(16.19%)	(10.09%)	(8.54%)	(3.37%)
-1% change in discount rate	21.67%	11.00%	9.55%	0.95%	21.10%	11.29%	9.78%	3.57%
+1% change in rate of increase in healthcare costs	26.29%				3.30%			
-1% change in rate of increase in healthcare costs	(19.54%)				(2.45%)			
+1% change in rate of increase in salaries and income (incl. inflation)	25.87%	10.37%	9.46%		23%	13%	10%	
-1% change in rate of increase in salaries and income (incl. inflation)	(19.63%)	(8.95%)	(8.35%)		(17%)	(11%)	(9%)	

j) Schedule of non-discounted payments

	Post-employment defined-benefit plans	
(in millions of euros)	Supplementary pension benefits and other	End-of-career awards
n+1 to n+5	139	50
n+6 to n+10	127	89
n+11 to n+15	128	102
n+16 to n+20	118	101
> n+20	566	251

k) *Impact of the Workforce Adjustment Plan*

In light of the workforce adjustment plan presented to the employee representative bodies on December 2, 2013, a portion of the employees concerned will not finish their careers at Natixis, which has just reduced the amount of social security liabilities related to end-of-career awards, supplemental health insurance and personal protection plans and long-service awards.

In accordance with IAS 19R, the impact is treated as a plan change. The measurement of gross liabilities as such is fully recognized under "Past service costs", with an impact on consolidated net income of -€21.7 million.

12.2.4 STOCK OPTION PLANS

Natixis stock option plans

Natixis grants stock options to some of its employees. The options are exercisable over a period of three years after a lock-up period of four years. In accordance with the provisions of IFRS 2, the options attributed after November 7, 2002 and not yet vested at the reporting date are measured at their fair value at the date they were granted to the employees. This fair value is determined using the Black & Scholes valuation method and recognized in payroll costs over the vesting period, with a corresponding entry in equity. The expense is revised at each reporting date and adjusted whenever subsequent information regarding the number of beneficiaries alters the initial estimates of rights vested. Any adjustment required also affects both current and subsequent accounting periods.

Year of plan	Grant date	Number of options granted	Number of options granted - Natixis consolidation scope	Exercisable as at	End of exercise option	Exercise price	Options outstanding at 12.31.2013	Fair value	Share price at grant date
2008 Plan	01.21.2008	7,576,800		01.21.2012	01.20.2015	6.88	4,846,798	1.69	10.63

The number of options awarded is consistent with the number of options awarded upon plan inception, without taking into account the readjustment linked to the special dividend distributed subsequent to the disposal of the CCIs.

The number of options outstanding as at December 31, 2013 was 4,846,798 versus 4,071,413 options outstanding as at December 31, 2012. The 775,385 increase in the number of options stems from a readjustment of the number of options subsequent to the distribution of the special dividend, corrected for options forfeited during the period.

There were no transfers of options during the 2012 or 2013 fiscal years.

No expense was recognized in income for the 2012 and 2013 fiscal years.

NOTE 13 CAPITAL MANAGEMENT

13.1 Share capital

Ordinary shares	Number of shares	Par value	Capital in euros
At January 1	3,086,214,794	1.60	4,937,943,670
Capital increase	14,080,396	1.60	22,528,634
At December 31	3,100,295,190	1.60	4,960,472,304

The capital increase in 2013 is linked to:

- the allocation of bonus shares to some Natixis employees under the 2010 and 2011 conditional share allocation plans, for which payment is share-based *(see Note 5.18 and Note 11.2.2)*;
- to the subscription to the share issue reserved for employees under the employee shareholding plan.

13.2 Capital Management

Natixis' main capital management objectives are to ensure that the Group meets the capital requirements imposed by its external environment and maintains an adequate rating to support its activity and maximize shareholder value.

Natixis adapts the management of its capital structure in line with changes in economic conditions and in the risk profile of its operations. Its objectives, policies and procedures remained unchanged in 2013.

13.3 Equity instruments issued

13.3.1 UNDATED DEEPLY SUBORDINATED NOTES AND PREFERENCE SHARES

In accordance with IAS 32, issued financial instruments are classified as debt or equity depending on whether or not they incorporate a contractual obligation to deliver cash to the holder.

Since December 31, 2009, issues of undated deeply subordinated securities and preference shares have been recognized as equity instruments issued in accordance with a clause concerning dividend payments which has become discretionary, and have been booked to "Share capital and reserves" in the consolidated balance sheet.

Changes in these items over the period are presented below:

(in millions of euros)	01.01.2013	Issues	Redemptions	Translation adjustments	12.31.2013
Deeply subordinated notes	1,188		(199)		989
Preference shares	74		(74)		
TOTAL	**1,262**		**(273)**		**989**

13.3.2 LIQUIDITY CONTRACT MANAGEMENT

Natixis entered a liquidity contract with an independent service provider, and in accordance with the Compliance Charter established with the French Financial Markets Association (Association des Marchés Financiers) on September 23, 2008, approved by the Autorité des Marchés Financiers on October 1, 2008.

Under this contract, this service provider is mandated to intervene in Natixis' treasury shares with a view of increasing transaction liquidity and the trading of Natixis shares so as to avoid price gaps unjustified by market trends.

This authorization is based on the 8th resolution of the General Meeting of May 21, 2013. It authorizes Natixis to acquire, at a maximum price of €5 per share, a number of shares not exceeding 10% of the shares making up the capital of Natixis.

Pursuant to this contract, Natixis holds 4,935,416 shares representing €21 million as at December 31, 2013.

NOTE 14 COMMITMENTS

14.1 Guarantee commitments

A financial guarantee is a contract that requires the issuer to compensate the holder of the contract for any loss that the holder incurs because a debtor fails to make payment when due. The exercise of these rights is subject to the occurrence of an uncertain future event.

The amounts shown represent the nominal value of the commitment undertaken:

(in millions of euros)	12.31.2013	12.31.2012
Guarantees given		
To banks	**1,757**	**1,694**
▪ Confirmation of documentary credits	1,392	1,070
▪ Other guarantees	365	624
To customers	**23,180**	**39,510**
▪ Real estate guarantees	405	410
▪ Administrative and tax bonds	386	458
▪ Other bonds and endorsements given [(a)]	8,478	27,836
▪ Other guarantees	13,910	10,806
TOTAL COMMITMENTS FOR GUARANTEES GIVEN	**24,937**	**41,204**
Guarantee commitments received from banks	**9,331**	**11,363**

(a) *The guarantees given by CEGC as part of its activity are now treated for accounting purposes as insurance contracts in accordance with IFRS 4, "Insurance Contracts", and are recognized on the liabilities side of the balance sheet as stated in Note 2.10. The nominal value of these guarantees as at December 31, 2013, which stands at €92,314 million, is not included in the line item, "Other bonds and endorsements given", in the table above. The amount reported under "Other bonds and endorsements given" was restated based on the guarantees given by CEGC as at December 31, 2012, amounting to €84,827 million.*

On November 12, 2009, BPCE provided Natixis with a guarantee covering 85% of the nominal value of the debt portfolio carried by GAPC and classified in "Loans and receivables" and "Available-for-sale financial assets" as at July 1, 2009. Under the guarantee, an indemnity is due in the event of any default (on principal, interest, fees, costs and any other amount due in accordance with the contractual documentation for the asset in question) relating to one of the assets in the guaranteed portfolio. Natixis is covered as from the first euro in default and up to 85% of the default amount. This guarantee is shown on the line "Guarantee commitments received from banks" for 85% of the nominal amount of the assets guaranteed.

In addition to the commitments set out above, Coface's contracts with clients in relation to its credit insurance activities represent a total credit risk exposure of €453 billion before the impact of reinsurance versus €440 billion at December 31, 2012 (*see Section 4.6 – Risk Management*).

14.2 Financing commitments

In accordance with IAS 39 (paragraph 2), financing commitments outside the scope of IAS 39 are recognized in accordance with IAS 37, "Provisions, Contingent Liabilities and Contingent Assets".

The following financing commitments fall within the scope of IAS 39:

- commitments classified as financial liabilities at fair value through profit and loss. If an entity has a practice of reselling or securitizing loans immediately after they are issued, these loans are accounted for in accordance with IAS 39 as from the date the loan commitment is undertaken;
- those which are settled net (i.e. sold);
- commitments which result in a loan granted at below-market interest rates.

Other financing commitments falling within the scope of IAS 37.

A financing commitment given is a contingent liability, defined by IAS 37 as:

- a potential obligation arising from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- a present obligation arising as a result of past events but not recognized because:
  - it is not likely that an outflow of economic benefits will be required to settle the obligation, or
  - the amount of the obligation cannot be measured with sufficient reliability.

(in millions of euros)	12.31.2013	12.31.2012
Financing commitments given		
To banks	**15,770**	**9,339**
To customers	**66,723**	**68,073**
▪ Documentary credits	4,022	4,153
▪ Other confirmed lines of credit	43,224	41,512
▪ Other commitments	19,477	22,408
TOTAL FINANCING COMMITMENTS GIVEN	**82,493**	**77,412**
Financing commitments received		
▪ from banks	34,235	34,887
▪ from customers	11,842	15,484
TOTAL FINANCING COMMITMENTS RECEIVED	**46,077**	**50,371**

14.3 Commitments on securitizations

Natixis sets up securitization transactions on behalf of its customers and investors using specific conduits. Natixis extends liquidity lines to two ABCP conduits (Versailles and Magenta). At December 31, 2013, these lines totaled €4.9 billion.

Natixis also extended liquidity lines to several funds arranged by third parties for a total of €623 million.

At December 31, 2013, none of these vehicles was consolidated as Natixis does not exercise control and is not exposed to the majority of the risks and rewards associated with the securitized assets.

NOTE 15 POST-CLOSING EVENTS

In accordance with the plan to develop the Groupe BPCE "bancassurance" model, Natixis plans to acquire BPCE SA's stake in BPCE Assurances via Natixis Assurances between now and the end of the first quarter of 2014. This transaction was approved by the Natixis Board of Directors and the BPCE Supervisory Board, both of which met on February 19, 2014.

A 60%-owned subsidiary of Groupe BPCE, BPCE Assurances, in partnership with MACIF and MAIF, is developing property and casualty insurance with customers of the Caisses d'Epargne as well as health insurance with the customers of the Caisses d'Epargne and the Banque Populaire banks. This acquisition will be carried out while maintaining the capital agreements and existing cooperation with MAIF and MACIF.

In light of Natixis Assurances' ownership interest in BPCE Assurances (60%), Natixis will exercise control over Natixis Assurances pursuant to IFRS 10 and will fully consolidate this entity.

As it involves an entity controlled by Natixis and an entity controlled by BPCE, the transaction will be deemed to be carried out under joint control. According to this method, the difference between the price paid and Natixis' share in the historic carrying amounts of the assets and liabilities of the acquired entity is recorded as a deduction from shareholders' equity. In using this method, any goodwill and valuation differences resulting from the application of the purchase method are deducted from shareholders' equity. The carrying amounts used are those listed in the consolidated financial statements of BPCE at the date of completion of the transaction.

NOTE 16 OTHER DISCLOSURES

16.1 Finance and operating leases

16.1.1 LEASES AS LESSOR

Leases as lessor *(in millions of euros)*	12.31.2013 Residual maturity < 1 year	1-5 years	> 5 years	Total	12.31.2012 Residual maturity < 1 year	1-5 years	> 5 years	Total
Finance leases								
Gross investment	2,263	5,838	4,319	**12,420**	2,293	5,956	4,478	12,727
Present value of minimum lease payments receivable	2,084	5,196	3,565	**10,845**	2,111	5,301	3,682	11,094
Unearned finance income	179	642	754	**1,575**	182	655	796	1,633
Operating leases								
Minimum payments receivable under irrevocable leases	36	122	22	**180**	50	163	51	264

Leases as lessor *(in millions of euros)*	12.31.2013 Real estate assets	Non-real estate assets	Total	12.31.2012 Real estate assets	Non-real estate assets	Total
Finance leases						
Unsecured residual value accruing to lessor	602	14	**616**	660	16	676

16.1.2 LEASES AS LESSEE

Leases as lessee *(in millions of euros)*	12.31.2013 Real estate assets	Non-real estate assets	Total	12.31.2012 Real estate assets	Non-real estate assets	Total
Finance leases						
Net carrying amount	41		**41**	43		**43**

16.2 Related parties

RELATIONSHIPS AMONG THE GROUP'S CONSOLIDATED COMPANIES

The main transactions between Natixis and related parties (BPCE and subsidiaries, Groupe Banque Populaire including Banque Populaire banks and their subsidiaries, Groupe Caisse d'Epargne including Caisses d'Epargne and their subsidiaries, investments consolidated proportionally with respect to the portion not eliminated on consolidation and all affiliates consolidated by the equity method) are described below:

	12.31.2013			12.31.2012		
(in millions of euros)	BPCE	Banque Populaire Group	Caisse d'Epargne Group	BPCE	Banque Populaire Group	Caisse d'Epargne Group
Assets						
Assets at fair value through profit and loss	8,803	3,614	14,243	8,587	4,202	19,895
Available-for-sale financial assets	2,330	824	332	1,123	1,132	369
Loans and receivables due from banks	60,299	700	1,227	39,801	2,773	1,270
Customer loans and receivables	177			153	32	
Held-to-maturity financial assets	3		21	3		22
Liabilities						
Financial liabilities at fair value through profit and loss	8,188	1,451	2,951	5,816	1,188	4,418
Due to banks	88,551	1,442	1,886	87,160	1,415	2,088
Customer deposits	145		15	39		76
Debt securities		466	165	7,440	374	63
Subordinated debt	1,107	2		1,257	2	8
Equity (DSNs and shareholder advances)	331			446		
Income						
Interest and similar income	566	99	67	845	281	98
Interest and similar expenses	(996)	(30)	(100)	(1,881)	(53)	(101)
Net fee and commission income	(108)	(225)	95	(143)	(205)	81
Net gains or losses on financial instruments at fair value through profit and loss	461	(62)	(614)	(1,546)	150	1,451
Net gains or losses on available-for-sale financial assets	246			267		
Income and expenses from other activities	8	(1)	(15)	15	(13)	(37)
General operating expenses	(55)		(1)	(43)		
Commitments						
Commitments given [(a)]	42	170	47	80	247	64
Commitments received	4,140	2,164	1,506	5,849	2,818	1,494

(a) Net outstandings at December 31, 2012 were restated in the amount of €75,454 million based on the guarantees given by CEGC (See Note 14.1). The guarantees given by CEGC as part of its activity are now treated for accounting purposes as insurance contracts in accordance with IFRS 4, "Insurance Contracts", and are recognized on the liabilities side of the balance sheet as stated in Note 2.10.

Relations with other proportionally-consolidated entities and entities accounted for by the equity method are not material.

MANAGEMENT COMPENSATION

(in euros)	12.31.2013	12.31.2012
Natixis directors [(a)]	401,000	426,000
Executive managers [(b)]	11,479,776	8,919,033

(a) *In 2012 and 2013, attendance fees paid to members of the Board of Directors included a fixed portion (€10,000 per year per person) and a variable portion (€2,000 per Board Meeting per person). The members of the Audit Committee and the Compensation Committee received a fixed payment (€5,000 and €3,000 respectively, €20,000 for the Chairman of the Audit Committee and €10,000 for the Chairman of the Compensation Committee) and a variable payment of €1,000 per meeting per person.*

(b) *The amounts shown for 2012 and 2013 represent the total amount of compensation (fixed, variable, benefits in kind, etc.) paid to the members of the Management Board in the 2012 and 2013 fiscal year. The change in compensation mainly reflects the changes that took place in 2012 in the membership of the Natixis Management Board.*

COMPENSATION OF EXECUTIVE CORPORATE OFFICERS

Compensation for corporate officers is granted as detailed in the standardized tables compliant with AMF recommendations in parts 3.4.2 of the registration document.

The table below shows the compensation paid in the financial year.

	FY 2013	FY 2012
Laurent Mignon, CEO		
Compensation for the fiscal year	€1,766,120	€1,539,010
Value of options granted during the fiscal year	n/a	n/a
Value of performance shares granted during the fiscal year	€350	n/a
TOTAL	**€1,766,470**	**1,539,010 €**

RETIRING EXECUTIVE OFFICERS

Natixis' Chief Executive Officer currently enjoys the retirement benefits plan offered to upper management officers ("hors classification"):

- Social Security contributions in tranche A*;
- Mandatory ARRCO contributions in tranche A* (overall rate of 7.50%);
- Additional ARRCO contributions in tranches A* (6.563%) and B* (5.625%);
- AGIRC contributions in tranches B* (20.30%) and C* (20.30%).

No contributions are made above tranche C*.

SEVERANCE PAYMENTS

With regard to calculation of severance payments for the duties of Chief Executive Officer, the Board of Directors, on the advice of the Compensation Committee, authorized during the meeting of February 22, 2011, the commitment establishing the terms and conditions for compensation due or liable to be due to Laurent Mignon in the event he no longer performs the duties of Chief Executive Officer. This commitment was also approved by the Combined General Shareholders' Meeting of May 26, 2011 *(see sixth resolution)*.

At the end of this commitment, it is expected that the Chief Executive Officer will not receive severance payments if he leaves the Company at his initiative to perform new duties or changes his position within Groupe BPCE. Furthermore, this payment will not be made if the Company is experiencing serious economic difficulties. Furthermore, in accordance with the provisions of the AFEP-Medef code of corporate governance, the right to compensation is subject to a certain number of criteria and performance conditions.

Furthermore, members of the Board of Directors do not benefit from severance payments in relation to their function with Natixis.

* *Tranche A corresponds to the fraction of annual compensation between €0 and €37,032.*
Tranche B corresponds to the fraction of annual compensation between €37,032 and €148,128.
Tranche C corresponds to the fraction of annual compensation between €148,128 and €296,256.

16.3 Insurance companies

16.3.1 INSURANCE COMPANY RESULTS

The insurance industry companies within Natixis' scope of consolidation are: Coface core (strategic activities) and its subsidiaries, Natixis Assurances and its subsidiaries (life insurance, personal protection insurance, property and casualty insurance) and CEGC (Compagnie Européenne de Garanties et de Cautions).

The following table shows a reconciliation between insurance companies' financial statements as presented and how they would translate into the banking format. It also shows the consolidated contribution by insurance companies in banking format.

The main reclassifications concern general operating expenses, which are reported by function in the insurance format and by type in the banking format.

As regards net revenues, in the interest of consistency, insurance income and expenses that are similar to banking income and expenses (principally interest and fees and commissions) are reclassified under the corresponding line items in the banking format.

Balance sheet reclassifications are immaterial. Most of the balance sheet line items specific to insurance companies are shown under "insurance company investments" on the asset side and under "insurance companies' technical reserves" on the liabilities side. Receivables and related payables, shown under accrued income, prepaid expenses and other assets or deferred income, accrued charges and other liabilities in the insurance format are reclassified in the same lines as the principal in the banking format.

Item *(in millions of euros)*	12.31.2013	12.31.2013						
		Banking format						
	Insurance format Total	Net revenues	Expenses	Gross operating income	Provision for credit losses	Tax	Other items	Net income
Premiums written	*5,490*	*5,490*		*5,490*				*5,490*
Change in unearned premium income	*(146)*	*(146)*		*(146)*				*(146)*
Earned premiums	5,344	5,344		5,344				5,344
Banking operating income	67	67		67				67
Revenues and income from other activities	183	183		183				183
Other operating income	15	14	1	15				15
Investment income	*1,337*	*1,337*		*1,337*				*1,337*
Investment expenses	*(229)*	*(220)*	*(9)*	*(229)*				*(229)*
Capital gains and losses on disposal of investments (net of reversals, write-downs and amortization)	*369*	*367*		*367*	3		*(1)*	*369*
Change in fair value of investments carried at fair value through profit and loss	*482*	*482*		*482*				*482*
Change in write-downs on investments	*(59)*	*(59)*		*(59)*	(1)			*(60)*
Investment income (net of expenses)	**1,899**	**1,907**	**(9)**	**1,898**	**2**		**(1)**	**1,899**
Policy benefit expenses	**(5,818)**	**(5,766)**	**(53)**	**(5,818)**				**(5,818)**
Reinsurance transfer income	*1,335*	*1,335*		*1,335*				*1,335*
Reinsurance transfer expenses	*(1,256)*	*(1,256)*		*(1,256)*				*(1,256)*
Income and expenses net of reinsurance transfers	**79**	**79**		**79**				**79**
Provision for credit losses	(3)				(3)			(3)
Banking operating expenses								
Policy acquisition costs	(613)	(436)	(177)	(613)				(613)
Amortization of portfolio values and related items								
Administrative costs	(499)	(206)	(293)	(499)				(499)
Other recurring operating income and expenses	(212)	(27)	(185)	(211)				(212)
Other operating income and expenses	1	2	(1)	1				1
Operating income (loss)	**444**	**1,161**	**(715)**	**446**	**(1)**		**(1)**	**444**
Finance expenses	(25)	(25)		(25)				(25)
Share in income of associates	9						9	9
Income taxes	(102)					(102)		(102)
After-tax income from discontinued activities								
Non-controlling interests								
CONSOLIDATED NET INCOME	**327**	**1,136**	**(715)**	**421**	**(1)**	**(102)**	**8**	**327**

AT DECEMBER 31, 2012

	12.31.2012	12.31.2012						
		Banking format						
ITEM *(in millions of euros)*	**Insurance format Total**	**Net revenues**	**Expenses**	**Gross operating income**	**Provision for credit losses**	**Tax**	**Other items**	**Net income**
Premiums written	*4,421*	*4,421*		*4,421*				*4,421*
Change in unearned premium income	*(58)*	*(58)*		*(58)*				*(58)*
Earned premiums	4,363	4,363		4,363				4,363
Banking operating income	77	77		77				77
Revenues and income from other activities	181	181		181				181
Other operating income	14	13	2	14				14
Investment income	*1,485*	*1,485*		1,485				1,485
Investment expenses	*(278)*	*(260)*	*(9)*	*(270)*	*(8)*			*(278)*
Capital gains and losses on disposal of investments (net of reversals, write-downs and amortization)	*174*	*163*		*163*	*12*			*174*
Change in fair value of investments carried at fair value through profit and loss	*580*	*580*		*580*				*580*
Change in write-downs on investments	*(118)*	*(112)*		*(112)*	*(5)*			*(118)*
Investment income (net of expenses)	**1,844**	**1,855**	**(9)**	**1,846**	**(2)**			**1,844**
Policy benefit expenses	**(4,862)**	**(4,815)**	**(47)**	**(4,862)**				**(4,862)**
Reinsurance transfer income	*3,223*	*3,223*		*3,223*				*3,223*
Reinsurance transfer expenses	*(3,182)*	*(3,182)*		*(3,182)*				*(3,182)*
Income and expenses net of reinsurance transfers	**41**	**41**		**41**				**41**
Provision for credit losses	(1)				(1)			(1)
Banking operating expenses								
Policy acquisition costs	(551)	(407)	(144)	(551)				(551)
Amortization of portfolio values and related items								
Administrative costs	(449)	(205)	(244)	(449)				(449)
Other recurring operating income and expenses	(279)	(26)	(253)	(279)				(279)
Other operating income and expenses	(1)			(1)				(1)
Operating income (loss)	**377**	**1,077**	**(697)**	**380**	**(3)**			**377**
Finance expenses	(34)	(34)		(34)				(34)
Share in income of associates	9						9	9
Income taxes	(101)					(101)		(101)
After-tax income from discontinued activities								
Non-controlling interests	(1)						(1)	(1)
CONSOLIDATED NET INCOME	**251**	**1,043**	**(697)**	**346**	**(3)**	**(101)**	**8**	**251**

16.3.2 INSURANCE COMPANY CONTRIBUTIONS TO THE CONSOLIDATED INCOME STATEMENT

(in millions of euros)	12.31.2013	12.31.2012
Interest and similar income	1,077	1,168
Interest and similar expenses	(189)	(186)
Fee and commission income	345	366
Fee and commission expenses	(642)	(621)
Net gains or losses on financial instruments at fair value through profit and loss	582	617
Net gains or losses on available-for-sale financial assets	340	147
Income from other activities	4,377	1,476
Expenses from other activities	(4,755)	(1,923)
Net revenues	**1,136**	**1,043**
General operating expenses	(676)	(661)
Depreciation, amortization and impairment on property, plant and equipment and intangible assets	(39)	(36)
Gross operating income	**421**	**346**
Provision for credit losses	(1)	(3)
Net operating income	**420**	**343**
Share in income of associates	9	9
Gain or loss on other assets	(1)	1
Change in value of goodwill		
Pre-tax profit	**428**	**352**
Income tax	(102)	(101)
Net income	**327**	**252**
Non-controlling interests		(1)
NET INCOME (GROUP SHARE)	**327**	**251**

16.4 Statutory Auditors' fees

The bank's financial statements are audited by three independent accounting firms.

The mandate of Mazars was renewed by the shareholders at the General Meeting of May 2012, for a term of six years ending as of the General Shareholders' Meeting called to approve the 2018 financial statements. The mandate of Deloitte & Associés was renewed by the shareholders at the General Meeting of May 2010, for a term of six years ending as of the General Shareholders' Meeting called to approve the 2016 financial statements. KPMG Audit was appointed in replacement of Salustro Reydel by the shareholders at the General Meeting of May 2010, for a term of six years ending as of the General Shareholders' Meeting called to approve the 2016 financial statements.

- Deloitte & Associés – 185, avenue Charles-de-Gaulle – 92524 Neuilly-sur-Seine Cedex represented by signatory partners José-Luis Garcia and Jean-Marc Mickeler;
- KPMG Audit, Département de KPMG S.A. – 1 cours Valmy – 92923 Paris La Défense Cedex, represented by signatory partner, Jean François Dandé;
- Mazars – Immeuble Exaltis 61, rue Henri-Régnault – 92075 La Défense Cedex, represented by signatory partners Michel Barbet–Massin and Emmanuel Dooseman.

Deloitte & Associés, KPMG Audit and Mazars are registered as Statutory Auditors with the Compagnie Régionale des Commissaires aux Comptes of Versailles (Regional Association of Statutory Auditors of Versailles) and under the supervision of the Haut Conseil du Commissariat aux Comptes (French High Council of Statutory Auditors).

The Statutory Auditors were paid the following amounts in return for their duties:

	Total					Deloitte & Associés					KPMG					MAZARS				
	2013		2012			2013		2012			2013		2012			2013		2012		
(In thousands of euros)	Amount	%	Amount	%	Change %	Amount	%	Amount	%	Change %	Amount	%		%	Change %	Amount	%	Amount	%	Change %
Audit																				
■ Independent audit, certification and examination of the separate and consolidated accounts	14,365	75%	14,397	75%	0%	7,299	65%	7,318	69%	0%	3,854	90%	3,917	80%	(2%)	3,212	86%	3,163	86%	2%
Issuer	*5,025*		*4,726*			*2,095*		*2,002*			*1,438*		*1,332*			*1,493*		*1,392*		
Fully consolidated subsidiaries	*9,340*		*9,671*			*5,205*		*5,316*			*2,417*		*2,585*			*1,719*		*1,771*		
■ Other procedures and services directly related to the Statutory Auditor's assignment	2,367	12%	1,391	7%	70%	1,785	16%	807	8%	121%	190	4%	195	4%	(3%)	392	11%	389	11%	1%
Issuer	*1,708*		*966*			*1,264*		*680*			*172*		*161*			*272*		*125*		
Fully consolidated subsidiaries	*659*		*425*			*521*		*127*			*18*		*34*			*120*		*264*		
Sub-total	**16,732**	**87%**	**15,789**	**82%**	**6%**	**9,084**	**81%**	**8,124**	**77%**	**12%**	**4,044**	**94%**	**4,113**	**84%**	**(2%)**	**3,604**	**97%**	**3,552**	**97%**	**1%**
Other services provided by the firms to fully consolidated subsidiaries																				
Legal, tax and employee related	1,143	6%	1,385	7%	(17%)	879	8%	773	7%	14%	158	4%	576	12%	(73%)	107	3%	36	1%	196%
Other	1,403	7%	2,050	11%	(32%)	1,292	11%	1,661	16%	(22%)	97	2%	206	4%	(53%)	14	0%	182	5%	(92%)
Sub-total	**2,546**	**13%**	**3,434**	**18%**	**(26%)**	**2,170**	**19%**	**2,434**	**23%**	**(11%)**	**255**	**6%**	**782**	**16%**	**(67%)**	**121**	**3%**	**218**	**6%**	**(45%)**
TOTAL	**19,278**	**100%**	**19,223**	**100%**	**0%**	**11,254**	**100%**	**10,558**	**100%**	**7%**	**4,299**	**100%**	**4,895**	**100%**	**(12%)**	**3,724**	**100%**	**3,679**	**100%**	**(1%)**

Other procedures and services directly related to the Statutory Auditors' task, which mainly comprise procedures related to financial transactions, auditing the entity's compliance arrangement in respect of regulatory requirements, and auditing the quality of the internal audit operation.

In addition, the fees paid to PricewaterhouseCoopers, auditors for BPCE, stand at €3,157,000 for audit services and €2,592,000 for other services.

The Deputy Auditors are:

- BEAS, 7-9 Villa Houssay – 92200 Neuilly-sur-Seine;
- Malcolm McLarty, 1 cours Valmy - 92923 Paris La Défense Cedex;
- Franck Boyer, Immeuble Exaltis – 61, rue Henri-Régnault – 92075 La Défense cedex.

NOTE 17 OPERATIONS BY COUNTRY

Article 7 of Law No. 2013-672 of the French Monetary and Financial Code of July 26, 2013, amending Article L.511-45 requires credit institutions to publish information on their locations and activities in each country or territory.

Pursuant to the article referred to above, the table below specifically provides information linked to net revenues and headcount as at December 31, 2013.

17.1 Entity operations by country

Country of operation	Activity
SOUTH AFRICA	
COFACE SOUTH AFRICA	Insurance
COFACE SOUTH AFRICA SERVICES	Insurance
ALGERIA	
NATIXIS ALGERIE	Bank
GERMANY	
COFACE DEBITOREN	Receivables management and data
COFACE DEUTSCHLAND (EX COFACE KREDIT)	Credit insurance and related services
COFACE FINANZ	Factoring
COFACERATING HOLDING	Receivables management and data
COFACERATING.DE	Receivables management and data
KISSELBERG	Insurance
NATIXIS FRANKFURT	Financial institution
NATIXIS GLOBAL ASSOCIATES GERMANY	Retail
NGAM SA Zweignierderlaasung Deutschland	Retail
NATIXIS PFANDBRIEFBANK AG	Securitization vehicle
AKCO FUND	Insurance investment mutual fund
COFACE DEUTSCHLAND VERTRIEB GMBH	Financial data
MSL1 FUND	Insurance investment mutual fund
ARGENTINA	
COFACE ARGENTINA -SUCC (COFACE S.A.)	Insurance
AUSTRALIA	
COFACE AUSTRALIE (SUCC-COFACE SA)	Insurance
NATIXIS AUSTRALIA PTY Ltd	Financial institution
NATIXIS GLOBAL ASSOCIATES AUSTRALIA HOLDINGS, LLC	Holding
AUSTRIA	
COFACE AUSTRIA	Holding
COFACE CENTRAL EUROPE HOLDING	Holding
COFACE SERVICES AUSTRIA	Receivables management and data
BELGIUM	
COFACE BELGIUM - SUCC (COFACE S.A.)	Insurance
COFACE BELGIUM SERVICES HOLDING	Business and solvency data
EDF INVESTISSEMENT GROUPE (30)	Investment company
KOMPASS Belgique	Marketing and other services
NATIXIS BELGIQUE INVESTISSEMENTS	Investment company
COFACE BELGIUM SERVICES	Business and solvency data
BRAZIL	
COFACE DO BRASIL SEGUROS DE CREDITO	Credit insurance and related services
NATIXIS BRASIL SA	Financial institution
SEGURO BRASILEIRA C.E	Credit insurance and related services
BULGARIA	
COFACE BULGARIA (Branch)	Insurance
CANADA	
COFACE CANADA - SUCC (COFACE S.A.)	Insurance
CHILE	
COFACE CHILE S.A	Insurance
COFACE CHILE -SUCC (COFACE SA)	Insurance
CHINA	
NATIXIS SHANGHAI	Financial institution
DENMARK	
COFACE DANMARK-SUCC (COFACE KREDIT)	Insurance
COFACE FINANS A/S DANMARK	Factoring
UNITED ARAB EMIRATES	
NATIXIS DUBAI	Financial institution
NGAM Middle East	Retail
ECUADOR	
COFACE ECUADOR (SUCC-COFACE SA)	Insurance
SPAIN	
COFACE IBERICA -SUCC (COFACE SA)	Insurance
COFACE SERVICIOS ESPANA S.L.	Receivables management and data
NATIXIS LEASE MADRID	Equipment and real estate leasing
NATIXIS MADRID	Financial institution
NGAM Sucursal en Espana	Retail
UNITED STATES	
AEW CAPITAL MANAGEMENT, INC.	Asset Management
AEW CAPITAL MANAGEMENT, LP	Asset Management
AEW II CORPORATION	Asset Management
AEW PARTNERS III, INC.	Asset Management
AEW PARTNERS IV, INC.	Asset Management
AEW PARTNERS V, INC.	Asset Management
AEW PARTNERS VI, INC.	Asset Management
AEW REAL ESTATE ADVISORS, INC.	Asset Management
AEW SENIOR HOUSING INVESTORS INC	Asset Management
AEW VIA INVESTORS, LTD	Asset Management
AEW VIF II INVESTORS, INC.	Asset Management
AEW VIF INVESTORS, INC.	Asset Management
ALPHASIMPLEX GROUP LLC	Asset Management
ALTERNATIVE STRATEGIES GROUP LLC	Asset Management
AURORA INVESTMENT MANAGEMENT LLC	Asset Management
CAPITAL GROWTH MANAGEMENT, LP	Asset Management
CASPIAN CAPITAL MANAGEMENT, LLC	Asset Management
COFACE COLLECTION NORTH AMERICA	Receivables management and data
COFACE COLLECTION NORTH AMERICA HOLDING LLC	Receivables management and data
COFACE NORTH AMERICA	Credit insurance and related services
COFACE NORTH AMERICA HOLDING COMPANY	Holding
COFACE NORTH AMERICA INSURANCE COMPANY	Credit insurance and related services
COFACE SERVICES NORTH AMERICA GROUP	Holding
CREA WESTERN INVESTORS I, INC.	Asset Management
DARIUS CAPITAL PARTNERS USA	Investment advisory services
GATEWAY INVESTMENT ADVISERS, LLC	Asset Management
HANSBERGER GLOBAL INVESTORS, INC	Asset Management
HANSBERGER GROUP, INC.	Asset Management
HARRIS ALTERNATIVES HOLDING INC	Holding
HARRIS ASSOCIATES INVESTMENT TRUST	Asset Management

Country of operation	Activity
HARRIS ASSOCIATES LP	Asset Management
HARRIS ASSOCIATES SECURITIES, LP	Retail
HARRIS ASSOCIATES, INC.	Asset Management
KOBRICK FUNDS, LLC	Asset Management
LOOMIS SAYLES & COMPANY, INC.	Asset Management
LOOMIS SAYLES & COMPANY, LP	Asset Management
LOOMIS SAYLES ALPHA, LLC.	Asset Management
LOOMIS SAYLES DISTRIBUTORS, INC.	Retail
LOOMIS SAYLES DISTRIBUTORS, LP	Retail
LOOMIS SAYLES SOLUTIONS, INC	Asset Management
MC DONNELL	Asset Management
MC MANAGEMENT, INC.	Holding
MC MANAGEMENT, LP	Holding
NATEXIS FUNDING USA LLC	Refinancing activity
NATEXIS US FINANCE CORPORATION	Issuance of debt securities
NATIXIS ASG HOLDINGS, INC	Retail
NATIXIS DERIVATIVES INC	Brokerage
NATIXIS FINANCIAL PRODUCTS LLC	Derivatives transactions
NATIXIS FUNDING CORP	Other financial company
NATIXIS GLOBAL ASSET MANAGEMENT HOLDINGS, LLC	Holding
NATIXIS GLOBAL ASSET MANAGEMENT, LLC	Holding
NATIXIS GLOBAL ASSET MANAGEMENT, LP	Holding
NATIXIS INVESTMENT CORP.	Portfolio management
NATIXIS NEW YORK	Financial institution
NATIXIS NORTH AMERICA LLC (formerly NATIXIS NORTH AMERICA INC)*	Holding
NATIXIS REAL ESTATE CAPITAL LLC	Real estate finance
NATIXIS REAL ESTATE HOLDINGS LLC	Real estate finance
NATIXIS SECURITIES AMERICAS LLC	Brokerage
NATIXIS US HOLDINGS Inc	Holding
NGAM Advisors, LP	Retail
NGAM Distribution Corporation	Retail
NGAM Distribution, LP	Retail
NGAM INTERNATIONAL, LLC	Retail
REICH & TANG ASSET MANAGEMENT, LLC	Asset Management
REICH & TANG DEPOSIT SOLUTIONS, LLC	Asset Management
REICH & TANG DISTRIBUTORS, INC.	Retail
REICH & TANG SERVICES, INC.	Asset Management
REICH & TANG STABLE CUSTODY GROUP II LLC.	Asset Management
REICH & TANG STABLE CUSTODY GROUP LLC.	Asset Management
SNYDER CAPITAL MANAGEMENT, INC.	Asset Management
SNYDER CAPITAL MANAGEMENT, LP	Asset Management
VAUGHAN NELSON INVESTMENT MANAGEMENT, INC.	Asset Management
VAUGHAN NELSON INVESTMENT MANAGEMENT, LP	Asset Management
VAUGHAN NELSON TRUST COMPANY	Asset Management
BLEACHERS FINANCE 1 Ltd	Securitization vehicle
PLAZA SQUARE APPARTMENTS OWNERS LLC	Real estate finance
CM REO HOLDINGS TRUST	Secondary markets finance
CM REO TRUST	Secondary markets finance
NH PHILADELPHIA PROPERTY LP	Real estate finance
WTC OWNER LLC	Real estate finance
MSR TRUST	Real estate finance
CANVAS SECURISATION LLC	Real estate finance
LOMBARDE LLC	Securitization vehicle
NORDET LLC	Securitization vehicle
NOMURA RESECURIZATION TRUST 2012-1R	Securitization vehicle
IXIS CMNA (Australia) (No. 2) LLC	Other financial company
IXIS CMNA (Australia) HOLDINGS (N°2) INC.	Other financial company
NATIXIS PRIVATE EQUITY CASPIAN IA, LP	Private Equity
NATIXIS PRIVATE EQUITY CASPIAN IB, LP	Private Equity
NATEXIS BANQUES POPULAIRES PREFERRED CAPITAL III	Issue of preferred shares
AEW ADVISORS, INC.	Asset Management
AEW PARTNERS VII, INC.	Asset Management
EPI SLP LLC	Asset Management
EPI SO SLP LLC	Asset Management
FEDERAL STREET MANAGEMENT, INC	Asset Management
AURORA HORIZON FUNDS	Asset Management
LOOMIS SAYLES TRUST COMPANY, LLC	Asset Management
NATIXIS CASPIAN PRIVATE EQUITY LLC	Asset Management
FRANCE	
1818 IMMOBILIER	Real estate operations
AEW COINVEST	Asset Management
AEW EUROPE SA	Asset Management
AEW EUROPE SGP	Asset Management
ASSURANCES BANQUE POPULAIRE IARD	Property damage insurance
ASSURANCES BANQUE POPULAIRE PREVOYANCE	Personal protection insurance
ASSURANCES BANQUE POPULAIRE VIE	Insurance
CGW GESTION D'ACTIFS	Asset Management
CO-ASSUR	Insurance brokerage advisory
COFACE HOLDING SAS	Holding
COFACE SA	Credit insurance and related services
COFACE SERVICE	Information
COFACREDIT	Credit insurance and related services
COFINPAR	Credit insurance and related services
COGERI	Receivables management and data
COMPAGNIE EUROPEENNE DE GARANTIES ET CAUTIONS	Insurance
DARIUS CAPITAL PARTNERS SAS	Investment advisory services
FCT FAST	Securitization fund
FCT VEGA	Securitization fund
KOMPASS INTERNATIONAL NEUENSCHWANDER	Holding
LEASE EXPANSION	IT operational leasing
MIROVA ENVIRONMENT AND INFRASTRUCTURE*	Management of venture capital mutual funds
NAMI AEW EUROPE	Asset Management
NATIXIS ALTAIR IT SHARED SERVICES	Data services
NATIXIS ASSET MANAGEMENT	Asset Management
NATIXIS ASSET MANAGEMENT FINANCE	Holding
NATIXIS ASSURANCES	Insurance company holding company
NATIXIS CAR LEASE	Extended period vehicle rental
NATIXIS CONSUMER FINANCE	Holding
NATIXIS CONSUMER FINANCE IT	Consumer Finance
NATIXIS FORMATION EPARGNE FINANCIERE	Holding
NATIXIS GLOBAL ASSET MANAGEMENT	Holding
NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 1	Holding
NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 3	Holding
NATIXIS HCP	Holding
NATIXIS IMMO DEVELOPPEMENT	Residential real estate development
NATIXIS INNOV	Holding
NATIXIS INTERTITRES	Service vouchers offers
NATIXIS LIFE	Life insurance
NATIXIS LLD	Extended period vehicle rental
NATIXIS MARCO	Investment company (extension of activity)
NATIXIS PRIVATE EQUITY	Private Equity
NATIXIS PRIVATE EQUITY INTERNATIONAL	Private Equity
NATIXIS S.A.	Holding
NATIXIS VENTURE SELECTION	Investment fund
NAXICAP PARTNERS	Management of venture capital mutual funds
NEM INVEST SAS	Private Equity
NGAM Distribution, France branch	Retail
OSSIAM	Asset Management
PROVIDENTE SA	Stakeholdings
NATIXIS FUNDING	Market making on secondary debt market
GAMMA	Securitization vehicle
FCT NATIXIS CORPORATE FINANCEMENT	Securitization vehicle
INVEST OMEGA	Securitization vehicle
FCT Natixis Export Credit Agency	Securitization vehicle
BP DEVELOPPEMENT	Venture capital

Country of operation	Activity
NATEXIS PRIVATE EQUITY OPPORTUNITIES	Private Equity
NAXICAP RENDEMENT 2018	Private Equity
BANQUE PRIVEE 1818	Credit institution
VEGA INVESTMENT MANAGERS	Mutual fund holding company
SELECTION 1818	Investment product distribution to IWMAs
ABP ALTERNATIF OFFENSIF	Fund of hedge funds
ABP DIVERSIFIE	Insurance investment mutual fund
ASSURANCES BANQUE POPULAIRE CROISSANCE RENDEMENT	Insurance investment mutual fund
NATIXIS ULTRA SHORT TERM BONDS PLUS	Insurance investment mutual fund
ASSURANCES BANQUE POPULAIRE MIDCAP	Insurance investment mutual fund
ASSURANCES BANQUE POPULAIRE VIE	Life insurance
FRUCTIFONCIER	Insurance real estate investments
NAMI INVESTMENT	Insurance real estate investments
VITALIA VIE	Life insurance
NATIXIS FINANCEMENT	Consumer Finance
NATIXIS COFICINE	Finance company (audiovisual)
NATIXIS FACTOR	Factoring
NATIXIS INTEREPARGNE	Employee savings plan management
SCI CHAMPS-ELYSEES	Real estate management
SCI LA BOETIE	Real estate management
SCI SACCEF	Real estate management
NATIXIS PAIEMENTS	Banking services
CICOBAIL	Real estate leasing
GCE BAIL	Leasing
FRUCTIBAIL	Real estate leasing
NATIXIS LEASE MADRID	Real estate leasing
NATIXIS BAIL	Real estate leasing
NATIXIS ENERGECO	Non-real estate leasing
NATIXIS LEASE	Non-real estate leasing
S.C.I. VALMY COUPOLE	Real estate operations
OPCI NATIXIS LEASE INVESTMENT	Real estate funds
SUD OUEST BAIL	Real estate leasing
SAS IMMOBILIERE NATIXIS BAIL	Real estate leasing
OCEOR LEASE REUNION	Non-real estate leasing
FIMIPAR	Buyback of receivables
Fonds Colombes	Mutual funds
IJCOF Corporate	Receivables management
S.C.I. ALTAIR 1	Real estate operations
S.C.I. ALTAIR 2	Real estate operations
NATIXIS IMMO EXPLOITATION	Real estate operations
NATIXIS FONCIERE SA	Real estate investments
AXELTIS SA	Holding
UNITED KINGDOM	
AEW EUROPE ADVISORY LTD	Asset Management
AEW EUROPE CC LTD	Asset Management
AEW EUROPE HOLDING Ltd	Asset Management
AEW EUROPE PARTNERSHIP	Asset Management
AEW GLOBAL ADVISORS (EUROPE) LTD	Asset Management
AEW GLOBAL LTD	Asset Management
AEW GLOBAL UK LTD	Asset Management
AEW UK INVESTMENT MANAGEMENT LLP	Asset Management
COFACE UK - SUCC (COFACE SA)	Insurance
COFACE UK HOLDINGS	Holding
COFACE UK SERVICES LTD	Receivables management and data
H2O ASSET MANAGEMENT	Asset Management
LOOMIS SAYLES INVESTMENTS Ltd (UK)	Asset Management
NATIXIS LONDON	Financial institution
NATEXIS COMMODITY MARKETS Ltd	Precious metals brokerage
AEW EUROPE INVESTMENT LTD	Asset Management
AEW EUROPE LLP	Asset Management
H2O ASSET MANAGEMENT Corporate member	Asset Management
NGAM UK LTD. (formerly Natixis Global Associates UK)	Retail

Country of operation	Activity
HONG KONG	
AEW ASIA LIMITED	Asset Management
COFACE HONG KONG -SUCC (COFACE S.A.)	Insurance
HANSBERGER GLOBAL INVESTORS Ltd	Asset Management
NATIXIS ASIA LTD	Other financial company
NATIXIS GLOBAL ASSET MANAGEMENT HONG KONG	Asset Management
NATIXIS HONG KONG	Financial institution
HUNGARY	
COFACE HUNGARY (formerly ÖKVC FIÓKTELEPE) - SUCC (COFACE AUSTRIA)	Insurance
MAURITIUS	
NEXGEN MAURITIUS Ltd	Structured finance
CAYMAN ISLANDS	
UNIVERSE HOLDINGS Ltd	Structured finance
LIBERTY ISLAND FUNDING 2011-1 Ltd	Securitization vehicle
ULTIMA TRADING & GLOBAL STRATEGIES Ltd	Structured finance
ULTIMA TRADING & GLOBAL STRATEGIES Ltd	Structured finance
ULTIMA TRADING & GLOBAL STRATEGIES Ltd	Structured finance
INDIA	
HANSBERGER INVESTMENT ADVISORS PRIVATE Ltd	Asset Management
IDFC AMC TRUSTEE COMPANY Ltd	Investment advisory services
IDFC ASSET MANAGEMENT COMPANY Ltd	Investment advisory services
IRELAND	
COFACE IRELAND - SUCC (COFACE S.A.)	Insurance
NATIXIS CORPORATE SOLUTIONS Ltd	Structured finance
NEXGEN CAPITAL Ltd	Structured finance
NEXGEN FINANCIAL HOLDINGS Ltd	Holding
NEXGEN REINSURANCE Ltd	Reinsurance
BLOOM ASSET HOLDINGS FUND PLC	Other financial company
NATINIUM FINANCIAL PRODUCTS	Securitization vehicle
SAHARA FINANCE EUR LTD	Securitization vehicle
ISRAEL	
BUSINESS DATA INFORMATION	Marketing and other services
COFACE HOLDING ISRAEL	Holding
ITALY	
COFACE ASSICURAZIONI SPA	Credit insurance and related services
COFACE ITALIA	Holding
NATIXIS LEASE MILAN	Equipment and real estate leasing
NATIXIS MILAN	Financial institution
NGAM SA, Italy branch	Retail
JAPAN	
ASAHI NVEST INVESTMENT ADVISORY CO, LTD	Retail
COFACE JAPAN - SUCC (COFACE SA)	Insurance
NATIXIS ASSET MANAGEMENT JAPAN CO., LTD	Asset Management
NATIXIS JAPAN SECURITIES CO, Ltd	Financial institution
NATIXIS TOKYO	Financial institution
JERSEY	
NATIXIS STRUCTURED PRODUCTS LTD	Secondary markets finance
LATVIA	
COFACE LATVIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance
LEBANON	
ADIR	Property damage insurance
LITHUANIA	
LEID - SUCC (COFACE AUSTRIA)	Insurance
LUXEMBOURG	
AEW LUXEMBOURG	Asset Management
COFACE LUXEMBOURG (SUCC-Coface SA)	Insurance
FILI SA	Investment company
KENNEDY FINANCEMENT Luxembourg	Asset Management
KENNEDY FINANCEMENT Luxembourg 2	Asset Management

Country of operation	Activity
NATIXIS ALTERNATIVE ASSETS	Holding
NATIXIS BANK	International wealth management
NATIXIS ENVIRONNEMENT & INFRASTRUCTURES Luxembourg	Management of venture capital mutual funds
NATIXIS LIFE	Life insurance
NATIXIS LUXEMBOURG INVESTISSEMENTS	Investment company
NATIXIS PRIVATE EQUITY INTERNATIONAL Luxembourg	Private Equity holding
NATIXIS REAL ESTATE FEEDER SARL	Investment company
NATIXIS TRUST	Bank
IXIS CMNA (Australia) (No. 2) SCA	Other financial company
DHALIA A SICAR SCA	Private Equity
CODEIS SECURITIES SA	Private Equity
H2O ASSET MANAGEMENT Corporate member	Asset Management
H2O ASSET MANAGEMENT HOLDING	Asset Management
NGAM S.A (ex-Natixis Global Associates Luxembourg)	Retail
MALAYSIA	
NATIXIS LABUAN	Financial institution
MALTA	
CALIFANO INVESTMENTS LIMITED	Structured finance
NATIXIS MALTA INVESTMENTS LIMITED	Holding
MEXICO	
COFACE HOLDING AMERICA LATINA	Financial data
COFACE SEGURO DE CREDITO MEXICO	Insurance
NEW CALEDONIA	
OCEOR LEASE NOUMEA**	Non-real estate leasing
NETHERLANDS	
COFACE NEDERLAND - SUCC (COFACE KREDIT)	Insurance
COFACE NEDERLAND SERVICES	Receivables management and data
GRAYDON HOLDING	Receivables management and data
NGAM Nedelands filial	Retail
PBW REAM	Asset Management
TKB	Receivables management and data
POLAND	
AEW CENTRAL EUROPE	Asset Management
COFACE POLAND (formerly ÖKVC POLAND) - SUCC (COFACE AUSTRIA)	Insurance
COFACE POLAND CMS	Financial data
COFACE POLAND FACTORING	Factoring
FRENCH POLYNESIA	
OCEOR LEASE TAHITI	Non-real estate leasing

Country of operation	Activity
PORTUGAL	
COFACE PORTUGAL - SUCC (COFACE S.A.)	Insurance
IGNIOS (formerly COFACE SERVICIOS Portugal)	Receivables management and data
CZECH REPUBLIC	
COFACE CZECH INSURANCE -SUCC (COFACE AUSTRIA)	Insurance
ROMANIA	
COFACE ROMANIA CMS	Insurance
COFACE ROMANIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance
RUSSIA	
NATIXIS MOSCOW	Foreign banking
COFACE RUS INSURANCE COMPANY	Credit insurance
SINGAPORE	
ABSOLUTE ASIA AM	Asset Management
COFACE SINGAPOR -SUCC (COFACE S.A.)	Insurance
LOOMIS SAYLES INVESTMENTS ASIA Pte Ltd	Asset Management
NATIXIS CORPORATE SOLUTIONS (ASIA) Pte Ltd	Structured finance
NATIXIS GLOBAL ASSET MANAGEMENT ASIA Pte	Asset Management
NATIXIS PRIVATE EQUITY INTERNATIONAL SINGAPORE	Private Equity holding
NATIXIS SINGAPORE	Financial institution
FNS4	Private Equity
AEW Asia Pte Ltd (formerly AEW GLOBAL ADVISORS (Asia) Pte, LTD)	Asset Management
SLOVAKIA	
COFACE SLOVAKIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance
SWEDEN	
COFACE SVERIGE (formerly AKC NORDEN) - SUCC (COFACE KREDIT)	Insurance
NGAM, Nordic subsidiary	Retail
SWITZERLAND	
COFACE SWITZERLAND - SUCC (COFACE S.A.)	Insurance
NGAM Switzerland SARL (formerly Natixis Global Associates Switzerland)	Asset Management
TAIWAN	
COFACE TAIWAN (SUCC-COFACE S.A.)	Insurance
NGAM SECURITIES INVESTMENT CONSULTING Co. LTD	Asset Management
TURKEY	
COFACE SIGORTA TURQUIE	Insurance
VIETNAM	
NATIXIS HO-CHI MINH	Financial institution

** Change in registered company name in 2013.*

17.2 Net revenues and headcount by country

Country of operation	Contributing IFRS net revenues *(in millions of euros)*	Headcount (FTE)*
ALGERIA	65.8	680
ARGENTINA	4.7	47
AUSTRALIA	17.7	14
AUSTRIA	31.6	111
BELGIUM	24.0	45
BRAZIL	16.2	128
BULGARIA	0.7	6
CANADA	9.9	12
CAYMAN ISLANDS	-8.9	
CHILE	5.4	43
CHINA	11.7	44
CZECH REPUBLIC	1.4	6
DENMARK	14.6	81
ECUADOR	1.2	22
FRANCE	3,673.3	12,256
FRENCH POLYNESIA	1.3	
GERMANY	216.5	753
HONG KONG	69.9	341
HUNGARY	1.3	16
INDIA	0.0	3
IRELAND	19.2	7
ISRAEL	10.2	108
ITALY	153.9	249
JAPAN	34.0	66
JERSEY	0.3	
LATVIA	0.1	7
LEBANON	0.0	
LITHUANIA	2.4	13
LUXEMBOURG	162.0	175
MALAYSIA	1.6	2
MALTA	1.1	
MAURITIUS	0.0	
MEXICO	2.3	45
NETHERLANDS	24.1	65
NEW CALEDONIA	2.5	
POLAND	20.2	203
PORTUGAL	8.9	27
ROMANIA	4.6	90
RUSSIA	20.0	66
SINGAPORE	66.4	111
SLOVAKIA	0.4	7
SOUTH AFRICA	6.5	77
SPAIN	114.7	240
SWEDEN	1.2	14
SWITZERLAND	1.9	26
TAIWAN	1.6	11
TURKEY	4.9	45
UNITED ARAB EMIRATES	13.8	36
UNITED KINGDOM	191.9	473
UNITED STATES	1,817.9	2,815
VIETNAM	1.3	48
TOTAL	**6,848.3**	**19,632**

* *Full-time equivalent current employees of Natixis at the reporting date.*

NOTE 18 COMPARATIVE CONSOLIDATION SCOPE

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
WHOLESALE BANKING							
NATIXIS S.A.	Holding	FC	100	100	100	100	France
NATIXIS REAL ESTATE FEEDER SARL	Investment company	FC	100	100	100	100	Luxembourg
NATIXIS ASIA LTD	Other financial company	FC	100	100	100	100	Hong Kong
NATIXIS STRUCTURED PRODUCTS LTD	Secondary markets finance	FC	100	100	100	100	Jersey
NATIXIS AUSTRALIA PTY Ltd	Financial institution	FC	100	100	100	100	Australia
NATIXIS JAPAN SECURITIES CO, Ltd	Financial institution	FC	100	100	100	100	Japan
NATEXIS COMMODITY MARKETS Ltd (19)	Precious metals brokerage		0	0	100	100	United Kingdom
NATIXIS MOSCOW	Foreign banking	FC	100	100	100	100	Russia
NATEXIS US FINANCE CORPORATION	Issuance of debt securities	FC	100	100	100	100	United States
NATIXIS FUNDING (1)**	Market making on secondary debt market	FC	100	100	100	100	France
NATIXIS IMMO DEVELOPPEMENT	Residential real estate development	FC	100	100	100	100	France
NATIXIS TRUST	Bank	FC	100	100	100	100	Luxembourg
NATIXIS MARCO	Investment company (extension of activity)	FC	100	100	100	100	France
NATIXIS BELGIQUE INVESTISSEMENTS	Investment company	FC	100	100	100	100	Belgium
EDF INVESTISSEMENT GROUPE (30)	Investment company	Prop	4	4	5	5	Belgium
NATIXIS MALTA INVESTMENTS LIMITED	Holding	FC	100	100	100	100	Malta
CALIFANO INVESTMENTS LIMITED	Structured finance	FC	100	100	100	100	Malta
BLOOM ASSET HOLDINGS FUND PLC (1)	Other financial company	FC	100	100	100	100	Ireland
NATIXIS INNOV	Holding	FC	100	100	100	100	France
NATIXIS LUXEMBOURG INVESTISSEMENTS	Investment company	FC	100	100	100	100	Luxembourg
FILI SA	Investment company	FC	100	100	100	100	Luxembourg
NATIXIS ALTERNATIVE ASSETS	Holding	FC	100	100	100	100	Luxembourg
NATINIUM FINANCIAL PRODUCTS (1)	Securitization vehicle	FC	100	100	100	100	Ireland
GAMMA (1) (22)	Securitization vehicle		0	0	100	100	France
SAHARA FINANCE EUR LTD (1)	Securitization vehicle	FC	100	100	100	100	Ireland
LIBERTY ISLAND FUNDING 2011-1 Ltd (1) (34)	Securitization vehicle		0	0	100	100	Cayman Islands
FCT NATIXIS CORPORATE FINANCEMENT (1)	Securitization vehicle	FC	100	100	100	100	France
NATIXIS PFANDBRIEFBANK AG (1)	Securitization vehicle	FC	100	100	100	100	Germany
INVEST OMEGA (1) (32)	Securitization vehicle		0	0	100	100	France
NATIXIS BRASIL SA	Financial institution	FC	100	100	100	100	Brazil
FCT Natixis Export Credit Agency (1) (5)	Securitization vehicle	FC	100	100	0	0	France
BRANCHES							
NATIXIS NEW YORK	Financial institution	FC	100	100	100	100	United States
NATIXIS LONDON	Financial institution	FC	100	100	100	100	United Kingdom
NATIXIS HONG KONG	Financial institution	FC	100	100	100	100	Hong Kong
NATIXIS SINGAPORE	Financial institution	FC	100	100	100	100	Singapore
NATIXIS HO-CHI MINH	Financial institution	FC	100	100	100	100	Vietnam
NATIXIS FRANKFURT	Financial institution	FC	100	100	100	100	Germany
NATIXIS LABUAN	Financial institution	FC	100	100	100	100	Malaysia
NATIXIS SHANGHAI	Financial institution	FC	100	100	100	100	China
NATIXIS MADRID	Financial institution	FC	100	100	100	100	Spain
NATIXIS MILAN	Financial institution	FC	100	100	100	100	Italy
NATIXIS TOKYO	Financial institution	FC	100	100	100	100	Japan
NATIXIS DUBAI	Financial institution	FC	100	100	100	100	United Arab Emirates
NATIXIS CAPITAL MARKETS							
NATIXIS NORTH AMERICA LLC (formerly NATIXIS NORTH AMERICA INC)*	Holding	FC	100	100	100	100	United States
NATIXIS FUNDING CORP	Other financial company	FC	100	100	100	100	United States
NATIXIS SECURITIES AMERICAS LLC	Brokerage	FC	100	100	100	100	United States
NATIXIS FINANCIAL PRODUCTS LLC	Derivatives transactions	FC	100	100	100	100	United States
BLEACHERS FINANCE 1 Ltd (1)	Securitization vehicle		0	0	100	100	United States
NATIXIS DERIVATIVES INC	Brokerage	FC	100	100	100	100	United States
NATIXIS REAL ESTATE HOLDINGS LLC	Real estate finance	FC	100	100	100	100	United States
NATIXIS REAL ESTATE CAPITAL LLC	Real estate finance	FC	100	100	100	100	United States
PLAZA SQUARE APPARTMENTS OWNERS LLC (1)	Real estate finance	FC	100	100	100	100	United States
CANVAS SECURISATION LLC (1) (26)	Real estate finance		0	0	100	100	United States
LOMBARDE LLC (1) (12)	Securitization vehicle		0	0	100	100	United States
NORDET LLC (1) (14)	Securitization vehicle		0	0	100	100	United States
NOMURA RESECURIZATION TRUST 2012-1R (1) (14)	Securitization vehicle		0	0	100	100	United States

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
CM REO HOLDINGS TRUST [1]	Secondary markets finance	FC	100	100	100	100	United States
CM REO TRUST [1]	Secondary markets finance	FC	100	100	100	100	United States
NH PHILADELPHIA PROPERTY LP [1]	Real estate finance	FC	100	100	100	100	United States
WTC OWNER LLC [1] [17]	Real estate finance		0	0	100	100	United States
MSR TRUST [1]	Real estate finance	FC	100	100	100	100	United States
IXIS CMNA (Australia) (No. 2) LLC [1] [9]	Other financial company		0	0	100	100	United States
IXIS CMNA (Australia) (No. 2) SCA [1] [34]	Other financial company		0	0	100	100	Luxembourg
IXIS CMNA (Australia) HOLDINGS (No. 2) INC. [1]	Other financial company	FC	100	100	100	100	United States
NATIXIS CORPORATE SOLUTIONS							
NEXGEN FINANCIAL HOLDINGS Ltd	Holding	FC	100	100	100	100	Ireland
NEXGEN REINSURANCE Ltd	Reinsurance	FC	100	100	100	100	Ireland
UNIVERSE HOLDINGS Ltd	Structured finance	FC	100	100	100	100	Cayman Islands
NEXGEN CAPITAL Ltd	Structured finance	FC	100	100	100	100	Ireland
NEXGEN MAURITIUS Ltd	Structured finance	FC	100	100	100	100	Mauritius
NATIXIS CORPORATE SOLUTIONS (ASIA) Pte Ltd	Structured finance	FC	100	100	100	100	Singapore
NATIXIS CORPORATE SOLUTIONS Ltd	Structured finance	FC	100	100	100	100	Ireland
ULTIMA TRADING & GLOBAL STRATEGIES Ltd [1]	Structured finance	FC	100	100	100	100	Cayman Islands
ULTIMA TRADING & GLOBAL STRATEGIES II Ltd [1]	Structured finance	FC	100	100	100	100	Cayman Islands
ULTIMA TRADING & GLOBAL STRATEGIES III Ltd [1]	Structured finance	FC	100	100	100	100	Cayman Islands

INVESTMENT SOLUTIONS

ASSET MANAGEMENT

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
NATIXIS GLOBAL ASSET MANAGEMENT							
NATIXIS GLOBAL ASSET MANAGEMENT	Holding	FC	100	100	100	100	France
AEW ASIA LIMITED	Asset Management	FC	100	100	100	100	Hong Kong
AEW ADVISORS, INC. [23]	Asset Management		0	0	100	100	United States
AEW CAPITAL MANAGEMENT, INC.	Asset Management	FC	100	100	100	100	United States
AEW CAPITAL MANAGEMENT, LP	Asset Management	FC	100	100	100	100	United States
AEW CENTRAL EUROPE	Asset Management	FC	100	60	100	60	Poland
AEW EUROPE INVESTMENT LTD [1]	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE LLP [1]	Asset Management	FC	100	60	100	60	United Kingdom
AEW Asia Pte Ltd (formerly AEW GLOBAL ADVISORS (Asia) Pte, LTD)*	Asset Management	FC	100	100	100	100	Singapore
AEW GLOBAL ADVISORS (EUROPE) LTD	Asset Management	FC	100	100	100	100	United Kingdom
AEW II CORPORATION	Asset Management	FC	100	100	100	100	United States
AEW PARTNERS III, INC.	Asset Management	FC	100	100	100	100	United States
AEW PARTNERS IV, INC.	Asset Management	FC	100	100	100	100	United States
AEW PARTNERS V, INC.	Asset Management	FC	100	100	100	100	United States
AEW PARTNERS VI, INC.	Asset Management	FC	100	100	100	100	United States
AEW PARTNERS VII, INC. [18]	Asset Management	FC	100	100	0	0	United States
AEW REAL ESTATE ADVISORS, INC.	Asset Management	FC	100	100	100	100	United States
AEW SENIOR HOUSING INVESTORS INC	Asset Management	FC	100	100	100	100	United States
AEW UK INVESTMENT MANAGEMENT LLP	Asset Management	Equity	50	30	50	30	United Kingdom
AEW VIF INVESTORS, INC.	Asset Management	FC	100	100	100	100	United States
AEW VIF II INVESTORS, INC.	Asset Management	FC	100	100	100	100	United States
AEW VIA INVESTORS, LTD	Asset Management	FC	100	100	100	100	United States
ALPHASIMPLEX GROUP LLC	Asset Management	FC	100	100	100	100	United States
ALTERNATIVE STRATEGIES GROUP LLC	Asset Management	FC	100	100	100	100	United States
ASAHI NVEST INVESTMENT ADVISORY CO, LTD	Retail	Equity	49	49	49	49	Japan
CAPITAL GROWTH MANAGEMENT, LP	Asset Management	Equity	50	50	50	50	United States
CASPIAN CAPITAL MANAGEMENT, LLC	Asset Management	FC	100	100	100	100	United States
CGW GESTION D'ACTIFS	Asset Management	Equity	33	20	33	20	France
CREA WESTERN INVESTORS I, INC.	Asset Management	FC	100	100	100	100	United States
DARIUS CAPITAL PARTNERS SAS	Investment advisory services	FC	60	60	60	60	France
DARIUS CAPITAL PARTNERS USA	Investment advisory services	FC	60	60	60	60	United States
AEW EUROPE ADVISORY LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE CC LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE SGP	Asset Management	FC	100	60	100	60	France
AEW GLOBAL LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE PARTNERSHIP	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE HOLDING Ltd	Asset Management	FC	100	60	100	60	United Kingdom
AEW GLOBAL UK LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW COINVEST	Asset Management	FC	60	60	60	60	France
EPI SLP LLC [1]	Asset Management	FC	100	60	100	60	United States
EPI SO SLP LLC [1]	Asset Management	FC	100	60	100	60	United States

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % owner-ship	12.31.2012 % control	12.31.2012 % owner-ship	Country
FEDERAL STREET MANAGEMENT LLC [24]	Asset Management		0	0	100	100	United States
GATEWAY INVESTMENT ADVISERS, LLC	Asset Management	FC	100	100	100	100	United States
H2O ASSET MANAGEMENT	Asset Management	FC	50	50	50	50	United Kingdom
H2O ASSET MANAGEMENT Corporate member [18]	Asset Management	FC	50	50	0	0	Luxembourg
H2O ASSET MANAGEMENT HOLDING [10]	Asset Management	FC	50	50	0	0	Luxembourg
HANSBERGER GROUP, INC.	Asset Management	FC	100	100	100	100	United States
HANSBERGER GLOBAL INVESTORS, INC	Asset Management	FC	100	100	100	100	United States
HANSBERGER GLOBAL INVESTORS Ltd	Asset Management	FC	100	100	100	100	Hong Kong
HANSBERGER INVESTMENT ADVISORS PRIVATE Ltd	Asset Management	FC	100	100	100	100	India
HARRIS ALTERNATIVES HOLDING INC	Holding	FC	100	100	100	100	United States
AURORA INVESTMENT MANAGEMENT LLC	Asset Management	FC	100	100	100	100	United States
AURORA HORIZON FUNDS [11]	Asset Management	FC	64	64	0	0	United States
HARRIS ASSOCIATES INVESTMENT TRUST	Asset Management	FC	100	100	100	100	United States
HARRIS ASSOCIATES LP	Asset Management	FC	100	100	100	100	United States
HARRIS ASSOCIATES SECURITIES, LP	Retail	FC	100	100	100	100	United States
HARRIS ASSOCIATES, INC.	Asset Management	FC	100	100	100	100	United States
AEW EUROPE SA	Asset Management	FC	60	60	60	60	France
AEW LUXEMBOURG	Asset Management	FC	100	60	100	60	Luxembourg
IDFC ASSET MANAGEMENT COMPANY Ltd	Investment advisory services	Equity	25	25	25	25	India
IDFC AMC TRUSTEE COMPANY Ltd	Investment advisory services	Equity	25	25	25	25	India
NATIXIS GLOBAL ASSOCIATES AUSTRALIA HOLDINGS, LLC	Holding	FC	100	100	100	100	Australia
NGAM Advisors, LP	Retail	FC	100	100	100	100	United States
ABSOLUTE ASIA AM	Asset Management	FC	100	100	100	100	Singapore
NGAM Distribution Corporation (formerly Natixis Distribution Corporation)*	Retail	FC	100	100	100	100	United States
NGAM Distribution, LP	Retail	FC	100	100	100	100	United States
NATIXIS ASSET MANAGEMENT JAPAN CO., LTD	Asset Management	FC	100	100	100	100	Japan
KOBRICK FUNDS, LLC	Asset Management	FC	100	100	100	100	United States
KENNEDY FINANCEMENT Luxembourg	Asset Management	FC	100	100	100	100	Luxembourg
KENNEDY FINANCEMENT Luxembourg 2	Asset Management	FC	100	100	100	100	Luxembourg
LOOMIS SAYLES ALPHA, LLC. [1] [33]	Asset Management	FC	100	100	0	0	United States
LOOMIS SAYLES & COMPANY, INC.	Asset Management	FC	100	100	100	100	United States
LOOMIS SAYLES & COMPANY, LP	Asset Management	FC	100	100	100	100	United States
LOOMIS SAYLES DISTRIBUTORS, INC.	Retail	FC	100	100	100	100	United States
LOOMIS SAYLES DISTRIBUTORS, LP	Retail	FC	100	100	100	100	United States
LOOMIS SAYLES INVESTMENTS Ltd (UK)	Asset Management	FC	100	100	100	100	United Kingdom
LOOMIS SAYLES SOLUTIONS, INC	Asset Management	FC	100	100	100	100	United States
LOOMIS SAYLES TRUST COMPANY, LLC [1]	Asset Management	FC	100	100	100	100	United States
LOOMIS SAYLES INVESTMENTS ASIA Pte Ltd	Asset Management	FC	100	100	100	100	Singapore
MC DONNELL	Asset Management	FC	100	100	100	100	United States
MC MANAGEMENT, INC.	Holding	FC	100	100	100	100	United States
MC MANAGEMENT, LP	Holding	FC	100	100	100	100	United States
NAMI AEW EUROPE	Asset Management	FC	100	60	100	60	France
NATIXIS ASSET MANAGEMENT	Asset Management	FC	100	100	100	100	France
Mirova Environment and Infrastructure (formerly Natixis Environnement et Infrastructures)*	Management of venture capital mutual funds	FC	100	100	100	100	France
NATIXIS ENVIRONNEMENT & INFRASTRUCTURES Luxembourg	Management of venture capital mutual funds	FC	51	51	51	51	Luxembourg
NATIXIS FORMATION EPARGNE FINANCIERE	Holding	FC	100	100	100	100	France
NATIXIS ASSET MANAGEMENT FINANCE**	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT HOLDINGS, LLC	Holding	FC	100	100	100	100	United States
NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 1	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 3	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT HONG KONG	Asset Management	FC	100	100	100	100	Hong Kong
AXELTIS SA**	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT ASIA Pte	Asset Management	FC	100	100	100	100	Singapore
NATIXIS GLOBAL ASSET MANAGEMENT, LLC	Holding	FC	100	100	100	100	United States
NATIXIS GLOBAL ASSET MANAGEMENT, LP	Holding	FC	100	100	100	100	United States
NATIXIS GLOBAL ASSOCIATES GERMANY	Retail	FC	100	100	100	100	Germany

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NGAM S.A (formerly Natixis Global Associates Luxembourg)	Retail	FC	100	100	100	100	Luxembourg
NGAM UK Ltd (formerly Natixis Global Associates UK)*	Retail	FC	100	100	100	100	United Kingdom
NATIXIS ASG HOLDINGS, INC	Retail	FC	100	100	100	100	United States
NGAM INTERNATIONAL, LLC (formerly Natixis Global Associates, LLC)*	Retail	FC	100	100	100	100	United States
NGAM Switzerland SARL (formerly Natixis Global Associates Switzerland)*	Asset Management	FC	100	100	100	100	Switzerland
NATIXIS CASPIAN PRIVATE EQUITY LLC [1]	Asset Management	FC	55	55	55	55	United States
NGAM SECURITIES INVESTMENT CONSULTING Co. LTD	Asset Management	FC	100	100	100	100	Taiwan
OSSIAM	Asset Management	FC	51	51	51	51	France
PBW REAM	Asset Management	FC	100	60	100	60	Netherlands
REICH & TANG ASSET MANAGEMENT, LLC	Asset Management	FC	100	100	100	100	United States
REICH & TANG DEPOSIT SOLUTIONS, LLC	Asset Management	FC	100	100	100	100	United States
REICH & TANG DISTRIBUTORS, INC.	Retail	FC	100	100	100	100	United States
REICH & TANG SERVICES, INC.	Asset Management	FC	100	100	100	100	United States
REICH & TANG STABLE CUSTODY GROUP LLC.	Asset Management	FC	100	100	100	100	United States
REICH & TANG STABLE CUSTODY GROUP II LLC.	Asset Management	FC	100	100	100	100	United States
SNYDER CAPITAL MANAGEMENT, INC.	Asset Management	FC	100	100	100	100	United States
SNYDER CAPITAL MANAGEMENT, LP	Asset Management	FC	100	100	100	100	United States
VAUGHAN NELSON INVESTMENT MANAGEMENT, INC.	Asset Management	FC	100	100	100	100	United States
VAUGHAN NELSON INVESTMENT MANAGEMENT, LP	Asset Management	FC	100	100	100	100	United States
VAUGHAN NELSON TRUST COMPANY	Asset Management	FC	100	100	100	100	United States
BRANCHES							
NGAM Distribution, France branch	Retail	FC	100	100	100	100	France
NGAM Nedelands filial	Retail	FC	100	100	100	100	Netherlands
NGAM, Nordic subsidiary	Retail	FC	100	100	100	100	SWEDEN
NGAM SA, Italy branch	Retail	FC	100	100	100	100	Italy
NGAM SA Zweignierderlaasung Deutschland	Retail	FC	100	100	100	100	Germany
NGAM Sucursal en Espana	Retail	FC	100	100	100	100	Spain
NGAM Middle East	Retail	FC	100	100	100	100	United Arab Emirates
AEW Europe Frankreich	Retail	FC	100	100	100	100	Germany
AEW Europe Sede Secondaria	Retail	FC	100	100	100	100	Italy
AEW Central Europe Czech	Retail	FC	100	100	100	100	Czech Republic
AEW Central Europe Romania	Retail	FC	100	100	100	100	Romania
AEW Central Europe Hungary	Retail	FC	100	100	100	100	Hungary
OTHER ENTITIES							
NATIXIS US HOLDINGS Inc. (formerly Natixis Global Asset Management Corporation)*	Holding	FC	100	100	100	100	United States
PRIVATE EQUITY - THIRD PARTY ASSET MANAGEMENT							
BP DEVELOPPEMENT [15]	Venture capital		0	0	37	37	France
DHALIA A SICAR SCA [1]	Private Equity	FC	100	100	100	100	Luxembourg
NATEXIS PRIVATE EQUITY OPPORTUNITIES [2]	Private Equity		0	0	95	95	France
NAXICAP PARTNERS	Management of venture capital mutual funds	FC	100	100	100	100	France
NATIXIS PRIVATE EQUITY CASPIAN IA, LP [1]	Private Equity	FC	80	80	80	80	United States
NATIXIS PRIVATE EQUITY CASPIAN IB, LP [1]	Private Equity	FC	29	29	29	29	United States
NAXICAP RENDEMENT 2018 [15]	Private Equity		0	0	89	89	France
CODEIS SECURITIES SA [15]	Private Equity		0	0	38	38	Luxembourg
PRIVATE BANKING							
NATIXIS BANK	International wealth management	FC	100	100	100	100	Luxembourg
COMPAGNIE 1818 GROUP							
BANQUE PRIVEE 1818**	Credit institution	FC	100	100	100	100	France
VEGA INVESTMENT MANAGERS (formerly 1818 - GESTION)*	Mutual fund holding company	FC	100	100	100	100	France
1818 IMMOBILIER	Real estate operations	FC	100	100	100	100	France
SELECTION 1818**	Investment product distribution to IWMAs	FC	66	66	66	66	France
INSURANCE							
ADIR	Property damage insurance	Equity	34	34	34	34	Lebanon
ABP ALTERNATIF OFFENSIF [1]	Fund of hedge funds	FC	100	100	100	100	France
ABP DIVERSIFIE [1]	Insurance investment mutual fund	FC	100	100	100	100	France
ASSURANCES BANQUE POPULAIRE CROISSANCE RENDEMENT [1] [20]	Insurance investment mutual fund		0	0	97	97	France
Natixis Ultra Short Term Bonds Plus [1] [25]	Insurance investment mutual fund	FC	58	58	0	0	France

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % owner-ship	12.31.2012 % control	12.31.2012 % owner-ship	Country
ASSURANCES BANQUE POPULAIRE IARD	Property damage insurance	Equity	50	50	50	50	France
ASSURANCES BANQUE POPULAIRE MIDCAP (1) (8)	Insurance investment mutual fund		0	0	100	100	France
ASSURANCES BANQUE POPULAIRE PREVOYANCE	Personal protection insurance	FC	100	100	100	100	France
ASSURANCES BANQUE POPULAIRE VIE (28)	Life insurance		0	0	100	100	France
ASSURANCES BANQUE POPULAIRE VIE (formerly NATIXIS ASSURANCES PARTENAIRES)*	Insurance	FC	100	100	100	100	France
FRUCTIFONCIER (1)	Insurance real estate investments	FC	100	100	100	100	France
NAMI INVESTMENT	Insurance real estate investments	FC	100	100	100	100	France
NATIXIS ASSURANCES	Insurance company holding company	FC	100	100	100	100	France
VITALIA VIE (28)	Life insurance		0	0	100	100	France
NATIXIS LIFE	Life insurance	FC	100	100	100	100	Luxembourg
BRANCHES							
NATIXIS LIFE	Life insurance	FC	100	100	100	100	France
SPECIALIZED FINANCIAL SERVICES							
CONSUMER FINANCE							
NATIXIS CONSUMER FINANCE	Holding	FC	100	100	100	100	France
NATIXIS FINANCEMENT**	Consumer Finance	FC	100	100	100	100	France
NATIXIS CONSUMER FINANCE IT	Consumer Finance	FC	100	100	100	100	France
FILM INDUSTRY FINANCING							
NATIXIS COFICINE**	Finance company (audiovisual)	FC	100	100	100	100	France
FACTORING							
NATIXIS FACTOR**	Factoring	FC	100	100	100	100	France
FCT FAST	Securitization fund	FC	100	100	100	100	France
EMPLOYEE SAVINGS SCHEME							
NATIXIS INTEREPARGNE**	Employee savings plan management	FC	100	100	100	100	France
NATIXIS INTERTITRES	Service vouchers offers	FC	100	100	100	100	France
GUARANTEES AND SURETIES							
COMPAGNIE EUROPEENNE DE GARANTIES ET CAUTIONS	Insurance	FC	100	100	100	100	France
SCI CHAMPS-ELYSEES (1)	Real estate management	FC	100	100	100	100	France
SCI LA BOETIE (1)	Real estate management	FC	100	100	100	100	France
SCI SACCEF (1)	Real estate management	FC	100	100	100	100	France
PAYMENTS							
NATIXIS PAIEMENTS**	Banking services	FC	100	100	100	100	France
LEASING							
CO-ASSUR	Insurance brokerage advisory	FC	100	100	100	100	France
CICOBAIL**	Real estate leasing	FC	100	100	100	100	France
GCE BAIL (3)**	Leasing		0	0	100	100	France
FRUCTIBAIL**	Real estate leasing	FC	100	100	100	100	France
NATIXIS LEASE IMMO**	Real estate leasing	FC	100	100	100	100	France
LEASE EXPANSION	IT operational leasing	FC	100	100	100	100	France
NATIXIS BAIL**	Real estate leasing	FC	100	100	100	100	France
NATIXIS ENERGECO**	Non-real estate leasing	FC	100	100	100	100	France
NATIXIS LEASE**	Non-real estate leasing	FC	100	100	100	100	France
NATIXIS LEASE MADRID	Equipment and real estate leasing	FC	100	100	100	100	Spain
NATIXIS LEASE MILAN	Equipment and real estate leasing	FC	100	100	100	100	Italy
NATIXIS LLD	Extended period vehicle rental	FC	100	100	100	100	France
S.C.I. VALMY COUPOLE (1)	Real estate operations	FC	100	100	100	100	France
OPCI NATIXIS LEASE INVESTMENT (1)	Real estate funds	FC	100	100	100	100	France
OCEOR LEASE TAHITI**	Non-real estate leasing	FC	100	100	100	100	Tahiti
OCEOR LEASE NOUMEA**	Non-real estate leasing	FC	100	99	100	99	New Caledonia
OCEOR LEASE REUNION**	Non-real estate leasing	FC	100	100	100	100	France
NATIXIS CAR LEASE	Extended period vehicle rental	FC	100	100	100	100	France
SUD OUEST BAIL**	Real estate leasing	FC	100	100	100	100	France
SAS IMMOBILIERE NATIXIS BAIL (1)	Real estate leasing	FC	100	100	100	100	France
FINANCIAL INVESTMENTS							
COFACE GROUP							
COFACE HOLDING SAS	Holding	FC	100	100	100	100	France
COFACE SA	Credit insurance and related services	FC	100	100	100	100	France
AKCO FUND (31)	Insurance investment mutual fund		0	0	100	100	Germany
BUSINESS DATA INFORMATION	Marketing and other services	FC	100	100	100	100	Israel
COFACE BELGIUM SERVICES HOLDING	Business and solvency data	FC	100	100	100	100	Belgium
COFACE CHILE S.A	Insurance	FC	100	100	100	100	Chile
COFACE DEBITOREN	Receivables management and data	FC	100	100	100	100	Germany
COFACE DEUTSCHLAND VERTRIEB GMBH (21)	Financial data	FC	100	100	0	0	Germany
COFACE DO BRASIL SEGUROS DE CREDITO	Credit insurance and related services	FC	100	100	100	100	Brazil
COFACE FINANZ	Factoring	FC	100	100	100	100	Germany
COFACE HOLDING AMERICA LATINA	Financial data	FC	100	100	100	100	Mexico
COFACE HOLDING ISRAEL	Holding	FC	100	100	100	100	Israel

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COFACE ITALIA	Holding	FC	100	100	100	100	Italy
COFACE NEDERLAND SERVICES	Receivables management and data	FC	100	100	100	100	Netherlands
COFACE NORTH AMERICA	Credit insurance and related services	FC	100	100	100	100	United States
COFACE NORTH AMERICA HOLDING COMPANY	Holding	FC	100	100	100	100	United States
COFACE NORTH AMERICA INSURANCE COMPANY	Credit insurance and related services	FC	100	100	100	100	United States
COFACE POLAND CMS	Financial data	FC	100	75	100	75	Poland
COFACE POLAND FACTORING	Factoring	FC	100	100	100	100	Poland
COFACE SERVICES AUSTRIA	Receivables management and data	FC	100	100	100	100	Austria
COFACE SERVICES NORTH AMERICA GROUP	Holding	FC	100	100	100	100	United States
COFACE SERVICIOS ESPANA S.L.	Receivables management and data	FC	100	100	100	100	Spain
COFACE UK HOLDINGS	Holding	FC	100	100	100	100	United Kingdom
COFACE ROMANIA CMS	Insurance	FC	75	75	75	75	Romania
COFACE RUS INSURANCE COMPANY (21)	Credit insurance	FC	100	100	0	0	Russia
COFACE SEGURO DE CREDITO MEXICO	Insurance	FC	100	100	100	100	Mexico
COFACE SIGORTA TURQUIE	Insurance	FC	100	100	100	100	Turkey
COFACE SOUTH AFRICA	Insurance	FC	100	100	100	100	South Africa
COFACE SOUTH AFRICA SERVICES	Insurance	FC	100	100	100	100	South Africa
COFACE UK SERVICES LTD	Receivables management and data	FC	100	100	100	100	United Kingdom
COFACERATING HOLDING	Receivables management and data	FC	100	100	100	100	Germany
COFACERATING.DE	Receivables management and data	FC	100	100	100	100	Germany
COFACREDIT	Credit insurance and related services	Equity	36	36	36	36	France
COFINPAR	Credit insurance and related services	FC	100	100	100	100	France
COGERI	Receivables management and data	FC	100	100	100	100	France
FIMIPAR**	Buyback of receivables	FC	100	100	100	100	France
COFACE CENTRAL EUROPE HOLDING	Holding	FC	75	75	75	75	Austria
KISSELBERG	Insurance	FC	100	100	100	100	Germany
MSL1 FUND (31)	Insurance investment mutual fund		0	0	100	100	Germany
Fonds Colombes (16)	Mutual funds	FC	100	100	0	0	France
SEGURO BRASILEIRA C.E	Credit insurance and related services	FC	76	76	76	76	Brazil

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
FCT VEGA	Securitization fund	FC	100	100	100	100	France
BRANCHES							
COFACE SVERIGE (formerly AKC NORDEN) - SUCC (COFACE KREDIT)	Insurance	FC	100	100	100	100	SWEDEN
COFACE IRELAND - SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Ireland
COFACE UK - SUCC (COFACE SA)	Insurance	FC	100	100	100	100	United Kingdom
COFACE BELGIUM - SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Belgium
COFACE LUXEMBOURG (SUCC-Coface SA)	Insurance	FC	100	100	100	100	Luxembourg
COFACE PORTUGAL - SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Portugal
COFACE IBERICA -SUCC (COFACE SA)	Insurance	FC	100	100	100	100	Spain
COFACE SWITZERLAND - SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Switzerland
COFACE NEDERLAND - SUCC (COFACE KREDIT)	Insurance	FC	100	100	100	100	Netherlands
COFACE DANMARK-SUCC (COFACE KREDIT)	Insurance	FC	100	100	100	100	Denmark
COFACE ARGENTINA -SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Argentina
COFACE CHILE -SUCC (COFACE SA)	Insurance	FC	100	100	100	100	Chile
COFACE CANADA - SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Canada
COFACE HUNGARY (formerly ÖKVC FIÓKTELEPE) - SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Hungary
COFACE POLAND (formerly ÖKVC POLAND) - SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Poland
LEID - SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Lithuania
COFACE ROMANIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Romania
COFACE CZECH INSURANCE -SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Czech Republic
COFACE SLOVAKIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Slovakia
COFACE LATVIA INSURANCE -SUCC (COFACE AUSTRIA)	Insurance	FC	100	100	100	100	Latvia
COFACE JAPAN - SUCC (COFACE SA)	Insurance	FC	100	100	100	100	Japan
COFACE SINGAPOR -SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Singapore
COFACE HONG KONG -SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Hong Kong
COFACE ECUADOR (SUCC-COFACE SA)	Insurance	FC	100	100	100	100	Ecuador
COFACE AUSTRALIE (SUCC-COFACE SA)	Insurance	FC	100	100	100	100	Australia
COFACE TAIWAN (SUCC-COFACE S.A.)	Insurance	FC	100	100	100	100	Taiwan
COFACE BULGARIA (Branch)	Insurance	FC	100	100	100	100	Bulgaria

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
COFACE ASSICURAZIONI SPA	Credit insurance and related services	FC	100	100	100	100	Italy
COFACE AUSTRIA	Holding	FC	100	100	100	100	Austria
COFACE DEUTSCHLAND (EX COFACE KREDIT)	Credit insurance and related services	FC	100	100	100	100	Germany
PRIVATE EQUITY							
FNS4 (4)	Private Equity		0	0	82	82	Singapore
NATIXIS INVESTMENT CORP.	Portfolio management	FC	100	100	100	100	United States
NATIXIS PRIVATE EQUITY INTERNATIONAL Luxembourg	Private Equity holding	FC	100	100	100	100	Luxembourg
NATIXIS PRIVATE EQUITY INTERNATIONAL SINGAPORE	Private Equity holding	FC	100	100	100	100	Singapore
NATIXIS VENTURE SELECTION	Investment fund	FC	100	100	100	100	France
NATIXIS PRIVATE EQUITY	Private Equity	FC	100	100	100	100	France
NATIXIS PRIVATE EQUITY INTERNATIONAL (13)	Private Equity		0	0	100	100	France
NEM INVEST SAS	Private Equity	FC	100	100	100	100	France
PROVIDENTE SA	Stakeholdings	FC	100	100	100	100	France
CORPORATE DATA SOLUTIONS							
NATIXIS HCP	Holding	FC	100	100	100	100	France
COFACE BELGIUM SERVICES (7)	Business and solvency data		0	0	100	100	Belgium
KOMPASS Belgique	Marketing and other services	FC	100	100	100	100	Belgium
Midt factoring A/S (formerly COFACE FINANS A/S DANMARK)*	Factoring	FC	100	100	100	100	Denmark
COFACE SERVICE	Information	FC	100	100	100	100	France
IGNIOS (formerly COFACE SERVICIOS Portugal) (27)	Receivables management and data		0	0	100	100	Portugal
GRAYDON HOLDING	Receivables management and data	Equity	28	28	28	28	Netherlands
IJCOF Corporate (29)	Receivables management	Equity	42	42	0	0	France
KOMPASS INTERNATIONAL NEUENSCHWANDER	Holding	FC	100	100	100	100	France
TKB (7)	Receivables management and data		0	0	0	0	Netherlands
COFACE COLLECTION NORTH AMERICA HOLDING LLC	Receivables management and data	FC	100	100	100	100	United States
COFACE COLLECTION NORTH AMERICA	Receivables management and data	FC	100	100	100	100	United States
OTHER							
NATIXIS ALGERIE	Bank	FC	100	100	100	100	Algeria
OTHER ACTIVITIES							
NATEXIS BANQUES POPULAIRES PREFERRED CAPITAL III (1) (6)	Issue of preferred shares		0	0	100	0	United States
NATEXIS FUNDING USA LLC	Refinancing activity	FC	100	100	100	100	United States

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
NATIXIS ALTAIR IT SHARED SERVICES	Data services	FC	100	100	100	100	France
S.C.I. ALTAIR 1 (1)	Real estate operations	FC	100	100	100	100	France
S.C.I. ALTAIR 2 (1)	Real estate operations	FC	100	100	100	100	France
NATIXIS IMMO EXPLOITATION (1)	Real estate operations	FC	100	100	100	100	France
NATIXIS FONCIERE SA (formerly SPAFICA) (1)	Real estate investments	FC	100	100	100	100	France
RETAIL BANKING							
CCI BP							
BANQUE POPULAIRE BANKS							
BANQUE POPULAIRE ALSACE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE ATLANTIQUE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE BOURGOGNE FRANCHE-COMTE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE AQUITAINE CENTRE ATLANTIQUE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DE LA COTE D'AZUR (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DE LOIRE ET LYONNAIS (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DE L'OUEST (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DES ALPES (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DU MASSIF CENTRAL (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DU NORD (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE DU SUD (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE LORRAINE CHAMPAGNE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE OCCITANE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE PROVENCALE ET CORSE (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE RIVES DE PARIS (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE VAL DE FRANCE (2)	Lending institution/Bank		0	0	20	20	France
BRED - BANQUE POPULAIRE (2)	Lending institution/Bank		0	0	20	20	France
CASDEN - BANQUE POPULAIRE (2)	Lending institution/Bank		0	0	20	20	France
CREDIT COOPERATIF (2)	Lending institution/Bank		0	0	20	20	France
BANQUE POPULAIRE UMBRELLA COMPANIES							
SOCIETARIAT BP ATLANTIQUE (Ludovic De Besse) (2)	Other financial institution		0	0	20	20	France
SOCIETARIAT BP LORRAINE CHAMPAGNE (2)	Other financial institution		0	0	20	20	France
SOCIETARIAT BANQUE POPULAIRE D' ALSACE (2)	Other financial institution		0	0	20	20	France

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % owner-ship	12.31.2012 % control	12.31.2012 % owner-ship	Country
SOCIETARIAT BP BOURGOGNE FRANCHE-COMTE [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP AQUITAINE CENTRE ATLANTIQUE [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP DE L'OUEST [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP DES ALPES [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP DU NORD [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP LOIRE ET LYONNAIS [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP MASSIF CENTRAL [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP OCCITANE [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP COTE D'AZUR [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP PROVENCALE ET CORSE [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP RIVES DE PARIS [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP SUD [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT BP VAL DE France [(2)]	Other financial institution		0	0	20	20	France
SOCIETARIAT CREDIT COOPERATIF / BP [(2)]	Other financial institution		0	0	20	20	France
MUTUAL GUARANTEE COMPANIES							
SCM BOURGOGNE FRANCHE-COMTE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM CLERMONT-FERRAND [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM LILLE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM AQUITAINE CENTRE ATLANTIQUE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM MARSEILLE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM LORRAINE CHAMPAGNE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM ATLANTIQUE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM NICE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM OCCITANE [(2)]	Lending institution/ guarantee company		0	0	20	20	France

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % owner-ship	12.31.2012 % control	12.31.2012 % owner-ship	Country
SCM SUD [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM RENNES [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM RIVES DE PARIS [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM ALSACE [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM ALPES [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM Loire et Lyonnais [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM ST QUENTIN EN Y. [(2)]	Lending institution/ guarantee company		0	0	20	20	France
SCM BRED [(2)]	Lending institution/ guarantee company		0	0	20	20	France
REGIONAL BANKS							
CAISSE REGIONALE BRETAGNE NORMANDIE [(2)]	Lending institution/ Bank		0	0	20	20	France
CAISSE REGIONALE DE MEDITERRANEE [(2)]	Lending institution/Bank		0	0	20	20	France
CAISSE REGIONALE REGION NORD [(2)]	Lending institution/Bank		0	0	20	20	France
CAISSE REGIONALE SUD OUEST [(2)]	Lending institution/Bank		0	0	20	20	France
CAISSE REGIONALE CREDIT MARITIME ATLANTIQUE [(2)]	Lending institution/Bank		0	0	20	20	France
CCI CEP							
CAISSES D'EPARGNE							
CAISSE D'EPARGNE AQUITAINE POITOU-CHARENTES [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE COTE D'AZUR [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE D'ALSACE [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE D'AUVERGNE ET DU LIMOUSIN [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE NORMANDIE [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE DE BOURGOGNE FRANCHE-COMTE [(2)]	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE LORRAINE CHAMPAGNE-ARDENNE [(2)]	Lending and financial institution		0	0	20	20	France

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
CAISSE D'EPARGNE DE MIDI-PYRENEES (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE DE PICARDIE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE BRETAGNE- PAYS DE LOIRE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE ILE-DE-FRANCE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE LANGUEDOC-ROUSSILLON (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE LOIRE-CENTRE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE LOIRE DROME ARDECHE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE NORD FRANCE EUROPE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE PROVENCE-ALPES-CORSE (2)	Lending and financial institution		0	0	20	20	France
CAISSE D'EPARGNE RHONE ALPES (2)	Lending and financial institution		0	0	20	20	France
LOCAL SAVINGS COMPANIES							
SOCIETES LOCALES D'EPARGNE RHONE ALPES (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE ALSACE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE AQUITAINE POITOU CHARENTE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE D'AUVERGNE ET DU LIMOUSIN (2)	Other financial institution		0	0	20	20	France

Business Companies included in the scope of consolidation	Activity	Consolidation method at December 31, 2013	12.31.2013 % control	12.31.2013 % ownership	12.31.2012 % control	12.31.2012 % ownership	Country
SOCIETES LOCALES D'EPARGNE NORMANDIE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE BOURGOGNE FRANCHE COMTE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE COTE D'AZUR (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE ILE DE France (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE LANGUEDOC-ROUSSILLON (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE LOIRE DROME ARDECHE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE LORRAINE CHAMPAGNE-ARDENNE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE DE MIDI-PYRENEES (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE NORD FRANCE EUROPE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE BRETAGNE- PAYS DE LOIRE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE DE PICARDIE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE PROVENCE-ALPES-CORSE (2)	Other financial institution		0	0	20	20	France
SOCIETES LOCALES D'EPARGNE LOIRE-CENTRE (2)	Other financial institution		0	0	20	20	France

** Change in registered company name in 2013.*
*** French subsidiaries whose individual prudential oversight is performed based on Group consolidated ratios in accordance with the provisions of Article 4.1 of CRC Rule 2000.03.*
(1) Special purpose entity.
(2) Disposal on August 6, 2013.
(3) Total transfer to Natixis Lease on January 1, 2013.
(4) Total transfer to NPEIS on January 1, 2013.
(5) Newly consolidated entities as at Q1 2013.
(6) Redemption of preferential share issues on February 6, 2013.
(7) Disposal of Coface Services Belgium on March 20, 2013.
(8) Liquidation of ABP Midcap on March 31, 2013.
(9) Liquidation on November 12, 2013.
(10) Consolidated due to significant size.
(11) Seed money invested on March 27, 2013.
(12) Disposal on April 4, 2013.
(13) Total transfer to NPE on June 30, 2013.
(14) Deconsolidation following disposal of Lombarde (12).
(15) Deconsolidation without disposal on June 30, 2013.
(16) Newly consolidated entity in the second quarter of 2013.
(17) Disposal on February 6, 2013.
(18) Newly consolidated entity in the second quarter of 2013.
(19) Disposal on July 23, 2013.
(20) Deconsolidation following redemption of shares in August 2013.
(21) Newly consolidated entity at January 1, 2013.
(22) Liquidation at Q3 2013.
(23) Dissolution December 31, 2013.
(24) Company dissolved on July 2, 2013.
(25) Newly consolidated entities as at Q4 2013.
(26) Deconsolidated entities at Q4 2013 after thresholds were exceeded.
(27) Disposal December 2013.
(28) Merger of ABP Vie and Vitalia Vie under Natixis Assurances Partenaires in Q4 2013.
(29) Acquisition of 42% of IJCOF Corporate in the fourth quarter of 2013 following the partial contribution of assets of Coface Services.
(30) Dilution following €1.5 billion increase of unsubscribed capital on December 18, 2013 by Natixis Belgium Investments.
(31) Liquidation over May 2013.
(32) Total transfer to Natixis S.A. on January 1, 2013.
(33) Creation of structured entities.
(34) Liquidated in the fourth quarter of 2013.

5.3 Statutory Auditors’ report on the consolidated financial statements

Year ended December 31, 2013

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meeting, we hereby report to you, for the year ended December 31, 2013, on:

- the audit of the accompanying consolidated financial statements of Natixis;
- the justification of our assessments;
- the specific verifications required by law.

These consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

I - OPINION ON THE CONSOLIDATED FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2013 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Although we are not calling the aforementioned opinion into question, we would draw your attention to Note 1.1, which sets out the changes in accounting policies resulting from the application of new standards and interpretations as from January 1, 2013.

II - JUSTIFICATION OF ASSESSMENTS

In accordance with the requirements of article L. 823-9 of the French Commercial Code (“Code de commerce”), we bring to your attention to the following:

Guarantee mechanism for GAPC assets

As described in Note 5.7 to the consolidated financial statements, a guarantee mechanism with BPCE has been in place since July 1, 2009 covering certain assets ring-fenced in the Workout Portfolio Management structure (GAPC). We reviewed the monitoring of this mechanism and the corresponding accounting treatment.

Valuation of financial instruments

The Group uses internal models and methodologies to measure financial instruments that are not traded on an active market, as well as to book certain impairment losses (Notes 5.6, 6.6.7 and 6.19 to the consolidated financial statements). We examined the control procedures relating to the assessment of whether a given market was inactive, to the validation of models and to the definition of the parameters used.

Impairment and provisions for credit and counterparty risks

The Group recognizes impairment losses and provisions to cover the credit and counterparty risks inherent to its activities (Notes 5.1, 5.2, 5.3, 6.5, 6.16.1 and 7.7 to the consolidated financial statements). We reviewed the control procedures relating to credit and counterparty risk monitoring, the assessment of risks of non-recoverability, and the calculation of the corresponding individual and collective impairment and provisions.

Impairment of available for-sale financial assets

The Group recognizes impairment losses against available for-sale financial assets when there is objective evidence that such assets have suffered a decline in value (Notes 5.1, 6.4, 7.4 and 7.7 to the consolidated financial statements). We examined the control procedures relating to the identification of evidence of impairment and measurement of the largest impairment losses, as well as the estimates made in recognizing impairment losses to cover the decline in value of these assets where applicable.

Insurance-related liabilities

The Group recognizes technical provisions in respect of risks related to insurance contracts (Notes 6.9.3, 6.15 and 7.5.2 to the consolidated financial statements). We examined the methodology used to measure these insurance contracts, as well as the main assumptions and parameters used.

Measurement of intangible assets

The Group revises its measurement of intangible assets and goodwill carried in its consolidated balance sheet (Notes 2.5, 5.8 and 6.12 to the consolidated financial statements). We reviewed the methodology used to perform this work as well as the main assumptions and parameters.

Recognition of deferred taxes

The Group recognized deferred tax assets in respect of tax loss carry-forwards (Notes 5.21 and 6.8 to the consolidated financial statements). We examined the main estimates and assumptions on which the recognition of deferred tax assets was based.

Employee benefit obligations

The Group records provisions to cover employee benefit obligations (Notes 5.14 and 5.15 to the consolidated financial statements). We examined the methodology used to measure these benefit obligations, as well as the main assumptions and parameters applied.

Other contingency reserves

The Group records provisions to cover the contingencies and litigation arising from its business activities (Notes 5.14, 6.16 and 7.7 to the consolidated financial statements). We examined the methodology used to measure these provisions, as well as the main assumptions applied.

These assessments were made as part of our audit of the financial statements, taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III - SPECIFIC VERIFICATION

As required by law, we have also verified in accordance with professional standards applicable in France the information presented in the Group's management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

French original signed in Neuilly-sur-Seine and Paris-La-Défense on March 14, 2014, by

The Statutory Auditors

DELOITTE & ASSOCIÉS	MAZARS	KPMG Audit Division of KPMG SA
José-Luis GARCIA Jean-Marc MICKELER	Michel BARBET-MASSIN Emmanuel DOOSEMAN	Jean-François DANDÉ

5.4 Parent company financial statements and notes

NATIXIS COMPARATIVE SEPARATE BALANCE SHEETS

(in millions of euros)

See note no.	Year ended December 31	2013	2012
	ASSETS		
3	Cash and balances with central banks	40,833	34,652
3	Government securities and equivalent	34,683	40,317
3	Advances to banks	143,853	127,365
24	*o/w institutional operations:*		
4	Customer transactions	83,616	94,121
24	*o/w institutional operations:*	*608*	*550*
5	Bonds and other fixed-income securities	17,220	25,410
5	Shares and other variable-income securities	26,211	14,450
7	Equity interests and other long-term investments	355	11,038
7	Investments in subsidiaries and affiliates	14,375	14,694
4	Leasing		
4	Operating leases		
12	Intangible assets	358	367
12	Property, plant and equipment	153	217
	Capital subscribed not paid		
7	Treasury shares	24	17
13	Other assets	28,275	27,641
13	Accrual accounts	8,865	11,888
	TOTAL ASSETS	**398,821**	**402,177**

See note no.	Off-balance sheet items Commitments received	2013	2012
37	**Financing commitments**	**44,299**	**50,074**
	Commitments received from banks	32,473	34,503
	Commitments received from customers	11,826	15,571
37	**Guarantee commitments**	**2,494**	**4,268**
	Commitments received from banks	2,494	4,268
24	o/w institutional operations:		
37	**Commitments on securities**	**6,411**	**5,036**
37	**Other commitments received**	**9,062**	**12,356**

(in millions of euros)

See note no.	Year ended December 31	2013	2012
	LIABILITIES		
14	Due to central banks		
14	Due to banks	173,236	157,853
24	*o/w institutional operations:*	*46*	*46*
15	Customer transactions	76,732	85,480
24	*o/w institutional operations:*	*771*	*745*
16	Debt securities	42,902	50,810
17	Other liabilities	76,484	75,164
17	Accrual accounts	7,165	8,745
24	*o/w institutional operations:*	*3*	
18/19	Provisions for risks and other expenses	2,677	2,982
20	Subordinated debt	4,779	6,326
	Fund for general banking risks		
	Equity excluding fund for general banking risks	14,846	14,817
22	Subscribed capital	4,960	4,938
22	Issue premium	7,317	8,243
22	Reserves	233	193
	Revaluation adjustments		
21	Regulated provisions and investment subsidies	13	13
24	*o/w institutional operations:*	*2*	*1*
22	Retained earnings		523
	Net income (loss)	2,323	907
	TOTAL LIABILITIES	**398,821**	**402,177**

See note no.	Off-balance sheet items Commitments given	2013	2012
37	**Financing commitments**	**70,626**	**66,019**
	Commitments given to banks	15,873	9,919
	Commitments given to customers	54,753	56,100
37	**Guarantee commitments**	**22,016**	**23,837**
	Commitments given to banks	2,599	2,809
	Commitments given to customers	19,417	21,028
24	*o/w institutional operations:*		
37	**Commitments on securities**	**6,358**	**4,883**
37	**Other commitments given**	**25,956**	**25,399**

NATIXIS COMPARATIVE SEPARATE INCOME STATEMENTS

(in millions of euros)

See note no.	Year ended December 31	2013	2012
	Interest and similar income	**5,770**	**7,307**
	Interbank transactions	1,958	3,165
	Customer transactions	1,727	1,964
	Leasing transactions	0	0
	Operating lease transactions	0	0
	Bonds and other fixed-income securities	346	328
25	Other interest and similar income	1,739	1,850
	Interest and similar expenses	**(4,457)**	**(6,369)**
	Interbank transactions	(1,809)	(2,943)
	Customer transactions	(185)	(343)
	Leasing transactions	0	0
	Operating lease transactions	0	0
	Bonds and other fixed-income securities	(816)	(1,284)
26	Other interest and similar expenses	(1,647)	(1,799)
27	**Income from variable-income securities**	**1,081**	**1,035**
	Fee and commission income	**725**	**651**
28	**Fee and commission expenses**	**(456)**	**(350)**
	Net gains/(losses) on trading portfolio transactions	**926**	**1,685**
	Balance of transactions on securities held for trading	2,318	(449)
	Foreign exchange transactions balance	(308)	(12)
29	Balance of transactions on financial instruments	(1,084)	2,146
30	**Net gains/(losses) on transactions on securities held for sale**	**32**	**(586)**
	Other banking operating income	**361**	**386**
31	**Other banking operating expenses**	**(298)**	**(269)**
	NET REVENUES	**3,684**	**3,490**
	General operating expenses	**(2,097)**	**(2,021)**
	Payroll costs	(1,261)	(1,154)
	Other administrative expenses	(836)	(867)
32	**Write-down, amortization and impairment of property, plant and equipment and intangible assets**	**(87)**	**(85)**
	GROSS OPERATING INCOME (LOSS)	**1,500**	**1,384**
33	**Provision for credit losses**	**(357)**	**(298)**
	OPERATING INCOME	**1,143**	**1,086**
34	**Net gains/(losses) on fixed assets**	**1,391**	**(204)**
	INCOME BEFORE TAX	**2,534**	**882**
	Non-recurring income		0
35	**Income taxes**	**(213)**	**18**
21	**Funding/reversal of funding for general banking risks and regulated provisions**	**2**	**7**
	NET INCOME (LOSS)	**2,323**	**907**

NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

NOTE 1 ACCOUNTING PRINCIPLES AND VALUATION METHODS

Natixis' separate financial statements have been prepared and presented in accordance with the standards applicable to credit institutions laid out by the Comité de la réglementation comptable (CRC – French Accounting Regulation Committee) and the Comité de la réglementation bancaire et financière (CRBF – French Banking and Financial Regulation Committee).

The financial statements are presented in accordance with CRC Rule no. 2000-03 as amended for the individual summary financial statements of companies coming under CRBF regulation.

The financial statements of foreign subsidiaries, prepared in accordance with local rules, are restated for the purposes of the separate financial statements in accordance with generally accepted accounting principles in France.

The financial statements for the fiscal year are presented in identical format to those for the previous fiscal year. Generally accepted accounting principles have been applied in compliance with the principle of prudence based on the following principles:

- going concern;
- consistency of accounting methods;
- principle of periodicity.

1.1 Loans to customers and banks

Loans are carried on the balance sheet at their nominal value.

Accrued interest is credited to the corresponding receivables item on the income statement.

Fees earned on the granting or acquisition of loans, as well as marginal transaction costs, are recognized using the effective interest rate actuarial method over the effective life of the loan. Recognition is shown as net interest income in net revenues. Fees and transaction costs to be recognized are included in the relevant loan book.

Loans that have been granted on an irrevocable basis but have not yet given rise to any transfer of funds are included in off-balance sheet items under "Financing commitments given".

Performing and non-performing loans are identified separately.

Non-performing loans are identified and recognized in accordance with CRC Regulation 2002-03 as amended. This regulation and the notice issued by the CNC Urgent Issues Task Force on December 18, 2003 set out the regulations for classifying non-performing loans and reclassifying them as irrecoverable loans.

Loans for which there is an identified credit risk that makes it probable that Natixis will be unable to recover all or part of the amount owed by the counterparty under the terms and conditions of the loan agreement, after taking into account any guarantees received, are considered to be non-performing.

In particular, loans that include payments over three months overdue, more than six months overdue in the case of real estate loans or more than nine months overdue in the case of municipal loans, as well as loans to borrowers that are the subject of a legal dispute are classified as non-performing loans.

Loans accelerated by the lender and loans classified as non-performing for more than one year for which a write-off is planned are deemed to be irrecoverable.

The reversal of the effect of discounting on impairments of non-performing loans associated with the passage of time is recognized under "Interest and similar expenses" on the income statement.

SPECIFIC WRITE-DOWNS

Where there is a risk of partial or total non-recovery of loans or of borrowers breaching their covenants, impairment charges or provisions corresponding to the amount of the probable loss are recognized on the income statement under "Provision for credit losses". Impairment is assessed quarterly on a case-by-case basis taking into account an analysis of the risk and available collateral.

Impairment losses are calculated as the difference between the net carrying amount of the loan and the amounts thought to be recoverable, discounted at the original effective interest rate for fixed-rate loans or at the last effective interest rate determined according to the contractual terms for variable-rate loans.

In accordance with banking regulations:

- accrued interest due on loans to borrowers subject to legal proceedings is deducted from the interest account in which it was initially recorded. If the interest is subsequently recovered, it is credited to this line upon collection;
- interest on non-performing loans three or, where applicable, six or nine months overdue is also written down in full by deduction from the interest account in which it was initially recorded;
- all other loans made to these customers are automatically also classified as non-performing, even when the risk appraisal does not require an impairment charge against the outstanding principal.

Probable losses stemming from off-balance sheet commitments are recognized as provisions on the liability side of the balance sheet.

WRITE-DOWNS FOR NON-SPECIFIC CREDIT RISK

Financial assets that do not have individually allocated credit risk are included in groups of assets with similar risk characteristics. The composition of these portfolios of similar assets is based on two criteria: geographic risk and sector risk.

Portfolios are reviewed quarterly and, where appropriate, loans in sectors or countries where economic circumstances suggest problems may arise are included in the base for performing loans provisions.

Each group of assets is assessed for objective evidence of impairment based on observable data indicating a likely decrease in the estimated recoverable cash flows for that group of assets. A collective write-down in the balance sheet liabilities is taken against any group of assets showing objective evidence of impairment. Assets belonging to that group, which are subsequently specifically identified as impaired (specific risk), are removed from the collective write-down calculation base.

Provisions for **geographic risk** are primarily based on each country's internal rating, incorporating different parameters and indicators (political situation, performance of the economy and economic outlook, banking system situation, etc.). Calculation of the impairment loss is based on an internal rating/provisioning rate correlation table.

Provisions for **sector risk** are based on combinations of indexes specific to each sector (sector growth, cash held by businesses in the sector, cost of commodities, etc.). The method for calculating the impairment loss is the "expected loss" method calculated at maturity.

Loans on the watch list, for which a Basel default has been identified, are written down collectively by sector unless they are already subject to specific write-downs.

1.2 Securities portfolio

In accordance with CRBF Regulation No. 90-01 on recognizing securities transactions, as amended, the following rules are applied regardless of the legal form of the security concerned (shares, bonds and notes, treasury bills, certificates of deposit, negotiable instruments, promissory notes, etc.). The buying and selling of securities are recorded in the balance sheet at the settlement-delivery date.

Instruments are assigned to one of the following categories based on type and the purpose for which they are held: securities held for trading, securities held for sale, securities held for investment, other long-term investments, investments in associates and investments in subsidiaries and affiliates.

- **Securities held for trading**: securities that are originally bought or sold with the intention of reselling or repurchasing them in the short term, securities held as part of a market making operation, and securities bought or sold for the purposes of the specialized management of a trading portfolio. When initially recognized, these securities must be traded on an active market with easily obtainable prices representing actual and regularly occurring market transactions on an arm's length basis. On acquisition, securities held for trading are recognized at the price paid including any accrued interest. Transaction costs are recognized in expenses. At each balance sheet date, they are measured at market value and the grand total of any valuation differences is recognized on the income statement under the heading, "Balance of transactions on securities held for trading".
- **Securities held for sale**: securities that are not classified as held for trading, held for investment, other long-term investments, investments in associates or investments in subsidiaries and affiliates. They are reported on the balance sheet at their purchase price, excluding acquisition costs. Any difference between the purchase price (excluding accrued interest) and the redemption price is recognized in income over the remaining life of the securities. They are valued at year end at the lower of their carrying amount and their market value. Unrealized losses give rise to the recognition of an impairment loss, whose calculation factors in gains from any hedging transactions conducted. Unrealized gains are not recognized.
- **Securities held for investment**: fixed-income dated securities acquired with the stated intention of holding them to maturity. They are reported on the balance sheet at their purchase price, excluding acquisition costs. Any difference between the purchase price and the redemption price is recorded in income over the remaining life of the securities.

  In line with regulatory requirements, unrealized losses are not subject to impairment unless there is a strong likelihood that the instruments will be sold before maturity due to unforeseen circumstances and without prejudice to impairments included in provisions for credit losses pursuant to CRC Regulation 2002-03 as amended, if there is a risk of default by the issuer of these instruments. Unrealized gains are not recognized.
- **Investment securities**: investments made on a regular basis with the sole aim of generating a capital gain in the medium-term, without any intention to invest sustainably in the issuing company or to actively participate in its operational management. This business is operated within a separate, specialized and structured department of Natixis.

Investment securities are recognized at their acquisition date at the purchase price excluding acquisition costs. They are included in the balance sheet at the lower of their historical cost and their value in use, which is determined based on the issuer's general development outlook and the projected holding period. In particular, for the determination of this value, Natixis refers to the International Private Equity and Venture Capital Valuation Guidelines published in September 2009 by the Association Française des Investisseurs en Capital (AFIC French Private Equity Investors Association), the British Venture Capital Association (BVCA) and the European Private Equity and Venture Capital Association (EVCA).

Unrealized losses are subject to a provision for impairment.

- **Other long-term securities**: investments made by Natixis in the form of securities, with the intention of forging lasting professional relationships and creating a special relationship with the issuing company, but without any influence over the management of the corporate entities in which investments were made due to the low percentage of voting rights held. They are recognized at their acquisition date at the purchase price excluding acquisition costs. They are included in the balance sheet at the lower of historical cost or value in use. Unrealized losses are subject to a provision for impairment.
- **Investments in associates**: investments that give Natixis significant influence over the corporate bodies of the issuing companies and investments of strategic importance for the development of Natixis' operations. They are recognized at their acquisition date at the purchase price excluding acquisition costs.

  These securities are valued individually at the lower of their value in use at the reporting date and their acquisition cost. Unrealized losses are subject to a provision for impairment.
- **Investments in subsidiaries and affiliates**: shares and other securities in related corporate entities over which Natixis exercises exclusive control, i.e. corporate entities likely to be fully consolidated in Natixis group. They are recognized at their acquisition date at the purchase price excluding acquisition costs. These securities are valued individually at the lower of their value in use at the reporting date and their acquisition cost. Unrealized losses are subject to a provision for impairment.

  The measurement approaches used to determine value in use are the following, as appropriate:

  - the net asset value method,
  - the peer comparison method,
  - the discounted future cash flows (DCF) method.

  The DCF method for measuring future cash flows is based on the establishment of business plans prepared by the management of the subsidiaries in question and approved by Natixis senior management. The discount rate on future cash flows is the result of:

  - an average rate of return on an investment deemed to be risk-free,
  - an average credit spread on the market in which the subsidiary is listed,
  - an average beta as reflected in a sample of equivalent companies.
- **Treasury shares**: Natixis holds treasury shares to regulate the share price under a liquidity agreement. These shares are recognized as securities held for trading and follow the same rules as other securities in this category.

  Treasury shares held for distribution to employees are classified as held for sale and follow the corresponding rules.

Income, value adjustments and proceeds on disposal of securities portfolios are recognized as follows:

- income from variable-income securities is recognized as and when received;
- income from fixed-income securities is recognized based on the accrual method;
- value adjustments and proceeds from the disposal of securities are recognized under different headings depending on which portfolio they belong to:
  - under "Net revenues" for securities held for trading and securities held for sale,
  - as a provision for credit losses on fixed-rate securities in the portfolio of securities held for sale or for investment when adjustments in value relate to counterparty risk exposure,
  - under net gains/(losses) on fixed assets:
    - for adjustments in the value of securities held for investment (excluding impairment for risk exposure to a counterparty) when there is a high probability of disposal of such securities held for investment due to unforeseen circumstances and for all proceeds from the disposal of securities held for investment,
    - for investments in associates, investments in subsidiaries and affiliates and other long-term securities.

In accordance with CRC Regulation No. 2008-17, reclassifications from the "held for trading" to the "held for sale" and "held for investment" categories and from "held for sale" to "held for investment" are permitted in exceptional market circumstances requiring a change in strategy or when the securities in question have ceased to be tradable on an active market since their acquisition.

The regulation allows banks to sell all or part of the securities reclassified as "held for investment" if the following two conditions are met:

- the transfer was motivated by exceptional circumstances;
- the market for these securities has become active again.

Natixis has carried out no such transfers in its separate financial statements.

1.3 Property, plant and equipment and intangible assets

Fixed assets are recognized at acquisition cost plus directly attributable transaction costs and borrowing costs accrued during any phase of construction or installation before they come into service.

Internally generated software is carried on the asset side of the balance sheet at its direct development cost, including outsourcing expenses and personnel costs directly attributable to its production and preparation where they meet the criteria for capitalization.

After acquisition, fixed assets are carried at cost less any cumulative write-down, amortization and impairment losses.

As soon as they are in a condition to be used by Natixis in the manner in which they are intended, fixed assets are depreciated or amortized over their estimated useful lives on a straight-line or declining balance basis when this better reflects the economic amortization. The residual value of the asset is deducted from its depreciable or amortizable amount when it can be measured reliably.

In line with applicable accounting principles, a specific amortization schedule is defined for each significant component of an item of property, plant and equipment which has a different useful life or is expected to consume future economic benefits differently from the item as a whole. For buildings comprising business and investment property, the following components and depreciation periods are applied:

- land: non-depreciable;
- non-destructible buildings (of historical importance): non-depreciable;
- walls, roofs and waterproofing: 20-40 years;
- foundations and framework: 30-60 years;
- external rendering: 10-20 years;
- equipment and installations: 10-20 years;
- internal fixtures and fittings: 8-15 years.

Other items of property, plant and equipment are depreciated over their estimated useful lives, generally 5 to 10 years.

Purchased software is amortized on a straight-line basis over its estimated useful life, which in most cases is less than 5 years. Internally generated software is amortized over its estimated useful life, which cannot exceed 15 years.

1.4 Debt securities

This line item comprises debt attributable to securities held for sale issued by Natixis in France or in foreign countries, with the exception of subordinated instruments recognized as subordinated debt. This line item notably includes medium-term notes, interbank market instruments, negotiable debt securities and bonds and other fixed-income securities.

Accrued interest payable relating to these issues is disclosed separately as a related payable, with an offsetting entry in the income statement.

Issue or redemption premiums on bond issues are amortized over the life of the issues in question and the related expense is recognized under the heading "Interest and similar expenses" on the income statement.

In the first half of 2012, Natixis implemented a transaction with BPCE called P3CI (a loan covering CCIs) to optimize the Core Tier 1 ratio via a guarantee mechanism based on the prudential value of the Cooperative Investment Certificates (CCIs) issued by the Banque Populaire banks and the Caisses d'Epargne.

This transaction consisted of issuing new bonds for an amount of €6.9 million, subscribed in full by BPCE.

The bonds' redemption value at maturity provided a hedge against any fall in the prudential value of the CCIs (accounted for by the equity method) over the term of the transaction, i.e. 10 years.

For accounting purposes, the P3CI issue was treated as a debt security issued at par whose redemption value was adjusted in the event of a drop in the prudential value of the CCIs. On each reporting date over the lifetime of the transaction, the carrying value of P3CI was adjusted to take account of changes in the prudential value of the CCIs (accounted for by the equity method). In accordance with the principle of prudence, the corresponding adjustment was not recognized in income but was instead recorded under assets on the accruals line.

Accrued interest payable relating to this issue was disclosed separately as a related payable, with an offsetting entry in the income statement under "Interest and similar expenses on bonds and other fixed-income securities".

The P3CI issue was redeemed in August 2013 following the repurchase by all the Banque Populaire banks and the Caisses d'Epargne of all the CCIs held by Natixis S.A., followed by their cancellation (*see Note 2 "Key events"*).

1.5 Subordinated debt

This item covers perpetual and dated subordinated notes, for which the redemption in the event of liquidation ranks behind all other creditors. Accrued interest is credited to the corresponding receivables item on the income statement.

Where perpetual subordinated notes are treated as equivalent to amortizing securities, each periodic payment is broken down into the repayment of principal, which is deducted from the nominal amount, and interest, which is charged to the income statement under "Interest and similar expenses".

1.6 Forward financial instruments (futures and options)

The notional amount of these instruments is recorded off-balance sheet for internal monitoring and regulatory purposes, but is not included in the published statement of off-balance sheet items. Details for these instruments are provided in the notes.

The accounting principles applied depend on the instrument involved and the purpose of the transaction (hedging or trading).

INTEREST RATE AND CURRENCY TRADING

These transactions are carried out for four purposes:

- micro-hedging (hedging of specific transactions or positions);
- macro-hedging (overall balance sheet management);
- speculative position-taking;
- specialized management of a trading portfolio.

Gains or losses on specific hedges are recognized in income on a symmetrical basis with the income and expenses of the position or transaction being hedged.

Expenses and income arising from forward financial instruments used to hedge and manage Natixis' overall interest rate risk are recognized over the period of the position. Unrealized gains and losses are not recognized.

The accounting treatment of speculative positions is identical for interest flows. Contracts are marked to market value at each reporting date and any unrealized losses are taken to the income statement as provisions.

Each instrument in the final category is marked to market on an individual basis. Changes in value during the period are recognized immediately on the income statement. Valuations are adjusted for counterparty risk and the discounted present value of future contractual management costs.

FOREIGN CURRENCY FUTURES

"Outright" foreign currency futures or transactions hedging other foreign currency futures are measured based on the forward foreign exchange rate remaining to run on the currency in question. Differences in interest rate or contango/backwardation associated with hedged foreign currency futures are recognized in stages as interest expense or income over the effective term of the transaction.

OPTIONS (INTEREST RATE, CURRENCY AND EQUITY) AND FUTURES

The notional amount of the underlying instrument of each option or futures contract is recognized with a distinction being made between hedging and trading contracts.

For hedging transactions, income and expenses are recognized in income on a symmetrical basis with the income and expenses of the hedged items.

For non-hedging activities, positions in a class of option or forward contract are marked to market at the reporting dates. Changes in market value are recognized directly on the income statement. However, for instruments traded on over-the-counter markets, gains or losses are recognized on the income statement only upon settlement of these transactions, without effect on the potential setting aside of provisions for the net risk incurred over the life of the instrument.

INSTITUTIONAL OPERATIONS

Commitments likely to be given within this framework to banks that extend export credits denominated in foreign currencies, with the aim of guaranteeing the exchange rate of their foreign currency borrowings, are not included in published off-balance sheet commitments. Income and expenses from institutional operations (exchange rate swaps and guarantees) are charged or paid to the French Treasury in accordance with the agreed-upon terms and conditions.

1.7 Employee benefits

Employee benefits are recognized in payroll costs.

They fall into four categories:

- **"Short-term benefits"** including salaries, social security contributions, annual leave, employee profit-sharing, incentive plans, top-up contributions and bonuses payable in the 12 months after they are attributed are expensed in the period in which the corresponding services were rendered.
- **"Termination benefits"** granted to employees upon the termination of their employment and prior to retirement. A provision is accrued for these benefits.

- **"Post-employment benefits"** such as pensions, other supplementary retirement benefits applicable to the banking industry, end-of-career awards and other contractual benefits payable to retirees. Natixis distinguishes between two types of post-employment benefits:
  - **defined contribution plans**, which mainly consist of the social security basic pension scheme and the supplementary schemes AGIRC and ARCO, under which an entity has no obligation to pay a specified benefit amount. Contributions paid under defined contribution plans are expensed in the corresponding period;
  - **defined benefit plans** under which Natixis has a legal or constructive obligation to pay a specified benefit amount are valued and funded.

    A provision is set aside for defined benefit plans based on an actuarial assessment of the benefit obligation using the projected unit credit method. This method draws on demographic and financial assumptions. The value of any plan assets is deducted from the obligation to determine the provision to be recognized on the balance sheet. This valuation is carried out on a regular basis by independent actuaries.

    Actuarial assumptions are reviewed annually. Differences resulting from changes in actuarial assumptions and experience adjustments (impact of differences between actuarial assumptions and actual experience) give rise to actuarial gains and losses.

    In accordance with the "corridor" method, Natixis does not recognize the portion of net cumulative actuarial gains and losses that is lower than the greater of (i) 10% of the present value of the defined benefit obligation and (ii) 10% of the fair value of any plan assets at the end of the previous reporting period. The portion of actuarial gains and losses outside the 10% "corridor" is therefore recognized over the average remaining working lives of the employees participating in the relevant plan.

    In the event of changes to an existing plan or the implementation of a new plan, past service cost is recognized in income over the period until the benefits become vested.

    The amount recognized as a provision in the balance sheet represents the present value of the obligation under defined benefit plans:

  - minus any past service cost not yet recognized in income,
  - plus or minus any unrecognized actuarial gains or losses in accordance with the corridor principle arising from:
    - experience adjustments linked to demographic variables,
    - changes in actuarial assumptions,
    - differences between the actual return and expected return on plan assets,
  - minus the market value of plan assets.

    The annual payroll costs recognized in respect of defined benefits plans consist of:

  - rights vested by beneficiaries over the period,
  - the interest cost reflecting the impact of unwinding the discount on the obligation,
  - the expected return on plan assets,
  - amortization of actuarial gains and losses and past service costs,
  - the effects of plan curtailments and settlements.
- **"Other long-term benefits"** including long-service awards and deferred compensation payable in cash under employee retention and performance recognition plans are valued using the same actuarial method as that applied to post-employment benefits under defined benefit plans, except that actuarial gains and losses are not subject to the corridor method and past service costs are recognized directly as an expense.

The estimated amount of the expense related to cash-settled variable compensation, subject to the employee's continued service in accordance with the Employee Retention and Performance Recognition Plans, is recognized over the vesting period.

1.8 Share-based employee retention and performance recognition plans

Every year since 2010, a share-based payment plan has been granted to specific categories of personnel in accordance with regulations. Some plans are settled in Natixis shares, while others are settled in cash indexed to the Natixis share price. Each plan is a three-year plan, with one-third of the plan settled each year, with the exception of "short-term" plans settled in cash indexed to the Natixis share price, which are settled in the year of granting.

All of these plans are contingent on satisfying service and/or performance requirements.

Cash-settled plans indexed to the share price give rise to the recognition of a payroll expense that is measured taking account of the share price on the balance sheet date and the likelihood of satisfying performance/and or service requirements. Where a service requirement exists, the calculated expense is recognized on a straight-line basis over the vesting period, unless the payment takes place in the year of granting, in which cash the expense is recognized immediately on the income statement.

Plans settled in shares are recognized in accordance with CRC Rule No. 2008-15, which provides for the recognition of a liability where there is the likelihood or the certainty that the obligation to grant shares generates an outflow in settlement without an offsetting provision:

- if the granting is made by means of the issue of new shares, and outflow in settlement is not deemed to be likely and, as a result, no expense is recognized;
- if the granting is made by redemption of shares or the granting of existing shares, the possibility of an outflow in settlement is deemed likely and without an offsetting provision. A provision is then set aside taking account of the entry cost of the shares or the share price on the balance sheet date if the shares have not yet been purchased and the probable number of shares granted to employees. The expense is recognized in stages over the vesting period.

There was no provision set aside for expenses related to share-based payment plans at December 31, 2013, as these plans will be settled through the issue of new shares.

1.9 Transactions denominated in foreign currencies

Off-balance sheet receivables, debts and commitments denominated in foreign currencies are converted to euros at the going exchange rate at the balance sheet date through the revaluation of foreign exchange positions. The difference between amounts resulting from the valuation of euro-denominated foreign exchange positions and amounts reported in equivalent euro denominated foreign exchange positions is reported on the income statement.

However, exchange differences arising on the translation of loans whose exchange rates are guaranteed by the State or related to institutional operations are recognized under accrual accounts.

1.10 Guarantee mechanism for GAPC assets

On November 12, 2009, an arrangement was introduced by BPCE to protect assets of a portion of the GAPC portfolios with retroactive effect at July 1, 2009. With this guarantee mechanism, Natixis was able to free up a significant portion of its equity allocated to ring-fenced assets and to protect itself against the risk of loss from these portfolios subsequent to June 30, 2009. This protective arrangement is based on two mechanisms:

- a sub-participation in terms of risk which acts as a financial guarantee on 85% of the nominal value of assets recognized as "securities held for investment", "securities held for trading", "securities held for sale" and "receivables". Under this guarantee, Natixis is protected from the very first euro in default up to 85% of the default amount;
- two total return swaps (TRS), one in euros and another in dollars, which transfer to BPCE 85% of the profit or loss recognized as from July 1, 2009. The instruments hedged by these TRS are mostly represented by "securities held for trading" and to a lesser extent by "securities held for sale". At the same time, Natixis has bought an option from BPCE which, if exercised, will allow it to recover in 10 years' time any net positive performance by the portfolio in exchange for payment of a premium.

1.11 Non-recurring income

Non-recurring income and expense items are determined based on their amount, their unusual nature with respect to current operations, and the likelihood of the events in question repeating.

1.12 Corporate income tax

Due to the 10.7% increase in the corporate income tax, the tax expense recognized in respect of fiscal year 2013 comprises taxes payable in France at the rate of 38%, and at the local corporate tax rate applicable to foreign branches.

1.13 Changes in accounting methods and comparability of financial statements

No change in accounting method had any impact on the financial statements for the 2013 fiscal year.

NOTE 2 HIGHLIGHTS OF THE PERIOD

On February 17, 2013, BPCE S.A. and Natixis announced that they had each submitted to their respective supervisory boards and boards of directors a proposal to significantly simply the structure of Groupe BPCE. The operation involves the repurchase by the Banque Populaire banks and Caisses d'Epargne of all of the Cooperative Investment Certificates ("CCIs") issued by them, which were held entirely by Natixis. Following the cancellation of the CCIs repurchased by each of the Banque Populaire banks and Caisses d'Epargne, the capital of these institutions is held entirely by their cooperative shareholders.

The repurchase transaction, amounting to €12.1 billion, was completed on August 6, 2013 and the corresponding gain was recorded in Natixis' parent company financial statements in the amount of €1.4 billion. The buy-back was accompanied by the repayment of financing and the associated mechanisms, including P3CI, which was set up in 2012.

The completion of this repurchase has resulted in a capital surplus, most of which was returned to shareholders in an exceptional distribution of around €2 billion in cash on August 19, 2013, as decided by the Extraordinary General Shareholders' Meeting of July 31, 2013.

NOTE 3 INTERBANK AND SIMILAR TRANSACTIONS

(in millions of euros)	2013	2012
Cash, balances with central banks	**40,833**	**34,652**
Government securities and equivalent	**34,683**	**40,317**
Securities held for trading	33,014	38,577
Securities held for sale	1,582	1,586
o/w accrued interest	*14*	*12*
o/w non-performing		
o/w write-downs		
Securities held for investment	87	154
o/w accrued interest		
o/w non-performing		
Advances to banks	**143,853**	**127,365**
Demand	4,536	6,503
o/w accrued interest		
o/w non-performing	*1*	*1*
o/w write-downs of non-performing	*(1)*	*(1)*
Time*	139,317	120,862
o/w accrued interest	*193*	*595*
o/w non-performing	*214*	*254*
o/w write-downs of non-performing	*(109)*	*(155)*
INTERBANK AND SIMILAR TRANSACTIONS	**219,369**	**202,334**
** o/w subordinated loans:*		
performing	*47*	*156*
non-performing	*0*	*0*
accrued interest	*0*	*3*
o/w reverse repurchased securities:	*60,007*	*62,491*
o/w accrued interest	*25*	*22*

NOTE 4 TRANSACTIONS WITH CUSTOMERS, LEASING OPERATIONS AND SIMILAR

(in millions of euros)	2013	2012
Current accounts overdrawn	**2,932**	**2,953**
o/w accrued interest	*5*	*6*
o/w non-performing	*23*	*28*
o/w write-downs of non-performing	*(14)*	*(13)*
Commercial loans	**1,759**	**824**
o/w accrued interest	*34*	*15*
o/w non-performing	*21*	*13*
o/w write-downs of non-performing	*(1)*	
Other customer loans	**78,925**	**90,344**
Cash and consumer credit	20,080	20,005
o/w accrued interest	*47*	*41*
Equipment loans	4,323	4,062
o/w accrued interest	*18*	*17*
Export credit	2,641	2,831
o/w accrued interest	*9*	*11*
Home loans	567	760
o/w accrued interest	*1*	*4*
Reverse repurchased securities	31,365	33,299
o/w accrued interest	*5*	*3*
Subordinated loans	555	982
o/w accrued interest	*2*	*4*
o/w non-performing		
o/w write-downs of non-performing		
Other loans	19,394	28,405
o/w accrued interest	*41*	*43*
o/w non-performing	*4,505*	*3,777*
o/w write-downs of non-performing	*(1,451)*	*(1,318)*
CUSTOMER TRANSACTIONS	**83,616**	**94,121**
Equipment leasing	**0**	**0**
Outstanding	0	0
Temporarily unleased assets and non-performing loans		
Accrued interest		
Write-downs		
Write-downs of non-performing		
Operating leases	**0**	**0**
Outstanding	0	0
Temporarily unleased assets and non-performing loans		
Accrued interest		
Write-downs		
Write-downs of non-performing		
LEASING AND SIMILAR TRANSACTIONS	**0**	**0**

NOTE 5 BONDS, SHARES AND OTHER FIXEDAND VARIABLE-INCOME SECURITIES

(in millions of euros)	2013 Securities held for trading	2013 Securities held for sale	2013 Securities held for investment	2013 Total	2012 Securities held for trading	2012 Securities held for sale	2012 Securities held for investment	2012 Total
Bonds and other fixed-income securities								
Gross value [(a)]	10,831	5,195	1,367	17,393	12,871	11,273	1,664	25,808
Premiums/discounts		(47)	(2)	(49)		(68)	(4)	(72)
Accrued interest		13	32	45		31	33	64
Write-downs		(113)	(56)	(169)		(326)	(64)	(390)
Net carrying amount	**10,831**	**5,048**	**1,341**	**17,220**	**12,871**	**10,910**	**1,629**	**25,410**
Shares and other variable-income securities								
Gross value	25,689	532		26,221	13,592	884		14,476
Accrued interest				0				0
Write-downs		(10)		(10)		(26)		(26)
Net carrying amount	**25,689**	**522**		**26,211**	**13,592**	**858**		**14,450**

(a) *For these categories of securities, the gross values shown in the "Securities held for sale" and "Securities held for investment" columns are redemption value.*

Transfers of securities between categories:

There were no transfers of securities between categories in 2012 or 2013.

Unrealized capital gains and losses:

(in millions of euros)	2013 Securities held for trading	2013 Securities held for sale	2013 Securities held for investment	2013 Total	2012 Securities held for trading	2012 Securities held for sale	2012 Securities held for investment	2012 Total
Bonds and other fixed-income securities								
Unrealized capital gains	581	332	138	1,051	1,554	655	196	2,405
Unrealized capital losses	(122)	(546)	(102)	(770)	(625)	(196)	(103)	(924)
Shares and other variable-income securities								
Unrealized capital gains	1,402	165		1,567	132	19		151
Unrealized capital losses	(105)	(341)		(446)	(283)	(81)		(364)

Breakdown of listed and unlisted securities:

(in millions of euros)	2013	2012
Bonds and other fixed-income securities		
Listed securities	14,127	21,410
Unlisted securities	3,093	4,000
	17,220	**25,410**
Shares and other variable-income securities		
Listed securities	25,691	12,896
Unlisted securities	520	1,554
	26,211	**14,450**

NOTE 6 NON-PERFORMING AND IRRECOVERABLE LOANS AND IMPAIRMENT

(in millions of euros)	2013 Non-performing	2013 Irrecoverable	2012 Non-performing	2012 Irrecoverable
Banks	**59**	**46**	**80**	**18**
Loans	130	85	160	95
Write-downs	(71)	(39)	(80)	(77)
Customers	**2,982**	**100**	**2,417**	**70**
Loans	4,094	455	3,378	440
Write-downs	(1,112)	(355)	(961)	(370)
NET NON-PERFORMING AND IRRECOVERABLE LOANS	**3,041**	**146**	**2,497**	**88**

NOTE 7 INVESTMENTS IN ASSOCIATES AND RELATED COMPANIES, EQUITY INTERESTS, OTHER LONG-TERM INVESTMENTS AND TREASURY SHARES

(in millions of euros)	2013	2012
Investments	**314**	**10,979**
Outstanding	321	11,027
Current account advances		
Translation adjustments		
Write-downs	(7)	(48)
Securities loaned		
Other long-term securities	**40**	**57**
Outstanding	124	140
Current account advances		
Translation adjustments		
Write-downs	(84)	(83)
Securities loaned		
Accrued interest	**1**	**2**
EQUITY INTERESTS AND OTHER LONG-TERM INVESTMENTS	**355**	**11,038**
Investments in subsidiaries and affiliates	**14,375**	**14,694**
Outstanding	14,472	14,774
Current account advances	3	6
Translation adjustment	96	50
Write-downs	(196)	(136)
Securities loaned		
Accrued interest	**0**	**0**
INVESTMENTS IN RELATED SUBSIDIARIES AND AFFILIATES	**14,375**	**14,694**
Treasury shares	**24**	**17**
Securities held for trading	22	16
Securities held for investment*	2	1
Securities loaned		
Long-term investments		
TREASURY SHARES	**24**	**17**
* *Including write-downs*		*(1)*

NOTE 8 INVENTORY – INVESTMENT PORTFOLIO AT DECEMBER 31, 2013

(amounts in euros)	Number of shares	Book value
I - INVESTMENTS IN SUBSIDIARIES AND AFFILIATES		**14,375,664,224.30**
A) Banks and other credit institutions		**9,458,654,368.26**
CACEIS SAS	2,374,846	289,676,481.67
CFDI	29,994	4,572,555.82
EURO PRIVATE EQUITY	106,251	5,500,391.02
IFCIC - INSTITUT FINANCEMENT CINEMA ET IND.CULT	30,473	525,517.08
LA COMPAGNIE 1818	1,171,505	177,194,510.75
NATIXIS ALGERIE	9,182,731	94,168,012.80
NATIXIS AUSTRALIA PTY LTD	63,000,000	42,158,024.18
NATIXIS BRASIL S.A.	102,580,709	34,278,265.07
NATIXIS COFICINE	117,948	35,945,475.43
NATIXIS FACTOR formerly FACTOREM	2,489,440	247,499,915.63
NATIXIS FUNDING	4,503,636	68,883,536.60
NATIXIS INNOV	15,006,000	150,060,000.00
NATIXIS INTEREPARGNE	555,663	57,053,604.99
Natixis Japan securities Co	200,000	66,550,406.28
NATIXIS LEASE	16,702,640	400,109,157.73
NATIXIS TRUST (formerly NATIXIS LUXEMBOURG SA)	6,098,654	711,213,300.66
NATIXIS MARCO	100,017,000	1,000,170,000.00
NATIXIS MOSCOW - formerly ZAO	111,618	36,743,030.55
NATIXIS PAIEMENTS	9,738,040	64,172,253.91
NATIXIS PFANDBRIEFBANK AG	55,000,000	55,000,000.00
NEXGEN Financial Holdings Ltd	100,000,000	152,981,320.39
NGAM - NATIXIS GLOBAL ASSET MANAGEMENT	156,344,050	5,764,198,607.70
B) Financial institutions		**1,562,324,860.98**
DAHLIA PARTNERS	100,000	1,058,066.52
NATIXIS ASIA LIMITED	632,395,000	54,128,622.78
NATIXIS FONCIERE formerly SPAFICA	42,824	63,472,890.00
NATIXIS PRIVATE EQUITY	25,462,288	714,296,638.87
Natixis Securities SAS	1	155,000.00
NATIXIS STRUCTURED PRODUCTS Ltd Jersey	32,100	1,182,800.00
NAXICAP PARTNERS	94,376	10,490,544.04
NUSHI	1,840,970	715,159,710.73
SEVENTURE PARTNERS	15,866	2,380,588.04
C) Other		**3,350,019,936.09**
ALLIANCE ENTREPRENDRE	25,444	993,065.75
ANTIN HAUSSMANN SCI	20	304,898.05
COFACE	91,664	13,179,205.21
COFACE HOLDING formerly SDGP 41	156,841,307	1,512,919,980.08
Compagnie européenne de Garanties et Cautions (CEGC)	8,944,222	190,819,108.85
CONTANGO TRADING formerly Ecrinvest 2	1,109,993	11,223,415.33
CRANE 2 - formerly INVESTIMA 56	132,700	1,004,494.00
CRANE 3 - formerly INVESTIMA 57	130,500	993,237.00
CRANE 4 - SAS formerly INVESTIMA 58	145,200	1,112,843.00
CRANE 5 - formerly INVESTIMA 59 SAS	154,700	1,189,269.00

(amounts in euros)	Number of shares	Book value
CRANE I - formerly INVESTIMA 55	131,000	981,681.00
CUBE INFRASTRUCTURE FUND	137,717,594	135,926,639.98
INVEST ALPHA	14,994	228,582.06
INVEST DELTA	30,994	166,398.34
INVESTIMA 14	52,000	282,098.00
INVESTIMA 16	52,000	278,882.00
INVESTIMA 17	230,000	1,170,567.00
INVESTIMA 18	226,000	1,164,434.00
INVESTIMA 19	220,000	1,144,215.00
INVESTIMA 25	360,564	1,464,456.00
INVESTIMA 26	360,500	1,464,448.00
INVESTIMA 27	330,700	1,346,405.00
INVESTIMA 28	329,200	1,339,846.00
INVESTIMA 29	340,200	1,383,725.00
INVESTIMA 30	321,700	1,309,715.00
INVESTIMA 31	368,700	1,498,554.00
INVESTIMA 32	713,600	5,418,273.00
INVESTIMA 34	247,500	1,730,546.00
INVESTIMA 35	253,700	1,794,252.00
INVESTIMA 53 - SAS	359,700	1,640,426.00
INVESTIMA 6 - SAS	690,922	6,562,719.00
LUGDUNUM GESTION	7,995	289,653.21
NATIXIS ALTERNATIVE INVEST INTERN formerly ICMOS	38,770	5,074,000.00
NATIXIS ASSURANCES	14,505,458	1,021,911,443.95
NATIXIS CONSUMER FINANCE formerly ECRINVEST 11	35,339,652	353,396,430.00
NATIXIS IMMO DEVELOPPEMENT	92,674	6,775,636.78
NATIXIS IMMO EXPLOITATION	7,674,462	33,827,113.22
NATIXIS PARTICIPATIONS formerly SD CONSEIL	74,994	1,640,137.57
NATIXIS REAL ESTATE FEEDER	7,120,000	1,395,034.00
NATIXIS SERVICOS E INFORMATICOES LTDA	600,000	2,882,593.11
PARTECIS	1,250	1,250,000.00
PHOENIX 1 formerly INVESTIMA 60 - SAS	150,700	1,149,572.00
PHOENIX 2 formerly INVESTIMA 61 - SAS	166,700	1,279,344.77
PHOENIX 3 formerly INVESTIMA 62 - SAS	171,700	1,318,244.00
PHOENIX 4 formerly INVESTIMA 63 - SAS	164,400	1,273,156.00
REACOMEX	5,000	9,652,489.97
SCI ALTAÏR 1	200	2,407,813.99
TITRES-CADEAUX formerly ISSY SF2 2	15,000	2,460,894.87
D) Investments with a book value less than or equal to €150,000		**1,085,501.76**
E) Current account advances		**3,558,278.92**
F) Securities loaned		**21,278.29**
G) Accrued interest		**0.00**
II - INVESTMENTS AND OTHER LONG-TERM INVESTMENTS		**355,364,653.14**
A) Banks and other credit institutions		**173,259,248.25**
BANCO FINANTIA	16,651,100	23,320,000.00
EUROTITRISATION	1,498	547,405.70
LAZARD Ltd Berm	6,999,803	144,849,983.67
OSEO Garantie	483,474	3,242,831.92
UNIGRAINS	6,825	207,681.09
WGZ BANK	8,700	1,091,345.87

(amounts in euros)	Number of shares	Book value
B) Financial institutions		**36,024,848.80**
BANQUE POPULAIRE IMAGES 9	4,123	3,066,503.84
CLS GROUP HOLDING	3,451	7,153,808.25
COFIMAGE 20	2,930	2,061,577.30
MTS SPA CLASS A	9,511	3,062,542.00
PEFCO	738	2,249,101.56
PROPARCO	787,590	13,017,784.19
SOFIPROTEOL	41,313	711,448.01
LCH CLEARNET GROUP	335,863	4,702,083.65
C) Other		**143,979,427.42**
ADVENT	1	706,421.24
AEDES SPA	37,955,307	3,036,203.45
AGRO INVEST SAS	26,686	1,574,206.80
ALBIAN IT	50,000	500,000.00
CHICAGO MERCANTILE EXCHANGE CME	20,003	1,778,420.08
COLYZEO 2	26,711,102	14,740,700.00
EMBRAER	273,120	1,584,859.31
EUROFIDEME 2	2,500	10,227,500.00
FIDEPPP FCPR	35,661	33,774,176.00
FIDEPPP 2 FCPR	1,130	534,749.90
HINES PAN EUROPEAN CORE FUND	10,000,000	4,711,961.29
LME	25,000	2,102,945.97
NATIXIS INVESTMENT CORP.	3,217	2,552,930.38
NATIXIS ALTAÏR IT SHARED SERVICES formerly VAL E	2,449,916	22,832,958.76
NYBEQ LLC	1	1,770,490.15
PORCHER INDUSTRIES	506	570,830.10
RREEF	19,807,760	2,170,699.00
SICOVAM HOLDING formerly Soparsico	3,694	30,417,099.22
SLIB	250,064	4,001,165.63
SOFRANTEM	15,002	388,822.74
SWIFT s.c.r.l.	463	180,902.84
SYSTRA	7,300	1,977,973.37
Wasteholdco1	130,269	1,843,411.19
D) Investments with a book value less than or equal to €150,000		**816,286.75**
E) Current account advances		**0.00**
F) Securities loaned		**15,059.97**
G) Accrued interest		**1,269,781.95**
III - TREASURY SHARES	**5,270,351**	**23,775,182.34**
TOTAL INVESTMENT PORTFOLIO AT DECEMBER 31, 2013		**14,754,804,059.78**

NOTE 9 DISCLOSURES REGARDING SHAREHOLDINGS EXCEEDING THE INVESTMENT THRESHOLD IN FRENCH COMPANIES DURING THE YEAR

The table below was drawn up in accordance with the provisions of Article L.247-1 of the French Commercial Code:

	% at 12.31.2013	Number of shares at 12.31.2012
Additions after exceeding		
BANQUE POPULAIRE IMAGES 9	78.38%	4,123
COFIMAGE 20	78.55%	2,930

	% at 12.31.2013	Number of shares at 12.31.2012
Exits		
BANQUE POPULAIRE ALSACE		
BANQUE POPULAIRE ATLANTIQUE		
BANQUE POPULAIRE BOURGOGNE FRANCHE COMTE		
BANQUE POPULAIRE COTE D'AZUR		
BANQUE POPULAIRE DES ALPES		
BANQUE POPULAIRE IMAGES 8		
BANQUE POPULAIRE LOIRE ET LYONNAIS		
BANQUE POPULAIRE LORRAINE CHAMPAGNE		
BANQUE POPULAIRE MASSIF CENTRAL		
BANQUE POPULAIRE NORD		
BANQUE POPULAIRE OCCITANE		
BANQUE POPULAIRE OUEST		
BANQUE POPULAIRE PROVENCALE ET CORSE		
BANQUE POPULAIRE RIVES DE PARIS		
BANQUE POPULAIRE SUD		
BANQUE POPULAIRE VAL DE FRANCE		
BANQUE POPULAIRE AQUITAINE CENTRE ATLANTIQUE		
BRED BANQUE POPULAIRE		
CAISSE D'EPARGNE ALSACE		
CAISSE D'EPARGNE AQUITAINE POITOU CHARENTES		
CAISSE D'EPARGNE AUVERGNE LIMOUSIN		
CAISSE D'EPARGNE BOURGOGNE FRANCHE COMTE		
CAISSE D'EPARGNE COTE D'AZUR		
CAISSE D'EPARGNE DE BRETAGNE PAYS DE LA LOIRE		
CAISSE D'EPARGNE ILE DE FRANCE		
CAISSE D'EPARGNE LANGUEDOC ROUSSILLON		
CAISSE D'EPARGNE LOIRE CENTRE		
CAISSE D'EPARGNE LOIRE DROME ARDECHE		
CAISSE D'EPARGNE LORRAINE CHAMPAGNE ARDENNES		
CAISSE D'EPARGNE MIDI PYRENEES		
CAISSE D'EPARGNE NORD FRANCE EUROPE		
CAISSE D'EPARGNE NORMANDIE		
CAISSE D'EPARGNE PICARDIE		
CAISSE D'EPARGNE PROVENCE ALPES CORSE		
CAISSE D'EPARGNE RHONE-ALPES		
CASDEN BANQUE POPULAIRE		
CONSORTIUM IMMOBILIER DE FRANCE		
CREDIT COOPERATIF		
CRENINVEST 1		
ESSENTIAL RESSOURCES DEBT FUND		
FIDEME		
GIE SOUTHERN CROSS		
GSTP AG		
HAUSSMANN 90 SCI		
ICMNA AUSTRALIA HOLDING INC-Macquarie		
INVEST KAPPA		
IXIS ENVIRONNEMENT ET INFRASTRUCTURES		
IXIS FINANCIAL INSTRUMENTS Ltd		
LCH CLEARNET GROUP		
NATIXIS COMMODITY MARKETS LTD		
PAI EUROPE IV-C FCPR		
PARIS TITRISATION		
SEMAMONT		

NOTE 10 DISCLOSURES CONCERNING SUBSIDIARIES AND EQUITY INVESTMENTS

Article L.233-15 of the French Commercial Code (in thousands of units)

Companies or groups	Share capital *(in thousands of units)*	Shareholders' equity other than capital *(in thousands of units)*	Share of capital at 12.31.2013
A - BREAKDOWN OF INVESTMENTS WITH A GROSS VALUE OF OVER 1% OF THE REPORTING COMPANY'S CAPITAL			
Subsidiaries and investments (holdings in excess of 10%)			
COFACE HOLDING 30 av. Pierre Mendès France 75013 Paris	784,207 EUR	652,254 EUR	100.00%
CIE EUR GARANTIE CAUTION 128 rue de la Boetie 75008 Paris	160,996 EUR	168,626 EUR	100.00%
Banque Privée 1818 50 av. Montaigne 78008 Paris	88,402 EUR	79,242 EUR	100.00%
NATIXIS ALGERIE 62, chemin Drareni Mohamed Hydra Algiers	10,000,002 DZD	4,583,883 DZD	100.00%
NATIXIS Pfandbriefbank AG Im Trutz Frankfurt 55 D-60322 Frankfurt am Main	55,000 EUR	0 EUR	100.00%
NATIXIS ASIA LIMITED Suite 1911-1922-19 F TWO 88 Queensway Pacific Place	632,395 HKD	(62,802) HKD	100.00%
NATIXIS ASSURANCES 30 av. Pierre Mendès France 75013 Paris	110,677 EUR	696,695 EUR	100.00%
NATIXIS HCP 30 av. Pierre Mendès France 75013 Paris	20,037 EUR	452 EUR	100.00%
NATIXIS CONSUMER FINANCE 30 av. Pierre Mendès France 75013 Paris	35,340 EUR	318,945 EUR	100.00%
NATIXIS FACTOR 30 av. Pierre Mendès France 75013 Paris	19,916 EUR	183,682 EUR	100.00%
NATIXIS FONCIERE 30 av. Pierre Mendès France 75013 Paris	685 EUR	62,859 EUR	100.00%
NATIXIS FUNDING 30 av. Pierre Mendès France 75013 Paris	67,555 EUR	2,730 EUR	100.00%
NATIXIS INNOV 47 QUAI D'AUSTERLITZ 75013 Paris	150,060 EUR	2,852 EUR	100.00%
NATIXIS INTEREPARGNE 30 av. Pierre Mendès France 75013 Paris	8,891 EUR	18,578 EUR	100.00%
NATIXIS JAPAN SECURITIES CO., Ltd. 1-11-1, Marunouchi, Chiyoda-Ku Tokyo 100-6226	10,000,000 JPY	(822,017) JPY	100.00%
NATIXIS LEASE 30 av. Pierre Mendès France 75013 Paris	267,242 EUR	277,882 EUR	100.00%

(a) The net value of these lines is higher than their gross value due to a positive translation adjustment.

Book value of investments							
Gross *(in thousands of euros)*	**Net** *(in thousands of euros)*	**Loans and receivables extended but not yet repaid** *(in thousands of euros)*	**Guarantees and endorsements given** *(in thousands of euros)*	**Prior year revenues** *(in thousands of units)*	**Prior year income or loss** *(in thousands of units)*	**Dividends received in 2013** *(in thousands of euros)*	**Remarks**
1,512,920	1,512,920			72,352 EUR	68,779 EUR	65,089	
190,819	190,819			126,456 EUR	48,518 EUR	44,306	
225,505	177,195	373,365	72,714	61,961 EUR	(2,105) EUR		
92,590	94,168	107		6,925,838 DZD	2,186,154 EUR	10,223	(a)
55,000	55,000			3,911 EUR	0 EUR		
59,181	54,129			122,100 HKD	(36,867) EUR		
1,021,911	1,021,911	156,935		79,544 EUR	65,822 EUR	16,826	
50,037	-			(69,695) EUR	(68,660) EUR		
353,396	353,396			20,610 EUR	20,290 EUR	12,369	
247,500	247,500	787,486	115	141,312 EUR	34,786 EUR	32,238	
63,473	63,473			3,011 EUR	(2,934) EUR	316	
68,884	68,884	303,541		10,606 EUR	7,541 EUR	10,133	
150,060	150,060	1,903,458		26,652 EUR	26,373 EUR	34,971	
57,054	57,054		77	94,365 EUR	14,871 EUR	12,369	
69,033	66,550	717,060	1,135	2,767,806 JPY	217,279 EUR		
399,595	399,595	2,675,366	57,744	81,663 EUR	(62,919) EUR	67,682	

Companies or groups	Share capital *(in thousands of units)*	Shareholders' equity other than capital *(in thousands of units)*	Share of capital at 12.31.2013
NATIXIS TRUST 51 av. John F. Kennedy L-1855 Luxembourg	609,865 EUR	120,635 EUR	100.00%
NATIXIS Marco 47 quai d'Austerlitz 75013 Paris	1,000,170 EUR	4,015 EUR	100.00%
NATIXIS PAIEMENTS 30 av. Pierre Mendès France 75013 Paris	53,559 EUR	46,388 EUR	100.00%
NATIXIS PRIVATE EQUITY 5-7 rue de Monttessuy 75007 Paris	585,633 EUR	227,024 EUR	100.00%
NATIXIS CORPORATE SOLUTIONS 12 Lower Leeson Street Dublin 2 Dublin	99,997 EUR	1,319 EUR	100.00%
NATIXIS GLOBAL ASSET MANAGEMENT 30 av. Pierre Mendès France 75013 Paris	156,334 EUR	2,990,599 EUR	100.00%
NUSHI 399 Boylston St 13th Floor MA 02116 Boston USA	1,227,285 USD	3,274,524 USD	100.00%
B - TOTAL DISCLOSURES ON OTHER SUBSIDIARIES AND INVESTMENTS			
Subsidiaries and investments not covered under A			
21 - French companies (aggregate)			
22 - Foreign companies (aggregate)			

(a) The net value of these lines is higher than their gross value due to a positive translation adjustment.

Book value of investments		Loans and receivables extended but not yet repaid (in thousands of euros)	Guarantees and endorsements given (in thousands of euros)	Prior year revenues (in thousands of units)	Prior year income or loss (in thousands of units)	Dividends received in 2013 (in thousands of euros)	Remarks
Gross (in thousands of euros)	Net (in thousands of euros)						
711,213	711,213			28,752 EUR	28,669 EUR	2,993	
1,000,170	1,000,170			41,790 EUR	40,933 EUR	6,901	
64,172	64,172	137,337	1,364	270,018 EUR	37,462 EUR	35,641	
714,297	714,297			41,287 EUR	17,167 EUR	15,277	
154,130	154,130	1,418,226	25,422	17,735 EUR	(1,655) EUR		
5,764,199	5,764,199	28,428		2,037,433 EUR	552,279 EUR	320,806	
646,298	715,160			323,564 USD	323,564 USD	37,013	(a)
652,555	596,859	11,171,896	698,594			333,245	
572,415	498,014	2,702,815	1,972,706			2,870	

NOTE 11 TREASURY SHARES - ASSETS

(in euros)	Number purchased	Purchase price	Average purchase price	Amount sold or cancelled	Sale price	Average sale price	Closing number of shares	% of capital held
At January 1, 2013	**142,574,800**	**718,375,854**	**5.04**	**135,729,100**	**597,751,503**	**4.40**	**6,845,700**	**0.22%**
Price stability	12,154,514	41,471,878	3.41	13,729,863	39,695,571	2.89		
At December 31, 2013	**154,729,314**	**759,847,732**	**4.91**	**149,458,963**	**637,447,074**	**4.27**	**5,270,351**	**0.17%**

NOTE 12 FIXED ASSETS

	2013			2012		
(in millions of euros)	Gross	Impairment and amortization	Net	Gross	Impairment and amortization	Net
Operating fixed assets	**2,127**	**(1,618)**	**509**	**2,138**	**(1,555)**	**583**
Intangible assets	1,629	(1,271)	358	1,602	(1,235)	367
Property, plant and equipment	498	(347)	151	536	(320)	216
Non-operating fixed assets	**3**	**(1)**	**2**	**2**	**(1)**	**1**
Intangible assets			0	0	0	0
Property, plant and equipment	3	(1)	2	2	(1)	1
INTANGIBLE ASSETS	**1,629**	**(1,271)**	**358**	**1,602**	**(1,235)**	**367**
PROPERTY, PLANT AND EQUIPMENT	**501**	**(348)**	**153**	**538**	**(321)**	**217**

(in millions of euros)	End 2012	Acquisitions	Disposals	Other	End 2013
Gross value					
Operating intangible assets	**1,602**	**32**	**(5)**	**0**	**1,629**
Goodwill	1,191	0	0	0	1,191
Software	383	19	(5)	20	417
Other intangible assets	28	13	0	(20)	21
Operating property, plant and equipment	**535**	**35**	**(70)**	**(2)**	**498**
Land and buildings	231	15	(57)	49	238
Other property, plant and equipment	304	20	(13)	(51)	260
Non-operating property, plant and equipment	**3**	**0**	**(1)**	**0**	**2**
Land and buildings	2	0	0	0	2
Other property, plant and equipment	1	0	(1)	0	0
TOTAL	**2,140**	**67**	**(76)**	**(2)**	**2,129**

(in millions of euros)	End 2012	Charges	Reversals	Other	End 2013
Depreciation and amortization					
Operating intangible assets	**(1,234)**	**(49)**	**12**	**0**	**(1,271)**
Goodwill	(952)	0	7	0	(945)
Software	(279)	(49)	5	0	(323)
Other intangible assets	(3)	0	0	0	(3)
Operating property, plant and equipment	**(320)**	**(45)**	**17**	**1**	**(347)**
Land and buildings	(114)	(18)	4		(128)
Other property, plant and equipment	(206)	(27)	13	1	(219)
Non-operating property, plant and equipment	**(1)**	**0**	**0**	**0**	**(1)**
Land and buildings	(1)	0	0	0	(1)
Other property, plant and equipment	0	0	0	0	0
TOTAL	**(1,555)**	**(94)**	**29**	**1**	**(1,619)**

NOTE 13 ACCRUAL ACCOUNTS AND OTHER - ASSETS

(in millions of euros)	2013	2012
Options	8,905	5,533
Settlement accounts	199	316
Miscellaneous debtors	19,023	21,763
Inventory accounts and similar	148	29
OTHER ASSETS	**28,275**	**27,641**
Collection accounts		
Adjustment accounts	5,290	7,007
Gains on forward financial instruments	27	166
Deferred charges and prepayments	1,071	1,198
Accrued income	486	1,604
Other accrual accounts	1,991	1,913
ACCRUAL ACCOUNTS	**8,865**	**11,888**

NOTE 14 INTERBANK AND SIMILAR TRANSACTIONS

(in millions of euros)	2013	2012
Due to central banks		
Due to banks	**173,236**	**157,853**
Demand	4,853	9,571
o/w accrued interest	*0*	*102*
o/w other amounts due	*0*	*0*
Time*	168,383	148,282
o/w accrued interest	*358*	*444*
INTERBANK AND SIMILAR TRANSACTIONS	**173,236**	**157,853**
* *o/w repurchased securities:*	*62,928*	*49,013*
o/w accrued interest	*8*	*7*

NOTE 15 CUSTOMER TRANSACTIONS

(in millions of euros)	2013	2012
Special savings accounts	**184**	**173**
Other payables	**76,548**	**85,307**
Demand	31,878	25,673
o/w accrued interest	*1*	*1*
o/w other amounts due	*40*	*2*
Time*	44,670	59,634
o/w accrued interest	*21*	*21*
o/w security deposits	*879*	*925*
CUSTOMER TRANSACTIONS	**76,732**	**85,480**
* *o/w repurchased securities:*	*24,380*	*38,546*
o/w accrued interest	*3*	*3*

NOTE 16 DEBT SECURITIES

(in millions of euros)	2013	2012
Interbank and money market instruments	**32,492**	**31,394**
o/w accrued interest	*29*	*46*
Bonds	**10,410**	**19,416**
o/w accrued interest	*134*	*625*
Certificates of deposit and savings bonds		
o/w accrued interest		
Other liabilities		
DEBT SECURITIES	**42,902**	**50,810**

NOTE 17 ACCRUAL ACCOUNTS AND OTHER - LIABILITIES

(in millions of euros)	2013	2012
Miscellaneous creditors	13,658	13,262
Securities transactions	53,500	56,243
o/w securities held for trading	*0*	*0*
o/w liabilities on securities held for trading	*53,492*	*56,234*
o/w accrued interest	*8*	*8*
Sold options	9,195	5,493
Securities transactions settlement accounts	131	166
OTHER LIABILITIES	**76,484**	**75,164**
Unavailable accounts	58	71
Adjustment and suspense accounts	2,426	2,779
Losses on forward financial instruments	255	305
Deferred income and prepayments	608	654
Accrued charges	919	1,320
Other accrual accounts	2,899	3,616
ACCRUAL ACCOUNTS	**7,165**	**8,745**

NOTE 18 PROVISIONS FOR RISKS AND OTHER EXPENSES

(in millions of euros)	Employee benefits	Off-balance sheet commitments	Country risk	Specific credit risk	Provisions for litigation	Sector risk	Risks on forward financial instruments	Other risks	Total
At January 1, 2012	**214**	**21**	**155**	**212**	**18**	**420**	**1,309**	**700**	**3,049**
Charges	85	4	73	2	1	15	726	109	1,015
Reversals	(43)	(9)	(40)	(14)		(23)	(798)	(181)	(1,108)
Merger flows/partial contributions of assets	(1)					27		0	26
Translation adjustments	0	0	(1)	(4)	0	(1)	(1)	0	(7)
Other changes	(2)	(2)	0	0	0	0	5	6	7
Activity in 2012	**39**	**(7)**	**32**	**(16)**	**1**	**18**	**(68)**	**(66)**	**(67)**
BALANCE AT DECEMBER 31, 2012	**253**	**14**	**187**	**196**	**19**	**438**	**1,241**	**634**	**2,982**
At January 1, 2013	**253**	**14**	**187**	**196**	**19**	**438**	**1,241**	**634**	**2,982**
Charges	160	18	90		1	6	157	99	531
Reversals	(65)	(9)	(60)	(9)	(1)	(78)	(439)	(119)	(780)
Merger flows/partial contributions of assets								3	3
Translation adjustments	0	0	(1)	(4)	(12)	(4)	(7)	(1)	(29)
Other changes	(1)	6	0	(182)	266	0	(117)	(2)	(30)
Activity in 2013	**94**	**15**	**29**	**(195)**	**254**	**(76)**	**(406)**	**(20)**	**(305)**
BALANCE AT DECEMBER 31, 2013	**347**	**29**	**216**	**1**	**273**	**362**	**835**	**614**	**2,677**

NOTE 19 HEADCOUNT AND EMPLOYEE BENEFITS

Change in headcount

	12.31.2013	12.31.2012
Technical staff	2,147	2,230
Managers	5,220	5,458
NUMBER OF EMPLOYEES	**7,367**	**7,688**

Post-employment benefits and other long-term employee benefits

MAIN ACTUARIAL ASSUMPTIONS

	2013				2012			
	Post-employment defined-benefit plans		Other long-term employee benefits		Post-employment defined-benefit plans		Other long-term employee benefits	
By type of obligation	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other
Discount rate	3.00%	2.74%	2.50%	0.15%	3.00%	2.72%	2.50%	0.03%
Expected return on plan assets	3.00%	2.74%			3.00%	3.00%		

Future salary increases are estimated by grade based on a constant population and a three-year average. At December 31, 2013, this average (including inflation) was 2.75%.

The remaining average working lives of employees, for all benefits, is 15.8 years.

EMPLOYEE BENEFITS AND PLAN ASSETS OBLIGATIONS

(in millions of euros)	12.31.2013	12.31.2012
Gross benefit obligation	**478**	**511**
Fair value of plan assets	206	194
Net obligation	**272**	**317**

BREAKDOWN OF NET OBLIGATION BY PLAN TYPE

	2013					2012				
	Post-employment defined-benefit plans		Other long-term employee benefits			Post-employment defined-benefit plans		Other long-term employee benefits		
(in millions of euros)	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total
Benefit obligation at January 1										
Net obligations recognized	38	81	30	78	227	40	63	29	45	177
Unrecognized actuarial gains and losses	39	8		15	62	37	15		7	59
Unrecognized past service cost	2	24		2	28	6	27		2	35
Total net obligation at January 1	**79**	**113**	**30**	**95**	**317**	**83**	**105**	**29**	**54**	**271**
Benefits paid over the period	(4)	(2)	(2)	(25)	(33)	(10)	(1)	(2)	(20)	(33)
Benefits vested over the period	2	8	3	30	43		8	3	26	37
Interest cost	6	4	1	1	12	8	3	1	1	13
Expected return on plan assets, gross	(4)	(1)			(5)	(5)	(1)			(6)
Change in management fees					0					0
Payments to the fund during the period	(4)				(4)	(8)				(8)
Payment fees					0					0
Plan amendments recognized over the period		3			3		4			4
Recognized actuarial gains and losses over the period	4		(4)	1	1	2		(1)		1
Other items	2	(19)	(1)	(1)	(19)	5			29	34
Change in obligation taken to income	**2**	**(7)**	**(3)**	**6**	**(2)**	**(8)**	**13**	**1**	**36**	**42**
Other items (change in consolidation scope, etc.)		(4)			(4)	7	5		(4)	8
Other changes recognized	**0**	**(4)**	**0**	**0**	**(4)**	**7**	**5**	**0**	**(4)**	**8**
Actuarial gains and losses on benefit obligations	12	(18)		(3)	(9)	24	(6)		8	26
Actuarial gains and losses/ return on plan assets	(8)				(8)	(12)	(1)			(13)
Other actuarial gains and losses	(11)	1			(10)	(8)				(8)
Change in actuarial gains and losses not recognized	**(7)**	**(17)**	**0**	**(3)**	**(27)**	**4**	**(7)**	**0**	**8**	**5**
Plan amendments over the period					0	(4)				(4)
Other items		(3)			(3)					0
Other changes not recognized	**0**	**(3)**	**0**	**0**	**(3)**	**(4)**	**0**	**0**	**0**	**(4)**
Benefit obligation at December 31										
Net obligations recognized	41	70	26	85	222	38	81	30	78	227
Unrecognized actuarial gains and losses	28	(9)		11	30	39	8		15	62
Unrecognized past service cost	2	17		1	20	2	24		2	28
Total net obligation at December 31	**71**	**78**	**26**	**97**	**272**	**79**	**113**	**30**	**95**	**317**

NOTE 20 SUBORDINATED DEBT

(in millions of euros)	2013	2012
Dated subordinated debt	**3,093**	**4,291**
Subordinated notes	2,031	3,079
Subordinated loans	1,062	1,212
Undated subordinated debt	**1,603**	**1,922**
Participating loans	36	0
Subordinated notes	1,567	1,922
Subordinated loans		0
Accrued interest	**83**	**113**
SUBORDINATED DEBT	**4,779**	**6,326**

BREAKDOWN BY MATURITY *(IN EUROS)*

Maturity	2013	2012
2013		550,000,000
2014	258,683,126	41,000,000
2015	102,000,000	102,000,000
2016	956,000,000	956,000,000
2017	540,000,000	540,000,000
2018	10,000,000	510,000,000
2019	500,000,000	727,591,700
2021	500,000,000	500,000,000
2022	120,000,000	120,000,000
2023		21,500,000
2027	46,000,000	46,000,000
2033	60,100,000	176,873,508
2049	35,825,195	
Undated	1,567,311,146	1,921,583,962
Accrued interest	83,216,294	113,095,333
TOTAL	**4,779,135,761**	**6,325,644,504**

NOTE 21 REGULATED PROVISIONS

(in millions of euros)	Revaluation reserve for depreciable fixed assets	Provisions for investment	Accelerated depreciation	Public funds assigned	Total
At January 1, 2012	**0**	**19**	**1**		**20**
Charges					0
Reversals		(7)			(7)
Activity in 2012	**0**	**(7)**	**0**		**(7)**
BALANCE AT DECEMBER 31, 2012	**0**	**12**	**1**		**13**
At January 1, 2013	**0**	**12**	**1**		**13**
Charges					0
Reversals		(2)	0		(2)
Assignments				2	2
Activity in 2013	**0**	**(2)**	**0**	**2**	**0**
BALANCE AT DECEMBER 31, 2013	**0**	**10**	**1**	**2**	**13**

NOTE 22 CAPITAL, ISSUE PREMIUMS, RESERVES AND RETAINED EARNINGS

(in millions of euros)	Capital	Issue premium	Legal reserve	General reserve	Long-term capital gains regulated reserve	Other reserves	Retained earnings	Total
At January 1, 2012	**4,932**	**8,239**	**124**	**0**	**0**	**0**	**1**	**13,296**
Appropriation of 2011 earnings			44				522	566
Allocation to unavailable reserves		(31)				31		0
Allocation of free shares	6					(6)		0
NTF merger		29						29
Total transfer of assets and liabilities - Val A		6						6
Activity in 2012	**6**	**4**	**44**	**0**	**0**	**25**	**522**	**601**
BALANCE AT DECEMBER 31, 2012	**4,938**	**8,243**	**168**	**0**	**0**	**25**	**523**	**13,897**
At January 1, 2013	**4,938**	**8,243**	**168**	**0**	**0**	**25**	**523**	**13,897**
Appropriation of 2012 earnings			46				553	599
Transfer prior to exceptional dividend payment						1,076	(1,076)	0
Exceptional dividend payment		(934)				(1,076)		(2,010)
Allocation to unavailable reserves		(3)				3		0
Allocation of free shares	9					(9)		0
"Mauve" employee shareholding operation	13	11						24
Activity in 2013	**22**	**(926)**	**46**	**0**	**0**	**(6)**	**(523)**	**(1,387)**
BALANCE AT DECEMBER 31, 2013	**4,960**	**7,317**	**214**	**0**	**0**	**19**	**0**	**12,510**

The share capital is composed of 3,100,295,190 shares, each with a par value of €1.60. All shares confer the same rights on their holders, except for treasury shares, which have no voting rights.

NOTE 23 TRANSACTIONS WITH SUBSIDIARIES AND AFFILIATES

(in millions of euros)	2013	2012
Assets		
Advances to banks	126,704	96,452
Customer loans	8,980	8,220
Bonds and other fixed-income securities	2,149	2,636
Shares and other variable-income securities	0	0
Liabilities		
Due to banks	109,805	108,093
Customer payables	9,991	2,899
Debt securities	3,432	9,952
Subordinated debt	1,308	1,612
Off balance sheet		
Financing commitments given to:		
banks	2,553	3,838
customers	253	720
Guarantees provided on behalf of:		
banks	587	885
customers	1,480	1,237

Under Regulation No. 2010-04 on transactions between related parties, Natixis has no additional information to disclose, since these transactions are either excluded from the reporting scope (wholly-owned subsidiaries), or entered into under normal market conditions.

NOTE 24 STATEMENT OF ASSETS, LIABILITIES AND COMMITMENTS RELATED TO MANAGEMENT OF PUBLIC PROCEDURES

(in millions of euros)	2013	2012
Interbank and similar transactions	0	0
Customer transactions	608	550
Other assets	0	0
TOTAL ASSETS	**608**	**550**
Interbank and similar transactions	46	46
Customer transactions	771	745
Debt securities	0	0
Other liabilities	3	1
Public funds assigned	2	0
TOTAL LIABILITIES	**822**	**792**
Commitments given		
Financing commitments given	0	0
Guarantees given	0	0
TOTAL COMMITMENTS GIVEN	**0**	**0**
Commitments received		
Financing commitments received	0	0
Guarantee commitments received	0	0
TOTAL COMMITMENTS RECEIVED	**0**	**0**

NOTE 25 INTEREST AND SIMILAR INCOME

(in millions of euros)	2013	2012
Interbank transactions	1,958	3,165
Customer transactions	1,727	1,964
Leasing transactions	0	0
Operating lease transactions	0	0
Bonds and other fixed-income securities	346	328
Other interest and similar income	1,739	1,850
TOTAL	**5,770**	**7,307**

NOTE 26 INTEREST AND SIMILAR EXPENSES

(in millions of euros)	2013	2012
Interbank transactions	(1,809)	(2,943)
Customer transactions	(185)	(343)
Leasing transactions	0	0
Operating lease transactions	0	0
Bonds and other fixed-income securities	(816)	(1,284)
Other interest and similar expenses	(1,647)	(1,799)
TOTAL	**(4,457)**	**(6,369)**

NOTE 27 INCOME FROM VARIABLE-INCOME SECURITIES

(in millions of euros)	2013	2012
Investments in subsidiaries and affiliates	1,061	1,011
Securities held for sale	20	24
TOTAL	**1,081**	**1,035**

NOTE 28 FEES AND COMMISSIONS

(in millions of euros)	2013	2012
Fee and commission income		
Customer transactions	179	191
Securities transactions	3	2
Off-balance sheet items:		
Forward financial instruments	22	26
Financing commitments	82	42
Guarantee commitments	54	81
Other commitments given	68	72
Foreign exchange transactions		
Other Financial Services	37	37
Payment services	47	59
Ancillary income	13	17
Other	220	124
TOTAL	**725**	**651**
Fee and commission expense		
Customer transactions	(10)	(4)
Securities transactions	(104)	(116)
Off-balance sheet items:		
Forward financial instruments	(42)	(40)
Guarantee commitments	(92)	(98)
Other	(11)	(8)
Foreign exchange transactions	(12)	(13)
Other Financial Services	(133)	(8)
Payment services	(52)	(63)
Other		
TOTAL	**(456)**	**(350)**

NOTE 29 NET GAINS/(LOSSES) ON TRADING PORTFOLIO TRANSACTIONS

(in millions of euros)	2013	2012
Net gains (losses) on securities held for trading	2,318	(449)
Net gains (losses) on foreign exchange transactions	(308)	(12)
Net gains (losses) on forward financial instruments	(1,084)	2,146
TOTAL	**926**	**1,685**

NOTE 30 GAINS/(LOSSES) ON SECURITIES HELD FOR SALE AND SIMILAR

(in millions of euros)	2013	2012
Gains on disposal	407	384
Losses on disposal	(603)	(1,284)
Net impairment (Charge)/Reversal	228	314
TOTAL	**32**	**(586)**

NOTE 31 NET INCOME FROM OTHER OPERATIONS

(in millions of euros)	2013	2012
Expenses incurred on commitments	0	0
Expenses from income sharing agreements	(2)	(11)
Ancillary income	173	165
Share of income from joint banking ventures	8	7
Transfers of operating banking expenses	15	11
Other	(131)	(55)
TOTAL	**63**	**117**

NOTE 32 GENERAL OPERATING EXPENSES

(in millions of euros)	2013	2012
Payroll costs		
Wages and salaries	(735)	(705)
Social security expenses [(a)]	(324)	(312)
Incentive and profit-sharing plans	(41)	(52)
Taxes on income	(87)	(69)
Rebilled expenses	21	26
Charge to provisions for risks and other expenses [(b)]	(95)	(42)
	(1,261)	**(1,154)**
Other administrative expenses		
Leasing	0	0
Taxes other than on income	(92)	(98)
External services	(866)	(931)
Rebilled expenses	122	162
	(836)	**(867)**
Depreciation, amortization and impairment of property, plant and equipment and intangible assets		
Charges	**(87)**	**(85)**
TOTAL	**(2,184)**	**(2,106)**
(a) o/w pension costs	*(73)*	*(81)*
(b) o/w PAE provision	*(88)*	

NOTE 33 PROVISION FOR CREDIT LOSSES

(in millions of euros)	2013	2012
Provision for credit losses on asset items		
Non-performing loans:	**(468)**	**(334)**
Impairment charges	(537)	(399)
Reversals of impairment charges	436	232
Losses covered	(359)	(152)
Losses not covered	(30)	(27)
Recoveries of bad debts written off	21	12
Securities:	**24**	**(2)**
Impairment charges	0	(4)
Reversals of impairment charges	28	15
Losses covered	(2)	(13)
Losses not covered	(3)	
Recoveries of bad debts written off		
Net income from assets	**(444)**	**(336)**
Provision for credit losses on liability items		
Country risk:	**(30)**	**(33)**
Charges to provisions	(90)	(73)
Reversals of provisions	60	40
Losses covered		
Losses not covered		
Recoveries of bad debts written off		
Risks and charges:	**117**	**71**
Charges to provisions	(38)	(60)
Reversals of provisions	155	131
Losses covered		
Losses not covered		
Recoveries of bad debts written off		
Net income from liabilities	**87**	**38**
TOTAL	**(357)**	**(298)**

NOTE 34 NET GAINS/(LOSSES) ON FIXED ASSETS

(in millions of euros)	2013	2012
Long-term investments		
Gains		
Equity interests and other long-term investments	1,429	11
Securities held for investment	0	1
Losses		
Equity interests and other long-term investments	(34)	(128)
Securities held for investment	(5)	(1)
Impairment charges		
Equity interests and other long-term investments	(77)	(195)
Securities held for investment		
Reversals of impairment charges		
Equity interests and other long-term investments	42	80
Securities held for investment		
Provisions for risks and charges		
Equity interests and other long-term investments	20	22
Reversals of provisions for risks and charges		
Equity interests and other long-term investments		
Total	**1,375**	**(210)**
Property, plant and equipment and intangible assets	**16**	**6**
TOTAL	**(1,391)**	**(204)**

NOTE 35 INCOME TAXES

(in millions of euros)	2013	2012
Tax at standard rate	(305)	(110)
Tax at reduced rate		
Tax reassessments		(5)
Tax credits	6	9
Impact of tax consolidation	129	124
Other items [(a)]	(48)	
Carry Back	5	
TOTAL	**(213)**	**18**

(a) Including the contribution on the dividend payout for -€32 million.

Tax calculation

The tax consolidation agreement at Natixis group is based on the principle of neutrality, whereby each subsidiary determines its tax and contributes to the group tax as if it were not consolidated.

Any tax savings or expense generated by consolidation is recognized by Natixis as the parent company.

Any losses transferred to the parent company give rise to a provision for restitution of corporate tax, deemed to offset the additional group tax incurred if subsidiaries return to profit, and their tax contribution is decreased by the amount of prior year losses.

NOTE 36 OFF-BALANCE SHEET ITEMS - FORWARD FINANCIAL INSTRUMENTS

(in millions of euros)	Notional 2013	Notional 2012
On organized markets	**838,381**	**689,918**
Swaps		
Forward transactions	0	0
Options	0	0
Other than swaps		
Forward transactions	827,077	665,182
Options	11,304	24,736
Over the counter	**5,656,286**	**5,220,652**
Swaps		
Forward transactions	3,705,004	3,032,883
Options	0	0
Other than swaps		
Forward transactions	1,031,484	1,172,760
Options	919,798	1,015,009
INTEREST RATE INSTRUMENTS	**6,494,667**	**5,910,570**
On organized markets	**58**	**15**
Swaps		
Forward transactions	0	0
Options	0	0
Other than swaps		
Forward transactions	58	15
Options	0	0
Over the counter	**444,346**	**199,306**
Swaps		
Forward transactions	3	45
Options		
Other than swaps		
Forward transactions	114,017	113,408
Options	330,326	85,853
EXCHANGE RATE INSTRUMENTS	**444,404**	**199,321**
On organized markets	**113,822**	**149,500**
Swaps		
Forward transactions		
Options		
Other than swaps		
Forward transactions	45,742	16,067
Options	68,080	133,433
Over the counter	**192,692**	**237,091**
Swaps		
Forward transactions	6,576	10,111
Options		
Other than swaps		
Forward transactions	6,105	29,193
Options	180,011	197,787
OTHER INSTRUMENTS	**306,514**	**386,591**
o/w hedges		
▪ *of interest rate instruments*	*549,620*	*486,873*
▪ *of exchange rate instruments*	*288*	*536*
▪ *of other instruments*	*7,226*	*12,537*

Fair value of forward financial instruments (excluding international branches)

(in millions of euros)	2013	2012
Interest rate instruments		
Positive fair value	44,484	49,468
Negative fair value	43,670	47,616
Exchange rate instruments		
Positive fair value	12,650	11,175
Negative fair value	12,142	11,338
Other instruments		
Positive fair value	4,320	3,833
Negative fair value	4,286	3,373

NOTE 37 OFF-BALANCE SHEET ITEMS - FOREIGN CURRENCY COMMITMENTS AND TRANSACTIONS

Commitments

(in millions of euros)	2013	2012
Financing commitments	**70,626**	**66,019**
Banks	15,873	9,919
Customers	54,753	56,100
Guarantee commitments	**22,016**	**23,837**
Banks	2,599	2,809
Customers	19,417	21,028
Commitments on securities	**6,358**	**4,883**
Other commitments	**25,956**	**25,399**
TOTAL COMMITMENTS GIVEN	**124,956**	**120,138**
Financing commitments	**44,299**	**50,074**
Banks	32,473	34,503
Customers	11,826	15,571
Guarantee commitments	**2,494**	**4,268**
Banks	2,494	4,268
Commitments on securities	**6,411**	**5,036**
Other commitments	**9,062**	**12,356**
TOTAL COMMITMENTS RECEIVED	**62,266**	**71,734**

Currency trading

(in millions of euros)	2013	2012
Spot transactions		
Currencies purchased and not received	25,242	24,934
Currencies sold and not delivered	25,196	24,988
Foreign currency lending/borrowing		
Currencies loaned and not delivered	97	122
Currencies borrowed and not received	912	669
Currency futures and options		
Euros receivable/currencies deliverable	389,098	368,301
Currencies receivable/euros deliverable	405,339	381,889
Currencies receivable/currencies deliverable	213,029	200,627
Currencies deliverable/currencies receivable	228,623	200,650
Premium/discount receivable	7	49
Premium/discount payable	8	12

NOTE 38 ASSETS, LIABILITIES AND FORWARD FINANCIAL INSTRUMENTS BY MATURITY

(in millions of euros)	≤ 1 month	1-3 months	3-6 months	6 months - 1 year	1-5 years	> 5 years	Perpetual	Total
Cash and balances with central banks	40,833							40,833
Government securities and equivalent	1,320	4,179	632	4,515	9,953	14,083		34,682
Advances to banks	52,094	19,024	16,652	20,944	8,021	27,071	47	143,853
Customer transactions	29,029	6,889	4,974	7,191	22,639	12,544	348	83,614
Bonds and other fixed-income securities	2,897	3,041	1,309	595	4,766	4,612		17,220
Shares and other variable-income securities	4,890	67	8	133	271	20,842		26,211
ASSETS (USES OF FUNDS)	**131,063**	**33,200**	**23,575**	**33,378**	**45,650**	**79,152**	**395**	**346,413**
Due to central banks	0	0	0	0	0	0		0
Due to banks	75,504	26,482	28,545	10,748	29,000	2,957		173,236
Customer transactions	62,582	6,183	1,290	2,958	2,215	1,504		76,732
Debt securities	2,797	14,678	7,069	7,729	2,875	7,754		42,902
LIABILITIES (SOURCES OF FUNDS)	**140,883**	**47,343**	**36,904**	**21,435**	**34,090**	**12,215**	**0**	**292,870**

(in millions of euros)	< 1 year	1-5 years	> 5 years
On organized markets	**65,004**	**18,871**	**754,506**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	61,135	17,047	748,895
Options	3,869	1,824	5,611
Over the counter	**1,288,451**	**1,578,983**	**2,788,852**
Swaps			
Forward transactions	1,198,725	1,513,664	992,615
Options	0	0	0
Other than swaps			
Forward transactions	55,615	33,614	942,255
Options	34,111	31,705	853,982
INTEREST RATE INSTRUMENTS	**1,353,455**	**1,597,854**	**3,543,358**
On organized markets	**0**	**0**	**58**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	0	0	58
Options	0	0	0
Over the counter	**3,841**	**1,678**	**438,827**
Swaps			
Forward transactions	3	0	0
Options	0	0	0
Other than swaps			
Forward transactions	3,714	391	109,912
Options	124	1,287	328,915
EXCHANGE RATE INSTRUMENTS	**3,841**	**1,678**	**438,885**
On organized markets	**54,459**	**20,327**	**39,036**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	28,511	14,507	2,724
Options	25,948	5,820	36,312
Over the counter	**44,418**	**19,034**	**129,240**
Swaps			
Forward transactions	1,505	3,988	1,083
Options			
Other than swaps			
Forward transactions	5,325	363	417
Options	37,588	14,683	127,740
OTHER INSTRUMENTS	**98,877**	**39,361**	**168,276**

NOTE 39 STATUTORY AUDITORS' FEES

(in millions of euros)	2013	2012
Audit		
Independent audit, certification and examination of the separate and consolidated accounts	5.0	4.7
Other procedures and services directly related to the Statutory Auditor's assignment	1.7	1.0
TOTAL	**6.7**	**5.7**

Other work and services related directly to audit work, mainly work on financial transactions, opinions on the Group's approach to implementing accounting standards and controls, reviews of the entity's compliance with regulatory provisions and reviews of internal control quality.

NOTE 40 ESTABLISHMENTS AND OPERATIONS IN NON-COOPERATIVES STATES OR TERRITORIES WITHIN THE MEANING OF ARTICLE 238-0A OF THE FRENCH GENERAL TAX CODE

Article L.511-45 of the French Monetary and Financial Code and the Ministerial order of October 6, 2009, require banks to disclose in a note to their financial statements their establishments and operations in States and territories that do not have an administrative assistance agreement with France aimed at countering fraud and tax evasion, which provides access to banking information.

These obligations form part of the global struggle against territories that are non-cooperative on tax matters based on the work of various OECD working groups and summits, and is also part of the fight against money laundering and the financing of terrorism.

Monitoring of Natixis' subsidiaries and branches in non-cooperative countries forms an integral part of Natixis' risk monitoring process overseen by the Risk function. This process involves:

- local Risk Officers/functions that have a functional link to the central Risk Control Department;
- specific reporting procedures that respect local constraints but also comply with overall risk requirements.

As at December 31, 2013 Natixis hereby reports, in accordance with the above-mentioned article, that no Natixis entity operates in a non-cooperative state or territory.

Company financial performance over the last five years (Art. 133, 135 and 148 of the Commercial Companies Decree)

Category	2009	2010	2011	2012	2013
Financial position at year-end					
Share capital	4,653,020,308.80	4,653,020,308.80	4,931,753,420.80	4,937,943,670.40	4,960,472,304.00
Number of shares issued	2,908,137,693	2,908,137,693	3,082,345,888	3,086,214,794	3,100,295,190
Number of bonds redeemable in shares	0	0	0	0	0
Number of bonds convertible into shares	0	0	0	0	0
Overall results of effective operations					
Revenues net of tax	23,966,064,000.89	19,391,654,325.41	17,977,198,639.42	16,450,246,528.71	16,577,825,962.70
Income before tax, depreciation, amortization and provisions	(1,664,174,176.79)	644,584,484.60	(72,975,180.54)	861,041,488.98	2,259,385,434.57
Income taxes	141,058,269.33	103,399,790.98	71,022,418.41	18,388,296.70	(212,587,222.83)
Income after tax, depreciation, amortization and provisions	(2,046,308,381.66)	284,641,699.57	873,436,574.80	907,172,429.97	2,323,073,936.17
Dividends paid	0.00	668,871,669.39	308,234,588.80	308,621,479.40	496,047,230.40
Operational result per share					
Income after tax, but before depreciation, amortization and provisions	(0.52)	0.26	0.00	0.28	0.66
Income after tax, depreciation, amortization and provisions	(0.70)	0.10	0.28	0.29	0.75
Dividend per share	0.00	0.23	0.10	0.10	0.16
Employees					
Number of employees	7,166	7,537	7,950	7,688	7,367
Total payroll costs	770,842,886.68	691,856,116.30	727,947,525.85	704,503,673.34	734,627,077.69
Social security and other employee benefits	264,166,185.19	322,453,719.64	334,569,060.30	364,133,590.12	365,395,752.03

5.5 Statutory Auditors' report on the parent company financial statements

Year ended December 31, 2013

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meeting, we hereby report to you for the year ended December 31, 2013, on:

- the audit of the accompanying financial statements of Natixis S.A.;
- the justification of our assessments;
- the specific verifications and information required by law.

The company financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

I - OPINION ON THE PARENT COMPANY FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the company financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the annual financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the company financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company, and of the results of its operations for the year then ended in accordance with French accounting principles.

II - JUSTIFICATION OF OUR ASSESSMENTS

In accordance with the requirements of article L.823-9 of the French Commercial Code ("Code de commerce"), we bring to your attention to the following:

Guarantee mechanism for GAPC assets

As described in Note 1.10 to the company financial statements, a guarantee mechanism with BPCE has been in place since July 1, 2009 covering certain assets ring-fenced in the Workout Portfolio Management structure (GAPC). We reviewed the monitoring of this mechanism and the corresponding accounting treatment in the company financial statements.

Measurement of financial instruments

The Company uses internal models and methodologies to measure financial instruments that are not traded on an active market, as well as to book certain impairment losses (Notes 1.6, 18, 29, and 36 to the company financial statements). We examined the control procedures relating to the assessment of whether a given market was inactive, to the validation of models and to the definition of the parameters used.

Impairment and provisions for credit and counterparty risks

The Company recognizes impairment losses and provisions to cover the credit and counterparty risks inherent to its activities (Notes 1.1, 3, 4, 6, 18, and 33 to the company financial statements). We reviewed the control procedures relating to credit and counterparty risk monitoring, the assessment of risks of non-recoverability, and the calculation of the corresponding individual and collective impairment and provisions.

Investment securities, shares in affiliates and other long-term securities

Natixis revises the valuation of investments in subsidiaries (Notes 1.2, 7 and 34 to the company financial statements). We reviewed the methodology used to perform this work as well as the main assumptions and parameters.

Employee benefit obligations

The Company recognizes provisions to cover employee benefit obligations (Notes 1.7, 18 and 32 to the company financial statements). We examined the methodology used to measure these benefit obligations, as well as the main assumptions and parameters applied.

Other provisions

The Company records provisions to cover the contingencies and litigation arising from its business activities (Notes 1.1, 1.2, 1.6, and 18 to the company financial statements). We examined the methodology used to measure these provisions, as well as the main assumptions applied.

These assessments were made as part of our audit of the financial statements, taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III - SPECIFIC VERIFICATIONS AND INFORMATION

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by French law.

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the management report of the Board of Directors, and in the documents addressed to shareholders with respect to the financial position and the financial statements.

Concerning the information given in accordance with the requirements of article L. 225-102-1 of the French Commercial Code ("Code de commerce") relating to the remuneration and benefits received by the corporate officers and any other commitments made in their favor, we have verified its consistency with the financial statements or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by the Company from companies controlling the Company or controlled by it. Based on this work, we attest the accuracy and fair presentation of this information.

In accordance with French law, we have verified that the required information concerning the purchase of investments and controlling interests and the identity of the shareholders and holders of the voting rights has been properly disclosed in the Management Report.

French original signed in Neuilly-sur-Seine and Paris-La-Défense, on March 14, 2014, by

The Statutory Auditors

DELOITTE & ASSOCIÉS	MAZARS	KPMG Audit Division of KPMG SA
José-Luis GARCIA Jean-Marc MICKELER	Michel BARBET-MASSIN Emmanuel DOOSEMAN	Jean-François DANDÉ

5.6 Statutory Auditors' special report on related-party agreements and commitments

General Shareholders' Meeting called to approve the financial statements for the financial year ended December 31, 2013

To the Shareholders,

In our capacity as your Company's Statutory Auditors, we hereby submit our report on related-party agreements and commitments.

We are required to inform you, on the basis of the information provided to us, of the key features and terms and conditions of the contractual agreements and commitments indicated to us or that we may have identified in the performance of our assignment. It is not our role to comment as to whether they are beneficial, or to ascertain the existence of any other agreements and commitments. It is your responsibility, in accordance with Article R. 225-31 of the French Commercial Code, to assess the benefits resulting from these agreements and commitments prior to their approval.

In addition, we are required to inform you, in accordance with Article R. 225-31 of the French Commercial Code, of the execution during the past financial year of the agreements and commitments already approved by the General Shareholders' Meeting.

We performed the procedures we considered necessary to comply with the professional code of the *Compagnie Nationale des Commissaires aux Comptes* (France's National Association of Statutory Auditors) relating to this assignment. Our work consisted in verifying that the information provided to us is consistent with the underlying documents from which it was extracted.

I - AGREEMENTS AND COMMITMENTS SUBMITTED FOR APPROVAL BY THE GENERAL SHAREHOLDERS' MEETING

1.1 Agreements and commitments authorized during the past financial year

Pursuant to Article L. 225-40 of the French Commercial Code, we have been informed of the following agreement, which was the subject of prior approval by your Administrative Director on March 21, 2013.

AUTHORIZATION OF THE SIGNING OF THE DRAFT MEMORANDUM OF UNDERSTANDING AIMED AT IMPLEMENTING OPERATION YANNE

On May 21, 2013, the Board of Directors authorized the signing of the Memorandum of Understanding laying down all the terms and conditions of the plan in which Natixis, BPCE, the Caisses d'Epargne and the Banque Populaire banks wish to reach a final agreement with a view to implementing Operation Yanne. This Memorandum specifically provided for the buyout of the CCIs, the payment of an exceptional dividend, and the conditions for investing the cash proceeds generated by the transaction.

The Board of Directors authorized the Chief Executive Officer to finalize and sign said Memorandum of Understanding, with the option to delegate this task to any person that he chooses to stand in for him.

Corporate officers concerned:

- Mr. Pérol, Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Gentili, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Patault, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Sueur, Vice-Chairman of the Steering and Supervisory Committee of Caisse d'Epargne Ile-de-France, Natixis Director;
- Mr. Cahn, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Condaminas, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Halberstadt, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Valentin, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Paix, Chairman of the Executive Board of Caisse d'Epargne Rhône Alpes, Natixis Director;
- BPCE, represented by Mr. Karyotis, Chief Financial Officer and Member of the BPCE Executive Board, BPCE's permanent representative on the Natixis Board of Directors.

The impact of this transaction on the income statement during the 2013 financial year was as follows:

- a capital gain of €1,417,347,720.88 on the disposal of the CCIs;

- interest income of €58,901,646.43 on the loan granted to BPCE as a result of the excess cash generated by the implementation of Operation Yanne;
- payment of an exceptional dividend of €2,011,123,919.35.

1.2 Agreements and commitments authorized since the financial year-end

We have been informed of the following agreements and commitments authorized since the financial year-end, which were subject to the prior approval of your Board of Directors.

1.2.1 AMENDMENT TO THE AGREEMENT ENTERED INTO ON APRIL 9, 2013 REGARDING THE GUARANTEE GRANTED BY NATIXIS' BRANCH OFFICE IN NEW YORK TO BPCE BONDHOLDERS AS PART OF A BOND ISSUE IN THE UNITED STATES GOVERNED BY SECTION 3(A)(2) OF THE 1933 SECURITIES ACT

The purpose of this amendment, which was authorized at the Board Meeting of February 19, 2014, is to amend the sub-ceilings provided for in Article 4 of the Agreement, namely: raising the total maximum nominal amount of the bonds that can be issued by BPCE under Program 3 (a)(2) each year from USD 4 billion to USD 6 billion, and raising the total maximum nominal amount of the proceeds from the bond issues under Program 3 (a)(2) that cannot be re-loaned to Natixis within 90 days of their settlement & delivery from USD 2 billion to USD 3 billion. Furthermore, BPCE may loan securities to Natixis for shorter maturities than those of the bonds, depending on Natixis' needs.

Corporate officers concerned:

- Mr. Pérol, Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Patault, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Sueur, Vice-Chairman of the Steering and Supervisory Committee of Caisse d'Epargne Ile-de-France, Natixis Director;
- Mr. Cahn, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Condaminas, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Halberstadt, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Valentin, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Paix, Chairman of the Executive Board of Caisse d'Epargne Rhône Alpes, Natixis Director;
- Mr. Grass, Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté, Director of Natixis;
- BPCE, represented by Mr. Karyotis, Chief Financial Officer and Member of the BPCE Executive Board, BPCE's permanent representative on the Natixis Board of Directors.

This agreement had no financial impact on the 2013 financial year.

1.2.2 AMENDMENT NO. 1 TO THE COMMITMENT ESTABLISHING THE TERMS AND CONDITIONS OF THE PAYMENT DUE OR LIKELY TO BE DUE TO LAURENT MIGNON IN THE EVENT THAT HE CEASES HIS DUTIES AS CHIEF EXECUTIVE OFFICER

This amendment, which was authorized by the Board of Directors' meeting of February 19, 2014, alters the rules for calculating the severance payment, in order to make them compliant with the principles in effect for members of BPCE's Executive Board.

Corporate officers concerned:

- Mr. Pérol, Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Patault, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Sueur, Vice-Chairman of the Steering and Supervisory Committee of Caisse d'Epargne Ile-de-France, Natixis Director;
- Mr. Cahn, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Condaminas, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Halberstadt, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Valentin, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Paix, Chairman of the Executive Board of Caisse d'Epargne Rhône Alpes, Natixis Director;
- Mr. Grass, Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté, Director of Natixis;
- BPCE, represented by Mr. Karyotis, Chief Financial Officer and Member of the BPCE Executive Board, BPCE's permanent representative on the Natixis Board of Directors.

This agreement had no financial impact on the 2013 financial year.

1.2.3 NON-COMPETE AGREEMENT IN THE EVENT OF THE TERMINATION OF LAURENT'S MIGNON'S OFFICE AS CHIEF EXECUTIVE OFFICER

This non-compete agreement, in the event that Mr. Mignon's office as Chief Executive Officer is terminated, was authorized by the Board of Directors' meeting of February 19, 2014. It is limited to a period of six months, and includes a payment equal to six months' fixed compensation, as paid on the date when his corporate office is terminated, on the understanding that the total amount of the severance payment and the non-compete payment may not exceed a cap set at 24 months' monthly compensation, as defined in the commitment relating to his severance payment.

Corporate officers concerned:

- Mr. Pérol, Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Patault, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Sueur, Vice-Chairman of the Steering and Supervisory Committee of Caisse d'Epargne Ile-de-France, Natixis Director;
- Mr. Cahn, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Condaminas, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Halberstadt, Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Valentin, Member of the BPCE Supervisory Board, Natixis Director;
- Mrs. Paix, Chairman of the Executive Board of Caisse d'Epargne Rhône Alpes, Natixis Director;
- Mr. Grass, Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté, Director of Natixis;
- BPCE, represented by Mr. Karyotis, Chief Financial Officer and Member of the BPCE Executive Board, BPCE's permanent representative on the Natixis Board of Directors.

II - AGREEMENTS AND COMMITMENTS ALREADY APPROVED BY THE GENERAL SHAREHOLDERS' MEETING

2.1 Agreements and commitments approved in previous financial years and continued during the past financial year

In accordance with Article R. 225-30 of the French Commercial Code, we were informed that the execution of the following agreements and commitments, already approved by the General Shareholders' Meeting in previous years, continued during the past financial year.

2.1.1 RECIPROCAL FINANCIAL GUARANTEE PERTAINING TO THE "NEPTUNE" DEAL BETWEEN NATIXIS S.A. AND NATIXIS REAL ESTATE CAPITAL INC.

On February 24, 2010, the Board of Directors approved a financial guarantee agreement between Natixis and Natixis Real Estate Capital Inc., mirroring the Neptune guarantee and covering all GAPC assets held by Natixis Real Estate Capital Inc.

This financial guarantee took the legal form of a risk participation to cover Natixis Real Estate Capital Inc., in proportion to a share of a portfolio of assets held by Natixis Real Estate Capital Inc. at June 30, 2009, following the clear failure to pay amounts due in relation to the assets on the contractually agreed payment date.

Term of the agreement: the agreement will end on the final maturity date.

This agreement had no financial impact on the 2013 financial year.

2.1.2 TRIPARTITE AGREEMENTS BETWEEN NATIXIS, SOCIÉTÉ DE FINANCEMENT DE L'ECONOMIE FRANÇAISE (SFEF) AND, RESPECTIVELY, BFBP AND CNCE

On July 10, 2009, the Board of Directors approved the tripartite agreements between Natixis, SFEF and each of the central institutions (BFBP and CNCE) designed to set up trust accounts (*comptes d'affectation spéciaux, CAS*), and to allow Natixis collateral to be pledged directly to SFEF. The agreements also established SFEF's direct right of recourse against Natixis. The agreements cover:

- *délégation imparfaite* agreements (agreements in which the original debtor remains liable as well as the person instructed to pay on their behalf), establishing SFEF's right of recourse against Natixis, between (i) Natixis, BFBP and SFEF, and between (ii) Natixis, CNCE and SFEF;
- subsidiary financial guarantee master agreements, allowing Natixis collateral to be pledged directly to SFEF, between (i) Natixis, BFBP and SFEF, and between (ii) Natixis, CNCE and SFEF (term: the financial guarantee will remain in force until the date on which all the assignee's guaranteed liabilities towards the assignor have been paid, reimbursed or satisfied in full);
- trust agreements, setting up trust accounts (*comptes d'affectation spéciaux* (CAS)) between (i) Natixis, BFBP and SFEF, and between (ii) Natixis, CNCE and SFEF (term: the agreement will end on date when the trust account is closed);
- representation agreements, allowing Natixis' central institutions to represent it in its dealings with SFEF, between (i) Natixis and BFBP, and between (ii) Natixis and CNCE;
- side agreements aimed at limiting the credit risk incurred by Natixis in respect of its central institutions by allowing early repayments to be made at Natixis' initiative, between (i) Natixis and CNCE, and between (ii) Natixis and BFBP;

- amendments to the revised intra-group financial guarantee master agreements signed in 2008 with BFBP and CNCE, between (i) Natixis and CNCE, and between (ii) Natixis and BFBP.

This agreement had no financial impact in 2013.

2.1.3 PRELIMINARY AGREEMENT BETWEEN NATIXIS AND BPCE REGARDING THE GUARANTEE MECHANISM COVERING CERTAIN GAPC ASSETS AND THE AGREEMENTS PERTAINING TO THE GUARANTEE

On August 25, 2009, the Board of Directors approved a preliminary agreement between Natixis and BPCE for the purpose of protecting Natixis against future losses and earnings volatility caused by assets ring-fenced in its Workout Portfolio Management structure (GAPC).

This preliminary agreement resulted in the signing of several agreements between Natixis and BPCE relating to the guarantee of certain GAPC assets.

On November 12, 2009, the Board of Directors approved a number of agreements regarding the guarantee covering certain GAPC assets, namely:

- the Financial Guarantee agreement, under which BPCE agrees to grant Natixis a financial guarantee (term: the agreement will end on the final maturity date);
- the ISDA Master Agreement and appendix, between BPCE and Natixis;
- total return swap agreements between Natixis and BPCE, one of which relates to euro-denominated assets and the other to US dollar-denominated assets;
- the Call Option granted by BPCE to Natixis;
- the "mir*oir NLI*" Reciprocal Financial Guarantee between Natixis and Natixis Luxembourg Investissements;
- the "*miroir NFP*" Reciprocal Financial Guarantee between Natixis and Natixis Financial Products Inc.;
- the "*miroir NFUSA*" Reciprocal Financial Guarantee between Natixis and Natixis Funding USA, LLC;
- the "*miroir Ixis CMNA Australia*" Reciprocal Financial Guarantee between Natixis and Ixis CMNA Australia No. 2 SCA;
- the "*miroir NFP*" Reciprocal total return swap agreement between Natixis and Natixis Financial Products Inc.;
- the "*miroir NREC*" Reciprocal total return swap agreement between Natixis and Natixis Real Estate Capital Inc.;
- governance arrangements set up in respect of the GAPC guarantee (specifically including draft operating charters for the Guarantee Supervision Committee and Workout Portfolio Management Committee).

On August 5, 2010, the Board of Directors approved Amendment No. 1 to the financial guarantee dated November 12, 2009 (risk participation) between Natixis and BPCE.

The purpose of this amendment was to clarify the application of certain of the Guarantee's provisions to covered assets subject to a write-down.

The premium pertaining to Natixis was spread out and transferred to the income statement in an amount of €48,651,281.14 for the financial year ended December 31, 2013. The deferment of the premium pertaining to the Reciprocal guarantees with the subsidiaries had a neutral impact on Natixis' income statement.

The change in the fair value of the total return swaps gave rise to the recognition of income amounting to €14,144,302.94 for the financial year ended December 31, 2013 in respect of Natixis' activities, and to an expense of USD 26,797,861.06 in respect of the subsidiaries' activities. This expense was neutralized in Natixis' accounts by recognizing an offsetting expense against the subsidiaries.

As the premium was recognized immediately in the balance sheet, its revaluation led to the recording of income amounting to €8,801,437.36 for the 2013 financial year.

The income recognized by Natixis in respect of cancellation payments amounted to €95,391,001.79 in the 2013 financial year.

The income recognized on the activation of guarantees amounted to €11,083,307.51 in the 2013 financial year.

2.1.4 CREDIT AND FINANCIAL GUARANTEE MASTER AGREEMENTS BETWEEN NATIXIS AND NATIXIS LEASE

On December 17, 2009, the Board of Directors approved credit and financial guarantee master agreements between Natixis and Natixis Lease designed to provide access to SFEF financing against collateral.

The financial guarantee will remain in force until the date on which all guaranteed liabilities with respect to the Lender have been paid, reimbursed or satisfied in full.

These agreements had no financial impact on the 2013 financial year.

2.1.5 NATIXIS' ROLE AS ARRANGER IN THE €25 BILLION COVERED BOND ISSUE PROGRAM LAUNCHED BY BPCB AND UPDATED IN 2009

To enable Natixis to act as the arranger for the €25 billion covered bond issue launched by BFBP, on November 23, 2007, the Supervisory Board approved:

- credit and financial guarantee master agreements between BPCB, BFBP, Natixis, and initially, seven Banque Populaire banks;
- a letter setting out hedging agreements between BPCB, BFBP and Natixis.

On February 25, 2009, the Supervisory Board approved revisions to this Program.

On May 13, 2009, the Board of Directors approved an amendment to the credit and financial guarantee master agreement with BFBP, Banques Populaires Covered Bonds (BPCB), Natixis and all Banque Populaire banks. The amendment was designed to incorporate Banque Monétaire and Financière and Compagnie Européenne de Garanties and Cautions as providers of loan collateral subsequently pledged by certain Banque Populaire banks participating in the BPCB program.

This agreement had no financial impact on the 2013 financial year.

2.1.6 AGREEMENT ON A SEVERANCE PAYMENT IN THE EVENT OF THE EARLY TERMINATION OF THE CHIEF EXECUTIVE OFFICER

On February 22, 2011, the Board of Directors approved an agreement relating to a performance-based severance payment in the event of the termination of the Chief Executive Officer, for the benefit of Mr. Laurent Mignon, capping it at one year's maximum potential (fixed and variable) compensation.

No severance payment shall be made to the Chief Executive Officer if he leaves on his own initiative to take up a new position, or if he changes positions within the BPCE Group.

This agreement had no financial impact on the 2013 financial year.

2.1.7 AUTHORIZATION OF A RELATED-PARTY AGREEMENT ON THE CHAPEL DEAL BETWEEN NATIXIS AND BPCE

On May 11, 2011, the Board of Directors approved an agreement on the Chapel deal between Natixis and BPCE. The Chapel Deal is part of GAPC (workout portfolio management), within a structured product called Sahara that more closely reflects the rating of high-quality assets held by GAPC. These securities are covered by the "Neptune" Guarantee entered into with BPCE in 2009. To re-establish the equivalent of the Neptune Guarantee, from which Natixis benefited via Sahara, it was proposed that BPCE should guarantee the Chapel security via a total return swap (TRS).

The expenses recognized by Natixis in respect of this agreement amounted to €37,450,329.15 for the financial year ended December 31, 2013.

2.1.8 AUTHORIZATION OF AN AGREEMENT BETWEEN NATIXIS AND BPCE PERTAINING TO THE COCCINELLE PROJECT

On November 9, 2011, the Board of Directors approved the signing of a preliminary agreement between BPCE and Natixis. This preliminary agreement sets out the main terms and conditions, and the indicative execution timetable for the Coccinelle project, which consists in making arrangements to protect Natixis against a portion of the risks relating to the Company's investment in Banques Populaires and Caisses d'Epargne, via the issuance by Natixis of a P3CI with a nominal value of €6,930,000,000, or the early redemption by Natixis of six TSS lines owned by BPCE at their nominal value, i.e. USD 577,250,000 and €1,926,806,000 plus accrued interest at the date of said buyback or redemption.

On December 15, 2011, the Board of Directors approved the signing of a P3CI subscription agreement, which was to take effect no later than March 30, 2012.

The P3CI was to be issued for a term of 10 years except in the event of early redemption.

The expenses relating to this agreement recognized by Natixis during the financial year ended December 31, 2013 amounted to €220,750,053.27, after taking the interest rate review into account following the signing of Amendment No. 1 to the P3CI subscription agreement entered into between Natixis and BPCE (see Point 2.2.2 of this report).

2.1.9 INVOICING AGREEMENT PERTAINING TO NATIXIS' AFFILIATION TO BPCE

On February 22, 2012, the Board of Directors authorized a new invoicing agreement between Natixis and BPCE pertaining to Natixis' affiliation to BPCE, in replacement of the existing affiliation agreement.

This new invoicing agreement is aimed at better reflecting the proportion of BPCE's governance functions that relate to affiliated entities. It provides for annual invoicing based on the actual cost of the tasks performed by BPCE.

Term of the agreement: the agreement will enter into effect for the parties while Natixis is affiliated to BPCE, within the meaning of the provisions of Article L. 511-31 of the French Monetary and Financial Code.

The expenses recognized by Natixis in respect of this agreement amounted to €29,741,000.00 for the financial year ended December 31, 2013.

2.1.10 CREDIT AND FINANCIAL GUARANTEE MASTER AGREEMENTS BETWEEN (I) NATIXIS AND BFBP AND BETWEEN (II) NATIXIS AND CNCE

Natixis' General Shareholders' Meeting of April 30, 2009 expressly approved and ratified the credit and financial guarantee master agreements set up in December 2008 between (i) Natixis and BFBP, and between (ii) Natixis and CNCE, within the scope of agreements signed by BFBP and CNCE with SFEF.

The purpose of these agreements was to allow Natixis to borrow from its two central institutions against collateral. The amounts lent represent reciprocal credit facilities granted under the terms of the agreements between the central institutions and SFEF. The terms therefore reflect the agreement entered into between the central institutions (and all other banks in the marketplace) and SFEF.

Under the agreements, Natixis can indirectly benefit from the facilities granted by SFEF. The principle is as follows:

- each central institution borrows from SFEF against a pledge of collateral;
- all or part of the income arising on this arrangement is used to grant Natixis a loan, in return for a guarantee in the form of collateral, which will be pledged by the central institution to SFEF to secure the loan.

The purpose of the credit master agreements is to define the terms and conditions for intra-group loans. The purpose of the financial guarantee master agreements is to organize Natixis' collateral arrangements.

The expenses recognized by Natixis in respect of these agreements amounted to €27,703,974.30 for the financial year ended December 31, 2013.

2.1.11 NATIXIS' ROLE AS ARRANGER OF A €25 BILLION COVERED BOND ISSUE BY THE CAISSE D'EPARGNE GROUP

To enable Natixis to act as Collateral Agent for the Caisse d'Epargne Group's €25 billion covered bond issue, the Supervisory Board approved the following agreements on March 5, 2008: the Receivables Pledge Agreement, the Issuer Accounts Pledge Agreement, the Asset Monitor Agreement, and the Master Definitions and Constructions Agreement.

These agreements had no financial impact on the 2013 financial year.

2.1.12 ADOPTION OF REGULATIONS FOR THE CLOSED COLLECTIVE PENSION SCHEME

On December 18, 2008, the Supervisory Board:

- adopted regulations for the closed collective pension scheme insofar as those regulations define the potential rights of Members of the Executive Board eligible to benefit from the scheme, provided that the Members were appointed to the Board between November 27, 2006 and December 15, 2008. It also closed the scheme to any new Members of the Executive Board (the regulations exclude any compensation resulting from the termination of professional relations with Members of the Executive Board);
- where the collective provident insurance scheme is concerned: agreed to continue offering the collective provident insurance scheme available to the Chief Executive Officers of the Banque Populaire banks to Members of Natixis' Executive Board in 2009, it being noted that the scheme adapts the guarantees applicable to all former Natixis Banque Populaire personnel to the specific situation of each Member;
- where severance payments and retirement benefits are concerned: approved the decision not to apply the provisions regarding early termination or retirement compensation arrangements for the Chief Executive Officers of the Banque Populaire banks to Natixis' corporate officers appointed after May 1, 2005.

These agreements had no financial impact on the 2013 financial year.

2.1.13 AGREEMENT PROVIDING FOR THE DISTRIBUTION OF NATIXIS PRODUCTS AND SERVICES TO THE REGIONAL BANKS ACQUIRED BY THE BANQUE POPULAIRE GROUP FROM HSBC

On December 18, 2008, the Supervisory Board approved an agreement providing for the distribution of Natixis products and services to the regional banks acquired by the Banque Populaire Group from HSBC, pursuant to which Natixis was to be the exclusive supplier to these banks in the businesses concerned by the agreement as from 2009. The agreement also stipulated that the conditions established between Natixis and the Banque Populaire Group should apply to these banks.

The income recognized by Natixis in respect of this agreement amounted to €1,219,142.73 for the financial year ended December 31, 2013.

2.1.14 "CLICK'N TRADE" SERVICE AND PARTNERSHIP AGREEMENT BETWEEN IXIS CIB, CNCE AND BANQUE PALATINE

On June 6, 2007, the Supervisory Board approved a service agreement between Ixis CIB, CNCE and Banque Palatine pertaining to CNCE's transfer to Banque Palatine of the operating and technical management of the "Click'n Trade" website, with CNCE retaining ownership of the website and remaining the counterparty in forward and cash currency transactions for Ixis CIB.

Term: indefinite

These agreements had no financial impact on the 2013 financial year.

2.1.15 LETTERS OF JOINT AND SEVERAL GUARANTEE AND COMMITMENT TERMINATED OR EXPIRED

Ixis CIB (formerly known as CDC Marchés and then as CDC Ixis Capital Markets) was required to enter into several letters of joint and several guarantee and commitment with its various successive shareholders between 1996 and 2004, including Caisse des Dépôts (CDC), CDC Finance-CDC Ixis (CNCE was the successor in title to this institution following the merger and acquisition that took place on December 31, 2004), and CNCE.

Likewise, Ixis CIB was required to sign letters of joint and several guarantee and commitment with its US subsidiaries, namely Natixis Municipal Products Inc. (formerly CDC Municipal Products Inc.), Natixis Derivatives Inc. (formerly CDC Derivatives Inc.), Natixis Financial Products Inc. (formerly CDC Financial Products Inc.), Natixis Funding Corp. (formerly CDC Ixis Funding Corp.), and Natixis Commercial Paper Corp. (formerly CDC Ixis Commercial Paper Corp.).

All of these letters of joint and several guarantee and commitment had expired or been terminated at the date of this report, but continue to apply retrospectively to all guaranteed transactions entered into prior to the date on which the underlying joint and several guarantees were terminated or expired, until these transactions have been fully unwound.

For joint and several guarantees entered into with CDC Finance-CDC Ixis, the Ixis CIB creditors for transactions secured under these guarantees that were entered into before the expiry of the respective guarantees may, in accordance with the letter from the Chief Executive Officer of CDC dated October 12, 2004, enforce their rights directly against CDC through to the maturity of the transactions guaranteed, as if this commitment had been taken out directly by CDC on behalf of the Ixis CIB creditors.

The conditions governing the payment and calculation of the fees payable by Ixis CIB in respect of the guarantees were defined in an agreement with CDC Finance-CDC Ixis and CNCE.

The expenses recognized by Natixis in respect of these agreements came to €2,846,804.00 for the financial year ended December 31, 2013.

2.1.16 CURRENT LETTERS OF JOINT AND SEVERAL GUARANTEE AND COMMITMENT BETWEEN IXIS AND ITS SUBSIDIARIES

On June 15, 2006, the Supervisory Board approved letters of joint and several guarantee and commitment between Ixis CIB and:

a) Natixis Financial Products Inc. (formerly Ixis Financial Products Inc.) for the USMTN issuance program. The guarantee given by Ixis CIB in connection with this agreement can be invoiced at 0.02%;

b) Natixis Financial Products Inc. (formerly Ixis Financial Products Inc.) for the warrant issuance program. The guarantee given by Ixis CIB in connection with this agreement can be invoiced at 0.02%;

c) Natixis Securities North America Inc. (formerly Ixis Securities NA) for securities lending transactions. The guarantee given by Ixis CIB in connection with this agreement can be invoiced at 0.02% per year, and is applicable to the overall average risk exposure over the period.

These agreements had no financial impact on the 2013 financial year.

2.1.17 *DE FACTO* ASSOCIATION AGREEMENT BETWEEN CDC, CNCE (THE SUCCESSOR IN TITLE TO CDC IXIS), AND IXIS CIB (FORMERLY CDC IXIS CAPITAL MARKETS)

On December 19, 2001, the Supervisory Board approved a *de facto* association agreement between CDC, CNCE (the successor in title to CDC Ixis), and Ixis CIB (formerly CDC Ixis Capital Markets). This agreement, which is automatically renewed every three years, replaced the agreement entered into on August 30, 1996 between CDC and CDC Ixis Capital Markets (formerly CDC Marchés).

This agreement had no financial impact on the 2013 financial year.

2.2 Agreements and commitments authorized during the past financial year

We have been informed that the following agreements covered by the Statutory Auditors' special report dated March 18, 2013, which had been approved by the General Shareholders' Meeting of May 21, 2013, were implemented during the past financial year.

2.2.1 "3A2" DEBT ISSUANCE PROGRAM IN THE UNITED STATES IMPLEMENTED BY BPCE

On 17 February, 2013, the Board of Directors approved the guarantee given to BPCE by the Natixis NY Branch. This guarantee was granted in Natixis' corporate interest, in the event that BPCE re-lends all or part of the USD resources raised from Natixis.

This agreement had no financial impact on the 2013 financial year.

2.2.2 AMENDMENT NO. 1 TO THE P3CI SUBSCRIPTION AGREEMENT BETWEEN NATIXIS AND BPCE

On February 17, 2013, the Board of Directors authorized Amendment No. 1 to the P3CI subscription agreement entered into by Natixis and BPCE on January 5, 2012. This amendment specifically provided for the buyback and cancellation of Cooperative Investment Certificates held by Natixis, as well as for the repayment of the P3CI and other transactions.

The impact of this amendment on the 2013 financial year was to reduce the expense recognized in relation to the agreement entered into by Natixis and BPCE as part of the Coccinelle Project (see Point 2.1.8 in this report).

French original signed in Neuilly-sur-Seine and Paris-La-Défense, on March 14, 2014 by

The Statutory Auditors

DELOITTE & ASSOCIÉS	MAZARS	KPMG Audit Division of KPMG SA
José-Luis GARCIA Jean-Marc MICKELER	Michel BARBET-MASSIN Emmanuel DOOSEMAN	Jean-François DANDÉ

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Legal information

6.1 Natixis Bylaws

NATIXIS

A joint stock company (société anonyme) with a Board of Directors with share capital of €4,970,490,073.60.

Registered office: 30, avenue Pierre-Mendès-France – 75013 Paris

542 044 524 RCS Paris

BYLAWS

Chapter I: Form of the Company – Name – Registered Office – Duration – Corporate Purpose

Article 1 – Legal form – Name – Registered office and duration

The Company is a joint stock company (société anonyme) with a Board of Directors. It is governed by the regulations governing commercial companies, by the provisions of the French Monetary and Financial Code (Code monétaire et financier) and by these bylaws.

The name of the Company is "Natixis". The Company's registered office is in Paris (13th), at 30, avenue Pierre-Mendès-France.

The duration of the Company, created on November 20, 1919, was raised to 99 years beginning on November 9, 1994 unless it is extended or dissolved early.

Article 2 – Corporate Purpose

The corporate purpose, in France and elsewhere comprises:

- the conduct of all banking business and related businesses as per the banking law;
- the provision of all investment services as defined in the French Monetary and Financial Code;
- the performance of the specific assignments entrusted by the French State in the economic and financial area, in the framework of special agreements;
- the performance of all brokerage business;
- the acquisition of interests in companies, groups or associations with a direct or indirect connection with the activities referred to above;
- as well as the completion of all private and commercial transactions.

Chapter II: Share capital – shares – payments

Article 3 – Share capital

The share capital has been set at €4,970,490,073.60, divided into 3,106,556,296 fully paid-up shares of €1.60 each.

Article 4 – Form and transfer of shares

Shares in the Company may either be registered shares or identifiable bearer shares, at the shareholder's discretion.

They are registered in share accounts and are transferred under the terms provided for by law and regulations.

Article 5 – Identification of the shareholders

The Company may, under the conditions stipulated by the laws and regulations in force, request of any organization or authorized intermediary communication of all information regarding the holders of securities conferring immediately or in the future voting rights in its Shareholders' Meetings, in particular their identity, nationality, address, the number of securities they own and the restrictions that these securities may be subject to.

Any individual or legal entity owning directly or indirectly, alone or jointly, a fraction of 1% of the voting rights (on the basis of all the voting rights attached to the shares, including those deprived of voting rights), or any multiple of this percentage, shall notify the Company by registered letter with acknowledgment of receipt of the number of votes they own. This notice must be made within a period of 15 days following each acquisition or sale of this fraction.

In the event of non-compliance with the notification requirement provided for in the previous paragraph and upon request, recorded in the minutes of the meeting from a shareholder representing at least 1% of the voting rights, the shares exceeding the fraction which should have been declared will lose their voting rights for a period of 2 years following the notification compliance date.

Article 6 – Indivisibility of shares

The shares are indivisible from the Company's perspective.

Joint owners are required to be represented to the Company by a single person chosen among them or by a sole proxy.

Article 7 – Rights and obligations attached to the shares

Except for the rights which may be granted to preferred shares, if any were created, each share entitles its owner to a share in the ownership of the Company's assets which is proportional to the number of shares issued.

Shareholders shall be liable for losses only to the extent of their contributions to the Company's share capital.

The rights and obligations attached to a share follow it. Ownership of a share implies, by the operation of law, acceptance of the Company's bylaws and of the resolutions voted by the General Shareholders' Meeting.

Article 8 – Modification of the capital

The share capital may be increased, amortized or reduced by all procedures and according to all means authorized by law and regulations.

The new shares subscribed will be paid-up according to the decisions voted by the General Shareholders' Meeting or the Board of Directors. Failure to pay-up the shares is sanctioned under the conditions stipulated by the regulations in force.

Chapter III: Administration and control of the Company

SECTION I: BOARD OF DIRECTORS

Article 9 – Structure of the Board of Directors

The Company is managed by a Board of Directors, composed of at least three (3) directors and no more than eighteen (18) directors subject to the departures stipulated by law in the event of a merger.

The directors are appointed by the Ordinary General Shareholders' Meeting; however, the Board has the right, in the event of the vacancy of one or more seats, due to death or resignation, to appoint replacements by co-opting, each for the period remaining in his predecessor's term, subject to ratification by the next General Shareholders' Meeting.

When it has been established, in accordance with the regulations in force, that the percentage of the capital owned by employee shareholders exceeds the threshold established by law, a director is appointed by the Ordinary General Shareholders' Meeting from among the candidates designated for this purpose by the Supervisory Board of the employee mutual fund(s). The director appointed in this capacity is not taken into account in calculating the maximum number of directors referred to in the first paragraph of this Article.

The director appointed in this capacity sits on the Board of Directors and is entitled to vote. He is subject to the same rights and obligations as the Company's other directors.

The number of directors who are over the age of 70 shall not exceed one-third of the number of directors in office. When this percentage is exceeded, the oldest of the directors leaves office at the end of the next Ordinary General Shareholders' Meeting.

Throughout his term, each director shall own at least one hundred and forty (140) Company shares.

Directors are appointed for a term of six (6) years. They may be re-elected. A director's duties end at the end of the Ordinary General Shareholders' Meeting convened to approve the financial statements of the past fiscal year, held the year during which his term expires.

Article 10 – Chairman of the Board of Directors

The Board of Directors elects a Chairman who must be an individual, selected from among its members. The Chairman is elected for the duration of his term as director and may be re-elected.

It determines the Chairman's compensation.

The Board of Directors may, on the proposal of the Chairman, elect one or more Vice-Chairman (Vice-Chairmen) from among its members.

The Chairman's duties end at the latest at the end of the Ordinary General Shareholders' Meeting convened to approve the financial statements of the past fiscal year during which the Chairman reached the age of sixty-five.

The Chairman is responsible for convening the Board of Directors.

He organizes and conducts its work, on which he reports to the General Shareholders' Meeting.

He sees to the smooth operation of the Company's bodies and makes sure in particular that the directors are able to perform their duties.

Article 11 – Meetings of the Board of Directors

11.1 The Board of Directors convenes as often as the Company's interests and legal and regulatory provisions so require, upon notice from its Chairman, either at the registered office or at any other location indicated in the notice.

The Board may also be convened by the Chairman at the request of at least one-third of the directors, or at the request of the Chief Executive Officer, on the basis of a specific agenda. The Chairman is bound by the requests made in this manner.

Subject to an emergency such as defined below and the case referred to in Article 14 below, the Board of Directors must be convened with reasonable notice prior to the scheduled date of the meeting. Notices of meetings shall include the detailed agenda for the meeting.

Prior to the meeting, and with sufficient notice, the directors must be given the information enabling them to make an enlightened decision.

Meetings of the Board of Directors are chaired by the Chairman of the Board of Directors or, in his absence, by the oldest director or by one of the Vice-Chairmen, as the case may be.

The Board of Directors may appoint a Secretary, who may or may not be selected from among its members.

Decisions are made at a majority of the votes of the members present or represented. In the event of a tie, the vote of the Chairman of the meeting is the casting vote, except for the appointment of the Chairman of the Board of Directors.

The Board takes valid decisions only if at least one-half of its members are present or deemed present.

The Board of Directors establishes Internal Rules which may stipulate that, except for adopting decisions concerning the preparation of the annual financial statements and the management report as well as for preparing the consolidated financial statements and the Group's management report, the directors who participate in the Board Meeting by videoconference or by using telecommunication means, under the conditions permitted or required by law and the regulations in force, are deemed present for calculating the quorum and the majority.

Minutes of meetings of the Board of Directors shall be prepared, and copies or extracts thereof shall be issued and certified in accordance with the law.

11.2 In the event of an emergency as defined below ("Emergency"), the following accelerated procedure may be applied.

An emergency is defined as an exceptional situation (i) subject to short notice, imposed by a third party on pain of foreclosure, where non-compliance might incur damages for the Company or one of its main subsidiaries, or (ii) requiring a rapid response from the Company which is incompatible with the application of the usual notice periods for the Board of Directors.

In the event of an Emergency, the notice and convening periods of the Board of Directors are not subject to Article 11.1 above, provided that the Chairman of the Company's Board of Directors has:

- given prior notice to the directors providing the reason for the Emergency as per the foregoing definition; and
- provided all directors, along with the notice of said meeting, with all the necessary information for their analysis.

Article 12 – Powers of the Board of Directors

12.1 The Board of Directors defines the guidelines for the Company's activities and oversees their implementation. Within the limits of the corporate purpose and the powers expressly granted by law or these bylaws to General Shareholders' Meetings, the Board concerns itself with any matter relating to good business practice and governs the business of the Company through its deliberations. The Board of Directors performs the controls and checks it deems appropriate.

The Chairman or the Chief Executive Officer is required to provide each director with all the documents and information necessary for the performance of his duties.

On the proposal of its Chairman, the Board of Directors may decide to create Committees within the Board responsible for reviewing issues which the Board itself or its Chairman submits to them for their examination and opinion. It determines the structure and powers of these Committees, which conduct their activities under its responsibility.

12.2 In addition to the operations referred to by law and regulations in force, the Internal Rules of the Board of Directors will determine the decisions which will be subject to the prior approval of the Board of Directors.

Article 13 – Compensation of the members of the Board of Directors

Directors' fees may be allocated to the Board of Directors by the General Shareholders' Meeting. The Board distributes them freely among its members.

The Board may also allocate exceptional compensation to the directors in the cases and subject to the conditions provided by law.

SECTION II: EXECUTIVE MANAGEMENT

Article 14 – Executive Management procedures

The Company's Executive Management is the responsibility of either the Chairman of the Board of Directors, or that of another individual appointed by the Board of Directors bearing the title of Chief Executive Officer.

The choice between these two Executive Management procedures is made by the Board of Directors which may take valid decisions only if:

- the agenda containing this item has been sent out at least 15 days in advance of the Board Meeting;
- at least two-thirds of the directors are present or represented at the meeting.

By way of exception, the first Board Meeting will be held immediately after the Combined General Shareholders' Meeting of April 30, 2009, and the choice of the Executive Management procedure will be made with an ordinary quorum (at least one-half of the directors present or represented).

The shareholders and third parties are informed of this choice under the conditions defined by the legal and regulatory provisions in force.

When the Company's Executive Management is handled by the Chairman of the Board of Directors, the following provisions concerning the Chief Executive Officer will apply to the Chairman of the Board of Directors who will assume the title of Chairman and Chief Executive Officer.

Article 15 – Chief Executive Officer

The Chief Executive Officer is vested with the broadest powers to act in all circumstances on the Company's behalf. He exercises those powers within the limits of the corporate purpose and subject to the powers expressly reserved for Shareholders' Meetings and the Board of Directors by law and to the provisions and restrictions stipulated by the Internal Rules. He represents the Company in its relations with third parties.

The Board of Directors may appoint a Chief Executive Officer from among the directors or outside their ranks.

The Board of Directors determines the compensation and term in office of the Chief Executive Officer, which shall not exceed that of his term as director when he is a Board member.

The Chief Executive Officer may be dismissed by the Board of Directors at any time.

The Board of Directors may limit the powers of the Chief Executive Officer. However, the limitation of these powers is not enforceable against third parties.

The Chief Executive Officer may delegate a portion of his powers to any corporate officer of his choosing, with or without the option of substituting one for another.

Article 16 – Deputy Chief Executive Officers

On the proposal of the Chief Executive Officer, the Board of Directors may appoint one to five individuals selected from among the directors or outside their ranks, in charge of assisting the Chief Executive Officer, with the title of Deputy Chief Executive Officer.

In conjunction with the Chief Executive Officer, the Board of Directors determines the scope and duration of the powers conferred upon the Deputy Chief Executive Officers. They have the same powers with respect to third parties as the Chief Executive Officer.

When a Deputy Chief Executive Officer is a director, his term in office shall not exceed his term on the Board.

Deputy Chief Executive Officers may be dismissed at any time by the Board of Directors on the proposal of the Chief Executive Officer.

The compensation of the Deputy Chief Executive Officer(s) is determined by the Board of Directors.

Article 17 – Liability of the corporate officers

Corporate officers are liable vis-à-vis the Company or third parties, either for breaches of the legal or regulatory provisions governing joint stock companies, or for breaches of these bylaws, or for misconduct in their management, under the conditions and subject to the penalties stipulated by the laws in force.

SECTION III: CONTROL

Article 18 – Non-voting members

The Ordinary General Shareholders' Meeting may appoint one or more non-voting members.

They remain in office for six (6) years. A non-voting member's duties end at the end of the Ordinary General Shareholders' Meeting convened to approve the financial statements of the past fiscal year, held in the year during which his term expires. Non-voting members may be re-elected and may be dismissed by the General Shareholders' Meeting.

The non-voting members receive the same information as the directors, and are convened to all meetings of the Board of Directors. They sit on the Board of Directors in an advisory capacity.

They may be appointed temporarily by the Board of Directors subject to the ratification by the next General Shareholders' Meeting.

They may receive a compensation, the amount of which is determined by the Board of Directors.

Article 19 – Statutory Auditors

The primary and substitute Statutory Auditors are appointed by the Ordinary General Shareholders' Meeting under the conditions stipulated by law. They are vested with the duties and powers conferred upon them by the laws in force.

Chapter IV: General Shareholders' Meetings

COMMON PROVISIONS

Article 20 – General Shareholders' Meetings

The shareholders' decisions are made in General Shareholders' Meetings, which are qualified as ordinary or extraordinary.

Article 21 – Notices

General Shareholders' Meetings are convened by the Board of Directors or, failing this, under the conditions of Article L.225-103 of the French Commercial Code. Notices are made under the conditions determined by the regulations in force.

Article 22 – Admission to General Shareholders' Meetings – Powers

Shareholders' Meetings include all the shareholders whose securities have no outstanding payments due.

In accordance with Article R.225-85 of the French Commercial Code, the right to take part in the General Shareholders' Meeting is subject to the registration of the shares in the accounts in the name of the shareholder or broker registered on his behalf on the 3rd business day preceding the General Shareholders' Meeting at twelve midnight, Paris time, or in the accounts of registered shares kept by the Company, or in the accounts of bearer shares kept by the authorized brokers.

For holders of registered shares, such entry in the register by D-3 is sufficient to enable them to attend the meeting.

With respect to holders of bearer shares, it is their authorized intermediaries which hold accounts of bearer shares which prove their clients' status as a shareholder directly to the centralizing body of the meeting. They do so by producing a certificate that they attach to the voting form or admission card request in the name of the shareholder or the name of the registered intermediary acting on behalf of the shareholder. A certificate is also delivered to shareholders who wish to attend the meeting in person and who have not received an admission card by the 3rd business day preceding the General Shareholders' Meeting at twelve midnight Paris time.

A shareholder may always be represented at General Shareholders' Meetings by a duly authorized proxy. This proxy may not represent another person.

Shareholders may vote by post form or by proxy in accordance with the legal and regulatory provisions in force. In accordance with the decision of the Board of Directors, shareholders may participate in General Meetings by means of video-conferencing and may vote using all means of telecommunications and remote transmission, including the Internet, in accordance with the applicable regulations at the time of their use. This decision is disclosed in the notice of meeting published in the BALO (*Bulletin des Annonces Légales Obligatoires* – Bulletin of Mandatory Legal Notices]). Those shareholders who use the electronic voting form offered on the website created by the meeting organizer, by the required deadline, are considered present or represented shareholders. The electronic form can be filled out and signed directly on that site by any process provided for by the Board of Directors that meets the conditions defined in the first sentence of the second paragraph of Article 1316-4 of the French Civil Code [i.e. the use of a reliable identification procedure guaranteeing that the signature is linked to the form], which may consist of a user name and password.

The proxy or vote cast before the meeting by this electronic method, as well as the receipt that is issued for it, will be considered irrevocable written documents that are enforceable in all cases, it being clearly stated that in the event of the disposal of shares before the third business day preceding the meeting at zero hour, Paris time, the Company will, as a result, invalidate or change, depending on the case, the proxy or vote cast before that date and time.

Article 23 – Agenda

The agenda is drafted by the author of the notice.

One or more shareholders, representing at least the required portion of the share capital and acting on the conditions and within the deadlines determined by law, are entitled to request, by registered mail with acknowledgment of receipt, or by e-mail, the entry of draft resolutions onto the meeting's agenda.

Article 24 – Conduct of General Shareholders' Meetings

Shareholders' Meetings are chaired by the Chairman of the Board of Directors, or in the event of his absence, by one of the Deputy Chief Executive Officers, or by a director appointed by the General Shareholders' Meeting.

Scrutineers' duties are performed by the two attending shareholders holding the highest number of shares who accept this position.

A register of attendance is kept in accordance with the regulations in force. General Shareholders' Meetings vote on the quorum and majority conditions stipulated by law.

The Board of Directors may, at the time of the notice, decide to publicly broadcast the entire meeting by videoconference or telecommunication means. This decision is transmitted, as the case may be, in the announcements and notices of the meetings.

Article 25 – Voting rights

Each member of the General Shareholders' Meeting is entitled to as many votes as the number of shares he owns or represents.

Article 26 – Minutes

Decisions of the General Shareholders' Meeting are recorded in minutes entered into a special register and signed by the officers of the meeting.

Minutes are drafted and copies or extracts of proceedings are issued and certified in accordance with the regulations in force.

Following the Company's dissolution and during its liquidation, these copies or extracts are certified by one or more of the liquidators.

Article 27 – Right of discovery

All shareholders are entitled to receive, on the conditions and on the dates stipulated by law, the documents necessary to enable them to make an informed decision on the Company's management and control.

The nature of the documents and the terms and conditions for their dispatch or availability are determined by law and regulations.

ORDINARY GENERAL SHAREHOLDERS' MEETINGS

Article 28 – Date of the meeting

Shareholders are convened annually to an Ordinary General Shareholders' Meeting by the Board of Directors, prior to the end of the fifth month following the close of the fiscal year, on the date, at the time and at the location stated in the notice of the meeting.

Article 29 – Prerogatives

The Ordinary General Shareholders' Meeting, which must be held annually, hears the report on the Company's business drafted by the Board of Directors and presented by its Chairman, as well as the report by the Statutory Auditors and any other report stipulated in the regulations.

It discusses, approves, rejects or adjusts the financial statements and determines the profit to be distributed.

It appoints the directors, the non-voting members and the Statutory Auditors.

It determines the amount of the attendance fees to be allocated to the Board of Directors.

It votes on all proposals entered onto the agenda.

EXTRAORDINARY GENERAL SHAREHOLDERS' MEETINGS

Article 30 – Prerogatives

The Extraordinary General Shareholders' Meeting may be convened at any time either by the Board of Directors or pursuant to any legal provision. It may amend any of the provisions of these bylaws, in particular it can increase or reduce the share capital, extend the Company's duration or decide its early dissolution, however it cannot change the Company's nationality or increase the shareholders' commitments.

Chapter V: Fiscal year – Parent company financial statements – Appropriation of earnings

Article 31 – Fiscal Year

The Company's fiscal year begins on January 1 and ends on December 31.

Article 32 – Inventory – Annual Financial Statements

Each quarter, a brief statement of the Company's assets and liabilities is prepared. This statement is at the disposal of the Statutory Auditors and is published according to the laws in force.

Furthermore, at the end of each fiscal year, an inventory is drafted of the Company's various assets and liabilities and accounting documents imposed by both the laws governing companies and by banking regulations.

All these documents are placed at the disposal of the Statutory Auditors according to legal and regulatory provisions.

Article 33 – Earnings for the fiscal year – Dividends

From the earnings of each fiscal year, minus any losses carried forward as the case may be, at least 5% is levied to create the legal reserve. This levy ceases to be mandatory when said reserve reaches a sum equal to one-tenth of the share capital. It must be resumed when this reserve falls below this tenth.

The balance of the earnings constitutes, along with any retained earnings, the distributable profit of which the Ordinary General Shareholders' Meeting disposes freely in the framework of the laws in force, and which it can carry forward, or place on reserve, or distribute partially or entirely, on the proposal of the Board of Directors.

The Ordinary General Shareholders' Meeting may also decide to distribute sums levied from retained earnings or from the reserves at its disposal; in such case, the decision expressly references the reserve items from which the levies are made.

The Ordinary General Shareholders' Meeting may offer an option to the shareholders, for all or a part of the dividend distributed, between payment of the dividend in cash or in shares. In this second option, payment will take through the allocation of Company shares in accordance with the applicable legal and regulatory provisions.

Under the legal conditions in force, the Board of Directors may decide to pay interim dividends in cash or in shares.

The annual dividends are paid at the dates established by the Board of Directors within a period of 9 months following the close of the fiscal year.

Chapter VI: Dissolution – Liquidation

Article 34 – Equity capital below one-half of the share capital

If, due to losses recognized in the accounting documents, the Company's equity falls below one-half of the share capital, the Board of Directors is required, within 4 months following the approval of the financial statements having revealed these losses, to convene the Extraordinary General Shareholders' Meeting in order to decide whether it is fitting to dissolve the Company early.

Should the Board of Directors fail to convene the Extraordinary General Shareholders' Meeting, the Statutory Auditors may do so.

Article 35 – Dissolution – Liquidation

At the Company's expiry, or in the event of early dissolution, the General Shareholders' Meeting determines the liquidation method, on the proposal of the Board of Directors and subject to the legal requirements in force, and appoints one or more liquidators whose powers it determines.

Chapter VII: Disputes

Article 36 – Disputes

Any dispute arising among the shareholders concerning the performance of these bylaws shall be submitted to the courts having jurisdiction where the Company has its registered office.

6.2 General information on Natixis' capital

6.2.1 FORM AND TRANSFER OF SHARES (CHAPTER II, ARTICLE 4 OF THE BYLAWS)

Shares in the Company may either be registered shares or identifiable bearer shares, at the shareholder's discretion.

They are registered in share accounts and are transferred according to the terms provided for by law and regulations.

6.2.2 SHARE CAPITAL

The share capital amounted to €4,970,490,073.60 at March 3, 2014, divided into 3,106,556,296 fully paid-up shares of €1.60 each.

6.2.3 AUTHORIZED BUT UNISSUED CAPITAL – CAPITAL INCREASE AUTHORIZATIONS

The Combined General Shareholders' Meeting of May 21, 2013 granted the Board of Directors financial authorization for a 26-month period to carry out capital increases with retention or cancellation of preferential subscription rights (these authorizations replaced those granted by the Combined General Shareholders' Meeting of May 26, 2011).

The Combined General Shareholders' Meeting resolved that these capital increases, which may not exceed an overall par value ceiling of one and a half (1.5) billion euros, could be carried out either through issuing shares or through issuing securities that give access to share capital, particularly in the form of financial instruments representing debt securities.

This same meeting resolved in particular that under certain circumstances, the Board of Directors may:

- determine the issue price of the shares, within the limit of 10% of the share capital per year, as part of a capital increase with waiving of preferential subscription rights;
- decide to increase capital with waiving of preferential subscription rights through an offer as set out in Article L.411-2(II) of the French Monetary and Financial Code (private placement);
- decide to increase capital with waiving of preferential subscription rights with a view to remunerating contributions in kind granted to the Company, within the limit of 10% of the share capital at the time of the issue;
- decide to increase capital via the incorporation of premiums, reserves, retained earnings or other items;
- decide to increase the number of securities to be issued, within the legal limits, in the event of capital increases with or without preferential subscription rights;
- decide to increase the share capital reserved for members of an employee savings plan, up to the par value limit of forty-eight (48) million euros.

These capital increases will be applied against the amount of the overall ceiling described above.

In addition, the Combined General Shareholders' Meeting of May 21, 2013 authorized the Board of Directors to grant new shares to employees and corporate officers of Natixis and related companies, for a period of 38 months and on one or more occasions, for a total nominal amount of two-hundred forty-six (246) million euros, to be deducted from the overall one and a half (1.5) billion euro ceiling mentioned above (these authorizations replaced those granted by the Combined General Shareholders' Meeting of May 21, 2010).

Report of the Board of Directors on the use of capital increase authorizations

During its session on February 17, 2013, the Board of Directors used the authorization that was granted to it by the Combined General Shareholders' Meeting on May 27, 2010 pertaining to the allocation of free shares (18th resolution) for financial market professionals, having their tax residence in France, as well as certain employees falling within the scope of the deferred compensation mechanism implemented by Natixis.

Natixis allocated 1,724,325 shares that will automatically increase the capital by a maximum amount of €2,758,920 (number of shares multiplied by nominal value of shares) at the end of the vesting period for the issue of allocated shares.

Moreover, in its session on February 17, 2013, the Board of Directors also decided to use the authorization relating to the capital increase with waiving of preferential subscription rights reserved for members of employee savings plans granted by the Combined General Shareholders' Meeting of May 26, 2011 (20th resolution), for the launch of the Mauve 2013 employee share ownership plan with an overall par value ceiling of €48,000,000, representing a maximum of 30,000,000 shares. In order to implement the Mauve 2013 offer, the Board of Directors invested the Chief Executive Officer with all the necessary powers in particular to set the Subscription Price and the subscription period for the shares to be issued.

In a decision taken on June 25, 2013, the Chief Executive Officer of Natixis set the subscription/withdrawal period for the proposed shares under the Mauve 2013 offer from June 26 to June 30, 2013 and set the beneficiary subscription price for the shares at €2.80 per share.

In a decision taken on July 25, 2013, the Chief Executive Officer of Natixis acknowledged the implementation of the capital increase of €13,503,408 through the issue of 8,439,630 new shares with a nominal of €1.60, which breaks down into €13,503,408 in nominal value and €10,127,556 in issue premiums, and amended the bylaws accordingly.

During its session of August 6, 2013, the Board of Directors, on the opinion of the Appointments and Compensation Committee, decided as a result of the exceptional dividend payout approved by the Company's General Shareholders' Meeting on July 31, 2013, to adjust the number of free shares granted under all of the plans established in 2011, 2012, and 2013 with a vesting period in progress at the date of the exceptional dividend payout (transposing the provisions of Articles R.228-91 and R. 225-140 of the French Commercial Code applicable to securities granting rights to share capital).

Finally, during its session of November 6, 2013, the Board of Directors used the authorization that was granted to it by the Combined General Shareholders' Meeting of May 21, 2013 on the allocation of free shares (17th resolution) to the Chief Executive Officer.

Natixis allocated 90 free shares that will automatically increase the capital by a maximum amount of €144 (number of shares multiplied by nominal value of shares) at the end of the vesting period for the issue of allocated shares. This free share allocation was part of the payment of additional profit-sharing for fiscal year 2012 paid in 2013, representing a gross amount of €350 per employee.

Since the end of fiscal year 2013, the Board of Directors at its meeting of February 19, 2014 decided to use the authorization relating to the capital increase with waiving of preferential subscription rights reserved for members of employee savings plans granted by the Combined General Shareholders' Meeting of May 21, 2013 (16th resolution), for the launch of the Mauve 2014 employee share ownership plan with an overall par value ceiling of €48,000,000, representing a maximum of 30,000,000 shares. In order to implement the Mauve 2014 offer, the Board of Directors invested the Chief Executive Officer with all the necessary powers in particular to set the Subscription Price and the subscription period for the shares to be issued.

SUMMARY TABLE OF AUTHORIZATIONS GRANTED TO THE BOARD OF DIRECTORS BY THE GENERAL SHAREHOLDERS' MEETING

Date of meeting	Resolution No.	Purpose of authorization	Amount authorized	Duration	Date used	Amount used
05.27.2010	18	In order to grant shares	€233 m [(a)]	38 months	08.05.2010 02.22.2011 02.25.2012 02.17.2013	€10,552,493 [(d)] €11,029,478 [(d)] €9,790,997 [(d)] €2,758,920 [(d)]
05.26.2011	20	In order to increase the share capital by issuing shares or securities giving access to the Company's capital, reserved for members of employee savings plans with waiving of preferential subscription rights in favor of said members, pursuant to Article L.225-129-6 of the French Commercial Code	€48 m [(b)]	26 months	02.17.2013	€13,503,408
05.21.2013	8	In order to carry out a reduction in the share capital by canceling treasury shares	10% of the shares making up the capital of the Company	26 months	None	None
05.21.2013	9	In order to carry out a capital increase, through the issue – with preferential subscription rights maintained – of shares and/or securities providing access to the capital of the Company and/or the issue of securities entitling holders to the allotment of debt securities	€1.5 bn	26 months	None	None
05.21.2013	10	In order to carry out a capital increase through the issue – without preferential subscription rights maintained – of shares and.or securities giving access to the capital of the Company and/or the issue of securities entitling holders to the allotment of debt securities	€1.5 bn [(c)]	26 months	None	None
05.21.2013	11	In order to determine the issue price of new shares in the event of a capital increase without preferential subscription rights maintained	10% of the share capital [(c)]	26 months	None	None
05.21.2013	12	In order to carry out a capital increase through the issue - without preferential subscription rights maintained - of shares and/or securities giving access to the capital of the Company through an offer as set out in Article L.411-2 (II) of the French Monetary and Financial Code	€1.5 bn [(c)]	26 months	None	None
05.21.2013	13	In order to increase the share capital by issuing shares or securities giving access to capital in the Company as remuneration for contributions in kind involving securities of unlisted companies	10% of the share capital [(c)]	26 months	None	None
05.21.2013	14	In order to increase the share capital via the incorporation of premiums, reserves, retained earnings or other items	€1.5 bn [(c)]	26 months	None	None
05.21.2013	15	In order to increase the number of securities to be issued in the event of capital increases with or without preferential subscription rights	15% of initial issue [(c)]	26 months	None	None
05.21.2013	16	In order to increase the share capital by issuing shares or securities giving access to the Company's capital, reserved for members of employee savings plans with waiving of preferential subscription rights in favor of said members, pursuant to Article L.225-129-6 of the French Commercial Code	€48 m [(c)]	26 months	02.19.2014	Operation approved by the Board of Directors (Mauve 2014 plan in progress)
05.21.2013	17	In order to grant shares	€246 m [(c)]	38 months	11.06.2013	€144 [(d)]

(a) Amount deducted from the ceiling decided in resolution No. 13 of the General Shareholders' Meeting of April 30, 2009 (€5 bn).

(b) Amount deducted from the ceiling decided in resolution No. 13 of the General Shareholders' Meeting of May 26, 2011 (€3 bn).

(c) Amount deducted from the ceiling decided in resolution No. 10 of the General Shareholders' Meeting of May 21, 2013 (€1.5 bn).

(d) Overall par value ceiling.

6.2.4 SECURITIES NOT CONFERRING RIGHTS OVER THE SHARE CAPITAL

On November 25, 1985, Banque Française du Commerce Extérieur issued 140,000 non-voting shares with a par value of FRF 5,000 (€762.25). The coupon is payable annually on November 25. Redemptions are at the initiative of the borrower. At December 31, 2013, 47,000 non-voting shares were outstanding.

6.2.5 OTHER SECURITIES GIVING ACCESS TO CAPITAL

At December 31, 2013, 18,950,075 stock options [(1)] were exercisable.

On November 17, 2006, the Combined General Shareholders' Meeting authorized the Natixis Management Board to grant, on one or more occasions, stock options to some, or all, employees or corporate officers of the Company or of related companies, within the meaning of Article L.225-180 of the French Commercial Code. This authorization involved a maximum of 10,000,000 shares (i.e. 15,400,000 shares following the adjustment resulting from the September 2008 capital increase).

In 2007, the Natixis Management Board resolved to grant stock options to certain employees and corporate officers of Natixis, Groupe Banque Populaire and Groupe Caisse d'Epargne.

On May 24, 2007, the Combined General Shareholders' Meeting once again authorized the Natixis Management Board to grant stock options to some, or all, employees or corporate officers of the Company or of related companies, within the meaning of Article L.225-180 of the French Commercial Code. This authorization also involved a maximum of 10,000,000 shares (i.e. 15,400,000 shares following the adjustment resulting from the September 2008 capital increase).

In 2008, the Natixis Management Board approved a plan to grant stock options to certain employees and corporate officers of Groupe Banque Populaire and Groupe Caisse d'Epargne. The corporate officers of these two groups waived their right to their options.

No stock options were granted in fiscal years 2009, 2010, 2011, 2012 or 2013.

SUMMARY OF STOCK OPTION PLANS AT DECEMBER 31, 2013

Plan date	Date of General Shareholders' Meeting	Option exercise start date	Option expiry date	Option exercise price *(in euros)* [(1)]	Number of remaining beneficiaries	Number of options authorized	Number of options granted	Number of options exercised	Number of options exercisable [(1)]	Number of options yet to be exercised	Number of options canceled
01.29.2007	11.17.2006	01.29.2011	01.28.2014	11.968	963	15,400,000	15,398,922	0	14,103,277	0	3,685,796
01.21.2008	05.24.2007	01.21.2012	01.20.2015	6.883	440	15,400,000	7,576,800	0	4,846,798	0	3,529,687
TOTAL					**1,051**	**30,800,000**	**22,975,722**	**0**	**18,950,075**	**0**	**7,215,483**

SUMMARY OF STOCK OPTION PLANS GRANTED TO NATIXIS CORPORATE OFFICERS AT DECEMBER 31, 2013

Plan date	Date of General Shareholders' Meeting	Option exercise start date	Option expiry date	Option exercise price *(in euros)*	Number of beneficiary officers	Number of options awarded to officers	Number of options exercised	Number of options exercisable [(1)]	Number of options yet to be exercised	Number of options canceled
01.29.2007	11.17.2006	01.29.2011	01.28.2014	11.968	4	1,295,258	0	1,295,258	0	0
01.21.2008	05.24.2007	01.21.2012	01.20.2015	6.883	0	0	0	0	0	0
TOTAL					**4**	**1,295,258**	**0**	**1,295,258**	**0**	**0**

Observations:

The figures factor in the adjustments to the option exercise price and the number of options following the cash capital increase of September 2008 and the exceptional dividend payout approved by the Company's General Shareholders' Meeting of July 31, 2013.

Certain exemptions allow options to be exercised early (third-party financial transactions impacting Natixis' capital, and the death or negotiated retirement of the beneficiary).

In 2007, the corporate officers were the members of the Natixis Management Board.

In 2008, no Natixis corporate officer received stock options in respect of his corporate office at Natixis.

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(1) *Due to the exceptional dividend payout approved by the Company's General Shareholders' Meeting on July 31, 2013, subsequent to the buyback of the cooperative investment certificates held by Natixis in each Banque Populaire bank and Caisse d'Epargne, the number of options and the subscription prices were adjusted, in accordance with the provisions of the French Commercial Code.*

Natixis scope of consolidation	Total number of options granted/shares subscribed for	Weighted average price	Plan
Options ***awarded*** by the issuer during the year to the 10 salaried employees of the issuer and of all the companies within its scope who were awarded the most options	0	n/a	n/a
Options ***held*** in respect of the issuer and the companies referred to above, ***exercised during the period***, by the 10 salaried employees of the issuer and of these companies who hold the most options thereby awarded	0	n/a	n/a
	0	n/a	n/a

6.2.6 CHANGES IN THE CAPITAL OVER THE LAST FIVE FISCAL YEARS

	Number of shares at the start of the fiscal year	Number of shares created during the fiscal year	Number of shares at the end of the fiscal year	Share capital *(in euros)*
2009	2,908,137,693	0	2,908,137,693	4,653,020,308.80
2010	2,908,137,693	0	2,908,137,693	4,653,020,308.80
2011	2,908,137,693	174,208,195 [(a)]	3,082,345,888	4,931,753,420.80
2012	3,082,345,888	3,868,906	3,086,214,794	4,937,943,670.40
2013	3,086,214,794	14,080,396	3,100,295,190	4,960,472,304.00

(a) Capital increase further to the payment of the dividend in shares.

The table below gives details of the amount of issue premiums for each of the transactions impacting the capital.

Fiscal year	Heading	Number of shares	Share capital *(in euros)*	Issue premiums on capital increases *(in euros)*
2009	**At January 1**	**2,908,137,693**	**4,653,020,308.80**	
	At December 31	**2,908,137,693**	**4,653,020,308.80**	
2010	**At January 1**	**2,908,137,693**	**4,653,020,308.80**	
	At December 31	**2,908,137,693**	**4,653,020,308.80**	
2011	**At January 1**	**2,908,137,693**	**4,653,020,308.80**	
	Payment of the dividend in shares	174,208,195	278,733,112	289,185,603.70
	At December 31	**3,082,345,888**	**4,931,753,420.80**	
2012	**At January 1**	**3,082,345,888**	**4,931,753,420.80**	
	Free shares awarded	3,868,906	6,190,249.60	
	At December 31	**3,086,214,794**	**4,937,943,670.40**	
2013	**At January 1**	**3,086,214,794**	**4,937,943,670.40**	
	Free shares awarded	5,640,766	9,025,226	
	Shares issued in respect of the capital increase reserved for employees	8,439,630	13,503,408	10,127,556
	At December 31	**3,100,295,190**	**4,960,472,304.00**	

6.2.7 OTHER INFORMATION ON THE CAPITAL

Natixis has not pledged any of its shares.

6.3 Distribution of share capital and voting rights

6.3.1 DISTRIBUTION OF SHARE CAPITAL AT DECEMBER 31, 2013

At December 31, 2013, Natixis' main shareholders were as follows:

	% capital	% voting rights
BPCE	71.84%	71.96%
Employee shareholding (ESOPs and Bonus share grant plan)	1.64%	1.64%
Treasury shares	0.17%	0.00%
Free float	26.35%	26.39%

As far as Natixis is aware, there are no shareholders, other than those listed in the above table, who own more than 5% of the capital or voting rights.

6.3.2 OWNERSHIP OF SHARES BY MEMBERS OF MANAGEMENT AND SUPERVISORY BODIES

Board members, including natural and legal persons, owned 72.17% of Natixis' capital at December 31, 2013 (almost all of this being owned by BPCE).

The ownership of shares by corporate officers who are individuals is not material. Please see the preceding pages for details of stock options granted by the Company to certain employees and corporate officers.

6.3.3 TREASURY SHARES

Under the share buyback program authorized by the General Shareholders' Meeting of May 21, 2013, Natixis owned 5,270,351 treasury shares at December 31, 2013.

The table below shows the number and percentage of shares held as treasury shares at December 31, 2012 and December 31, 2013.

	Number purchased	Purchase price *(in euros)*	Average purchase price *(in euros)*	Amount sold or canceled	Sale price *(in euros)*	Average sale price *(in euros)*	Final shares	% of capital held
At December 31, 2012	**142,574,800**	**718,376,015.29**	**5.04**	**135,729,100**	**591,931,836.63**	**4.36**	**6,845,700**	**0.22%**
Price stability	12,154,514	41,471,877.77	3.41	13,729,863	48,192,930.52	3.51	(1,575,349)	
Allocated to employees								
Bonus share grant plan (SAGA)								
Bonus share grant plan (employee grants)								
At December 31, 2013	**154,729,314**	**759,847,893.06**	**4.91**	**149,458,963**	**640,124,767.15**	**4.28**	**5,270,351**	**0.17%**

6.3.4 EMPLOYEE SHARE OWNERSHIP

The portion of Natixis' capital held by Groupe BPCE employees (ESOPs and Bonus share grant plan) stood at 1.64% at December 31, 2013.

By the resolution of November 12, 2007 and on the basis of the authorization of the Combined General Shareholders' Meeting of May 24, 2007, the Management Board had granted a maximum of 6,600,000 bonus shares, split equally between employees of Natixis and of companies that are directly or indirectly related to it as per Article L.225-197-1 et seq. of the French Commercial Code.

These bonus shares were vested to beneficiaries on November 12, 2009, subject to satisfaction of certain conditions, notably presence conditions.

They are locked-up until November 14, 2011 and became freely transferable at that date.

Furthermore, in accordance with the provisions of Articles L.225-197-1 et seq. of the French Commercial Code:

- the Natixis Board of Directors, at its meeting on August 5, 2010 (by virtue of the authorization granted by the General Shareholders' Meeting of May 27, 2010, 18th resolution), decided to grant 6,595,308 free shares to certain employees of Natixis and its subsidiaries by virtue of their employment contracts;
- the Natixis Board of Directors, at its meeting on February 22, 2011 (by virtue of the authorization granted by the General Shareholders' Meeting of May 27, 2010, 18th resolution), decided to grant 6,892,424 free shares to certain employees of Natixis and its subsidiaries by virtue of their employment contracts;
- the Natixis Board of Directors, at its meeting on February 22, 2012 (by virtue of the authorization granted by the General Shareholders' Meeting of May 27, 2010, 18th resolution), decided to grant 6,119,373 free shares to certain employees of Natixis and its subsidiaries by virtue of their employment contracts;
- the Natixis Board of Directors, at its meeting on February 17, 2013 (by virtue of the authorization granted by the General Shareholders' Meeting of May 27, 2010, 18th resolution), decided to grant 1,724,325 free shares to certain employees of Natixis and its subsidiaries by virtue of their employment contracts;
- the Natixis Board of Directors, at its meeting on November 6, 2013 (by virtue of the authorization granted by the General Shareholders' Meeting of May 21, 2013, 17th resolution), decided to grant 90 free shares to the Chief Executive Officer of Natixis.

Finally, as indicated in paragraph 6.2.3 herein, during its session on February 17, 2013, the Board of Directors decided to use the authorization relating to the capital increase with waiving of preferential subscription rights reserved for members of employee savings plans granted by the Combined General Shareholders' Meeting of May 26, 2011 (20th resolution), for the launch of the Mauve 2013 employee share ownership plan with an overall par value ceiling of €48,000,000, representing a maximum of 30,000,000 shares.

In a decision taken on July 25, 2013, the Chief Executive Officer of Natixis acknowledged the implementation of the capital increase of €13,503,408 through the issue of 8,439,630 new shares with a nominal of €1.60, which breaks down into €13,503,408 in nominal value and €10,127,556 in issue premiums, and amended the bylaws accordingly.

6.3.5 CHANGES IN THE SHAREHOLDER BASE OVER THE PAST THREE YEARS

	Natixis		
At December 31 *(as a percentage)*	**2013**	**2012**	**2011**
BPCE	71.84%	72.17%	72.26%
Employee shareholding (ESOPs and Bonus share grant plan)	1.64%	1.17%	1.00%
Treasury shares	0.17%	0.22%	0.18%
Free float	26.35%	26.44%	26.56%

6.3.6 NATURAL OR LEGAL PERSONS EXERCISING OR POTENTIALLY EXERCISING CONTROL OVER NATIXIS

BPCE assumes the responsibilities provided for by banking regulations as principal shareholder of Natixis.

The application of corporate governance rules and the rules set out for members of the Board of Directors prevent the risk of abusive exercise of control.

6.4 Information from Article L.225-100-3 of the French Commercial Code

Article L.225-100-3 of the French Commercial Code requires companies whose securities are admitted for trading on a regulated market to make available and explain certain information, where said information may have an impact in the event of a public offer.

Natixis' main shareholder, BPCE held 71.84% of the share capital and 71.96% of the voting rights at December 31, 2013. Given its capital structure, Natixis believes that a hostile takeover bid would have very little chance of succeeding.

6.5 Draft resolutions of the Ordinary General Shareholders' Meeting of May 20, 2014

6.5.1 REPORT OF THE BOARD OF DIRECTORS ON THE RESOLUTIONS SUBMITTED TO THE SHAREHOLDERS' MEETING

The purpose of this report is to present the draft resolutions submitted by your Board of Directors to your General Shareholders' Meeting.

You may refer to this 2013 registration document for the statement on the financial condition, activity and results of the Company and its group during the past fiscal year and the various disclosures required by the legal and regulatory provisions in effect (also available on the Natixis website: *www.natixis.com*).

Twelve resolutions will be submitted to the shareholders at the Ordinary General Shareholders' Meeting to be held at 3 p.m. on May 20, 2014 at CNIT's Centre des Congrès et des Expositions at Paris La Défense, 2 place de la Défense – 92053 Paris La Défense Cedex.

These resolutions concern fiscal year 2013 (approval of the financial statements and related party agreements, allocation of earnings), the advisory opinion on the components of compensation due or granted in respect of fiscal year 2013 to each executive corporate officer; the overall budget for compensation paid in fiscal year 2013 to the employees referred to in Article L.511-71 of the French Monetary and Financial Code, the variable compensation ceiling for these same employees, the ratification of the decision to co-opt a new director, the Company's transactions in its own shares on the market, and the powers to complete formalities.

APPROVAL OF THE FINANCIAL STATEMENTS FOR FISCAL YEAR 2013 (RESOLUTIONS ONE AND TWO)

In resolutions One and Two, the General Shareholders' Meeting is asked to approve the Natixis 2013 parent company and consolidated financial statements, respectively.

Detailed comments on the parent company and consolidated financial statements are provided in this registration document.

APPROPRIATION OF 2013 EARNINGS (RESOLUTION THREE)

Resolution Three covers the appropriation of the corporate earnings of Natixis.

Natixis' financial statements as at December 31, 2013 show net income of €2,323,073,936.17 and, taking into account the lack of retained earnings, distributable profits of €2,323,073,936.17.

Resolution Three proposes to:

- allocate €116,153,696.81 to the legal reserve;
- allocate a dividend of €496,047,230.40;
- carry a free reserve of €1,210,873,008.96;
- allocate the remaining distributable profits to retained earnings, i.e. €500,000,000.00.

Accordingly, the dividend per share is set at 16 (sixteen) euro cents per share.

The dividend will be detached from the share on May 23, 2014 and paid starting on May 28, 2014.

For individual beneficiaries who are residents for tax purposes in France, this dividend will be taken into account automatically by law to determine total gross income subject to the progressive income tax scale, and will be eligible for an allowance of 40% of the gross amount received (Article 158-3-2 of the French General Tax Code).

The paying establishment will collect the non-definitive withholding tax set out in Article 117 quater of the French General Tax Code, except from those individual beneficiaries who are residents for tax purposes in France that have applied for an exemption under the conditions set out in Article 242 quater of the French General Tax Code. All of the Company's shares are eligible for this tax treatment.

In accordance with legal provisions, we remind you that for the three fiscal years prior to fiscal year 2013, the following dividends were distributed:

Fiscal year	Number of shares on which a dividend was paid	Dividend per share *(in euros)*	Total *(in euros)*
2010	2,908,137,693	0.23	668,871,669.39
2011	3,082,345,888	0.10	308,234,588.80
2012	3,086,214,794	0.10	308,621,479.40

In addition, according to the decisions made at the Ordinary General Shareholders' Meeting on July 31, 2013, a special dividend of 65 (sixty-five) euro cents per share was paid out following the Banque Populaire banks and Caisses d'Epargnes' purchase of the Cooperative Investment Certificates (CCIs) held by Natixis.

COMMITMENTS AND RELATED PARTY AGREEMENTS (RESOLUTIONS FOUR AND FIVE)

Resolution Four concerns the approval of related party agreements, in application of Articles L.225-38 et seq. of the French Commercial Code, authorized by the Board of Directors during fiscal year 2013 and after this period until this Shareholders' Meeting. These commitments and agreements are presented in the Statutory Auditors' special report along with those entered into prior to fiscal year 2013 and still effective, which do not require re-approval by the shareholders *(see section [5.6] of this registration document)*.

For Natixis, this includes the following related party agreements:

- the authorization given by the Board of Directors on May 21, 2013 related to signing the Memorandum of Understanding laying down all the terms and conditions of the plan in which Natixis, BPCE, the Caisses d'Epargne and the Banque Populaire banks aimed at establishing a final agreement on the implementation of Operation Yanne for the buyback and cancellation of the Cooperative Investment Certificates held by Natixis;
- the authorization given by the Board of Directors on February 19, 2014 related to signing the amendment to the agreement entered into on April 9, 2013 between BPCE and Natixis, on the guarantee set up for BPCE's bond issuance program in the United States. The aim of this amendment is to raise the sub-ceilings provided for in Article 4 of the agreement.

In resolution five, you are asked, in accordance with Article L.225-42-1 of the French Commercial Code, to approve the commitments taken in favor of Laurent Mignon, CEO. This mainly includes:

- amendment No. 1 on the commitment establishing the terms and conditions of the indemnity due or likely to be due to Laurent Mignon in the event he ceases his duties as Chief Executive Officer (hereinafter referred to as the "Commitment related to the severance payment").

  This Commitment related to the severance payment was authorized by the Natixis Board of Directors at its meeting of February 22, 2011 and approved by the Combined General Shareholders' Meeting of May 26, 2011.

  Following the appointment of Laurent Mignon to the BPCE Management Board in August 2013, a proposal was made to change the ruled used to calculate the amount of the severance payment for the Natixis CEO in order to bring them into compliance with the principles in force for the members of the BPCE Management Board.

Under the terms of Amendment No. 1, authorized by the Board of Directors on February 19, 2014, the amount of the severance payment for the CEO is calculated as follows:

- Amount of indemnity

  The monthly reference compensation (hereinafter referred to as the «Monthly reference compensation») included in the calculation is equal to 1/12th of the sum of:

  - the fixed compensation paid in respect of the last calendar year in office and,
  - the average variable compensation granted (paid immediately or deferred in any form) in respect of the past three calendar years in office.

  The compensation granted for the Natixis CEO's office is used to calculate the Monthly reference compensation.

  The amount of the indemnity (hereinafter referred to as the "Severance payment") is equal to: Monthly reference compensation x (12 months + 1 month per year of seniority).

  Seniority is broken down into years and fractions of years during which the Natixis CEO's office is held.

  In accordance with the recommendations made by the AFEP-Medef Corporate Governance Code, the amount of this Severance payment, which is combined where applicable with any non-compete indemnity paid to the Chief Executive Officer, may not exceed a ceiling of twenty-four (24) months of the Monthly reference compensation.

  No severance payment is made if the CEO leaves office:

  due to serious negligence or misconduct, or

  at his/her own initiative in order to hold new offices, or

  following a change in office within Groupe BPCE.

  The other provisions of the Commitment related to the severance payment remain unchanged. As such, entitlement to the indemnity remains subject to performance criteria and conditions.

  The severance payment will only be made if the Board of Directors observes, when implementing the Commitment related to the severance payment, that the performance conditions have been met.

- Implementation of a non-compete clause authorized by the Board of Directors on February 19, 2014, in the event the CEO leaves office. This non-compete clause is limited to a period of six (6) months and is associated with an indemnity equal to 6 months of fixed compensation, as in force at the date on which the CEO leaves office (hereinafter referred to as the "Non-compete indemnity").

  It should be noted that, in the event a severance payment is made to the CEO, the total amount of this indemnity and the non-compete indemnity may not exceed a ceiling of twenty-four (24) months of Monthly reference compensation, as defined in the Commitment related to the severance payment.

  The Board of Directors will have to decide whether or not to apply the non-compete clause at the time the CEO leaves office.

These commitments are covered by a special Statutory Auditors' report.

OPINION ON THE COMPONENTS OF COMPENSATION DUE OR GRANTED IN RESPECT OF THE FISCAL YEAR ENDED DECEMBER 31, 2013 TO EACH EXECUTIVE CORPORATE OFFICER (RESOLUTIONS SIX AND SEVEN)

In accordance with the recommendations of the AFEP-Medef Corporate Governance Code as revised in June 2013 (section 24.3) to which Natixis refers in application of Article L. 225-37 of the French Commercial Code, resolutions 6 and 7, aimed at submitting to the General Shareholders' Meeting the components of the compensation due or granted to each executive corporate officer in respect of the fiscal year ended December 31, 2013, i.e.: François Pérol, Chairman of the Board of Directors, and Laurent Mignon, Chief Executive Officer.

Components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to François Pérol, Chairman of the Board of Directors of Natixis:

Components of compensation	Amounts	Comments
Fixed compensation	€0	Since he took office in 2009, each year François Pérol has waived any form of compensation whatsoever as Chairman of the Board of Directors of Natixis.
Directors' fees	€0	Under a Groupe BPCE rule, the portion of directors' fees due to François Pérol as a director is directly allocated to BPCE, also a Natixis director.

It should also be noted that François Pérol does not receive any compensation - and particularly any variable compensation, multi-annual variable compensation, extraordinary compensation, stock options, performance shares, indemnities for taking or leaving office, supplementary pension scheme or any other type of benefits - in respect of his office as Chairman of the Board of Directors.

Components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to Laurent Mignon, Chief Executive Officer of Natixis

Components of compensation	Amounts	Comments
Fixed compensation	€800,000	Gross fixed compensation in respect of 2013. Laurent Mignon's gross annual fixed compensation in respect of his office as CEO has remained unchanged since he took office.
Annual variable compensation	N/A	
Annual deferred variable compensation	€958,000	The variable compensation in respect of fiscal year 2013 was calculated on the basis of quantitative and qualitative criteria validated by the Board of Directors in advance. Variable compensation consists of: ▪ quantitative targets (70%), 25% of which based on the performance of Groupe BPCE (net revenues, net income Group share and cost/income ratio) and 45% based on the performance of Natixis (net revenues, net income Group share, cost/income ratio and Core Tier 1 ratio). ▪ individual qualitative targets (30%), associated in particular with the definition of the strategic plan in line with that of BPCE, the development of cooperation with the Groupe BPCE networks, and the implementation of plans aimed at adapting the business lines and support functions to the objectives of the Operational Efficiency Plan. Annual variable compensation can represent a maximum of 156% of annual fixed compensation. Based on the criteria set by the Board of Directors and the achievements observed by the Board of Directors on February 19, 2014, the amount of variable compensation was calculated as follows: ▪ 86.75% of fixed compensation for quantitative criteria, ▪ 33% of fixed compensation for qualitative criteria. The amount of variable compensation for fiscal year 2013 was therefore set at €958,000, i.e. 119.75% of fixed compensation. €343,347 will be paid in 2014, 50% of which will be index-linked to the Natixis share price. €614,653 will be deferred over three years, 50% of which will be index-linked to the Natixis share price, and will be paid in thirds in 2015, 2016 and 2017, provided that the presence and performance conditions are met.
Multi-annual variable compensation	N/A	Laurent Mignon does not receive multi-annual variable compensation.
Extraordinary compensation	N/A	Laurent Mignon does not receive extraordinary compensation.
Allocation of stock options/performance share and any other long-term compensation	90 shares valued at €350	The Board of Directors used the authorization granted to it by the Combined General Shareholders' Meeting of May 21, 2013 related to the granting of shares (17th resolution) to grant 90 shares to Laurent Mignon on November 6, 2013 (i.e. 0.005% of the total number of shares granted by the Board of Directors during the fiscal year). These shares will be fully vested on March 1, 2016 provided that the presence condition is met. 100% of the shares granted must be held until the expiry of the CEO's term of office. No stock options were granted to Laurent Mignon during fiscal year 2013.
Severance payment	N/A	Laurent Mignon did not receive a severance payment
Severance payment: indemnity upon leaving office/non-compete indemnity	N/A	No severance payment is due in respect of fiscal year 2013. In accordance with the Board of Directors' decision of February 22, 2011, approved by the Combined General Shareholders' Meeting of May 26, 2011, Laurent Mignon is entitled to an indemnity in the event he leaves his office as CEO. The amount of the severance payment is capped at one year of maximum potential compensation (fixed and variable). The severance payment is only made if the quantitative targets are reached, such as Natixis' net income Group share, ROE and cost/income ratio for the two years preceding the departure. Depending on the level of targets achieved, payment can range from 0% to 100% of the maximum severance payment. No severance payment is given to the Natixis Chief Executive Officer if he leaves on his own initiative or if he changes positions within Groupe BPCE.
Supplementary pension plan	N/A	Laurent Mignon does not benefit from a supplementary pension plan.
Directors' fees	N/A	Laurent Mignon did not receive any directors' fees for fiscal year 2013.
Benefits of any kind	€8,120	Laurent Mignon uses a company car and receives a family allowance.

OVERALL BUDGET FOR COMPENSATION PAID TO THE EMPLOYEES REFERRED TO IN ARTICLE L.511-71 OF THE FRENCH MONETARY AND FINANCIAL CODE DURING THE FISCAL YEAR ENDED DECEMBER 31, 2013 (RESOLUTION EIGHT)

In accordance with the provisions of Article L.511-73 of the French Monetary and Financial Code, the purpose of resolution eight is to consult with shareholders at the General Shareholders' Meeting about the overall budget for compensation paid to Natixis employees referred to in Article L.511-71 of the same Code during fiscal year 2013.

The employees referred to by the French Monetary and Financial Code, representing 218 people, are:

- the senior executives, including the CEO and the Chief Financial and Risk Office of Natixis;
- categories of staff including risk takers, persons exercising control functions, and any employees who, based on their total income, find themselves in the same income bracket, whose professional activities have a material impact on the risk profile of the company or group, i.e. employees qualified as Material Risk Takers (MRT).

The total budget for compensation paid to the above-mentioned Natixis employees during the fiscal year ended December 31, 2013, who due to the system of deferred compensation in place for the past 3 years is not equal to the compensation paid in respect of fiscal year 2013, amounted to €113.1 million (excluding employer social security charges). This amount includes the fixed compensation paid in 2013, the variable compensation paid in 2013 in respect of fiscal year 2012, the variable compensation paid in 2013 in respect of previous fiscal years (2010, 2011 and 2012) and the shares granted in 2010 and 2011 and delivered in 2013.

EXEMPTION TO THE CEILING ON VARIABLE COMPENSATION OF EMPLOYEES REFERRED TO IN ARTICLE L.511-71 OF THE FRENCH MONETARY AND FINANCIAL CODE IN RESPECT OF FISCAL YEARS BEGINNING ON OR AFTER JANUARY 1, 2014 (RESOLUTION NINE)

In accordance with the provisions of Article L.511-78 of the French Monetary and Financial Code, resolution nine asks the shareholders to cap the variable compensation paid to Natixis employees referred to in Article L.511-71 of the same Code at double the amount of their fixed compensation in respect of fiscal years beginning on or after January 1, 2014.

The employees referred to by the French Monetary and Financial Code, as for resolution eight, are:

- the senior executives, including the CEO and the Chief Financial and Risk Office of Natixis;
- categories of staff including risk takers, persons exercising control functions, and any employees who, based on their total income, find themselves in the same income bracket, whose professional activities have a material impact on the risk profile of the company or group, i.e. employees qualified as Material Risk Takers (MRT).

According Article L.511-78 Paragraph 2 of the French Monetary and Financial Code, the variable compensation of MRTs is capped at 200% of fixed compensation if approved by the General Shareholders' Meeting under the following conditions:

- a quorum of 50%, with a two-thirds majority of votes in favor, or failing that;
- no quorum, with 75% of votes in favor approving the increase.

RATIFICATION OF THE DECISION TO CO-OPT A DIRECTOR (RESOLUTION TEN)

Resolution ten asks the shareholders to ratify the decision made by the Board of Directors on February 19, 2014 to co-opt Michel Grass as director (on the favorable opinion of the Appointments and Compensation Committee at its meeting of February 10, 2014) to replace Stève Gentili, who resigned, for his remaining term of office, until the end of the General Shareholders' Meeting convened to approve the financial statements for the fiscal year ending December 31, 2014.

Michel Grass, 57, has been Chairman of the Board of Directors of Banque Populaire Bourgogne Franche Comté since 2010 *(see Michel Grass' CV in Chapter 3 "Corporate governance" – paragraph 3.2.4. herein)*.

TRADING BY THE COMPANY IN ITS OWN SHARES (RESOLUTION ELEVEN)

Resolution eleven asks the General Shareholders' Meeting to renew for a period of 18 months the authorization to buy back shares granted to the Board of Directors.

The Board of Directors would thus be authorized to set up a treasury share buyback program up to a limit of no more than 10% of the total number of shares comprising the Company's share capital, or 5% of the total number of shares comprising the Company's share capital acquired with a view to being held and subsequently tendered in connection with a merger, spin-off or asset transfer. The Company cannot under any circumstance own at any given time more than 10% of the ordinary shares comprising its share capital. The objectives of these share purchases would be:

- to implement a liquidity contract;
- to award or transfer shares to the employees in respect of their share of the Company profits, employee savings plans or share buyback programs and to award free shares or any other form of share allocation to members of the staff;
- payment or exchange in connection with merger and acquisition transactions.

The maximum share price cannot exceed seven (7) euros per share.

These shares may be bought, sold or transferred at any time (except in the event of a public offer of the Company's shares) by any means (including block trades or the use of derivatives) in accordance with the regulations in effect *(see below the summary table on this financial resolutions submitted to the shareholders)*.

POWERS TO COMPLETE FORMALITIES (RESOLUTION TWELVE)

Finally, resolution twelve relates to the granting of the powers required to complete the legal formalities and publications relating to ordinary and extraordinary business.

The Board of Directors has recommended voting in favor of adopting all of the resolutions submitted to this Ordinary General Shareholders' Meeting.

SUMMARY TABLE ON THE FINANCIAL RESOLUTIONS SUBMITTED TO THE SHAREHOLDERS' MEETING BY YOUR BOARD OF DIRECTORS

No.	Subject	Duration	Reasons for possible uses of the delegated power	Special ceiling	Price or procedures for determining the price	Other information and comments
11	Authorization to trade in shares of the Company	18 months	**Possible objectives for share buybacks by your Company:** ▪ Implementing option plans to buy shares of the Company or similar plans ▪ Awarding or transferring shares to employees ▪ Awarding free shares to employees or corporate officers ▪ Generally, honoring obligations related to stock option programs or other share allocations to employees or corporate officers of the issuer or a related company ▪ Tendering shares upon exercising rights attached to securities granting rights to capital ▪ Canceling all or a portion of the securities bought back ▪ Tendering shares in connection with acquisitions, mergers, spin-offs or asset transfers ▪ Promoting the share in the secondary market or the liquidity of the Company's share through an investment services provider in connection with a liquidity contract that meets the terms of the compliance charter recognized by the Autorité des Marchés Financiers (AMF - French Financial Markets Authority) ▪ Any other goal authorized or that may be authorized by law or regulations in effect	▪ Your Company may at no time hold a number of shares representing more than 10% of its share capital adjusted by transactions affecting it subsequent to this Shareholders' Meeting ▪ The number of shares acquired with a view to holding them or subsequently tendering them in connection with a merger, spin-off or contribution may not exceed 5% of the share capital ▪ For liquidity contracts, the 10% ceiling is calculated net of the number of shares resold during the authorization period ▪ Overall amount allocated to the buyback program: €2,170,206,633	▪ Maximum purchase price of €7 per share	▪ Unusable authorization during public share offers ▪ The Board of Directors will ensure that these buybacks are executed in accordance with prudential requirements, such as those established by regulation and by the Autorité de Contrôle Prudentiel et de Résolution (ACPR – French Prudential Supervisory Authority).

6.5.2 AGENDA AND DRAFT RESOLUTIONS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF MAY 20, 2014

Ordinary business

- Report of the Board of Directors and of the Statutory Auditors on the Company's activities during the year ended December 31, 2013;
- Report of the Chairman of the Board of Directors;
- Approval of the 2013 parent company financial statements;
- Approval of the 2013 consolidated financial statements;
- Appropriation of earnings;
- Statutory Auditors' special report and approval of the agreements and commitments covered by Articles L.225-38 et seq. of the French Commercial Code;
- Statutory Auditors' special report and approval of the regulated commitments referred to in Article L.225-42-1 of the French Commercial Code in favor of Laurent Mignon;
- Opinion on the components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to François Pérol, Chairman of the Board of Directors;
- Opinion on components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to Laurent Mignon, Chief Executive Officer;
- Overall budget for compensation paid to the employees referred to in Article L.511-71 of the French Monetary and Financial Code during the fiscal year ended December 31, 2013;

- Ceiling on variable compensation of employees referred to in Article L.511-71 of the French Monetary and Financial Code in respect of fiscal years beginning on or after January 1, 2014;
- Approval of the co-opting of Michel Grass as Director;
- Trading by the Company in its own shares: authorization to be granted to the Board of Directors;
- Powers to complete formalities.

Draft resolutions

Resolution one *(Approval of the 2013 parent company financial statements)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, having reviewed the report of the Chairman of the Board of Directors on the structure of the Board, preparation and organization of the Board's work and the internal control and risk-management procedures established by the Company, the report of the Board of Directors on the parent company financial statements and the management report relating thereto, and the reports of the Statutory Auditors on the parent company financial statements for fiscal year 2013, hereby approves the 2013 parent company financial statements as presented, including the balance sheet, income statement and notes to the financial statements, as well as the transactions reflected in these financial statements or summarized in these reports.

Resolution two *(Approval of the 2013 consolidated financial statements)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, having reviewed the report of the Chairman of the Board of Directors on the structure of the Board, preparation and organization of the Board's work and the internal control and risk-management procedures established by the Company, the report of the Board of Directors on the consolidated financial statements and the management report relating thereto, and the reports of the Statutory Auditors on the consolidated financial statements for fiscal year 2013, hereby approves the 2013 consolidated financial statements as presented, including the balance sheet, income statement and notes to the financial statements, as well as the transactions reflected in these financial statements or summarized in these reports.

Resolution three *(Appropriation of earnings)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby notes that the financial statements finalized as of December 31, 2013 and approved by the shareholders at this meeting show earnings for the fiscal year of €2,323,073,936.17 and that, taking into account the lack of retained earnings, distributable earnings amount to €2,323,073,936.17, the appropriation of which is submitted for the approval of the shareholders at today's meeting.

The shareholders hereby resolve to appropriate the distributable earnings as follows:

To the legal reserve (5% of the earnings for the fiscal year)	€116,153,696.81
To dividends [(a)]	€496,047,230.40
To the free reserve	€1,210,873,008.96
To retained earnings	€500,000,000.00

(a) The total distribution amount mentioned in the table above is calculated on the basis of the number of shares comprising the capital as of December 31, 2013 and may vary depending on changes in the number of treasury shares held and options exercised from January 1, 2014 to the date the dividend is detached.

The shareholders hereby resolve to distribute an aggregate dividend of €496,047,230.40 by appropriating from distributable earnings.

The dividend is set at €0.16 (sixteen cents) per share for each of the 3,100,295,190 shares entitling holders to dividends. For individual beneficiaries who are residents for tax purposes in France, this dividend will be taken into account automatically by law to determine total gross income subject to the progressive income tax scale, and will be eligible for an allowance of 40% of the gross amount received (Article 158-3-2 of the French General Tax Code).

The paying establishment will collect the non-definitive withholding tax set out in Article 117 quater of the French General Tax Code, except from those individual beneficiaries who are residents for tax purposes in France that have applied for an exemption under the conditions set out in Article 242 quater of the French General Tax Code. All of the Company's shares are eligible for this tax treatment.

In accordance with legal provisions, the shareholders hereby note that for the three fiscal years prior to fiscal year 2013, the following dividends were distributed:

Fiscal year	Number of shares on which a dividend was paid	Dividend per share *(in euros)*	Total *(in euros)*
2010	2,908,137,693	0.23	668,871,669.39
2011	3,082,345,888	0.10	308,234,588.80
2012	3,086,214,794	0.10	308,621,479.40

The dividend will be detached from the share on May 23, 2014 and paid starting on May 28, 2014. In the event the Company should hold some of its own shares upon payment of these dividends, the amounts corresponding to the unpaid dividends for these shares will be appropriated to retained earnings.

Resolution four *(Approval of the agreements and commitments covered by Articles L.225-38 et seq. of the French Commercial Code)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, having reviewed the special report of the Statutory Auditors on the agreements and commitments subject to the provisions of Articles L.225-38 and L.225-40 to L.225-42 of the French Commercial Code, hereby approves all provisions of this report and the new agreements mentioned therein, previously authorized by the Board of Directors during the fiscal year ended December 31, 2013 and after this date up until this Shareholders' Meeting.

Resolution five *(Approval of the regulated commitments referred to in Article L.225-42-1 of the French Commercial Code in favor of Laurent Mignon)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, having reviewed the report of the Board of Directors and the Statutory Auditors' special report on the commitments referred to in Article L.225-42-1 of the French Commercial Code, approved the terms and conditions of Amendment No. 1 to the Commitment related to the severance payment due or likely to be due to Laurent Mignon in the event he leaves his office as CEO, and Laurent Mignon's non-compete clause, as authorized by the Board of Directors on February 19, 2014.

Resolution six *(Opinion on the components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to François Pérol, Chairman of the Board of Directors)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, consulted in accordance with the recommendation in paragraph 24.3 of the June 2013 AFEP-Medef Corporate Governance Code for listed companies, hereby approves the components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to François Pérol, Chairman of the Board of Directors, as presented in Natixis' 2013 annual report/registration document in Chapter 6, Paragraph 6.5.1.

Resolution seven *(Opinion on components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to Laurent Mignon, Chief Executive Officer)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, consulted in accordance with the recommendation in paragraph 24.3 of the Afep-Medef June 2013 Corporate Governance Code for listed companies, hereby approves the components of compensation due or granted in respect of the fiscal year ended December 31, 2013 to Laurent Mignon, Chief Executive Officer, as presented in Natixis' 2013 annual report/registration document in Chapter 6, Paragraph 6.5.1.

Resolution eight *(Overall budget for compensation paid to the employees referred to in Article L.511-71 of the French Monetary and Financial Code during the fiscal year ended December 31, 2013)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, consulted in accordance with Article L.511-73 of the French Monetary and Financial Code, hereby approves the overall budget for compensation of any kind in the amount of €113.1 million, paid during the fiscal year ended December 31, 2013, to employees referred to in Article L.511-71 of the same Code.

Resolution nine *(Ceiling on variable compensation of employees referred to in Article L.511-71 of the French Monetary and Financial Code in respect of fiscal years beginning on or after January 1, 2014)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements provided for in Paragraph 3 of Article L.511-78 of the French Monetary and Financial Code, hereby resolves that the variable compensation paid to employees referred to in Article L.511-71 may not exceed a limit of 200% of their fixed compensation.

Resolution ten *(Approval of the co-opting of Michel Grass as Director)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby approves the co-opting on February 19, 2014 by the Board of Directors of Michel Grass as Director, to replace Stève Gentili, who resigned, for the remainder of his term of office, i.e. until the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

Resolution eleven *(Trading by the Company in its own shares)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, having reviewed the report of the Board of Directors and in accordance with the provisions of Articles L.225-209 et seq. of the French Commercial Code, hereby authorizes the Board of Directors, with the right to sub-delegate said powers, to buy back the Company's shares or to arrange for them to be bought back and:

1) resolves that these shares may be purchased so as to:

- implement any Company stock option plan in accordance with the provisions of Articles L.225-177 et seq. of the French Commercial Code or any similar plan; or
- award or transfer shares to employees in connection with their share of Company profits or implement any Company or group employee savings plan (or similar plan) under the conditions provided for by law, in particular Articles L.3332-1 et seq. of the French Labor Code; or
- allocate free shares in accordance with the provisions of Articles L.225-197-1 et seq. of the French Commercial Code; or
- in general, honor obligations related to stock option programs or other share allocations to employees or corporate officers of the issuer or a related company based on the provisions of Articles L.225-180 and L.225-197-2 of the French Commercial Code; or

  remit shares in connection with the exercise of rights attached to securities convertible into the Company's shares, by way of redemption, ordinary conversion, exchange, presentation of a warrant or any other manner; or
- cancel all or a portion of the shares bought back accordingly; or
- tender shares (for exchange, payment or another reason) in connection with acquisitions, mergers, spin-offs or contributions; or
- promote Natixis shares in the secondary market or the liquidity of the Natixis share through an investment services provider in connection with a liquidity contract that meets the terms of the compliance charter recognized by the Autorité des Marchés Financiers.

This program is also intended to enable the Company to implement any market practices that might be permitted by the AMF and, more generally, to conduct any other transaction that complies with the regulations in effect. In such a scenario, the Company will notify its shareholders by means of a press release;

2) resolves that Company share purchases may relate to a number of shares such that:

- the number of shares that the Company buys during the buyback program may not, at any time, exceed 10% of the shares comprising the Company's share capital, this percentage being applied to a capital amount adjusted in accordance with transactions impacting it subsequent to this General Shareholders' Meeting. It is specified that (i) the number of shares acquired with a view to being held and subsequently tendered in connection with a merger, spin-off or asset transfer may not exceed 5% of its share capital; and (ii) when the shares are bought back to promote liquidity under the conditions set out by the General Regulations of the AMF, the number of shares taken into account to calculate the 10% limit provided for by the first paragraph corresponds to the number of shares purchased, net of the number of shares resold during the authorization period;
- the number of shares that the Company holds at any time whatsoever does not exceed 10% of the shares comprising the Company's share capital on the date in question, pursuant to Article L.225-210 of the French Commercial Code;

3) resolves that the acquisition, sale or transfer of the shares may take place at any time, except in public offer periods, within the limits authorized by current legal and regulatory provisions, by any means, on regulated markets, multilateral trading platforms, with systematic internalizers or over the counter, including by means of the acquisition or sale of blocks of shares (without limiting the portion of the buyback program that may be realized by this means), by a tender or exchange offer, by using options or other forward financial instruments traded on regulated markets, multilateral trading platforms, with systematic internalizers or over the counter, or by the tendering of shares subsequent to the issue of securities giving access to the Company's capital by means of conversion, exchange or redemption, by exercising a warrant or by any other means, either directly or indirectly via an investment services provider.

The maximum purchase price under this resolution will be seven (7) euros per share (or the equivalent value of this amount on the same date in any other currency). This maximum price applies only to purchases decided from the date of this meeting and not to forward transactions entered into by virtue of an authorization given at a previous General Shareholders' Meeting and providing for purchases of shares subsequent to the date of this meeting. The shareholders delegate to the Board of Directors, in the event of a change in the par value of the share, capital increases by capitalization of reserves, free share allocations, splitting or reverse-splitting of shares, distribution of reserves or of any other assets, redemption of capital, or any other transaction affecting the share capital, the power to adjust the maximum purchase price indicated above so as to take into account the impact of these transactions on the share value.

4) resolves that the aggregate amount allocated to the share buyback program authorized above may not exceed €2,170,206,633;

5) fully empowers the Board of Directors, with the right to sub-delegate said power, to decide upon and implement this authorization, to specify its final terms and conditions if necessary and to determine its procedures, in order to carry out the buyback program and, in particular, to place any stock market order, enter into any agreement, allocate or reallocate the shares acquired to the objectives sought under the applicable legal and regulatory provisions, establish the terms and conditions according to which the rights of holders of securities or options will be protected, if appropriate, in accordance with legal, regulatory or contractual provisions, make any filings with the AMF and any other competent authorities, and complete all other formalities and, in general, do whatever is necessary.

The Board of Directors will ensure that these buybacks are executed in accordance with prudential requirements, such as those established by regulation and by the Autorité de Contrôle Prudentiel et de Résolution (ACPR – French Prudential Supervisory Authority).

This authorization is granted for a period of eighteen (18) months from this meeting. It voids, from this day, as applicable, any unused part of any prior delegated power given to the Board of Directors for the purpose of trading in the Company's shares, particularly that given by the shareholders in the Combined General Shareholders' Meeting of May 21, 2013 in resolution seven.

Resolution twelve *(Powers to complete formalities)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby confers all powers to the bearer of an original, a copy, or an extract of the minutes of its deliberations to carry out any and all filings and formalities required by law.

7

Additional information

7.1 Statement by the Person responsible for the registration document

I hereby declare that, to the best of my knowledge, after having taken all reasonable measures to this end, the information contained in this registration document is true and accurate, and contains no omissions liable to impair its significance.

To the best of my knowledge, the financial statements were prepared in accordance with applicable accounting standards and provide a true image of the assets, the financial position and the income of the Company, and all businesses entering in the scope of consolidation, and the management report presents a true picture of changes in the business, of the income and of the financial position of the Company and all the businesses included in the scope of consolidation as well as a description of all the main risks and uncertainties with which they are confronted.

I have obtained a letter from the Statutory Auditors certifying the completion of their work, in which they indicate that they have examined the information relating to the financial position and the financial statements given in this document and have read the entire document.

The historical financial data, relative to consolidated financial statements for the past financial year on December 31st, 2013, presented in this Registration Document, has been discussed in the Statutory Auditors' reports found on pages 351-352, which contains an observation.

Paris, France, March 14, 2014

Laurent MIGNON

Chief Executive Officer

7.2 Documents available to the public

Documents concerning Natixis (Articles of Association, bylaws, reports, mail and other documents, historical parent company and consolidated financial information, for each of the two fiscal years prior to the publication of this document) are partly included in this document and may be consulted at the Company's head office, preferably on appointment.

This registration document is available in the "Investor Relations" section of the Company's institutional website, *www.natixis.com*.

Any person wishing to obtain additional information about Natixis can request documents free of charge and without obligation:

- by mail:
  Natixis
  Communication financière / Relations investisseurs
  Immeuble Arc-de-Seine
  30, avenue Pierre Mendès France
  75013 Paris
- by telephone:
  +33 (0)1 58 19 26 34 or +33 (0)1 58 32 06 94
- by e-mail:
  natixis.ir@natixis.com

7.3 Cross-reference table of registration document

In order to make this document easier to read, the following cross-reference table outlines the main headings required by Annex 1 of EC Regulation No. 809/2004 of April 29, 2004, implementing the so-called "Prospectus" Directive.

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18.	**Major shareholders**	
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18.3.	Control of the issuer	424
18.4.	Arrangements, known to the issuer, the operation of which may at a subsequent date result in a change in its control	425
19.	**Related-party transactions**	N/A
20.	**Financial information concerning the issuer's assets and liabilities, financial position and profits and losses**	
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20.2.	Pro forma financial information	10-11 ; 301 ; 304 to 307
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20.4.	Auditing of historical annual financial information	351-352 ; 401-402
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21.	**Additional information**	
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23.	**Third party information and statement by experts and declarations of any interest**	N/A
24.	**Documents available to the public**	439
25.	**Information on holdings**	218 to 224

7.4 Cross-reference table for the annual financial report

	Heading	Registration document page number
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3.	**Management report (French Monetary and Financial Code)**	
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	Article L.225-100-3 of the French Commercial Code	
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	Article L.225-211 of the French Commercial Code	
	▪ Buyback by the Company of its own shares	422
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5.	**Statutory Auditors' report on the financial statements**	401-402
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8.	**Fees paid to the Statutory Auditors**	335-336
9.	**Report by the Chairman of the Board on corporate governance, internal controls and risk management (Article L.225-37 of the French Commercial Code)**	114 to 128
10.	**Statutory Auditors' report on the Chairman's report**	129

Pursuant to Article 28 of Commission Regulation No. (EC) 809/2004 of April 29, 2004, the following information is incorporated by reference in this registration document:

- the consolidated financial statements for the year ended December 31, 2011, presented on pages 202 to 333, the Statutory Auditors' report thereon, pages 334 to 335, and the Group management report, on pages 184 to 201 of the registration document filed with the AMF on March 23, 2012 under number D.12-0211;
- the consolidated financial statements for the year ended December 31, 2010, presented on pages 186 to 327, the Statutory Auditors' report thereon, pages 328 to 329, and the Group management report, on pages 168 to 185 of the registration document filed with the AMF on April 5, 2011 under number D.11-0236;

All other Chapters of reference documents filed under numbers D.12-0211 and D.11-0236 that are not mentioned above are either of no material interest to investors or covered elsewhere in this registration document.

7.5 Cross-reference table for the management report

	Heading	Registration document page number
1.	**Operations during 2013**	
1.1.	Consolidated results	206 to 350
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8.	**Information concerning the Company and its capital**	386 ; 418 to 422
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	Appendix 1	
	▪ Parent company results for the last five years	400
	Appendix 2	
	▪ Summary of authorizations to increase the Company's share capital and their use during fiscal 2013	432

7.6 Cross-reference table of Social and Environmental information

Grenelle 2 Law Reference (proposed decree)	Designation	Corresponding GRI 3.1 indicators	Registration document page number
Art. R.225-105	The report of the Board of Directors or the Executive Board presents, (…), the way in which the Company takes into account the social and environmental consequences of its activity, as well as its social commitments in terms of sustainable development	G4-15, G4-20, G4-21, G4-22, G4-32, G4-33, G4-56	36
Art. R.225-105-1 – I 1° a)	**1/Labor information** a) Employment ▪ Total workforce and employee distribution by gender and geographic region ▪ New hires and layoffs ▪ Compensation	G4-10, G4-LA1	50-51
Art. R.225-105-1 – I 1° b)	b) Work management ▪ Scheduling of work hours		52
Art. R.225-105-1 – II 1° b)	▪ Absenteeism		52
Art. R.225-105-1 – I 1° c)	c) Labor relations ▪ The organization of employer-employee communication ▪ Collective bargaining agreements		53
Art. R.225-105-1 – I 1° d)	d) Health and safety ▪ Health and safety standards ▪ Agreements signed with unions or employee representatives in terms of health and safety at work	G4-LA6 G4-LA8	54
Art. R.225-105-1 – II 1° d)	▪ Work accidents, including frequency and severity, and work-related illnesses		54
Art. R.225-105-1 – I 1° e)	e) Training ▪ Policy application ▪ The total number of training hours	G4-LA9	54
Art. R.225-105-1 – I 1° f)	f) Diversity and equal opportunity Policy implemented and measures taken to promote it ▪ Gender equality ▪ Employment and integration of disabled employees ▪ The fight against discrimination and the promotion of cultural diversity	G4-LA12	55-56
Art. R.225-105-1 – II 1° g)	Promotion and respect of the International Labour Organisation's fundamental conventions: ▪ on protecting freedom of association and the right to collective bargaining ▪ on eliminating discrimination in employment and occupation ▪ on eliminating forced or compulsory labour ▪ on abolishing child labour		57

Grenelle 2 Law Reference (proposed decree)	Designation	Corresponding GRI 3.1 indicators	Registration document page number
Art. R.225-105-1 – I 2° a)	**2/Environmental information** a) General environmental policy ▪ Company organization to consider environmental issues and, if applicable, evaluation or certification procedures for environmental concerns ▪ Training and information for employees regarding the protection of the environment ▪ Resources allocated to the prevention of environmental risks and pollution	G4-45, G4-47	43-45
Art. R. 225-105-1-II 2° a)	Amount of provisions and guarantees for environmental risks		Not material
Art. R.225-105-1 – I 2° b)	b) Pollution and waste management ▪ The prevention, reduction or compensation of air, water and land emissions that seriously damage the environment ▪ The prevention of waste production, recycling and disposal ▪ Taking into account noise pollution and all types of pollution specific to a particular activity	G4-EN23	Not material 58 Not material
Art. R.225-105-1 – I 2° c)	c) Sustainable resource use ▪ The use and supply of water in line with local constraints ▪ The use of raw materials and measures taken to make more efficient use of them ▪ Energy consumption and measures taken to improve energy efficiency and the use of renewable energy sources	G4-EN1, G4-EN2 G4-EN3, G4-EN5, G4-EN8,	59-60
Art. R. 225-105-1-II 2° c)	▪ Land use		Not material
Art. R.225-105-1 – I 2° d)	d) Contribution to adapting to and fighting climate change ▪ Greenhouse gas emissions	G4-EN15, G4-EN19	60-62
Art. R. 225-105-1-II 2° d)	▪ Adapting to the impact of climate change		61-62
Art. R.225-105-1 – I 2° e)	e) Biodiversity protection ▪ Measures taken to preserve biodiversity		62
Art. R.225-105-1 – I 3° a)	**3/Corporate social information** a) The Company's territorial impact on the local population ▪ In relation to jobs and regional development ▪ Upon surrounding and local communities	G4-24, G4-26	63
Art. R.225-105-1 – I 3° b)	b) Relationships with stakeholders ▪ Conditions of dialogue with interested parties ▪ Acts of support, partnership or sponsorship		63
Art. R.225-10-1 – I 3° c)	c) Subcontractors and suppliers ▪ Purchasing policies that take into account social and environmental issues		64
Art. R.225-105-1 – II 1° c)	▪ The importance of sub-contracting and the social and environmental responsibilities in relation to service providers and sub-contractors		64
Art. R.225-105-1 – II 3° d)	d) Fair practices ▪ Measures taken to avoid corruption ▪ Measures taken to safeguard the health and safety of consumers		64
Art. R.225-105-1 – II 3° e)	e) Other human rights initiatives		64
Art. R.225-105-2	The independent third-party organization called to give its opinion (...) on social and environmental information that appears or should appear on the report		65-66

(1) *New economic regulations (Article 116 amending Article 225-102-1).*

7.7 Glossary

Acronyms & Abbreviations	
ACPR	Autorité de Contrôle Prudentiel et de résolution
ADAM	Association de défense des actionnaires minoritaires/Association for the defense of minority shareholders
ADEME	Agence de l'environnement et de la maîtrise de l'énergie/Agency for the environment and control of energy consumption
AFEP/Medef	Association française des entreprises privées – Mouvement des entreprises de France/French business association
AFIC	Association française des investisseurs en capital/French association of venture capitalists
AFS	Available-for-sale
AGIRC	Association générale des institutions de retraite des cadres/General association for managers' pension institutions
ALM	Asset and Liability Management
AM	Asset Management
AMF	Autorité des Marchés Financiers/French Financial Markets Authority
ARRCO	Association pour le régime de retraite complémentaire des salariés/Association for the employee complementary pension scheme
BAFIN	Bundesanstalt für Finanzdienstleistungsaufsicht/German Federal Financial Supervisory Authority
BALO	Bulletin des Annonces Légales Obligatoires/French Bulletin for Mandatory Legal Announcements
BFBP	Banque Fédérale des Banques Populaires
BGC	Banque de Grande Clientèle/Wholesale Banking
CCAN	Comité consultatif des Actionnaires de Natixis/Natixis Shareholders' Consultative Committee
CCF	Facteur de conversion de crédit/Credit Conversion Factor
CCFC	Control Fonctions Coordinating Committee
CCI	Certificat coopératif d'investissement/Cooperative investment certificate
CDD	Contrat à durée déterminée/Fixed-term employment contract
CDI	Contrat à durée indéterminée/Unlimited-term employment contract
CDO	Collateralized Debt Obligations
CDPC	Credit Derivatives Products Companies
CDS	Credit Default Swap
CECEI	Comité des établissements de crédit et des entreprises d'investissement, which became Autorité de contrôle prudentiel/French Credit Institutions and Investment Firms Committee, which has become the Regulatory Control Body
CESU	Chèque emploi service universel/Universal service employment voucher
CGAC	Comité de gestion des actifs cantonnés/Segregated Assets Management Committee
CGPI	Conseiller en Gestion de Patrimoine Indépendant/Independent Financial Advisor or Wealth advisor
CHSCT	Comité d'hygiène, de sécurité et des conditions de travail/Health, Safety, and Working Conditions Committee
CIB	Corporate & Investment Banking
CMBS	Commercial Mortgage-Backed Securities
CNCE	Caisse Nationale des Caisses d'Epargne

CNIL	Commission nationale de l'informatique et des libertés/an independent administrative authority protecting privacy and personal data
COMEX	Executive Committee
CPM	Credit Portfolio Management
CRBF	Comité de la Réglementation Bancaire et Financière/Banking and Financial Regulation Committee
CRD	Capital Requirements Directive (Directive européenne sur les fonds propres réglementaires)
CRM	Market Risk Committee
CRPC	Comité des risques du portefeuille cantonné/Segregated Portfolio Risk Committee
CSG	Comité de suivi de la garantie/Guarantee Monitoring Committee
DOJ	Department of Justice
DRH	Human Resources Department
ECB	European Central Bank
ESAT	Établissement et service d'aide par le travail/Establishments where handicapped persons can work in special conditions
ETF	Exchange Traded Funds
ETP	Full-time equivalent (FTE)
EVPA	European Venture Philanthropy Association
FCPR	Fonds commun de placement à risque/Venture capital investment fund
FED	Federal Reserve
FIDEPPP	Fonds d'Investissement et de Développement des Partenariats Public-Privé/Fund for investment and development of public-private partnerships
GAPC	Gestion active des portefeuilles cantonnés/Workout portfolio management
GEC	Global Energy & Commodities
GRI	Global Reporting Initiative
HQE	Haute Qualité Environnementale/(Certificate of) High Environmental Quality
IARD	Incendie, Accidents et Risques Divers/Property and casualty insurance
IBOR	Interbank Offered Rate
IDFC	Infrastructure Development Finance Company
IFACI	Institut français de l'audit et du contrôle internes/French Institute of Internal Auditing and Control
IFRS	International Financial Reporting Standards
ISF	Impôt sur la fortune/Wealth tax
ISR	SRI - Socially Responsible Investment
LBO	Leveraged Buyout
LCB-FT	Lutte contre le blanchiment de capitaux et le financement du terrorisme/Prevention of money laundering and terrorism financing
LCR	Liquidity Coverage Ratio
LGD	Loss Given Default (Basel 2 credit risk indicator corresponding to loss in the event of default)
L&R	Loans and Receivables
MLA	Mandated lead arranger
MIF	European Directive on Markets in Financial Instruments (MiFID)
NGAM	Natixis Global Asset Management
NPE	Natixis Private Equity
NRE	Loi sur les Nouvelles Réglementations Économiques/Law on new economic regulations

NTF	Natixis Transport Finance
OFAC	Office of Foreign Assets Control (US financial assets control bureau)
P3CI	Prêt couvrant les Certificats Coopératifs d'Investissements/Loan covering the cooperative investment certificates
PCA	BCP or Business Continuity Plan
PERP	Plan d'Epargne retraite populaire/Retirement savings plan
P&L	Profit & Loss
PME	SME (small- and medium-sized enterprise)
PMI	SMI (small- and medium-sized industry)
PMT	Plan moyen terme/medium-term plan
PSE	Plan de sauvegarde de l'emploi/Employment preservation plan
RMBS	Residential Mortgage-Backed Security
ROE	Return On Equity
RSSI	ISSM or Information system security manager
RTT	Réduction du temps de travail/Reduction of working time (see French law on 35 hours a week)
RWA	Risk Weighted Assets
SEF	Structured Export Finance
SEPA	Single Euro Payment Area
SFEF	Société de financement de l'économie française/SPV set up by the French State to refinance French banks during the financial crisis
SI	IS or IT System
SOCAMA	Sociétés de cautionnement mutuel artisanales/Mutual insurance companies for artisans
SVT	Spécialiste en valeurs du Trésor/Government bond primary dealer
TPE	VSB (very small business)
TRS	Total Return Swap
TUP	Transmission universelle de patrimoine/total transfer of assets and liabilities
VaR	Value at Risk

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