NATIXIS

2010 Registration Document and Annual Financial Report

CORPORATE & INVESTMENT BANKING / INVESTMENT SOLUTIONS / SPECIALIZED FINANCIAL SERVICES

Contents

Registration Document 2010

and Annual Financial Report

This registration document was filed with the French Financial Markets Authority on April 5, 2011, in accordance with Article 212-13 of the general regulations of the Financial Markets Authority. It may be used in connection with a financial transaction only if accompanied by a transaction note approved by the Financial Markets Authority. The document has been prepared by the issuer and its signatories incur liability in this regard.

This registration document includes all elements 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 Financial Markets Authority. A cross-reference table showing documents referred to in Article 222-3 of the general regulations of the Financial Markets Authority and the corresponding sections of this registration document appear on page 462.

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.

1

Presentation of Natixis

1.1 Natixis

Natixis is the corporate, investment and financial services arm of Groupe BPCE, the 2nd largest banking player in France with 36 million customers spread over two networks, Banque Populaire and Caisse d'Epargne.

With close to 22,000 employees, Natixis has a number of areas of recognized expertise which are organized in three main business lines: Corporate and Investment Banking, Investment Solutions (asset management, private banking, insurance, private equity) and Specialized Financial Services.

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 businesses.

Natixis is listed on the Paris stock exchange and is part of the CAC 40 index.

SIMPLIFIED ORGANIZATION CHART OF NATIXIS

CORPORATE AND INVESTMENT BANKING

Markets activities

- Equity markets
- Fixed income, credit, currencies and commodities
- Strategic derivatives and M&A advisory

Structured finance

- Commodities and energy
- Asset financing: aircraft finance, project, shipping and international trade
- Real estate
- Strategic and acquisition financing
- Securitisation

Commercial banking

- France/international coverage
- Loans and credits
- Flow and cash management

FINANCIAL INVESTMENTS

à Coface
- Credit insurance
- Factoring
- Services: company ratings/information and management of receivables

INVESTMENT SOLUTIONS

Asset management

à Natixis Global Asset Management
à 20 asset management companies: Natixis Asset Management, Loomis-Sayles, AEW, etc.

- "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

à Natixis Assurances

- Individual and collective life insurance
- Provident insurance
- Property insurance

Private banking

à Banque Privée 1818
à Natixis Private Banking

- Asset and financial management expertise for private investors, in France and abroad

Private equity

à Third-party asset management

- Direct investment: venture capital, development capital and capital transmission
- Funds of Funds

SPECIALIZED FINANCIAL SERVICES

SPECIALIZED FINANCING

Factoring

à Natixis Factor

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

Sureties and Financial Guarantees

à Compagnie Européenne de Garanties et Cautions
- Design and development of multiple market surety and financial guarantee services

Leasing

à Natixis Lease

- Equipment and real estate lease financing (equipment 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

Employment Benefit Scheme

à Natixis Interépargne

à Natixis Intertitres

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

Payments

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

Securities Services

à EuroTitres Department
- Retail and private banking custody with back office functions

1.2 History and Natixis' links with BPCE

1.2.1 HISTORY

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

- Natexis Banques Populaires itself was created from the combination in July 1999 of the operational activities of the Caisse Centrale des Banques Populaires, founded in 1921, with Natexis S.A., a holding company that was formed from Crédit National, founded in 1919 and which had gradually acquired a 100% stake in Banque Française du Commerce Extérieur, founded in 1946. As at December 31, 2000, Groupe Banque Populaire held 79.23% of Natexis Banques Populaires following an increase in its capital 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 combined with 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 realization 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 vehicule set up by the Banque Fédérale des Banques Populaires (BFBP), of the rest of the Caisse d'Epargne CCIs not contribud by CNCE and which had previously been acquired by SNC Champion from CNCE. In addition, CNCE and SNC Champion have contributed stakes in Ixis CIB and Ixis AM that they had previously acquired from San Paolo IMI.

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

In parallel to 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) offered some of their Natixis shares to the market. This transaction took the form of a Retail Public Offering in France for retail investors and a Global Offering for institutional investors within and outside France. Once this transaction was completed CNCE and BFBP each held 34.44% in Natixis.

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

- The underlying principles of the 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.

Groupe BPCE is the 2nd ranking banking group in France with more than 8,000 branches, 36 million customers, 8 million cooperative shareholders and 125,000 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 business domain, the Group is active in all commercial banking and insurance businesses while providing corporate investment banking solutions, as well.

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

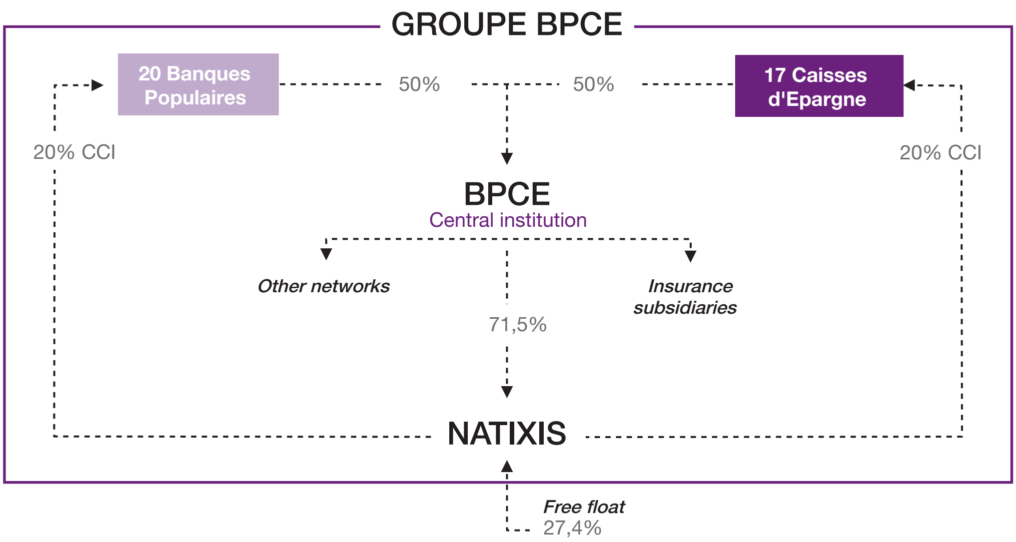
1.2.2 FINANCIAL SOLIDARITY MECHANISM

Pursuant to Article L.511-31 of the French Monetary and Financial Code (Code monétaire et financier), BPCE shall, as the central body, take any measures necessary in order to, notably, guarantee the liquidity and solvency of Groupe BPCE. Natixis in its capacity as an institution affiliated BPCE benefits from the Groupe BPCE financial solidarity mechanism. Thus, in the event Natixis encounters difficulty, (i) BPCE would firstly provide support using its own regulatory capital under its shareholder duty as; (ii) if this were insufficient, BPCE would use the mutual guarantee fund created by BPCE, the fund being initially funded for a total of €920 million in assets provided jointly by the two Banque Populaire and Caisse d'Epargne networks and which is set to grow through an annual contribution (subject to the amounts which would be used in the event of a funds call); (iii) if BPCE's regulatory capital and this mutual guarantee fund were insufficient, BPCE would call on (in equal proportions) each of the two Banque Populaire and Caisse d'Epargne networks' own guarantee funds and, finally (iv) if calls on BPCE's regulatory capital and these three guarantee funds were insufficient, additional sums would be requested from all Banques Populaires and Caisses d'Epargne.

It should be pointed out that the guarantee fund referred to above consists 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 it deems it necessary.

1.2.3 BPCE ORGANIZATION CHART

As of December 31, 2010, BPCE held 71.5% of the share capital of Natixis (*See section 1.2.2 Financial solidarity mechanism*). The structure of Groupe BPCE as of December 31, 2010 was as follows:



1.3 2010 Key figures

1.3.1 INCOME STATEMENT

(in millions of euros)	2010	2009 [(a)]
Net revenues [(b)]	6,520	5,938
Gross operating income [(b)]	2,118	1,695
Net income (group share) [(b)]	**1,940**	**1,204**
Net GAPC income (Workout Portfolio Management)	(127)	(2,433)
NET INCOME (GROUP SHARE)	**1,732**	**(1,388)**

(a) Restated for the reclassification within equity of interest expenses of the Deeply Subordinated Notes.
(b) Excl. GAPC, net income of discontinued operations and restructuring costs.

1.3.2 FINANCIAL STRUCTURE

	12/31/10	12/31/09
Capital adequacy ratio (CAD)	15.7% [(a)]	11.6%
Tier 1 ratio	11.4% [(a)]	9.7%
Core Tier 1 ratio	7.9% [(a)]	8.5%
Risk weighted assets *(in billions of euros)*	147.9 [(a)]	130.9
TOTAL ASSETS *(in billions of euros)*	**458.0**	**449.2**
BOOK VALUE PER SHARE *(in euros)*	**5.47**	**4.75**

(a) Change in the prudential treatment of CCIs as from end-2010. CCIs are now weighted at 370% in RWA.

1.3.3 NET REVENUES BY BUSINESS

(in millions of euros)	2010	2009 [(a)]
Corporate and Investment Banking	3,027	2,697
Investment Solutions	1,799	1,560
Specialized Financial Services	960	870
Financial Investments	869	401

(a) Restated for the reclassification of interest expenses of the Deeply Subordinated Notes.

1.3.4 INCOME BEFORE TAX BY BUSINESS

(in millions of euros)	2010	2009 [a]
Corporate and Investment Banking	1,175	(277)
Investment Solutions	508	393
Specialized Financial Services	248	205
Financial Investments	72	(320)

(a) Restated for the reclassification of interest expenses of the Deeply Subordinated Notes.

1.3.5 LONG TERM RATINGS (AS OF MARCH 2011)

- **Standard & Poor's:**

  A+ (stable outlook)

- **Moody's:**

  Aa3 (stable outlook)

- **Fitch Ratings:**

  A+ (stable outlook)

1.4 Natixis' business lines

1.4.1 CORPORATE AND INVESTMENT BANKING

At December 31, 2010, Natixis' Corporate and Investment Banking (CIB) division employed 4,266 people in 27 different countries. CIB generated a Net revenues of €3,027 million (€3,087 million excluding the impact of Credit Portfolio Management).

In line with the strategic plan, the "New Deal", presented in August 2009, CIB implemented a new structure in mid-2010 built around the following objectives:

BUSINESS DEVELOPMENT

The structure of Coverage was changed to enhance the sector approach, particularly for Coverage France, where sectors and regions were combined to create three sector-oriented divisions. From a more general standpoint, greater focus was placed on developing overall business with each client, subject to strict capital consumption restrictions.

STEPPING UP BALANCE SHEET ROTATION TO OPTIMIZE THE USE OF CAPITAL

Debt syndication businesses were merged with Debt Capital Markets to create an integrated Debt platform. This move was designed to encourage a "market" oriented approach starting with origination, to offer clients the entire range of possible financing solutions, and to improve distribution capacity (within Groupe BPCE as well).

Securitization activities for investors were transferred from Debt and Financing to Fixed Income (FIC&T), with the aim of pooling expertise and improving the offering of high value-added solutions, particularly with respect to the Basel 3 and Solvency 2 regulatory changes.

CHANGES IN REPORTING LINES FOR SOME BUSINESSES TO STIMULATE THEIR GROWTH

The Treasury Department now reports to FIC&T so as to leverage the natural synergies between the businesses. The Merger and Acquisition Advisory Services Department was folded into Corporate Solutions in order to position it selectively in Large Cap deals and certain cross-border mandates.

ALL CIB OPERATIONAL SUPPORT FUNCTIONS WERE GROUPED TOGETHER AND ATTACHED TO SOOF (SUPPORT FUNCTIONS, ORGANIZATION, OPERATIONS AND FINANCE)

This move particularly affected the "Project and Process Management" and "Monitoring and Analysis" teams (previously reporting to the Head of Capital Markets, a position that has since been eliminated), Credit Portfolio Management, the Restructuring and Special Affairs Department, and the unit in charge of first-level analysis of institutional clients.

This new structure is geared to:

- establishing growth drivers for Natixis' CIB activities in France and abroad;
- promoting and developing cross-selling within CIB and other Natixis business lines;
- stepping up CIB's progress towards a business model focused on the optimal distribution of originated risk.

Lastly, a new platform was created in 2010 to develop business in Europe (excluding France), the Middle East and Africa (EMEA), in recognition of the region's high priority for CIB.

1.4.1.1 Corporate and Institutional Relations

The Corporate and Institutional Relations Department provides global coverage of large corporate clients, financial institutions and the public sector, for all products and services offered by Natixis, ranging from conventional loans to the most sophisticated deals set up with the business lines.

Client relations are handled locally, in France and abroad, by:

- senior bankers dedicated to major clients in all sectors and to the Groupe BPCE shareholder networks;
- Corporate client relationship managers working in three economic sectors, combining sector-based groups and regional offices belonging to the French network;
- FIPS [(1)] senior relationship managers, specializing in major business categories: Insurance, Banking and the Public Sector.

Together with correspondent banking and trade finance, these activities employ over 400 people, including 70 outside France.

(1) Financial Institutions and Public Sector.

1.4.1.2 Debt and Financing

Debt and Financing designs structured financing, advisory and investment solutions for Natixis' corporate and institutional clients. The department is divided into five global business lines, employs close to 500 people and operates on all of the Bank's international platforms.

Global Energy & Commodities (GEC) handles overall client relations in the commodities field (energy, mining and metals, agricultural commodities) and structures financing solutions tailored to these markets. In 2010, Natixis confirmed its positioning with major traders and producers of metals (Ferrexpo, Vitol, Glencore, Trafigura, ...), oil (Gazpromneft, Tullow Oil, ...), and agricultural commodities (Cocobod, ...).

Asset and International Trade Finance combines arranging and advisory expertise in the fields of aviation finance (all types of new civilian aircraft), shipping finance (maritime assets used in energy and commodities transport), project finance (infrastructure, production of energy/renewable energy, natural resources, telecoms) and structured export finance (international contracts covered primarily by export credit agencies).

In 2010, Natixis was named "European Bank of the Year" for project financing, and ranked 8th among MLAs (Mandated Lead Arranger) in the EMEA region and 14th worldwide [1]. Natixis was also rated the world's No. 6 bank for aviation finance [2]. The Bank was commended for several emblematic financing operations, including deals for Air France's first A380 and for the Brazilian airline GOL's acquisition of seven B737s [3], as well as for a number of projects (Exeltium, Avenal Solar, Alta Wind, Sports Hub, Birmingham Highways, Castor, Barka 3, ...) [4]. Shipping finance also had a busy year, with 25 new contracts signed. Structured Export Finance landed some 30 new contracts with names like Alstom (high-speed train in Morocco, tramway in Tunis), Iridium (satellites, US), CC3 (nuclear, US), Evraz, Gazprom Space Systems ...

Operating in Europe and the United States, **Real Estate Finance** is specialized in advising balance-sheet transactions and arranging all types of deals (transactions, receivables, development programs). In 2010, the business line assisted Gecina with its refinancing, Atarea Cogedim with the acquisition of the Cap 3000 shopping mall, and generated 27 new deals in Europe and 18 in the US (including two securitizations).

Strategic and Acquisition Finance delivers financial engineering and leverage finance solutions. As an expert in acquisition finance, the business line arranged the takeovers of Marc Orian by Histoires d'Or, B&B Hotels by Carlyle, and Cerba Lab and Mont-Blanc Materne by LBO France.

Global Structured Credit & Conduit leverages its advisory expertise in portfolio restructuring and also arranges securitization and structured credit products for large international funds in Europe and the United States. In 2010, Natixis arranged the securitization of Hertz's European fleet.

1.4.1.3 Fixed income, forex, credit, commodities, treasury and arbitrage (FIC&T)

FIC&T employs over 600 people in Europe (Paris, London, Milan, Madrid, Frankfurt, etc.), Singapore, Tokyo, Hong Kong and New York, and covers both sales and trading functions.

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.

The Fixed Income business proved resilient in a challenging market environment plagued by the sovereign debt crisis and historically low interest rates. It came through with strong performances and succeeded in developing international growth drivers to offset the decline in margins.

The **primary bond issuance** business line, which is now part of the debt platform, delivered an excellent performance in 2010 across all types of issuers. Underpinned by a strong reputation, a team of experts and worldwide trading capacity, Natixis served as bookrunner for over 176 bond issues. The Bank consolidated its ranking as a leading player, taking 5th place in euro-denominated financial and covered bond issues (source: IFR) [5] and leading the French and Italian markets. Natixis is also a leader in the French Agencies segment and is No. 2 in French corporate issues. A number of key deals were carried out in 2010, with Natixis participating in the year's largest high-yield issue on the euro market. On the international stage, the Bank notably took part in the Alantia SpA issue, totaling €1.5 billion (dual tranches). Natixis also served as lead advisor to the Dutch government on a €6.4 billion issue over 10 years. On emerging markets, Natixis cemented its presence by organizing a benchmark issue on behalf of the Kingdom of Morocco, which marked the issuer's return to the euro market after a three-year absence.

The Forex teams offer round-the-clock trading of all major currencies from platforms in Singapore, Paris and New York. As volumes fell for the second year in a row, the Forex function was restructured with a view to increasing trading capacity. In 2010, the vanilla and semi-exotic option business revived, in line with the medium-term development plan.

The **Commodities** (cash and derivatives) business, which joined FIC&T in 2009, was boosted by the inception of a groupwide integrated sales platform in 2010, the primary aim of which is to automate cross-selling. 2010 also saw Commodities expand international trading capacity.

In **emerging markets,** Natixis offers a full range of fixed income, credit and forex products, and is geographically positioned so as to support the expansion of the Bank's other businesses. Natixis is expanding its emerging activities both at the local level (Moscow, Shanghai, Ho-Chi-Minh City) as well as in Paris and New York.

(1) *Project Finance International, January 2011.*
(2) *Airfinance Journal, November 2010.*
(3) *Jane's Transport Finance, November 2010.*
(4) *Project Finance International, January 2011.*
(5) *IFR: International Financing Review.*

In 2010, the **Treasury Department,** operating in Paris, Singapore and New York, joined FIC&T in order to capitalize on the natural synergies between these activities. A single Borrowing & Lending desk is now responsible for optimizing management of the Bank's collateral. Against a backdrop of increasingly scarce liquidity, a Treasury sales team was set up.

1.4.1.4 Equity markets

Natixis has a wealth of experience in equity markets, in the brokerage, derivatives and primary market fields. 2010 witnessed the creation of an integrated Equities division housing around 450 employees and encompassing all equity brokerage and derivatives activities with the goal of establishing a single platform handling multiple flow products.

The **equity brokerage** platform, located in Paris, London, Frankfurt and New York, covers some 900 institutional and corporate clients. It comprises over 50 sector-based analysts commanding a strong reputation in the industry. Our analysts were once again acknowledged by the financial community in 2010, with five sector teams ranked in the European Top 10 by the Thomson Reuters Extel Europe survey.

Natixis provides clients with a broad range of **equity derivatives** with a wide variety of underlyings and investment vehicles. In 2010, the business line focused on expanding client business, notably by developing a client transaction platform, providing clients with quantitative research, and developing CRM tools. The multi-asset class and emerging products offering was also expanded.

On the **primary equity market**, Natixis took part in 25 deals in 2010 – operating under the dual "Natixis" and "Lazard-Natixis" banner – and confirmed its leading position in France.

Natixis lead-managed a large number of fund-raising deals for Vivalis, Théolia, Compagnie des Alpes and Vilmorin, and convertible or exchangeable bond issues for OL Groupe, Artemis/PPR and Gecina. Finally, Natixis expanded further on the international market via recapitalization deals (Banca Carige, Deutsche Bank, etc.) and IPOs (AIA, Enel Green Power, Rusal).

1.4.1.5 Corporate Solutions & Advisory

Corporate Solutions offers tailored balance-sheet optimization and risk transfer solutions within the framework of restructuring plans and acquisitions.

Corporate Solutions leverages a team of 150 staff in 9 countries to target a wide client base of international corporations and sovereign funds in Europe, the Middle East, Asia and South America.

Business was brisk in 2010, with growth well-balanced between Europe (45%) and the Asia and emerging countries area (55%).

Late 2010 saw the M&A Advisory business join Corporate Solutions. M&A advisory services have mainly been offered on the French mid cap market. Clients include major French and international groups, SMEs, private equity funds and public entities. The team has extensive experience in sectors such as food and beverages, business-to-business services, media, real estate, public infrastructures and utilities, and renewable energies.

1.4.1.6 Third party asset management

Natixis develops third-party Asset Management activities offering substantial synergies with CIB and targeting French and international institutional investors. The business line employs some 100 people in:

- managing infrastructure funds (Cube, Fideppp);
- managing environmental and sustainable development funds such as carbon funds (European Carbon Fund) and renewable energy funds (Eurofideme, etc.);
- managing insurance risk transfer funds (alternative risk transfer); and
- operating a platform of managed funds and hedge funds.

1.4.1.7 Asia platform

With 400 employees in 12 countries, the Asia-Pacific platform covers the majority of Financing and Capital markets. Its goal is to assist the Bank's major clients and build up specialized business expertise in this fast-growing region by establishing a portfolio of large regional accounts.

In late 2010, an ambitious strategic redeployment plan was implemented in Capital markets, notably in order to systematize cross-selling with the financing activities.

Corporate Coverage stepped up its sales initiatives in certain sectors, in support of specialized business lines. The Bank also maintained its policy of winning back financial institutional clients by offering them an expanded product range.

Commodities Finance continued to refocus on each country's main producers and importers, while Shipping Finance focused on energy-related assets, particularly in Japan, Korea and Malaysia. Aviation Finance (Indonesia, China), Project Finance (Singapore, Australia), and Strategic and Acquisitions Finance (Australia) enhanced their positions as high-visibility arrangers. Meanwhile, Structured Export Finance continued to move up the value chain, especially in Vietnam. Finally, Debt Syndication is now the No. 12 arranger of syndicated loans in Asia (excluding Japan).

Expansion in the Asia-Pacific region is one of the Bank's strategic priorities for the coming years. In 2011, there are plans to open a new office in Beijing and to enhance operations in Japan.

1.4.1.8 North America platform

Business was revived against a backdrop of tighter coordination with global business lines. Natixis is a leader in Project Finance on the North American market, with a solid position in the Renewable Energies sector, and is developing its activity in the Oil & Natural Gas sectors. Global Energy & Commodities-US arranged a number of benchmark deals and joint lead-managed some 40 market transactions (debt and equity). Acquisition & Sponsor Finance improved results, whereas the non-core loan book fell sharply. As with Paris and Hong Kong, a Debt platform was set up for North America. Both credit and bond volumes increased by over 50% and revenues nearly doubled. Transaction volumes and revenue generated by Global Structured Credit and Conduits progressed in the Advisory and Credit Solutions segment.

In Markets activities, Fixed Income and Commodities Trading, which trades fixed income, forex and commodities products (e.g. risk management products on the metals and energy markets), expanded its product offering to emerging markets (Latin America) and commodities (natural gas). Equity Derivatives developed an OTC derivatives offering and carried out several hedge monetization deals. Equity Finance also made progress, focusing on listed products such as equity options. The Cash Equities business cut costs significantly, while a strategic review was conducted with the aim of improving consistency between Natixis' business and the North American platform.

The platform employs more than 600 people.

1.4.1.9 Europe, Middle East, Africa platform

In 2010, Natixis created a new platform to cover the EMEA region (Europe excl. France, the Middle East and Africa), by grouping together its operations in 10 countries (including the London, Madrid, Milan, Frankfurt, Moscow and Dubai branches). The platform is geared to furthering CIB's strategy in this high-priority region by building a franchise of major local clients and assisting the Bank's global clients with their own international expansion. With a staff of over 600, Natixis offers the full range of CIB services to the EMEA region.

In 2010, Natixis reinforced its positioning with institutional clients in Europe, confirming its leading position on the covered bond market and developing structured solutions to resolve its clients' liquidity and ALM problems. For its corporate client base, Natixis established a sector-based policy, which emphasizes selective development with the Bank's specialized business lines. In the structured finance field, Natixis furthered its expansion, particularly in commodities, real estate and asset finance.

Now that the platform has been created, the focus has switched to regional development in order to facilitate decision-making processes and coordinate initiatives with the specialized business lines. Streamlining projects were also launched with a view to strengthening the sales structure, developing business-line expertise and improving operations efficiency.

1.4.1.10 Research: a strategic priority

CIB research is an integral part of Natixis' client-driven approach. Every day, the research function publishes analyses aimed at helping clients with their decision-making, while also contributing to the creation of financial solutions tailored to client needs.

Economic research, headed by Patrick Artus, provides in-depth expertise combining contextual overviews, economic and financial forecasts, an analysis of fixed income and equity markets, country assessments and investment strategies. With 350 stocks tracked in Europe and 60 in the US in 23 industrial sectors, 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 clients' credit portfolios. Finally, **quantitative research** supports the Bank's financial innovation process and ensures that it remains competitive on today's fast-changing markets by developing pricing and risk management models.

1.4.2 INVESTMENT SOLUTIONS

Natixis has merged all of its investment activities into one core business, centered on Asset Management, a field in which Groupe BPCE has global ambitions, and rounded out by insurance activities, private banking and private equity, all of which are areas in which Natixis aims to accelerate growth.

Investment Solutions has 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. The new model enables the Banque Populaire and Caisse d'Epargne networks to strengthen their positioning on the financial savings segment in France and to tap into new growth potential internationally.

Investment Solutions plans to leverage its strength in its natural market to pursue international expansion. More than 50% of the 3,790 people employed by Investment Solutions already work outside France, mainly with Natixis Global Asset Management: (i) approximately 1,700 people in 15 asset management companies in the US, the world's leading asset management market, and (ii) a global distribution platform employing 500 people throughout the world and a leading player 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 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 in the form of funds, dedicated products and mandates in all asset classes (money market, bonds, equities, real estate, alternative and diversified).

The Asset Management business is structured around the **Natixis Global Asset Management** holding company. Natixis Global Asset Management ensures the consistency of overall asset management operations and also has responsibility for developing Natixis Global Associates' global distribution structure and overseeing the financial and strategic management of roughly 20 specialized asset management companies in Europe, the US and Asia. All in all, these entities employ more than 2,800 people, including 1,700 in the US, and boast strong positions in Europe (mainly France), the US and 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. Its diverse range of skills, its distribution capacity and the flexibility of its business model have enabled Natixis Global Asset Management to consolidate its position as a major international player in asset management and to improve its global positioning. As of year-end 2009, Natixis Global Asset Management was one of the top 15 asset managers in the world [(1)] improving on its top 20 ranking in 2008.

The recovery of the global asset management market continued in 2010, but was weaker than expected due to sluggish economic growth, the euro crisis and volatility in the capital markets. Assets under management reached €538 billion in 2010 versus €505.2 billion in 2009. This growth was affected by the strong outflows in money-market products in Europe that hit the entire market.

Natixis Global Asset Management's growth strategy has been reaffirmed under Natixis' strategic plan to transform a primarily Franco-American player into a global force. Under this plan, deals that would transform the company are being considered. In 2010, the company began to reinvest in order to ensure the steady development of the range of asset management expertise and of the distribution platform in the US, Europe and the rest of the world, particularly in emerging markets such as Asia where inflows are positive and growing quickly.

The range of expertise was reorganized and developed, particularly at Natixis Asset Management and Loomis. The multi-boutique model added two majority equity stakes: one in H_2O Asset Management, a company specializing in "global macro" alternative management and the second in OSSIAM, a firm specializing in strategic ETFs (Exchange Traded Funds). Natixis Global Asset Management also acquired a 25% stake in IDCF AM, a leading asset manager in India.

Natixis Global Associates, the global distribution platform which covers the US, Europe (excluding France), the Middle East, Asia and Australia, posted very strong inflows over the year. Assets under management generated by the platform increased by 5% to €135.2 billion in 2010 versus €128.1 billion in 2009. Several local development entities were strengthened and a new office covering Nordic countries was opened in Sweden.

Pierre Servant, CEO of Natixis Global Asset Management, was designated "CEO of the Year" by *Global Investor* magazine.

STRONG POSITIONS IN EUROPE VIA AN INTEGRATED MODEL

The European asset management business had €318.9 billion in assets under management at end-2010, versus €320.6 billion at year-end 2009.

European asset management companies at end-2010
(assets under management in billions of euros)

- **Natixis Asset Management** (€299.8 billion): money market, fixed income, equities and diversified, alternative and structured management, and SRI funds.
- **Natixis Multimanager** (€2.4 billion): funds of funds management, a range of absolute return funds.
- **AEW Europe and NAMI AEW Europe** (€16.7 billion): management of real estate assets, real estate investment trusts (*SCPIs*) and real estate mutual funds (*OPCIs*).

Natixis Global Asset Management operates in Europe through Natixis Asset Management and its multi-management subsidiary, Natixis Multimanager. The consolidation of the distribution entity dedicated to the Caisse d'Epargne and Banque Populaire networks in 2010 enhanced the company's role in the development of investment solutions on the two networks.

Natixis Asset Management's assets under management totaled €299.8 billion at end-2010 versus €301.5 billion at end-2009. Net inflows were affected by substantial redemptions of money-market mutual funds, primarily through the networks. Fixed-income inflows, including life insurance products sold to customers in the Groupe BPCE network, improved over the year.

(1) Cerrulli Rankings - July 2010 based on AuM at end-2009.

New collective products, suited to the "post-crisis" period, were launched in the fixed-income, equities and diversified management segments. The range of packaged formula funds for the Banque Populaire and Caisse d'Epargne networks was expanded. A "global macro" alternative management range was launched in partnership with H_20 Asset Management. The reinforcement of Natixis Asset Management's sales in Europe and the development of synergies with the Investment Solutions division remain major priorities. Once again during 2010, Natixis Asset Management received numerous distinctions both for its innovative initiatives such as "Impact climate change" and the performance of its UCITS marketed by the networks and CNP.

AEW Europe, one of Europe's leading providers of real estate investment advisory services and asset management, is present in 11 European countries, notably in Paris and London, and manages €16.7 billion in real estate assets. It is owned in partnership with Caisse des Dépôts, which has a 40% stake.

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

US - DEVELOPMENT OF THE MULTI-BOUTIQUE MODEL

Assets under management for the 15 US subsidiaries rose 10.1% to $291.7 billion at end-2010 versus $264.9 billion in 2009. Assets under management increased by $26.8 billion, mostly due to Loomis Sayles and a strong positive market effect.

New funds were launched notably by Loomis Sayles and Harris Associates across various asset classes in response to the shifting environment in the US and abroad. A media campaign was launched under the slogan "Better Thinking. Together". This campaign highlighted the diversity and strength of the investment solutions offered by the group's US asset managers, including the "alternative" approach developed by asset management companies such as Gateway Investment Advisers and Alpha Simplex.

All the group's US asset management companies directly provide distribution services for institutional clients in the US In the retail banking segment in particular, they enjoyed the support of Natixis Global Associates in 2010, which distributes products, provides advisory and structuring capabilities, and also offers related services that can be tailored to differences in markets and distribution channels. Natixis Global Associates supplies both volume retailers and private investment advisors. Natixis Global Associates also assists US asset management companies in developing sales of their products in the Asia-Pacific region, in Singapore, Taipei, Japan and Australia.

In 2010, several portfolio management teams and individual portfolio managers were once again given awards, in particular those of Loomis, Harris Associates and AEW Capital Management.

US and Asian asset management companies at end-2010

(assets under management in billions of dollars)

- Loomis Sayles ($151.6 billion): equities (growth, core, value) and bonds (core to high yield).
- Harris Associates ($61.5 billion): US and international value stocks.
- AEW Capital Management ($14.8 billion): real-estate.
- Reich & Tang Asset Management ($12 billion): US small- and mid-caps, international core and high-yield bonds, money market.
- Aurora Investment Management (€10.4 billion): of funds hedge funds management.
- Hansberger Global Investors ($10.1 billion): international equities.
- Vaughan Nelson ($8 billion): value stocks and bonds.
- Gateway Investment Advisers ($7.7 billion): hedged equities.
- Capital Growth Management (50% equity stake, $7.1 billion): equities.
- Snyder ($2.2 billion): US small- and mid-caps value stocks.
- Absolute Asia Management ($1.2 billion): Asian equities (excluding Japan), emerging Asian equities.
- Alpha Simplex ($1.8 billion): quantitative.
- Natixis Caspian Capital Management (51% equity stake, $0.5 billion): alternative and money market.
- Natixis Caspian Private equity ($0.4 billion): private equity.
- Active Investment Advisors ($0.3 billion).

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 health and benefit protection insurance and property & casualty insurance businesses have recorded robust growth in the last five years and feature a wide variety of solutions distributed by the Banque Populaire and Caisse d'Epargne networks and 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 were 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 and Tunisia through equity stakes in subsidiaries in partnership with local private banks.

Insurance revenues jumped 27% year-on-year to nearly €4.9 billion in 2010.

LIFE INSURANCE: SECOND YEAR OF SIGNIFICANT GROWTH FOR THE SIXTH-RANKED BANKASSURER IN FRANCE

With short-term interest rates at record lows and despite worries over sovereign debt and the resulting equity market volatility, life insurance inflows across the French market rose 4% in 2010. Natixis recorded another substantial increase in revenue, of 28%. This outperformance was driven by strong growth in the Banque Populaire network, notably for private banking customers, and by robust development in Luxembourg via Banque Privée 1818. Moreover, thanks to a significant drop in paid benefits, net inflows rose 75%, thereby helping to lift assets under management by 10% to €36.5 billion at year-end 2010.

Natixis Assurances Partenaires, the subsidiary dedicated to wealth management advisors and to private banking, overhauled its product offer in order to expand its distribution channels. More specifically, this overhaul was geared to capitalizing on growth possibilities within the Investment Solutions division (via Banque Privée 1818 and the pending acquisition of Sélection R), and on the potential harboured by various mid-sized external partners.

Natixis continued to renovate its asset management system by transferring over 20% of its life insurance business to the new OMEGA platform. This move improves the ability to innovate, to meet client demands for better quality service and to respond to multi-channel distribution issues.

GROWTH IN HEALTH AND BENEFIT PROTECTION INSURANCE STILL STRONG

The health and benefit protection insurance business again fared well in 2010, lifting premiums by 22% to €381 million. Natixis continued to roll out its borrower insurance offer, which covers conventional loans, as well as consumer loans and Natixis leasing products, distributed by the Banque Populaire and Caisse d'Epargne networks. Payment protection insurance accounted for 54% of health and benefit protection insurance premiums in 2010.

PROPERTY AND CASUALTY INSURANCE CONTINUED TO GROW, MAKING NATIXIS THE FOURTH-RANKED BANCASSURER IN FRANCE

Against a highly competitive backdrop, due in large part to the emergence of online products, property and casualty insurance business was again marked by substantial weather events. However, the ensuing impact was significantly attenuated by various reinsurance treaties. Across the market, insurers increased rates to account for the fundamental escalation in claims, thus leading to a 1.5% increase in revenue in 2010. Natixis recorded strong growth in business. The number of policies sold rose 4% to exceed 1.2 million at end-2010. All told, earned premiums in the property and casualty business rose 6% to €214 million, with a stronger performance in the "professionals" segment, which improved by 9%.

1.4.2.3 Private Banking

Natixis' private banking activity is fully dedicated to offering wealth management services to private investors. It operates in France, via Banque Privée 1818, and in Luxembourg via the teams of Natixis Private Banking. Private banking manages assets totaling €15.4 billion.

As an expert in wealth management and financial solutions, private banking offers a range of products and services tailored to the demands of high net-worth French and international clients. This offering covers not only legal and tax engineering, wealth management advisory services, life insurance and asset management (discretionary management, advised management, UCITS, structured products, etc.) but also lending, which is essential to any wealth structuring solution. The offer is built on a simple principle, namely the search for the best-performing solutions, whether created by Natixis teams, Groupe BPCE entities or external players recognized for their serious commitment to providing quality services.

Private bankers, portfolio managers, product specialists, wealth management experts and financial engineers are all high-level professionals with multi-disciplinary skills that allow them to handle very complex issues. In terms of asset management, Natixis' subsidiary 1818 Gestion was ranked 18th out of 260 companies in the Alpha League Table/Euro performance-EDHEC ranking in 2010.

Private banking leverages three high-potential distribution channels in order to foster growth: Groupe BPCE networks, Independent Wealth Management Advisors (IWMAs) and direct customers referred by Natixis in particular. In 2010, the business recorded net inflows of €1.1 billion, which was a genuine feat in a persistently challenging market.

REINFORCED SUPPORT TO GROUPE BPCE NETWORKS

As Groupe BPCE's partner of choice, private banking focused on supporting the networks of Banque Populaire, Caisse d'Epargne and BPCE International et Outre Mer. It stepped up efforts geared to providing the private banking teams of regional banks with all the wealth management and financial solutions they need to meet customer needs. In this capacity, it provides Groupe BPCE networks with a platform of products and services that covers all stages of wealth management (discretionary management, fund picking, life insurance policies, etc.). Each of the components that make up the range of private banking solutions can be chosen separately. To provide network advisers with all the products and services they need, the business line has a team of 20 employees, including private bankers and Heads of Partner Support. In 2010, private banking net inflows from the networks reached €570 million.

ANOTHER BOOST FOR THE IWMA PLATFORM

As the multi-product and multi-service platform for Independent Wealth Management Advisers (IWMAs), 1818 Partenaires (a subsidiary of Banque Privée 1818) recorded strong growth in 2010, with net inflows of nearly €400 million. This success was achieved by focusing on the market's most active independent wealth management firms.

Further progress was made In November 2010 when Banque Privée 1818 and Rothschild & Cie Gestion agreed to merge the platforms of 1818 Partenaires and Sélection R. The new entity will be called Sélection 1818 and will be 66%-owned by Banque Privée 1818. With €5.9 billion assets under management, and with one IWMA already a client of one of the two platforms, the new entity will be an uncontested benchmark in the sector.

DEPLOYMENT OF WEALTH MANAGEMENT EXPERTISE

During 2010, private banking teams in charge of direct customers developed synergies with Natixis coverage teams, within the framework of cross-selling initiatives. These efforts increased their presence with the business owners and senior executives representing the core target markets in France and abroad. To meet the specific expectations of this demanding customer segment, private banking's experts constantly seek to provide clients with innovative and customized solutions. Using this momentum and drawing on the team's specialist financial engineering expertise, Banque Privée 1818 was officially recognized for the first time as "senior banker" in an LBO. It also set up five dedicated investment funds managed by 1818 Gestion that were entirely tailored to the needs of very high net-worth clients.

1.4.2.4 Private Equity

Through its historic private equity specialist, Natixis Private Equity, Natixis has been a key private equity services provider focusing on SMEs and covering the various segments of venture capital, expansion capital and funds of funds both in France and abroad. Underpinned by this strength and experience, Natixis decided to restructure this core business and focus on private equity structures capable of meeting the needs of external investors. This shift in focus towards external investors involves making this business a new asset class and attaching it to the Investment Solutions division.

- 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 and primarily innovative in nature.
- Natixis proposes a range of high-potential original products in the form of genuinely diversifying long-term investments which are not easily accessible to investors directly.

The combination of corporate financing requirements, a grounding in the real economy, strong experience and expertise, and returns on current investments all point to major long-term growth potential in this business, thus meeting all stakeholder needs.

Investment Solutions' private equity operations comprise three distinct and complementary business lines, five asset management companies and €2.3 billion in assets under management. The majority of the 105 employees are seasoned investors in their areas of expertise.

VENTURE CAPITAL WITH SEVENTURE

This 20-person company manages €500 million via 19 funds, mostly innovation mutual funds (*FCPIs*) and venture capital funds (*FCPRs*) targeting the general public, marketed primarily through the Banques Populaires network. It finances the entire innovation chain, from seed financing to last stage. It holds about 60 equity stakes solely in the IT, communications and life sciences sectors. With 13 years' experience, Seventure ranks second in France's venture capital market (7% market share), and among the leaders in Europe. Seventure's strong reputation means it receives 1,200 projects for review each year, of which it finances less than 1%. This selective approach is required in order to offer high-performance products in a field that demands a high degree of technical expertise.

EXPANSION CAPITAL WITH NAXICAP

With 48 employees, 15 years' experience and €825 million in assets under management, Naxicap is one of France's leading providers of expansion capital on the SME segment. It ensures regional coverage through five offices around France. This approach enables it to build solid and lasting partnerships founded on close relations with business owners and a strong understanding of the challenges they face. Naxicap finances capital amounts ranging from €1 million to €30 million in the form of tailored solutions for business expansion, buyouts and startups, or capital restructuring solutions for business proprietors. Naxicap uses two types of structures: local investment funds (*FIPs*, €80 million) and the venture capital company, Banque Populaire Développement, which has grown by leveraging its close relationship with the Banques Populaires network.

FUND OF FUNDS WITH THREE FIRMS: DAHLIA PARTNERS IN EUROPE; CASPIAN PRIVATE EQUITY IN THE US; EAGLE ASIA PARTNERS IN ASIA

Funds of funds emerged 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. Various strategies are based on geographic coverage, investment stages and investment strategies (primary, secondary and co-investment):

- Dahlia Partners: In 2006, Natixis created this business and launched the first fund of funds for €300 million in partnership with the European Investment Fund. Dahlia works with all types of investments, with 60% of the portfolio invested on the primary market, 30% on the secondary market and the rest in co-investments. Through the state-owned France Investissement structure, Dahlia created a €100 million venture capital fund in association with CDC Entreprises. The management of a mandate dedicated to an insurance company brought the total under management up to €500 million.
- Caspian: Created in 2008 and based in New York, Natixis Caspian Private Equity comprises six professionals advised by a Strategic Committee featuring several renowned private equity professionals. With €540 million in capital under management, Natixis Caspian Private Equity provides investment opportunities through two funds: NPEC 1A, which mainly invests in buyout funds and mostly on the small- to mid-market, and NPEC 1B, which makes minority investments in SMEs alongside funds in which Natixis Caspian Private Equity is present.
- Eagle: A spin-off of TIF Ventures, a Singapore government private equity structure, Eagle Asia Partners was founded in 2007 by five experienced professionals with a strong track record. With its $120 million fund, it operates in all Asian countries, predominantly in China, and across several private equity strategies (buyout, expansion capital, etc.), thus offering increased diversification while tapping into the region's growth on the small- to mid-market segment.

1.4.3 SPECIALIZED FINANCIAL SERVICES

Natixis' Specialized Financial Services comprises two business lines and eight activities (Specialized Financing and Financial Services) with similar industry and distribution strategies.

These activities form a core part of the development of the commercial banking business.

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

Financial Services combines settlement and account-keeping services in the field of payments (credit transfers, direct debits, electronic payment transactions, etc.), financial-market transactions (retail and private banking custody), employee savings (profit-sharing and incentive plans) and pension schemes (individual and collective pension plans), special payment vouchers, and collective health and benefit protection schemes.

Natixis has confirmed almost €400 million in potential NBI synergies by 2013 under its "network synergies" plan, more than half of which are set to come from Specialized Financial Services.

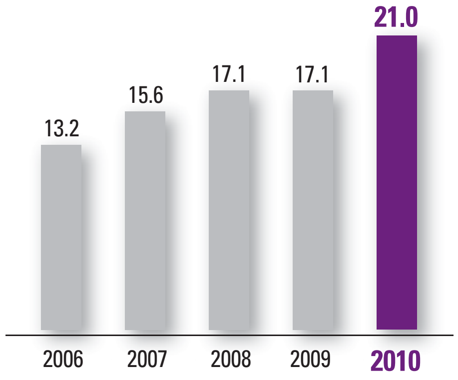
1.4.3.1 Factoring

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.

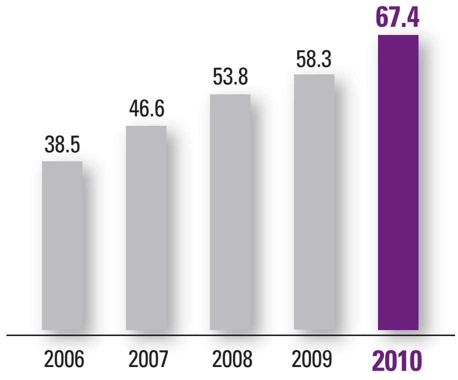
As the No. 3 player on the French market (13.7% market share – *source ASF at December 31, 2010*) and despite a slower-than-expected recovery from the crisis, Natixis Factor continued to increase sales in 2010, signing nearly 2,000 contracts with clients from Groupe BPCE, Natixis and the brokerage networks. Annual factored revenues climbed 23% to €21 billion in 2010.

The new IT production tool is now operational and geared up to meet all of its targets in 2011, both in terms of productivity gains and differentiating the business's range of products and services.

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



CHANGE IN TOTAL COMMITMENTS PROVIDED
(IN BILLIONS OF EUROS)



1.4.3.2 Sureties and Financial guarantees

Compagnie Européenne de Garanties et Cautions – licensed as an insurance company subject to Art. 15 of the French Insurance Code – is Natixis' guarantee and surety platform for multiple business lines.

The platform offers a highly diverse range of products tailored to various markets and businesses: 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, realtors, administrators).

Natixis ranks second in the French market for mortgage guarantees for individuals, (over 170,000 guarantees issued in 2010) as well as for guarantees for property administrators and realtors under the Hoguet Law (nearly 7,000 guarantees issued in 2010). Moreover, Natixis shares the leading spot in the single-family home building sector, having guaranteed almost 21,000 houses in 2010.

Compagnie Européenne de Garanties et Cautions also guarantees more than 25,000 businesses in order to help them comply with regulatory requirements (payment guarantees), fiscal requirements (excise taxes and customs duties) or contractual obligations.

Lastly, the company has made a firm commitment to having its internal model approved by France's prudential supervisory authority, the ACP (Prudential Supervision Authority), in order to meet European Solvency 2 requirements for insurance companies.

1.4.3.3 Leasing

Natixis Lease provides companies of all sizes and professionals with a range of solutions for financing equipment and installations, including equipment leasing, real-estate leasing, operating leasing, long-term vehicle leasing, IT operational leasing and renewable energy financing.

In 2010, Natixis enhanced its positions on the real-estate leasing market by acquiring Cicobail and on the equipment financing market through the acquisition of BPCE IOM's specialized international subsidiaries.

After shrinking by 25% in 2009, the equipment leasing market remained slack in 2010. However, although French businesses invested less in equipment in 2010 than in 2008, Natixis held new financing business steady at €1.28 billion during the year (+1%).

Natixis consolidated its leading position in *Sofergie* renewable energy financing and recorded new business of €198 million, up 19% from 2009.

The vehicle fleet leasing business posted a 21% increase in new business in 2010.

1.4.3.4 Consumer Finance

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

It provides the full range of consumer finance expertise for Groupe BPCE banks: design and marketing, network coordination, credit scoring, management or carrying of loans, recovery and litigation. Despite an unattractive consumer financing backdrop during the year, Natixis Financement maintained solid sales momentum, thanks largely to the launch of debit/credit cards on the Caisse d'Epargne and Banque Populaire networks.

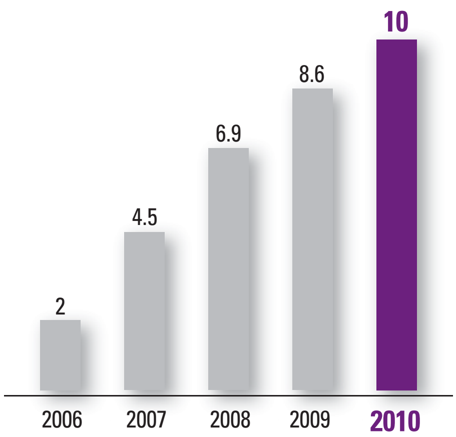
New business increased by 8% to €5.8 billion in 2010 (€1 billion for revolving credit and €4.8 billion for personal repayment loans).

Outstanding loans climbed 17% year-on-year to €10 billion, thus cementing the company's No. 3 spot on the French market.

To cope with expanding business, a new Client Relations Center was opened in Bordeaux in 2010, in addition to the existing centers in Nantes, Marseilles and Reims.

On July 1, 2010, Natixis Financement entered into a joint venture with BNP Paribas Personal Finance to develop a joint IT platform.

CHANGE IN OUTSTANDING CARRIED OR 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, the UK) and Canada.

In 2010, Natixis Coficiné issued 484 new loans, totaling €369 million. Total new lending amounted to €506 million, up 10% year-on-year. This brought the portfolio to €578 million as of December 31, 2010.

2010 was also a year of big changes for specialist subsidiary MCI, which took over BPCE Group's Sofica business.

1.4.3.6 Employee Savings Scheme

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 2010, Natixis consolidated its leading position in employee savings account-keeping in France, with 3 million employees accounts under management, i.e. market share of 25.2% *(source: AFG, June 30, 2010)*.

As a pioneer in solidarity employee savings, Natixis held on to its top spot on this market via Natixis Asset Management, with a 48.4% market share *(source: Finansol 2010)*.

The collective pension plan (PERCO) offer posted robust growth in the corporate and institutional client segments, with accounts under management topping the €1 billion mark in 2010.

The employee savings offer tailored to SMEs and professionals, distributed by the Banques Populaires and Caisses d'Epargne networks, turned in a strong performance with over 10,000 new contracts.

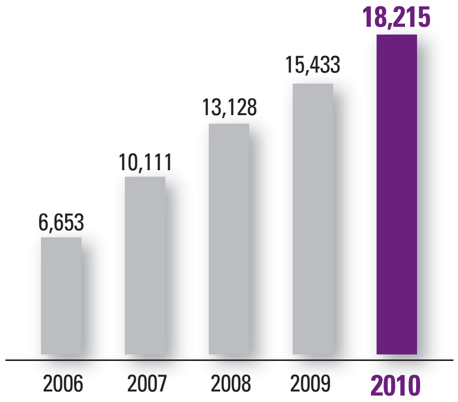
The virtual services offer was broadened to include new on-line simulation tools, an on-line employee savings account (with a virtual adviser) and the launch of e-statements for real-time information on employee savings accounts.

Special payment vouchers did brisk business as well, both in terms of Chèques de table® (meal vouchers) and CESU Domalin® (employment services vouchers), these being provided mainly to mid caps and local authorities. The total volume of vouchers issued increased by almost 9%, for an equivalent value of over €588 million at December 31, 2010. A new partnership was launched with Orange geared to providing a combined offering of remote management and prepaid CESUs to the French *départements*.

Distribution of special payment vouchers expanded thanks to the development of multi-channel sales (Internet and telephone) and Caisses d'Epargne's decision to offer its clients the Natixis Intertitres range of vouchers starting in 2011.

Titres Cadeaux, a joint-venture with La Banque Postale, recorded significant annual growth, with almost 85 million "CA DO Chèque" gift vouchers issued in 2010 and an 11% increase in distributed vouchers. The range also added its first multi-brand "luxury" gift voucher under the "So Chic" name.

CHANGE IN THE NUMBER OF CORPORATE CLIENTS WITH COLLECTIVE RETIREMENT PLANS



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

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

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, which handles payment transactions (checks, mass and single transactions, electronic banking, etc.) across the entire range of interbank channels, while also offering affiliated services. The merger of GCE Paiements and Natixis Paiements on September 1, 2010 created a unified payments operator for Groupe BPCE, which processes payment flows for Banques Populaires, Caisses d'Epargne, major French banking institutions and some 100 other banks and financial establishments.

Natixis is now the No. 3 payments operator in France, with market share of over 20% in the exchange systems and electronic banking field. In 2010, Natixis processed over 6 billion mass transactions in the Core system. On the international market, Natixis is one of the top 10 European players, with plans to develop industry partnerships. To this end, Natixis is continuing to build a joint electronic payment platform with BNP Paribas through the Partecis joint venture.

In electronic banking, Natixis is developing a full array of services for the distribution networks, ranging from product design to technical and marketing support. Natixis contributes to the development of professional and retail markets and prepares the systems needed to launch new products (contactless payments, multi-visual cards, debit/credit cards, prepaid cards, e-commerce, ...). For example, it helped launch Banque Populaire and Caisse d'Epargne's "personalized visual" bank card offerings and set up the new Systempay e-commerce platform. Natixis managed over 16 million cards and processed nearly 2 billion card transactions in 2010 (+5% year-on-year).

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: clients can choose from the secure provision of office service processing systems to all-inclusive back office services (order routing, transaction accounting, client reporting, securities custody, etc.).

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

In a year plagued with declining transaction volumes affecting financial savings firms across the board, Natixis:

- successfully completed several phases in the restructuring of the Securities services (transfer of activities, IT migrations for the first Caisse d'Epargne banks), with a view to creating one of the leading players in retail custody in Europe;
- took over processing of lines of UCITS shares held by clients of a major banking institution, such that it now processes all the institution's securities via its information system.

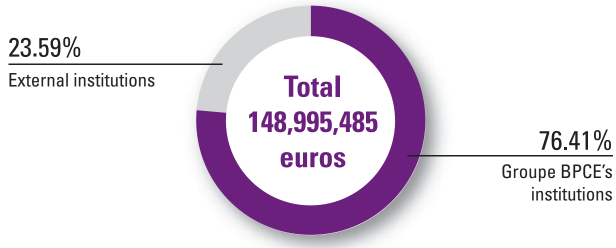
Overall, some 1.4 million accounts were migrated to the target platform, bringing the total number of securities accounts managed by Natixis to 4.5 million, up 18% from 2009.

In addition, Natixis held 15% of CACEIS' capital after the sale of a 35% stake to Crédit Agricole in 2009.

Through its subsidiary SLIB, Natixis produces innovative software solutions enabling European financial institutions to facilitate back-office processes such as clearing, settlement and risk management.

In 2010, SLIB expanded its range of risk management solutions, built up its client base in the UK and won a competitive tender from AFTI* for the automated online collection of voting instructions sent in by shareholders prior to general meetings.

REVENUE BREAKDOWN OF EUROTITRES DEPARTMENT BY CUSTOMER TYPE



1.4.4 CCI

Natixis holds a 20% stake in each of the Banques Populaires and each of the Caisses d'Epargne through CCIs "Certificats Coopératifs d'Investissement" ("Cooperative Investment Certificates"). As such, the retail banking business of the networks contributes to Natixis' results.

1.4.4.1 Banque Populaire and Caisse d'Epargne networks

More than one French person in two is a customer of a Groupe BPCE bank.

Commercial banking lies at the heart of Groupe BPCE and is centered on two banking networks firmly anchored in the regions where they operate, i.e. the Banques Populaires network, including Casden Banque Populaire and Crédit Coopératif, and the Caisses d'Epargne network. A number of other institutions round out the Group's offering, namely Crédit Foncier, a major player in real-estate finance, Banque Palatine, the corporate and private bank, Crédit Maritime Mutuel, a specialist in the coastal economy, and others with complementary acumen or regional expertise.

Groupe BPCE's commercial banks harness the full range of their expertise and the support of specialist subsidiaries to deliver the services, advice, and financing and investment solutions sought by clients. Firmly entrenched in their respective regions, the commercial banks provide clients with a combination of the local knowledge needed to grasp regional issues and the local decision-making needed to ensure a fast response.

At the same time, clients reap the benefits of the Group's ability to pool resources and thus invest more in innovation and in developing powerful, efficient processing platforms. All these factors contribute to providing high-quality service and competitive solutions in the revolving credit, insurance, asset management, factoring, leasing and many other fields.

Outside metropolitan France, Groupe BPCE's commercial banking operations extend to French overseas departments and territories, the Indian Ocean, the Mediterranean basin, central Africa, and central and eastern Europe. The Group plans to gradually expand this international footprint via organic growth and targeted acquisitions of medium-sized banks.

1.4.4.2 Banques Populaires

Created by and for entrepreneurs, the Banque Populaire banks are a group of banks operating closely with businesses. As France's 4th largest retail banking network, they include 18 regional Banque Populaire banks, the Crédit Coopératif (supporting social and solidarity-based economy), and CASDEN Banque Populaire (a bank for staff of the French Ministry of National Education, Research, and Culture). Under the group's strategic plan, the Banque Populaire banks have established ambitious targets based on ongoing customer support and the acquisition of a profitable market share.

* *Association française des professionnels des titres (French association of securities professionals).*

COOPERATIVE BANKS

As cooperative banks, the Banques Populaires are 80%-owned by 3.8 million cooperative shareholders. The remaining 20% is owned by Natixis in the form of cooperative investment certificates (CICs). In order to represent and develop the interests of the Banque Populaire banks and their shareholders and to promote the regional and cooperative model of the Banque Populaire banks, the Fédération Nationale des Banques Populaires (FNBP) was created in 2009 at the initiative of Banque Populaire's executive management.

In 2010, the Banque Populaire banks continued to grow. Their net revenues totaled €6.2 billion, their gross operating income was €2.3 billion, and their net income (group share) was €1.121 billion.

The Banques Populaires at December 31, 2010

- 20 Banques Populaires.
- 3,301 branches.
- 7.8 million customers.
- 3.8 million cooperative shareholders.
- €184 billion in customer savings.
- €146 billion in customer loan outstandings.

RETAIL CUSTOMERS

The Banque Populaire banks have made successful efforts to increase the number of products and services provided to their active customers and to acquire new clients, particularly among youths, young professionals, and public employees. The number of retail customers has grown by 40,000.

Attractive offers for young customers

21.5% of the Banques Populaires' retail customers are under the age of 28, and 155,000 of them are new since 2010.

In 2008, the network became the first to offer the "Prêt étudiant garanti par l'État" (student loan guaranteed by the French government). He also offers security deposits and loans not requiring a parent co-signer to LMDE (national student mutual group) subscribers in order to help finance their studies or rent an apartment.

Designed for young professionals, the Avance Premiers Salaires helps customers under 28 get off to a good start by offering them loans for up to two months of their salary, repayable over a period of 24 months. Launched in 2009, this loan became available in 2010.

Another initiative geared toward young people is the NRJ cobranded payment card. Various designs are available, including a 3D image of the radio station's famous panther. There is also a website that provides cardholders with opportunities to win concert tickets, CDs, and DVDs and to find discounts for partner companies.

With Cartego, launched in 2010, customers can customize their bank card with any picture they want. This new feature is already à great success among customers of all ages.

Solutions for public workers

CASDEN Banque Populaire has more than a million cooperative shareholders, including nearly 900,000 TSMT* customers from the French Ministry of National Education, Research, and Culture. It has 109 regional offices, nearly 5,000 educational correspondents in schools, and a group of personal advisors, some of whom, according to the banks, are specifically responsible for national education customers. In collaboration with CASDEN, Banque Populaire banks provide special training to better meet the needs of this specific clientele.

In 2010, for the first time in its history, CASDEN launched an institutional press campaign in France to increase brand awareness among its target customers.

The Banque Populaire banks are also partners of the Associations pour le Crédit et l'Epargne des Fonctionnaires (ACEF), created in order to provide savings and loan products to public workers under preferential terms. In 2010, business canvassing initiatives were geared mainly toward medical schools, with nearly 200 events held throughout France, and its first appearance at the Salon National Infirmier nursing tradeshow in Paris.

* *TSMT: "Tout sous le même Toit" ("All under the same roof"), offered by CASDEN and BP since 1978.*

Strong demand for loans

New personal loans were up 33%, with new mortgages rising 44% and consumer financing falling slightly. As of the end of 2010, these outstandings totaled €73.2 billion and €7.1 billion respectively.

The Banque Populaire network significantly increased the number of revolving credit consumers, doubling its account subscriptions compared to 2009, with 230,000 new accounts, 201,000 of which were generated through Facélia, the new debit/credit card.

In addition, lending activity generated €331 million in financing during 2010. Revolving credit outstandings amounted to €399 million at the end of 2010, including €85 million from Facélia, for a portfolio of 452,000 accounts.

Resources up sharply

Customer deposits were up 6.9%. Savings account outstandings, term deposits, and regulated home savings plans also increased significantly.

Life insurance assets were up by 7.7%, totaling €40.6 billion. Non-money-market UCITS were stable, reaching €6.5 billion at the end of 2010. Personal Equity Plan assets totaled €3.74 billion.

Three new Fructi Sécurité guaranteed funds were launched. Subscriptions totaled €400 million.

For the first time, five tranches of BPCE bonds were marketed as a life insurance or securities accounts. They collected a total of €207 million.

PRIVATE BANKING

Banque Populaire private banking serves wealthy customers with €150,000 to €1 million in assets and high net worth customers with more than €1 million in assets. It targets professionals, self-employed professionals, and business owners.

Strong inflows

Banque Populaire develops a wide range of services, including income tax and wealth-tax-shelter products, a selection of investments in the French Overseas Departments and Territories, complex structured finance products (particularly available in life insurance), advisory service on the sale of businesses, and more broadly, assistance of customers as they build up, manage, and pass on their wealth.

Clients are offered a monthly newsletter, a Synthèses magazine, and a special website.

The year saw the development of a Wealth Management Agreement that underscores the quality of service provided. A premium non-life insurance offer was designed with Natixis Assurances and the entire UCITS private banking line was overhauled with Natixis Asset Management.

One of the objectives of private banking is to develop a dual banking relationship (professional and family) with business owners, and best practices are followed within the Banque Populaire banks throughout the year.

The number of wealth management and high net worth customers increased by 10.2%. Inflows continued at a sustained pace. Up 9.2%, assets under management totaled €42.4 billion at the end of 2010.

PROFESSIONAL CUSTOMERS

With its customers including nearly 56,000 farmers, one out of every two franchisers, and a craftsman and small retailer penetration rate of 26.4%, Banque Populaire is truly the reference banking institution among small businesses.

Highly active in all operations surrounding business start-ups and transfers, the Banque Populaire banks reaffirm their operations through established professionals, particularly in savings, provident insurance, electronic payment systems, and cash flow solutions.

At the end of 2010, outstanding small business loans totaled €31 billion, which was stable compared to 2009, and assets and deposits were at €10.3 billion, representing an increase of 5.2%.

Supporting business creations and takeovers

As a partner of the main networks assisting entrepreneurs and leading distributor of business start-up loans, with a market share of 26.4%, the Banque Populaire network finances more than 70,000 projects each year. With Crédit Coopératif, they provide microloans through ADIE (Association pour le Droit à l'Initiative Economique), a leading provider of microloans in France. Since 2004, about 20,000 loans have been issued, totaling more than €54 million. Through partnerships with Socama (small business mutual guarantee companies) and the European Investment Fund, they facilitate projects for entrepreneurs and buyers of small businesses without requiring a personal guarantee.

Leveraging partnerships with craftsmen and small retailers

As a longstanding partner of the chambers of trade and craft industries (Chambres de Métiers et de l'Artisanat), the Banque Populaire banks have joined forces with the National Entrepreneurship Week (Semaine Nationale de la Création Reprise d'Entreprises Artisanales), providing advisory services to many people with plans for new businesses. As the bank of future craftsmen and small retailers, they have a special offer for apprentices, who account for 20,000 of their customers.

As the reference banking institution among both franchisees and franchisers and a longstanding partner of the French Franchise Federation, the Banque Populaire banks have an active policy of enlisting new partners into the franchise network. More than one hundred of them are able to offer their members privileged relationships with local branches. In 2010, the Banque Populaire banks supported projects involving more than 200 different brands. Already associated with the Chamber of Commerce and Industry (CCI) for the Challenge du Commerce et des Services (small business challenge), they supported the first ever Trade Organization Discussion. In 2010, they launched an offer geared toward small retailers set up as franchises.

Self-employed professionals: full service

The Banque Populaire banks provide active support to young self-employed professionals. By providing help with setting up business, financing, services, and electronic banking packages, the Atout Libéral line is tailored to the needs of each and every profession, with a particularly strong focus on the healthcare industry.

Sesam-Vitale reader terminals and credit card processing machines are very popular. The same is true for credit card payment processing fees.

As a pioneer in employee savings plans for self-employed professionals, the Banque Populaire banks offer the only intercompany group plan for pension savings dedicated to self-employed professionels. In 2010, they offered an innovative Biohealth property fund (FCPI), an innovation mutual fund geared toward healthcare professionals.

Becoming the second most popular bank among farmers

In 2010, the Banque Populaire banks celebrated 20 years of commitment to farmers. About 18% of French farmers are customers of the Banque Populaire network, which is aiming to become number two in terms of market share.

With a stake in the national agricultural support initiative, they distribute stimulus loans to farmers who have been adversely affected by the crisis within their business or by climatic events. More than €90 million have been issued as part of this program.

The Banque Populaire banks offer social and tax advice for farmers, with simulation tools that integrate all available programs, precautionary savings solutions, employee savings plans, pension savings plans, economic risk insurance, weather insurance, and animal epidemic insurance.

Farm tourism activities and direct sales represent a growing share of income for many farmers. In the first quarter of 2011, the Direct&Bon Internet portal will allow farmers to create e-commerce online stores.

With a strong presence in the field, the Banque Populaire banks have established partnerships with many farming and ranching organizations. Each year, they award the National Farming and Fishing Award to reward the ability of farmers to undertake and promote their production.

COMPANIES AND INSTITUTIONALS

The Banque Populaire banks are the financial partner of 38% of companies with more than 10 employees. With 167 business centers and a thousand employees, the banks serve nearly 221,000 corporate clients, representing a net increase of 2.8%. Their main areas of focus include new customer acquisition, payment processing, and international business support.

Increased lending and new services

In terms of loans, the Banque Populaire banks continued to provide medium- and long-term support to businesses with a 3.4% increase in outstanding loans, for a total of €16.6 billion in 2010. They have also been active in distributing other sources of business financing, including real estate leases (for which Groupe BPCE is the market leader), non-real estate leases (in partnership with Natixis Lease, ranked 4th in France), and receivables financing (with Natixis Factor). Natixis Factor provides customers with company information, credit insurance, receivables management, and factoring.

In 2010, the Banque Populaire banks deployed theirs online market guarantee service, developed with the subsidiary CEGI, and with the support of Natixis Paiements, they launched Rémunération, an innovative prepaid card used to pay employees.

Much focus has been placed on implementing the EBICS and Swiftnet solutions to replace the ETEBAC protocols used by 45,000 business customers for payments and data exchanges. This is an opportunity to offer more integrated and more secure solutions with Click & Trust and CertEurope. It is also an opportunity to undertake projects to streamline payment processing and to adopt the new SEPA resources used throughout the euro zone.

With the support of Natixis, the Banque Populaire banks have launched a new foreign exchange and commodity hedging offer. Plans for 2011 include broader international cash management and the targeted development of export documentary credit.

In addition, the partnership established with the Moroccan Banque Populaire banks facilitates the operations of small- and medium-sized businesses in either country seeking to expand in France or Morocco.

Social economy: supporting consolidations

Starting with Crédit Coopératif, which is dedicated to the social economy sector, the Banque Populaire banks serve more than 175,000 institutions and associations.

With a strong presence in supplementary health insurance companies, pension funds and employee benefit savings funds, they promote their development and projects through increased consolidation.

1.4.4.3 Caisse d'Epargne

For nearly two centuries, the Caisses d'Epargne banks have combined confidence, solidarity and modernity. As the second largest retail banking network in France, they are among the leading banks in their region. The Caisses d'Epargne serve retail customers, private banking customers and professionals, managing their savings and providing financial support for their plans. Partners of the decision-makers of France's regions, they are the leaders in public-sector financing, public housing and the social economy. In 2010, the banks' net revenues totaled €6.8 billion, their gross operating income amounted to €2.3 billion and their net income (group share) amounted to €1.3 billion.

4.3 MILLION COOPERATIVE SHAREHOLDERS

The 17 Caisses d'Epargne are regional cooperative banks. They are 80% investments owned by 4.3 million cooperative shareholders through local investments companies (LSC). Natixis owns the remaining 20% in the form of cooperative investment certificates.

The Fédération Nationale des Caisses d'Epargne (FNCE) is the body providing deliberation, communication and representation for the Caisses d'Epargne and their cooperative shareholders. The FNCE's mission includes coordinating the relationships of the Caisses d'Epargne with their cooperative shareholders, training their elected representatives and directors at the local level, and determining and promoting the corporate social responsibility activities of the Caisses d'Epargne.

The Caisses d'Epargne at December 31, 2010

- 17 Caisses d'Epargne.
- 4,242 branches.
- 27 million customers.
- 4.3 million cooperative shareholders.
- €335 billion in customer savings.
- €155 billion in customer loan outstandings.

RETAIL BANKING

Caisse d'Epargne has based its growth on its high quality relationships, as well as improving its relationships with its customers. The group's strategic plan structures the retail bank's initiatives and actions around this dual objective. The challenges: to enhance business relationships and to retain and satisfy customers in all markets.

These strategic initiatives fuelled dynamic activity in 2010, in particular with a 2.2% increase in the client base of active retail customers. Customer savings and deposits rose by 2% to reach €319 billion at year-end 2010. Loan outstandings grew by 10.9% and amounted to €104 billion.

Retail customers

New freedoms, new ties

In 2010, Caisse d'Epargne continued to innovate in its service offering and relationship methods. In order to take into account its customers' aspirations, the bank offers them personalized advice and a choice of services to meet their goals.

The year saw two major launches, with one point in common: to give customers the freedom to choose based on their needs. Izicarte, a Visa payment card, allows customers to opt for payment by cash debit or credit for each purchase. It also offers an extended guarantee.

Bouquet Liberté, which replaces the Satellis packages, allows each customer to build his or her own banking services package in addition to essential account keeping services.

In terms of customer relationships, Caisse d'Epargne wants to enable each customer to manage his or her transactions or to contact the bank using any chosen method: in the branch, or via telephone, Internet or mobile banking. The customer may even choose to have a personalized advisor for a face-to-face meeting at in the branch or 100% remotely. This arrangement takes the form of the *monbanquierenligne.fr* project rolled out at the end of December in five Caisses d'Epargne. All the banks will be operational in June 2011.

The launch in 2010 of a full set of services available via smart phone, iPhone, Blackberry and Android are part of this strategy.

The reference banking institution for young adults

In June 2010, Caisse d'Epargne launched a full program designed for young adults between 18 and 30 years old. It builds on a close relationship between each young adult and an appointed advisor in the branch.

In this context, new dedicated offerings have been developed that meet their principal needs: managing their account on a daily basis with the Futéo package (essential services for €1 per month) or financing their studies with student loans, among others. They can pay for housing with a special co-tenancy offering and purchase multi-risk renter's insurance at very reasonable rates. Lastly, to get from one place to another, Caisse d'Epargne offers solutions to finance a vehicle, like Lizauto, a leasing product with a purchase option starting at €99 per month.

Communication is not forgotten with a new area called Direct Ecureuil Jeunes 18-30 ans on *www.caisse-epargne.fr*, a presence on Facebook and on Twitter, partnerships with MSN and *seloger.com*, the Caisse d'Epargne blog lesgrandespremières.fr, completely dedicated to young adults, and a widespread advertising campaign.

This program has met with great success among young adults, particularly with 103,500 Futéo packages sold.

Loans

Caisse d'Epargne strengthened its positions in consumer financing. New loan production reached €6 billion, an 8.1% increase compared to 2009.

New mortgage loans exceeded €22.2 billion, representing growth of 70% versus 2009. With close to €85.6 billion in loan outstandings managed at year-end 2010, Caisse d'Epargne's market share continued to grow, reaching 10.26%.

Caisse d'Epargne is also the third largest distributor of 0%-interest loans with more than 47,000 0%-interest loans distributed in 2010.

Savings

Stock market volatility and the rise in regulated rates in the second half of the year slowed outflows from Livret A savings accounts and benefited the Livrets Grands Format savings products and PEL home savings plans. These two products also posted very good performance, with €2.1 billion in inflows over the year.

Emprunts Ecureuil brought in €2.6 billion with, for the first time, a loan option as part of a life insurance product. Inflows from sales of Caisse d'Epargne cooperative shares totaled €1.1 billion.

Excess inflows in life insurance amounted to €4 billion.

Private banking: strong growth

Caisse d'Epargne's Private Banking business serves close to 305,000 customers and relies on 550 private banking account executives. It posted strong growth in 2010 with a net surplus of €3.4 billion, a 46% increase over 2009. A new range of UCITS was established during the year to better meet demand.

Caisse d'Epargne continued to roll out a structure that provides private banking customers with special treatment. These customers are served by a customer manager for day-to-day business and by a private banking account manager for their wealth management needs. Dedicated Private Banking areas are open in the largest population centers. Seven were opened in 2010 in Versailles, Lyon, Grenoble, Nice, Reims, Dijon and Besançon, and 14 others are planned for 2011.

Professionnal customers

The year saw a noticeable turnaround in business on the professional market, fuelled by relationships formed with new customers creating, developing or taking over a business. The number of Caisse d'Epargne small business customers exceeded 235,000, including shopkeepers, craftman, self-employed professionals and very small businesses.

Close to 1,200 specialized account managers are dedicated to serving small business customers' needs. New training programs as well as data input and management tools were implemented in 2010 to support the ambitious objectives of the teams.

Net reverses topped €427 million threshold in 2010, a 9.1% increase.

A buoyant market

New medium and long-term loans to small businesses grew by 28% to €2.3 billion. Average daily outstandings rose by 12% to €2.8 billion, while net excess inflows, including Livret A savings plans, amounted to €255 million.

The momentum continued in the franchise and trade association business. New partnerships were formed with Yves Rocher, Les Echos de la Franchise and some twenty major brands.

From creating to transferring business, and all the business development needs in between, small business customers have a full range of simple and personalized products available to finance their needs. Professional solutions include equipment loans, financial leasing, long-term leasing or factoring. On a daily basis, Caisse d'Epargne provides support to small business customers to facilite deposits and cash management.

THE BANK OF THE DECISION-MAKERS OF FRANCE'S REGIONS

As regional development banks, the Caisses d'Epargne aim to be "the Bank of the Decision-Makers of France's regions" and are providing themselves with the means to do so. As such, regional development banking offers a network of 120 business centers that work with all economic players participating in local and regional development: businesses, the social economy, institutions, the public sector, social housing organizations, semi-public entities and professional real estate companies. Through its overall banking approach, Caisse d'Epargne supports all players in the regional economy. Accordingly, decisions are made quickly and take into account the specific characteristics of the local economic environment. New business lines are emerging, such as technical sales to support the account managers. A dedicated executive manager in each Caisse d'Epargne oversees the entire regional development banking function.

The business was sustained with average demand deposits of €5.1 billion, a 63% increase, and surplus inflows amounting to €1.2 billion. Regional development banking loan outstandings grew by €7.1 billion to reach €51.8 billion at year-end 2010.

Corporate clients

Growth momentum

Caisse d'Epargne offers corporate customers comprehensive, customized solutions: payment processing management and operating cycle optimization, cash management, investment financing, risk-hedging financial instruments, international transactions, employee benefits planning, acquisitions and disposals of businesses. 300 account managers are dedicated to 30,000 corporate customers.

Payment processing grew by 36% to exceed €58 billion, while loan origination rose by 62% with €3.3 billion in new loans. Net revenues was 27.7% higher and risks were managed.

Caisse d'Epargne forged partnerships with HEC Entreprendre, Croissance Plus and Deloitte in the context of Deloitte Fast 50, which assesses growing companies.

Since 2010, Caisse d'Epargne has offered its customers a practical and competitive cash management solution: a simple Internet connection provides corporate customers a global view of their subsidiaries' cash position or the cash positions of their secondary locations.

By placing the customer at the center of its structure, regional development banking, in synergy with retail banking, is creating a 360° approach for company directors in order to develop a dual business relationship focusing on both their professional and private needs.

Professional real estate

An activity supported by the Scellier law

Boosted by a sharply rising investment rental property market, property developer financing exceeded €3 billion in new loans in 2010. The Caisses d'Epargne financed more than 500 real estate transactions representing 7,600 residential properties.

Financing to investors and to the real estate service sector totaled €1.3 billion.

Caisse d'Epargne strengthened its presence at major professional events and opened an Internet area on the *www.caisse-epargne.fr* portal dedicated to real estate professionals. With ambitious objectives for 2011, the Caisses d'Epargne want to be a driving force in the regions by promoting synergies between economic players and organizing financial arrangements.

Social economy

Stronger positions

Partnering with UNIOPSS [(1)], FEGAPEI [(2)] and FNOGEC [(3)], Caisse d'Epargne strengthened its positions with the health, medical and social services, and private education sectors. At the same time, it continued its development among mutual companies, paid annual leave funds and approved organizations that collect company contributions.

Loan production exceeded €1.6 billion, nearly double the production reported in 2009. Likewise, managed inflows exceeded €19.5 billion this year.

Leading bank of protected persons

One in three people with social protection is a client of Caisse d'Epargne, or around 280,000 people at the end of 2010. 240 employees are dedicated to this customer base. Caisse d'Epargne provides protected people, their families and their trustees with an offering designed for them and an Internet-based management service, Webprotexion, which facilitates the task of legal representatives. Caisse d'Epargne provides information and support to them on a daily basis. Savings managed for these customers rose by 6.2% to €5.8 billion at year-end 2010.

Public sector

Robust financing activity

Caisse d'Epargne originated €16 billion in new loans for the regional public sector and for the public health and social services sector, including €7.5 billion in short-term loans and €8.5 billion in medium and long-term loans. Loan outstandings, Crédit Foncier included, amounted to €46 billion at year-end 2010. Debt-management transactions totaled €2.5 billion.

Caisse d'Epargne simplifies the management of the regional public sector on a daily basis by offering automatic cash management, remote transmission, payment for services by Internet (canteens, school transport, etc.), payment for services by CESU payment vouchers (aid for the elderly and the disabled, etc.), dedicated purchase cards, among other products. In 2010, remote banking services were supplemented by the addition of Direct Ecureuil Internet Secteur Public, which provides the public sector with an analytical tool and an overall view at any time of its outstanding debt with Caisse d'Epargne. The offering was expanded with new financing products and approval to sell energy savings certificates.

Caisse d'Epargne provides free of charge to each of France's 36,500 French town councils and 2,600 districts a personalized socio-economic and financial analysis and a reference document to facilitate debates on budgetary initiatives. The distribution of the Baromètre financier des communes et communautés (AMF/Caisses d'Epargne/CSA financial barometer of districts and communities), the analysis from Impacts financiers d'une réforme de l'organisation territoriale (ADF/Caisses d'Epargne/KPMG report on the financial impact of regional reform), and the organization of special information days are examples of how the Caisse d'Epargne helps decision-makers in territorial public institutions and local authorities anticipate issues, obtain information and exchange ideas.

(1) *National Federation of Private Health and Social Organizations (Union nationale interfédérale des oeuvres et organismes privés sanitaires and sociaux).*

(2) *National Federation for the Management of Associations Providing Employment and Services to Mentally Disabled Persons (Fédération des établissements pour personnes handicapées mentales).*

(3) *National Federation of Catholic Education Management (Fédération nationale des organismes de gestion de l'enseignement catholique).*

Social housing

Banker and partner of social housing

Caisse d'Epargne is the leading private bank in the social housing sector. It finances more than one-third of the private debt of social housing enterprises and public housing offices, which finance their construction projects largely through Livret A savings deposits.

Located in the heart of France's regions, Caisse d'Epargne participates in their development and offers local public companies practical knowledge of the economic challenges faced by the local authorities and enterprises operating in their areas.

Caisse d'Epargne is a shareholder in over 500 local public companies and takes part in the governance of several of them. Conversely, several local public companies are cooperative shareholders of Caisse d'Epargne.

In 2010, Caisse d'Epargne and Crédit Foncier were awarded €820 million in tenders from the French government for loans for the construction of social housing (PLS) and loans for the first-time rental of social housing (PSLA), and they obtained a new €125 million pool of funding from the European Investment Bank.

Caisse d'Epargne's medium and long-term financing of social housing projects totaled €2.5 billion, an increase of 38%, bringing the total of loan outstandings to €11 billion at year-end 2010.

The bank offers a full range of loans, enhanced in 2010 by rate-capped structured loans, thereby offering more of a hedge against interest rate risk to social housing organizations.

Total inflows amounted to €6.5 billion at year-end 2010, €3.8 billion of which were invested in Livret A savings plans.

Habitat en Région: network operators in Regional Housing

Caisse d'Epargne is the leading private operator in the social housing sector. Habitat en Région (Regional Housing), formed in 2010 as an association, groups together 15 social housing enterprises and seven HLM (habitation à loyer modéré) cooperatives, subsidiaries of the Caisses d'Epargne providing rent-subsidized housing.

Organizations that are part of the Habitat en Région network manage 154,000 social housing rental units and benefit from the efforts and daily commitment of 2,200 employees.

This development facilitates a collective response to major social housing challenges while preserving the identity and decision-making autonomy of the network operators, which guarantees solutions tailored to the needs of the regions.

Habitat en Région will enable social housing enterprises to share their expertise, innovative ideas and best practices. It will be a point of contact for local authorities in the regions, and for public authorities at the national level, and will enable social housing operators to make commitments collectively.

Habitat en Région is an open, scalable network. Operators that share its common vision of the challenges of housing and development in the region, but in which Caisse d'Epargne is not the majority shareholder, can join the network.

In 2010, enterprises, members of Habitat en Région, delivered 5,000 new housing units, including 1,500 dedicated to promoting home ownership and the sale of subsidized housing, and began work on 6,000 new housing units.

The main operators of Habitat en Région are Erilia, Logirem and SIA.

- The Erilia Group is one of the leading national players in social housing with over 47,000 housing units, retirement homes, student housing and accommodation for seasonal workers. Erilia is very involved in urban renewal projects, particularly in the South of France, in the Rhône-Alpes region, on the Atlantic coast and in Ile-de-France.
- The Logirem Group manages more than 28,500 housing units and hostels in the Provence-Alpes-Côte d'Azur, Corsica and Languedoc-Roussillon regions with its affiliates Un Toit pour Tous and Samopor for hostels and residences.
- The SIA Group operates in the Nord Pas-de-Calais, Picardie and Ile-de-France regions with Viléal Habitat. SIA Habitat and its affiliate Escaut Habitat, specializing in providing first-time home ownership, work in partnership on projects that combine rental and home ownership opportunities. SIA Habitat's 27,500 housing units are found throughout 175 town councils in the North and Pas-de-Calais regions. The affiliate LTO Habitat manages another 9,000 housing units.

In order to best manage the properties, Logirem and SIA are also property developers.

1.4.5 MAJOR CONTRACTS

1.4.5.1 Cooperative Investment Certificates (CCIs)

DESCRIPTION OF THE MAIN PROVISIONS OF THE BANQUES POPULAIRES CCI MEMORANDUM OF UNDERSTANDING

The main provisions of the memorandum of understanding relating to the issue of cooperative investment certificates by Banques Populaires (the "Banques Populaires CCIs") signed on September 26, 2006 by Natexis Banques Populaires, BFBP and all Banques Populaires, are as follows:

Restrictions on the free transferability of Banques Populaires CCIs

Banques Populaires CCIs are freely tradable. However, the sale of Banques Populaires CCIs must be approved beforehand by the Board of Directors of the Banque Populaire concerned.

In the event that approval is refused and the vendor does not abandon the proposed sale, the Banque Populaire concerned must repurchase the said CCIs (with the consent of the vendor) or must arrange for them to be purchased by a third party, at a selling price that takes account of the proportion of the net assets to which the Banques Populaires CCIs entitle the holder, and which complies with the valuation methods used to value Banques Populaires CCIs at the time of their issue. In the absence of agreement between the vendor and the relevant Banque Populaire, the purchase price of Banques Populaires CCIs shall be determined by an expert.

Right to repurchase Banques Populaires CCIs

Banques Populaires CCIs may be repurchased from Natixis on the initiative of each Banque Populaire, without the prior authorization of the Special General Meeting of CCI holders and with the prior authorization of BPCE, in the event of BPCE's control of Natixis ceasing or of reform of the 1947 law involving a substantial alteration of the rights of Banques Populaires CCI holders.

In addition, in the event that legislative or regulatory changes or changes in the assessment of the relevant regulators or of the Statutory Auditors of Natixis should make it necessary to increase Natixis' influence or to alter it significantly in order to enable Natixis to continue to consolidate Banques Populaires CCIs, Natixis must submit the precise terms of the changes made necessary to Banques Populaires in order for them to be able to determine whether they should incorporate these new aspects of influence into the existing arrangements or whether they should decide, on receiving prior authorization from the Board of Directors of BPCE, to exercise their right to buy back the CCIs that they have issued.

The buyback value of Banques Populaires CCIs will be calculated using the method of valuation used when they were issued, particularly as regards the calculation of net assets, and must take account of the profitability of the Banques Populaires and of the proportion of the net assets to which the Banques Populaires CCIs entitle the holder. If Natixis and the Banque Populaire cannot reach agreement, this buyback value shall be determined by an expert.

Technical and industry cooperation between Natixis and the Banques Populaires

Natixis and the Banques Populaires have agreed to maintain existing industry and commercial relations for a period of at least 10 years from the subscription date of Banques Populaires CCIs and, in particular, the provision of the following services:

- provision of IT infrastructure;
- provision of industrial services (custodial services, payment systems, operational management of currency accounting);
- design and management of customer products on behalf of Banques Populaires (asset management, the whole range of insurance products (life, health and benefit protection, fire, accident and other risks), factoring and lease financing, financial engineering, expansion capital, employee benefits planning (and particularly company savings schemes), international financial engineering, credit insurance and commercial information (Coface).

During this period, Natixis has undertaken to provide its services at market price and under market terms and conditions. If Banques Populaires consider that the products and/or services provided by Natixis are not competitive, the matter will be referred to BPCE which may, if necessary, commission an expert to carry out an external assessment and, if appropriate, to propose measures to improve the competitiveness of the said products and/or services.

Upon the expiry of the 10-year period, either of the parties may terminate these existing commercial and industry relationships subject to providing one year's prior notice and, if necessary, complying with specific contractual provisions governing these relationships.

Natixis is required to maintain its 20% stake in the capital of each Banque Populaire

The memorandum of understanding pertaining to the issue of CCIs by the Banques Populaires requires Natixis to maintain the level of its equity stake in the Banques Populaires under the following terms:

- Mechanism for regulating the capital of Banques Populaires possessing variable capital:

  The Banques Populaires are entities with variable capital (except BRED). In order to maintain the level of Natixis' interest, a carrying structure was set up for each Banque Populaire in the form of a subsidiary of the Banque Populaire concerned, the said subsidiary being administered and managed by the issuing Banque Populaire. The carrying structure regulates the variability of the share capital by subscribing for a unit of the share capital each time a unit of the share capital is redeemed and, conversely, by requesting redemption of a unit of the share capital each time the Banque Populaire issues a new unit of share capital.

- Preservation of Natixis' stake in the event of a change in the share capital of the Banques Populaires:

  Any decision to undertake a cash capital increase for a Banque Populaire that would not be offset by the redemption of shares as described above must be made concomitantly with a decision to undertake a cash capital increase through the issue of new Banque Populaires CCIs at nominal value, in order to ensure the level of interest represented by the CCIs in the capital of the Banque Populaire is maintained at the level that existed prior to the operation. Natixis must then subscribe for the CCIs to maintain its level of interest. In the event of a capital increase through the incorporation of reserves, the said capital increase must be undertaken either through the simultaneous and equivalent raising of the nominal value of the shares and the CCIs, or through the simultaneous free allocation of shares and CCIs issued at the nominal value.

In the event of a capital reduction through the redemption of shares, not offset by subscriptions for shares in accordance with the above terms, the Banque Populaire may redeem, with a view to their cancellation, the number of CCIs required to maintain the stake, without the prior approval of Natixis.

In 2010, maintaining the 20% stake in the capital of each of the Banques Populaires represented an investment of €183,332,498.50 for Natixis.

DESCRIPTION OF THE MAIN PROVISIONS OF THE CAISSE D'EPARGNE CCI MEMORANDUM OF UNDERSTANDING

A memorandum of understanding relating to the CCIs issued by the Caisse d'Epargne banks and transferred to Natexis Banques Populaires (the Caisse d'Epargne CCIs) was entered into by each Caisse d'Epargne et de Prévoyance, the CNCE, SNC Champion and Natexis Banques Populaires on November 16, 2006 (the "Caisse d'Epargne CCI Memorandum of Understanding").

The main provisions of the Caisse d'Epargne CCI Memorandum of Understanding are as follows:

Restrictions on the free transferability of Caisse d'Epargne CCIs

The Caisse d'Epargne CCI Memorandum of Understanding stipulates that the transfer of all or part of Caisse d'Epargne CCIs by Natixis shall be subject to the prior approval of BPCE.

Right to repurchase Caisse d'Epargne CCIs

Under the terms of the Caisse d'Epargne CCI Memorandum of Understanding, Natixis undertakes to sell to BPCE or the relevant Caisse d'Epargne, in accordance with the terms and conditions defined below, the Caisse d'Epargne CCIs without the prior authorization of the Special General Meeting of the holders of Caisse d'Epargne CCIs, in the following circumstances:

(i) in the event that BPCE's control over Natixis ceases;

(ii) any sale and/or transfer of Caisse d'Epargne CCIs for any reason whatever, including in the event of a merger or spin-off of Natixis;

(iii) reform of France's 1947 law resulting in a substantial change to the rights of CCI holders;

(iv) any legislative or regulatory changes or changes in the assessment of the relevant regulators or of the Statutory Auditors of Natixis should make it necessary to increase Natixis' influence or to alter it significantly in order to enable Natixis to continue to consolidate Caisse d'Epargne CCIs. In such an event, Natixis must submit the precise terms of the changes made necessary to BPCE and the Caisse d'Epargne concerned in order for them to be able to determine whether they should incorporate these new aspects of influence into the existing arrangements or whether they should decide to exercise their right to buy back the CCIs.

In addition, without prejudice to the benefit of paragraph (iii), in the event of a legislative amendment conferring a voting right to the holders of CCIs, Natixis undertakes to act in concert with BPCE and the Caisse d'Epargne, to make the necessary adjustments while either maintaining the rights and characteristics of the securities issued or replacing Caisse d'Epargne CCIs with securities possessing the same characteristics, and particularly without voting rights and with Natixis having the ability to consolidate the results of Caisse d'Epargne in proportion to its investment in the capital.

In the event that the right to buy back Caisse d'Epargne CCIs is exercised under cases (ii) or (iv), BPCE enjoys a preferential right over the Caisse d'Epargne concerned as regards the exercise of the promise of sale.

In the event that the right to buy back Caisse d'Epargne CCIs is exercised under case (iii) above, the right of the Caisse d'Epargne concerned will have priority over that of BPCE.

The buyback value of Caisse d'Epargne CCIs will be calculated using the method of valuation used when they were transferred to Natixis and must take account of the proportion of the net assets to which the CCIs entitle the holder. If Natixis and BPCE or the Caisse d'Epargne concerned cannot reach agreement, this buyback value will be determined by an expert.

Technical and industry cooperation between Natixis and the Caisse d'Epargne

The subsidiaries and Financial Investments in Corporate and Investment Banking (CIB) businesses transferred by CNCE in 2006 provide the following services, in particular, to the Caisse d'Epargne network:

- custodial services;
- design and management of customer products (asset management, revolving credit facilities, surety bonds for borrowers, factoring and equipment lease financing, financial engineering and capital-market products, local government financing, debt management); and
- securities and derivatives brokerage.

As part of the development of their industry and commercial cooperation, Natixis and Caisse d'Epargne have agreed to maintain their existing industry and commercial relationships described above for at least 10 years.

Upon expiry of this period, either of the parties may terminate, in whole or in part, the existing commercial and industry relationships described above, subject to one year's prior notice and, if necessary, compliance with the specific contractual provisions governing these relationships.

Natixis is required to maintain its 20% stake in the capital of each Caisse d'Epargne

The memorandum of understanding relating to cooperative investment certificates issued by Caisse d'Epargne requires Natixis to maintain its stake in the event of a change in the capital of the Caisse d'Epargne.

Any decision to increase the capital of a Caisse d'Epargne must be made concomitantly with a decision to undertake a cash capital increase through the issue of new CCIs at nominal value in order to maintain its stake represented by the CCIs. In the event of a capital increase through the incorporation of reserves, the said capital increase must be undertaken either through the simultaneous and equivalent raising of the nominal value of the shares and the CCIs, or through the simultaneous free allocation of shares and CCIs issued at the nominal value, so as to maintain the stake represented by the CCIs.

In the event of a capital reduction through the redemption of shares, the Caisse d'Epargne may redeem, with a view to their cancellation, the number of CCIs required to maintain the stake, without the prior approval of Natixis.

In 2010, maintaining the 20% stake in the capital of each of the Caisses d'Epargne represented an investment of €230,009,540.00 for Natixis.

1.4.5.2 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 the section [1.5] "GAPC".

1.4.6 FINANCIAL INVESTMENTS

COFACE

COFACE: EXPERTISE IN MANAGING TRADE RECEIVABLES

Coface offers solutions for the management of trade receivables that companies hold on other companies. Credit insurance is Coface's core business, which accounts for more than 80% of its revenue and involves protecting companies against the risk of financial default by their clients. Coface also provides companies with information on their trading partners so that they may evaluate their clients' financial situation and ability to honor their commitments. Coface also offers clients receivables management services, which facilitate the monitoring and collection of unpaid receivables, together with factoring products to finance their trade receivables.

In France, Coface manages guarantees backing French exports, on behalf of the French State. These guarantees include prospecting insurance, export risk insurance, credit insurance for exports financed over the medium and long terms, foreign exchange insurance and investment guarantees. These various guarantees cover risks that are not insured by the private sector. The state, which pays Coface for these management services under the terms of a financial agreement, collects the premiums and pays out compensation to policyholders, where applicable.

No. 3 worldwide in credit insurance *(source: Icisa – June 2010).*

No. 7 worldwide in business information *(source: Coface Marketing Intelligence Unit – July 2010).*

No. 2 in receivables management *(source: Coface Marketing Intelligence Unit – July 2010).*

No. 7 worldwide in factoring *(source: FCI – April 2010).*

COFACE'S RESULTS MAKE A STRONG COMEBACK IN 2010

In the wake of historic losses in the credit insurance business and negative net income in 2009, Coface returned to growth and profitability in 2010. Revenues reached €1,622 million, up 3.8% (+1.7% like-for-like) while the claims ratio was brought down from 98% at December 31, 2009 to 53% at December 31, 2010 and operating expenses were contained.

Credit insurance (excluding public procedures) was boosted by a substantial improvement in claims and revenue grew 4.7% (1.7% like-for-like) over the year (4.9% and 1.7% including public procedures, respectively).

The business information and receivables management businesses stabilized their revenue towards the end of the year, after recording a decline in the first half.

The Factoring business line recorded double-digit growth of 18.6%, while maintaining good cost control.

TRANSPARENCY AND DIALOGUE BETWEEN COFACE AND CLIENTS REINFORCED DURING THE YEAR

As the credit crisis drew to an end in 2010, Coface maintained its policy of supporting its clients by strengthening transparency and dialogue.

- The Coface Transparency Charter, implemented in 2008 in France and in all entities worldwide, made significant strides in 2010 (more than 14,000 companies had signed the Charter at December 31, 2010), thus strengthening Coface's dialogue with businesses. The Charter commits Coface to openly discussing the Scores that it assigns them, any modifications to these scores and any new information it receives, all on simple request by the company concerned.
- Furthermore, Coface offers its 30,000 credit insurance clients free, permanent access to the @rating Scores of their own clients on Cofanet, a dedicated web application (@ rating scores evaluate the probability that these clients will default within the year). Coface's clients can therefore make adjustments to their sales and credit policies based on the actual creditworthiness of their own clients, and can better communicate with Coface if they do not agree with a given risk assessment.
- Coface provides its clients with information on the "weighted outstanding guarantees" of their risk portfolio. The clients of its clients are ranked by risk category depending on their score. The higher the risk, the higher the weighting. Each client can therefore access the weighted outstanding guarantees of its portfolio on the Cofanet site, and thus benefit from a new credit management tool.

ORGANIZATIONAL CHANGES AT COFACE AIMED AT ENHANCING CUSTOMER SERVICE

Coface has now implemented a new IT application for managing credit insurance risks, called Atlas. This application is available to all entities worldwide. Atlas interfaces with all Coface's IT business information tools, thus improving risk management and the quality of service provided to Coface's clients.

Among the other highlights of 2010, Coface created a new Risk Management Department in order to meet the requirements of the new Solvency II regulations on the insurance industry. The new department is geared to evaluating and preventing risks. As such, it is responsible for conducting permanent controls, centralizing incidents and losses, following up corrective measures and updating risk mapping for all business lines.

Coface's international development strategy also led it to consolidate its credit insurance network by obtaining a license for its Moscow-based subsidiary "ZAO Coface Rus Insurance Company" from FSSN (Russia's insurance regulator). In doing so, it became the first international credit insurer to obtain such a license in Russia.

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 felt to fit the new strategic direction of Natixis and (ii) progressively offload these assets by means of active management that ensures 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 put in place are described below.

Since June 30, 2009, a portion of GAPC portfolios has been covered by a guarantee from BPCE, the mechanism, cost and accounting & prudential consequences of which 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 pursued, 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.
- Determining 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 assets transfered.
- Presentation to employee representative bodies and composition of teams.
- Valuation of assets by external advisers using base case and stress case scenarios.

Second half 2009

- Change in governance and GAPC spun out of CIB: GAPC henceforth reports to 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 the 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 which were segregated was primarily done on the basis of three criteria: (i) assets or operations that did not 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 operations: structured credit, mortgage portfolios of the ABM Corp. subsidiary based in New York, credit correlation portfolios (at end-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 fund-linked structured products. At December 31, 2010, these operations represented €16.7 billion of risk weighted assets, before the effect of the Guarantee.

Overall, GAPC's 2010 Net Revenues amounted to -€145 million after factoring in the Guarantee applicable in the second half.

BREAKDOWN AND VALUATION OF GAPC ASSETS

(in billions of euros)	12.31.2010				12.31.2009			
Type of assets (nature of portfolios)	**Gross notional amount**	**Net notional amount***	**VaR** *(in millions of euros)*	**Risk-weighted assets**	**Gross notional amount**	**Net notional amount***	**VaR** *(in millions of euros)*	**Risk-weighted assets**
ABS CDO	1.6	0.6			2.1	0.8		
Other CDOs	7.4	5.0			7.2	6		
RMBS and covered bonds	5.8	4.7			8.4	7.2		
CMBS	0.6	0.4		13.8	0.7	0.6		16.3
Other ABS	0.6	0.6			0.4	0.3		
Assets covered	11.9	11.1			15.4	13.7		
Portfolio of corporate credits	4.8	4.8			6.4	6.3		
Complex derivatives (credit)			0.4	0.3			10.5	8.6
Complex derivatives (interest rate)			4.0	1.4			6.9	1.5
Complex derivatives (equities)			0.3	0.1			1.5	0.3
Structured funds			0.8	0.8		1.1		1.1

* *Net of provisions.*

On the credit assets, the change in the notional amount net of provisions in 2010 stemmed from:

- asset disposals and amortization;
- portfolio restructuring;
- the positive impact of commutations with the monoline insurers;

In addition, in the case of non-credit assets, the change in 2010 in the Value at Risk ("VaR") stemmed from:

- the disposal of all market risk in the complex credit derivatives portfolios;
- the closing of the convertibles book and the ongoing disposal of complex equity derivative positions;
- the ongoing hedging of complex interest rate derivatives;
- the liquidation of fund-linked structured products.

1.5.3 REVIEW OF CREDIT ASSETS

The credit asset portfolio was assessed line by line by external advisers 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 the monoline insurers, junior treatment of the CDS contracts compared to the financial guarantees.

This study 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. Indeed, the external valuation carried out amounted to a total portfolio value of €36.6 billion. The assumptions made 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 GAPC 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 hedge Natixis against future losses and earnings volatility potentially stemming from the GAPC 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 the credit assets, except for complex credit derivative portfolios and RMBS portfolios insured by the US Agencies (FNMA known as Fannie Mae, FHLMC known as Freddie Mac) but including the hedging of risks on counterparties not providing collateral.

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

(i) of 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 on 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 pursuant to IFRS as Loans and Receivables ("**L&R**") and as available-for-sale assets ("**AFS**"), as determined on the date of the coming into force of the guarantee (namely 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 enjoyed by Natixis is that of the asset in the guaranteed portfolio with the longest maturity – currently April 28, 2099 – plus nine months (it being noted 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 S.A. and by its subsidiaries and agreements between Natixis S.A. and its subsidiaries have been put in place with respect to this mechanism.

The breakdown of the assets covered by the Guarantee as of December 31, 2010 is as follows:

(in billions of euros)	Total assets 12.31.2010	
Type of assets	**Gross notional amount**	**Net notional amount**
ABS CDO	1.6	0.6
Assets covered	11.9	11.1
Other ABS	0.6	0.6
Other CDOs	7.4	5.0
CMBS	0.6	0.4
Corporate	4.8	4.8
RMBS	3.7	2.7
TOTAL	**30.6**	**25.2**

The scope of the Guarantee, in net value terms, amounted to €25.2 billion (excluding "CDPC") at December 31, 2010, down €6.6 billion at December 31, 2009 *(see 4.1 – Management Report)* as a result mainly of amortization and disposals.

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 the assets recognized as loans and receivables (L&R) and €148 million for available-for-sale assets (AFS)) compared to €1.249 billion in provisions; and
- the second for €367 million for the Option.

In 2010, the impact on the Natixis financial statements was -€247 million. Over this period, disposals represented a €1.082 billion nominal amount for assets covered by the financial guarantee, and a €4.733 billion nominal amount for assets under the TRS, with a net impact on results before the Guarantee of €188 million.

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

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. Subsequently, the consequences will be 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 will be 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 million payment in consideration for the financial guarantee will be amortized almost symmetrically with the reversal of the provisions for writedown that were funded for this portfolio at June 30, 2009 and the amortization of reclassification discounts.

On the other hand, Natixis benefits from 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, 2010.

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. Heads of finance, risk, legal affairs and strategy of BPCE and Natixis are systematically invited to the meetings;
- 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.

The 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 of GAPC assets covered by the Guarantee between the BPCE and Natixis Risk Departments;
- arrangements, which provide for procedures for getting the advice and assessment of the BPCE Risk Department on procedures implemented within Natixis regarding the GAPC assets, including in addition 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 a CGAC (Comité de Gestion des Actifs Cantonnés – Segregated Assets Management Committee), responsible for the whole GAPC scope, 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 risks relating to the operations transferred to GAPC, both relating to counterparty and market risks. It replaces the CRPC.

This change was implemented to achieve two main goals:

- provide BPCE's representatives with increased and effective participation in this Committee's decision making; and
- 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

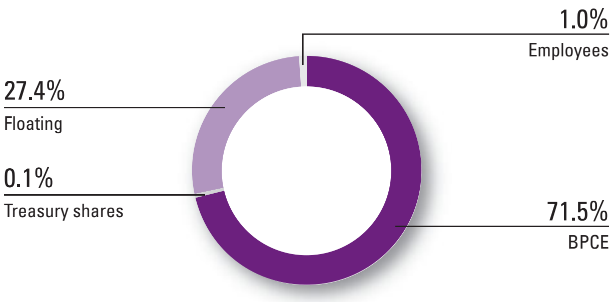
- Decisions are taken by the CGAC Chairman (namely the Chief Executive Officer of Natixis) following discussion.
- Where decisions represent for BPCE a financial impact or specific risks as a result of the safeguard mechanism, BPCE's representatives may request that the CSG look at the issue prior to the decision.
- The CGAC meets at least once a month.
- Natixis Risk Department, Natixis Finance Department and BPCE's representatives are each completely free to add items felt relevant to the CGAC agenda.

1.6 Natixis and its shareholders

1.6.1 KEY SHARE DATA AT DECEMBER 31, 2010

Share capital	€4,653,020,308.80
Number of shares	2,908,137,693
Stock market capitalization (reference share price = EUR 3.500)	€10,178,481,925.50
Market	Eurolist Paris (compartment A), eligible for deferred settlement
ISIN code	FR0000120685
Reuters code	CNAT.PA
Bloomberg France Code	KN
Stock market indexes	CAC 40, SBF 80, SBF 120, SBF 250 and Euronext 100

1.6.2 BREAKDOWN OF SHARE CAPITAL AT DECEMBER 31, 2010



1.6.3 SHAREHOLDER SCORECARD

(in euros)	2010	2009	2008	2007
Earnings per share [(a)]	0.46	(0.60)	(1.57)	0.90
Book value per share [(b)]	5.47	4.75	5.37	13.9
Net dividend per share	0.23	-	-	0.45
Number of shares	2,908,137,693	2,908,137,693	2,908,137,693	1,222,042,694
Pay-out ratio	50%	-	-	50%
Maximum price	4.90	4.65	8.9 [(c)]	15.26 [(c)]
Minimum price	3.06	0.76	1.20 [(c)]	7.20 [(c)]

(a) Calculated on the average number of shares (excluding treasury shares) during the period and after accounting for net interest payments on the Deeply Subordinated Notes.

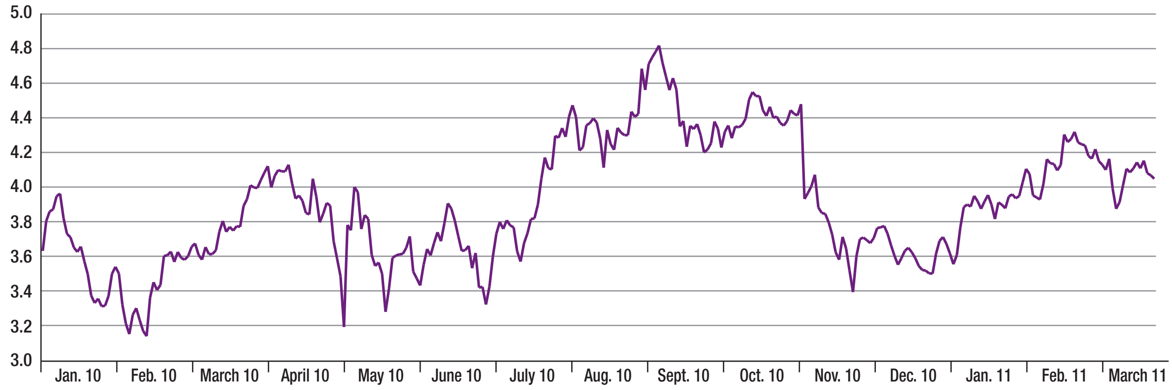
(b) Calculated on the number of shares at December 31 of the year concerned.

(c) Adjusted price.

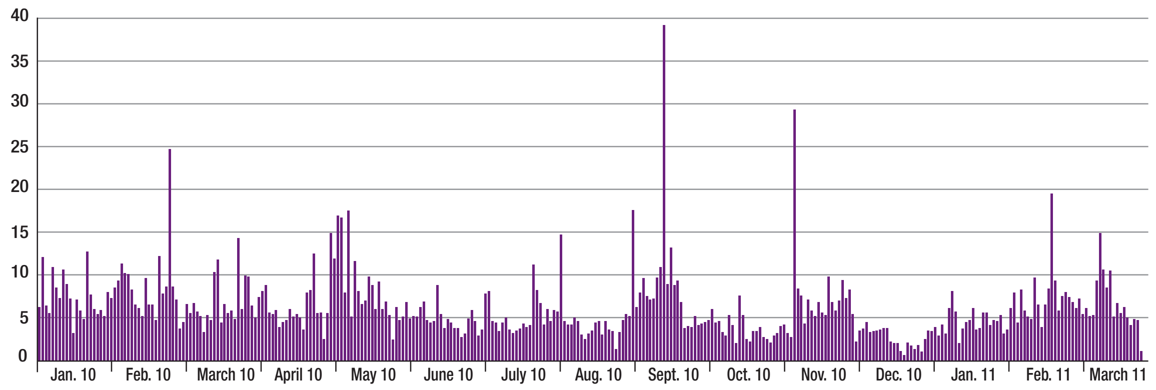
1.6.4 SHARE PRICE INFORMATION

Change in closing share price and number of shares traded

SHARE PRICE SINCE JANUARY 1, 2010 *(IN EUROS)*



DAILY VOLUMES *(IN MILLIONS OF SHARES TRADED)*



In 2010, the Natixis share decreased by 1.3% (from €3.55 at the end of 2009 to €3.5 at the end of 2010). Over the same period, the Euro zone banking stocks index (DJ Euro Stoxx Bank) declined by around 27%. At the end of March 2011, the Natixis share stood at €3.99.

The average daily volume of Natixis shares traded on the market amounted to 6.3 million in 2010 versus 9.6 million in 2009.

1.6.5 NATIXIS AND ITS INDIVIDUAL SHAREHOLDERS

The Natixis individual shareholder relations and communication platform is manned by a four-person team and has three main access points:

- a toll-free [1] number (numéro vert) (+33 800 41 41 41) available Monday to Friday from 9 a.m. to 6 p.m. (except weekends and public holidays) to answer questions about Natixis;
- a dedicated e-mail address (actionnaires@natixis.com), managed directly by the Individual Shareholder Relations team, that enables those who so wish to ask the Company questions;
- the website: *www.natixis.com*:
  - provides round-the-clock access to information about the Company,
  - features Natixis press releases and financial news in the "Shareholders and Investors" section,
  - includes all editorial content and documents for shareholders and, in particular, all issues of the Shareholder Newsletter in the "Individual Shareholders' Corner".

(1) Toll-free applies to calls placed from France only.

In addition there is:

- a Natixis Shareholders' Club, with almost 20,000 members, for shareholders who want greater access to company news. Any shareholder owning at least one registered share or 50 bearer shares may join the Club. Using the ID and password provided upon registration, Shareholders' Club members can access a dedicated website containing information relating to the Club's activities and where members may update their contact details;
- a Natixis Shareholders' Consultative Committee (CCAN) that comprises 12 members and met twice in 2010. Moreover, conference calls are regularly organized to inform the Committee of recent news and discuss various topics.

The Individual Shareholder Relations team held 17 meetings in 2010 both in Paris and the rest of France to meet with members of the Shareholders' Club.

- In addition to the partnership between Natixis and the Ecole de la Bourse, we sought to make greater use of our internal expertise and extended the range of topics discussed during the program to include climate change and socially-responsible investment. In an effort to make this expertise available to more of our Shareholders' Club members, we also set up a webcast system to broadcast these Shareholders' Club Web Conferences on the Internet, in live and downloadable format.
- Like every year, Natixis had a stand at the Actionaria trade show on November 19-20, 2010. Shareholders' Club members were once again personally invited to this event by letter accompanied by an invitation and were personally welcomed at the stand.
- Nearly 450 individual shareholders attended the General Shareholders' Meeting held on May 27, 2010 at the Carrousel du Louvre. Once again this year, the Individual Shareholder Relations team hosted members of the Shareholders' Club as well as prospective members, at its dedicated stands.

2

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 and the internal control and risk management procedures implemented by Natixis including information regarding the mandates off corporate officers and their compensation.

2.1 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 2009 French securities regulator Autorité des Marchés Financiers – AMF report on corporate governance and internal control published on July 12, 2010 and the complementary report of December 7, 2010, and the Guide for compiling registration documents, also published by the AMF on December 10, 2009, updated on December 20, 2010.

  In accordance with Article 26 of Law 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 published in December 2008 by the French association of private sector companies Association Française des Entreprises Privées – AFEP and the French business confederation Mouvement des Entreprises de France – MEDEF (the "**AFEP-MEDEF code**"). 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 an Executive Board to a French "société anonyme" with a Board of Directors.

2.2 Structure of the corporate and executive bodies [a]

2.2.1 BOARD OF DIRECTORS AS AT MARCH 1, 2011

Member	Main role in the Company	Main role outside the Company
Mr. François Pérol Date of birth: 11.06.1963 Natixis shares held: 60,000	**Chairman of the Board of Directors** First appointed AGM of 04.30.2009 Chairman of the Board: Board Meeting of 04.30.2009 Term expires: 2015 AGM [b]	Chairman of the BPCE Executive Board 50, avenue Pierre Mendès France 75201 Paris cedex 13
BPCE Natixis shares held: 2,080,441,556	**Director** **Permanent representative: Mr. Nicolas DUHAMEL** Date of birth: 08.13.1953 First appointed: Co-opted by the Board Meeting of 08.25.2009 and ratified by AGM of 05.27.2010 Term expires: 2015 AGM [b] **Member, Audit Committee** First appointed: Board Meeting of 08.25.2009 Term expires: 2015 AGM [a]	Member of BPCE Management Board 50, avenue Pierre Mendès France 75201 Paris cedex 13
Mr. Vincent Bolloré* Date of birth: 04/01/52 Natixis shares held: 1,000	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM [b] **Chairman, Compensation Committee** First appointed: Board Meeting of 04.30.2009 Term expires: 2015 AGM [b]	Chairman & CEO, Bolloré Group Tour Bolloré 31-32, quai de Dion-Bouton 92800 Puteaux
Ms. Christel Bories* Date of birth: 05.20.1964 Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board Meeting of 02.22.2011 Term expires: 2015 AGM [b] **Member, Compensation Committee** First appointed: Board Meeting of 02.22.2011 Term expires: 2015 AGM [b]	Chairman & CEO, Alcan Engineered Products 17, place des Reflets 92097 Paris La Défense
Mr. Jean Criton **Date of birth: 06.02.1947** Natixis shares held: 2,699	**Director** First appointed: Co-opted by the Board Meeting of 11.12.2009 and ratified by AGM of 05.27.2010 Term expires: 2015 AGM [b] **Member, Audit Committee** First appointed: Board Meeting of 12.17.2009 Term expires: 2015 AGM [b]	Chief Executive Officer of Banque Populaire Rives de Paris, Member of BPCE Supervisory Board Immeuble Cirius 67 -78 avenue de France 75204 Paris cedex 13
Ms. Laurence Debroux* Date of birth: 07.25.1969 Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board Meeting of 04.01.2010 and ratified by AGM of 05.27.2010 Term expires: 2015 AGM [b] **Member, Audit Committee** First appointed: Board Meeting of 04.01.2010 Term expires: 2015 AGM [a]	Chief Financial and Administrative Officer and Member of the Executive Board, JC Decaux S.A. Zone Industrielle Saint Appoline 78378 Plaisir Cedex

* *Independent director.*

(a) *A brief curriculum vitae of each of Natixis corporate officers as well as a list of the offices held in 2010 and in previous years appears in the section 2.2.4.*

(b) *AGM called to approve the 2014 financial statements.*

Member	Main role in the Company	Main role outside the Company
Mr. Stève Gentili Date of birth: 06.05.1949 Natixis shares held: 57,780	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b)	Chairman, BRED Banque Populaire 18 quai de la Rapée 75012 Paris
Mr. Bernard Jeannin Date of birth: 04.19.1949 Natixis shares held: 2,399	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b) **Member, Compensation Committee** First appointed: Board Meeting of 04.30.2009 Term expires: 2015 AGM (b)	Chief Executive Officer of Banque Populaire Bourgogne Franche-Comté Member of BPCE Supervisory Board 5 avenue de Bourgogne – BP 63 21802 QUETIGNY CEDEX
Mr. Olivier Klein Date of birth: 06.15.1957 Natixis shares held: 1,000	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b) **Member, Audit Committee** First appointed: Board Meeting of 12.17.2009 Term expires: 2015 AGM (b)	Chief Executive Officer – Commercial Banking Member of BPCE Management Board 50, avenue Pierre Mendès France 75201 Paris cedex 13
Mr. Jean-Bernard Mateu Date of birth: 04.28.1964 Natixis shares held: 1,093	**Director** First appointed: Co-opted by the Board Meeting of 08.05.2010 Term expires: 2015 AGM (b)	Chairman, Executive Board, Caisse d'Epargne Rhône Alpes 42 bd Eugène Deruelle – BP 3276 69404 Lyon cedex 03
Mr. Bernard Oppetit* Date of birth: 08.05.1956 Natixis shares held: 1,000	**Director** First appointed: Co-opted by the Board Meeting of 11.12.2009 and ratified by AGM 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
Mr. Didier Patault Date of birth: 02.22.1961 Natixis shares held: 2,300	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b) **Member, Compensation Committee** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b)	Chairman, Executive Board, Caisse d'Epargne Bretagne – Pays de Loire Member of BPCE Supervisory Board 8 rue de Bréa – BP 835 44000 Nantes
Mr. Henri Proglio* Date of birth: 06.29.1949 Natixis shares held: 1,000	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b) Member, Compensation Committee First appointed: Board Meeting of 04.30.2009 Term expires: 2015 AGM (a)	Chairman and Chief Executive Officer of EDF Chairman of Veolia Environnement Board 38 avenue Kléber 75016 Paris
Mr. Philippe Queuille Date of birth: 11.02.1956 Natixis shares held: 68,019	**Director** First appointed: Co-opted by the Board Meeting of 05.27.2010 Term expires: 2015 AGM (b)	Chief Executive Officer – Operations of BPCE Member of BPCE Management Board 50 avenue Pierre Mendès France 75201 Paris cedex 13
Mr. Philippe Sueur Date of birth: 07.04.1946 Natixis shares held: 3,500	**Director** First appointed: AGM of 04.30.2009 Term expires: 2015 AGM (b) **Member, 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

* *Independent director.*

(a) *A brief curriculum vitae of each of Natixis corporate officers as well as a list of the offices held in 2010 and in previous years appears in the section 2.2.4.*

(b) *AGM called to approve the 2014 financial statements.*

2.2.2 EXECUTIVE MANAGEMENT AS OF MARCH 1, 2011

Name and surname of the executive corporate officer	Main role in the Company	Main role outside the Company
Mr. Laurent Mignon Date of birth: 12.28.1963	**Chief Executive Officer** First appointed: Board Meeting of 04.30.2009, effective May 14, 2009 Term expires: 05.14.2015	[(a)]

(a) A list of the offices held by the Chief Executive Officer in 2010 and in previous years appears in the section 2.2.4.

2.2.3 SENIOR MANAGEMENT COMMITTEE AND EXECUTIVE COMMITTEE

MEMBERS OF THE SENIOR MANAGEMENT COMMITTEE (CDG) AS OF MARCH 1, 2011

Mr. Laurent Mignon Chief Executive Officer Chairman of the Board	**Mr. Luc-Emmanuel Auberger** Finance and Risks	**Ms. Aline Bec** Information Systems	**Mr. De Doan Tran** Corporate and Investment Banking
Mr. Alain Delouis Human Resources	**Mr. Jean-Yves Forel** Specialized Financial Services	**Mr. André-Jean Olivier** General Secretary	**Mr. Pierre Servant** Investment Solutions

MEMBERS OF THE EXECUTIVE COMMITTEE (COMEX) AS OF MARCH 1, 2011

Mr. Laurent Mignon Chief Executive Officer Chairman of the Board	**Mr. Luc-Emmanuel Auberger** Finance and Risks	**Ms. Aline Bec** Information Systems	**Mr. De Doan Tran** Corporate and Investment Banking
Mr. Alain Delouis Human Resources	**Mr. Jean-Yves Forel** Specialized Financial Services	**Mr. André-Jean Olivier** General Secretary	**Mr. Pierre Servant** Investment Solutions
Mr. Stéphane About CIB – Fixed Income Commodities Treasury	**Ms. Virginie Banet** CIB – Corporate and Institutional Relations	**Mr. Pierre Besnard** SFS – Natixis Lease	**Mr. Jacques Beyssade** Finances and Risks – Risks
Ms. Nathalie Broutèle Investment Solutions – Natixis Assurances	**Mr. Stéphane Caminati** SFS – Compagnie Européenne de Garanties et Cautions	**Mr. Frédéric Chenot** SFS – Natixis Financement	**Mr. Jean Cheval** CIB – Debt and Financing
Mr. Norbert Cron SFS – EuroTitres	**Mr. Éric Franc** Investment Solutions – Banque Privée 1818	**Ms. Élisabeth de Gaulle** Communications	**Mr. Luc Giraud** BFI – Corporate Solutions
Mr. John Hailer Investment Solutions – Natixis Global Asset Management US and Asia	**Mr. Christophe Lanne** Supports, Organization, Operations and Finance	**Mr. Christian Le Hir** General Secretariat – Legal	**Ms. Ghislaine Mattlinger** Finance
Mr. Olivier Perquel Strategy and GAPC	**Mr. Jean-Claude Petard** CIB – Equity	**Mr. Philippe Petiot** SFS – Natixis Factor	**Mr. Jean-Marc Pillu** Coface
Mr. Didier Trupin SFS – Natixis Interépargne	**Mr. Jean-Marie Vallée** SFS – Natixis Paiements	**Mr. Pascal Voisin** Investment Solutions – Natixis Asset Management	

2.2.4 LIST OF CORPORATE OFFICERS' POSITIONS

Mr. Vincent Bolloré, aged 58, manages and controls the Bolloré group, which has a workforce of more than 30,000 people and holds a leading position in the industry, transport and logistics, energy distribution and media sectors

Offices held in 2010

FRANCE
Member of the Board of: Natixis
Chief Executive Officer of: Bolloré, Bolloré Participations
Chairman of Board of Directors of: Havas, Financière de l'Odet
Chairman of: VEPB
Chief Executive Officer of: Sofibol, Omnium Bolloré, Financière V
Member of the Board of: Batscap, Bolloré, Bolloré Participations, Direct 8, Direct Soir, Financière Moncey, Financière de l'Odet, Financière V, Havas, Havas Média France, Matin Plus, Omnium Bolloré, Sofibol, VEPB
Permanent representative for Bolloré Participations, member of the Board of: la Cie des Tramways de Rouen, la Société Anonyme Forestière et Agricole (Safa), la Société des Chemins de Fer et Tramways du Var et du Gard, la Société Industrielle et Financière de l'Artois, la Société Bordelaise Africaine, IER (up to 04.16.2010)
Permanent representative for Bolloré Participations, Member of the Supervisory Board of: la Compagnie du Cambodge
Permanent representative for Bolloré, Member of the Board of Directors of: Bolloré Média, Fred et Farid

INTERNATIONAL
Chairman of: Nord Sumatra Investissements, Financière du Champ de Mars, Financière Nord Sumatra, Champ de Mars Investissements
Vice-President of: la Société des Caoutchoucs de Grand Bereby (SOGB), Bereby Finances, Generali (since 04.24.2010)
Member of the Board of: BB Group, Centrages, Champ de Mars Investissements, Financière Nord Sumatra, Generali (since 04.24.2010), Intercultures, Liberian Agricultural Company (Lac), Mediobanca, Plantations Nord Sumatra Limited, Plantations des Terres Rouges, SDV Gabon, Bolloré Africa Logistics Sénégal (formerly SDV Sénégal), Socfin KCD, Socfinaf Cy Ltd (up to 04.01.2010), Socfinal, Socfinasia, Socfinco, Socfindo, la Société de Gestion pour le Caoutchouc and les Oléagineux (Sogescol)
Managing Director of: Nord Sumatra Investissements, Financière du Champ de Mars
Permanent representative for Bolloré Participations, Member of the Board of: SDV Cameroun (up to 09.16.2010), Bolloré Africa Logistics Cameroun (since 09.16.2010), SDV Congo, SAFA Cameroun, Socapalm (Société Camerounaise de Palmeraies), Palmcam (Société des Palmeraies du Cameroun), SPFS (Société des Palmeraies de la Ferme Suisse – Palm'or) (up to 06.09.2010), Société des Caoutchoucs de Grand Bereby – SOGB, Bereby Finance
Co-Manager of: Brabanta

Vincent Bolloré

Offices at December 31 of previous financial years

2009	2008	2007	2006
FRANCE **Member of Supervisory Board (up to 04.30.2010) and member of the Board of**: Natixis **Chief Executive Officer of**: Bolloré, Bolloré Participations **Chairman of the Board of Directors of**: Financière de l'Odet, Havas, Havas Média France (up to April 7, 2009) **Chairman of**: Bolloré Production (up to June 22, 2009), Véhicules Électriques Pininfarina-Bolloré (VEPB) **Chief Executive Officer of**: Omnium Bolloré, Financière V, Sofibol **Member of the Board of**: Batscap, Bolloré, Bolloré Participations, Compagnie des Glénans (up to June 11, 2009), Direct 8 (formerly Bolloré Média), Direct Soir, Financière Moncey, Financière de l'Odet, Financière V, Havas, Havas Média France, Matin Plus (formerly Compagnie de Bangor), Omnium Bolloré, Sofibol, VEPB **Permanent representative for Bolloré Participations, member of the Board of**: la Cie des Tramways de Rouen, la Société Anonyme Forestière and Agricole (Safa), la Société des Chemins de Fer et Tramways du Var et du Gard, la Société Industrielle et Financière de l'Artois, la Société Bordelaise Africaine, IER **Permanent representative for Bolloré Participations, Member of the Supervisory Board of**: la Compagnie du Cambodge **Permanent representative for Bolloré to the Board of**: Bolloré Média (starting December 17, 2009), Fred et Farid (formerly F.F.L. Paris) **Permanent representative for Havas to the Board of**: Médiamétrie (up to November 13, 2009)	**FRANCE** **Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Bolloré, Bolloré Participations **Chairman of the Board of Directors of**: Financière de l'Odet, Havas, Havas Média France **Chairman of**: Bolloré Production, Véhicules Électriques Pininfarina-Bolloré (VEPB) **Chief Executive Officer of**: Omnium Bolloré, Financière V, Sofibol **Member of the Board of**: Batscap, Bolloré, Bolloré Participations, Compagnie des Glénans (up to June 11, 2009), Direct 8 (formerly Bolloré Média), Direct Soir, Financière Moncey, Financière de l'Odet, Financière V, Havas, Havas Média France, Matin Plus (formerly Compagnie de Bangor), Omnium Bolloré, Sofibol, VEPB **Permanent representative for Bolloré Participations, member of the Board of**: la Société Anonyme Forestière et Agricole (Safa), la Société des Chemins de Fer et Tramways du Var et du Gard, la Société Industrielle et Financière de l'Artois, la Société Bordelaise Africaine, la Compagnie des Tramways de Rouen, IER **Permanent representative for Bolloré Participations to the Supervisory Board of**: la Compagnie du Cambodge **Permanent representative for Bolloré to the Board of**: Fred et Farid **Permanent representative for Havas to the Board of**: Médiamétrie	**FRANCE** **Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Bolloré, Bolloré Participations **Chairman of the Board of Directors of**: Financière de l'Odet, Direct 8 (previously known as Bolloré Média), Matin Plus (previously known as Compagnie de Bangor), Direct Soir, Havas Media France, Havas; **Chairman of**: Bolloré Production **Chief Executive Officer of**: Omnium Bolloré, Financière V, Sofibol **Member of the Board of**: BatScap, Bolloré, Bolloré Participations, Direct 8 (previously known as Bolloré Média), Compagnie des Glénans, Matin Plus (previously known as Compagnie de Bangor), Direct Soir, Financière Moncey, Financière de l'Odet, Financière V, Omnium Bolloré, Sofibol, Havas Media France, Havas **Member of the Supervisory Boards of**: Vallourec (until 05.03.2007) **Permanent representative for Bolloré Participations member of the Board of**: la Société Anonyme Forestière and Agricole (Safa), la Société des Chemins de Fer et Tramways du Var et du Gard, la Société Industrielle et Financière de l'Artois, la Société Bordelaise Africaine, la Compagnie des Tramways de Rouen, IER **Permanent representative for Bolloré Participations to the Supervisory Board of**: la Compagnie du Cambodge **Permanent representative for Bolloré to the Board of**: F.F.L Paris **Permanent representative for Havas to the Board of**: Médiamétrie	**FRANCE** **Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Bolloré (previously known as Bolloré Investissement), Bolloré Participations **Chairman of the Board of Directors of**: Financière de l'Odet, Bolloré Média, Compagnie de Bangor, Direct Soir, Havas **Chairman of**: Bolloré Production **Chief Executive Officer of**: Omnium Bolloré, Financière V, Sofibol; **Member of the Board of**: BatScap, Bolloré (previously known as Bolloré Investissement), Bolloré Participations, Bolloré Média, Compagnie des Glénans, Compagnie de Bangor, Direct Soir, Financière Moncey, Financière de l'Odet, Financière V, Omnium Bolloré, Sofibol, Havas **Member of the Supervisory Boards of**: Vallourec **Permanent representative for Bolloré Participations member of the Board of**: la Société Anonyme Forestière et Agricole (Safa), la Société des Chemins de Fer et Tramways du Var et du Gard, la Société Industrielle et Financière de l'Artois, la Société Bordelaise Africaine, la Compagnie des Tramways de Rouen, IER **Permanent representative for Bolloré Participations to the Supervisory Board of**: la Compagnie du Cambodge

Vincent Bolloré			
Offices at December 31 of previous financial years			
INTERNATIONAL **Chairman of**: Champ de Mars Investments, Financière du Champ de Mars, Financière Nord Sumatra, Nord Sumatra Investissements **Vice-President of**: la Société des Caoutchoucs de Grand Bereby (SOGB), Bereby Finances **Member of the Board of**: BB Group, Centrages, Champ de Mars Investissements, Financière Nord Sumatra, Intercultures, Liberian Agricultural Company (Lac), Mediobanca, Plantations Nord Sumatra Limited, Plantations des Terres Rouges, SDV Gabon, SDV Sénégal, Socfin KCD, Socfinaf Cy Ltd, Socfinal, Socfinasia, Socfinco, Socfindo, la Société de Gestion pour le Caoutchouc and les Oléagineux (Sogescol) **Managing Director of**: Nord Sumatra Investissements, Financière du Champ de Mars **Permanent representative for Bolloré Participations, member of the Board of**: SDV Cameroun, SDV Congo, SAFA Cameroun, Socapalm (Société Camerounaise de Palmeraies), Palmcam (Société des Palmeraies du Cameroun), SPFS (Société des Palmeraies de la Ferme Suisse – Palm'or), Société des Caoutchoucs de Grand Bereby – SOGB, Bereby Finance **Co-Manager of**: Brabanta	**INTERNATIONAL** Chairman of: Champ de Mars Investments, Financière Nord Sumatra, Nord Sumatra Investissements and Financière du Champ de Mars **Vice-President of:** Société des Caoutchoucs du Grand Bereby (SOGB), Bereby Finances **Member of the Board of:** BB Group, Centrages, Champ de Mars Investissements, Financière Nord Sumatra, Intercultures, Liberian Agricultural Company (LAC), Mediobanca, Plantations Nord Sumatra Limited, Plantations des Terres Rouges, Red Lands Roses (up to 27.01.2008), SDV Gabon, SDV Sénégal, Socfinaf Cy Ltd, Socfinal, Socfinasia, Socfinco, Socfindo, Société de Gestion pour le Caoutchouc et les Oléagineux (Sogescol), Socfin KCD **Managing Director of**: Nord Sumatra Investissements, Financière du Champ de Mars **Permanent representative for Bolloré Participations, member of the Board of**: Bereby Finance, SDV Cameroun, SDV Congo, SAFA Cameroun, Société des Palmeraies du Cameroun, Palmeraies du Cameroun, Société des Palmeraies de la Ferme Suisse, Société des Caoutchoucs du Grand Bereby (SOGB) **Manager of**: Huilerie de Mapangu Sprl	**INTERNATIONAL** **Chairman of**: Plantations des Terres Rouges Managing Director of: Nord Sumatra Investissements **Vice-President of:** Société des Caoutchoucs du Grand Bereby (SOGB), Bereby Finances **Member of the Boards of:** BB Group, Centrages, Compagnie Internationale de Cultures, Liberian Agricultural Company (LAC), Mediobanca, Plantations Nord Sumatra Limited, Plantations des Terres Rouges, Red Lands Roses, SDV Gabon, SDV Sénégal, Financière du Champ de Mars (previously known as Socfin), Socfinaf, Socfinal, Socfinasia, Socfinco, Socfindo, Socfininter, Société de Gestion pour le Caoutchouc et les Oléagineux (Sogescol) **Managing Director of**: Nord Sumatra Investissements **Permanent representative for Bolloré Participations, member of the Board of**: SDV Cameroun, SDV Congo	**INTERNATIONAL** **Chairman of**: Plantations des Terres Rouges **Managing Director of**: Nord Sumatra Investissements **Vice-President of**: Société des Caoutchoucs du Grand Bereby (SOGB), Bereby Finances **Member of the Board of**: BB Group, Centrages, Compagnie Internationale de Cultures, Liberian Agricultural Company (LAC), Mediobanca, Plantations Nord Sumatra Limited, Plantations des Terres Rouges, Red Lands Roses, SDV Gabon, SDV Sénégal, Socfin, Socfinaf, Socfinal, Socfinasia, Socfinco, Socfindo, Socfininter, Société de Gestion pour le Caoutchouc et les Oléagineux (Sogescol) **Managing Director of**: Nord Sumatra Investissements **Permanent representative for Bolloré Participations, member of the Board of**: SDV Cameroun, SDV Congo

Mr. Jean Criton, aged 63, Chief Executive Officer of Banque Populaire Rives de Paris.
After studying law and political science, Jean Criton, began his professional career in internal audit of the Banques Populaires Group.
He has worked for the group throughout his career: after several years with the central body, he occupied management functions in three regional Banques Populaires banks – Banque Populaire du Centre, Banque Populaire Nord de Paris and BICS Banque Populaire – before conducting the merger that gave rise to Banque Populaire Rives de Paris.

Offices at December 31, 2010

Member of the Supervisory Board of: BPCE
Member of the Board of: Natixis
Chief Executive Officer of: Banque Populaire Rives de Paris
Chairman and Chief Executive Officer of: Sud Participation S.A.
Chairman of: BPCE Achats (since 06.15.2010)
Chairman of the Board of Directors of: Turbo S.A.
Member of the Board of: Banque Privée 1818 (up to 09.30.2010), Coface (up to 09.13.2010), Natixis Assurances (up to 09.13.2010), Natixis Private Banking, (up to 09.13.2010) Natixis Private Equity, Société Marseillaise de Crédit (up to 09.21.2010), Banque Populaire's corporate foundation
Permanent representative for Banque Populaire Rives de Paris, member of the Board of: i-BP, Banques Populaires' corporate start-up organisation (Chairman)
Chairman of: SAS Sociétariat BP Rives de Paris.

Offices at December 31 of previous financial years

2009	2008	2007	2006
Member of the Supervisory Board of: BPCE (since 07.30.2009) **Member of the Board of**: Natixis (since 11.12.2009) Chief Executive Officer of: Banque Populaire Rives de Paris **Chairman and Chief Executive Officer of**: Sud Participation S.A. **Chairman of the Board of Directors of**: Turbo S.A. **Member of the Board of**: Banque Privée 1818 (since 06.30.2009), Coface, Natixis Assurances, Natixis Private Banking, Natixis Private Equity, Société Marseillaise de Crédit (SMC), Banque Populaire corporate foundation **Permanent representative for Banque Populaire Rives de Paris, member of the Board of**: i-BP (Vice President), Chairman of: SAS Sociétariat Banque Populaire Rives de Paris	**Chief Executive Officer of**: Banque Populaire Rives de Paris **Chairman and Chief Executive Officer of**: Sud Participation S.A. **Chairman of the Board of Directors of**: Turbo S.A. Member of the Board of: Coface, Natexis Assurances, Natexis Private Banking, Natexis Private Equity, Société Marseillaise de Crédit (SMC), Banque Populaire corporate foundation **Permanent representative for Banque Populaire Rives de Paris to the Board of Directors of**: i-BP (Vice-President) **Chairman of**: SAS Sociétariat Banque Populaire Rives de Paris	**Chief Executive Officer of**: Banque Populaire Rives de Paris **Chairman and Chief Executive Officer of**: Sud Participation S.A. **Member of the Board of**: Coface, Natexis Assurances, Natexis Private Banking, Banque Populaire corporate foundation Permanent representative for Banque Populaire Rives de Paris to the Board of Directors of: i-BP (Chairman) **Chairman of**: SAS Sociétariat Banque Populaire Rives de Paris	**Chief Executive Officer of**: Banque Populaire Rives de Paris **Chairman and Chief Executive Officer of**: Sud Participation S.A. **Chairman of the Board of Directors**: Turbo S.A. Member of the BoardBoard of: Natexis Private Equity, Coface, Natexis Assurances, Natexis Private Banking **Permanent representative for Banque Populaire Rives de Paris to the Board of Directors of**: i-BP **Chairman of**: SAS Sociétariat Banque Populaire Rives de Paris

Ms. Laurence Debroux, aged 41, is Chief Financial and Administrative Officer and Member of the Executive Board of JC Decaux. Before joining JC Decaux in 2010, Laurence Debroux worked in various positions at Sanofi for 14 years. She started as Treasury Manager and was subsequently promoted to Financial Director and then Head of Strategy and member of the Sanofi-Aventis Executive Committee. Previously, Laurence Debroux worked for the Elf Aquitaine Group's finance department. Laurence Debroux is a graduate of HEC.

Offices held at December 31, 2010

Member of the Board of: Natixis (since 04.01.2010)
Member of the Executive Board of: JC Decaux (Chief Financial and Administrative Officer)
Director Board of Directors of: Merial Ltd (up to 05.19.2010)

2009	2008	2007	2006
Chairman of: Sanofi 1 (up to 07.24.2009) **Chief Executive Officer of**: Sanofi Aventis Europe (up to 07.28.2009), Sanofi Aventis Participations (up to 07.24.2009) **Member of the Board of**: Sanofi Pasteur Holding (up to 09.11.2009) **Managing Directof of**: Sanofi 4 (up to 09.11.2009), Sanofi Aventis North America (up to 07.24.2009) **Director of**: Merial Ltd (since 03.02.2009), Zentiva NV (from 04.03.2009 to 09.22.2009)	**Chairman of**: Sanofi 1 **Chief Executive Officer of**: Sanofi Aventis Europe, Sanofi Aventis Participations **Member of the Board of**: Sanofi Pasteur Holding **Managing Directof of**: Sanofi 4, Sanofi Aventis North America	**Chairman of**: Biocitech Sas (up to 03.23.2007), Sanofi 1 **Chief Executive Officer of**: Sanofi Aventis Europe, Sanofi Aventis Participations **Member of the Board of**: Sanofi Pasteur Holding (since 05.29.2007) **Managing Directof of**: Sanofi 3 (up to 05.29.2007), Sanofi 4, Sanofi Aventis North America	**Chairman and Chief Executive Officer of**: Aventis Pharma Participation France (up to 04.30.2006) **Chairman of**: Biocitech Sas (since 05.24.2006), Sanofi 1 (since 05.30.2006) **Chief Executive Officer of**: Sanofi Aventis Europe (since 05.29.2006), Sanofi Aventis Participations (since 05.04.2006) **Member of the Board of**: Aventis Pharma Participation (up to 04.30.2006) **Managing Directof of**: Sanofi 3 (since 05.29.2006), Sanofi 4 (since 12.07.2006), Sanofi Aventis North America (since 04.30.2006) **Permanent representative for Aventis Pharma France, Member of the Board of**: Rhone Cooper (up to 05.31.2006) **Permanent representative for Aventis Pharma Participation**: Manager de Sanofi Aventis North America (up to 04.30.2006)

Mr. Nicolas Duhamel, 57, graduated from IEP Paris and holds a bachelor's degree in law, as well as a DESS in economics. Nicolas Duhamel is a graduate of ENA and was an Inspecteur des Finances (financial inspector) in France's Ministry for the Economy until 1984. He then held financial posts in several companies: Head of France Telecom's Treasury Department from 1984 to 1988, Chief Financial Officer for Havas (listed in the CAC 40 index) from 1993 to 1998, Deputy Chief Executive Officer of Vivendi Universal's Publishing division until 2001.Nicolas Duhamel moved to Groupe La Poste in 2002 where he was Chief Operating Officer, Chief Financial Officer and a member of the group's Executive Committee. Since July 31, 2009, he has been Chief Executive Officer* and a member of the management Board of BPCE in charge of finance.

Offices at December 31, 2010

Chief Financial Officer and Member of the Management Board of: BPCE
Chief Operating Officer of: CE Participations (up to 08/05/2010), BP Participations (up to 08/05/2010), CE Holding Promotion (since 06/30/2010)
Member of the Supervisory Board of: Fonds de Garanties des Dépôts (since March 29, 2010)
Member of the Board of: BPCE IOM
Permanent representative for BPCE on the Boards of: Natixis, Crédit Foncier de France, CE Holding Promotion (since 06/30/2010)
Chairman of the CFF Audit Committee

Offices at December 31 of previous financial years

2009	2008	2007	2006
Chief Financial Officer and Member of the Management Board of: BPCE (since 07/31/2009) **Permanent representative for BPCE on the Board of**: Natixis (since 08/25/2009) **Chief Operating Officer of**: CE Participations (since 07/31/2009), BP Participations (since 07/31/2009) **Member of the Board of**: Financière Océor (since 07/15/2009) **Permanent representative for CE Participations on the Board of**: Crédit Foncier de France (since 10/15/2009) **Chairman of the CFF Audit Committee** (since 10/15/2009)	**Chief Operating Officer**: Groupe La Poste **Member of the Executive Committee**: Groupe La Poste	**Chief Operating Officer**: Groupe La Poste **Member of the Executive Committee**: Groupe La Poste	**Chief Operating Officer**: Groupe La Poste **Member of the Executive Committee**: Groupe La Poste

* *The title of Chief Executive Officer is not used in the sense intended by Article L.225-66 of the French Commercial Code.*

Mr. Stève Gentili, aged 61, Chairman of BRED Banque Populaire since 1998. Until 2004, Stève Gentili was head of a large food industry corporation. He also chairs Agence des Banques Populaires pour la Coopération et le Développement (ABPCD) and Natixis Pramex International.

Offices at December 31, 2010

Member of the Supervisory Board of: BPCE
Member of the Board of: Natixis
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 (up to 10.07.2010), Natixis Algeria (up to 12.31.2010), Natixis Pramex International Milan, Société Marseillaise de Crédit (up to 09.21.2010), Thales, BGF+, Promépar Gestion, BRED Cofilease, Prépar Iard
Member of the Supervisory Board of: Prépar-Vie
Permanent representative to BRED Banque Populaire to the Board of Directors of: BICEC, BCI (Banque Commerciale Internationale)

Offices at December 31 of previous financial years

2009
Member of the Supervisory Board of: BPCE
Member of Supervisory Board (up to 04.30.2010) and member of the Board of: Natixis
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 (up to 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 to BRED Banque Populaire to the Board of Directors of: BICEC, BCI (Banque Commerciale Internationale)

2008
Member of the Supervisory Board of: Natixis
Chairman of the Board of Directors of: BRED Banque Populaire, BRED Gestion, Natixis Pramex International, Spig, Natixis Institutions Jour
Chairman of the Supervisory Board of: Banque Internationale de Commerce – BRED
Chairman of: Compagnie Financière de la BRED (Cofibred),
Vice-Chairman of: Banque Fédérale des Banques Populaires
Member of the Board of: Bercy Gestion Finances +, BRED Cofilease, Coface, Natixis Algeria, Natixis Pramex Italia Srl, Prepar Iard (société anonyme), Promepar Gestion (société anonyme), Société Marseillaise de Crédit
Member of the Supervisory Board of: Prépar-Vie
Permanent representative for BRED Banque Populaire to the Board of Directors of: BICEC, BCI – Banque Commerciale Internationale, Njr Invest

2007
Member of the Supervisory Board of: Natixis
Chairman of the Board of Directors of: BRED Banque Populaire, Natixis Pramex International, BRED Gestion
Chairman of: Agence Banque Populaire pour la Coopération et le Développement, Bureau international – Forum francophone des affaires, Compagnie Financière de la BRED (Cofibred)
Vice-Chairman of the Supervisory Board of: Banque Internationale de Commerce-BRED (BIC-BRED)
Vice-Chairman of: Banque Fédérale des Banques Populaires
Member of the Board of: Coface, Natexis Algeria, Pramex International Milan, BGF+, BRED Cofilease, Prépar IARD, Promépar Gestion
Member of the Supervisory Board of: Prépar-Vie, LFI
Permanent representative for BRED Banque Populaire to the Board of: BICEC, BCI
Permanent representative for Cofibred to the Board of: LFI

2006
Member of the Supervisory Board of: Natixis
Chairman of the Board of Directors of: BRED Banque Populaire, Natexis Pramex International, BRED Gestion
Chairman of the Supervisory Board of: Banque Populaire Asset Management
Chairman of: Association Banque Populaire pour la Coopération et le Développement, Bureau international – Forum francophone des affaires
Vice-Chairman of the Supervisory Board of: Banque Internationale de Commerce-BRED (BIC-BRED)
Member of the Board of: Banque Fédérale des Banques Populaires, Coface, Natexis Algeria, Natexis Pramex Italia Srl, Compagnie Financière de la BRED (Cofibred), LFI, BGF+, BRED Cofilease
Permanent representative for BRED Banque Populaire to the Board of: BICEC

Mr. Bernard Jeannin, aged 62, Chief Executive Officer of Banque Populaire Bourgogne Franche-Comté
He holds a master's degree in Economic Science and joined Groupe Banque Populaire via Banque Populaire Franche-Comté in 1972. After a period in the Loans Department and in operations (notably branch management), he joined senior management and successively held the posts of central director in charge of human resources, then commitments and lastly general control. In 1992, he was appointed Deputy Chief Executive Officer of Banque Populaire Bretagne-Atlantique, in charge of development and subsidiaries. He subsequently became Chief Executive Officer of Banque Populaire du Quercy et de l'Agenais in 1997, then Chief Executive Officer of Banque Populaire de Franche-Comté, du Mâconnais et de l'Ain in 2001. He was appointed Chief Executive Officer of Banque Populaire Bourgogne Franche-Comté in 2002, at the time of its creation through the merger of Banque Populaire Bourgogne and Banque Populaire de Franche-Comté, du Mâconnais et de l'Ain.

Offices at December 31, 2010

Member of the Supervisory Board of: BPCE
Member of the board of: Natixis
Chief Executive Officer of: Banque Populaire Bourgogne Franche-Comté
Member of the board of: Natixis Assurances, (up to 20/09/2010) Natixis Lease (up to 22/09/2010), Natixis Paiements (up to 06/10/2010), Banque de Savoie (up to 25/02/2010), BP Participations (up to 05/08/2010), IPMPE
Permanent representative for Banque Populaire Bourgogne Franche-Comté to the boards of directors of: i-BP, BPCE Domaine (since 18/06/2010), Banques Populaires' corporate start-up organisation

Offices at December 31 of previous financial years

2009
Member of the Supervisory Board of: BPCE (since 31/07/2009)
Member of Supervisory Board (up to 30/04/2010) and member of the board of: Natixis
Chief Executive Officer of: Banque Populaire Bourgogne Franche-Comté
Member of the board of: Natixis Assurances, Natixis Lease (Vice-President), Natixis Paiements, Banque de Savoie, BP Participations, IPMPE
Permanent representative for Banque Populaire Bourgogne Franche-Comté to the board of directors of: i-BP, Banques Populaires' corporate start-up organisation

2008
Member of the Supervisory Board of: Natixis
Chief Executive Officer of: Banque Populaire Bourgogne Franche-Comté
Member of the board of: Banque Fédérale des Banques Populaires (Secretary), Natixis Assurances, Natixis Lease, Natixis Paiements, Banque de Savoie, IPMPE
Permanent representative for Banque Populaire Bourgogne Franche-Comté to the board of directors of: i-BP

2007
Member of the supervisory board of: Natixis
Chief Executive Officer of: Banque Populaire Bourgogne Franche-Comté
Member of the board of: Natixis Assurances, Natixis Paiements, Natixis Lease, C.A.R, IPMPE, Institution de Prévoyance du Groupe Banque Populaire
Permanent representative for Banque Populaire Bourgogne Franche-Comté to the board of directors of: i-BP

2006
Chief Executive Officer of: Banque Populaire Bourgogne Franche-Comté
Member of the board of: Banque Fédérale des Banques Populaires, Nate4xis Banques Populaires, Natexis Assurances, Natexis Paiements, Natexis Lease, C.A.R, IPMPE, Institution de Prévoyance du Groupe Banque Populaire
Permanent representative for Banque Populaire Bourgogne Franche-Comté to the board of directors of: i-BP

Mr. Olivier Klein, aged 54, graduated from ENSAE and holds an advanced degree in finance from HEC. He has held various responsibilities within BFCE and notably created and managed the investment bank specialized in M&A and private equity. He joined Groupe Caisse d'Epargne in 1998 and became Chairman of the Management Board of Caisse d'Epargne Ile-de-France Ouest in 2000. He was subsequently appointed Chairman of the Management Board of Caisse d'Epargne Rhône-Alpes in 2007. Olivier Klein is Chairman of the national retail banking commission for the Caisses d'Epargne banks. He is also a member of the boards of Natixis and Coface and an associate professor of Economics and Finance at HEC.
Since April 7, 2010, Olivier Klein has been Chief Executive Officer* in charge of Commercial Banking and Insurance and a member of the Management Board of BPCE

Offices held at December 31, 2010

Member of the Executive Board of: BPCE – Banque Commerciale and Assurances (since 04.07.2010)
Member of the Board of: Natixis
Chairman of the Executive Board of: Caisse d'Epargne Rhône Alpes (up to 06.30.2010)
Chairman of the Board of Directors of: Rhone-Alpes PME Gestion (up to September 2010)
Member of the Board of: Crédit Foncier de France (since 04.26.2010), BPCE International and Outre-Mer (since 03.17.2010), Banque Privée 1818 (since 09.30.2010), CNP Assurances (since 04.22.2010), Sopassur (since 04.22.2010), ENS Lyon, Neptune Technologies, Coface (up to 09.30.2010), Natixis Global Asset Management (up to 09.30.2010), Natixis Financement (up to 09.30.2010),
Member of the Supervisory Board of: Banque Palatine (since 05.26.2010), GCE Capital (since 04.06.2010), Socfim (since 05.10.2010)
Permanent representative for CE Participations, member of the Supervisory Board of: la Compagnie des Alpes (up to 07.28.2010)
Permanent representative for CERA, member of the Supervisory Board of: la Société des Trois Vallées, CGE Business Services (up to in July 2010)
Permanent representative for BPCE, member of the Board of: SAS Ecureuil Vie Développement (since 04.15.2010) and GCE Business Services, I-BP

Offices at December 31 of previous financial years

2009
Chairman of the Executive Board of: Caisse d'Epargne Rhône Alpes (individual office)
Chairman of the Supervisory Board of: Rhône-Alpes PME Gestion
Member of the Board of: Natixis, Coface, Natixis Consumer Finance (up to 12.31.2009), Natixis Global Asset Management, Natixis Financement, Neptune Technologies
Member of the Supervisory Board of: Compagnie 1818 (up to 06.30.2009)
Permanent representative for CE Participations, member of the Supervisory Board of: la Compagnie des Alpes
Permanent representative for CERA, member of the Supervisory Board of: la Société des Trois Vallées, CGE Business Services

2008
Member of the Supervisory Board of: Natixis
Chairman of the Executive Board of: Caisse d'Epargne Rhône Alpes
Chairman of the Supervisory Board of: Rhône-Alpes PME Gestion
Member of the Board of: Coface, Natixis Consumer Finance, Natixis Financement, Natixis Global Asset Management, Neptune Technologies
Member of the Supervisory Board of: la Compagnie 1818 – Banquiers Privés
Permanent representative for CERA, member of the Board of: la Fédération Nationale des Caisses d'Epargne
Permanent representative for CNCE, member of the Supervisory Board of: la Compagnie des Alpes
Permanent representative for CERA, member of the Supervisory Board of: GCE Business Services, la Société des Trois Vallées
Permanent representative for CERA: Manager of Terrae

2007
Chairman of the Executive Board of: Caisse d'Epargne Rhône Alpes
Member of the Supervisory Board of: Ecureuil Gestion, Ecureuil Gestion FCP
Permanent representative for CERA, member of the Board of: SALT
Permanent representative for CERA, member of the Supervisory Board of: ARPEGE

2006
Chairman of the Executive Board of: Caisse d'Epargne Île de France Ouest

* *The title of Chief Executive Officer is not used in the sense intended by Article L.225-66 of the French Commercial Code.*

Mr. Yvan de La Porte du Theil, aged 61, is an advisor to the Chairman of BPCE's Executive Board, and from July 2009 to April 2010 was Chief Executive Officer, and member of the BPCE Executive Board in charge of Banques Populaires. After graduating from IAE Nantes (Institut d'Administration des Entreprises) and Institut de Contrôle de Gestion de Nantes, Yvan de la Porte du Theil joined Banque Populaire. In 1982, he was appointed Deputy CEO of Banque Populaire Val de France. In 1993, he joined Chambre Syndicale des Banques Populaires, where he worked as Central Director in charge of development, communication and international affairs (1993-1995), then as Deputy CEO (1995-1999), and Executive Vice President for development, international affairs, organisation and technologies (2000). He was CEO of Banque Populaire Val de France from 2002 until August 2009.

Offices at December 31, 2010

Member of the Executive Board of: BPCE – Banques Populaires network (up to 07.04.2010)
Member of the Board of: Natixis (up to 05.27.2010)
Chairman of the Board of Directors of: Banque Tuniso-Koweitienne (BTK)
Chairman of the Supervisory Board of: M.A Banque (since 05.26.2010)
Vice-Chairman of the Board of Directors of: Fransabank
Member of the Board of: Coface, BPCE IOM, Banque des Mascareignes (since 18.03.2010), Société Marseillaise de Crédit (up to 09.21.2010), Banque Privée 1818 (up to 09.30.2010)
Member of the Supervisory Board of: Foncia Groupe
Permanent representative for BPCE, member of the Board of: BP Participations, Informatique Banques Populaires
Permanent representative for BP Participations, associate Manager of: SCI Ponant Plus (up to 08.05.2010)

Mr. Yvan de La Porte du Theil

Offices at December 31 of previous financial years

2009	2008	2007	2006
Chief Executive Officer of: Banques Populaires **Member of the Executive Board of**: BPCE (since 07.31.2009) **Member of Supervisory Board (up to 04.30.2010) and member of the Board of**: Natixis **Chief Executive Officer of**: BP Val de France (up to 08.01.2009) **Deputy CEO of**: BP Participations (up to 07.31.2009) **Chairman of the Supervisory Board of**: MA BANQUE (up to 12.31.2009) **Vice-Chairman of the Board of Directors of**: BP Participations (up to 03.16.2009) **Member of the Board of**: Coface, Natixis Private Banking, CCSO (up to 04.30.2009), Société Marseillaise de Crédit (since 03.11.2009), Financière Océor (since 07.15.2009), Banque Privée 1818 (since 30.06.2009), **Member of the Supervisory Board of**: FONCIA Groupe **Permanent representative for BPCE, member of the Board of**: BP Participations (since 07.31.2009), Informatique Banques Populaires (since 09.14.2009), Natixis Assurances (up to 10.07.2009), **Permanent representative for BP Participations, member of the Board of**: Natixis Assurances (from 03.04.2009 to 10.07.2009) **Permanent representative for BP Participations**: Chairman of SAS Ponant 2 (from 06.30.2009 to 07.31.2009), Chairman of SAS SISBP (from 06.10.2009 to 07.31.2009), associate Manager of SNC Bankeo (from 17.06.2009 to 07.31.2009), associate Manager of SCI Ponant Plus (since 06.30.2009)	**Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Banque Populaire Val de France **Chairman of the Supervisory Board of**: MA BANQUE **Vice-Chairman of the Board of Directors of**: Banque Fédérale des Banques Populaires **Member of the Board of**: Banque Fédérale des Banques Populaires, Coface, Natixis Private Banking, Crédit Commercial du Sud-Ouest (CCSO) **Member of the Supervisory Board of**: FONCIA Groupe **Permanent representative for Banque Populaire Val de France, member of the Board of**: i-BP	**Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Banque Populaire Val de France **Chairman of the Supervisory Board of**: MA BANQUE **Vice-Chairman of the Board of Directors of**: Banque Fédérale des Banques Populaires **Member of the Board of**: Coface, Natixis Pramex North America Corp, Natixis Private Banking **Member of the Supervisory Board of**: FONCIA Groupe paid by Natexis Banques Populaires **Permanent representative for Banque Populaire Val de France, member of the Board of**: i-BP **Member of**: Executive Committee of Confédération Internationale des Banques Populaires	**Member of the Supervisory Board of**: Natixis **Chief Executive Officer of**: Banque Populaire Val de France **Chairman of the Supervisory Board of**: MA BANQUE (formerly SBE) **Member of the Board of**: Banque Fédérale des Banques Populaires, Coface **Permanent representative for Banque Populaire Val de France, member of the Board of**: i-BP **Member of**: Executive Committee of Confédération Internationale des Banques Populaires, Banque Populaire Audit and Risks Committee, Natexis Banques Populaires Remunerations Committee

Mr. Alain Lemaire, aged 59, is an alumnus of École Nationale des Impôts and ENA, and was Chief Executive Officer of Crédit Foncier de France from 1999 to 2002, then Chairman of Caisse d'Epargne Provence-Alpes-Corse from 2002 until June 2009. He was Chief Executive Officer of La Caisse Nationale des Caisses d'Epargne from October 2008 until the end of July 2009. He is currently a member of BPCE's Executive Board.

Offices held at December 31, 2010

Member of the Executive Board of: BPCE – Caisses d'Epargne network (up to 04.07.2010)
Member of the Board of: Natixis (up to 27.05.2010)
Chairman of the Board of Directors of: Natixis Asset Management (up to 09.30.2010), BPCE Domaines (up to 12.31.2010), Erixel (up to 05.05.2010), Meilleurs Taux
Chairman of the Supervisory Board of: Banque Palatine, GCE Capital, SOCFIM (up to 05.10.2010)
Chairman of the Supervisory Committee of: FLCP (up to 02.19.2010)
Chairman of: Erixel (up to 05.05.2010), GCE Fidélisation, Oterom Holding
Member of the boards of: Crédit Foncier de France (up to 04.07.2010), Nexity, Banque Privée 1818 (up to 09.30.2010), Banca Carige (Italy), CNP Assurances (up to 04.22.2010), Sopassure, (up to 04.22.2010) Natixis Epargne Financière (up to 08.31.2010), Natixis Epargne Financière Services (up to 08.31.2010), Erilia (up to 12.31.2010), Ecureuil Vie Développement, CEMM, Oterom Holding (since 03.24.2010)
Member of the Supervisory Board of: ANF
Permanent representative for BPCE, member of the Board of: CE Participations (up to 04.07.2010) and Ecureuil Vie Développement
Permanent representative for BPCE, member of the Supervisory Board of: GCE Business Services, GIE CE Syndication Risque (Chairman)
Non-voting board member for: The Yunus Movie Project Partners

Alain Lemaire

Offices at December 31 of previous financial years

2009	2008	2007	2006
Member of the Executive Board of: BPCE **Permanent representative for CNCE, (up to 08.25.2009) and member of the Board of**: Natixis **Chairman of the Board of Directors of**: Natixis Asset Management, Erixel **Chairman of the Supervisory Board of**: Banque Palatine, GCE Capital, SOCFIM **Chairman of the Supervisory Committee of**: FLCP (since 01.08.2009) **Chairman of**: Erixel, GCE Fidélisation (since 25.09.2009) **Member of the boards of**: Crédit Foncier de France, Nexity, Banque Privée 1818, Banca Carige (Italy), CNP Assurances, Sopassure, GCE Domaines, Natixis Epargne Financière, Natixis Epargne Financière Services, Erilia, La Chaine Marseille – LCM (up to 11.30.2009), Ecureuil Vie Développement, **Member of the Supervisory Board of**: ANF, The Yunus Movie Project Partners (since 01.22.2009) **Permanent representative for BPCE, member of the Board of**: CE Participations (since 07.31.2009), Ecureuil Vie Développement **Manager of**: La Société Civile et Forestière de PY and Rotja (up to 12.31.2009) **Permanent representative for BPCE, member of the Supervisory Board of**: GCE Business Services, GIE CE Syndication Risque (Chairman since 10.22.2009) **Permanent representative for CEPAC**, member of the Executive Committee of Viveris (up to 12.31.2009) **Permanent representative for CEPAC, member of the Board of**: Banque des Antilles Françaises (Chairman up to 12.31.2009), Marseille **Permanent representative for CEPAC, member of the Supervisory Board of**: Viveris Management (up to 12.31.2009)	**Member of the Executive Board/Chief Executive Officer of**: Caisse Nationale des Caisses d'Epargne (CNCE) **Chairman of the Executive Board of**: Caisse d'Epargne et de Prévoyance Provence Alpes Corse **Chairman of the Board of Directors of**: Crédit Foncier de France, Natixis Asset Management, Erixel **Chairman of the Supervisory Board of**: Banque Palatine, FLCP (Supervisory Committee), GCE Capital, SOCFIM **Chairman of**: Erixel **Member of the board/of the Supervisory Board of**: Natixis (permanent representative for CNCE), Nexity, Banca Carige, CNP Assurances, Sopassure, GCE Domaines, Marseille Aménagement, Erilia, Banque de la Réunion (permanent representative for CEP PAC), Banque des Antilles Françaises (permanent representative for CEP PAC), La Chaîne Marseille – LCM (permanent representative for CEP PAC), Natixis Epargne Financière, Natixis Epargne Financière Gestion, ANF, La Compagnie 1818 – Banquiers Privés, Proxipaca Finance (Executive Board), Financière Océor (permanent representative for CEP PAC), Viveris Management, Viveris (Executive Board) **Manager of**: SCF Py & Rotja **Non-voting board member for**: The Yunus Movie Project Partners	**Chairman of the Executive Board of**: Caisse d'Epargne et de Prévoyance Provence Alpes Corse **Chairman of the Supervisory Board of**: SOCFIM **Vice-Chairman of the Supervisory Board of**: Ecureuil Gestion, Ecureuil Gestion FCP **Member of the board/of the Supervisory Board of**: Caisse Nationale des Caisses d'Epargne (CNCE), Arpège, GCE Capital, La Compagnie 1818 – Banquiers Privés, Proxipaca Finance (Executive Board), Financière Océor (permanent representative for CEP PAC), Banque de la Réunion (permanent representative for CEP PAC), Banque des Antilles Françaises (permanent representative for CEP PAC), La Chaine Marseille – LCM (permanent representative for CEP PAC) **Manager of**: SCF Py & Rotja	**Chairman of the Executive Board of**: Caisse d'Epargne et de Prévoyance Provence Alpes Corse **Chairman of the Supervisory Board of**: SOCFIM **Vice-Chairman of the Supervisory Board of**: Ecureuil Gestion, Ecureuil Gestion FCP **Member of the board/of the Supervisory Board of**: Caisse Nationale des Caisses d'Epargne (CNCE), Arpège, GCE Capital, La Compagnie 1818 – Banquiers Privés, Proxipaca Finance (Executive Board), Financière Océor (permanent representative for CEP PAC), Banque de la Réunion (permanent representative for CEP PAC), Banque des Antilles Françaises (permanent representative for CEP PAC), La Chaine Marseille – LCM (permanent representative for CEP PAC) **Manager of**: SCF Py & Rotja

Mr. Jean-Bernard Mateu, aged 46, is a graduate of École Polytechnique and a graduate engineer of École Nationale Supérieure des Télécommunications de Paris. After successively working as Methods Group Manager at La Compagnie Bancaire, Sales Development Director then IT Studies Director at Crédit du Nord and General Secretary then Head of Operations at La Banque Directe (Axa Banque), he joined the Caisses d'Epargne group in 2000. He first joined Caisse d'Epargne de Picardie as a member of the Executive Board in charge of Networks and Sales Development. He then moved on to work as head of the Sales Planning and Supervision Department, then went to the Social Economy and Social Housing Department at Caisse Nationale des Caisses d'Epargne (now known as BPCE) before becoming Chief Executive Officer of Natixis Financement (formerly Caisse d'Epargne Financement) 2005 – member of Natixis' Executive Committee. He joined Caisse d'Epargne Rhône Alpes on July 1, 2010 as Chairman of the Executive Board.

Offices held at December 31, 2010

Member of the Board of: Natixis (since August 5, 2010)
Chairman of the Executive Board of: Caisse d'Epargne et de Prévoyance de Rhône Alpes (CERA) (since 07.01.2010)
Chief Executive Officer of: Novacrédit, Natixis Financement (up to 11.23.2010), Natixis Consumer Finance (up to 11.23.2010)
Chairman of the Supervisory Board of: Rhône-Alpes PME Gestion (since 09.20.2010)
Member of the Board of: Natixis Paiements (since 10.06.2010)
Permanent representative for CERA to the Supervisory Board of: GCE Business Services (since 07.19.2010), Société des Trois Vallées (since 07.19.2010)
Permanent representative for CERA to the board of: Fédération Nationale des Caisses d'Epargne (since 07.19.2010)

Offices at December 31 of previous financial years

2009	2008	2007	2006
Chief Executive Officer of: Natixis Financement, Natixis Consumer Finance, Novacrédit **Member of the Board of**: Novacrédit	**Chief Executive Officer of**: Natixis Financement, Natixis Consumer Finance, Novacrédit **Member of the Board of**: Novacrédit	**Chief Executive Officer of**: Natixis Financement, Natixis Consumer Finance (since 11.09.2007), Novacrédit **Member of the Board of**: Novacrédit (since 11.27.2007)	**Chief Executive Officer of**: Natixis Financement

Mr. Laurent Mignon, aged 47, has been Chief Executive Officer of Natixis since May 2009. A graduate of HEC and the Stanford Executive Program, for 10 years, Laurent Mignon has worked in various positions at Banque Indosuez, from the trading floor to corporate banking. In 1996, he joined Schroders Bank in London before going on to AGF in 1997 as CFO; he was appointed to the Executive Committee in 1998. He then worked on Investments in 2002 at Banque AGF, AGF Asset Management, and AGF Immobilier, and then for the Life and Financial Services and Credit Insurance divisions in 2003. From September 2007 to May 2009, he was associate Manager at Oddo et Cie alongside Philippe Oddo.

Offices held at December 31, 2010

Chief Executive Officer of: Natixis
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 for Natixis to the Board of Directors), Sequana, Arkema, Lazard Ltd
Chairman of: SAS Coface Holding (since 11.22.2010)
Non-voting member of: BPCE's board (Permanent representative for Natixis)

Offices at December 31 of previous financial years

2009
Chief Executive Officer of: Natixis (since 05.14.2009)
Member of the Board of: Natixis Global Asset Management (since 09.11.2009), Sequana, Arkema, Coface (since 10.27.2009), Lazard Ltd (since July 28, 2009), Cogefi S.A. (up to 05.13.2009), Génération Vie (up to 05.13.2009)
Non-voting member of: BPCE's board (Permanent representative for Natixis) (since 08.25.2009)
Associate Manager of: Oddo et Cie (up to 05.13.2009)
Chairman and Chief Executive Officer of: Oddo Asset Management (up to 05.13.2009)
Member of the Supervisory Board of: la Banque Postale Gestion Privée (up to 05.13.2009)
Permanent representative for Oddo et Cie: associate Manager of Oddo Corporate Finance (up to 05.13.2009)

2008
Associate Manager of: Oddo et Cie
Chief Executive Officer of: Oddo Asset Management
Chairman of the Supervisory Board of: Oddo Corporate Finance
Member of the Supervisory Board of: la Banque Postale Gestion Privée
Permanent representative for Oddo et Cie: associate Manager of Oddo Corporate Finance

2007
Associate Manager of: Oddo et Cie
Chief Executive Officer of: Oddo Asset Management
Chief Executive Officer of: AGF
Chairman of: the AGF France Executive Committee
Deputy CEO of: AGF S.A., AGF Holding
Chairman of the Supervisory Board of: Oddo Corporate Finance, AGF Informatique, AVIP
Chairman of the Board of Directors of: Coparc, Génération Vie
Vice-Chairman of the Supervisory Board of: Euler Hermès
Member of the Supervisory Board of: Oddo & Cie SCA
Member of the Board of: W Finance, AGF Holding, GIE Placements d'Assurance, AGF Asset Management
Permanent representative for Oddo et Cie: associate Manager of Oddo Corporate Finance

2006
Chief Executive Officer of: AGF
Chairman of: the AGF France Executive Committee
Deputy CEO of: AGF S.A., AGF Holding
Chairman of the Supervisory Board of AGF Informatique, AVIP
Chairman of the Board of Directors of: AGF Vie, Coparc, Génération Vie, AGF Iart
Vice-Chairman of the Supervisory Board of: Euler Hermès
Member of the Supervisory Board of: Oddo & Cie SCA,
Member of the Board of: W Finance, AGF Holding, GIE Placements d'Assurance, AGF Asset Management, AGF International

Mr. Jean-Charles Naouri, aged 61, is Chief Executive Officer and founder of Euris, the holding company of Casino, one of France's leading retail groups. He began his career as Inspector of Finance at the Treasury Department then worked as Cabinet Head for the minister of social affairs and national solidarity in 1982 and the minister of the economy, finance and budget in 1984. He was also associate Manager at Rothschild & Cie Banque from 1987 to 2005.

Offices held in 2010

FRANCE
Member of the Board of: Natixis (until December 31, 2010)
Chief Executive Officer of: Casino, Guichard-Perrachon, Rallye
Chairman of: Euris SAS
Chairman and member of the Board of: Finatis (until April 14, 2010)
Member of the Board of: Fimalac
Manager of: SCI Penthièvre Seine, (until May 30, 2010), SCI Penthièvre Neuilly
Member of the advisory Board of: Banque de France
Vice-Chairman then Chairman of: the Euris Foundation (since July 23, 2010)
Chairman of: the "Promotion des talents" organisation
Honorary chairman and member of the Board of: the Institut de l'École Normale Supérieure
INTERNATIONAL
Member of the Board of: Companhia Brasileira de Distribuicao (CDB) and Wilkes Participaçoes

Offices at December 31 of previous financial years

2009
Member of the Supervisory Board (up to 04.30.2010) and member of the Board of: Natixis
Chief Executive Officer of: Casino, Guichard-Perrachon, Rallye
Chairman of: Euris SAS
Chairman of the Board of: Finatis
Member of the Board of: Fimalac, Companhia Brasileira de distribuicao (CDB), Wilkes Participaçoes
Manager of: SCI Penthièvre Seine, SCI Penthièvre Neuilly
Member of the advisory Board of: Banque de France
Chairman of: the "Promotion des Talents" organisation
Vice President of: the Foundation Euris
Honorary chairman and member of the Board of: the Institut de l'École Normale Supérieure

2008
Member of the Supervisory Board of: Natixis
Chief Executive Officer of: Casino, Guichard-Perrachon, Rallye
Chairman of: Euris SAS
Chairman of the Board of: Finatis
Member of the Board of: Fimalac, Companhia Brasileira de distribuicao (CDB), Wilkes Participaçoes
Manager of: SCI Penthièvre Seine, SCI Penthièvre Neuilly
Member of the advisory Board of: Banque de France
Chairman of: the "Promotion des Talents" organisation
Vice President of: the Foundation Euris
Honorary chairman and member of the Board of: the Institut de l'École Normale Supérieure

2007
Chief Executive Officer of: Casino, Guichard-Perrachon, Rallye
Chairman of: Euris SAS
Chairman of the Board of: Finatis
Member of the Board of: Fimalac, Companhia Brasileira de distribuicao (CDB), Wilkes Participaçoes
Manager of: SCI Penthièvre Seine, SCI Penthièvre Neuilly
Member of the advisory Board of: Banque de France
Chairman of: the "Promotion des Talents" organisation
Vice President of: the Foundation Euris
Honorary chairman and member of the Board of: the Institut de l'École Normale Supérieure

2006
Chairman of the Board of Directors of: Euris S.A., Finatis
Chief Executive Officer of: Casino, Guichard-Perrachon, Rallye
Member of the Supervisory Board of: Super Boer (formerly Laurus), Natixis
Member of the Board of: Finamac, HSBC France, Companhia Brasileira de Distribuicao (CDB) and Wilkes Participaçoes
Non-voting board member of: Caisse Nationale des Caisses d'Epargne et de Prévoyance
Representative for Casino, Guichard Perrachon: Chairman of Distribution Casino France
Manager of: SCI Penthièvre Seine, SCI Penthièvre Neuilly
Member of the advisory Board of: Banque de France
Chairman of: the "Promotion des Talents" organisation
Vice President of: the Foundation Euris
Honorary chairman and member of the Board of: the Institut de l'École Normale Supérieure

Mr. Bernard Oppetit, aged 54, is Chairman of Centaurus Capital, a fund management company he founded in 2000. Centaurus Capital, a major player in alternative asset management, operates in London and Hong Kong. Before he founded Centaurus Capital, he spent twenty years at the Paribas group, in Paris, New York and then London. From 1995 to 2000, he was global head of Equity Derivatives. Bernard Oppetit is an alumnus of École Polytechnique and a French External Trade Advisor.

Offices held in 2010

FRANCE
Member of the Board of: Natixis
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: the École Polytechnique Charitable Trust, Tigers Alliance Fund Management (Vietnam) (since 07.01.2010)
Member of the advisory Board of: Ondra Partners

Offices at December 31 of previous financial years

2009
FRANCE
Member of the Board of Natixis (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: the École Polytechnique Charitable Trust
Member of the advisory Board of: Ondra Partners
Offices below end on September 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)

2008
INTERNATIONAL
Chairman of: Centaurus Capital Limited
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), Centaurus Capital Holdings Limited, Centaurus Global Holdings Limited, Centaurus Management Company Limited
Trustee for: École Polytechnique Charitable Trust
Maison de l'Institut de France in London

2007
INTERNATIONAL
Chairman of: Centaurus Capital Limited
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), Centaurus Capital Holdings Limited, Centaurus Global Holdings Limited Centaurus Management Company Limited
Trustee for: École Polytechnique Charitable Trust, Maison de l'Institut de France in London

2006
INTERNATIONAL
Chairman of: Centaurus Capital Limited
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 Capital Holdings Limited, Centaurus Management Company Limited
Trustee for: Maison de l'Institut de France in London

Mr. Didier Patault, aged 49, is Chairman of the Caisse d'Epargne Bretagne Pays de Loire Executive Board and a member of the BPCE Supervisory Board.
He is an alumnus of École Polytechnique and École Nationale des Statistiques et de l'Administration Économique (ENSAE). Throughout his career, Didier Patault has served as Chairman of the Executive Board of Caisse d'Epargne des Pays du Hainaut, Chairman of the Executive Board of Caisse d'Epargne des Pays de la Loire and Chairman and Chief Executive Officer of SODERO.

Offices held at December 31, 2010

Member of the Supervisory Board of: BPCE
Member of the Board of: Natixis
Chairman of the Executive Board of: la Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire
Chief Executive Officer of: SODERO
Chairman of the Board of Directors of: SODERO Participations, S.A. des Marches de l'Ouest (SAMO), Mancelle d'Habitation (up to 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 (up to 08.05.2010), Natixis Global Asset Management (up to 09.01.2010), Compagnie de Financement Foncier – SCF, Natixis Coficiné (since 10.19.2010), La Mancelle d'Habitation (since 11.17.2010), CE Holding Promotion (since 06.30.2010)
Permanent representative for CEBPL, member of the Board of: Pays de la Loire Développement, SEMITAN, NAPF , FNCE
Permanent representative for CEBPL, member of the Supervisory Board of: GCE Business Services, GCE Technologies

Didier Patault

Offices at December 31 of previous financial years

2009

Member of Supervisory Board of: BPCE (since 07.31.2009)
Member of the Supervisory Board (up to 04.30.2010) and member of the Board of: Natixis
Chairman of the Executive Board of: la Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire
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 for CEBPL, member of the Board of: Pays de la Loire Développement, SEMITAN, NAPF
Permanent representative for CEBPL, member of the Supervisory Board of: GCE Business Services, GCE Technologies
Permanent representative for Sodero Participations: Chairman of the Supervisory Board of Grand Ouest Gestion (up to 12.31.2009)

2008

2nd Vice-Chairman of the Supervisory Board of: Natixis
Chairman of the Executive Board of: la Caisse d'Epargne et de Prévoyance de Bretagne Pays de Loire (since 04.11.2008)
Chairman and Chief Executive Officer of: SODERO
Chairman of the Supervisory Board of: SODERO Gestion, BATIROC Bretagne – Pays de Loire, Grand Ouest Gestion (permanent representative for SODERO Participations)
Chairman of the Board of Directors of: SODERO Participations, la Mancelle d'Habitation, S.A. des Marches de l'Ouest
Member of the Supervisory Board of: GCE Capital, GCE Business Services (permanent representative for CEBPL), GIRCE Ingénierie (permanent representative for CEBPL) (up to 07.01.2008)
Member of the Board of: Pays de la Loire Développement (permanent representative for CEBPL), SEMITAN (permanent representative for CEBPL), NAPF (permanent representative for CEBPL), Compagnie de Financement Foncier SCF, Oterom Holding (up to 12.11.2008), Meilleurtaux (up to 12.11.2008) GIRCE Stratégie (permanent representative for CEBPL) up to 07.01.2008, Caisse d'Epargne Group University (up to 06.16.2008), FNCE

2007

Member of the Supervisory Board of: Natixis
Chairman of the Executive Board of: la Caisse d'Epargne et de Prévoyance des Pays de la Loire
Chairman and Chief Executive Officer of: SODERO
Chief Executive Officer of: Caisse d'Epargne et de Prévoyance de Bretagne
Chairman of the Supervisory Board of: SODERO Gestion, BATIROC Pays de Loire, Grand Ouest Gestion (permanent representative for SODERO Participations)
Chairman of the Board of Directors of: SODERO Participations, la Mancelle d'Habitation, S.A. des Marchés de l'Ouest
Member of the Supervisory Board of: GCE Capital, GCE Business Services (permanent representative for CEP PDL), GIRCE Ingénierie (permanent representative for CEP PDL), Ecureuil Vie (up to 02.19.2007), Ixis CIB (up to 05.24.2007)
Member of the Board of: Meilleurtaux, Oterom Holding, Caisse d'Epargne Group University, Pays de la Loire Développement (permanent representative for CEP PDL), SEMITAN (permanent representative for CEP PDL), NAPF (permanent representative for CEP PDL), GIRCE Stratégie (permanent representative for CEP PDL)
Member of the Audit Committee of: Compagnie de Financement Foncier SCF, Ecureuil Vie, Ixis CIB

2006

Chairman of the Executive Board of: la Caisse d'Epargne et de Prévoyance des Pays de la Loire
Chairman and Chief Executive Officer of: SODERO
Chairman of the Supervisory Board of: SODERO Gestion, BATIROC Pays de Loire, Grand Ouest Gestion (permanent representative for SODERO Participations)
Chairman of the Board of Directors of: SODERO Participations, Mancelle Habitation, S.A. des Marchés de l'Ouest
Member of the Supervisory Board of: Natixis, GCE Capital, Ecureuil Vie, Ixis CIB, GIRCE Ingénierie (permanent representative for CEP PDL)
Member of the Board of: Caisse d'Epargne Group University, Pays de la Loire Développement (permanent representative for CEP PDL), SEMITAN (permanent representative for CEP PDL), NAPF (permanent representative for CEP PDL), GIRCE Stratégie (permanent representative for CEP PDL)

Mr. François Pérol, aged 47, is a graduate of HEC and the Institut d'Études Politiques de Paris. After graduating from ENA, François Pérol started his career in 1990 at the Inspection Générale des Finances (financial inspection body). In 1994, he became deputy general secretary of France's interministerial committee on industrial restructuring (CIRI). In 1996, he was appointed head of financial markets within the French Treasury.
From 1999-2001, he served as General Secretary of the Paris Club, in charge of international debt negotiations. After serving as deputy corporate development and financing Director within the French Treasury in 2001, in 2002 he was named deputy cabinet Director to Francis Mer, the Minister for the Economy, Finance and Industry, then deputy cabinet Director to Nicolas Sarkozy, the Minister of State for the Economy, Finance and Industry, in 2004.
In 2005, he became managing partner of Rothschild & Cie.
In May 2007, he was appointed Deputy Secretary General to the French President's office.
From March 2 to July 31, 2009, he chaired the Executive Board of la Caisse Nationale des Caisses d'Epargne and was Chief Executive Officer of La Banque Fédérale des Banques Populaires.
Since July 31, 2009, he has been Chairman of the Management Board of BPCE. He is also Chairman of the Boards of Directors of Natixis, Crédit Foncier de France and BPCE International et Outre-Mer, and Chairman of the French banking federation.

Offices held at December 31, 2010

Chairman of the Executive Board of: BPCE
Chairman of the Board of Directors of: Natixis
Chief Executive Officer of: BP Participations, CE Participations (up to 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)
Chairman of the Supervisory Board of: Foncia Groupe
Vice-Chairman of the Board of Directors of: Crédit Immobilier et Hôtelier (Morocco)
Chairman: Fédération Bancaire Française (since 09.01.2010)
Member of the Board of: BP Participations, CE Participations (up to 08.05.2010) CNP Assurances, Sopassure, Crédit Immobilier et Hotelier-CIH (Morocco), Musée d'Orsay (since 04.22.2010), CE Holding Promotion (since 06.30.2010)

Offices at December 31 of previous financial years

2009	2008	2007	2006
Chairman of the Executive Board of: BPCE (since 07.31.2009), la Caisse Nationale des Caisses d'Epargne – CNCE (until July 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 (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)	Deputy General Secretary – French President's Office	Deputy General Secretary – French President's Office	Associate Manager of Rothschild & Cie

Mr. Henri Proglio, aged 61, has held various general management positions at Générale des Eaux and Vivendi, before serving as Chief Executive Officer of Veolia Environnement, and he has served on the Boards of Directors and the Supervisory Boards of several French financial and industrial groups. Since November 2009, he has been Chairman and Chief Executive Officer of EDF

Offices held in 2010

FRANCE
Member of the Board of: Natixis
Chairman and Chief Executive Officer of: EDF
Chairman of the Board of Directors of: Veolia Environnement (up to 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)
Chairman of: EDF Energy Holdings Ltd (since 03.08.2010)
Member of the Supervisory Board of: Veolia Eau and boards A and B of Dalkia (SAS) (up to 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 the Board of Directors of: Transalpina di Energia (since 02.08.2010)
Director of: Veolia Environnement North America Operations (up to 09.13.2010)
Member of the Board of: FCC Espagne (since 05.27.2010) and Edison (since 02.08.2010)

Henri Proglio

Offices at December 31 of previous financial years

2009

FRANCE

Member of the Supervisory Board (up to 04.30.2010) and member of the Board of: Natixis
Chairman and Chief Executive Officer of: EDF (starting 11.25.2009), Veolia Environnement (up to 11.27.2009)
Chairman of the Board of Directors of: Veolia Environnement (starting 11.27.2009), Veolia Propreté, Veolia Transport, Veolia Water (up to 11.27.2009)
Member of the Board of: Dassault Aviation, Dalkia International (up to 11.27.2009), la Société des Eaux de Marseille (up to 11.27.2009), Sarp Industries (up to October 19, 2009), CNP Assurances
Manager of: Veolia Eau – Compagnie Générale des Eaux (up to 11.27.2009)
Member of the Supervisory Board of: Lagardère (up to 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 (up to 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 (starting in 11.25.2009), the National Commission for Sectors of Vital Importance (starting in 12.08.2009), the Comité d'Energie Atomique (starting 11.25.2009)
Non-voting member of: Caisse Nationale des Caisses d'Epargne (up to 07.31.2009)

INTERNATIONAL

Director of: Veolia ES Australia (up to 10.19.2009), Veolia Transport Australasia (up to 10.19.2009), Veolia Environmental Services UK (up to 10.19.2009), Siram (up to 11.27.2009), Veolia Transport Northern Europe (up to 09.02.2009), Veolia Environmental Services North America Corp.. (up to 10.29.2009), Veolia Environnement North America Operations

2008

FRANCE

Member of the Supervisory Board of: Natixis
Chairman and Chief Executive Officer of: Veolia Environnement
Chairman of the Board of Directors of: Veolia Propreté, Veolia Transport, Veolia Water
Member of the Board of: EDF, Dassault Aviation, Dalkia International, la Société des Eaux de Marseille, Sarp Industries, CNP Assurances
Manager of: Veolia Eau – Compagnie Générale des Eaux
Member of the Supervisory Boards of: Lagardère, A and B Dalkia (SAS)
Member and Chairman of the Supervisory Board of: Dalkia France
Non-voting member of: Caisse Nationale des Caisses d'Epargne

INTERNATIONAL

Director of: Veolia ES Australia, Veolia Transport Australasia, Veolia Environmental Services UK, Siram, Veolia Transport Northern Europe, Veolia Environmental Services North America Corp., Veolia Environnement North America Operations

2007

FRANCE

Member of the Supervisory Board of: Natixis
Chairman and Chief Executive Officer of: Veolia Environnement
Chairman of the Board of Directors of: Veolia Propreté, Veolia Transport, Veolia Water
Member of the Board of: EDF, Casino, Guichard-Perrachon, Dalkia International, la Société des Eaux de Marseille, Sarp Industries
Member of the Supervisory Boards of: Elior, Lagardère, CNP Assurances, A and B Dalkia (SAS)
Manager of: Veolia Eau – Compagnie Générale des Eaux
Member and Chairman of the Supervisory Board of: Dalkia France
Non-voting member of: Caisse Nationale des Caisses d'Epargne

INTERNATIONAL

Director of: Veolia ES Australia, Veolia Transport Australia, Veolia Environmental Services, Siram, Veolia Environmental Services Asia, Veolia Transport Northern Europe, Veolia Environmental Services North America Corp.

2006

FRANCE

Member of the Supervisory Board of: Natixis
Chairman and Chief Executive Officer of: Veolia Environnement
Chairman of the Board of Directors of: Veolia Propreté, Veolia Transport, Veolia Water
Member of the Board of: EDF, Casino, Guichard-Perrachon, Dalkia International, Société des Eaux de Marseille, Sarp Industries
Manager of: Veolia Eau – Compagnie Générale des Eaux
Member and Chairman of the Supervisory Board of: Dalkia France
Member of the Supervisory Board of: Elior, Lagardère, CNP Assurances, A and B of Dalkia (SAS)
Non-voting member of: Caisse Nationale des Caisses d'Epargne

INTERNATIONAL

Director of: Veolia ES Australia, Veolia Transport Australia, Veolia Environmental Services, Siram, Veolia Environmental Services Asia, Veolia Transport Northern Europe, Veolia Environmental Services North America Corp

Mr. Philippe Queuille, aged 55, graduated from the École Nationale Supérieure d'Arts et Métiers and joined Groupe Banque Populaire, via Banque Populaire du Sud-Ouest, in 1980. He was appointed Chief Executive Officer of Banque Populaire de la Loire in 1998, then Chief Executive Officer of Banque Populaire de l'Ouest in 2001. He subsequently became Chairman and Chief Executive Officer of i-BP in 2006, before being appointed Deputy Chief Executive Officer of Banque Fédérale des Banques Populaires in January 2008. On July 31, 2009, Philippe Queuille became a member of the Senior Management Committee and Deputy Chief Executive Officer in charge of operations for BPCE.
Since April 7, Philippe Queuille has been BPCE's Chief Executive Officer* in charge of operations and reorganization of the central body, and a member of the BPCE Management Board.

Offices at December 31, 2010

Member of the Management Board of: BPCE – Operations
Member of the Board of: Natixis (since 05.27.2010)
Chief Executive Officer of: Albiréo (up to October 2010), i-BP (up to March 2010)
Chairman of the Board of Directors of: Albiréo, i-BP, GCE Paiements (up to 07.28.2010)
Chairman of the Supervisory Board of: BP Covered Bonds (up to 03.15.2010), GCE Achats (up to 06.15.2010), GCE Business Services, GCE Technologies
Member of the Board of: Partecis, ICDC (since January 2010), BPCE Achats (since 06.15.2010)
Permanent representative for i-BP to the Board of Directors of: Natixis Altaïr IT Shared Services (S.A.) (up to 05.26.2010), BP Investissements (up to 06.22.2010), Natixis Paiements (up to in March 2010)
Permanent representative for BPCE, member of the Board of: Natixis Paiements (since 10.06.2010)
Permanent representative for BPCE, member of the Supervisory Board of (chairman): GCE Business Services, GCE Technologies

Offices at December 31 of previous financial years

2009
Deputy CEO of: BPCE – Operations
Chairman of the Board of Directors and Chief Executive Officer of: Albiréo, i-BP, GCE Paiements (since10.26.2009)
Chairman of the Supervisory Board of: Banques Populaires Covered Bonds (since 03.04.2009), GCE Achats (since 10.13.2009)
Member of the Board of: Partecis, Crédit Commercial du Sud-Ouest – CCSO (up to 07.09.2009)
Permanent representative for i-BP to the Board of Directors of: Natixis Altaïr IT Shared Services (S.A.), Natixis Paiements (since 08.03.2009)
Permanent representative for BP Participations (formerly BFBP) to the Board of Directors of: Natixis (up to 08.25.2009)
Permanent representative for BPCE, member of the Supervisory Board of (Chairman): GCE Business Services (since 09.24.2009), GCE Technologies (since 10.14.2009).

2008
Deputy CEO of: Banque Fédérale des Banques Populaires
Chairman and Chief Executive Officer of: i-BP, Albiréo
Permanent representative for i-BP to the Board of Directors of: Natixis Altaïr IT Shared Services (S.A.)
Permanent representative for BFBP to the Supervisory Board of: Natixis
Permanent representative for BFBP to the Board of Directors of: Partecis, Crédit Commercial du Sud-Ouest (CCSO)

2007
Chairman and Chief Executive Officer of: i-BP
Member of the Board of: Natexis Paiements
Permanent representative for i-BP to the Board of Directors of: Natexis Altaïr
Permanent representative of BFBP to the Board of Directors of: Partecis

2006
Chairman and Chief Executive Officer of: i-BP
Member of the Board of: Natexis Paiements
Permanent representative for i-BP to the Board of Directors of: Natexis Altaïr

* *The title of Chief Executive Officer is not used in the sense intended by Article L.225-66 of the French Commercial Code.*

Mr. Philippe Sueur, aged 64, is Vice President of the Caisse d'Epargne Île-de-France guidance and Supervisory Board. Mr. Sueur is a university law professor and has held various elected positions in the Paris region.

Offices at December 31, 2010

Member of the Board of: Natixis
Vice President of the guidance and Supervisory Board of: Caisse d'Epargne Île-de-France
Member of the Board of: Groupe Ecureuil Assurance, S.E.M.A.V.O. (Société d'Économie Mixte d'Aménagement du Val d'Oise)
Vice President of: the French association for mayors of tourist municipalities
President of: IFAC (Local Supervisors' Training Institute) for France and Val d'Oise (non-profit organisations)

Offices at December 31 of previous financial years

2009	2008	2007	2006
Member of the Supervisory Board (up to 04.30.2010) and member of the Board of: Natixis **Vice President of the guidance and Supervisory Board of**: Caisse d'Epargne Île-de-France **Member of the boards of**: Groupe Ecureuil Assurance, S.E.M.A.V.O. (Société d'Économie Mixte d'Aménagement du Val d'Oise) **Permanent representative for CEIDF to**: SICAV Associations **Vice President of**: the French association for mayors of tourist municipalities **President of**: IFAC (Local Supervisors' Training Institute) for France and Val d'Oise (non-profit organisations)	**Member of the Supervisory Board of**: Natixis **Vice President of the guidance and Supervisory Board of**: Caisse d'Epargne Île-de-France **Member of the Board of**: Groupe Ecureuil Assurance, S.E.M.A.V.O. **Permanent representative for CEIDF to**: SICAV Associations **Vice President of**: the French association for mayors of tourist municipalities **President of**: IFAC (Local Supervisors' Training Institute) for France and Val d'Oise (non-profit organisations)	**Member of the Supervisory Board of**: Natixis **Vice President of the guidance and Supervisory Board of**: Caisse d'Epargne Île-de-France **Chairman and Chief Executive Officer of**: Semavo (Société d'Économie Mixte d'Aménagement du Val d'Oise) **Chairman of**: the Val d'Oise Departmental Tourism and Recreation Committee **Member of the Board of**: the Syndicat des Transports d'Île-de-France (STIF), Sicav Association, Ecureuil Assurances IARD, AFTRP (Agence Foncière and Technique de la Région parisienne)	**Member of the Supervisory Board of**: Natixis **Vice President of the guidance and Supervisory Board of**: Caisse d'Epargne Île-de-France **Chairman and Chief Executive Officer of**: Semavo (Société d'Économie Mixte d'Aménagement du Val d'Oise) **Member of the Board of**: Sicav Association, Ecureuil Assurances IARD

Mr. Robert Zolade, aged 70, is Chairman of the Elior contract catering group, which he co-founded. He previously worked in various management positions in French hospitality and catering groups

Offices held in 2010

FRANCE
Member of the Board of: Natixis (up to 04.01.2010)
Chairman of: SOFIBIM (SAS) and Bagatelle Investissement et Management-BIM (SAS)
Legal representative for SOFIBIM: President of Octant Partenaires (SAS)
Manager of: Servinvest (SARL), M.B.O.B. (SCI), L.M.D.B. (SCI)
Legal representative for Bagatelle Investissement et Management (BIM): Chairman of the Supervisory Board of HBI (SCA)
Legal representative for SOFIBIM: Chairman of the Supervisory Board of Bercy Présidence
Legal representative for Bagatelle Investissement et Management: chairman of Eurelior SAS, Fidelior SAS, Financière Elior SAS, Sofilior SAS
Chairman of: Bercy Services XII SAS (up to March 31, 2010) and Novelior (up to 09.21.2010)
Up to October 7, 2010
Legal representative for Bercy Présidence: general managing company of Holding Bercy Investissements-H.B.I. (SCA)
Legal representative for H.B.I: chair company of Bercy Participations (SAS)
Legal representative for Bercy Présidence: general Manager of H.B.I., chairman of Bercy Participations, the general managing company of Elior (SCA)
Chairman of: Bercy Présidence (SAS)
Chairman and member of the Board of: Avenance (S.A.) and Eliance (S.A.)
Chairman of Elior: Partenaires (SASU)
Legal representative for Avenance S.A.: chair company of Bercy Services I (SAS)
Legal representative for Avenance S.A.: chair company of Bercy Services V (SAS)
Legal representative for Elior (SCA): which chairs Elior Gestion (SAS)
Legal representative for Eliance: Chairman of Eliance Data
Legal representative for Elior: Chairman of BS XIII, BS XIV, BS XV and BS XVI
Member of the Supervisory Board of: Pragma Capital (S.A.)

INTERNATIONAL
Vice-President and member of the Board of Areas (S.A.)
Member of the Board of Areas IbericoAmericana

UP TO OCTOBER 7, 2010
Chairman and board member for: Avenance UK
Member of the Board of: Elior UK Ltd, Serunion (S.A.)
Legal representative for Avenance, member of the Board of: Avenance Nederland, Avenance Horeca

Offices at December 31 of previous financial years

2009
FRANCE
Member of the Supervisory Board of: Natixis (up to 04.30.2009)
Chairman of: SOFIBIM (SAS), Bagatelle Investissement et Management-BIM (SAS), Octant Partenaires (SAS) (up to 03.31.2009)
Legal representative for SOFIBIM: Chairman of Octant Partenaires (SAS) (starting 03.31.2009)
Legal representative for Octant Partenaires SAS: chairman of JS Management SAS (formerly Octant Invest I) (starting 05.26.2009)
Manager of: Servinvest (SARL), M.B.O.B. (SCI), L.M.D.B. (SCI)

2008
FRANCE
Member of the Supervisory Board of: Natixis
Chairman of: SOFIBIM (SAS), Bagatelle Investissement et Management-BIM (SAS), Octant Partenaires (SAS)
Manager of: Servinvest (SARL), M.B.O.B. (SCI), L.M.D.B. (SCI)
Legal representative for Bercy Présidence: general managing company of Holding Bercy Investissements-H.B.I. (SCA)

2007
FRANCE
Member of the Supervisory Board of: Natixis
Chairman of: Bagatelle Investissement et Management-BIM (SAS)
Legal representative for Bercy Présidence: general managing company of Holding Bercy Investissements-H.B.I. (SCA)
Legal representative for H.B.I.: chair company of Bercy Participations (SAS)
Legal representative for Bercy Présidence: general Manager of H.B.I., chairman of Bercy Participations, the general managing company of Elior (SCA)

2006
FRANCE
Member of the Supervisory Board of: Natixis
Member of the Board of: Natexis Banques Populaires
Chairman of: Bagatelle Investissement et Management-BIM (SAS), Bercy Présidence (SAS) HBI SAS
Legal representative for Bercy Présidence: general managing company of Holding Bercy Investissements-HBI (SAS)

Robert Zolade

Offices at December 31 of previous financial years

2009	2008	2007	2006
FRANCE **Legal representative for Bercy Présidence**: general managing company of Holding Bercy Investissements-H.B.I. (SCA) **Legal representative for Bagatelle Investissement et Management (BIM)**: Chairman of the Supervisory Board of HBI (SCA) (starting in 11.30.2009) **Legal representative for H.B.I.**: chair company of Bercy Participations (SAS) **Legal representative for Bercy Présidence**: general Manager of H.B.I., chairman of Bercy Participations, the general managing company of Elior (SCA) **Legal representative for SOFIBIM**: Chairman of the Supervisory Board of Bercy Présidence (starting 11.30.2009) **Chairman of**: Bercy Présidence (SAS), Bercy Services XII SAS **Legal representative for Bagatelle Investissement et Management**, chairman of Eurelior SAS, Fidelior SAS, Financière Elior SAS, Sofilior SAS **Chairman and member of the Board of**: Avenance (S.A.), Eliance (S.A.) Chairman of Elior Partenaires (SASU) **Legal representative for Avenance S.A.**: chair company of Bercy Services I (SAS) **Legal representative for Avenance S.A.**: chair company of Bercy Services V (SAS) **Legal representative for Elior (SCA)**: which chairs Elior Gestion (SAS) **Legal representative for Eliance**: Chairman of Eliance Data **Legal representative for Elior**: Chairman of BS XIII, BS XIV, BS XV and BS XVI Member of the Supervisory Board of Pragma Capital (S.A.)	**FRANCE** **Legal representative for H.B.I.**: chair company of Bercy Participations (SAS) **Legal representative for Bercy Présidence**: general Manager of H.B.I., chairman of Bercy Participations, the general managing company of Elior (SCA) **Chairman of**: Bercy Présidence (SAS) **Manager of**: Bercy Patrimoine (SARL) **Chairman and member of the Board of**: Avenance (SAS), Eliance (SAS) **Legal representative for Avenance SAS**: chair company of Bercy Services I (SAS) **Legal representative for Avenance SAS**: chair company of Bercy Services V (SAS) **Legal representative for Elior (SCA)**: which chairs Elior Gestion (SAS) **Member of the Supervisory Board of**: Pragma Capital (S.A.) **INTERNATIONAL** **Member of the Board of** Elior UK Ltd, Areas IbericoAmericana, Serunion (S.A.) **Vice-President and member of the Board of**: Areas (S.A.) **Chairman and board member of**: Avenance UK	**FRANCE** **Chairman of**: Bercy Présidence (SAS) **Manager of**: Bercy Patrimoine (SARL), M.B.O.B. (SCI), L.M.D.B. (SCI) **Chairman and member of the Board of**: Avenance (SAS), Eliance (SAS) **Legal representative for Avenance SAS**: chair company of Bercy Services I (SAS) **Legal representative for Avenance SAS**: chair company of Bercy Services V (SAS) **Legal representative for** Elior (SCA), which chairs Elior Gestion (SAS) **Member of the Supervisory Board of**: Pragma Capital (S.A.) **INTERNATIONAL** **Chairman and board member of**: Avenance UK **Vice-President and member of the Board of**: Areas (S.A.) **Member of the Board of**: Elior UK Ltd, Areas IbericoAmericana, Serunion (S.A.)	**FRANCE** **Legal representative for HBI**: chair company of Bercy Participations (SAS) **Legal representative for Bercy Présidence**: general Manager of H.B.I., chairman of Bercy Participations, the general managing company of Elior (SCA) **Manager of**: Bercy Patrimoine, MBOB (SCI), LMDB (SCI) **Chairman and member of the Board of**: Avenance (SAS) and Eliance (SAS) **Legal representative for Avenance (SAS)**: chair company of Bercy Services I (SAS) and Bercy Services V (SAS) **Legal representative for Elior (SCA)**, which chairs Elior Gestion (SAS) **Member of the Supervisory Board of**: Pragma Capital (S.A.) **INTERNATIONAL** **Chairman and member of the Board of**: Avenance UK **Vice-President and member of the Board of**: Areas (S.A.) **Member of the Board of**: Elior UK Ltd, Areas IbericoAmericana, Serunion (S.A.)

Robert Zolade
Offices at December 31 of previous financial years
2009 **INTERNATIONAL** **Member of the Board of**: Elior UK Ltd, Areas IbericoAmericana, Serunion (S.A.) **Vice-President and member of the Board of**: Areas (S.A.) **Chairman and board member of**: Avenance UK **Legal representative for Avenance, member of the Board of**: Avenance Nederland, Avenance Horeca

2.3 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 and subsequent of the French Commercial Code, is based on the corporate bylaws adopted by Natixis' combined Ordinary and Extraordinary 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, reactivity 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 71.54%-owned by BPCE since August 1, 2009.

2.3.1 BOARD OF DIRECTORS

2.3.1.1 Organization

As indicated above, Natixis' Board of Directors, whose members are appointed for six years, had 15 members on March 1, 2011, including:

- four members from BPCE, namely Messrs Pérol, Klein and Queuille and BPCE;
- three members from Banques Populaires, namely Messrs. Criton, Gentili and Jeannin;
- three members from Caisses d'Epargne, namely Messrs. Mateu, Patault and Sueur;
- five independent members, namely Ms. Bories and Ms. Debroux and Messrs. Bolloré, Oppetit, and Proglio.

Ms. Christel Bories is President and Chief Executive Officer of Alcan Engineered Products, an international leader in engineered aluminum, lightweight materials and technology. Ms. Laurence Debroux is Chief Financial and Administrative Officer of JC Decaux S.A., the world's second largest outdoor advertising group and inventor of the "street furniture" concept. Vincent Bolloré manages and controls the Bolloré Group, which occupies leading positions in several industrial, services and media sectors. Henri Proglio is Chairman and Chief Executive Officer of EDF as well as a member of the Board of Véolia Environnement. Bernard Oppetit is Chairman of Centaurus Capital.

At its meeting of December 16, 2010 and following the report submitted by the Compensation Committee, Natixis' Board of Directors examined each director's expertise, quality of judgment and freedom of thought and expression and, more generally, compliance with the independence criteria laid down in the AFEP-MEDEF code and incorporated into the Board's Internal Rules *(see 2.3.1.2 – Role and Powers of the Board of Directors* below*)*. The report noted that the five independent members fully satisfy independence criteria requirements. Banking relations between Natixis and the groups chaired by each of the independent members are not of a nature as to affect their impartiality.

One third of Natixis' Board of Directors are independent members.

The term of office for Natixis directors is set at six years (and not four years as recommended by the AFEP-MEDEF code), so as to be consistent with the terms of office in place within BPCE Group.

Since April 30, 2009, the Board of Directors has been chaired by François Pérol, Chairman of the BPCE Executive Board.

- Changes made to the Board of Directors in 2010:
  - on April 1, 2010, following the resignation of Robert Zolade, Laurence Debroux was co-opted as board member for the remainder of term of his office, namely until the Natixis General Shareholders' Meeting called to approve the financial statements for 2014. This decision was ratified by the Combined General Shareholders' Meeting of May 27, 2010;
  - on May 27, 2010, following the resignation of Yvan de La Porte du Theil, Philippe Queuille was co-opted as board member for the remainder of the term of office, i.e. until the Natixis General Shareholders' Meeting called to approve the financial statements for 2014;
  - on August 5, 2010, following the resignation of Alain Lemaire, Jean-Bernard Mateu was co-opted as board member for the remainder of the term of office, i.e. until the Natixis General Shareholders' Meeting called to approve the financial statements for 2014;

- Changes made to the Board of Directors since January 1, 2011:
  - on February 22, 2011, following the resignation of Jean-Charles Naouri on December 31, 2010, Christel Bories was co-opted as board member for the remainder of the term of office, i.e. until the Natixis General Shareholders' Meeting called to approve the financial statements for 2014.

With respect to the principle of gender parity within the Board of Directors, Natixis currently has two women board members out of a total of 15.

In accordance with Article 9 of the Natixis bylaws, each board member must own at least one thousand (1,000) Company shares during their term of office.

When a board member is appointed, his/her curriculum vitae with a career summary is sent to the other board members and to the shareholders.

2.3.1.2 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 is empowered to carry out all of the controls and verifications that it considers appropriate;
- defines the Company's executive management policy, it being specified 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 board members are present or represented;
- may appoint a Chief Executive Officer from among the board members 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 board member 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/her appointment.

Amongst these Internal Rules, which were last amended on December 17, 2009, 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 carried out 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 Banques Populaires) or the formation of joint ventures by Natixis or any of its main subsidiaries, involving an amount in excess of €150 million;
  - any asset transfers, mergers or demergers in which Natixis is involved.
- criteria used to qualify member 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 the Company or Group, or an employee or board member of a shareholder with a controlling interest, either on its own or in concert, in the Company (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 the Company holds a directorship either directly or indirectly, or in which a designated employee of the Company or a corporate officer of the Company holds a directorship;

- be a major customer, supplier, or corporate or investment banker to the Company or the Group, or derive a significant portion of its business from the Company or its Group;
- have close family ties with an executive of the Company or its Group; have been an auditor of the Company or a Group company in the previous five years; have been an executive of the Company or one of the Group's companies in the previous five years; have been a member of the Company's Supervisory Board/Board of Directors for more than 12 years; receive or have received additional material compensation from the Company or the Group other than their directors fees.

Board members representing major shareholders in the Company in either a direct or indirect capacity may be considered independent if these shareholders do not control the Company within the meaning of Article L.233-3 of the French Commercial Code. However, if a board member represents a shareholder of the Company that holds, directly or indirectly, more than 10% of the share capital or voting rights, the Board shall, based on a report from the Compensation Committee, systematically review the member's independence, taking into account the structure of the Company's 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 Compensation Committee (the composition and role of which are described in greater detail below), which prepares a report for the Board.

- Compliance Charter for members of the Board of Directors**:**

The Compliance Charter for members of the Board of Directors, included in the Board of Directors Internal Rules, defines a code of conduct which aims to encourage board members to act independently and responsibly.

More specifically, the Compliance Charter states that:

- all board members 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. All board members must ensure that they act at all times in the best interests of Natixis and undertake to defend and promote Natixis' values;
- board members and Committee members, as well as anyone attending meetings of the Board and its Committees, have a general obligation of confidentiality with respect to matters discussed at meetings, as well as with respect to any information of a confidential nature or information presented as such by the Chairman or Chief Executive Officer;
- each board member must declare any trading in Company shares in accordance with the provisions of Article L.621-18-2 of the French Monetary and Financial Code. Members must also inform the Company 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 board member 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;
- board members must refrain from carrying out any transactions involving Natixis shares during the 45 days preceding the publication of the Company's quarterly, interim or full-year results or a General Shareholders' Meeting and during the two trading days after the date of the event concerned;
- board members must also refrain from acting against the interests of Natixis or the companies that it controls, namely in the event of a transaction in which a board member or a non-voting member is directly or indirectly involved.

- Evaluation of the Board of Directors**:**

At least once a year, an agenda item will be devoted to evaluating the Board's operation, an account of this evaluation will be included in Natixis' annual report (*For 2010, see point 2.3.1.4 – Assessment of the Board's work in 2010*);

- **Board operating procedures specified in the Internal Rules:**

In particular, the Internal Rules stipulate that, except in the case of decisions linked to the preparation of parent and consolidated financial statements and management reports (Company and Group), board members 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.

Minutes of Board Meetings are prepared and sent out to the Company's board members.

2.3.1.3 Work of the Board of Directors in 2010

The Board of Directors held a total of 10 meetings in 2010. The attendance rate was 78% for the year as a whole, compared with 83.5% in 2009.

The Chief Executive Officer attended all meetings, thereby enabling Board members to hear his opinion on important issues and to ask him any questions that they deemed to be relevant.

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, and 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 2009 as well as the Chairman's report on the preparation and organization of the Board's work and the internal control procedures in place by the Company.

Throughout the year, the Board also examined the reports on the work of the Audit and Compensation Committees.

In terms of monitoring activities, the Board approved the Company and consolidated financial statements and received and approved the Natixis strategic plan as well as the budget projections for 2011. It received regular updates on GAPC asset positions.

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 (ACP (Prudential Supervision Authority) – French Regulatory Control Body) and the Autorité des Marchés Financiers (AMF – French Financial Markets Authority), and also prepared the draft resolutions for submission to the General Shareholders' Meeting.

In addition to the business reports submitted by Natixis' executive 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 2010 and in accordance with the bylaws and the Internal Rules, the Board also met to approve the different restructuring operations between subsidiaries prior to the implementation of these operations, namely:

- Natixis Private Equity's new strategy;
- Natixis Assurances' repurchase of Crédit Foncier's equity interests in Foncier Assurance;
- the agreement governing the merger by absorption between Natixis and Natixis Securities;
- the contribution/sale of Natixis North America Inc. shares to Natixis Global Asset Management Inc.;
- the transfer of Coface's main holdings in Services business lines to Coface Holding;
- Natixis Lease's acquisition of the shares in Cicobail from Crédit Foncier de France and Banque Palatine.

In accordance with current regulations, the Board approved a number of regulated agreements prior to their signing *(see the special report by the Statutory Auditors in Chapter 4 "Financial Data" for more detailed information on regulated agreements).*

2.3.1.4 Assessment of the Board's work in 2010

In accordance with the Board of Directors' Internal Rules and the AFEP-MEDEF code, the Board is required to assess its own work on a yearly basis.

Assisted by Spencer Stuart consulting firm as external consultants, Natixis carried out an assessment of the work of the Board of Directors in 2010, the conclusions of which were presented to the Board in early 2011.

The first element highlighted in the assessment was the specific nature of Natixis' corporate governance. As a company in which BPCE has a controlling interest of over 70%, certain board members and the Chief Executive Officer of Natixis are also members of BPCE's Management Board. Moreover, the two networks that are also shareholders of BPCE, the Banques Populaires and Caisses d'Epargne, have an equal number of seats on the Board. As such, the number of independent board members is limited.

The board members' overall assessment of the work carried out by the Board is positive, the prevailing sentiment being that there was an improvement in the way the Board operates over the year. The Board's performance is perceived as satisfactory on the whole and deemed to comply with the rules of corporate governance.

The assessment nonetheless identifies certain areas for improvement, including:

- increasing the Board's involvement in the strategy of the Bank and its subsidiaries, its corporate vision and risk management and its Human Resources,
- improving the time taken to submit documents to the board members and making these documents more concise.

Various proposals were submitted for the Board's consideration, including:

- the organization of a yearly meeting of a committee to allow for a more in-depth discussion on the strategy of the Company and its business divisions and the overall vision of its executive management. This type of meeting would also encourage closer ties between the board members to replace the formal relations currently in place;
- changes in the format of the files currently submitted to the board members in order to make them more concise, notably via the inclusion of executive summaries and a table summarizing the Company's main business indicators;
- the presentation of more concise reports on risks and a more theme-based approach to risks in order to give board members an overview of the Company's position;
- the end to the principle of the block renewal of board members' mandates.

As regards the Audit Committee, the assessment recommends that it meet at least three days before the Board of Directors' Meeting. It also concludes that more concise information and scorecards would be helpful in making it easier to follow the report of the Committee.

As regards the Compensation Committee, the assessment recommends that it play a greater part in the appointment and recruitment of board members and suggests that it be subsequently renamed as the Appointments and Compensation Committee.

2.3.2 SPECIALIZED COMMITTEES: EXTENSIONS OF THE BOARD OF DIRECTORS

Natixis' Board of Directors has two specialized Committees: an Audit Committee and a Compensation Committee. Each Committee is chaired by an independent member of the Board of Directors.

2.3.2.1 Audit Committee

A ORGANIZATION

Natixis' Audit Committee was made up of seven members including two independent members in the first half of 2010, and six members including three independent members in the second half of the year.

The Committee was chaired by independent board member, Jean-Charles Naouri, throughout 2010.

On March 1, 2011, the Audit Committee had five members: Mr. Oppetit, Chairman, Ms. Debroux and Messrs. Criton, Duhamel and Klein.

Two of the five members are independent members (Ms. Debroux and Mr. Oppetit).

While the Audit Committee is chaired by an independent board member, two thirds of its members 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 Banques Populaires).

Members of the Audit Committee have extensive accounting and financial expertise gained over the course of their professional careers.

Changes made to the Audit Committee in 2010:

- on April 1, 2010, following the resignation of Robert Zolade, Laurence Debroux was appointed to the Audit Committee;
- on May 27, 2010, following the resignation of Yvan de La Porte du Theil, Bernard Oppetit was appointed to the Audit Committee;
- on May 27, 2010, Alain Lemaire resigned from the Board of Directors and therefore from the Audit Committee;
- on December 16, 2010, Bernard Oppetit was appointed Chairman of the Audit Committee as of January 1, 2011, in replacement of Jean-Charles Naouri who resigned on December 31, 2010.

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 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 works, 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 Group Internal Audit;
- it monitors the implementation of actions based on the conclusions of assignments undertaken by Group Internal Audit and the French Prudential Supervisory Authority (ACP); for this purpose, it may receive reports from Group Internal Audit and the ACP (Prudential Supervisory Authority) 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 the BPCE Group.

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;
- 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 Supervisory Board 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 distributed to members of the Audit Committee and the Board of Directors is made aware of the Audit Committee's work so that it can be fully informed in its decision-making.

C WORK OF THE AUDIT COMMITTEE IN 2010

The Natixis Audit Committee met six times in 2010. The attendance rate was over 77% for the year as a whole, compared with 78% in 2009.

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 Risk, the heads of General Audit for Natixis and BPCE, the Corporate Secretary and the heads of compliance for Natixis.

In order to enable it to audit the accounts, the Audit Committee is sent a copy of the reports of the Finance Department and the comments of the Statutory Auditors regarding quarterly, interim, and full-year period-end accounts.

On the subject of internal control and compliance, the Committee received a presentation of risk monitoring and internal control reports submitted to the ACP (Prudential Supervisory Authority). It also reviewed the activity and results of the Natixis compliance and internal control functions, as well as the work program of Natixis' Internal Audit.

In 2010, the Committee's duties focused on the following items in particular:

- the reappointment of two Statutory Auditors;
- the appointment of the Head of the Group Internal Audit;
- the review of reports on internal control processes and procedure (Article 42 of CRBF rule 97-02) and risk measurement and monitoring (Article 43 of CRBF rule 97-02);
- changes in liquidity management methods;
- GAPC portfolio assets;
- regulatory issues: risk of non-compliance, business continuity, outsourcing core services/activities;
- the proposed audit plan for 2011;
- the 2011 annual budget; and
- the acknowledgement of all correspondence from the ACP (Prudential Supervisory Authority) as well as all correspondence and information from the Autorité des Marchés Financiers and the answers to said correspondence from Natixis.

2.3.2.2 Compensation Committee

A ORGANIZATION

Natixis' Compensation Committee was made up of six members including three independent members in 2010.

The Committee was chaired by independent board member, Vincent Bolloré, throughout 2010.

On March 1, 2011 the Compensation Committee had six members: Mr. Bolloré, Chairman, Ms. Bories and Messrs. Jeannin, Patault, Proglio and Sueur.

At least half the members of Natixis' Compensation Committee are independent.

No changes were made to the Committee in 2010.

Changes made to the Compensation Committee from January 1, 2011:

- on February 22, 2011, following the resignation of Mr. Oppetit from his function within the Compensation Committee, the Board of Directors appointed Ms. Bories.

B ROLE AND POWERS

The scope of responsibility of Natixis' Compensation Committee essentially relates to pay reviews and the selection of corporate officers. The 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 December 17, 2009.

The 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 compensation paid to the Chairman of the Board of Directors, the CEO and, where applicable, one or more Natixis Deputy CEOs (including fringe benefits, pension plans and health insurance, as well as the allocation of stock options or share purchases);
- rules for allocating board members' fees to the Board and the total amount submitted for approval by Natixis' General Shareholders' Meeting;
- the general policy on stock options allocation.

Lastly, the Committee examines and gives an opinion on insurance policies taken out by the Company in relation to corporate officers' liability.

Compensation for market professionals

Since the final quarter of 2009, the Compensation Committee has also been responsible for an annual review of Natixis' compensation policy, in particular for market professionals, and for checking, on the basis of an executive management report, that said policy complies with Chapter IV, Section VI of CRBF rule 97-02 and is in line with the provisions set out by the French 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

Natixis' Compensation 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 board members.

The Company's CEO provides the 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 Compensation 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 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 be fully informed of its decisions. It is also specified that when these reports are presented, the Board of Directors shall not decide upon compensation in the presence of corporate officers.

C WORK OF THE COMPENSATION COMMITTEE IN 2010

The Compensation Committee met four times in 2010 to give an opinion on:

- the calculation of the CEO's base and variable compensation for 2010 and 2011;
- the compensation of the Chairman of the Board of Directors for 2011;
- board members' fees at the end of each quarter in 2010;
- compensation for market professionals in 2009 and 2010;
- the annual review of the classification of the status of board members as independent members;
- the annual review of AFEP-MEDEF code recommendations; and
- the replacement of independent board members.

The attendance rate was 88% for the year as a whole, compared with 78% in 2009.

2.3.3 EXECUTIVE MANAGEMENT

2.3.3.1 Organization

The Chief Executive Officer is responsible for the executive direction of Natixis, 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 (Corporate and Investment Banking, Investment Solutions, Specialized Financial Services), and support functions.

On December 31, 2010, Board members included Ms. Aline Bec (Information Systems Purchasing Logistics) and Messrs. Luc-Emmanuel Auberger (Finance and Risks), De Doan Tran (Corporate and Investment Banking), Jean Yves Forel (Specialized Financial Services), André-Jean Olivier (Corporate Secretariat) and Pierre Servant (Investment Solutions).

Alain Delouis (Human Resources) was appointed to the Senior Management Committee in early January 2011.

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; its 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. The Committee's role mainly focuses on information and monitoring.

2.3.3.2 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 or she exercises those powers within the limits of the corporate purpose and subject to the powers expressly reserved for shareholders' meetings and for the Board of Directors by law as well as in accordance with the provisions and restrictions stipulated in the Internal Rules. He or she represents the Company in its relations with third parties.

The Board of Directors may nominate a Secretary selected from among its board members or otherwise.

The Chief Executive Officer may partly delegate his or her powers to any corporate officer of his/her choosing, with or without the option of substitution. In this respect, Natixis revised all of the provisions governing the delegation of authority and signature authority in 2010.

On the Chief Executive Officer's proposal, the Board of Directors may appoint one to five Deputy Chief Executive Officers from among the board members or otherwise to assist the Chief Executive Officer.

In agreement 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.

2.3.3.3 Work of the Management Board in 2010

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 serve as the ultimate decision-making body for Natixis' day-to-day business. In 2010, the Board met on a weekly basis without exception, apart from during part of the summer holidays and the end-of-year holiday season. A total of 44 meetings were held in 2010 which were chaired by the Chief Executive Officer.

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. The Senior Management Committee reviewed and validated the Bank's main strategic priorities, during specific work meetings where necessary. These priorities included implementing and monitoring the New Deal plan, downsizing GAPC (workout portfolio management) positions, introducing the new organizational structure for the Corporate and Investment Banking arm, enhancing commercial cooperation with Groupe BPCE's networks as part of the "Groupe Ensemble" project and setting up non-business line support functions. The Senior Management Committee also oversaw operational execution of these priorities.

The Senior Management Committee also focused on reinforcing Natixis' role in defining Groupe BPCE's strategy, i.e. creation of a single operator for all payment activities; regrouping of some of the Group's leasing activities within Natixis with the acquisition of Cicobail and Océor Lease; development of distribution synergies with the networks. The Senior Management Committee was also consulted on the main choices of financial policy.

The Senior Management Committee supervised Natixis' business restructuring projects, in particular the merger of its private banking businesses and the creation of new platforms (EMEA countries, United States, Asia) to underpin the development of Corporate and Investment Banking overseas. Where appropriate, the Senior Management Committee reviewed and validated the Group's strategic transactions prior to their submittal to the Board of Directors, including in particular: the agreement with Axa Private Equity governing the sale of most of Natixis' proprietary private equity business in France; the merger of Banque Privée 1818 and Rothschild & Cie Gestion's respective independent wealth management platforms; the acquisition of a majority stake in Ossiam (strategic ETFs – Exchange Traded Funds); the strategic partnership between Natixis Global Asset Management and IDFC Group in India within the asset management sector and the creation of the asset management firm, H2O, in London (high value-added global macro alternative management).

The Senior Management Committee regularly examined the Company's business development and results during its meetings throughout the year. It reviewed the half-yearly and quarterly financial statements before they were presented to the Board of Directors and was involved in the publication of the Company's financial communications.

The Senior Management Committee also validated the main management decisions and, in particular, reviewed and approved the Company's budget; 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 also monitored Natixis' risk management and control measures.

2.3.4 GENERAL SHAREHOLDER MEETINGS

2.3.4.1 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 head office or at another location specified in the notice.

2.3.4.2 Different types of meeting

Shareholder meetings may take the form of Ordinary, Extraordinary or Combined Ordinary and Extraordinary Meetings depending on the topics 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 income, and to set the dividend and the conditions for its payment.

OGMs may also be used to appoint or re-appoint board members 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 taken by a simple majority of the votes of the shareholders present or represented.

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 taken by a two-thirds majority of the votes of the shareholders present or represented.

COMBINED SHAREHOLDERS' MEETINGS (AGM)

AGMs combine the two previous types of meetings (OGM and EGM) on the same date under the same notice of meeting.

2.3.4.3 Conditions for admission

Shareholders' meetings include all the shareholders whose shares have been fully paid up.

Those shareholders that are able to justify their status with an accounting entry (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) may always represent a shareholder at shareholders' meetings. This proxy may not represent another person.

For holders of registered shares, an entry dated D-3 is sufficient to enable them to attend the meetings.

In the case of holders of bearer shares, authorized intermediaries keep accounts of bearer shares which serve to 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.

Under the terms and conditions fixed by law and regulations, shareholders may send their proxy and absentee voting ballots, either in paper format or, on decision of the Board of Directors published in the notices of meeting, by electronic 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.

2.3.4.4 Shareholders' rights

In line with the provisions of Article L.225-105 of the French Commercial Code, one or several shareholders holding the requisite portion of the share capital may, subject to the conditions and timeframes set by law, request by means of recorded delivery letter the inclusion of items or draft resolutions on the agenda of the meeting.

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 them 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 regulation.

2.3.4.5 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/she owns or represents.

2.3.4.6 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 registred letter, 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 paragraph above and at the request, recorded in the minutes of the meeting, of 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 date of regularization of the notification.

2.4 Policies and rules for determining compensation and benefits of all kinds 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.

2.4.1 COMPENSATION AND BENEFITS OF ALL KINDS FOR BOARD MEMBERS

2.4.1.1 Compensation and benefits of all kinds 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 2010.

2.4.1.2 Compensation and benefits of all kinds for members of the Board of Directors

The members of the Board of Directors of Natixis received attendance fees with respect to 2010 under the terms and conditions stipulated below.

Note that the overall annual budget for attendance fees to be allocated to members of the Board of Directors is €500,000 *(Cf. 38th resolution of the Extraordinary General Meeting of April 30, 2009)*.

Attendance fees are granted according to the following rules, provided that Natixis' results are positive:

- Members of the Board of Directors:
  - fixed portion: €10,000 per year
  - variable portion: €2,000 per meeting, up to a maximum of 5 meetings
  - or in total : €20,000 maximum in total.
- Specialized Committee members:
  - Audit Committee:

    Chairman: €12,500

    Member, Audit Committee:
    - fixed portion: €5,000
    - variable portion: €1,000 per meeting, up to a maximum of 5 meetings
  - Compensation Committee:

    Chairman: €10,000

    Member, Compensation Committee
    - fixed portion: €3,000
    - variable portion: €1,000 per meeting, up to a maximum of 5 meetings

Committee Chairpersons have 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 the BPCE Group, the portion of attendance fees going to BPCE directors (including that of the Chairman) is granted and paid to BPCE and not to the directors.

After each quarter in 2010, the Compensation Committee and the Board of Directors assessed whether or not there were grounds for paying attendance fees given the results for the period in question.

2.4.2 COMPENSATION AND BENEFITS OF ALL KINDS FOR THE CEO

2.4.2.1 Monetary compensation

The fixed gross annual compensation of Laurent Mignon in relation to his duties as CEO of Natixis was €800,000 for 2010.

With regard to calculation of the variable compensation paid to the CEO for 2010, the Board of Directors, based on the opinion of the Compensation Committee, approved the proposal that, for 2010, said compensation should not exceed 150% of his fixed compensation.

The variable compensation to be paid in 2011 for 2010 was calculated on the basis of quantitative and qualitative criteria defined by the Board of Directors in advance, as follows:

- Quantitative criteria relate to 70% of the variable compensation. These criteria depend on the BPCE Group's performance (net income of BPCE) and on the performance of Natixis (net income of Natixis including GAPC, NBI of Natixis and RWA of GAPC, before guarantee);
- Qualitative criteria are assessed by the Board of Directors and are linked to the creation of the strategic New Deal plan, cross-function projects and performance. This in turn is assessed according to the CEO's capacity for foresight, decision-making and implementation, investment in compliance and control systems and risk management and management of executive staff. These criteria are described in full and apply to 30% of the CEO's basic variable compensation.

On February 22, 2011, the Board of Directors, on the advice of the Compensation Committee, decided to pay the CEO a gross variable compensation of €1,200,000, the latter having met the quantitative and qualitative criteria set.

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 remuneration of Laurent Mignon will be paid as follows:

- 29% of this variable compensation will be paid in 2011, 50% of which shall be index-linked to Natixis shares;
- 71% of this variable compensation will be deferred under three years, 50% of which shall take the form of Natixis shares.

2.4.2.2 Compensation paid to the CEO in the form of stock options

No stock options were allocated to the CEO in 2010.

2.4.2.3 Benefits in kind

For 2010, Laurent Mignon benefited from a Company car valued at €5,179.80 gross.

2.4.2.4 CEO's group pension plan and severance payments

GROUP PENSION PLAN

No group pension plan was set up in 2010.

SEVERANCE PAYMENTS

With regard to calculation of severance payments for the duties of CEO, the Board of Directors, on the advice of the Compensation Committee, decided that no severance payments for duties as CEO would be paid during the first year of office and referred the task of reviewing this issue in relation to the AFEP-MEDEF code recommendations applicable, to a Compensation Committee Meeting to be held in the first half of 2010.

As of December 31, 2010, the Board of Directors had not yet make a decision on this matter.

During its meeting of February 22, 2011, the Board of Directors authorized the commitment establishing the terms and conditions of the compensation due or liable to be due to Laurent Mignon in the event of him ceasing his functions as Chief Executive Officer. As indicated in the Board of Directors' report concerning the resolutions submitted to the General Shareholders' Meeting (§6.5.1), this commitment shall be submitted for approval to the General Shareholders' Meeting of May 26, 2011.

Furthermore, members of the Board of Directors do not benefit from severance payments in relation to their function with Natixis.

Standardized tables compliant with AMF recommendations

TABLE 1

Summary of the compensation, stock options and shares granted to each executive director

	2010 Fiscal year	2009 Fiscal year
Laurent Mignon, CEO		
Compensation in relation to the fiscal year	€2,007,784 [(a)]	€1,010,119
Value of options granted during the fiscal year	n/a	n/a
Value of performance shares granted during the fiscal year	n/a	n/a
TOTAL	**€2,007,784**	**€1,010,119**

(a) Including a €5,179.80 vehicle allowance + €2,604.36 family allowance.

TABLE 2

Summary table of the compensation of each executive corporate officer

In the tables below:

- the annotation "amounts due" corresponds to compensation and benefits granted to corporate officers within the context of their duties for the year, irrespective of the date of payment (for example variable compensation awarded for 2009 but paid in 2010 appears both in the column "amounts due" for 2009, and the column "amounts paid" for 2010);
- the expression "amounts paid" corresponds 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)	2010 Fiscal year		2009 Fiscal year	
	Amounts due	Amounts paid	Amounts due	Amounts paid
Fixed compensation for corporate duties	€802,604	€802,604	€507,098	€507,098
Variable compensation	€1,200,000 [(b)]	€185,000 [(c)]	€500,000 [(a)]	€0
Extraordinary compensation	€0	€0	€0	€0
Directors' fees	€0	€0	€0	€0
Benefits in kind (car)	€5,180	€5,180	€3,022	€3,022
TOTAL	**€2,007,784**	**€992,784**	**€1,010,119**	**€510,119**

(a) 63% of this variable compensation is deferred for three years and subject to performance criteria linked to Natixis' results. This deferred portion is paid in the form of instruments linked to Natixis shares.

(b) On February 22, 2011, the Board of Directors, on the advice of the Compensation Committee, decided to pay the CEO variable compensation, the latter having met the quantitative and qualitative criteria set. In accordance with applicable "Professional standards concerning the governance and variable compensations of employees whose professional operations 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, 71% of this variable compensation will be differed for three years and subject to performance criteria linked to Natixis' results. This deferred portion will be in the form of Natixis securities and cash.

(c) The total amount corresponding to 37% of the variable compensation in relation to 2009 which had been frozen by the Board of Directors on February 24, 2010, and which, following the confirmed recovery of Natixis in Q1 2010, was paid in May 2010.

TABLE 3

Table showing directors' fees and other compensation received by non-executive corporate officers of NATIXIS from January 1 to December 31, 2010

	Amounts paid in 2010	Amounts awarded in 2010 (paid in 2011)	Amounts paid in 2009
BPCE			
Natixis Directors' fees	€89,000.00	€57,000.00	€0.00
Natixis subsidiaries Directors' fees	€5,400.00	€11,200.00	n/a
Vincent Bolloré			
Natixis Directors' fees	€28,000.00	€2,000.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Jean Criton			
Natixis Directors' fees	€28,000.00	€2,000.00	€0.00
Natixis subsidiaries Directors' fees	€12,900.00	€12,800.00	€18,000.00
BPCE Directors' fees	€27,250.00	€8,500.00	€0.00
Other compensation			
Laurence Debroux (appointed to Natixis Board on 04.01.2010)			
Natixis Directors' fees	€27,000.00	€2,000.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Nicolas Duhamel			
Natixis Directors' fees	€0.00	€0.00	€0.00
BPCE subsidiaries Directors' fees	€6,097.96	€0.00	n/a
Other compensation			
Term of office at BPCE	€500,000	€0.00	€212,691.62
BPCE Variable compensation	€105,000	€0.00	n/a
BPCE Extraordinary compensation	€0.00	€0.00	€0.00
BPCE Benefits in kind	€0.00	€0.00	€3,269

(a) Before 25% witholding.

(b) Including base compensation of €99,849.66.

	Amounts paid in 2010	Amounts awarded in 2010 (paid in 2011)	Amounts paid in 2009
Stève Gentili			
Natixis Directors' fees	€20,000.00	€0.00	€0.00
Natixis subsidiaries Directors' fees	€2,700.00	€7,700.00	€12,700.00
BPCE Directors' fees	€23,500.00	€6,000.00	€0.00
BPCE subsidiaries Directors' fees	n/a	n/a	€21,494.00
Other compensation			
Bernard Jeannin			
Natixis Directors' fees	€26,000.00	€1,000.00	€0.00
Natixis subsidiaries Directors' fees	€9,900.00	€5,400.00	€6,750.00
BPCE Directors' fees	€19,166.67	€5,000.00	€0.00
BPCE subsidiaries Directors' fees	€7,175.00	€0.00	€27,576.00
Other compensation			
Olivier Klein			
Natixis Directors' fees	€0.00	€0.00	€0.00
Natixis subsidiaries Directors' fees	€7,800.00	€4,000	€17,900
BPCE subsidiaries Directors' fees	€11,400.00	€10,650.00	n/a
Term of office at BPCE	€375,000.03	€0.00	n/a
BPCE Variable compensation	n/a	n/a	n/a
BPCE Extraordinary compensation	€0.00	€0.00	n/a
BPCE Benefits in kind	€3,897.00	€0.00	n/a
Yvan de La Porte du Theil (term of office at Natixis up to 05.27.2010)			
Natixis Directors' fees	€0.00	€0.00	n/a
Natixis subsidiaries Directors' fees	€8,400.00	€14,300.00	€11,800.00
BPCE subsidiaries Directors' fees	€10,343.72	€6,000.00	€27,260.00
Other compensation			
Term of office at BPCE	€137,500.00	€0.00	€229,166.70
BPCE Variable compensation	€352,000.00	€0.00	n/a
BPCE Extraordinary compensation	€0.00	€0.00	€0.00
BPCE Benefits in kind	€804.60	€0.00	€2,682.00
Alain Lemaire (term of office at Natixis up to 05.27.2009)			
Natixis Directors' fees	€0.00	€0.00	n/a
Natixis subsidiaries Directors' fees	€11,100.00	€12,000.00	€4,800.00
BPCE subsidiaries Directors' fees	€80,921.00	€43,900.00	€97,088.00
Other compensation			
Term of office at BPCE	€137,499.99	€0.00	€229,166.65
BPCE Variable compensation	€352,000.00	€0.00	n/a
BPCE Extraordinary compensation	€0.00	€0.00	€90,361.16
BPCE Benefits in kind	€1,572.00	€0.00	€2,614.32
Jean-Bernard Mateu (appointed to Natixis Board on 08.05.2010)			
Natixis Directors' fees	€12,000.00	€4,000.00	n/a
Natixis subsidiaries Directors' fees	€0.00	€450.00	n/a
BPCE and subsidiaries Directors' fees	€1,200.00	€0.00	n/a
Other compensation			

	Amounts paid in 2010	Amounts awarded in 2010 (paid in 2011)	Amounts paid in 2009
Jean-Charles Naouri (term of office at Natixis up to 12.31.2010)			
Natixis Directors' fees	€28,500.00	€0.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Bernard Oppetit			
Natixis Directors' fees	€32,000.00 [(a)]	€3,000.00 [(a)]	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Didier Patault			
Natixis Directors' fees	€25,000.00	€1,000.00	€0.00
Natixis subsidiaries Directors' fees	€3,600.00	€2,400.00	n/a
BPCE Directors' fees	€19,166.67	€5,000.00	€0.00
BPCE subsidiaries Directors' fees	€10,551.80	€0.00	€10,400.00
Other compensation			
François Pérol			
Natixis Directors' fees	€0.00	€0.00	€0.00
BPCE subsidiaries Directors' fees	€0.00	€0.00	n/a
Other compensation			
Term of office at BPCE	€550,000.00	€0.00	€457,594.10
BPCE Variable compensation	Renunciation	Renunciation	n/a
BPCE Extraordinary compensation	€0.00	€0.00	€0.00
BPCE Benefits in kind	€0.00	€0.00	€4,290.00
Henri Proglio			
Natixis Directors' fees	€17,000.00	€1,000.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Philippe Queuille (appointed to Natixis Board on 05.27.2010)			
Natixis Directors' fees	€0.00	€0.00	n/a
BPCE subsidiaries Directors' fees	€0.00	€0.00	n/a
Other compensation			
Term of office at BPCE	€444,744.69 [(b)]	-	n/a
BPCE Variable compensation	€144,000.00	€0.00	n/a
BPCE Extraordinary compensation	€0.00	€0.00	n/a
BPCE Benefits in kind	€35,850.00	€0.00	n/a
Philippe Sueur			
Natixis Directors' fees	€25,000.00	€1,000.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			
Robert Zolade (term of office at Natixis up to 04.01.2010)			
Natixis Directors' fees	€21,000.00	€0.00	€0.00
Natixis subsidiaries Directors' fees	n/a	n/a	n/a
Other compensation			

(a) Before 25% witholding.

(b) Including base compensation of €99,849.66.

TABLE 4

Subscription or purchase options allocated 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 allocated 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 allocated to each executive corporate officer

Performance shares allocated 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 exercised during the period	Valuation of options according to the method adopted for the consolidated financial statements	Date granted	Date available	Performance conditions
Laurent Mignon	n/a	0	€0	n/a	n/a	n/a
TOTAL	**n/a**	**0**	**€0**	**N/A**	**n/a**	**n/a**

TABLE 7

Performance shares that became available-for-sale during the period for each executive corporate officer

Performance shares that became available-for-sale during the period for each executive corporate officer	No. and date of plan	Number of options exercised during the period	Granting conditions
Laurent Mignon	n/a	0	n/a
TOTAL	**n/a**	**0**	**n/a**

TABLE 8

Group (Natixis, BPCE, Groupe Caisse d'Epargne, Groupe Banque Populaire)
Record of purchase or subscription options allocated

Information on purchase and subscription options

	2004 plan	2005 plan	2007 plan	2008 plan
Date of the General Shareholders' Meeting	May 27, 2004	May 19, 2005	Nov. 17, 2006	May 24, 2007
Date of the Executive Board's decision	Nov. 17, 2004	Nov. 15, 2005	Jan. 29, 2007	Jan. 21, 2008
Number of exercisable options, including those exercisable by:	6,587,350	7,653,800	15,398,922	7,576,800
1) Natixis Directors in 2010	**43,120**	**47,740**	**124,740**	**0**
Vincent Bolloré	0	0	0	0
Jean Criton	43,120	47,740	61,600	n/a [(a)]
Yvan de la Porte du Theil	43,120	47,740	61,600	n/a [(a)]
Laurence Debroux	n/a	n/a	n/a	n/a
Nicolas Duhamel	n/a	n/a	n/a	n/a
Stève Gentili	10,780	15,400	20,020	n/a [(a)]
Bernard Jeannin	43,120	47,740	61,600	n/a [(a)]
Olivier Klein	0	0	60,060	n/a [(a)]
Alain Lemaire	0	0	66,220	n/a [(a)]
Jean Bernard Mateu	0	0	17,710	0
Jean-Charles Naouri	0	0	0	0
Bernard Oppetit	n/a	n/a	n/a	n/a
Didier Patault	0	0	63,140	n/a [(a)]
François Pérol	n/a	n/a	n/a	n/a
Henri Proglio	0	0	0	0
Philippe Queuille	43,120	47,740	61,600	n/a [(a]
Philippe Sueur	0	0	0	0
Robert Zolade	0	0	0	0
2) Natixis CEO in 2010	**n/a**	**n/a**	**n/a**	**n/a**
Laurent Mignon	n/a	n/a	n/a	n/a
Vesting date	Nov 17, 2008	Nov 15, 2009	Jan 29, 2011	Jan 21, 2012
Expiry date	Nov 16, 2011	Nov 14, 2012	Jan 28, 2014	Jan 20, 2015
Subscription price in euros [(b)]	5.79	7.74	14.38	8.27
Terms of exercise (for plans with several tranches)	n/a	n/a	n/a	n/a
Number of shares subscribed as at 12.31.2010	130,130	21,560	0	0
Cumulative number of lapsed and cancelled subscription options	501,578	649,572	1,389,850	3,078,551
Cumulative number of outstanding subscription options at end of period	5,955,642	6,982,668	14,009,072	4,498,249

(a) In consideration of the individual waivers of stock options granted in 2008, given the material losses recorded over the 2008 fiscal year.
(b) The subscription price corresponds to the average price of Natixis shares in the 20 trading days prior to the date of the Executive Board's decision.

TABLE 9

Subscription or purchase options allocated to the top ten non-executive employees and options exercised by them

	Total number of options allocated/ shares subscribed or bought	Weighted average price	Plan
Options granted during the financial 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

2010 FINANCIAL YEAR	Employment contract		Supplementary pension plan		Payments or benefits due, or likely to be due, as a result of the termination or change of function		Payments in relation to a non-competition clause	
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

* Retirement plan benefits for all personnel.

2.5 Potential conflicts of interest

2.5.1 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 the EU directive 2003/71 (Article 14.1, paragraph 2), none of the members of the Board of Directors or the Executive Management Board has been convicted of fraud within the previous five years at least, has been subject to bankruptcy, liquidation or receivership within the previous five years at least, has been convicted or punished by official or regulatory bodies, has been 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 the previous five years at least.

2.5.2 CONTRACTS BINDING THE COMPANY AND THE DIRECTORS AND THE EXECUTIVE MANAGEMENT

In accordance with EU regulations, it is hereby stipulated that there are no service agreements binding members of the Board of Directors or Executive 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.

2.5.3 CONFLICT 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.

2.6 Chairman's report on the internal control procedures

INTRODUCTION

Natixis was formed from the merger of the Corporate and Investment Banking operations and services of the Banques Populaires 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 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 rule 97-02 (the "**CRBF rule**"). In particular, this rule 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 the monitoring of 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 permanently testing 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.

2.6.1 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 business lines 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 rule relating to internal control;
- as a provider of investment services, Natixis is subject to the provisions set out by the French financial market regulator (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 France's Prudential Supervisory Authority (Autorité de Contrôle Prudentiel);
- 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 Financial Supervisory Commission 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 formalizing 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, protection of confidential information, etc.)

The objective of these standards is to ensure the effectiveness and quality of the Company's internal operation, the reliability of accounting and financial information distributed both internally and externally, the security of operations, and compliance with laws, regulations and internal policies.

2.6.2 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:

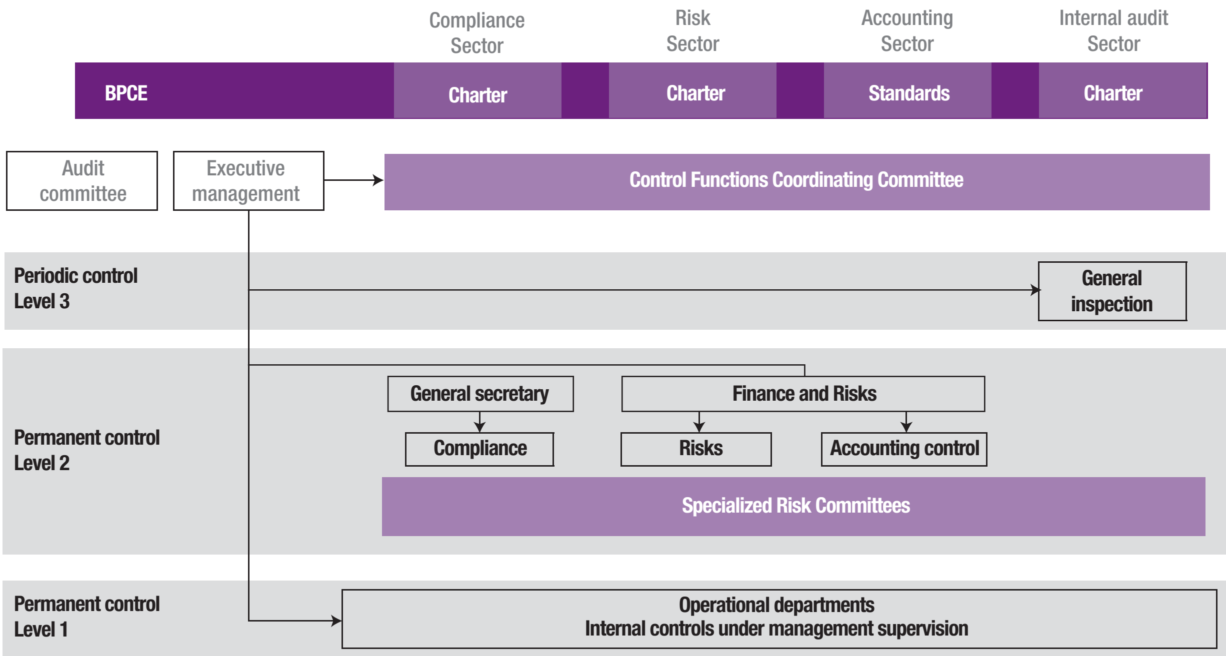
- Natixis separates its risk-taking and control functions, as well as the different levels of control. This separation results in:
  - a distinction between front- and back-office functions,
  - the existence of first-level controls at the operational level,
  - a distinction between periodic and permanent 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 (whose heads as defined in Articles 7 and 11 of the CRBF rule, report directly to Natixis' executive body as defined in Article 4 of the same rule);
- 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 functions;
- 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 rule.

2.6.3 CONTROL SYSTEM PARTICIPANTS

Executive 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



2.6.3.1 First-level control

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.

2.6.3.2 Second-level control

The Corporate Secretary is responsible for the second-level permanent controls system, which is carried out by two main participants: the Compliance Department (including IT Systems Security) and the Risk Department.

A COMPLIANCE

Overall 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 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 dysfunctions resulting in non-compliance at subsidiary or business-line level, with a view to their consolidation by Natixis;
- centralize logging and reporting of possible dysfunctions as set out in Article 11-2 of amended rule 97-02, at subsidiary or business-line level, with a view to their consolidation by the Natixis group and their communication to BPCE; and defining the conditions for exercising the alert mechanism provided for by this article whilst respecting the confidentiality of declaring parties;
- prepare regular summary reports, notably for Natixis' and BPCE Executive 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, this being done 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 expresses itself through:

- 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 head 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

There are three key focuses to Natixis' Compliance mechanism:

Ethics/Compliance

The professional ethics/compliance function ensures that regulations applicable to investment service providers and which thus concern Natixis, its subsidiaries and all of its employees, are fully known and enforced to ensure market integrity and primacy of customer interests.

In a busy year for regulatory matters in 2010, the goals were to continue to roll out the tool for detecting conflicts of interest abroad and to implement new professional certification measures.

An organization, procedures and an IT tool were set up to prevent and manage any conflicts of interest. This tool, which is accessible to front office operators, compliance officers and Compliance function controllers, is used to record planned transactions and detect those that could generate conflicts of interest through the diversity of Natixis' activities and sites. It was operational in all of Natixis' European sites in 2009, and was rolled out in Asia (Hong Kong and Singapore), Sydney and New York in 2010. Uptake by local teams is facilitated through periodic exchange between Paris and local compliance managers.

Since July 1, 2010, the AMF (French Financial Market Regulator) has also overseen checks to ascertain the degree of knowledge possessed by certain employees. These checks concern sales staff, asset managers, derivatives traders and financial analysts. As a result, only "certified" individuals may now work in these positions. Groupe BPCE and Natixis decided to set up an in-house training program leading to a test in order to verify employees' knowledge in line with AMF requirements, rather than working with an external organization.

Financial security

The Financial Security Department reports to Compliance management and is in charge of organizing the mechanism for countering money laundering and terrorist financing within Natixis and its subsidiaries (in coordination with the heads of these entities). Financial Security thus plays an essential advisory, monitoring, training and informational role within the Natixis group.

In 2010, the main actions focused on:

- reorganizing the Department starting in September 2010. It is now made up of "Anti-Money Laundering," "Anti-Terrorism," "Anti-Fraud Coordination" and "Know-Your-Customers" teams;
- updating global money laundering and know-your-customers procedures. A tool was set up to qualify each client or transaction according to risk criteria. It will be rolled out in2011;
- reviewing "Client" files so as to comply with regulatory obligations regarding financial security. Clients presenting a high risk of money laundering were subject to an opinion or a pre-opinion based on updated documentation. All these files were dealt with by September 4, 2010. Files with a mid-level risk are currently being reviewed and should be finalized by March 31, 2011. Low-risk file will then be processed in a similar manner before June 30, 2011;
- employee training. Employee training has been broadened with the addition of an e-learning module originating from the CFBP training programs. As of December 31, 2010, 84% of Natixis employees had taken this training. As a complement, they took part in a series of presentations that tackled more specialized subjects.
- fraud: In March 2010 Natixis' Compliance Department set up a structure for steering and coordinating the global anti-fraud system. This new structure's main work in 2010 focused on defining and implementing a consistent anti-fraud organization based on existing systems. Within this context, a common fraud risk mapping process was defined with the Operational Risk Department and rounded out with a network of anti-fraud correspondents in France and abroad in all business lines, support functions and subsidiaries.

Controls

Permanent second-level controls, for which the Compliance Department has responsibility, focus on:

- transaction compliance: this involves checking not only transactions, but also that transaction execution processes comply with applicable banking and financial rules, 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.

Controls performed by the Compliance Department may take three forms:

- 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.).

In late 2010, the Chief Executive Officer approved a project to redefine first- and second-level controls. This project will make it possible to list, identify and formalize first-level controls, and their results will be entered into a tool and transmitted to management and the Compliance department on a monthly basis. This permanent control revamp should take two years for the whole of Natixis.

As an extension of the compliance risk mapping work conducted within Natixis in 2009, the Compliance Department launched an exercise to identify Natixis' major business line risks in the first half of 2010.

This exercise, which was rounded out with a project undertaken within the Compliance function in the second half of 2010, helped set up new methods for assessing compliance risks and formalized the process for mapping and reporting on the function's major compliance risks.

By identifying the criticality of compliance risks, second-level controls can be ranked by priority, thus permitting launch of any necessary action plans.

B IT SYSTEMS SECURITY

The IT Systems Security and Business Continuity Department reports to Executive Management on IT Systems Security and Business Continuity policy, which it defines, controls and maintains.

The Head of ITSS and Business Continuity (Head of ITSS and BC) works for Natixis and its subsidiaries in France and abroad. His/her role includes:

- ensuring at all times that security policy is appropriate to the risks incurred and to regulations;
- promoting security policy and ensuring its compliance at all levels;
- if necessary, identifying the security services to be implemented;
- verifying and monitoring compliance with this policy and ensuring overall tracking across the entire Natixis.

Natixis' Head of ITSS and BC reports to the Head of Compliance. He/she works in close cooperation with Internal Audit Department and the Risk Department.

He/she also participates in certain Committees responsible for the Bank's controls and operational risks, in particular the Natixis Operational Risk Committee.

Natixis' Head of ITSS and BC is in charge of the IT Systems Security and Business Continuity function, which includes the ITSS-BC Department (reporting to the Compliance Department) and all persons charged with implementing and controlling IT System Security and Business Continuity locally. 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 applying security policy locally according to the context in the sector concerned;
- local correspondents within the business lines (notably Business Continuity Plan correspondents and logical security correspondents). They are responsible for relaying security policy locally and delivering advice and assistance on the subject within their area of responsibility;
- correspondents within IT project management teams responsible for implementing and maintaining security mechanisms.

Governance of the IT Systems Security and Business Continuity function is ensured by the following Committees:

- a strategic ITSS Committee, which is Natixis' highest-level decision-making body in the field of IT security and business continuity. This Committee is chaired by a member of the Senior Management Committee and is responsible for approving the annual security plan prepared for Natixis. All business lines are featured in it. No meetings were held in 2010;
- 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. It met four times in 2010;
- a Plenary Business Continuity Committee that regularly brings together all persons involved in business continuity to ensure that continuity actions are monitored. This Committee met twice in 2010;
- Business Line or Subsidiary Security Committees that steer IT security and business continuity actions for their subsidiary or business line.

In 2010, ITSS activities focused on:

Governance of the function

To bring governance of IT system security and business continuity into line with the new objectives set out in the New Deal Plan, Natixis introduced an organizational and operating charter for the IT Security and Business Continuity function in 2010. This charter instigates a unified ITSS-BC function with CIB, that includes a level of ITSS hierarchy within divisions in order to make it easier to enforce security in closer relation with the business lines.

Permanent controls

A plan covering more than 150 controls classified according to the COBIT and ISO27002 standards has been developed and implemented. It includes intrusion tests, vulnerability tests and internal investigations, as well as permanent IT monitoring (correlation of security events, Internet monitoring and security breach monitoring).

Logical security

Fundamental actions h ave been taken to reinforce and control logical security. These actions involve:

- setting up a security datawarehouse that performs multi-database and multi-environment queries on in-house user authorizations and improves control of authorizations;
- following the recommendations of the so-called Lagarde report, the continuation of the biometric authentication project for traders (authentication by automatic recognition of individual finger veins instead of entering user names and passwords);
- rolling out an "electronic safe" software package to secure high-privilege administrators' passwords;
- managing client and server certificates;
- introducing a workstation compliance control solution (coding, USB port protection, etc.). The entire laptop PC stock is currently being coded, and high-sensitivity USB ports are being protected.

Risk prevention

An initial security risk map was drawn up in line with the existing operational risk map. IT application sensitivity was also mapped.

In 2010, ITSS-BC continued its IT project control program and employee awareness-building actions. Several thousand employees, in particular at CIB, participated in these awareness-building actions.

In parallel, standards were written on various subjects, including incoming/outgoing staff management and email archiving.

Finally, the "confidence chain" program to implement security services (creating and approving electronic signatures, time-stamping, justified electronic archiving) as part of the dematerialization of Natixis' client services was rolled out over the year in close cooperation with the business lines.

Business continuity

Natixis' continuity mechanism is placed under the responsibility of Natixis' head of ITSS and BC. Work in 2010 focused on:

- continuing actions in relation to the H1N1 flu pandemic;
- the flood risk plan, with a special focus on the risk of flooding of the Seine, and participation in an exercise to assess robustness in this area;
- The implementation of a new scorecard for assessing the maturity of business continuity and compliance plans relative to business continuity and crisis management policies. This scorecard is consolidated and transmitted to business line managements;
- the introduction of remote working procedures and infrastructure. A related drill was conducted;
- 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 in the event of a crisis was contacted for incidents that were quickly controlled;
- testing of business continuity plans. Natixis has over 1,500 backup positions for users, an IT backup site and crisis meeting rooms. In 2010, Natixis conducted 24 user backup drills, around 30 IT backup tests and four crisis management drills;
- raising employees' awareness of business continuity: all employees were sent an informational brochure on how to react in the event of a crisis;
- nine BPCE working groups participated in this business continuity activity.

2.6.6.3 Third-level control

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 and the BPCE General Inspection's charter. Also in accordance with these principles, the Internal Audit Department leads 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 correct functioning of the Bank's internal control system within the meaning of the CRBF rule. 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 business lines involved. It has full and unrestricted access to all information, confidential or otherwise. Its field of investigation encompasses all of Natixis' operational activities (including run-off activities under the GAPC framework, for further information, please refer to Chapter 1 "GAPC"), its functional activities – notably including entities in charge of permanent control assignments – and its outsourced activities. In all business lines, it carries out in-depth analysis of operations, as well as the "front-to-back" processes by which operations are carried out. These analyses lead to an evaluation of existing control points in processes audited as well as an assessment of risks arising from the activities concerned. 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' Executive 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 targeted by the CECEI document in its decision of November 15, 2007, as well as those set out in the charter of Groupe BPCE's General Inspection.

Natixis' Internal Audit is responsible for following up on progress in implementing its recommendations. It conducts follow-up audits and checks, making use of recurrent work in the area carried out by permanent control teams where necessary.

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 perimeter 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 Executive Management or if required by circumstances.

In addition to conventional audit assignments, the Internal Audit Deparment 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 2010, Group Audit 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 Bank's Basel II certification process undertaken by Natixis, as well as assignments conducted in Natixis subsidiaries pursuant to audit agreements entered into with them in 2008.

In addition, efforts were made to continue consolidating Natixis' "Audit" function in three main directions:

- Based on the Natixis Internal Audit self-assessment work done in 2010 with help from external firms, measures were taken to streamline the "Audit" function's organization, to make it more efficient, to improve the conditions under which work is conducted and to consolidate risk assessment.
- In application of the principles adopted when the Groupe BPCE "Audit" function was put together, Natixis' Internal Audit continued the work started to consolidate its methods with those of the BPCE General Inspection. This work will terminate in late 2011 and focus on the convergence of both department's work and standards.
- Audit recommendations were given special attention, with the objective of improving their legibility and ensuring more effective monitoring. New rating standards – common with BPCE standards – were adopted and thus highlighted priority recommendations more clearly. Prevailing recommendations were requalified according to these new standards. Monitoring work specific to the most urgent recommendations was undertaken.

This work was carried out in active coordination with BPCE's General Inspection. To this end, eight Internal Audit Coordination Committee Meetings were held during the year.

2.6.3.4 Coordination of controls

The Control Functions Coordination Committee ("CFCC"), which already existed within Natexis Banques Populaires, has maintained its role within Natixis since 2007.

The Committee 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 in the executive body. It also supplies the executive body with updates on ongoing controls performed by internal or external control functions or 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. The Control Functions Coordination Committee held four meetings in 2010.

2.6.4 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 belongs to the 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 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 Natixis Risk Committee, which defines the key elements of risk policy, analyzes the main risks and validates the main risk standards and methods implemented.

The support function optimization project, which aims to ensure integrated and more efficient oversight of Natixis' three business divisions in accordance with regulatory requirements, led the Risk Department to revise its entire process and operating procedures with the business lines.

As part of the new unified organization implemented for the Risk function as of July 1, 2010, the project aims 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, reporting, limits, delegation systems) 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 17ter and 38 of amended rule 97-02, alert procedures for serious incidents were introduced with alert levels set by type of risk. In 2010, the alert system was implemented three times after observation of a backtesting exception concerning regulatory VaR over 20% and two downgrades of ratings exceeding three notches and with a new rating less than or equal to BB. The requisite information was transmitted to the Risk Management Committee and France's Prudential Supervisory Authority.

2.6.4.1 CREDIT RISKS

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: financial data, customer identification and analysis in accordance with the review procedures ratified by the Group Compliance Department, the counterparty's internal ratings, taking country risk into account;
- external data: ratings allocated by rating agencies, sector analysis, country risk and sovereign risk analyses, etc.;
- information regarding commitments, collateral and guarantees;
- the credit file summarizing all of the credit risks incurred by Natixis and the effects of the proposed transactions on profitability and regulatory ratios.

Each credit file submitted for a decision must include an internal rating proposal, an LGD (loss given default) proposal as well as limit recommendations.

Credit decisions are made either through mandates granted jointly to business lines and certain members of the Risk Department or by the relevant Credit Committees, following an independent analytical process. 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.

The Individual Risk Department was created on July 1, 2010 as part of the integrated Risk function, in order to centralize and counter-analyze credit files emanating from any entity or business line and to make joint decisions with the business lines within the scope of its mandates.

In addition to the individual decision-making circuit, Natixis possesses overall risk limits. Implementation of sector/activity-based risk policies initiated in 2010 will continue in 2011.

Credit risk measurement methods

The credit risk management system is based on the advanced internal ratings based approach. Natixis received approval from France's Prudential Supervisory Authority to use this approach for calculating regulatory capital requirements as from September 30, 2010.

In parallel, Natixis has conducted methodological work to introduce credit stress tests.

Two types of stress tests have been developed:

- macro-economic stress tests according to scenarios drawn up by Natixis' economic research team;
- stress tests specific to certain Natixis business lines.

These credit stress tests were launched in the first few months of 2010 and are presented each quarter to Natixis' Global Risk Committee.

A COUNTERPARTY RATINGS

Credit risk management requires a risk rating, an LGD and commitment or transaction monitoring procedures in accordance with title II of CRBF rule 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. It intervenes in accordance with the organization that sets the roles of each participant in terms of ratings, rating information and rating monitoring, with a view to ensuring the uniformity and consistency of the methodologies used and ratings attributed throughout the whole Group. In the same way, Natixis' LGD mechanism dovetails with that of Groupe BPCE.

B CREDIT RISK MONITORING

Natixis' commitments are measured and monitored on a daily basis using dedicated consolidation systems.

An IT system allows for an overall consolidation of limits and credit exposures across a scope covering all of Natixis' exposure to credit risk and most of that of its subsidiaries. Natixis counterparties are identified in a counterparty database according to a dedicated management procedure: counterparties are allocated a unique code, a code for the regulatory group to which they belong and an indicator showing their rank within the group.

The Risk Department provides Executive Management and the Bank's business line managers with reports analyzing Natixis' risks and notably comprising analyses of trends and scorecards, etc. Natixis' commitments as well as changes in them are presented according to risk indicators such as:

- the counterparty's category, internal rating, business sector or geographic location;
- type of commitment, LGD;
- Basel II segmentation.

Similarly internal management criteria (functions, desks, etc.) are taken into account.

C CREDIT RISK SURVEILLANCE

Credit risk is surveyed by making the various business lines accountable and by various control measures overseen by a dedicated team within the Risk Department.

Business-line front-offices carry out day-to-day monitoring, the middle office oversees financing and the Risk Department conducts second-level controls.

As regards limit excesses, the monthly Limit Excess Committee analyzes changes in limit excesses using specific indicators (number, total, duration, business lines concerned, etc.), and examines significant excesses and monitors their correction.

Cases showing a 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 counterparty watch list and alert procedures.

They are then considered for the watch list, a decision which falls to the Risk Department or the competent Credit Committee depending on the level of exposure.

Quarterly monitoring of watch-listed counterparties and the process for determining specific additions to and reversals of provisions are examined concomitantly through a process that is organized in the first instance by business line.

The breakdown by business line is then presented for validation by the Natixis Watch List and Provisions Committee.

D MONITORING OF DOUBTFUL CASES AND CASES IN LITIGATION

Specific provisions

The Natixis Watch List and Provisions Committee meets quarterly and covers all of the Bank's business lines (CIB, Investment Solutions and SFS). It reviews all doubtful cases under surveillance that may give rise to provisions or adjustments to existing provisions, and decides on the level of provision necessary.

This Committee is organized by the Risk Department and chaired by the Chief Executive Officer. It comprises the members of the Senior Management Committee in charge of the business lines, Finance and Risk, the head of Risk and the heads of the 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 homogenous assets and formed according to three criteria:

- rating for exposures on 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. Such evidence typically arises from a combination of micro or macroeconomic factors specific to the industry or country concerned. When necessary, an expert opinion is sought to improve the result obtained.

2.6.4.2 MARKET RISKS

ORGANIZATION OF NATIXIS' MARKET RISK MANAGEMENT MECHANISM

Market risk control is primarily the responsibility of business-line front offices, which ensure the limits allocated to them are managed and monitored on a continuous basis every day.

Natixis' market risk is controlled by the Market Risk Department, an integral part of the Risk function. This Department independently defines the principles (methods and limits) for measuring risks and monitors these principles.

Generally speaking, the market risk monitoring system is adapted to reorganizations of business activities, thus facilitating exchanges with the business lines.

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.

A local Market Risk Committee meets once a month in New York. This Committee does not make decisions, but informs local management of changes in the main risk zones.

As part of Natixis' Risk function, the Market Risk Department plays a major role in the overall system:

- it provides a view of the market risk decision process that is independent of that of the business line;
- it defines risk measurement and fair value adjustment methods and submits them to the Market Risk Committee for approval;
- it suggests limits or examines limit requests (VaR [(1)], stress tests, operational limits, loss alerts);
- it proactively manages risks and advises the business lines and Executive Management, in particular by analyzing specific risks according to market events;
- it is responsible for the daily analysis and measurement of risks, daily reporting, and notifying front office and the management of any excesses;
- it approves the pricing models used by front office in its management tools.

The operational breakdown of the mechanism described in the Natixis market risk regulation charter is specified in procedures. All these procedures were revised in the first quarter of 2010, primarily to involve all parties and make them accountable (front office and risks).

The delegation system was improved to smooth decision-making between two Committee Meetings.

The system is based on levels of delegation (front office and risks) and determining factors such as VaR limit levels, stress tests, operational factors, type of indicators (quantitative, qualitative), percentage increase compared with limits, type of transaction.

An international market risk charter identifies the global heads of market risk monitoring by business line. It also sets out the principles for greater interaction between central and local teams in order to reflect the worldwide organization of front office activities.

In line with the recommendations of the "Lagarde" report, the Market Risk Department ensures that each trader is aware of his/her own limits; each trader has to send an e-mail confirming his/her attachment to the desk concerned and agree to their limits. The limit notification procedure has been changed accordingly.

Early in 2010, BPCE granted a guarantee on most of the workout portfolio management assets in Paris and New York. Nevertheless, the Market Risk Department continued to manage risks on all transactions on a standardized and exhaustive basis, whether these transactions were guaranteed or not by BPCE. Overall VaR and stress tests taking into account the effects of this guarantee are now 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 Executive 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 measures of market risk used by Natixis are VaR, overall and specific stress tests, qualitative and quantitative operational limits, and loss alerts.

Natixis uses a Monte Carlo VaR.

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 roll-over 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).

A project to optimize VaR calculation was launched in 2010.

Natixis' internal VaR model was approved by France's Prudential Supervisory Authority in January 2009. Natixis therefore uses VaR to calculate capital requirements in respect of market risks across approved scopes.

Two backtesting exceptions were observed in 2010.

Overall stress tests (hypothetical and historic) are calculated daily in the VaR calculation tool and revised as part of a permanent process. Two new historical stress tests (adding to the nine existing already) and one new hypothetical stress test (adding to the five already existing) were put in place.

Specific stress tests, which are also calculated daily in management tools, were rolled out over all portfolios and supported by alerts. They were defined using the same severity standard and are used to identify the main loss areas by portfolio.

2.6.4.3 Overall interest rate, liquidity and structural foreign-exchange risks

GOVERNANCE

The structural balance sheet risks of Natixis (the parent company), are managed and monitored under the authority of the Asset/Liability Management Committee (**the ALM Committee**), which is chaired by the Chief Executive Officer and attended by members of the Corporate and Investment Banking division, the Finance and Risk Department and BPCE. This highest-level Committee meets every two months and its main responsibilities are to:

- validate the main asset/liability management rules (including those relating to internal liquidity pricing), agreements, indicators and limits (including liquidity amounts allocated to the business lines as part of budgetary procedure) for monitoring, managing and supervising balance sheet structural risks, all within the standard ALM framework set up by BPCE;
- validate overall funding policy;
- monitor the main balance sheet aggregates and changes affecting them;
- monitor structural balance sheet risks and compliance with limits.

The ALM Committee is responsible for monitoring across the following scope:

- the banking portfolios of Natixis S.A. and of its credit subsidiaries for overall interest-rate risk;
- Natixis' entire scope of consolidation excluding insurance subsidiaries that do not present intrinsic liquidity risks and which are specifically monitored and managed in respect of liquidity risk;
- Natixis' entire scope of consolidation for structural foreign-exchange risk.

Natixis' ALM organization is as follows:

- Natixis S.A.'s Treasury aims to refinance all the business lines within the rules and limits set by the 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 concerned primarily correspond to the Corporate and Investment Banking division'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. The activities concerned include capital markets and specialized credit subsidiaries.

All of Natixis' ALM indicators are sent to BPCE. Natixis' Risk and Finance Department's ALM system is interfaced with BPCE's so that it can monitor ALM risks across the entire Group.

Natixis' Market Risks Department is in charge of controlling second-level ALM indicators produced by the Financial division (mismatching ratios, etc.) and the liquidity management team (1- to 60-day static liquidity gaps).

OVERALL INTEREST-RATE RISK

The very large majority of Natixis' exposure is in euros and US dollars and uses a floating rate; as a result, Natixis' overall interest-rate risk is essentially linear and concerns mismatching positions between contractual operations.

The most significant positions concern exposures over 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 most important portfolios, through limits confirmed and monitored by the Finance and Risk Department. As regards Treasury, on which most positions are concentrated, this mechanism is rounded out with daily VaR measurements governed by limits and stress tests.

LIQUIDITY RISK

Liquidity risk is controlled, managed and monitored in the following manner:

- Management of each business line's liquidity consumption: to manage balance sheet growth, liquidity amounts are allocated for each business line as part of the budgetary procedure and approved by the ALM Committee. Consumptions are monitored weekly;
- Supervision of short-term mismatching: this is measured on the basis of liquidity gaps. In order to manage forecast short-term liquidity requirements, this indicator is produced daily for a three-month horizon in intervals of one day, based on all the parent company's contractual transactions. It is supervised by two permanent limits approved by the ALM Committee and monitored daily; one on overnight market exposure and the other on the two-month static liquidity gap;
- Supervision of medium-term mismatching: this is measured on the basis of liquidity gaps and asset-liability hedging ratios. These ratios include minimum coverage ratios approved by the ALM Committee and monitored monthly for Treasury and quarterly for Natixis' entire scope of consolidation;
- Simulations of liquidity stress scenarios: the purpose of these scenarios is to measure Natixis' ability to face different crisis scenarios (systemic, specific, combined, etc.) over a three-month period with assumptions revised periodically and approved by the ALM Committee.

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 immunize the bank's capital-adequacy ratio against changes in the euro-US dollar exchange rate.

2.6.4.4 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 relating to operational risks are described in Natixis' Charter for Measuring, Controlling and Managing Operational Risks which was approved by its Operational Risk Committee in September 2007. The Charter defines:

- the procedures for detecting, analyzing and measuring operational risk:
  - incident recording,
  - investigation of serious incidents,
  - risk mapping,
  - environmental indicators and variables;
- operational risk control procedures:
  - drawing up and monitoring action plans,
  - risk limits policy;

The Operational Risk function is organized on a matrix-type basis according to the two axes of 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 Risks Committee. They closely manage business lines' exposure to operational risks. The Committees meet at least quarterly and 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 changes and reorganizations in the banking business lines, while also maintaining constant efforts to improve procedures through corrective actions and action plans.

2.6.5 INTERNAL CONTROL PROCEDURES RELATING TO ACCOUNTING AND FINANCIAL INFORMATION

2.6.5.1 Process for preparing consolidated financial statements

Natixis' consolidated financial statements are prepared by the Finance Department using the consolidation tools and standards developed and administered by Natixis S.A. As a listed company, Natixis is required to prepare its own consolidated financial statements, although the sub-group of which it is the parent has been part of the BPCE consolidated group formed by the Banques Populaires and Caisses d'Epargne groups since July 1, 2009.

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 group 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 reports 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, M being 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 reports that incorporate accuracy and consistency controls, which must be complied with before the data can be transmitted;

- individual analysis of all entries impacting consolidated shareholders' equity and the preparation of a tax proof, 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 accounts of each of the consolidated entities and consolidation entries;
- archiving and security procedures, including the twice-daily back-up of the overall consolidation database with regular data recovery testing;
- provision of support and appropriate training to the accounting teams of those consolidated entities in which the consolidation system is rolled out, thus allowing for best practices to be spread within the Company.

Since 2008, Natixis has used a system enabling it to:

- produce a local IFRS-compliant reporting package, manage deferred taxes locally and automate the production of notes to the consolidated financial statements;
- guarantee the consistency of data relating to the banking and insurance consolidation scopes;
- benefit from the transparency of the Natixis sub-group reports progressively rolled out within the Company up to 2009;
- offer data recovery functionalities that can be used to generate regulatory, statutory and prudential reports and in the analytical review process;
- perform sub-consolidations;
- enable BPCE to access Natixis data through dedicated interfaces;
- secure the integration process for consolidation reports received from international entities through the implementation of local first-level controls followed by centralized second-level controls;
- offer these same international entities a periodic conversion functionality that enables the foreign currency value of quarterly results to be preserved.

Apart from the consolidation system, Natixis continues to use the interface implemented in 2009 for automatic consolidation data feeds. The kinematics of controls, particularly those linked to the interfacing of Natixis consolidated data with the BPCE system, were also strengthened in 2010.

The efforts to reduce publication timeframes which began in 2009 and gathered pace in 2010 enabled the Company to:

- identify the processes that are part of the critical path of accounts production and suggest new optimization levers;
- schedule work and validation/control points, notably in order to anticipate certain tasks in the accounting process;
- bring together all participants in the process in order to devise action plans adapted to the timeframe reduction targets;
- further strengthen management and monitoring of period-ends.

Thanks to this work, 2010 interim results were published in a shorter timeframe.

2.6.5.2 Management process for internal control of consolidated entities

As part of the regulatory process introduced by the French Prudential Supervisory Authority (CRBF rule) 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 and systematically include 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 work 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 Group Audit as part of its regular audits.

Permanent and periodic controls particularly involve conducting and monitoring:

- account justifications;
- clearing of suspense items;
- management/financial accounts reconciliation procedures (balance sheet and income statement);
- 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, manages and monitors the various controls performed by the subsidiaries.

As regards the scope of the Natixis entity, after the completion of work to implement the Reporting Systems Master Project (*SDSS*) in 2009, efforts in 2010 focused on the ongoing uptake of these new standards, data warehouses, databases and work methods by all accounting system users.

Natixis' Accounting Controls are based on the following fundamental principles:

- separation of the accounting entry and control functions;
- standardization of control processes within the different business lines: methods, tools, reporting and schedules;
- management centralized by the Finance Department and taken up by an independent Accounting Review team;
- ensuring size of team is suited to the objectives defined.

Under the impetus of the New Deal corporate plan, the organization of the Accounting Control mechanism has been adapted and is now based upon:

- accounting production teams within the business lines that handle all work related to the correct entry of transactions (recycling, management of manual cases, links with the product back offices and business-line project management, participation in different business-line Committees such as Provisions Committees, ad hoc Committees, etc.) and the implementation of day-to-day controls;
- first-level controls under the hierarchical and/or functional authority of the Accounting Department including all monthly and quarterly controls that make the accounts more reliable;
- second-level controls under the hierarchical authority of the Accounting Department and the functional authority of the Compliance Department and which, beyond managing period-end control processes, include reviewing all work carried out by first-level control teams.

Accounting Control draws upon:

- dedicated tools that allow for the industrialized reconciliation of account entries, reconciliation of contract data with accounting data reconciliation of economic and accounting results and centralization of control results in an internal application;
- formalized documentation, governed by a charter established by Groupe BPCE and explained through a control map which shows the nature, execution frequency and responsibility of the two levels of control. This map is also enhanced with process sheets describing the stages necessary for carrying out the controls.

At an international level, the overhaul of the Asian platform's accounting system was also completed in 2010. After being deployed in Hong Kong, Singapore, Labuan and Sydney in 2009, the new accounting system was rolled out to the Ho Chi Minh and Shanghai branches in 2010.

Lastly, a think-tank has been set up to consider policy for deploying the head office accounting system internationally, particularly in the US and Europe.

In 2010, work focused on the following areas:

- overhauling capital-market control procedures.

  Consolidating the 2009 launch of the New Deal "Support Functions" project which culminated in the attachment of the CIB Capital Markets Accounting and CIB management control teams (markets and financing) to the Finance Department.
- as a result, Capital Markets Accounting, reporting to the Accounting Department and responsible for first-level monthly production and control work, centralizes all reconciliation work regarding stocks and economic and accounting NBI, with these tasks being gradually carried out in one reconciliation system;
- continuing with the controls introduced at the end of 2009, either linked to specific financial structures or transactions, or to specific subjects thus complying with the recommendations issued during previous audits;
- setting up intermediate review assignments that, aside from period-ends, enable more exhaustive analysis of certain themes or enhancement of the control systems in place.

Elsewhere, 2010 was marked by:

- improved control of suspense items by establishing dedicated teams within the Back Office Products Department;
- a marked improvement in reconciliation processes, both between balance sheet outstandings and management, and between accounting and financial results;
- an overhaul of reconciliation processes upstream of accounting, implemented by the Back Office, both in terms of reconciling positions with those of depositories (creation of a dedicated tool) and reconciling Front and Back positions (creation of an additional dedicated tool);
- a procedure for securing the valuations calculated for transactions on the GAPC (workout portfolio management) perimeter providing Natixis with a database shared by all parties intervening on this scope.

The 2011 fiscal year will be mainly dedicated to:

- continuing the deployment of the Matisse accounting system across the US;
- implementing a project for Financings, geared to equipping Natixis with a new transaction management system.

The accounting control mechanism will continue to develop in 2011 under the impetus of BPCE as part of a function-based approach.

Having set up a program of specific assignments in addition to the closure of accounts in 2010, the "Accounting Review" function will extend its scope, particularly as regards regulatory requirements, the aim being to define and set up a control program for regulatory reports.

Lastly, as part of the New Deal's "Support Function Organization" project which clarified and redefined responsibilities and allocated roles for each function and which led to the creation of the "Markets Accounting" Department within the Accounting function, 2011 should see the model extended to the whole of CIB. A feasibility study was completed for Financings at the end of 2010.

2.6.5.3 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 and Natixis' Group Audit;
- audits conducted by the French Banking Commission in its role as banking regulator;
- audits conducted by Statutory Auditors. This work is carried out by three firms working in a collegiate and standardized manner each quarter throughout all entities consolidated by Natixis. The conclusions from these audits taken into account compliance with group policies and the effectiveness of local internal control procedures.

2.7 Statutory Auditor's report on the report prepared by the Chairman of the Board of Directors

STATUTORY AUDITOR'S REPORT PREPARED IN ACCORDANCE WITH ARTICLE L. 225-235 OF THE FRENCH COMMERCIAL CODE ON THE REPORT PREPARED BY THE CHAIRMAN OF THE BOARD OF DIRECTORS

Year ended December 31, 2010

Dear shareholders,

In our capacity as Statutory Auditors of Natixis and in accordance with Article L.225-235 of the French Commercial Code, we hereby report to you on the report prepared by the Chairman of the Board of Directors in accordance with Article L.225-37 of the French Commercial Code for the year ended December 31, 2010.

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 in respect of the internal control and risk management procedures relating to the preparation and processing of 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 understood 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 on the internal control and risk management procedures relating to the preparation and processing of accounting and financial information

Professional standards require that we perform the necessary procedures to assess the fairness of the information provided in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of accounting and financial information. These procedures mainly consisted of:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of accounting and financial information on which the information presented in the Chairman's report is based, and of 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 accounting and financial information that we might have identified in the course of our engagement are properly disclosed in the Chairman's report.

On the basis of our work, we have nothing to report on the information in respect of the Company's internal control and risk management procedures relating to the preparation and processing of 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 hereby attest that the Chairman's report includes the other disclosures required by Article L.225-37 of the French Commercial Code.

Neuilly-sur-Seine and Paris-La-Défense, France, April 4, 2011

The Statutory Auditors

DELOITTE & ASSOCIÉS	MAZARS	KPMG Audit Department of KPMG S.A.
José-Luis GARCIA	Charles DE BOISRIOU	Fabrice ODENT

3

Risk management

The information provided in the following sections is an integral part of the financial statements certified by the Statutory Auditors:

- *3.2.5.1 Natixis' general risk management system;*
- *3.2.5.2 Natixis' Risk Department;*
- *3.2.5.3 Credit risks (only for data mentioned as certified);*
- *3.2.5.4 Market risks (only for data mentioned as certified);*
- *3.3 Overall interest rate, liquidity and structural foreign exchange risks;*
- *3.6. Insurance risks;*
- *3.7 Sensitive exposures according to Financial Stability Board Recommendations.*

3.1 Risk factors

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, it being emphasized 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 currently unidentified risks or which are currently considered immaterial by Natixis, may have a material adverse impact on its operations, financial position and/or results. The scale and impact that these risks could have on the results and assets of Natixis, as well as the organization and control of these risks, are more fully described in subsequent sections of Chapter [3] "Risk management".

Natixis' sensitive exposures are detailed in section [3.7], in accordance with the recommendations of the Financial Stability Forum.

3.1.1 RISKS RELATED TO THE MACROECONOMIC ENVIRONMENT AND THE FINANCIAL CRISIS

Adverse market or economic conditions 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 the 2008 fiscal year and the first half of 2009, Natixis' results and financial condition suffered significantly as a result of the disruptions that affected all markets throughout the world.

In the future, significant disruptions to the overall economic situation could have an adverse impact on Natixis' results and financial condition.

The potential tightening of regulations governing the financial sector, dictated by the financial crisis, could lead to the introduction of new compliance restrictions

Governments (including governments of countries where Natixis entities are established) have responded to the financial crisis by adopting a certain number of precautionary measures. Others are still under consideration. The analysis and interpretation of these measures, which arise from diverse and sometimes contradictory sources, may generate new pressures for Natixis in its efforts to comply with the new precautionary measures. The implementation and observation of these measures could raise Natixis' costs and increase regulatory capital and liquidity requirements. The scale and impact of these measures (in particular those still being examined) 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) 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 persistently weak recovery could have an adverse impact on the business conditions of financial institutions. Furthermore, central banks could decide at any time, with or without prior consultation, to change their monetary policy (notably to increase their key interest rates) and adjust their liquidity policy to take account of the relative stabilization of the money and financial markets, which could cause liquidity to suddenly dry up in these markets and more generally in the economy. With the recovery still shaky, 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.

Conditions in the financial markets, particularly the primary and secondary debt markets, may have a material adverse impact on Natixis

Since the formation of BPCE, the refinancing of Natixis over the medium-long term has been carried out at the Groupe BPCE level through BPCE S.A. Even though market conditions have largely stabilized in recent months, they could deteriorate in the future. Consequently, BPCE, which obtains funding on the international debt markets, among other sources, could find it difficult to issue debt instruments under reasonable conditions.

Natixis has suffered significant losses, and may continue to suffer losses, on its portfolio of assets affected by the financial crisis (GAPC, i.e. workout portfolio, assets).

Natixis has recorded significant losses on GAPC assets. The GAPC credit portfolio is currently covered by the Guarantee provided by BPCE (described in Chapter 1 of this registration document). This risk henceforth concerns a reduced volume of assets. For further information about GAPC and its assets, please refer to section [1.5] "GAPC".

3.1.2 RISKS RELATED TO THE LINKS WITH BPCE AND THE BANQUES POPULAIRES AND CAISSES D'EPARGNE NETWORKS

Natixis' principal shareholder has a significant influence on certain corporate actions

BPCE, Natixis' principal shareholder, held 71.54% of its capital (and 71.65% of its voting rights) at December 31, 2010. As a result BPCE is in a position to exercise a significant influence on the appointment of Natixis' directors and officers as well as any other corporate decision 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' director of internal audit, 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 [2.6.4] "Chairman's report on internal control". BPCE's interests (on behalf of Groupe BPCE) concerning risk management may differ from those of Natixis.

Natixis refinances through BPCE

As indicated above, since the creation of BPCE, Natixis' medium-term refinancing has been carried out through BPCE. The cost of this refinancing is therefore dependent on the financial structure and ratings of Groupe BPCE.

Natixis depends in part on the performances of the Banque Populaire and Caisse d'Epargne networks

Natixis' income depends partly on the performances of the Banque Populaire and Caisse d'Epargne networks, both through services provided to their customers and through the share of the net income from the 20% shareholding in each Banque Populaire and Caisse d'Epargne, in the form of cooperative investment certificates ("CCIs") issued by each of these entities. For further information about the contractual relationships relating to these subjects, please refer to section [1.4.5] "Significant contracts".

Natixis has no voting rights with respect to the cooperative investment certificates representing 20% of the share capital of Banques Populaires and Caisses d'Epargne

As indicated above, Natixis holds 20% of the share capital of Banques Populaires and Caisses d'Epargne, in the form of CCIs. These CCIs are non-voting securities, with different rights from those attached to cooperative shares issued by Banques Populaires and Caisses d'Epargne. Although Natixis is entitled to participate in meetings of the cooperative shareholders ("sociétaires") of Banques Populaires and Caisses d'Epargne, it is not entitled to vote at these meetings and has no control over decisions requiring approval by the shareholders of Banques Populaires and Caisses d'Epargne.

However, Natixis has significant influence over Banques Populaires and Caisses d'Epargne as a result of various rights it has been granted in relation to agreements entered into at the time CCIs were acquired by Natixis.

Natixis cannot freely sell its 20% equity interests in Banques Populaires or Caisses d'Epargne, and in some circumstances could be required to sell them

APPROVAL PROCEDURE

Pursuant to agreements made when the CCIs were acquired, Natixis may only sell all or part of its 20% holding in Banques Populaires with the prior consent of the Board of Directors of the Banque Populaire concerned and all or part of its 20% holding in the Caisses d'Epargne with the prior consent of BPCE. In the event of refusal, the Banque Populaire in question will be required to repurchase the relevant equity interests from Natixis at a price determined based on the related proportionate share of net assets, according to the valuation methods used to value the interests at the time of their acquisition by Natixis. The repurchase price could thus differ from the price that Natixis would have obtained from the proposed buyer. In addition, the very fact that Natixis must obtain prior approval could make it difficult for Natixis to sell these holdings.

COMPULSORY REPURCHASE

Moreover, if BPCE ceased to control Natixis, or if certain legislative or regulatory changes or other events occurred (for further information on the events liable to trigger a compulsory repurchase, please refer to section [1.4.5] "Significant contracts"), Banques Populaires, Caisses d'Epargne or BPCE, depending on the case, would also have the right to purchase its 20% holding from Natixis at a price determined based on the related proportionate share of net assets, according to the valuation methods used to value the interests at the time of their acquisition by Natixis. The repurchase price could thus differ from the price that Natixis would have obtained through a sale to an independent third party.

In the event such repurchases are carried out via the approval procedure or by compulsory repurchase, Natixis would no longer have any financial interest in the results of the Banques Populaires or Caisses d'Epargne bank, or banks, concerned, and its ability to sell products and services through the Banques Populaires or Caisses d'Epargne bank, or banks concerned, could be impacted.

For further information on the contractual relationships relating to these subjects, please refer to section [1.4.5] "Significant contracts".

Natixis is obliged to maintain its holding in the capital of each Banque Populaire and Caisse d'Epargne at 20%

Pursuant to the agreements entered into at the time the CCIs were acquired, Natixis is obliged to maintain its holding in the capital of each Banque Populaire and Caisse d'Epargne at 20%. As a result, during any issue of new shares liable to dilute Natixis' shareholding, Natixis must subscribe to additional CCIs so as to maintain its shareholding at 20%.

3.1.3 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 finance risk, operational risk and insurance risk) inherent to Natixis' operations, which are summarized below and described more fully in the "Risk Management" section, repeated in sections [3.2.5 to 3.3, and 3.6] and in the Chairman's report, repeated in section [2.6.4] "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).

The risk factors described in the following sections (and above under the heading "Risks related to the financial crisis") detail or illustrate these different types of risks using specific examples, and also describe other risks to which Natixis is exposed.

CREDIT RISK (FOR FURTHER DETAILS REFER TO SECTION [3.2.5.3] OF CHAPTER [3] AND SECTION [2.6.4] OF CHAPTER [2])

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 the expected recovery in this event are key factors in the measurement of credit quality. The debtor may be a bank, an industrial or 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 led at 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 of default lies with the debtor's customers rather than the debtor itself.

The following details are provided:

- general principles for loan approval and management of credit risks;
- measurement of risk and internal ratings, which are an integral component of Natixis' counterparty risk monitoring and control;
- credit risk reduction techniques (netting agreements, collateral, guarantees or credit default swaps);
- credit risk monitoring, which is based on business line accountability and various control measures overseen by a dedicated Risk Department team, with day-to-day monitoring provided by the businesses, the middle office overseeing financing and the Risk Management Department performing second level controls; and
- Natixis' exposure to credit risk.

MARKET, LIQUIDITY AND FINANCING RISK

Market risk (For further information, please refer to sections [3.2.5.4] and [2.6.4]).

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 real estate and 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 reflect 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 negotiable assets held in the normal course of business.

The following details are provided:

- the organization of the control of market risks. The control of market risks is essentially the responsibility of the Market Risk Department, which defines risk measurement methodologies, approves limits and monitors all market risks within Natixis' consolidation scope. The market risk control system is based on a risk authorization architecture, in which the Natixis Risk Committee is the central Committee and within which the Market Risk Committee plays an essential role;
- the measurement of market risks (synthetic assessments of Value at Risk, operational indicators used to manage operations on an overall basis and/or by similar operation, by focusing on more directly observable criteria and stress tests consisting in measuring potential losses incurred by portfolios in extreme market conditions);
- the quantitative data for measuring Natixis' market risk; and
- regulatory capital asset requirements.

Overall interest rate risk, liquidity and structural foreign exchange risk (for further details please refer to sections [3.3] and [2.6.4])

Overall interest rate risk is defined as the risk of loss on the bank book caused by an adverse change in interest rates due to a mismatch between the nature of interest rates on assets and liabilities. At Natixis this risk is essentially linear and focused on the euro and the US dollar, resulting primarily from mismatched positions between 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.

Liquidity risk is the risk that Natixis will be unable to meet its commitments to its creditors due to a mismatch between the durations of assets and liabilities. This risk could arise, for example, in the event of massive withdrawals of customer deposits or 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 does not have stable and permanent customer resources and partly funds itself on the markets.

Foreign exchange risk change is defined as the risk of loss of transferable equity caused by an adverse fluctuation in exchange rates against the euro. Natixis' foreign exchang risk for the most part concerns structural positions in the US dollar due to the consolidation of foreign branches and subsidiaries funded in USD.

The procedures for monitoring and managing these risks are described in section [3.3].

OPERATIONAL RISKS (FOR FURTHER DETAILS PLEASE REFER TO SECTIONS [3.2.5.5] AND [2.6.4])

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 floods, fires, earthquakes, fraud or terrorist attacks.

Legal risk is also a component of operational risk.

The principal legal proceedings in progress involving Natixis and its subsidiaries are described in section [3.5].

The Insurance Department, which reports to the Legal Department in the Corporate Secretary's office, is tasked with analyzing insurable operational risks and taking out appropriate insurance coverage against them (for further information, please refer to section [3.4]). The purchase of insurance policies from leading insurers allows for the compensation of potentially significant damages 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 section [3.2.5.5].

INSURANCE RISK (FOR FURTHER DETAILS, PLEASE REFER TO SECTION [3.6])

Insurance risk is the risk to profits of any lag between expected and incurred claims. According to the insurance products concerned, the risk varies according to macroeconomic changes, changes in customer behavior, changes in public healthcare policy, pandemics, accidents and natural catastrophes (such as earthquakes, industrial accidents or acts of terrorism or war). As mentioned previously, the credit insurance business is also subject to credit risk.

The insurance risks incurred by Natixis Assurance stem from the sale of savings and provident insurance contracts in France and abroad. The main risks are financial, such as the risk of no longer being able to service a minimum contracted rate in the event of lower interest rates, risk of contract repurchases in the event of higher interest rates, credit risk, etc.

The monitoring and control of these risks and their impact on the assets of Natixis and its subsidiaries are described in section [3.6].

For further details about corrective actions implemented with a view to the turnaround of Coface, please refer to section [3.6].

New strategy

In the second half of 2009, Natixis implemented a new strategy aimed at simplifying and clarifying its governance, increasing synergies with retail networks, reinforcing the integration of teams and "customer focus", and improving the method of operation of support functions. While Natixis believes that these new 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 liabilities guarantees or indemnities that it might have to grant to the buyers concerned.

Any substantial increase in provisions or loss in excess of the previously recorded level of provisions could adversely affect Natixis' operating income or financial position

In its lending operations, Natixis periodically establishes provisions for loan losses, which are recorded in its income statement under "provision for credit losses". Natixis' overall level of provisions is based on its assessment of prior loss experience, the volume and type of loans granted, market practices, past due installments, economic conditions and other factors reflecting the recovery rate of various loans. For further information on Natixis' provisioning policy and its management of doubtful loans, please refer to section [3.2.5.3].

Although Natixis endeavors to establish a sufficient level of provisions, its lending businesses may lead it to increase their provisions for loan losses in the future in the event of an increase in non-performing assets and/or deteriorating economic conditions, leading to an increase in counterparty defaults and bankruptcies, or for any other reason. Any significant increase in provisions for losses or a significant change in Natixis' estimate of the risk of loss on its portfolio of non-impaired loans, as well as any incidence of losses in excess of provisions constituted in relation to the loans in question, could have an adverse effect on Natixis' results and financial position.

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.

Market fluctuations and volatility may expose Natixis to the risk of losses in relation to its trading and investment operations

As part of its trading and investment operations, Natixis takes positions in the bond, currency, commodity and equity markets, as well as in unlisted securities, real estate and other asset classes. Market volatility and trends could have a negative impact on these positions. Such losses, if significant, could adversely affect Natixis' net income and financial position.

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.

Changes in exchange rates can significantly affect Natixis' results

Natixis conducts a significant portion of its business outside France, in particular in the United States. Consequently, its net revenues and results can be affected by exchange rate fluctuations. While Natixis incurs expenses in currencies other than the euro, these only partially offset the impact of exchange rate declines on net revenues. Natixis is particularly exposed to changes in the exchange rate between the United States dollar and the euro, as a significant portion of its net revenues and operating income is generated in the United States. Natixis enters into transactions to hedge its exposure to exchange rate risks under its overall risk management policy. However, these transactions may not fully offset the adverse impact of foreign exchange rate fluctuations on Natixis' operating income and may even amplify them under some circumstances.

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 proprietary 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 [2.6.3.2].

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, a pandemic, terrorist attacks or any other states 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.

Natixis may be vulnerable to political, macroeconomic and financial environments or specific circumstances in the countries where it does business

Natixis is subject to country risk, which is the risk that economic, financial, political or social conditions in a foreign country will affect its financial interests. Natixis does business throughout the world, including in developing regions of the world commonly known as emerging markets. In the past, many countries referred to as emerging markets have experienced severe economic and financial disruptions, including devaluations of their currencies and capital and currency exchange controls, as well as low or negative economic growth. Natixis' businesses and revenues derived from operations and trading outside the European Union and the United States, although limited, are subject to risk of loss from various unfavorable political, economic and legal developments, including currency fluctuations, social instability, changes in governmental policies or policies of central banks, expropriation, nationalization, confiscation of assets and changes in legislation relating to local ownership.

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:

- the monetary, interest rate and other policies of central banks and regulatory authorities;
- general changes in government or regulatory policy 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 the Basel 2 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 involved in complex and large-scale cross-border transactions, Natixis is subject to tax legislation in a large number of countries throughout the world and Natixis structures its operations globally in order to optimize its effective tax rate. Changes to tax legislation or its application by the competent authorities in these countries may have a significant impact on Natixis' results. Natixis has introduced management processes whose objective is 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 by 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, to the extent 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.

Despite the risk management policies, procedures and methods put in place, Natixis may be exposed to unidentified or unanticipated risks, likely to give rise to significant losses

Natixis' risk management techniques and policies may not be effective in limiting its exposure to any type of market environments or all types of risk, including risks that Natixis has not been able to identify or anticipate. Furthermore, the risk management techniques and strategies used by Natixis cannot guarantee risk reductions in all market configurations. These techniques and strategies 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 upon 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 [3.2.5.5] "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 proved 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 off-set 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 market development, such as the crisis plaguing the international financial markets since the second half of 2007, may 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

Even though external growth does not constitute a significant part of its current strategy, in the future, 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.

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, inadequate management of potential conflicts of interest, legal and regulatory requirements, ethical 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 the financial results, or 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 section [3.5] "Legal risks", and in particular the paragraph on "Legal and arbitration procedures").

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 certain 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.

3.2 Pillar III

3.2.1 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:

3.2.1.1 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 its capital requirement, the financial institution may use standardized methods or with the prior approval of the French Prudential Supervisory Authority, using its own internal models.

3.2.1.2 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 those risks;
- comparison by the banking supervisor of its own analysis of the bank's risk profile with the analysis conducted by the bank. This is done in order to adapt its own prudential measures accordingly, by setting capital requirements above minimum requirements or by applying any other appropriate technique.

3.2.1.3 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.

3.2.2 SCOPE OF APPLICATION

Natixis has an obligation for consolidated regulatory reporting to France's Prudential Control Authority (Autorité de Contrôle Prudentiel) and it therefore establishes Pillar III on a consolidated basis.

The scope of prudential consolidation is established on the basis of the scope of statutory consolidation. 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);
- Natixis Assurances;
- Compagnie Européenne de Garanties et de Cautions.

EDF Investment Group is proportionally consolidated in accordance with the level of economic interest, i.e. 7%.

3.2.3 CAPITAL ADEQUACY 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 implements the Basel 2 reform. It set out the "regulatory capital requirements applicable to banks and investment companies".

Natixis applies these directives to the management of its risks and capital.

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;
- the IRB approach consists of two categories:
  - the Foundation IRB approach, for which banks use only their probability of default estimates,

- the Advanced IRB approach, under which banks use all of their internal estimates of the components of risk, i.e. probability of default, loss-given default, exposure at default, maturity.

3.2.4 COMPOSITION OF CAPITAL

Regulatory capital is determined in accordance with CRBF Regulation No. 90-02 of February 23, 1990 relating to capital, meaning it is divided into three categories: Tier 1 capital, Tier 2 capital and Tier 3 capital. Deductions are made from these categories with regard for statutory audit data.

These categories are broken down according to decreasing degrees of solidity and stability, duration and degree of subordination.

3.2.4.1 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. 45% of these pre-tax gains are 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;
- capital gains and losses for 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.

3.2.4.2 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).
- Equity instruments: 45% of pre-tax net unrealized capital gains recognized as Tier 2 capital.
- Positive difference between expected losses calculated using internal ratings-based approaches and the sum of value adjustments and portfolio-assessed impairment relating to the exposures concerned.

3.2.4.3 Tier 3 capital

Tier 3 capital comprises subordinated debt with a maturity of over 5 years used only to hedge market risk. Natixis is not concerned by these instruments.

3.2.4.4 Deductions

They include:

- equity investments representing more than 10% of the share capital of a credit institution or investment firm, as well as subordinated loans and any other element constituting capital;
- securitization positions with a rating of less than BB-;
- total expected losses for equity exposure.

50% are deducted from Tier 1 capital and 50% from Tier 2 capital.

As of December 31, 2010 and in accordance with the French Prudential Supervisory Authority, Natixis' investments in Caisse d'Epargne and Banque Populaire, in the form of Cooperative Investment Certificates (CCIs), are no longer deducted from capital but are included in risk-weighted assets. For further details on CCIs, see section [1.4.5] "Major contracts".

3.2.4.5 Regulatory capital and ratios

SHARE CAPITAL

Registered share capital amounted to €4,653,020,308.80, divided into 2,908,137,693 shares with a par value of €1.60 and was unchanged between December 31, 2009 and December 31, 2010.

REGULATORY CAPITAL AND CAPITAL ADEQUACY RATIO

The primary shareholding resulting in a capital deduction was the €0.3 billion stake in CACEIS.

As of December 31, 2010 and in accordance with the French Prudential Supervisory Authority, Natixis' investments in the Caisse d'Epargne and Banque Populaire banks, in the form of corporate investment certificates (CCIs), are no longer deducted from capital but are included in risk-weighted assets.

CFDI (Caisse Française de Développement Industriel) is the only Natixis subsidiary subject to this individually. The parent company and other French subsidiaries are credit institutions that are exempt from compliance with these requirements on an individual basis, by authorization of the French Prudential Supervisory Authority,.

Regulatory capital is structured as follows with respect to the various rules (all data after impact of the guarantee):

(in billions of euros)	12.31.2010	12.31.2009	Change
Equity	20.9	20.9	0.0
Restatements, o/w			
• Dividend forecast	(0.2)		(0.2)
• Reclassification of hybrids and fair value filtering	(5.1)	(6.7)	1.5
• Hybrids	5.1	6.3	(1.2)
• Goodwill and intangible assets	(3.6)	(3.5)	0.0
• Other prudential restatements	0.5	0.9	(0.4)
Tier 1 capital	17.6	17.9	(0.3)
Deductions from Tier 1 capital	(0.8)	(5.3)	4.5
Basel 2 Tier 1 capital	**16.8**	**12.7**	**4.1**
Tier 2 capital	7.3	7.8	(0.5)
Deductions from Tier 2 capital	(0.8)	(5.3)	4.5
TOTAL CAPITAL	**23.3**	**15.2**	**8.2**

Tier 1 capital totalled €16.8 billion at December 31, 2010, up by €4.1 billion for the year.

Equity remained stable at €20.9 billion. The effects of the repayment of the €0.5 billion shareholder advance and €1.35 billion in hybrid securities and a €0.4 billion payout on these securities were offset by €1.7 billion in income for the year, a €0.3 billion reduction in the negative translation difference due to the dollar's rise and a €0.3 billion decrease in net unrealized or deferred losses.

Tier 1 and total capital are impacted from changes in the prudential treatment of CCI. Whereas half (€4.7 billion) were deducted from Tier 1 capital and half from Tier 2 capital at December 31, 2009, they are now booked under risk-weighted assets (see below). Tier 1 capital includes a €0.2 billion provision for distribution of cash dividends (50% of net income at December 31, 2010, minus post-tax remuneration payable on hybrid shares and an estimate of the percentage of this divided to be subscribed as shares). The drop in other prudential restatements was primarily due to the reduction in unrealized or deferred losses posted and filtered prudentially.

Tier 2 capital fell by €0.5 billion due to the effects of regulatory depreciation and amortization.

Basel 2 risk-weighted assets amounted to €147.9 billion after the financial guarantee granted by BPCE (€9.3 billion, down by €1.4 billion compared with December 31, 2009), and rose by €17.0 billion. Three risk categories contributed to this change:

(in billions of euros)	12.31.2010	12.31.2009	Change
Credit risks	132.3	106.9	25.4
Market risks	9.8	18.8	(9.0)
Operational risks	5.8	5.2	0.6
TOTAL RISK-WEIGHTED ASSETS	**147.9**	**130.9**	**17.0**

The €25.4 billion increase in credit risks was primarily due to the inclusion of CCIs (+€38.3 billion) and a currency effect (7% increase in the US dollar, +€2.6 billion). These factors were partly offset by the approval granted for the advanced internal ratings-based approach (IRBA, -€15.9 billion at that date) on September 30, 2010.

Market risks fell by €9.0 billion, primarily due to the divestment of the portfolio of complex credit derivatives (-€6.3 billion) and reduced VaR (-€1.4 billion).

Operational risks increased by €0.6 billion due to the replacement of 2007 net revenues with 2010 net revenues (standard practice is to calculate operational risk using average net revenues for the previous three years).

All in all, the resulting Tier 1 capital ratio was 11.4% at December December 31, 2010 compared with 9.7% at December 31, 2009. The Core Tier 1 ratio, excluding hybrid securities, was 7.9% at December 31, 2010.

(in millions of euros)	12.31.2010	12.31.2009
Regulatory capital requirements	**11,832**	**10,478**
Regulatory capital requirements for credit risk, dilution risk and settlement risk	**10,583**	**8,552**
Credit risk – standard approach	**1,218**	**1,219**
Governments and central banks		-
Banks	38	50
Corporate entities	697	574
Retail customers	169	201
Shares	115	136
Assets other than credit obligations	15	29
Of which present value of residual exposure at default on financial leases	15	-
Securitization positions	184	228
Credit risk – Internal ratings-based approach	**9,365**	**7,333**
Governments and central banks	14	9
Banks	587	817
Corporate entities	4,542	5,216
Retail customers	33	0
Shares	3,645	644
Securitization positions	100	163
Assets other than credit obligations	444	486
Regulatory capital requirements for market risks	**784**	**1,508**
Regulatory capital requirements for operational risk	**465**	**417**

ECONOMIC CAPITAL

A calculation of economic capital requirements is conducted on a half-yearly basis and covers four areas of risk: credit, market (trading, ALM, investment portfolios and Private Equity, etc.), operational and business-related.

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

New regulations relating to liquidity risk took effect on June 30, 2010 (French decree dated May 5, 2009 concerning identification, measurement, management and control of liquidity risk). 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 and its subsidiaries respected this standard in 2010, and Natixis' ratio was 107% at December 31, 2010.

The regulations on controlling large exposures were revised on December 31, 2010 (CRBF Regulation No. 93-05 amended by the decree of August 25, 2010). It aims to prevent excessive concentrations of risks for sets of counterparties that are related in a way that it makes it probable that if one encountered financial problems, the others would also have difficulties with financing or reimbursement. 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 requirement during 2010.

3.2.5 RISK MANAGEMENT

3.2.5.1 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 extinction. Depending on the precise situation and transactions, 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.

3.2.5.2 Natixis' Risk Department

(Data certified by the Statutory Auditors in accordance with IFRS 7).

As part of the New Deal and guidance projects undertaken by the support functions, Natixis has launched an in-depth analysys of its governance and risk organization.

The Risk function was set up on July 1, 2010. It features heightened integration, shorter decision-making channels, closer cross-functional ties via the use of dedicated teams and more clearly established duties compared with those exercised by the business line and subsidiary teams. The latter two objectives led to the creation of a Consolidated Risk Department charged with taking a cross-functional, exhaustive approach to risks and a Service and Investment Solutions Risk Department 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 a risk policy to executive management that is consistent with that of Groupe BPCE.

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 Finance and Risk 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 risks generates an overview through the use of scorecards that report on risks and risk management.

In order to fulfill these responsiblities, the Risk Department uses an IT system tailored to the activities of Natixis' core business lines and which applies the department's modelling and quantification methods for each type of risk.

3.2.5.3 Credit risks

GENERAL PRINCIPLES GOVERNING ACCEPTANCE 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 analysis carried out by the Risk Department as part of the process of reviewing loan applications;
- 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 portfolio and the related exposures must have an internal rating when 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 of the final rating;
- processes, 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 that cap ratings that can be given to non-sovereign counterparties. These ratings are reviewed annually, or more often if necessary. The limits governing country exposure (country caps) are examined and approved by the Natixis Global Risk Committee in light of the countries' ratings and situations. Moreover, the Credit Committee's decisions regarding transactions deemed to entail significant exposure in terms of the total amount, country situation or type of transaction are underpinned by an analysis of country risk.

Since September 30, 2010, Natixis has used internal rating methods specific to the different Basel asset classes 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.

Backtesting and performance-monitoring programs are also used to ensure the quality and reliability of LGD estimates and rating models and LGD grids or default probability scales. 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 LGD measurements, and the predictive power of indicators used in statistical models.

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 as well as 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 credit risk reduction techniques including netting agreements, personal guarantees, asset guarantees or the use of CDS for hedging purposes.

The principles used in 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 set up 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 work 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.

Credit Portfolio Management took steps to reduce commitments in order to lower concentration risk on certain counterparties, sectors and geographic areas. Concentration risk is measured via stress test-type methods (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.

The transactions are subject to decision-making and monitoring procedures that apply to derivative transactions.

CREDIT RISK SUPERVISION

(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.

Business-line front-offices carry out day-to-day monitoring, the middle office oversees financing and the Risk Department conducts second-level controls.

As regards limit breaches, 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 arise and reported immediately to the Risk Department and the business line concerned, in accordance with counterparty watch list, individual provision and alert procedures.

They are then considered for the watch list, a decision which falls to the Risk Department or the competent Credit Committee depending on the level of exposure.

Significant Corporate & Investment Banking risks are monitored by the Restructuring and Special Affairs (DRAS) Department, which intervenes in difficult cases as needed. The Litigation Department handles collections of loans in litigation.

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 (CIB, 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 level of provision necessary.

The 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 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 [4.1] Financial data). These provisions are created on the basis of:

- ratings for loans to private individuals and professionals;
- sector risk and geographical risk for other counterparties (corporate entities, sovereigns, etc.).

For the latter, the search for objective evidence of impairment is undertaken using 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 concerned. 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

(Data certified by the Statutory Auditors in accordance with IFRS 7).

CREDIT EXPOSURE AT RISK BY ASSET CLASS

(in millions of euros)	Gross exposure	Exposure at Risk		
Category of exposure	**12.31.2010**	**12.31.2010**	**2010 average***	**12.31.2009**
Corporate	**177,660**	**132,836**	**128,775**	**122,182**
Other exposure recorded in the corporate entities category	147,285	104,858	101,537	97,513
Specialized Lending	25,400	23,321	22,663	20,512
SMALL and medium-sized enterprises recorded in the corporate entities category	4,974	4,657	4,576	4,157
Banks	**78,842**	**74,081**	**84,091**	**78,851**
Banks and investment firms	78,180	73,448	83,342	77,789
Other banks	661	633	749	1,062
Other assets	**25,178**	**25,178**	**30,389**	**32,190**
Securitization	**23,788**	**22,327**	**25,314**	**27,036**
Retail customers	**11,899**	**5,214**	**4,589**	**4,006**
SMALL and medium-sized enterprises recorded in the retail customers category	2,014	1,939	2,007	2,160
Other exposure recorded in the retail customer category	9,885	3,275	2,582	1,846
Sovereigns	**22,979**	**22,527**	**20,707**	**6,996**
Administrations and central banks	22,979	22,527	20,707	6,996
Shares	**14,199**	**14,199**	**6,819**	**4,341**
TOTAL	**354,544**	**296,363**	**300,683**	**275,602**

* *Average exposure at risk represent the average of the four quarter-end figures (these data are not audited).*

The increase in exposure observed in 2010 reflects the change in the book value of Natixis' credit portfolio. In particular, the rise in the exposure "Administrations and central banks" can be primarily attributed to short-term investments with the Banque de France and the Federal Reserve for liquidity management purposes.

The increase in equity exposure ("Shares") is related to the inclusion of Cooperative Investment Certificates (CCIs), treated prudentially as risk-weighted assets (no longer deducted from equity) as of December 31, 2010 (see section [3.2.4] "Composition of capital").

Finally, as the "Securitization" asset class now incorporates exposures deducted from equity (weighting of 1,250%), 2009 data was restated accordingly.

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 12.31.2010	Exposure at Risk 12.31.2009
France	45.9%	45.2%
European Union	26.1%	29.4%
North America	17.2%	15.2%
Others	10.8%	10.2%
TOTAL	**100%**	**100%**

French and European Union counterparties account for 72% 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**	**European Union**	**North America**	**Others**	**12.31.2010**	**12.31.2009**
Corporate	Other exposure recorded in the corporate entities category	18.6%	9.5%	4.8%	4.5%	37.4%	40.0%
	Specialized Lending	1.8%	3.6%	1.5%	2.8%	9.8%	9.6%
	Small and medium-sized enterprises recorded in the corporate entities category	1.4%	0.2%	0.0%	0.2%	1.9%	1.9%
Total corporate entities		**21.8%**	**13.4%**	**6.4%**	**7.5%**	**49.1%**	**51.6%**
Banks	Other banks	0.1%	0.1%	0.0%	0.0%	0.3%	0.5%
	Banks and investment firms	15.4%	9.7%	3.9%	1.3%	30.2%	35.5%
Total banks		**15.5%**	**9.8%**	**3.9%**	**1.3%**	**30.5%**	**36.0%**
Sovereigns	Central administrations and central banks	2.8%	0.4%	4.3%	0.8%	8.3%	3.3%
Retail customers	Other exposure recorded in the retail customer category	0.0%	0.0%	0.0%	0.0%	0.0%	0.1%
	Small and medium-sized enterprises recorded in the retail customers category	0.6%	0.0%	0.0%	0.0%	0.6%	0.8%
Total retail customers		**0.6%**	**0.0%**	**0.0%**	**0.0%**	**0.7%**	**1.0%**
Total Securitization		**0.6%**	**2.3%**	**2.5%**	**1.0%**	**6.4%**	**7.5%**
Equities		**4.6%**	**0.2%**	**0.1%**	**0.1%**	**5.0%**	**0.7%**
TOTAL 12.31.2010		**45.9%**	**26.1%**	**17.2%**	**10.8%**	**100.0%**	
TOTAL 12.31.2009		**45.2%**	**29.4%**	**15.2%**	**10.2%**		**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**	**12.31.2010**	**12.31.2009** (restated**)
Finance*	41.4%	44.7%
Administrations	7.8%	1.9%
Real estate	6.1%	3.0%
Securitization	5.9%	6.7%
Oil/gas	3.4%	4.7%
Transport	3.4%	3.8%
Services	3.3%	3.0%
Holding companies and conglomerates	2.8%	8.7%
Electricity	2.7%	2.5%
Retail	2.6%	3.2%
International trade, commodities	2.5%	1.5%
Base industries	2.1%	2.5%
Food	1.7%	1.5%
Consumer goods	1.6%	0.8%
Construction	1.5%	2.1%
Mechnical and electrical engineering	1.4%	1.5%
Miscellaneous	1.4%	1.0%
Media	1.3%	2.4%
Pharmaceuticals/healthcare	1.3%	1.2%
Utilities	1.2%	0.7%
Telecommunications	1.0%	0.2%
Technology	1.0%	1.0%
Automotive	0.9%	0.4%
Tourism, hotels and leisure	0.7%	0.5%
Aerospace/Defense	0.6%	0.4%
Local government	0.2%	0.1%
TOTAL	**100.0%**	**100.0%**

* *o/w 11.8% in exposure to Groupe BPCE, compared with 7.7% at end-2009.*

** *The reference framework for business sectors changed in 2010. December 2009 figures were broken down again according to the new reference framework.*

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)		Exposure at risk as at 12.31.2010 Residual maturities						
Category of exposure	**Basel asset class**	**Maturity 3 months**	**Maturity 1 year**	**Maturity 2 years**	**Maturity 5 years**	**Maturity >5 years**	**Total 12.31.2010**	**Exposure at risk as at 12.31.2009**
Corporate	Other exposure recorded in the corporate entities category	17,518	18,685	17,261	33,934	17,461	104,858	97,382
	Specialized Lending	2,119	1,983	1,931	7,712	9,577	23,321	20,512
	Small and medium-sized enterprises recorded in the corporate entities category	400	624	423	1,326	1,883	4,657	4,157
Total corporate entities		**20,037**	**21,292**	**19,616**	**42,971**	**28,920**	**132,836**	**122,051**
Banks	Other banks	21	5	18	91	498	633	1,062
	Banks and investment firms	9,918	7,500	9,867	20,215	25,948	73,448	77,484
Total banks		**9,939**	**7,505**	**9,885**	**20,306**	**26,447**	**74,081**	**78,545**
Sovereigns	Central administrations and central banks	5,276	4,837	9,866	983	1,566	22,527	6,996
Total sovereigns		**5,276**	**4,837**	**9,866**	**983**	**1,566**	**22,527**	**6,996**
Retail customers	Other exposure recorded in the retail customer category	63	2,437	67	336	373	3,275	2,286
	Small and medium-sized enterprises recorded in the retail customers category	403	44	143	730	619	1,939	2,160
Total retail customers		**466**	**2,481**	**210**	**1,065**	**992**	**5,214**	**4,446**
TOTAL		**35,717**	**36,115**	**39,577**	**65,325**	**57,924**	**234,658**	**212,038**

Exposure at risk by asset class and by approach as at December 31, 2010

The standard approach is used for European subsidiaries, retail asset class exposures, liquidity lines provided to ABCP conduits, securitization positions with retail underlyings and real-estate leasing.

Natixis received approval for the advanced internal ratings-based method (IRBA) in 2010.

(in millions of euros)	Exposure at risk as at 12.31.2010			
Category of exposure	**Advanced IRB approach**	**Foundation IRB approach**	**Standard approach**	**Total**
Corporate	**101,262**	**19,654**	**11,920**	**132,836**
Other exposure recorded in the corporate entities category	76,846	17,469	10,544	104,858
Specialized Lending	23,288	33		23,321
SMALL and medium-sized enterprises recorded in the corporate entities category	1,128	2,153	1,376	4,657
Banks	**69,296**	**3,445**	**1,341**	**74,081**
Banks and investment firms	69,296	3,445	708	73,448
Other banks	**0**	**0**	633	633
Other assets	**0**	**24,470**	**708**	**25,178**
Securitization		**7,939**	**14,389**	**22,327**
Retail customers	**1,660**		**3,554**	**5,214**
SMALL and medium-sized enterprises recorded in the retail customers category			1,939	1,939
Other exposure recorded in the retail customer category	**1,660**		1,615	3,275
Sovereigns	**22,363**	**79**	**86**	**22,527**
Central administrations and central banks	22,363	79	86	22,527
Shares		**13,243**	**956**	**14,199**
TOTAL 12.31.2010	**194,581**	**68,828**	**32,954**	**296,363**
TOTAL 12.31.2009	**0**	**252,715**	**22,887**	**275,602**

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 VaR by internal rating (S&P equivalent) for asset classes treated under the IRB approach, after excluding:

- exposure to equities (calculated using a simple weighting);
- pool-based exposure (acquired portfolios);
- accounting adjustments;
- generic counterparties.

		% breakdown	
Grade	**Internal rating**	**12.31.2010**	**12.31.2009**
Investment Grade	AAA	2.38%	5.1%
	AA+	0.19%	0.7%
	AA	3.41%	3.5%
	AA-	19.37%	13.8%
	A+	12.88%	16.2%
	A	7.93%	9.0%
	A-	4.96%	5.4%
	BBB+	7.95%	7.7%
	BBB	6.78%	7.2%
	BBB-	8.61%	7.6%
Investment Grade		**74.48%**	**76.3%**
Non-Investment Grade	BB+	6.70%	5.3%
	BB	4.29%	3.5%
	BB-	4.14%	3.4%
	B+	2.24%	3.2%
	B	1.04%	0.8%
	B-	0.78%	0.6%
	CCC+	0.41%	0.4%
	CCC	0.05%	0.1%
	CC	0.06%	0.0%
	C	0.08%	0.1%
Non-Investment Grade		**19.78%**	**17.3%**
Not rated	**Not rated**	**3.00%**	**3.6%**
Default	**D**	**2.74%**	**2.8%**
TOTAL		**100%**	**100%**

Specialized lending exposures treated under the supervisory slotting criteria approach at December 31, 2009 are now virtually all treated under IRBA. They are therefore included in the breakdown as of December 31, 2010. Excluding specialized lending, total Investment Grade exposure was 78%, an increase relative to December 31, 2009.

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 average weighting for credit conversion factors (CCF), Exposure at risk and risk-weighted assets.

They also present average loss-given default (LGD) and the average risk-weighting.

Averages are weighted by Exposure at risk .

These tables exclude generic and non-rated counterparties, including affiliates.

(in millions of euros) Exposure category	Rating	Gross exposure	On-balance sheet exposure	Off-balance sheet exposure	Average CCF of off-balance sheet commit-ments	Exposure at risk	Risk-weighted assets	Average LGD	Average risk-weighting	Expected losses
Sovereign	AAA/AA-	21,445	13,927	7,518	95%	21,084	3	7%	0%	0
	A+	52	52	-	-	52	4	34%	8%	0
	A/A-	829	481	348	94%	807	7	7%	1%	0
	BBB+ / BBB-	224	177	48	77%	213	16	36%	7%	0
	BB+ / BB-	59	57	1	65%	58	11	47%	18%	0
	B+ / CC	131	65	67	24%	81	102	48%	126%	1
	D	52	52	0	75%	52	-	104%	0%	54
Sovereign Subtotal		**22,793**	**14,811**	**7,982**	**94%**	**22,347**	**142**	**8%**	**1%**	**56**
Banks	AAA/AA-	15,812	2,984	12,829	100%	15,774	533	17%	3%	0
	A+	13,201	518	12,683	99%	13,039	768	14%	6%	1
	A/A-	8,188	1,093	7,095	94%	7,740	1,192	26%	15%	2
	BBB+ / BBB-	4,191	1,868	2,323	77%	3,650	1,653	38%	45%	5
	BB+ / BB-	672	407	265	35%	498	754	73%	151%	5
	B+ / CC-	195	82	114	31%	117	301	78%	258%	5
	C	9	4	5	22%	5	27	84%	499%	1
	D	503	248	255	100%	503	-	78%	0%	398
Bank Subtotal		**42,771**	**7,202**	**35,568**	**96%**	**41,326**	**5,228**	**21%**	**13%**	**417**
Corporate entity	AAA/AA-	15,229	3,752	11,478	63%	10,984	394	24%	4%	0
	A+	9,537	2,654	6,884	63%	6,957	643	31%	9%	1
	A/A-	14,182	4,601	9,581	61%	10,447	2,054	30%	20%	4
	BBB+ / BBB-	38,126	20,020	18,105	65%	31,879	13,144	28%	41%	45
	BB+ / BB-	25,310	16,974	8,336	72%	22,977	16,064	27%	70%	113
	B+ / CC-	7,314	5,891	1,424	76%	6,971	7,348	29%	105%	106
	C	100	91	9	76%	98	90	16%	92%	3
	D	3,787	3,387	400	73%	3,678	1,916	42%	52%	1,617
Corporate entity Subtotal		**113,586**	**57,370**	**56,216**	**65%**	**93,991**	**41,653**	**28%**	**44%**	**1,888**

(in millions of euros) Exposure category	Rating	Gross exposure	On-balance sheet exposure	Off-balance sheet exposure	Average CCF of off-balance sheet commit-ments	Exposure at risk	Risk-weighted assets	Average LGD	Average risk-weighting	Expected losses
Retail customers	AAA/AA-	2,203	156	2,047	100%	985	66	29%	7%	2
	A+	182	125	58	100%	150	42	29%	28%	1
	A/A-	123	101	22	100%	116	45	29%	39%	2
	BBB+ / BBB-	80	70	11	100%	76	37	29%	49%	2
	BB+ / BB-	106	90	16	100%	95	67	29%	70%	4
	B+ / CC-	115	109	6	100%	112	88	26%	78%	8
	C	8	8	-		8	7	29%	77%	2
	D	121	118	4	100%	118	63	41%	54%	45
TOTAL RETAIL CUSTOMERS		**2,940**	**776**	**2,163**	**100%**	**1,660**	**415**	**30%**	**25%**	**66**

Average observed weighting by internal rating (S&P equivalent) for IRB asset classes

Breakdown by internal rating (S&P equivalent) for asset classes treated under the IRB approach, after excluding:

- exposure to equities (treated under the simple weighting approach);
- pool-based exposure (acquired portfolios);
- accounting adjustments;
- generic counterparties;
- specialized lending treated under the slotting criteria approach (at December 31, 2009).

Grade	Rating	Average risk-weighting 12.31.2010	Average risk-weighting 12.31.2009
Investment Grade	AAA	3.8%	9.3%
	AA+	6.1%	13.2%
	AA	6.1%	14.3%
	AA-	1.9%	8.1%
	A+	7.5%	15.9%
	A	14.2%	21.0%
	A	22.5%	36.1%
	BBB+	30.5%	42.4%
	BBB	45.0%	58.8%
	BBB-	52.1%	77.5%
Investment Grade			
Non-Investment Grade	BB+	65.1%	80.8%
	BB	68.7%	102.3%
	BB-	95.0%	111.9%
	B+	104.0%	115.8%
	B	119.1%	140.9%
	B-	122.5%	147.6%
	CCC+	77.1%	33.1%
	CCC	209.0%	171.9%
	CC	186.2%	
	C	134.5%	207.5%
Non-Investment Grade			
Not rated	**Not rated**	**119.0%**	**152.8%**
Doubtful*	**D**	**43.1%**	**0.0%**
TOTAL		**35%**	**45%**

* *Under the advanced method, doubtful Corporate outstandings are calculated on a risk-weighted basis.*

For each transaction, the risk-weighting is calculated not only on the basis of the counterparty's internal rating (probability of default), but also depending on whether the exposure is senior or subordinated, on the type of assets received as collateral (percentage loss-given default), the type of off-balance sheet commitments (credit conversion factor), LGD and maturity.

Specialized lending portfolios, which were treated under the slotting criteria approach at December 31, 2009, are now virtually all treated under IRBA.

The average risk-weighting for exposures under the IRB approach was 43% at December 31, 2010. Excluding specialized lending, the average risk-weighting was 33%, compared with 45% at December 31, 2009. This decrease was primarily due to the transition to IRBA.

RISK-WEIGHTED SPECIALIZED LENDING EXPOSURES

(in millions of euros)	Risk-weighted specialized lending exposures			
Weighting	**Rating**	**Residual maturity**	**12.31.2010**	**12.31.2009**
50%	Solid	M <2.5 years		1,541
	Solid	M >= 2.5 years	15	4,971
70%	Good	M <2.5 years		
90%	Good	M >= 2.5 years	9	4,450
	Satisfactory	M <2.5 years		1,668
115%	Satisfactory	M >= 2.5 years		
250%	Weak	M <2.5 years		1,161
Foundation internal ratings-based approach	-			89
Advanced internal ratings-based approach			10,227	
TOTAL			**10,251**	**13,880**

Following IRBA approval, risk-weighted specialized lending exposure has become non-material.

Capital markets counterparty risk exposure

Gross fair value of contracts/value-at-risk/notional amount of credit derivative transactions

IMPACT OF RISK-REDUCTION TECHNIQUES ON DERIVATIVES OTHER THAN CREDIT DERIVATIVES (DATA AS AT DECEMBER 31, 2010)

(in millions of euros) **Type of contract**	**Notional**	**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	5,360,050	12,823	10,880	10,196	25,027	21,077	3,950
Foreign exchange derivatives	623,209	13,041	5,188	6,161	12,406	11,349	1,057
Equity derivatives	98,997	4,098	1,991	2,431	5,774	4,422	1,352
Commodity derivatives	3,557	133	135	106	249	241	8
Metals derivatives	2,446	2,219	1,922	148	2,073	2,070	3

IMPACT OF RISK-REDUCTION TECHNIQUES ON CREDIT DERIVATIVES (DATA AS AT DECEMBER 31, 2010)

(in millions of euros) **Buy/sell**	Notional Trading Book	Gross positive replacement cost	Net positive replacement cost*	Potential credit risk	Credit risk equivalent before collateral	Credit risk equivalent after collateral	Collateral received	Contracts including margin calls
Buy	234,961	6,804	2,645	8,406	11,428	11,052	376	61,278
Sell	221,057	258	276	6,205	6,839	6,481	358	71,227

* *After applying netting agreements.*

The instruments underlying these exposures are primarily CDS.

COUNTERPARTY EXPOSURE AT RISK ON DERIVATIVE AND REPURCHASE TRANSACTIONS

(in millions of euros) **Type of exposure**	**Category of exposure**	Exposure at risk 12.31.2010	Exposure at risk 12.31.2009
Derivatives	**Corporate**	**11,946**	**12,297**
	Other exposure recorded in the corporate entities category	11,336	11,710
	Specialized lending	537	534
	Small and medium-sized enterprises recorded in the corporate entities category	73	53
	Banks	**29,139**	**33,289**
	Banks and investment firms	28,804	32,988
	Other banks	335	301
	Sovereigns	**1,340**	**2,216**
	Central administrations and central banks	1,340	2,216
	Retail customers	**42**	**148**
	Small and medium-sized enterprises recorded in the retail customers category	1	2
	Other exposure recorded in the retail customer category	41	146
	Securitization	**3,465**	**4,967**
TOTAL		**45,931**	**52,916**
Repos	**Corporate**	**1,870**	**2,327**
	Small and medium-sized enterprises recorded in the corporate entities category		
	Other exposure recorded in the corporate entities category	1,870	2,327
	Banks	**4,310**	**3,150**
	Banks and investment firms	4,310	3,150
	Other banks		
	Sovereigns	**1,370**	**962**
	Central administrations and central banks	1,370	962
TOTAL		**7,550**	**6,439**

EXPOSURES COVERED BY FINANCIAL AND TANGIBLE COLLATERAL BY CATEGORY OF EXPOSURE (CLIENT ASSET CLASS) AS AT DECEMBER 31, 2010

(in millions of euros) Category of exposure	12.31.2010	Other physical collateral o/w tangible collateral	o/w financial collateral	12.31.2009
Corporate	**8,912**	**530**	**5,388**	**15,479**
Other exposure recorded in the corporate entities category	5,688	200	4,187	13,000
Specialized lending	2,242	292	1,011	1,435
Small and medium-sized enterprises recorded in the corporate entities category	982	39	190	1,044
Bank	**469**	**250**	**110**	**482**
Banks and investment firms	469	250	110	482
Retail customer	**0**	**0**	**0**	**47**
Small and medium-sized enterprises recorded in the retail customers category	0		0	47
Sovereign	**0**	**0**	**0**	**6**
Central administrations and central banks	0			6
TOTAL	**9,381**	**780**	**5,498**	**16,015**

Excluding financial collateral kept or acquired (repos)

Other collateral is defined as collateral other than securities, financial instruments, real estate or loans. 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 constituting tangible collateral in accordance with lines b) to f) of Article 338.3 of the French decree of February 20, 2007.

EXPOSURES COVERED BY PERSONAL COLLATERAL BY CATEGORY OF EXPOSURE (CLIENT ASSET CLASS)

(in millions of euros) Category of exposure	Personal collateral 12.31.2010	12.31.2009
Corporate	**18,166**	**16,476**
Other exposure recorded in the corporate entities category	14,610	13,512
Specialized lending	2,504	2,113
Small and medium-sized enterprises recorded in the corporate entities category	1,053	851
Bank	**1,969**	**2,337**
Banks and investment firms	1,968	2,333
Other banks	1	4
Retail customer	**684**	**620**
Small and medium-sized enterprises recorded in the retail customers category	633	603
Other exposure recorded in the retail customer category	51	17
Sovereign	**700**	**804**
Central administrations and central banks	700	804
Securitization	**9,564**	**10,027**
TOTAL	**31,083**	**30,263**

SECURITIZATION (BANKING PORTFOLIO SECURITIZATION POSITIONS INCLUDING THOSE DEDUCTED FROM EQUITY)

(in millions of euros) Type of securitization	Exposure at risk 12.31.2010	12.31.2009
Classic	15,468	15,932
Synthetic	6,859	11,104
TOTAL	**22,327**	**27,036**

Breakdown of aggregate amounts represented by kept or acquired securitization positions by risk-weighting category

Presentation of banking portfolio securitization positions (including securitization positions deducted from equity)

(in millions of euros) Risk weighting category	Exposure at risk 12.31.2010	12.31.2009
<10%	15,166	12,025
12% - 18%	504	4,484
20% - 40%	2,498	5,093
50% - 75%	2,485	2,235
100%	591	1,945
250%	62	147
425%	159	629
650%	19	46
1250%	843	430
TOTAL	**22,327**	**27,036**

Securitization positions rated lower than BB- are deducted from equity.

Breakdown of securitization positions according to the role played by Natixis

Presentation of banking portfolio securitization positions (including securitization positions deducted from equity)

INVESTOR

(in millions of euros)	Exposure at risk	Risk-weighted assets	Regulatory capital requirements
On-balance sheet exposure	7,149	4,928	394
Off-balance sheet exposure	3,969	3,869	310
TOTAL	**11,117**	**8,797**	**704**

ORIGINATOR

(in millions of euros)	Exposure at risk	Risk-weighted assets	Regulatory capital requirements
On-balance sheet exposure	7,076	456	36

SPONSOR

(in millions of euros)	Exposure at risk	Risk-weighted assets	Regulatory capital requirements
On-balance sheet exposure	174	107	9
Off-balance sheet exposure	3,960	3,156	252
TOTAL	**4,134**	**3,263**	**261**

(in millions of euros)	Exposure at risk	Risk-weighted assets	Regulatory capital requirements
TOTAL	**22,327**	**12,516**	**1,001**

3.2.5.4 Market Risk

ORGANIZATION OF MARKET RISK MANAGEMENT

(Data certified by the Statutory Auditors in accordance with IFRS 7).

Market risk control is primarily the responsibility of the front office business lines, which manage and monitor on a daily basis the limits that are allocated to them beforehand.

Natixis' market risk is controlled by the Market Risk Department, an integral part of the Risk function. This department independently defines the principles (methods and limits) for measuring risks, submits them to the executive management for approval and monitors these risks. 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 (mandates), which is under the responsibility of the Global Risk Committee and in which the Market Risk Committee plays an essential role.

The Market Risk Committee is tasked with defining the Bank's market risk policy and ensuring compliance with it. As the operational extension of the executive body, the Committee is vested with decision-making powers to carry out its role with regard to market risk issues (methods and limits). It meets on a bi-monthly basis (though special sessions may be held) and is chaired by the Chief Executive Officer or his/her delegated representative who is a member of the Senior Management Committee. The Committee Chairman has sole decision-making authority on all matters presented, after discussion between the business lines concerned and the Risk Department.

The Market Risk Committee determines market risk policy, notably via the following tasks:

- determining and reviewing VaR and stress test limits, operational limits, and loss alerts;
- establishing delegations for validation purposes;
- reviewing risk exposure with a potential focus on a specific class of risk, class of asset or pay-off;
- informing on methodological changes concerning the calculation of VaR and stress tests;
- preparing quarterly summaries of limit excesses;
- communicating the results of backtesting;
- reviewing delegated decisions after they have been taken;
- providing information on the validation of market risk methodologies and fair value adjustments, and on the validation of models.

The Market Risk Department comprises two units, namely an operational unit and a cross-functional unit.

The operational unit is responsible for the following functions with regard to each business line:

- risk measurement methods;
- analysis and control of market risks and preparation of the corresponding reports;
- regular monitoring of positions and their results;
- monitoring and analysis of specific stress tests;
- proactive risk management;
- setting of limits and risk indicators;
- validation of valuation models (pricers);
- defining provisioning and fair value adjustment policies (for liquidity risk, risks related to non-hedgeable parameters, model risks, etc.).

The cross-functional unit is in charge of:

- all consolidated reports presented to management and control and supervisory bodies;
- introducing standards and procedures common to all entities (subsidiaries and branches) carrying market risks;
- international coordination;
- regulatory monitoring;
- relations with internal and external audit teams and tracking their recommendations;
- producing and backtesting VaR;
- project management.

In line with the recommendations of France's Lagarde Report, it also ensures adherence to the limit notification procedure. It also makes sure 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's market risk management is based on a risk metrics model that measures the risk run 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 become more volatile.

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 with numerical simulations, 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 robustness of the VaR indicator is regularly backtested against the change in daily trading results. This exercise allows ex-post loss potential, as provided ex-ante by VaR, to be compared with actual outcomes.

Natixis' internal VaR model was approved by the French Prudential Supervisory Authority (Autorité de Contrôle Prudentiel) in January 2009. Natixis therefore uses VaR to calculate capital requirements in respect of market risks on the portfolios within its remit;

2- Operational indicators are used to manage activity on an overall and/or homogenous business basis, by focusing on more directly observable criteria (sensitivity to changes in the underlying and to volatility, correlation, nominal, 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;

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.

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 revised on a continuous** basis. They are performed daily and may be grouped into three 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 extent of P&L changes recorded. While stress tests do not have any predictive powers, they do make it possible to gauge the exposure of the portfolio to known scenarios. Two new historic stress tests were calibrated in 2010, increasing the total to 11.
- **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. Their scenarios can be defined on the basis of economic criteria (e.g. real estate crisis, economic crisis), geopolitical considerations (e.g. terrorist attacks in Europe, overthrow of a Middle East regime) or other factors (e.g. avian flu). A new theoretical stress test was calibrated in 2010, increasing the total to six.
- **Adverse stress tests** are designed to detect the most adverse situations for the Bank, based on the characteristics of the Bank's portfolio. Calculations involve running stress scenarios through a matrix, with adverse stress being defined as the level resulting in the maximum loss.

Specific stress tests, which are also calculated daily in management applications, were rolled out over all portfolios and supported by alerts. They were defined using the same severity standard and are used to identify the main loss areas by portfolio.

All limits (operational indicators, VaR, stress tests, loss alerts) are monitored daily by the Market Risk Department. Any limit breaches must be reported and loss alert limits may lead to a management decision concerning the positions in question (close, hedge, maintain, etc.).

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. Overall VaR and stress tests taking into account the effects of this guarantee are now 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 Executive Management, BPCE and front office managers. Finally, specific reports covering the scope of BPCE's guarantee are sent to BPCE daily.

QUANTITATIVE DATA FOR MEASURING MARKET RISK

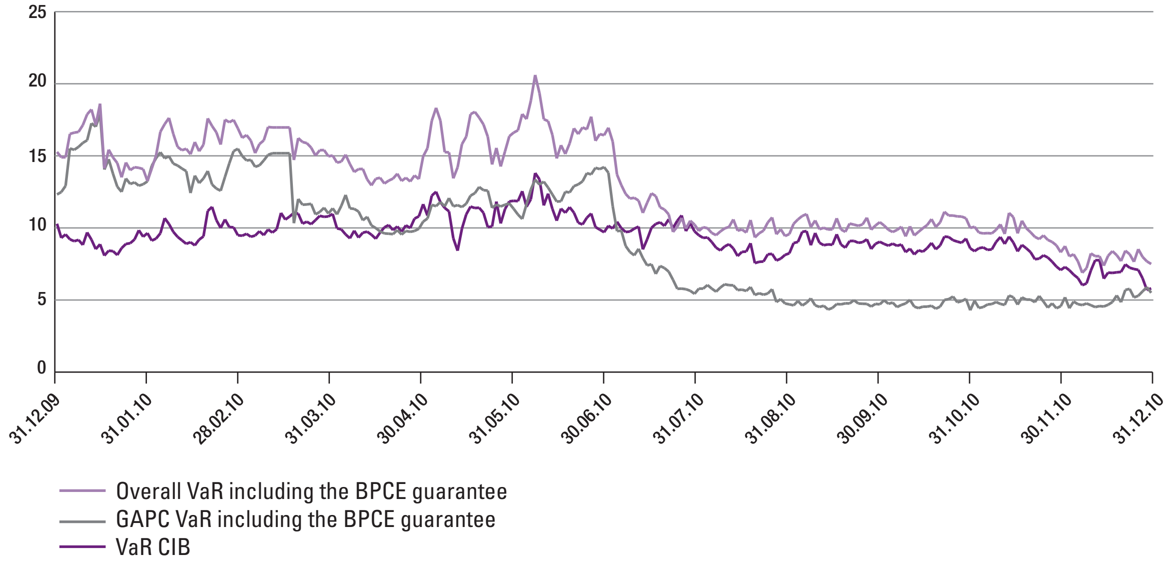
Change in VaR for Natixis taking into account BPCE's guarantee

The 99% 1-day VaR level for Natixis' trading portfolios averaged €12.9 million. It peaked at €20.6 million on June 10, 2010 and stood at €7.5 million on December 31, 2010.

As the chart below shows, VaR fell slightly over the year, thus indicating that exposure continued to decline (for the GAPC workout management portfolio) and that the volatility of market data and standard deviations used to calculate VaR were stable.

The chart below presents trading VaR history between 31.12.2009 and 31.12.2010, for the entire scope and GAPC after accounting for BPCE's guarantee. As well as the history VaR for CIB.

OVERALL NATIXIS VAR – 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:

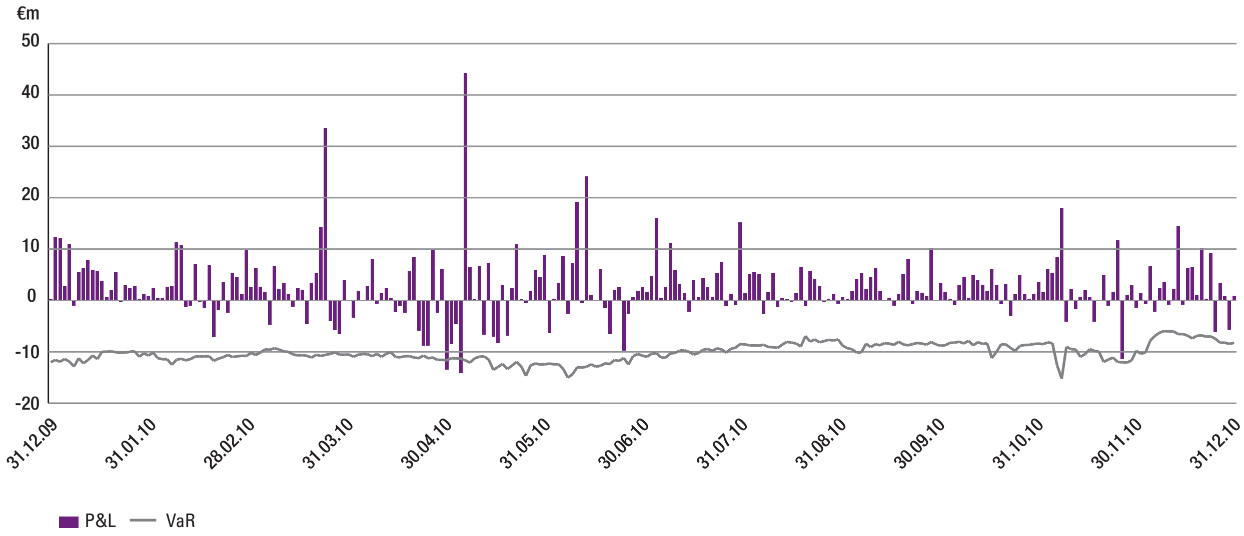
(in millions of euros)

NATIXIS trading portfolio	Limit	VaR including the BPCE guarantee
NATIXIS trading	35	7.5
Trading CIB	32	5.8
Trading Debt and Financing	1.2	0.4
Trading Capital Markets		5.7
Trading CORP	11.8	2.3
Trading ED	12.5	3.1
Trading – FI Fixed Income	20	5.7
Trading MC	0.1	0
Trading STR Structuring		0
Trading Treasury and Arbitrage		2.9
Trading supervision and active risk management		0.2
Trading CPM Hedging	5	0.2
Trading GAPC	25	5.5
GAPC0 Management	0.1	0
Trading GAPC1 Structured Credit Europe	15	2.3
Trading GAPC2	10.5	1.5
Trading GAPC3 Vanilla Credit	2.5	0.1
Trading GAPC4 Credit Correlation	1.5	0.3
Trading GAPC5 Interest Rate Derivatives	10	4
Trading GAPC7 Equity Derivatives	1.5	0.3
Trading GAPC8 Alternative Assets		0.3

Natixis backtesting for regulatory scope

The following chart shows results of backtesting (comparison of potential losses, as calculated ex-ante by VaR, with actual P&L impacts) on the regulatory scope. These results can be used to check the solidity of the VaR indicator:

NATIXIS BACKTESTING – REGULATORY SCOPE



Two backtesting exceptions were observed in 2010, both in May. The first occurred after the sharp widening in index spreads and sovereign spreads, and the second after the sizeable market fluctuations in the run-up to the G20 summit, which announced the Greek bailout plan.

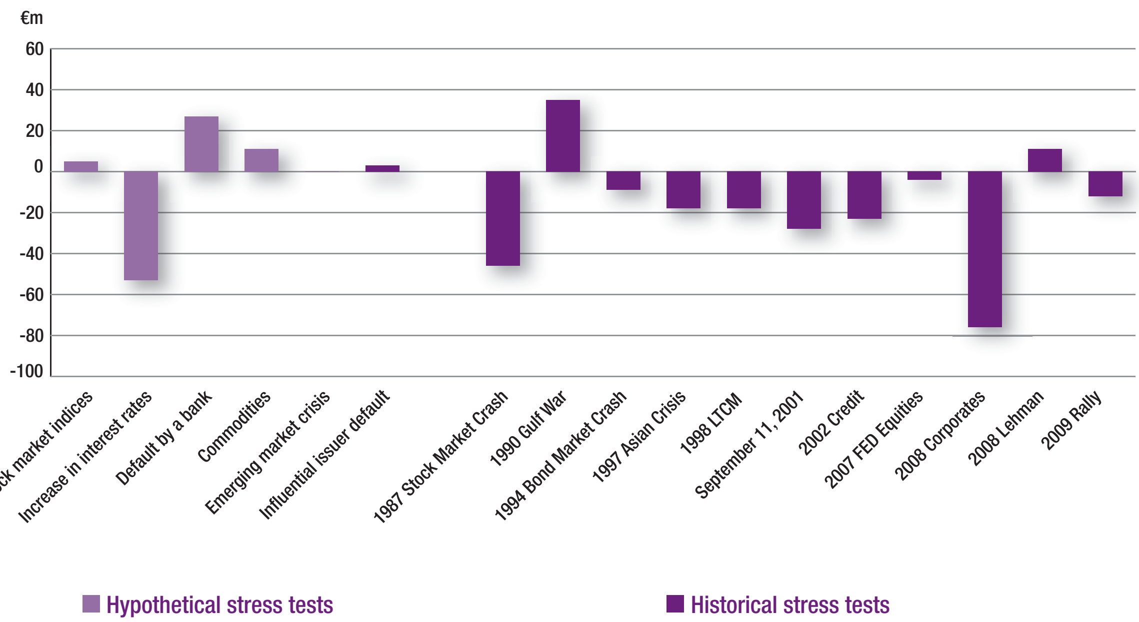
Results of stress tests for Natixis

(Data certified by the Statutory Auditors in accordance with IFRS 7).

Overall stress test levels remained relatively reasonable at December 31, 2010, with an average loss of €11.7 million.

The historic stress test that replicates the March 2008 corporate crisis (near-bankruptcy of Bear Stearns, record losses by mortgage agencies) resulted in the maximum loss (€76 million at December 31, 2010).

OVERALL STRESS TESTS AT DECEMBER 31, 2010 INCLUDING THE BPCE GUARANTEE



REGULATORY CAPITAL REQUIREMENTS

Regulatory capital requirements as at December 31, 2010 were as follows:

(in millions of euros) *Type and nature of risk*	Regulatory capital requirements						
	Interest rate risk	Commodity risk	Risk on property deeds	Foreign exchange risk	Internal model	Stress on Alternative Assets	Total
General risk	98	93	7	123	99		**420**
Specific risk	173	0	10	0	33		**216**
Option risk	8	20	30	32		58	**148**
TOTAL	**279**	**113**	**47**	**155**	**132**	**58**	**784**

3.2.5.5 Operational risks

OVERVIEW

Operational risk is defined as the risk of losses deriving from shortcomings or flaws attributable to procedures, staff and internal systems or external events. The definition includes legal and the risk of internal and external fraud, but excludes strategic and reputational risks.

The Operational Risk Department is responsible for:

- procedures for analyzing and measuring operational risk:
  - recording incidents,
  - investigating serious incidents,
  - mapping risks,
  - key risk indicators and environment variables;
- operational risk control procedures: risk-reduction policy and follow-up according to the issues involved.

ORGANIZATION

The Operational Risk Department is divided into four teams according to Natixis' business lines and activities:

- a Capital Markets team for Corporate & Investment Banking and workout portfolio management;
- a Financing team for Corporate & Investment Banking and Investment Solutions, encompassing Private Banking, Natixis Assurance, Capital Investment and Natixis Global Asset Management;
- a Specialized Financial Services team for the following subsidiaries: Natixis Paiements, Natixis Interépargne, Natixis Intertitres, Cie Européenne de Garanties et Cautions, Natixis EuroTitres, Natixis Financement, Natixis Lease, Retail Services and Natixis Factor;
- a Support Functions team for Natixis head office support functions, i.e. Information Systems, Finance, Legal, Purchasing, Human Resources, etc.

A matrix organization structured according to business and location is used to oversee the entire company.

This system is rounded out within the business lines by an extensive network of Operational Risk Officers (more than 700 at end-December 2010). They are responsible for reporting any incidents to the Operational Risk Department and for providing operational risk data: indicators, progress on action plans, etc.

STEERING COMMITTEES

The overall structure is coordinated by Natixis' Operational Risk Committee.

Natixis' Operational Risk Committee is responsible for setting out operational risk management policy. As the operational extension of the executive body, the Committee is vested with all the decision-making powers required to carry out its role with regard to operational risk issues. It meets quarterly and is chaired by the Chief Executive Officer or his/her representative, the Chief Financial and Risks Officer.

The main tasks in steering Natixis' operational risks are as follows:

- validation of standards and methods, measures, operational risk management procedures;
- risk management;
- operational risk review.

The business-line Operational Risk Committees are offshoots of Natixis' Operational Risk Committee. They closely manage the business lines' operational risk exposure.

OPERATIONAL RISK MANAGEMENT

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 reported to the Operational Risk Department and the **Head of Risk** as they occur. 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.

In 2010, Natixis' loss level declined 60% compared with previous years, although the number of incidents was stable. This lower loss level primarily stemmed from the divestment or segregation of complex derivatives and the completion of risk reduction measures.

Risk reduction initiatives

In each of its operating entities, Natixis has implemented action plans geared towards reducing its exposure to operational risks. Structural action plans have also been identified. These action plans are monitored by the Operational Risk Committees.

Risk mapping

The Operational Risk Department maps the most critical risk situations in order to draw up preventative action plans to reduce exposure and to prioritize these situations.

Mapping is conducted in two phases; a qualitative phase based on interviews with the network of Operational Risk Officers and geared toward detecting and analyzing risks, and a quantitative phase aimed at measuring these risks. Taking into account all the situations identified jointly with the business lines, more than 170 major risks were modelled in the form of a quantified fault tree.

The control mechanism is consistent with the standard method applied for all Natixis' operational divisions.

3.2.5.6 Exposure to banking portfolio shares

DIVISIONAL BREAKDOWN OF VAR ON THE EQUITIES ASSET CLASS

	Equity Exposure at risk	
Division	**December 2010**	**December 2009**
CIB (Corporate and Investment Banking)	3%	26%
Investment Solutions	6%	0%
Corporate Center	5%	44%
Financial Investments	4%	28%
SFS (Specialized Financial Services)	1%	1%
CCIs	81%	
GAPC	0%	0%
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 12.31.2010**	**Total as at 12.31.2009**
Equities	163	2,107	185	2,455	3,081
Mutual funds	218	78	6	303	94
Financial Investments	211	413	477	1,101	1,167
CCIs			10,339	10,339	0
TOTAL	**592**	**2,599**	**11,006**	**14,199**	**4,342**

RISK-WEIGHTED EXPOSURE FOR THE EQUITY ASSET CLASS

(in millions of euros)	Risk-weighted exposure			
Weighting	**IRB approach**	**Standard approach**	**12.31.2010**	**12.31.2009**
Private Equity	3,127	1,510	4,637	5,223
Other equity exposure	2,462		2,462	2,808
Listed equities	1,716		1,716	1,722
CCIs	38,254		38,254	
TOTAL	**45,559**	**1,510**	**47,069**	**9,753**

UNREALIZED GAINS OR LOSSES AS AT DECEMBER 31, 2010

(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	**4,135**	**4,089**	**(46)**	**0**	**(46)**
Available-for-sale financial assets	1,998	2,136	138	167	(29)
TOTAL	**6,132**	**6,225**	**92**	**167**	**(75)**

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	**75**
Other	**54**
Available-for-sale financial assets	**22**
TOTAL	**151**

FRACTION OF AMOUNTS OF UNREALIZED GAINS OR LOSSES INCLUDED IN TIER 1 OR TIER 2 CAPITAL AS AT DECEMBER 31, 2010

(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	(97)
Prudential restatement of unrealized gains or losses on available-for-sale equity instruments as a percentage of upper Tier 2 capital	53
TOTAL	**(44)**

3.3 Overall interest rate, liquidity and structural foreign exchange risk

(Data certified by the Statutory Auditors in accordance with IFRS 7).

3.3.1 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, and Corporate & Investment Banking), the Head of Risk, the Head of Financial Management and BPCE's Head of Asset/Liability Management. This umbrella Committee meets every two months and its main responsibilities are to:

- validate 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) for monitoring, managing and supervising structural balance sheet risks, all within the standard ALM framework set up by BPCE;
- validate overall refinancing policy;
- monitor the main balance sheet aggregates and changes affecting them;
- monitor structural balance sheet risks and compliance with limits.

The ALM Committee is responsible for monitoring across the following scope:

- the banking portfolios of Natixis S.A. and of 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 specifically monitored);
- Natixis' entire scope of consolidation for structural foreign exchange risk.

3.3.2 BALANCE SHEET RISK MANAGEMENT

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.

The very large majority of Natixis' exposure is in euros and US dollars and uses a floating rate; as a result, Natixis' overall interest rate risk is essentially linear and concerns mismatching positions between contractual transactions. The largest positions concern exposures to the short end of yield curves and are notably linked to time-lags between IBOR reset dates.

MONITORING SYSTEM

This risk is measured in terms of the sensitivity of the economic value of portfolios by basis point on the yield curve and by currency. It is controlled for the largest portfolios through limits approved and monitored by the Risk Department. As regards Treasury, in which most positions are concentrated, this mechanism is rounded out with daily VaR measurements governed by limits and stress tests.

The Risk Department calculates indicators and monitors limits daily for Treasury and monthly for credit subsidiaries.

Natixis' overall interest rate risk is minor with respect to the volumes of the positions managed and does not warrant any special comments; the shock resulting from the application of Basel 2 standards (+200 bp instantaneous variation in the yield curves) at December 31, 2010 would result in a change in the portfolio's absolute value of €35 million.

Liquidity risk

DESCRIPTION

Liquidity risk is defined as the risk of not being able to honor commitments to creditors due to the mismatching of maturities between assets and liabilities. As a corporate and investment bank, Natixis' liquidity risk results primarily from mismatching positions on transactions with contractual maturities since it refinances almost exclusively on the capital markets (*see Chapter 4 "Financial data", section [4.1.5] Refinancing*).

MONITORING SYSTEM

Liquidity risk is controlled, managed and monitored in the following manner:

- management of each business line's liquidity consumption: to manage balance sheet growth, liquidity budgets are allocated for each business line as part of the budgetary procedure and approved by the ALM Committee. Consumptions are monitored weekly for CIB business lines and monthly for other business lines;
- supervision of short-term mismatching: this is measured on the basis of liquidity gaps. In order to manage estimated short-term liquidity requirements, this indicator is produced daily for a three-month horizon in intervals of one day, based on all the parent company's contractual transactions. It is governed according to two permanent limits (one on overnight market exposure and the other on the two-month static liquidity gap) approved by the ALM Committee and monitored daily;
- supervision of long-term mismatching: this is measured on the basis of liquidity gaps and asset-liability hedging ratios. These ratios include minimum hedging ratios approved by the ALM Committee and monitored monthly for Treasury and quarterly for Natixis' entire scope of consolidation;
- Simulations of liquidity stress scenarios: the purpose of these scenarios is to measure Natixis' ability to withstand different crisis scenarios (systemic, specific, combined, etc.) over a three-month period, with assumptions revised periodically and approved by the ALM Committee.

Structural foreign exchange risk

DESCRIPTION

Structural foreign exchange risk comprises foreign exchange positions for which revaluation involves transferable equity. It stems from mismatches between the currency of net investments refinanced by purchases of currency and the currency of equity. This is particularly the case for foreign-currency investments in subsidiaries and branches abroad. Structural foreign exchange risk is accordingly defined as the risk of loss of transferable equity generated by an adverse fluctuation in exchange rates against the euro.

Natixis' structural forex risk for the most part concerns structural positions in the US dollar, due to the consolidation of foreign branches and subsidiaries funded in USD.

MONITORING SYSTEM

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 immunize the bank's capital adequacy ratio against changes in the euro-US dollar exchange rate.

3.4 Insurable risks

The Insurance Department, which reports to the Legal Department within the Corporate Secretary's office, 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,
- reduction in property values,
- liability risk (civil operating and professional liability, as well as managers' and executive corporate officers' civil liability),
- 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 subsidiaries were all renewed on July 1, 2010.

  Natixis and all its subsidiaries therefore receive the following guarantees:

  - "combined" Overall Banking (values and fraud) and Company Civil Liability policies providing coverage of €100 million per claim and/or per year of insurance,
  - a "Civil Operating Liability" insurance policy providing coverage of €50 million per claim,
  - Civil Liability Insurance policies covering directors and corporate officers, and providing coverage of up to €100 million per claim and per year of insurance;

  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).

- Coverage for the buildings housing Natixis' operations in France, their contents, IT risks and the resulting loss of banking business (reconstruction and/or replacement cost, capped at €200 million per claim) was renewed on January 1, 2010.

- Coverage for intangible computer damage (damage to data without physical damage to the hardware containing it) and resulting loss of banking business was renewed on January 1, 2010, thereby providing coverage of €25 million per claim and per year.

All the insurance policies mentioned above were taken out with insurance companies deemed to be solvent on the market.

All the insurance policies mentioned above are purchased with deductibles (accepted retention level) in accordance with Natixis' capacities.

Insurance premiums for all these policies cost a total of €11.7 million over the whole of 2010.

3.5 Legal risks

Like many banking groups, Natixis and its consolidated subsidiaries are involved in litigation before courts and can be investigated by regulatory authorities.

The financial consequences, assessed at December 31, 2010, of those deemed likely to, or those that have 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 litigations are described below. Their inclusion in the list does not indicate that these litigations will necessarily have an impact on Natixis and/or its consolidated subsidiaries. The other litigations 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 are not at a stage where it can be determined whether they will have such an impact.

LEGAL AND ARBITRATION PROCEDURES

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 L.P. billed services to these three funds at an excessively high rate in the 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. On March 20, 2007, the plaintiffs appealed that decision. 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 denied the plaintiffs' request for a rehearing of their appeal.

On November 3, 2008, the plaintiffs sought relief from the United States Supreme Court, demanding 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 dismissed 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 a conspiracy between providers and brokers of municipal derivatives 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 defendants or through brokers from 1992 to the present and to recover damages to the class that result from the alleged anticompetitive activities. Most of the federal cases have been consolidated in 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 forward, 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 forward, 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 have responded to the grievances filed by the plaintiffs. The parties have entered the discovery phase of litigation. The coming months are dedicated to requests concerning the communication of evidence and reviewing the documents requested by the plaintiffs. At the same time, the parties are preparing to take on the most important part of the litigation which is the attempt to certify the litigation as a class action suit by the plaintiffs. The plaintiffs 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. During this time, the 26 state prosecutors and the DOJ continue their investigations.

Madoff fraud

Natixis' net exposure to Madoff assets was estimated at €365 million at December 31, 2010, based on the exchange rate on that date. The effective impact of this exposure will depend both on the amount of the assets deposited on behalf of Natixis that are recovered and the outcome of any action the bank can take, including legal action. Natixis intends to defend its rights by taking any reasonable legal action open to it, in France or abroad. In this perspective, Natixis has retained the services of a law firm to assist it.

Meanwhile, via a press release dated December 8, 2010, Irving H. Picard, the court-appointed trustee for Bernard L. Madoff Investment Securities LLC (BMIS), announced the filing of a Complaint to the United States Bankruptcy Court for the Southern District of New York against several banking institutions, including a $400 million Complaint against Natixis. Via a press release dated December 9, 2010, Natixis announced that it denied the allegations made and intended 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 claim

On September 11, 2008, CIC and Crédit Mutuel filed an action against Lagardère and Natixis before the Commercial Court of Paris (Tribunal de Commerce de Paris), seeking the cancellation of contracts under which they had made forward purchases of EADS shares from Natixis involving the payment of roughly €28 million by Natixis to the plaintiffs, in exchange for the restitution by the plaintiffs of EADS shares to Natixis.

Basing their argument on a report by the French market regulator, Autorité des Marchés Financiers (AMF), which has 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 by Natixis, in April 2006.

Natixis has not been accused of any wrongdoing in the CIC Group's complaint, whether with respect to the execution 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 refused to hear the suit filed by CIC and Crédit Mutuel, 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 plaintiffs appealed against this decision. The appeal hearing took place on March 10, 2011 and the Court has adjourned for further deliberation until April 28, 2011.

Criminal complaint coordinated by ADAM

In March 2009, the Paris public prosecutor's office launched a preliminary investigation into a complaint filed by Natixis minority shareholders and coordinated by the Association de Défense des Actionnaires Minoritaires (Association to Defend Minority Shareholder Rights, ADAM). As part of this investigation, Natixis' headquarters were searched in May 2009. The investigation is ongoing.

Anakena/Maximus claim

On November 13, 2009, Maximus Master Fund Limited and its portfolio manager, Anakena, filed a complaint against Natixis before the Commercial Court of Paris (Tribunal de Commerce de Paris) seeking the payment of €59.9 million in damages, 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. The date of the hearing has not yet been set.

Complaint filed by Natixis shareholders against BPCE, Natixis and Messrs Philippe Dupont and Charles Milhaud

On December 31, 2009, 735 Natixis shareholders filed a complaint with the Commercial Court of Paris (Tribunal de Commerce de Paris) against BPCE, Natixis and Messrs Philippe Dupont and Charles Milhaud, seeking payment of roughly €4 million, alleging the dissemination of misleading information and the breach of market rules. The case was transferred to the Commercial Court of Bobigny (Tribunal de Commerce de Bobigny), which itself is considering a further transfer. The decision regarding the further transfer shall be taken at the hearing before a panel of judges of the Commercial Court of Bobigny on May 5, 2011.

Goldman Sachs International case

On August 2, 2010, Goldman Sachs International (GSI) initiated proceedings against Natixis before the High Court of Justice in London. These proceedings concern three transactions on credit default swaps between GSI and Natixis and which relate to certain portions of a structured vehicle by Goldman Sachs called "Altius IV Funding". In July 2010, Natixis terminated these swaps, invoking the occurrence of an Additional Termination Event (ATE) in respect to each of its swap contracts. GSI disputed that an ATE had occurred as GTI considered that it had not breached its responsibilities toward Natixis. The parties entered into an agreement on November 9, 2010, notably entailing the withdrawal of litigation. This agreement contains confidentiality clauses barring the release of details in this transaction.

Region of Tuscany

On December 20, 2010, the Natixis branch in Milan received an order for preventive sequestration (Decreto Di Sequestro Preventivo) in the amount of €2.2 million. The sequestration was requested preventively in the context of proceedings launched against Natixis and other banks by the Florence public prosecutor in regard to derivative transactions between these banks and the Region of Tuscany and which were considered by the prosecutor to have generated illicit profits.

There are no other governmental, legal or arbitrational procedures likely to have a significant impact on Natixis' accounts.

Situation of dependency

Natixis is not dependent on any patent or license, or on any industrial, commercial or financial supply contract.

3.6 Insurance risks

(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 has only sold policies without a minimum guaranteed rate in recent years: more than 90% of its policies do not have a minimum guaranteed rate. The minimum guaranteed rate averages 0.18%.

Risk of contract repurchases in the event of an increase in interest rates

Natixis Assurances has identified the policyholders for whom the risk of repurchase is high, the differential criteria being age, tax seniority and amount of capital. For these policyholders, Natixis Assurances has hedged the risk of interest rate increases with Cap policies, and has limited the scope covered by such policies to approximately a quarter of its interest rate assets. It has also subscribed to variable-rate bonds with a minimum yield.

The liability adequacy test carried out in accordance with IFRS 4 showed that insurance liabilities evaluated under local standards, for the year ended December 31, 2010, were greater than the fair value of these liabilities, taking into account the repurchase 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 lessened by the classification of approximately €5.0 billion 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 2010 shows 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. 4.2% of equity.

Market risk

Natixis Assurances is subject to variations in the value of its financial assets. The 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 on December 31, 2010:

- a drop by 10% in the stock market would have a negative impact of €18.2 million on equity (after taking into account the variation attributable to policyholders and taxation), i.e. 1.6% of equity;
- a drop by 10% in the real estate market would have a negative impact of €4.3 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, 88% 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 selection of new policyholders.

Natixis Assurances makes use of 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 concluded 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 A- to AAA (a small number of reinsurers may not be rated or may be rated lower, but their shareholders are deemed to be high-quality). 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.

On October 1, 2010, a Risk Management Department was set up according to the new Solvency II regulations.

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 entity by monitoring the ratio of missed loan payments by business sector (domestic credit), by country (export credit), 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 monitored weekly and analyzed monthly;
- 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 monthly monitoring at the level of each underwriting center, 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 the underwriting centers, and €1 million for the two main underwriting centers, Coface S.A. and Coface Kredit), with the intervention of a subsidiary specialized in recovery (Coface Recovery Business Intelligence);
- the Large Exposures Committee, which sets the maximum outstanding risk accepted by Coface out of the 400 greatest risks for Coface (maximum loss in a stressed scenario of €15 million and severity greater than €35 million) and allocates ceilings for each emerging country;
- a system for rating major corporate and country risks;
- a scoring system for minor risks;
- a system for the statistic assessment of "severities" (maximum losses that may be recorded in the event of claims) by debtor, group of debtors or emerging country.

Investment grade risks – for ratings of BBB or higher – and their score equivalents – account for 85% of credit insurance outstandings.

In addition, a systematic scoring policy has been implemented, and 98% of commitments are now covered.

All major risks are subject to centralized monitoring both for inventory and monthly flows.

The rate of acceptance of non-investment grade risks is monitored on a monthly basis.

Diversification of the credit risk portfolio

Coface maintains a diversified credit risk portfolio, in order to minimise 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 (94% of total outstandings) allows it to reduce the risk covered for a debtor or a group of debtors relatively quickly after recognizing a decrease in their solvency.

EXPOSURE TO RISK ON DEBTORS AT END DECEMBER 2010

POLICIES SIGNED EXCLUDING TRANSACTIONS ON BEHALF OF THE STATE/ALL GUARANTEED PRODUCTS

Tranches Total Outstanding Buyer	Outstandings (*in millions of euros*)	Number of limits	Number of buyers	% outstanding
Refusals	0	751,566	552,657	**0.0%**
€1,000 - 10,000	4,152	575,017	533,151	**1.0%**
€11,000 - 20,000	6,514	487,943	386,156	**1.6%**
€21,000 - 30,000	4,359	274,575	165,275	**1.1%**
€31,000 - 40,000	3,608	200,499	98,253	**0.9%**
€41,000 - 50,000	5,241	190,452	109,481	**1.3%**
€51,000 - 60,000	3,198	133,327	56,538	**0.8%**
€61,000 - 70,000	2,700	107,069	40,446	**0.7%**
€71,000 - 80,000	3,165	102,214	41,762	**0.8%**
€81,000 - 90,000	2,157	75,784	24,945	**0.5%**
€91,000 - 100,000	4,891	102,403	49,639	**1.2%**
€101,000 - 150,000	12,121	302,080	96,692	**3.0%**
€151,000 - 200,000	9,730	202,795	54,698	**2.4%**
€201,000 - 300,000	16,104	281,063	64,917	**4.0%**
€301,000 - 400,000	12,710	189,963	36,318	**3.2%**
€401,000 - 500,000	10,923	143,266	24,215	**2.7%**
€501,000 - 800,000	25,169	281,711	39,779	**6.3%**
€801,000 - 1,500,000	12,871	120,987	14,329	**3.2%**
€1 million - 2 million	42,414	316,882	30,434	**10.6%**
€2 million - 5 million	59,645	283,662	19,487	**15.0%**
€5 million - 10 million	43,431	131,996	6,269	**10.9%**
€10 million - 50 million	73,373	131,421	3,945	**18.4%**
€50 million - 100 million	19,747	16,070	294	**5.0%**
€100 million - 200 million	10,470	6,569	78	**2.6%**
€200 million +	9,986	4,412	29	**2.5%**
TOTAL	**398,679**	**5,413,726**	**2,449,787**	**100.0%**

Second level controls are set up to ensure that the group's credit risk standards are respected.

Financial Risk

Coface is exposed to financial risk related to variations in net investment income and risks related to different asset classes. For each category of assets, there are stress scenarios to simulate the sharpest drop in prices in a single year, based on statistics that cover as long a period as possible. The confidence interval is 97.5%, meaning that the maximum VaR loss should only happen once every 40 years. The Group's policy is to strictly limit financial risk as measured by 3-month Value at Risk, for all the group's financial investments (excluding technical stakes) – to less than 3.3% of the group's net assets, i.e. €50.1 million at December 31 2010. At this date, the Var of Coface and its subsidiaries was €36.4 million, within the authorized limits.

Financial risks are controlled according to strict standards and methods:

- exchange rate risk: the majority of Coface's investment instruments are in euros. Currency risk on assets representing liabilities in euros whose underlying is denominated in other currencies is hedged to avoid holding open positions;
- counterparty risk: more than 92% of Coface's bonds and fixed income products at 31 December 2010 were rated A (or equivalent) or better, according to at least one internationally-recognized rating agency;

- interest rate risk: this risk is limited, as the maximum authorized sensitivity [(1)] for the bond asset class is deliberately capped at 4;
- liquidity risk: a significant portion of Coface's held-for-sale securities are invested in the money market (39% at end 2010). The majority of Coface's other equities and fixed income products are listed on OECD markets. Consequently, Coface considers that its securities portfolio as sufficiently liquid to meet its commitments.

Second level controls on compliance with Coface's investment policy are also carried out.

(1) The sensitivity of a bond measures the bond's loss in value in the event of an interest rate hike. For example, a bond with a sensitivity of 4 would lose 4% of its market value in the event of a 1% rise in interest rates.

3.7 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 as at December 31, 2010.

EXPOSURE TO SUBPRIME ABS CDOS

Subprime ABS CDOs represented gross exposure of €1.834 billion as at December 31, 2010. €19 million in impairments were recognized (excluding the effect of the BPCE guarantee) in 2010, bringing total impairments to €1.189 billion.

(in millions of euros)	Total exposure
Net exposure as at December 31, 2010 (after impairment)	883
Change in exposure (redemption and currency effect)	(239)
Impairments over the year (in millions of euros)	(19)
NET EXPOSURE AS AT DECEMBER 31, 2010 (AFTER IMPAIRMENT)	**625**

EXPOSURE TO MONOLINE INSURERS

	Data as at 12.31.2010			Data as at 12.31.2009		
(in millions of euros)	Notional amount	Pre-value adjustment exposure	Value adjustments	Notional amount	Pre-value adjustment exposure	Value adjustments
Protection for subprime CDOs	431	160	(137)	567	79	(53)
Protection for non-subprime CDOs	-	-	-	-	-	-
Protection for CLOs	5,346	213	(128)	5,430	249	(135)
Protection for RMBSs	541	93	(42)	643	178	(74)
Protection for CMBSs	717	24	(22)	876	44	(40)
Other risks	8,839	2,639	(1,757)	8,566	2,571	(1,439)
TOTAL	**15,874**	**3,129**	**(2,086)**	**16,082**	**3,121**	**(1,741)**

(in millions of euros) Data	12.31.2010	12.31.2009
Pre-value adjustment exposure	3,129	3,121
Value adjustments	(2,086)	(1,741)
RESIDUAL EXPOSURE	**1,043**	**1,380**
Discount %	67%	56%

Value adjustments rose by €345 million (excluding the effect of the BPCE guarantee) to €2.086 billion during 2010 from €1.741 billion at year-end 2009.

US RMBS PORTFOLIOS, INCLUDING SUBPRIME RMBS'

Exposure in the financial statements as at December 31, 2010 was as follows:

(in millions of euros) US RMBS'	Net exposure as at 12.31.2009	Change in value in 2010	Other changes	Net exposure as at 12.31.2010
Trading portfolio	21	(1)	(8)	11
Asset portfolio (fair value option)	0	0	0	0
Loans and receivables portfolio	1,383	(6)	(132)	1,245
Available-for-sale asset portfolio	0	0	0	0
Non-wrapped	**1,403**	**(7)**	**(140)**	**1,256**
Trading portfolio	5	0	7	12
Loans and receivables portfolio	413	14	(74)	353
Wrapped	**418**	**14**	**(67)**	**365**
Trading portfolio	66	0	(59)	8
Loans and receivables portfolio	3,103	0	(1,078)	2,025
US Agencies	**3,170**	**0**	**(1,137)**	**2,033**
TOTAL	**4,990**	**7**	**(1,344)**	**3,654**
% net exposure BPCE guarantee				33%

Breakdowns by rating and type of underlying for US RMBS' were as follows as at December 31, 2010.

Breakdown by rating	As a %
AAA	**60%**
AA	**5%**
A	**1%**
BBB	**1%**
BB	**0%**
B	**3%**
CCC	**14%**
CC	**8%**
C	**5%**
D	**2%**
NR	**1%**
TOTAL	**100%**

Breakdown by underlying	As a %
US Agencies	**55%**
Prime	**9%**
Alt-A	**16%**
Subprime	**14%**
Other	**6%**
TOTAL	**100%**

EUROPEAN RMBS'

NET EXPOSURE TO UK RMBS'

(in millions of euros) UK RMBS'	Net exposure as at 12.31.2009	2010 impairment losses	Other changes	Net exposure as at 12.31.2010	AAA	AA	A	BBB	BB	B	CCC	CC
Trading portfolio	123	30	(65)	883	26	6	8	19	-	-	-	29
Option asset portfolio (fair value option)	13	0	(13)	0	-	-	-	-	-	-	-	-
Loans and receivables portfolio	435	(3)	(120)	313	250	56	7	-	-	-	-	-
Available-for-sale asset portfolio	121	0	(4)	117		2	17	32	54	11	1	-
TOTAL	**693**	**27**	**(202)**	**518**	**276**	**64**	**32**	**51**	**54**	**11**	**1**	**29**
% net exposure BPCE guarantee				86%								

NET EXPOSURE TO SPANISH RMBS'

(in millions of euros) Spanish RMBS'	Net exposure as at 12.31.2009	2009 impairment losses	Other changes	Net exposure as at 12.31.2010	AAA	AA	A	BBB	BB	B
Trading portfolio	71	(2)	(10)	59	13	31	8	2	5	-
Asset portfolio (fair value option)	8	0	(8)	0	-	-	-	-	-	-
Loans and receivables portfolio	522	0	(54)	468	344	61	46	16	1	-
Available-for-sale asset portfolio	19	0	(8)	11	2		2	4	2	1
TOTAL	**619**	**(2)**	**(80)**	**538**	**359**	**92**	**56**	**22**	**8**	**1**
% net exposure BPCE guarantee				98%						

CMBS'

(in millions of euros) CMBS'	Net exposure as at 12.31.2009	Change in value in 2010	Other changes	Net exposure as at 12.31.2010
Trading portfolio	146	(44)	(4)	98
Fair value option asset portfolio	0	0	0	0
Loans and receivables portfolio	154	(6)	(55)	93
Available-for-sale asset portfolio	163	9	(6)	166
TOTAL	**464**	**(41)**	**(65)**	**357**
% net exposure BPCE guarantee				85%

Breakdown by rating	As a %
AAA	14%
AA	31%
A	33%
BBB	9%
BB	10%
B	3%
CCC	0%
TOTAL	**100%**

Breakdown by country	As a %
United Kingdom	15%
USA	16%
Europe	69%
TOTAL	**100%**

EXPOSURE RELATING TO LBO FINANCING

The LBO portfolios break down as follows, by accounting portfolio.

(in millions of euros)	12.31.2010		12.31.2009	
Final shares				
Number of transactions	-	339	-	384
Commitments	4,466		5,167	-
Shares for sale				
Number of transactions	-	2	-	2
Commitments	77	-	79	-
TOTAL LOANS AND RECEIVABLES	**4,543**		**5,246**	
Shares for sale				
Number of transactions	0	0	0	0
Commitments	0	0	0	0
TOTAL LOANS AT FAIR VALUE	**0**	**0**	**0**	**0**

4

FINANCIAL DATA

4.1 Management Report for the year ending December 31, 2010

4.1.1 METHODOLOGY

The data included in the management report have been restated to take into account the following:

- at December 31, 2009, Deeply Subordinated Notes (DSN) were reclassified as equity instruments. The interest expense relating to these instruments has not been recognized on the Income Statement since January 1, 2010. The released results for 2009 were restated accordingly;
- equity allocation to Natixis' businesses amounts to 7% of average Basel II risk-weighted assets (compared with 6% in 2009). This change in capital percentage allocated to businesses was implemented to better reflect the change in prudential requirements related to the solvency margin requirement. This had no impact on Natixis' overall net revenues but it did affect the income derived from the capital allocated to businesses (against Corporate Center). FY 2009 is presented pro-forma of this analytical restatement.

Furthermore, specific normative allocations capital were allocated to insurance subsidiaries, which have their own capital requirements.

- as to equity allocations in connection with the ownership of CCIs (Cooperative Investment Certificates), the new approach authorized by the Regulator starting December 31, 2010 consists of no longer deducting 50% of amounts from Tier 1 capital and 50% from Tier 2 capital, but instead recognizing them as risk-weighted assets with a weighting of 370%;
- for calculating Natixis' ROE, the result used is net income (group share), from which DSN interest expense is deducted, net of tax effects as recognized in equity. The equity used is the average annual IFRS net equity (group share) after distribution, eliminating embedded or deferred gains or losses recognized in equity and excluding DSN;
- up to the date of the implementation of the BPCE guarantee, i.e. July 1, 2009, the gains (losses) on the revaluation of senior debt and of GAPC (Workout Portfolio Management) were added together. Since then, GAPC has been presented as a completely separate business line and the valuation of the senior issuer spread is included in the Corporate Center;
- the other conventions applied in determining the earnings generated by the entities making up the various business lines are as follows:
  - the business lines benefit from the income derived from capital allocated to them,
  - income on the corporate equity of the divisions is eliminated,
  - the cost of carrying goodwill is wholly borne by the Corporate Center,
  - the divisions are invoiced for an amount representing the bulk of the Group's overheads; the uninvoiced portion represents less than 3% of the Group's total expenses.

4.1.2 2010 KEY EVENTS

2010 confirmed **Natixis**' recovery and the strong improvement in its ability to generate profit, with net income (group share) of €1,732 million. Revenue was driven by the performance of its three core businesses: Corporate and Investment Banking, Investment Solutions and Specialized Financial Services.

Income generated during FY 2010 will allow Natixis to offer the General Shareholders' Meeting, scheduled to be convened on May 26, 2011, a dividend of €0.23 per share (that is, 50% of net income (group share), after recognizing net interest expense relating to DSS), with the option of share-based payment.

The implementation of the New Deal strategic plan, announced in August 2009, was extended into 2010.

The restructuring of the **CIB** business continued in order to consistently capture cross-selling opportunities and to enhance sales performance thanks to an improved customer monitoring (coverage) structure.

The equities teams were reorganized inside a single Equities business, notably through the merger of the Natixis Securities subsidiary into Natixis S.A.

Finally, a fully integrated debt platform (Europe, Asia and the United States) was created, injecting momentum into asset turnover.

Investment Solutions strengthened the synergies between its three business lines, Global Asset Management, Insurance and Private Banking, and French networks.

Natixis rolled out its "multi-boutique" model in Europe:

- a new London-based asset management company, H2O Asset Management, was created;
- Natixis Global Asset Management (NGAM) acquired a majority stake in OSSIAM, a start-up specializing in strategic Exchange-Traded Funds (ETF);
- Natixis strengthened its international business by deploying strategies tailored to the United States, Asia and India. Infrastructure Development Finance Company (IDFC) and Natixis Global Asset Management (NGAM) have entered into a strategic partnership for the public markets asset management business.

La Banque Privée 1818 and Rothschild & Cie Gestion decided to bring together their distribution platforms dedicated to Independent Wealth Management Advisors. This merger process is expected to be completed during the first quarter of 2011.

Natixis integrated its Private Equity business for third parties into the Investment Solutions division.

Natixis Lease integrated all of Groupe BPCE's leasing activities into the **Specialized Financing** division through the acquisition of 99.91% of the capital of Cicobail from Crédit Foncier de France, Banque Palatine and Eurosic.

A long-term partnership in the consumer finance sector was concluded between Groupe BPCE and BNP Paribas on July 1, 2010 via their specialized credit subsidiaries, Natixis Financement and BNP Paribas Personal Finance.

In **Financial Services**, work continued on creating a single platform for each Securities and Payments business line.

GCE Paiements was merged into the Payments business line in the Specialized Financial Services division on September 1, 2010.

Within **Financial Investments**, Coface confirmed its recovery and has entered a new growth phase.

Furthermore, Natixis' **Private Equity proprietary operations** in France were sold to AXA Private Equity.

Miscellaneous transactions with a view to reducing Natixis' risk exposure or to strengthening its financial structure were conducted successfully:

- transition to the Advanced Internal Ratings Based Approach (IRBA) for credit risk, reducing risk-weighted assets by €15.9 billion on September 30, 2010 (implementation date);
- active management of **GAPC** positions and a sharp reduction in the volatility of its earnings with the disposal of the bulk of its portfolios of complex credit derivatives to a banking counterparty (net reduction of €6.3 billion in risk-weighted assets in 2010) and a significant reduction in structured credit outstandings.

Furthermore, the improvement in Natixis' capital adequacy ratios allowed it to buy back €1.35 billion in Deeply Subordinated Notes held by BPCE in the last quarter of 2010.

4.1.3 CONSOLIDATED RESULTS

			Change 2010/2009	
(in millions of euros)	**2010**	**2009**	**%**	**%*** **
Net revenues*	**6,520**	**5,938**	**+9.8%**	**+7.6%**
o.w. businesses**	**6,656**	**5,529**	**+20.4%**	**+18.0%**
Expenses	(4,402)	(4,402)	+3.7%	+1.7%
Gross operating income*	**2,118**	**1,695**	**+25.0%**	**+22.5%**
Provision for credit losses	(321)	(1,488)	(78.4)%	(78.4)%
Operating income*	**1,796**	**207**	**x8.7**	**x8.5**
Associates	500	425	+17.5%	+17.5%
Gain or loss on other assets	(24)	4	n/a	n/a
Change in value of goodwill	(0)	(9)	(96.3)%	(96.3)%
Pre-tax profit*	**2,272**	**627**	**x3.6**	**x3.6**
Income tax	(296)	632	n/a	n/a
Minority interests	(36)	(55)	(33.6)%	(33.6)%
Net income (group share)*	**1,940**	**1,204**	**+61.1%**	**+57.6%**
GAPC net income	*(127)*	*(2,433)*	*(94.8)%*	-
Net income from discontinued operations	*(9)*	*(6)*	*+49.1%*	-
Net restructuring costs	*(71)*	*(153)*	*(53.7)%*	-
NET INCOME (GROUP SHARE)	**1,732**	**(1,388)**	**N/A**	**N/A**

* *Excluding GAPC, discontinued operations and net restructuring costs.*
** *Core businesses and Financial Investments.*
*** *At constant scope of consolidation and exchange rates.*

Analysis of changes in the main items in the consolidated income statement

Workout portfolio management (GAPC), net income from discontinued operations and net restructuring costs were transferred to Net income (group share). This presentation provides improved reporting year comparisons. A reconciliation statement with intermediate aggregates published in 2009 and 2010 is presented in the annex at the end of Paragraph 4.1 of the Management Report.

NET REVENUES

Natixis' **net revenues** stood at €6,520 million at December 31, 2010, up 9.8% compared with December 31, 2009 (up 7.6% at constant consolidation scope and exchange rates). This change factors in the substantial non-recurring income earned in 2009 by the Corporate Center (*see 4.1.4.6 – Corporate Center*).

Net revenues of the businesses [(1)] were up 20.4% compared with 2009 and stood at €6,656 million. Excluding the foreign exchange effect and restated for the acquisition in September 2010 of GCE Paiements, the increase is 18.0%. The contribution of the business lines to income increased significantly in 2010. The synergies delivered have exceeded the strategic plan both in terms of additional revenue (via the Groupe BPCE networks) and cost synergies.

Natixis' growth, underpinned by the increase in client contribution, was supported by a policy focused on reducing exposure to risk. **Risk-weighted assets (RWA)** measured at the end of the reporting period and after recognition of the impacts of the BPCE guarantee stood at €148 billion at December 31, 2010, taking due account of the change in the accounting treatment of CCIs (*see 4.1.1 – Methodology*). They have fallen by 11% compared with 2009 (pro forma of the prudential treatment of CCIs). This change stems notably from the impact of the disposal of a GAPC portfolio of complex credit derivatives and the transition to the IRBA approach for calculating credit risk.

OPERATING EXPENSES AND HEADCOUNT

Expenses (excluding restructuring costs) stood at €4,402 million, up 1.7% compared with 2009 at constant consolidation scope and foreign exchange rates, i.e. an increase in line with the New Deal Strategic Plan, which provided for keeping expenses at the level of inflation.

Payroll charges were modestly up over the year. The provision for variable compensation of market professionals was adjusted pursuant to the new CRD 3 regulatory framework (European Directive on capital requirements). Furthermore, the costs related to incentive and profit sharing expenses were substantially higher on the back of Natixis' return to profitability.

Other operating expenses were stable and reflect the effectiveness of efforts made under the New Deal Plan. Cost-cutting efforts were particularly focused on temporary staff, market data, communications, office space and logistics with the continuing closure of Group offices.

Headcount was relatively stable year-on-year if the impact of the GCE Paiements merger in the third quarter of 2010 on the consolidation scope is excluded.

GROSS OPERATING INCOME

Gross operating income amounted to €2,118 million in 2010, up 22.5% at constant consolidation scope and foreign exchange rates.

Gross operating income of the businesses was €2,306 million in 2010 compared with €1,436 million in 2009, a year that was hit hard by revaluation losses on credit derivatives hedging loans and receivables (the Credit Portfolio Management business), which, in 2009, had generated an expense of €682 million compared 2010's expense of €60 million.

PRE-TAX PROFIT

The **provision for credit losses** was €321 million in 2010 (excluding the reversals in respect of GAPC), i.e. a normal level compared with 2009, which was hit hard by the effects of the financial crisis.

The share of income from associates, mainly comprising the consolidation of 20% of the earnings of shareholding networks via CCIs, was up 17.5% to €500 million due to the sharp rise in the contribution of Groupe Caisses d'Epargne networks.

Gains or losses on other assets registered a €24 million loss, mainly comprised of disposal expenses and a pricing adjustment associated with the restructuring of private equity operations in France.

Pre-tax profit was €2,272 million in 2010 compared with €627 million in 2009.

NET INCOME (GROUP SHARE), EXCLUDING GAPC, DISCONTINUED OPERATIONS AND RESTRUCTURING COSTS

Underlying **tax** expense for 2010 was €296 million.

After taking into account **minority interests** for a total of €36 million, **net income (group share)** was €1,940 million.

NET INCOME (GROUP SHARE)

After taking into account **net restructuring costs after tax**, down by half compared with 2009, and the GAPC result, **net income (group share)** was €1,732 million in 2010.

ROE after tax rose by 8.4% in 2010, confirming Natixis' return to profitability after two consecutive years of losses.

(1) Excluding GAPC and Corporate Center.

4.1.4 ANALYSIS BY BUSINESS

4.1.4.1 Corporate and Investment Banking

(in millions of euros)	2010	2009	Change 2010/2009 %	%*
Net revenues	**3,027**	**2,697**	**+12.2%**	**+10.6%**
Commercial Banking	*523*	*585*	*(10.5)%*	*(11.3)%*
Debt and Financing	*1,272*	*1,059*	*+20.1%*	*+17.2%*
Capital Markets	*1,389*	*1,807*	*(23.1)%*	*(23.5)%*
CPM and Other	*(157)*	*(753)*	*(79.1)%*	*(79.1)%*
Expenses	(1,650)	(1,601)	+3.1%	+2.2%
Gross operating income	**1,377**	**1,097**	**+25.5%**	**+22.9%**
Provision for credit losses	(203)	(1,384)	(85.3)%	
Pre-tax profit	**1,175**	**(277)**	**n/a**	

* *At constant scope of consolidation and exchange rates.*

Corporate and Investment Banking's net revenues stood at €3,027 million in 2010, up 12.2% compared with 2009 (up 10.6% at constant exchange rates). This increase in net revenues was driven by the organization introduced to systemize cross-selling. Stringent control of market risk also contributed to the increase. In 2010, average trading VaR was limited to €9 million (excluding GAPC). At the end of the year it stood at €5.8 million, compared with €10.3 million at the end of 2009.

Income posted by **Commercial Banking** fell by 10.5% year-on-year. This drop was due to the decision taken early in the year to lengthen the term of revolving credit backing. Even so, this business posted excellent sales performance in 2010, with origination of €10.0 billion, up 29.0% compared with 2009. This result reflects the confidence that clients have in Natixis and the quality of its teams in meeting clients' needs and expectations. Among the most noteworthy operations of 2010, Accor selected Natixis as financial advisor, Mandated Lead Arranger and Bookrunner for a 5-year €900,000,000 term loan agreement as part of a contribution-spinoff of its hotel and services businesses. This business was also a participant in the Sanofi-Aventis loan to cover its offer for outstanding shares of Genzyme Corporation and the €900 million syndicated credit facility for Lactalis for the acquisition of two Spanish companies. The economic and financial climate remains highly competitive. The margin rates for the average France Corporate financing portfolio experienced a slight short-term decline. Furthermore, the drawing rate on credit lines was relatively low in 2010.

Debt and Financing posted record earnings, soaring by 20.1% year-on-year. All the activities of this business line received a boost from this improvement, with the exception of securitization, which fell 6%. There was a strong pick-up in origination in 2010 to €12.6 billion (x2.9 year-on-year), notably driven by global energy and commodities financing, project financing and export loans, in line with the objectives set by the New Deal strategic plan. This business line was particularly prominent in large-scale transactions. It notably arranged for a US$1.8 billion buyer credit insured by Coface for the US corporation, Iridium, contributing to the financing and launch of a constellation of 72 satellites. It was the co-signer on an export credit loan of €4.3 billion to finance the Brazilian navy's acquisition of five submarines (built in cooperation with DCN naval shipyards). As financial advisor, Natixis played a role in the co-financing of the Exeltium Project (a long-term partnership between EDF and an industrial consortium) for a total of €1.6 billion. These operations did not dampen the profitability of its operations. The net margin rate on the average portfolio was higher for most structured finance segments compared with 2009.

Capital Markets saw a 23.1% fall in revenue compared with 2009.

The **Interest Rate, Credit, Foreign Exchange and Commodities** businesses were down 34% on the previous year.

- The **Interest Rate** business had lower trading revenue. Although volumes were to the upside compared with 2009, the lower margin trend predominated.

- The **Credit** business experienced a decline in intermediation revenue, while the primary market business did relatively well. Natixis ranked 9th in the global DCM (Debt Capital Market) league tables for arranging primary market issues in euros. Sales performance improved by 34%, driven primarily by a few major repo transactions. However, the intermediation business was penalized by widening credit spreads, unlike the narrowing that impacted all market participants in 2009.
- The **Foreign Exchange** business grew in a market characterized by a higher volatility: clients' higher hedging requirements helped drive income from options. The heightened competition as a result of the refocusing of the main players on cash management products led to a decline in margins on vanilla products but volumes were sharply higher.
- Unlike the foreign exchange business, the **Commodities** business slipped following the decline in the volatility of energy-related underlyings, leading to a fall in hedging requirements.

Revenue contributed by the **Equities division** was up 8% year-on-year. This improvement belies the uneven results within its business lines.

- Revenue from **equity derivatives** was up sharply, driven by sales and structured trading. Natixis reclaimed its rightful place in the European structured products market, particularly among the institutionals. Sales performance soared 44% year-on-year, with the return of traditional customers.
- The **brokerage** business lost ground compared with 2009, mainly impacted by the deteriorated volume on the primary and secondary markets.

Corporate Solutions posted a 47% gain for the year. **Strategic Derivatives** revenues were up sharply, driven by excellent sales performance after a disappointing 2009 during which there were few, if any, significant new transactions.

Income from **CPM and other** sharply varies from one year to the next. Credit spreads saw substantial tightening in 2009, causing heavy losses on hedging instruments covering loans and receivables measured at market value. There were no such credit spread movements in 2010. Furthermore, the sensitivity of the hedging portfolio was reduced fourfold in 2010, leading to less variability in its results.

In 2010, **expenses** of the CIB business stood at €1,650 million, up 3.1% compared with 2009 (up +2.2% at constant exchange rates). This slight variation is due in part to variable compensation of market professionals pursuant to the new CRD 3 regulatory framework and the increase the provision for incentive and profit sharing expenses. The cost/income ratio is clear evidence of the success of the cost-cutting effort. It stood at 54.5% for 2010, a 4.8 point improvement on 2009.

This has led to a positive scissors effect on **gross operating income**, which stands at €1,377 million, up 25.5% year-on-year (+22.9% at constant exchange rates).

4.1.4.2 Investment Solutions

(in millions of euros)	2010	2009	Change 2010/2009 %	Change 2010/2009 %*
Net revenues	**1,799**	**1,560**	**+15.3%**	**+12.4%**
Asset Management	*1,413*	*1,268*	*+11.5%*	*+7.9%*
Insurance	*223*	*201*	*+10.9%*	*+10.9%*
Private Banking	*94*	*84*	*+11.2%*	*+11.2%*
Private Equity for third party	*70*	*7*	*x9.7*	*x9.7*
Expenses	(1,280)	(1,147)	+11.6%	+8.7%
Gross operating income	**519**	**414**	**+25.6%**	**+22.7%**
Asset Management	*359*	*340*	*+5.4%*	*+1.9%*
Insurance	*117*	*103*	*+14.0%*	*+14.0%*
Private Banking	*0*	*(17)*	*nm*	*nm*
Private Equity	*44*	*(13)*	*nm*	*nm*
Provision for credit losses	(26)	(32)	-19.4%	-19.4%
Pre-tax profit	**508**	**393**	**+29.3%**	**+26.3%**

* *At constant scope of consolidation and exchange rates.*

Starting in Q3 of 2010, a new business was integrated into this division: **Private Equity**. A result of the spinoff of Natixis Private Equity, this business line is dedicated to private equity operations on behalf of third parties. Today, it has €1.9 billion in assets under management. A pro forma account was prepared to provision for the impact of this change in scope in the presentation of the 2009 and 2010 financial statements.

Investment Solutions posted **revenue** up 15.3% year-on-year to €1,799 million (12.4% at constant exchange rates). All the business lines in this division experienced double-digit growth in an environment that was favorable for life insurance (euro-denominated contracts), but adverse for money market funds and unit-linked life insurance ("UC" contracts).

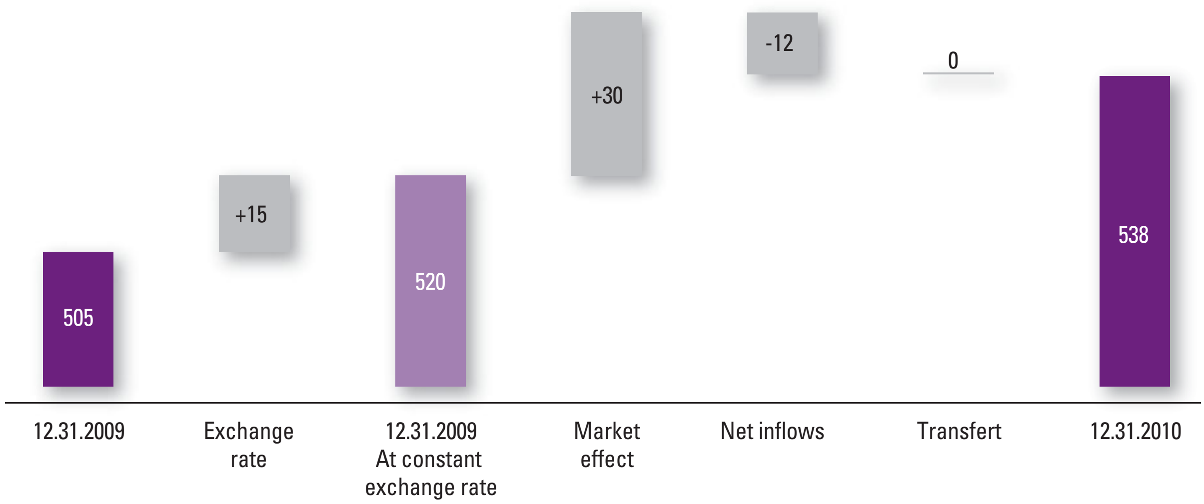
There was strong growth in **gross operating income**, up 25.6% (22.7% at constant exchange rates), reaching €519 million.

A - ASSET MANAGEMENT

The quality of the Natixis management teams was recognized and rewarded with several awards in 2010, including the nomination of David Herro (Harris Associates) as "Morningstar Fund Manager of the Year" in the International Stock category and by winning *Investir Magazine*'s Golden *"Laurier"* by Natixis Asset Management for its fund management in the Fixed Income 5-year category on behalf of CNP Assurances.

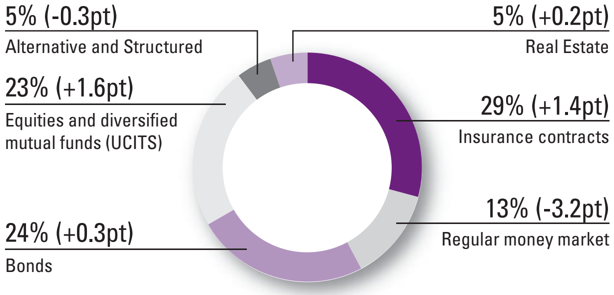
At the end of December, **assets under management** were up 3.5% to €538 billion (at constant exchange rates), sustained by buoyant capital markets. Short rates, which remain low, are putting pressure on Asset Management's money market funds on the back of the high level of withdrawals over the last year (-€14.4 billion). Excluding money market products, net inflows amounted to €2.7 billion. There was a high level of withdrawals in Europe, where the bulk of money market products under management is concentrated, while in North America there were net positive inflows. In order to extend its product range in Europe, this business line continued its targeted strategy in 2010, focusing in particular on ETF products (having acquired a controlling stake in the specialized management company, Ossiam) and alternative products (with the creation of H2O Asset Management). New partnership agreements were also concluded in China and in India.

CHANGE IN ASSETS UNDER MANAGEMENT (IN BILLIONS OF EUROS)



In all regions, the **product mix** at December 31, 2010 reflected the predominance of insurance products (29% of assets), which were up 1.4 ppt year-on-year, and bond products (24.5% of assets under management). The share of equity products grew sharply (up 1.4 ppt to 16.4% of assets) while money market products declined by 3.2 ppt (12.9% of assets at the end of December).

BREAKDOWN OF ASSETS UNDER MANAGEMENT AS OF END DECEMBER 2010 *(CHANGE VERSUS 12.31.2009 AT CONSTANT EXCHANGE RATES)*



Average return rates from assets under management were up 0.3% compared with the end of 2009. Business line **net revenues** amounted to €1,413 million as at year-end 2010, up 11.5% year-on-year (up 7.9% at constant exchange rates).

B - INSURANCE

At end-December 2010, life insurance **revenue** was up 27.6% year-on-year. Contract inflows in euros were up 35.7%, on the back of invested capitalization contracts – the bulk of which were in euros – while inflows of unit-linked life insurance were down 17.6% compared with 2009. This trend was driven by the implementation of a certain number of sales drives since the beginning of the year, which allowed **Natixis Assurances** to post revenue growth exceeding that of the life insurance market overall.

Sales of provident insurance were also very brisk. The Provident Insurance business posted **revenue** that was up 5.3% year-on-year while sales of borrowers' insurance were up 41.7%, driven by the network momentum in the distribution of mortgages.

For the year, the **net revenues** of this business line stood at €223 million, up 10.9% compared with 2009. At the same time, the provision for PEP (policyholders' unallocated benefit) was increased by a multiplier of 2.7.

C - PRIVATE BANKING

The reconstruction of the **Private Banking** business continued over the course of 2010, notably driven by the implementation of a growth strategy to inject momentum into network (fund picking, sales support, organizing meetings and product presentations) and the revamping of the product offer and the associated pricing per client segment.

At end-December 2010, **net inflows** totaled €1,076 million (compared with €116 million at end-December 2009), including €838 million in France. Both client segments contributed to this performance; in particular, the networks contributed €573 million and the CGPI €373 million.

Assets managed at the end of the period were up 5.2% compared with 2009, reaching €15.4 billion.

D - PRIVATE EQUITY FOR THIRD PARTY

The **Private Equity** business within Investment Solutions was inherited from Natixis Private Equity's operations on behalf of third parties. The transfer of this business line took place in 2010.

Managed capital, including latent gains and fund liabilities, amount to €1,909 million at the end of 2010. In managed capital overall, development capital accounts for 40.0%, funds of funds 35.6% and venture capital 24.4%.

Net revenues amounted to €70 million, a big improvement over 2009, thanks to high 2010 business activity and disposals of the largest portfolios.

4.1.4.3 Specialized Financial Services

(in millions of euros)	2010	2009	Change 2010/2009 %	Change 2010/2009 %*
Net revenues	**960**	**870**	**+10.4%**	**+5.5%**
Specialized Financing	***497***	***437***	***+13.9%***	***+13.9%***
Factoring	*119*	*118*	*+0.4%*	*+0.4%*
Financial Guarantees and Sureties	*100*	*74*	*+36.1%*	*+36.1%*
Leasing	*119*	*104*	*+14.6%*	*+14.6%*
Consumer Finance	*145*	*126*	*+15.4%*	*+15.4%*
Film Industry Financing	*14*	*15*	*-6.1%*	*-6.1%*
Financial Services	***463***	***433***	***+6.8%***	***-2.9%***
Employee Benefit Scheme	*101*	*97*	*+3.2%*	*+3.2%*
Payments	*205*	*168*	*+22.1%*	*-3.1%*
Securities Services	*158*	*168*	*-6.3%*	*-6.3%*
Expenses	*(672)*	*(618)*	*+8.8%*	*+2.1%*
Gross operating income	**288**	**252**	**+14.2%**	**+13.9%**
Provision for credit losses	(53)	(48)	+8.9%	+8.8%
Pre-tax profit	**248**	**205**	**+21.0%**	**+20.6%**
Specialized Financing	***180***	***138***	***+30.6%***	***+30.6%***
Financial Services	***68***	***67***	***+1.3%***	***+0.3%***

* *At constant scope of consolidation and exchange rates.*

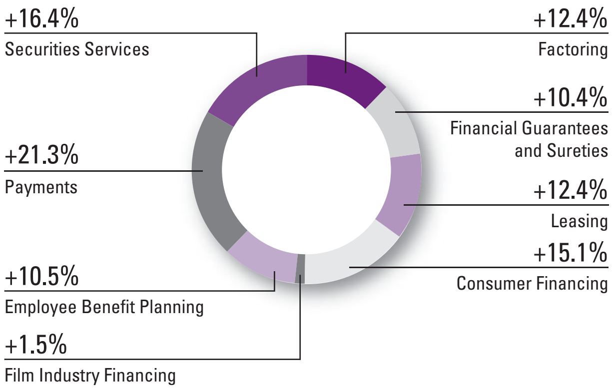
The implementation of the New Deal strategic plan resulted in three major operations in 2010 for the SFS division:

- the creation of a Groupe BPCE Single Paying Agent following the merger of GCE Paiements and Natixis Paiements on September 1, 2010. Natixis is now positioned as the third largest paying agent in France. The 2010 results include 4 months of contribution from GCE Paiements. The calculation of change on a constant consolidation basis is also presented;
- the improved positioning of Natixis Lease as a central player on the French real estate and equipment leasing market thanks to the acquisition of Cicobail and Océor Lease on December 31, 2010, impacting the balance sheet only on December 31, 2010;
- switching the first Caisses d'Epargne (Île-de-France and Auvergne-Limousin) to the unified Securities platform.

Specialized Financing posted strong sales performance throughout 2010. The most striking growth related to the recovery in **Consumer Finance** as the revolving credit business (loan book of €1.4 billion at end-2010) was up 13.6% over December 2009, driven by the launch of a debit/credit card by both networks. At €8.6 billion, the Caisse d'Epargne network's personal loan book was up 17.5% over December 2009. The **Factoring** business also posted strong factored turnover (up 23.4% year-on-year). Finally, **Financial Guarantees and Sureties** also maintained its sustained sales momentum: on the retail market, revenue was up 67.4% year-on-year driven by lower interest rates and government measures in support of housing. On the Corporate market, revenue increased by 11.6% compared with 2009 due to the recovery in single-family home sales.

The performance of **Financial Services** was more uneven. **Employee Benefit Scheme** sales drives resulted in the stabilization of the number of managed employee accounts and mitigated the effects of lower enrolment rates in 2010 and opportunistic redemption. At €17.9 billion, employee savings plan assets were up 2.5% year-on-year. The service voucher business continued to grow: Chèque de Table® market share rose 0.8 point year-on-year to 11.1%. **Securities Services** continued to suffer from investor resistance to equities, with the volume of transactions falling 10% over the year. Custodial assets under management fell by 16% following the transfer of custodial accounts by HSBC management companies to CACEIS Bank. Following the merger-acquisition of GCE Paiements, **Payments** strengthened its market positioning with a pool of 16.3 million bank cards.

BREAKDOWN OF 2010 SFS BUSINESSESS NET REVENUES



At €960 million, SFS **revenue** was up 5.5% at constant scope of consolidation. Growth was driven by Specialized Financing, which grew by 13.9% in 2010, while Financial Services revenue fell 2.9%.

Gross operating income grew more substantially to €288 million (up 13.9% at constant scope of consolidation) thanks to cost control.

4.1.4.4 Financial Investments

(in millions of euros)	2010	2009	Change %
Net revenues	**869**	**401**	**x2.2**
Coface	*800*	*399*	*x2.0*
Private Equity	*23*	*(42)*	*n/a*
Natixis Algérie + Pramex	*47*	*45*	*+5.5%*
Expenses	(748)	(727)	+2.8%
Gross operating income	**122**	**(326)**	**n/a**
Provision for credit losses	(35)	(19)	+82.1%
Pre-tax profit	**72**	**(320)**	**n/a**

A - COFACE

For the year, Coface posted **revenue** of €1,622 million, up 3.8% over 2009 (up 1.7% at constant exchange rates and scope of consolidation). Turnover was stronger in Europe (up 3.1% like-for-like), including Germany (+13.6%), Austria (+8.8%) and Italy (+4.9%) than in countries outside the continent (slippage in North America and in Japan, strong growth in China and in Latin America). Credit insurance revenue increased by 4.7% in 2010 (1.7% at constant scope of consolidation and exchange rates), boosted by a rebound in the economy in the second half of the year. Furthermore, the factoring business is moving in the right direction, posting growth in sales of 18.6% for the year while sales in the Services business line (business information and receivables management) slid at the end of the year.

Net revenues were €800 million in 2010, double 2009's figure, thanks to the appreciable improvement in the claim rate and increased business. The ratio of credit insurance claims to premiums was 53.1% for the year, compared with 97.7% last year.

B - PRIVATE EQUITY

The scope of this business line was significantly reduced in 2010 due to two major operations: the October 2010 disposal of Private Equity's proprietary operations in France to a fund advised by AXA Private Equity and the transfer of operations for third party to Investment Solutions. FY 2009 is presented pro-forma of this transfer.

Assets under management stood at €1,855 million at the end of 2010.

Net revenues were positive in 2010, standing at €23 million compared with a loss of €42 million in 2009. Disposals amounted €173 million for the year, up 22% over 2009. The most noteworthy disposals related to the Mills IPO and the sale of Instalarme in Brazil.

4.1.4.5 GAPC

(in millions of euros)	2010	2009	Change %
Net revenues	**(145)**	**(1,782)**	**n/a**
Expenses	(182)	(167)	+8.8%
Gross operating income	**(327)**	**(1,950)**	**n/a**
Provision for credit losses	146	(913)	n/a
Pre-tax profit	**(182)**	**(2,863)**	**n/a**

GAPC pre-tax profit was -€182 million at the end of the year, after recognition of a loss of €247 million due to the BPCE guarantee. Income excluding the guarantee was positive at €65 million.

A number of transactions were booked over the course of the year with a view to scaling down the books or the related risks. Hence, **risk-weighted assets** (RWA), excluding the guarantee, fell 56.2% year-on-year. Of particular note were:

- disposal of the bulk of complex credit derivatives positions;
- a transaction designed to significantly cut counterparty risk *vis-à-vis* CDPCs and monoline issuers;
- a reduction in exposure to US commercial real estate;
- the disposal of a significant portion of the equity derivatives portfolio;
- the shedding of convertible bond positions.

GAPC net income, after recognizing income tax of 30%, stood at -€127 million in 2010.

4.1.4.6 Corporate Center

(in millions of euros)	2010	2009	Change %
Net revenues	**(136)**	**409**	**n/a**
Expenses	(53)	(151)	-65.2%
Gross operating income	**(188)**	**259**	**n/a**
Provision for credit losses	(5)	(4)	+24.7%
Pre-tax profit	**(65)**	**368**	**n/a**

Corporate Center's **net revenues** stood at -€136 million at December 31, 2010. This year's results pale in comparison to the results for 2009, a year in which there were several non-recurring items, such as capital gains on securities after reclassifying DSSs as equity (€398 million) and a gain realized on a public offer of exchange of subordinated Natixis securities for BPCE shares (€460 million). This result includes income of €45.6 million as a revaluation adjustment of senior debt linked to specific credit risk (issuer spread), against a loss [1] of €301 million in 2009.

Corporate Center **expenses** declined sharply compared with 2009. The improvement is due primarily to continuing cost-cutting efforts and to an increase in the services reinvoiced to the business lines.

(1) Corresponding to the second half-year of 2009 (see 4.1.1 Methodology).

4.1.4.7 Retail banking contribution

(in millions of euros)	2010	2009	Change %
Share of income	**441**	**328**	**+34.4%**
Accretion profit	71	87	(18.8)%
Revaluation adjustments	(38)	(12)	n.m.
Equity method contribution	**474**	**404**	**+17.4%**
o/w Banques Populaires	*179*	*212*	*(15.5)%*
o/w Caisses d'Epargne	*295*	*192*	*+53.5%*
Analytical restatement	(141)	(146)	(3.5)%
Contribution to Natixis' pre-tax profit	**333**	**258**	**+29.2%**
Tax	(18)	(14)	+27.8%
Contribution to Natixis' net income	**316**	**244**	**+29.2%**

The combined net income of the two networks (100%) was €2.2 billion at the end of December 2010, up 34.4% on 2009.

The equity method contribution totaled €474 million, an increase of 17.4% on the previous year. This increase was mitigated by a downward revision of CCI distributions (which impacted accretion profit), in addition to the variation in revaluation adjustments [1].

BANQUES POPULAIRES

(in millions of euros)	2010	2009	Change %
Net revenues	**6,203**	**6,095**	**+1.8%**
Expenses	(3,934)	(3,946)	(0.3)%
Gross operating income	**2,269**	**2,149**	**+5.6%**
Provision for credit losses	(731)	(737)	(0.8)%
Pre-tax profit	**1,506**	**1,410**	**+6.8%**
Net income (group share)	**985**	**970**	**+1.5%**
Equity accounting of CCIs			
Share of income	**197**	**194**	**+1.5%**
Accretion profit	19	27	(29.6)%
Revaluation adjustments	(36)	(9)	n.m.
Analytical restatement	(63)	(64)	(0.5%
Contribution to Natixis' pre-tax profit	**116**	**148**	**(21.2)%**
Tax	(1)	2	
Contribution to Natixis' net income	**115**	**150**	**(23.4)%**

Over the year, **total client inflows** grew by around €7.8 billion, virtually completely allocated to on-balance sheet, whereas off-balance sheet inflows remained relatively stable over the same period (+0.1%).

In the retail market, demand deposits rose by 6.9% and Livret A savings accounts continued to grow at a robust pace (+29.5%). The level of life insurance inflows confirmed its role as a product favored by individuals, with a €2.9 billion rise in 2010. In other markets, yearly inflows of €5.2 billion broke down equally between demand deposits and term deposits. Mutual fund outstandings (UCITS) continued to ebb, losing 10.7% over the year.

(1) At the time of the initial consolidation of the CCIs by Natixis, unrealized capital gains made by the two networks on part of their investment portfolios were treated as capital, limiting recognition of goodwill. The effective realization of these capital gains by the two networks in 2010 generated revenues recognized under net revenues that Natixis cannot recognize twice. These revenues have therefore been deducted (after tax) from the share of net income of associates line.

Banques Populaires won 28,300 new active individual clients in 2010 and has acquired around 11,100 new professional clients and around 3,900 new corporate clients since December 2009. The cooperative shareholder base grew by around 160,000 to a total of 3.8 million cooperative shareholders at end-December 2010.

With a total of €146.1 billion in outstandings, **loan volumes** grew 4.5% over a year, underpinned by mortgages and, to a lesser extent, equipment credit. At the same time, short-term credit (treasury, consumer) fell slightly.

Commissions rose 3.9% over the year, driven by growth in service commissions, notably credit management (+12.6%) and payment methods (+5.1%).

Net revenues advanced 1.8% over the year. The cost/income ratio improved by 1.4 percentage points to 63.4% and also benefited from continued cost control efforts (a dip of 0.3% in expenses in 2010).

The **provision for credit losses** contracted by 0.8% and lost 3 percentage points with respect to outstandings compared with last year.

Net income grew 1.5% to €985 million in 2010.

CAISSES D'EPARGNE

(in millions of euros)	2010	2009	Change %
Net revenues	**6,902**	**6,324**	**+9.1%**
Expenses	(4,482)	(4,513)	(0.7)%
Gross operating income	**2,420**	**1,811**	**+33.6%**
Provision for credit losses	(334)	(340)	(1.8)%
Pre-tax profit	**1,897**	**1,096**	**+73.1%**
Net income (group share)	**1,227**	**671**	**+82.9%**
Equity accounting of CCIs			
Share of income	**245**	**134**	**+82.9%**
Accretion profit	52	60	(13.9%
Revaluation adjustments	(2)	(2)	n.m.
Analytical restatement	(78)	(82)	(5.5)%
Contribution to Natixis' pre-tax profit	**217**	**110**	**x2.0**
Tax	(17)	(16)	+6.0%
Contribution to Natixis' net income	**201**	**94**	**x2.1**

2010 enabled the **Caisses d'Epargne** network to record an improved sales performance, in line with its strategic plan to "place clients at the heart of the company".

The network recorded particularly robust credit activity (growth of €17.7 billion in outstandings), across all markets. Mortgage outstandings recorded significant growth (+€10.3 billion) and consumer loans advanced 7.3% (representing an increase in outstandings of over €700 million). Specialized markets (companies, public sector, social economy, real estate professionals and social housing) also saw production growth enabling Caisses d'Epargne to confirm its major role in financing the local economy. In particular, it corroborates its leading position in the public sector.

Outstanding deposits grew by 2.5% to €335 billion. Individual savings are still mainly invested in demand deposits (up 4.3%); whereas financial savings mostly involve life insurance (average outstandings up 5.9%).

Banking services were driven by the launch of new service packages (Liberté, Futéo) and the new Izicarte card, which met with immediate success. Client trust also materialized in the form of changes to the cooperative shareholder base (+200,000) and in the number of active clients (+60,000).

From a financial standpoint, 2010 results enabled a return to levels seen prior to the financial crisis, despite the decline in the dividend of central institution BPCE.

Net revenues rose sharply over 2010 to €6,902 million (+9.1%), thanks to a high-quality sales performance and the very favorable rate curve configuration in the first half. It also reaped the rewards of its tactical growth driver plan through the mounting contribution of the Regional Development Bank to the network's net revenues.

Management expenses edged down 0.7% to €4,482 million, on the favorable effects of the decline in national IT expenses following the move to a single IT platform for all Caisses d'Epargne, and productivity gains achieved over the last two years. The operating ratio improved 6.4 percentage points to 64.9%.

Accordingly, **gross operating income** soared 33.6% to €2,420 million.

The **provision for credit losses** remained relatively stable (0.22% in customer volumes) despite a persistently fragile economic environment.

Net income in the Caisses d'Epargne network once again crossed the €1bn-mark (€1,227 million), enabling it to reinforce an already high level of capital.

4.1.4.8 Provision for credit losses (excluding GAPC)

The provision for credit losses (excluding GAPC) was -€321 million at December 31, 2010, which included -€351 million in individual risks and +€30 million for collective provisions.

OVERALL PROVISION FOR CREDIT LOSSES BY BUSINESS

(in millions of euros)	2010	2009
Corporate and Investment Banking	(203)	(1,385)
Investment Solutions	(24)	(32)
Specialized Financial Services	(53)	(47)
Financial Investments	(35)	(20)
Other	(6)	(4)
OVERALL PROVISION FOR CREDIT LOSSES	**(321)**	**(1,488)**

OVERALL PROVISION FOR CREDIT LOSSES: CIB BUSINESS BREAKDOWN

(in millions of euros)	2010	2009
Commercial Banking	4	(391)
Debt and Financing	(161)	(785)
Capital Markets	(13)	(105)
Miscellaneous	(33)	(104)
OVERALL PROVISION FOR CREDIT LOSSES FOR THE CIB BUSINESS	**(203)**	**(1,385)**

INDIVIDUAL PROVISION FOR CREDIT LOSSES: BY BUSINESS

(in millions of euros)	2010	2009
Corporate and Investment Banking	(240)	(1,046)
Investment Solutions	(24)	(32)
Specialized Financial Services	(53)	(47)
Financial Investments	(35)	(19)
Other	1	0
OVERALL PROVISION FOR CREDIT LOSSES	**(351)**	**(1,144)**

INDIVIDUAL PROVISION FOR CREDIT LOSSES: CIB BUSINESS BREAKDOWN

(in millions of euros)	2010	2009
Commercial Banking	(48)	(255)
Debt and Financing	(160)	(580)
Capital Markets	(12)	(103)
Miscellaneous	(20)	(108)
INDIVIDUAL PROVISION FOR CREDIT LOSSES FOR THE CIB BUSINESS	**(240)**	**(1,046)**

INDIVIDUAL PROVISION FOR CREDIT LOSSES: BY GEOGRAPHIC AREA

(in millions of euros)	2010	2009
Africa and the Middle East	(73)	(17)
Central and Latin America	(16)	(109)
North America	(26)	(190)
Asia-Pacific	(8)	(25)
Eastern Europe	(8)	(15)
Western Europe	(220)	(788)
OVERALL PROVISION FOR CREDIT LOSSES	**(351)**	**(1,144)**

4.1.5 REFINANCING

Against a chaotic European backdrop, Natixis refinanced its balance sheet with ease thanks to a diversification policy on the strength of its borrowings. Continued efforts throughout the year enabled a better balance between geographic areas, currencies and customer resources. Natixis, in particular, contributed to a better staggering of its current liabilities and thus responded to the new regulatory requirements of June 30, 2010. Moreover, 2010 marked the centralization of public refinancing with BPCE as the issuer. This major change enabled Natixis to capture part of the debt raised, thanks to a coordinated program with Groupe BPCE and in line with its needs.

Short-term refinancing

2010 saw significant volatility mainly due to regulatory changes and the sovereign debt crisis.

The first quarter, which was particularly liquid and in line with the second half of 2009, enabled the Group to extend its refinancing and prepare for the tightening of the regulatory liquidity ratio in France.

The sovereign debt crisis and regulatory changes applied to monetary policies in the US as of the second quarter prompted erratic behavior and investor defiance towards Europe.

French banks were relatively spared by these events.

Nonetheless, throughout the year, Natixis continued its diversification efforts, particularly towards its non-financial clientele and reinforced coordination within Groupe BPCE.

NATIXIS' SHORT-TERM DEBT ISSUANCE PROGRAM OUTSTANDINGS

(in millions of euros)	Certificates of Deposit	Commercial Paper
Amount of program	45,000	23,218
Volumes as at 12.31.2010	40,214	13,335

Medium- and long-term refinancing

In 2010, it raised a total euro-equivalent amount of 14.2 billion under its medium- and long-term debt issuance programs.

Being the Group's main issuer of public issuance, BPCE has provided Natixis with financing for a total euro-equivalent amount of 12 billion, €5.2 billion of which was via public issues.

Via its EMTN program, Natixis has raised the equivalent of €2.2 billion, exclusively in a structured form.

On January 1, 2010, Natixis received funds as part of the French government's regulatory capital support for French banks (SPPE) of €3.15 billion, in the form of Deeply Subordinated Perpetual Notes that BPCE subscribed to. In March, Natixis bought securities from this program for a total of €1 billion and simultaneously issued Deeply Subordinated Notes of €0.75 billion that BPCE subscribed to. In December, a new purchase was carried out for a total of €1.35 billion. Resources were replaced by medium-term senior refinancing granted by BPCE so that it has no effect on Natixis' current liquidity. At the end of the financial year, Natixis benefited from just €0.8 billion in resources granted through the SPPE program.

NATIXIS' MEDIUM- AND LONG-TERM DEBT ISSUANCE PROGRAM OUTSTANDINGS

(in millions of euros or euro equivalents)	EMTN	BMTN	USMTN	Bond issues
Issuance in 2010	1,291	322		1,276
Volumes as of 12.31.2010	21,345	2,650	22	9,124

(I) SENIOR DEBT CONTRACTED THROUGH ISSUANCE PROGRAMS

Natixis' MTN program includes a standard negative pledge. There are no covenants attached to Natixis' EMTN programs, either financial or linked to credit ratings.

The prepayment terms of the EMTN program contain a cross-default clause restricted to the issuer, with a trigger threshold of €50 million.

The terms and conditions of notes issued under the USCP framework (these notes are issued by Natixis US Finance Company, LLC and Natixis Commercial Paper Corp., with Natixis' guarantee), certificates of deposit (issued by Natixis and the Singapore branch), MTNs issued by Natixis Financial Products, ECPs, TCNs and Extendible Notes are not subject to any covenants.

(II) SENIOR DEBT OUTSIDE EXISTING PROGRAMS

Documentation of Natixis' senior debts (issued outside existing programs) also includes a standard negative pledge.

(III) SUBORDINATED DEBT

With respect to **Deeply Subordinated Notes**, Natixis carried out one issue in 2010, which BPCE entirely subscribed to and contracted outside existing programs:

€750,000,000 – issued on March 25, 2010 – fixed then floating rate; the issue prospectus allows for early redemption as of March 25, 2015 and at every subsequent interest payment date.

This note is subject to a number of covenants, in particular:

- non-payment (suspension) of the coupon at a due date under certain circumstances;
- reduction in the amount of accrued interest and the principal value of the issue in the case of certain events affecting the issuer's financial situation or certain ratios.

The subordination clause for this issue is set out below:

STATUS OF THE NOTES

"The Notes are Deeply Subordinated Notes of the Issuer issued pursuant to the provisions of Article L.228-97 of the French Commercial Code, as amended in particular by Law No. 2003-706 on financial securities dated August 1, 2003.

The proceeds of the issue of the Notes will be treated, for regulatory purposes, as consolidated *fonds propres de base* for the Issuer subject to the limits on the portion of the Issuer's *fonds propres de base* that may consist of hybrid securities in accordance with Applicable Banking Regulations (the "**Hybrid Securities Limit**") as interpreted by the SGCB. *Fonds propres de base* ("**Tier 1 Capital**") shall have the meaning given to it in Article 2 of *Règlement* No. 90-02 dated February 23, 1990, as amended, of the *Comité de la Réglementation Bancaire et Financière* (the "**CRBF Regulation**") or otherwise recognised as *fonds propres de base* by the SGCB. The CRBF Regulation should be read in conjunction with the press release of the Bank for International Settlements dated October 27, 1998 concerning instruments eligible for inclusion in Tier 1 Capital (the "**BIS Press Release**").

The principal and interest on the Notes (which constitute *obligations* under French law) are direct, unconditional, unsecured, undated and Deeply Subordinated Obligations of the Issuer and will rank *pari passu* among themselves and with all other present and future Support Agreement Claims and Deeply Subordinated Obligations, but shall be subordinated to the present and future *prêts participatifs* granted to the Issuer and present and future *titres participatifs* issued by the Issuer, Ordinarily Subordinated Obligations and Unsubordinated Obligations of the Issuer.

In the event of liquidation of the Issuer, the notes shall rank in priority to any payments to any classes of share capital and any other equity securities issued by the Issuer.

There will be no limitations on issuing debt, at the level of the Issuer or of any consolidated subsidiaries. There is no negative pledge in respect of the Notes."

4.1.6 POST CLOSING EVENTS

Refer to Note 14 "post closing events" in Chapter 4.2 Consolidated financial statement and notes.

4.1.7 INFORMATION CONCERNING THE NATIXIS PARENT COMPANY

4.1.7.1 Natixis' parent company income statement

In 2010, net revenues increased €694 million, reaching €2,577 million.

Excluding depreciation/amortization of assets, operating expenses dropped €30 million. When depreciation/amortization on assets is added back in, the drop in operating expenses reaches €151 million.

Gross operating income stood at €586 million.

Provisions for risk for fiscal year 2010 (-€84 million) dropped markedly compared with 2009 (-€1,556 million).

Gains or losses on fixed assets were negative at -€322 million.

Net income was €285 million versus a loss of €2,046 million in 2009.

As of December 31, 2010, the balance sheet totalled €331,134 million, up from €319,879 million as of December 31, 2009.

4.1.7.2 Proposed allocation of earnings

Natixis' financial statements as of December 31, 2010 show net income of €284,641,699.57.

The third resolution that will be put before the General Shareholders' Meeting on May 26, 2011 proposes to:

- allocate, to the relevant amount of -€100,632,051.21, part of 2010 net income in order to clear the negative retained earnings balance,
- allocate the distributable profits after subtracting €184,009,648.36 as follows:
  - charge, to the legal reserve of 5% of the fiscal year's profits, i.e. €9,200,482.42,
  - dividend allocation of €174,809,165.94 ;
- subtract from the issue premiums an amount of €494,062,503.45;
- allowing for an overall dividend of €668,871,669.39, i.e. €0.23 per Natixis share.

4.1.7.3 Payment terms

In accordance with 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:

UNPAID SUPPLIER INVOICES AS OF DECEMBER 31, 2010 AND DECEMBER 31, 2009

Due dates after December 31	Weighting as a % 12.31.2010	Weighting as a % 12.31.2009
Less than 2 months	59.8%	75.8%
Between 2 and 4 months	15.7%	17.4%
Between 4 and 6 months	4.0%	2.9%
Beyond 6 months	20.5%	3.9%
TOTAL	**100%**	**100%**

ANNEX TO 4.1.3 – CONSOLIDATED RESULTS

In the management presentation, the net income from workout portfolio (GAPC), results from discontinued operations and net restructuring costs were placed 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 reclassification and consolidated net income.

1 – MANAGEMENT RESULTS RECLASSIFIED AS CONSOLIDATED RESULTS IN 2010

(in millions of euros)	2010 management	GAPC	Discontinued activities	Restructuring costs	Consolidated 2010
Net revenues	**6,520**	**(145)**	**0**	**0**	**6,375**
Expenses	(4,402)	(182)	0	(93)	(4,678)
Gross operating income	**2,118**	**(327)**	**0**	**(93)**	**1,697**
Provisions for credit losses	(321)	146	0	0	(176)
Operating income	**1,796**	**(182)**	**0**	**(93)**	**1,521**
Associates	500	0	0	0	500
Gain or loss on other assets	(24)	0	(9)	(6)	(39)
Change in value of goodwill	0	0	0	0	(0)
Pre-tax profit	**2,272**	**(182)**	**(9)**	**(99)**	**1,981**
Tax	(296)	55	0	29	(213)
Minority interests	(36)	0	0	0	(36)
Net income (group share), excl. discontinued operations and restructuring costs	**1,940**	**(127)**	**(9)**	**(71)**	**1,732**
GAPC net income (loss)	(127)				-
Net income from discontinued operations	(9)				-
Net restructuring costs	(71)				-
NET INCOME (GROUP SHARE)	**1,732**				**1,732**

2 -MANAGEMENT RESULTS RECLASSIFIED AS CONSOLIDATED RESULTS IN 2009

(in millions of euros)	2009 management	GAPC	Discontinued Activities	Restructuring costs	2009 pro forma	Change in DSS standard	Consolidated 2009
Net revenues	**5,938**	**(1,782)**	**104**	**(0)**	**4,259**	**(477)**	**3,782**
Expenses	(4,243)	(167)	(67)	(231)	(4,708)		(4,708)
Gross operating income	**1,695**	**(1,950)**	**36**	**(231)**	**(449)**	**(477)**	**(926)**
Provision for credit losses	(1,488)	(913)	(1)	0	(2,402)		(2,402)
Operating income	**207**	**(2,863)**	**36**	**(231)**	**(2,851)**	**(477)**	**(3,328)**
Associates	425	0	0	0	425		425
Gain or loss on other assets	4	0	(31)	(0)	(28)		(28)
Change in value of goodwill	(9)	0	0	0	(9)		(9)
Pre-tax profit	**627**	**(2,863)**	**5**	**(231)**	**(2,462)**	**(477)**	**(2,939)**
Tax	632	430	(11)	78	1,129	159	1,288
Minority interests	(55)	0	(0)	0	(55)		(55)
Net income (group share), excl. discontinued operations and restructuring costs	**1,204**	**(2,433)**	**(6)**	**(153)**	**(1,388)**	**(318)**	**(1,707)**
GAPC net income (loss)	(2,433)				-		-
Net income from discontinued operations	(6)				-		-
Net restructuring costs	(153)				-		-
NET INCOME (GROUP SHARE)	**(1,388)**				**(1,388)**		**(1,707)**

4.2 Consolidated financial statements and notes

CONSOLIDATED BALANCE SHEET ASSETS

(in millions of euros)	Note	12.31.2010	12.31.2009
Cash and balances with central banks		12,167	3,514
Financial assets at fair value through profit and loss	*6.1*	161,208	181,226
Hedging derivatives	*6.2*	1,432	2,341
Available-for-sale financial assets	*6.3*	33,938	31,496
Loans and receivables to banks	*6.4*	68,063	68,677
o/w institutional operations			
Customer loans and receivables	*6.4*	128,049	105,903
o/w institutional operations		*645*	*512*
Revaluation adjustments on portfolios hedged against interest rate risk			
Held-to-maturity financial assets	*6.5*	5,032	5,485
Current tax assets		222	396
Deferred tax assets	*6.7*	3,361	3,073
Accruals and other assets	*6.8*	28,376	31,922
Non-current assets held for sale		43	472
Investments in associates		10,948	9,893
Investment property	*6.9*	1,016	916
Property, plant & equipment	*6.9*	705	551
Intangible assets	*6.9*	718	718
Goodwill	*6.11*	2,731	2,635
TOTAL ASSETS		**458,009**	**449,218**

CONSOLIDATED BALANCE SHEET LIABILITIES AND SHAREHOLDERS' EQUITY

(in millions of euros)	Note	12.31.2010	12.31.2009
Due to central banks		488	212
Financial liabilities at fair value through profit and loss	*6.1*	158,856	181,531
Hedging derivatives	*6.2*	1,573	629
Due to banks	*6.12*	106,616	95,510
o/w institutional operations		*46*	*55*
Customer deposits	*6.12*	59,873	42,545
o/w institutional operations		*854*	*743*
Debt securities	*6.13*	38,219	41,280
Revaluation adjustments on portfolios hedged against interest rate risk		231	179
Current tax liabilities		371	417
Deferred tax liabilities	*6.7*	312	275
Accruals and other liabilities	*6.8*	21,515	18,784
o/w institutional operations		*3*	*3*
Liabilities associated with non-current assets held for sale			357
Insurance companies' technical reserves	*6.14*	39,913	36,568
Provisions for impairment	*6.15*	1,229	1,382
Subordinated debt	*6.16 and 6.17*	7,447	8,140
Equity group share		20,931	20,918
- Share capital and reserves		10,037	12,081
- Consolidated reserves		10,194	12,176
- Gains and losses recorded directly in equity		(1,033)	(1,631)
- Net income/(loss)		1,732	(1,707)
Minority interests		436	490
TOTAL LIABILITIES		**458,009**	**449,218**

CONSOLIDATED INCOME STATEMENT

(in millions of euros)	Note	12.31.2010	12.31.2009
Interest and similar income	7.1	6,833	8,385
Interest and similar expenses	7.1	(3,769)	(5,509)
Fee and commission income	7.2	3,584	3,440
Fee and commission expense	7.2	(1,441)	(1,455)
Net gains or losses on financial instruments at fair value through profit and loss	7.3	1,184	(1,108)
Net gains or losses on available-for-sale financial assets	7.4	(43)	(306)
Income from other activities	7.5	5,599	6,536
Expenses from other activities	7.5	(5,572)	(6,201)
Net revenues		**6,375**	**3,782**
General operating expenses	7.6	(4,452)	(4,502)
Depreciation, amortization and impairment property, plant and equipment and intangible assets		(225)	(206)
Gross operating income		**1,697**	**(926)**
Provision for credit losses	7.7	(176)	(2,402)
Net operating income		**1,521**	**(3 328)**
Share in income from associates	7.8	500	425
Gains or losses on other assets	7.9	(39)	(28)
Change in value of goodwill		(0)	(9)
Income before tax		**1,981**	**(2,940)**
Income tax	7.10	(213)	1,288
Net income/(loss) from discontinued operations			
Net income/(loss) for the period		**1,769**	**(1,652)**
of which:			
• Attributable to equity holders of the parent		1,732	(1,707)
• Attributable to minority interests		36	55
Earnings/(loss) per share			
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	0.47	(0.60)
Diluted earnings/(loss) per share			
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	0.46	(0.60)

STATEMENT OF NET INCOME/(LOSS), GAINS AND LOSSES RECORDED DIRECTLY IN EQUITY

(in millions of euros)	Note	12.31.2010	12.31.2009
Translation differences	*8.1*	327	16
Revaluation of available-for-sale financial assets	*8.1*	94	614
Revaluation of hedging derivatives	*8.1*	146	(42)
Share of gains or losses from equity affiliates recorded directly in equity	*8.1*	35	(215)
Tax	*8.2*	(1)	(14)
Total gains and losses recorded directly in equity		**601**	**358**
NET INCOME/(LOSS)		**1,769**	**(1,652)**
Net income/(loss) and gains and losses recorded directly in equity		**2,370**	**(1,294)**
o/w group share		2,331	(1,370)
o/w minority interests share		39	76

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	Share capital and reserves				
(in millions of euros)	Capital	Reserves related to share capital [(a)]	Shareholder advances [(b)]	Other equity instruments issued (c)	Elimination of treasury stock
Equity as of January 1, 2009	**4,653**	**7,428**			**(112)**
Capital increase					
Shareholder advances			500		
Interest paid on shareholder advances					
Elimination of treasury shares					93
Equity component of share-based payment plans					
2008 dividend paid in 2009					
Total activity related to relations with shareholders			**500**		**93**
Issuance of Deeply Subordinated Notes and preference shares				6,221	
Interest paid on Deeply Subordinated Notes and preference shares					
Change in gains and losses recorded directly in equity					
Income/(loss) as of December 31, 2009					
Impact of acquisitions and disposals					
Other					
Equity as of December 31, 2009	**4,653**	**7,428**	**500**	**6,221**	**(19)**
Appropriation of 2009 income		(2,046)			
Equity as of December 31, 2009 after appropriation of income	**4,653**	**5,382**	**500**	**6,221**	**(19)**
Shareholder advances			(500)		
Interest paid on shareholder advances					
Elimination of treasury shares					11
Equity component of share-based					
payment plans					
2009 dividend paid in 2010					
Total activity related to relations with shareholders			(500)		11
Issuance and redemptions of Deeply Subordinated Notes and preference shares				(1,582)	
Interest paid on Deeply Subordinated Notes and preference shares				(12)	
Change in gains and losses recorded directly in equity					
Income/(loss) as of December 31, 2010					
Impact of acquisitions and disposals [(d)]					
Others					
Equity as of December 31, 2010	**4,653**	**5,382**		**4,628**	**(8)**

(a) Issue premiums, legal reserve, contractual reserves, long-term capital gains reserve and other Natixis reserves.

(b) Shareholder advances: see Note 12 "Capital Management".

(c) Other equity instruments issued: refers to the undated Deeply Subordinated Notes and preference shares that were reclassified as equity instruments at December 31, 2009 (see Note 5.16).

(d) In accordance with the accounting principles presented in Note 2:

- *additional goodwill related to buyback commitments granted to the minority shareholders of fully consolidated subsidiaries and buybacks of minority interests subsequent to the exclusive takeover are booked to equity;*
- *income from minority interests held by shareholders with the option to sell their shares to Natixis is booked to consolidated reserves (group share).*

Retained earnings	Gains/losses recorded directly in equity						
Retained earnings	**Translation differences**	**Available for-sale assets**	**Hedging derivatives**	**Net income (group share)**	**Equity group share**	**Equity attrbutable to minority interests**	**Total consolidated equity**
5,551	**(266)**	**(1,247)**	**(456)**		**15,552**	**736**	**16,288**
						14	14
					500		500
(25)					(25)		(25)
(30)					63		63
18					18		18
						(79)	(79)
(37)					**556**	**(65)**	**491**
					6,221		6,221
	(3)	384	(44)		337	21	358
				(1,707)	(1,707)	55	(1,652)
						(256)	(256)
(40)					(40)	(1)	(41)
5,474	**(269)**	**(863)**	**(500)**	**(1,707)**	**20,918**	**490**	**21,409**
339				1,707			
5,813	**(269)**	**(863)**	**(500)**		**20,918**	**490**	**21,409**
					(500)		(500)
(22)					(22)		(22)
4					15		15
20					20		20
						(19)	**(19)**
2					(488)	(19)	(506)
(25)					(1,607)		(1,607)
(376)					(388)		(388)
	327	117	155		599	2	601
				1,732	1,732	36	1,769
(92)					(92)	(74)	(166)
254					254	0	255
5,576	**58**	**(746)**	**(345)**	**1,732**	**20,931**	**436**	**21,368**

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 financial assets held to maturity 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, property plant and equipment 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)	12.31.2010	12.31.2009
Income/(loss) before tax	**1,981**	**(2,940)**
+/- Net charge to depreciation and amortization of property, plant and equipment and intangible assets	265	251
+/- Writedown of goodwill and other non-current assets	5	17
+/- Net charge to other provisions (including insurance companies' technical reserves)	3,397	4,026
+/- Share of income of equity affiliates	(500)	(425)
+/- Net loss/(gain) on investing operations	(400)	(454)
+/- Net loss/(gain) on financing operations	216	83
+/- Other activity	476	(8,985)
= Total non-cash items included in income/(loss) before tax and other adjustments	***3,459***	***(5,487)***
+/- Decrease/(increase) in interbank and money market items	8,163	(4,335)
+/- Decrease/(increase) in customer items	(125)	(4,827)
+/- Decrease/(increase) in financial assets or liabilities	(2,524)	18,783
+/- Decrease/(increase) in non financial assets or liabilities	1,287	911
-income taxes paid	(225)	(15)
= Net decrease/(increase) in operating assets and liabilities	***6,576***	***10,517***
Net cash provided/(used) by operating activities	**12,016**	**2,090**
+/- Decrease/(increase) in financial assets and investments in associates [(a)]	1,082	1,262
+/- Decrease/(increase) in investment property	(14)	48
+/- Decrease/(increase) in property, plant and equipment and intangible assets	(325)	(247)
Net cash provided/(used) by investing operations	**743**	**1,063**
+/- Cash received from/(paid to) shareholders	(19)	(28)
+/- Other cash provided/(used) by financing operations [(b)]	(3,520)	1,131
Net cash provided/(used) by financing operations	**(3,539)**	**1,103**
Impact of exchange rate changes on cash and cash equivalents	**(24)**	**(2)**
Net increase/(decrease) in cash and cash equivalents	**9,196**	**4,254**
Net cash provided/(used) by operating operations	12,016	2,090
Net cash provided/(used) by investing operations	743	1,063
Net cash provided/(used) by financing operations	(3,539)	1,103
Impact of exchange rate changes on cash and cash equivalents	(24)	(2)
Cash and cash equivalents at beginning of period	**(3,056)**	**(7,310)**
Cash and balances with central banks	3,308	928
Interbank balances	(6,364)	(8,238)
Cash and cash equivalents at end of period	**6,140**	**(3,056)**
Cash and balances with central banks	11,679	3,308
Interbank balances	(5,539)	(6,364)
CHANGE IN CASH AND CASH EQUIVALENTS	**9,196**	**4,254**

(a) Decrease/(increase) in financial assets and investments in affiliates, including in particular:
- *flows related to assets held to maturity (+€729 million);*
- *flows related to investments in consolidated affiliates (+€326 million, including the acquisition of Cicobail for -€182 million, GCE Paiement for -€31 million, buybacks of minority interests for -€41 million, and the disposal of the Private Equity entities to Axa Private Equity for +€502 million);*
- *flows related to affiliates accounted for by the equity method (-€210 million, including the increase in the subscriptions for BP and CEP corporate investment certificates for -€405 million and dividend payments received for +€176 million).*

(b) Flows from financing activities can be broken down as follows:
- *repayment of the shareholder advance (-€500 million);*
- *redemption of Deeply Subordinated Notes (-€2,350 million) and issue of new Deeply Subordinated Notes (+€750 million) (see Note 12.3.1);*
- *interest paid related to Deeply Subordinated Notes (-€366 million) and interest paid related to shareholder advance (-€22 million);*
- *flows related to subordinated debts (-€1,029 million).*

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AND NOTES

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, 2010 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 the related IFRIC interpretations adopted by the European Union as at December 31, 2010.

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 sharholders' equity, cash flow statement and notes to the financial statements.

The financial statements presented for comparative purposes were published by Natixis in the 2009 registration document filed with the French securities regulator (Autorité des Marchés Financiers – AMF) on April 30, 2010.

In accordance with European regulation 809/2004 relating to information contained in prospectuses, the financial statements for the year ended December 31, 2008 that were published in the 2008 registration document filed with the AMF on April 7, 2009 are incorporated for reference into this registration document.

STANDARDS AND INTERPRETATIONS APPLICABLE SINCE JANUARY 1, 2010

The following standards, amendments and interpretations were applicable for the first time as of January 1, 2010:

- the revised IFRS 3 ("Business combinations") and IAS 27 ("Consolidated and separate financial statements") adopted by the European Commission on June 3, 2009 and subject to mandatory application on a prospective basis to transactions occurring after the start of the first accounting period beginning on or after July 1, 2009. These revised standards modify the accounting treatment of business acquisitions and disposals.

  According to the new provisions of IAS 27 (revised), changes in percentages of equity investments in exclusively-controlled entities are booked directly to consolidated reserves (group share):

  - in the event of an increase in the percentage of an equity investment, the difference between the purchase price and the share of net assets acquired is booked to consolidated reserves (group share),
  - in the event of a decrease in the percentage of an equity investment, the difference between the selling price and the carrying value of the minority interests is booked to consolidated reserves (group share).

  According to the provisions of IFRS 3 (revised), business combinations are recorded using the purchase method. This method consists in comparing, at the purchase date, the sum of:

  - the amount paid in respect of the business combination,
  - the fair value of the equity investment previously held by Natixis, and
  - the value of the minority interests;

  with the fair value of the assets acquired and liabilities assumed in the acquired entity. The difference is the goodwill associated with the business combination. This goodwill is directly recognized through profit or loss if it is negative and is recorded under "Goodwill" on the asset side of the consolidated balance sheet if it is positive.

  The value of minority interests is determined, at the entity's discretion, based on (i) their share in the net assets acquired (partial goodwill method) or (ii) their fair value at the purchase date (full goodwill method). This choice is made for each transaction;
- IFRS 1, as revised ("First-time adoption of international financial reporting standards"), adopted by the European Commission on November 25, 2009. This revision reorganises the structure of the standard to make it easier to use. It will have no impact on Natixis' financial statements;
- amendment to IFRS 1 entitled "Additional exemptions for first-time adopters" adopted by the European Commission on June 23, 2010. This amendment concerns entities applying IFRS for the first time as from January 1, 2010. It will therefore have no impact on Natixis' consolidated financial statements;
- amendment to IFRS 5, under the annual IFRS improvements project, adopted by the European Commission on January 23, 2009. This amendment has not had any impact on Natixis' financial statements;
- amendment to IAS 39 entitled "Eligible hedged items", adopted by the European Commission on September 15, 2009. This amendment clarifies the application of hedge accounting to the inflation component of financial instruments and option contracts, where they are used as hedging instruments. These amendments have not had any impact on Natixis' consolidated financial statements;

(1) *All of the standards adopted by the European Union are available from the European Commission's website, at:http://ec.europa.eu/internal_market/accounting/ias_fr.htm#adopted-commission.*

- amendments to IFRS 2 ("Share-based payment"), adopted by the European Commission on March 23, 2010. These amendments address Group cash-settled share-based payments. Specifically, they clarify a subsidiary's accounting treatment of share-based payments in its own financial statements, where the settlement is carried out by another Group entity. These amendments have not had any impact on the accounting treatment of Natixis' share-based payment plans;
- the amendment entitled "Improvements to IFRSs", adopted by the European Commission on March 23, 2010. This amendment is part of the annual improvements project aimed at simplifying and clarifying International Financial Reporting Standards. Most of the changes are clarifications or corrections to standards or modifications made necessary by previous changes to IFRS. The following standards and interpretations have been modified: IFRS 2 ("Share-based payment"), IFRS 5 ("Non-current assets held for sale and discontinued operations"), IFRS 8 ("Operating segments"), IAS 1 ("Presentation of financial statements"), IAS 7 ("Statement of cash flows"), IAS 17 ("Leases"), IAS 36 ("Impairment of assets"), IAS 38 ("Intangible assets"), IAS 39 ("Financial instruments: recognition and measurement"), IFRIC 9 ("Reassessment of embedded derivatives") and IFRIC 16 ("Hedges of a net investment in a foreign operation"). These amendments have not had any impact on Natixis' financial statements;
- IFRIC 12 ("Service concession arrangements"), adopted by the European Commission on March 25, 2009. This interpretation clarifies the accounting treatment of public-private service concession arrangements by contracting bodies. It does not apply to Natixis' operations and hence has no impact on its financial statements;
- IFRIC 15 ("Agreements for the construction of real estate"), adopted by the European Commission on July 22, 2009. This interpretation does not apply to Natixis' operations and hence has no impact on its financial statements;
- IFRIC 16 ("Hedges of a net investment in a foreign operation"), adopted by the European Commission on June 4, 2009. IFRIC 16 clarifies how IAS 21 and IAS 39 should be applied when an entity hedges the foreign exchange risk arising from its investments in a foreign operation. This interpretation has not had any impact on Natixis' consolidated financial statements;
- IFRIC 17 ("Distributions of non-cash assets to owners"), adopted by the European Commission on November 26, 2009. IFRIC 17 clarifies the accounting treatment of dividends paid in assets other than cash. This interpretation has not had any impact on Natixis' consolidated financial statements;
- IFRIC 18 ("Transfers of assets from customers"), adopted by the European Commission on November 27, 2009. IFRIC 18 makes it possible to determine in what situations and conditions the revenues corresponding to a contractual asset transfer by a customer should be recorded. This interpretation does not apply to Natixis' operations and hence has no impact on its financial statements.

STANDARDS, AMENDMENTS AND INTERPRETATIONS ADOPTED BY THE EUROPEAN UNION AS AT DECEMBER 31, 2010, BUT NOT EARLY ADOPTED IN THE 2010 CONSOLIDATED FINANCIAL STATEMENTS

Natixis did not early adopt the following standards, interpretations and amendments adopted by the European Union at December 31, 2010:

- amendment to IAS 32 on the "Classification of rights issues", adopted by the European Commission on December 23, 2009 and subject to mandatory application for annual accounting periods beginning on or after February 1, 2010. This amendment modifies the accounting treatment of subscription rights issued in a currency other than the issuer's functional currency. When certain conditions are met, these rights will no longer be recorded as derivatives but as equity instruments. This amendment should have no impact on Natixis' consolidated financial statements;
- amendment to IFRS 1 ("Limited exemption from capital comparative IFRS 7 'Disclosures for first-time adopters'"), adopted by the European Commission on June 30, 2010 and subject to mandatory application for accounting periods beginning on or after July 1, 2010. This amendment exempts first-time adopters of IFRS from the obligation to make the additional disclosures stipulated by the amendments published in March 2009, entitled "Amendments to IFRS 7 - Financial Instruments: Disclosures – Issued on March 9, 2009". This amendment should not have any impact on Natixis' financial statements;
- IAS 24, as revised ("Related party disclosures"), adopted by the European Commission on July 19, 2010 and subject to mandatory application for annual accounting periods beginning on or after January 1, 2011. The changes implemented by the revised standard mainly include simplifications of the provisions concerning disclosures on entities related to government administrations and a clarification of the definition of a related party. This amendment should not have any impact on Natixis' financial statements;
- amendment to IFRIC 14 entitled "Prepayments of a minimum funding requirement", adopted by the European Commission on July 19, 2010. According to the changes made to IFRIC 14, when an employee savings scheme requires minimum contributions, such prepayments must be booked to assets, as must any other prepayments. This amendment is subject to mandatory application for accounting periods beginning on or after January 1, 2011. This amendment will not have any impact on Natixis' financial statements;
- IFRIC 19 ("Extinguishing financial iabilities with equity instruments"), adopted by the European Commission on July 23, 2010 and subject to mandatory application for annual accounting periods beginning on or after July 1, 2010. This interpretation clarifies the accounting treatment, on the debtor's books, of transactions carried out for the purpose of extinguishing financial liabilities with equity instruments. This interpretation should not have any impact on Natixis' financial statements.

In addition, in drawing up the consolidated financial statements as at December 31, 2010, Natixis also took into account:

- with regard to the valuation of financial instruments, the recommendation published on October 15, 2008 by the AMF, the French National Accounting Board (Conseil National de la Comptabilité), the French Banking Commission (Commission bancaire) and the French insurance regulator (Autorité de Contrôle des Assurances et des Mutuelles – ACAM), 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, 2010, Natixis does not systematically apply models using observable data, as with previous texts, 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 French Banking Commission 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 3.7 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, 2010 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 Scope of consolidation

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. Three relationships of control are identified under IFRS: 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 minority 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 minority 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 entries into scope in 2010.

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 between 20% and 50%-owned do not have to be accounted for using the equity method 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.

Ownership of the Banques Populaires and Caisses d'Epargne Cooperative Investment Certificates (CCIs), representing 20% of the share capital of each entity, gives Natixis significant influence over the Banques Populaires and Caisses d'Epargne banks. The financial statements of these entities are therefore accounted for using the equity method in Natixis' consolidated financial statements.

Since the Banques Populaires CCIs and the Caisses d'Epargne CCIs do not carry any voting rights, Natixis' significant influence over the issuers results from (i) de jure influence arising from its involvement in the operational and financial management of the Banques Populaires and Caisses d'Epargne networks, and (ii) de facto influence deriving from operational and technical cooperation by the Banques Populaires and Caisses d'Epargne banks with Natixis.

Natixis' significant de jure influence over the Banques Populaires and Caisses d'Epargne banks derives 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 Banque Populaire and Caisse d'Epargne:

- participation in certain Committees of Groupe BPCE;
- right regarding certain decisions made within BPCE (Natixis' opinion must be sought and Natixis must be consulted in its capacity as a non-voting member; rights to a second deliberation regarding certain matters);
- right to receive information (information relating to the CCIs);
- delegation of powers concerning the risk management function (definition of risk standards and risk assessment methods).

Natixis and the Banques Populaires banks have also agreed to maintain any existing industry and commercial relationships for a minimum period of 10 years as from the subscription date for the Banques Populaires CCIs:

- provision of IT infrastructure;
- supply of industry services (custodial services, payment systems, operational management of foreign currency accounting);
- design and management of customer products on behalf of the Banques Populaires (asset management, insurance products, factoring, lease financing, financial engineering, expansion capital, employee benefits planning, international operations, credit insurance and business information).

Lastly, Natixis and the Caisses d'Epargne banks have agreed to maintain, for a minimum period of 10 years as from the date of the contributions, any industry and commercial relations existing in the following areas:

- custody;
- design and management of customer products (asset management, revolving credit facilities, guarantee insurance for borrowers, factoring and non-real estate lease financing, financial engineering and capital market products, local authority financing and debt management);
- securities and derivatives brokerage.

2.3 Institutional operations

NATIXIS

In accordance with Article 116 of the amended finance law for 2005 (no. 2005-1720 of December 30, 2005) and the agreement signed with the French State on December 28, 2006, amended by amendment number 1 of April 16, 2010 and amendment number 2 of December 10, 2010, 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 and the stabilization of export credit rates. 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 a separate line of the balance sheet under each of the headings concerned with operations for which the management has been delegated to Natixis by the State.

Fees received and loans outstanding in connection with institutional operations are not material. Accordingly, these items were not restated at amortized cost. Operations other than financing where Natixis acts as an intermediary on behalf of the French State, have been accounted for using the previous treatment in the financial statements under IFRS.

COFACE

Revenues derived from the management of public procedures represent the fees paid by the French State. These fees are set out in a financial agreement between the State and Coface.

A financial agreement was signed on June 9, 2008 covering a four-year period (2007 to 2010). This agreement was subject to an amendment, signed on October 8, 2009, covering the period from January 1, 2009 to December 31, 2010, and a new financial agreement is currently under negotiation.

€62 million was booked for 2010, versus €64 million in 2009. This decline is not attributable to a decrease in business, but rather to a 2009 comparison base effect, which included a catch-up effect in relation to 2008.

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 differences" 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 differences 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, prior to revision, for business combinations having taken place before January 1, 2010, with the exception of those having taken place before January 1, 2004. On its first-time application of IFRS, Natixis elected to use the option available under IFRS 1 for first-time adopters, i.e. not to retrospectively restate business combinations carried out prior to January 1, 2004 in accordance with the provisions of IFRS 3;
- IFRS 3, as revised (IFRS 3R), for business combinations carried out after January 1, 2010. IFRS 3R is subject to retrospective application for business combinations for which the purchase date was on or after the implementation 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 minority 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 minority 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 minority 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 minority 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 minority 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. 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 corporate and investment banking and services subsidiaries;
- a portion of the Cooperative Investment Certificates (CCIs) conferring entitlement to the share capital of the Caisses d'Epargne banks.

The contribution values used for consolidation purposes in respect of both categories of assets are the carrying amounts of these assets in the CNCE's 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 Banques Populaires 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 Caisses d'Epargne CCIs (€190 million) and the Banques Populaires CCIs (€36 million).

At December 31, 2007, goodwill arising on the CCIs had been definitively allocated to the following valuation adjustments:

- valuation adjustments on Banques Populaires land and buildings in the amount of €102 million (Banques Populaires CCIs);
- valuation adjustments on Caisses d'Epargne land and buildings in the amount of €47 million (Caisses 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).

OTHER GOODWILL

In 2010, goodwill increased by €9 million, excluding translation losses of €87 million and write-down losses.

The main changes are described below:

Acquisitions

- Natixis Asset Management's acquisition of 50% of H2O and 51% of OSSIAM led to the recognition of goodwill in the amount of €10.7 million (determined with the partial goodwill method) and €4.2 million (determined with the full goodwill method), respectively.
- The acquisition of 75% of Brazilian subsidiary Seguradora Brasileira, previously not considered to be a material entity within the consolidated scope, generated goodwill of €1.2 million (determined with the partial goodwill method).
- An additional price consideration on TKB and the exercise of a put option by Business Data's minority shareholders added €3 million to goodwill.

Disposals

- The sale of 100% of subsidiary Antéis owned by BP 1818 resulted in a decrease of €0.5 million in goodwill.
- The non-exercise of the call on the minority interests in Coface Finance A/S Danmark for €5.9 million, combined with a business disposal (civil claims) by Coface Services for €2.1 million, resulted in an €8 million decrease in goodwill.

IMPAIRMENT TESTS

Methodology and results of impairment tests

All items of goodwill are impairment tested based on the value in use of the cash-generating units (CGUs) to which they have been allocated.

Changes to the operational structure of Natixis' businesses in 2009 and 2010, described in Note 9, called for modifications to the composition of the CGUs, and consequently a reallocation of goodwill.

Value in use is determined principally by discounting the expected future cash flows from the CGU on the basis of the medium-term business plans drawn up by Natixis. However, for the Private Equity business *(see Note 9.4)*, value in use is calculated based on net assets, since all assets in these entities are recorded at fair value.

The following assumptions have been used:

- estimated future cash flows: forecast data covering the next 5 years drawn from Natixis' medium-term business plans, established in conjunction with the businesses. These assumptions are underpinned by external information sources published by the Economic Research Department;
- perpetual growth rate: 2.5%, except for Coface (2%);
- discount rate: use of a specific rate for each CGU: 9.6% for Investment Solutions, 10.2% for Specialized Financial Services, 10.0% for Coface and 10.7% for Corporate and Investment Banking.

No writedown was recognized as a result of these tests.

Nor would any writedown have been recognized if the discount rate had been 1% higher or the perpetual growth rate 1% lower in each of Natixis' core businesses (Corporate and Investment Banking, Investment Solutions and Specialized Financial Services).

Note that Natixis impaired goodwill allocated to the CIB business and the GAPC portfolio at the end of 2008, and the Private Equity goodwill at the end of 2009.

2.6 Dilutive/accretive impact resulting from ownership of the CCIs issued by the Caisses d'Epargne and Banques Populaire

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).

The difference in dividend entitlements is recognized in the financial year in which it arises.

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 minority 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 minority interests subject to put options are presented in "Net income for the period – portion attributable to minority 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.

On July 28, 2009, Natixis signed an agreement to sell its Natixis Algérie subsidiary to Banque Fédérale des Banques Populaires. However, this disposal was subject to the approval of the Algerian regulatory authorities. In accordance with IFRS 5 "Non-current assets held for sale and discontinued operations", Natixis continued to show Natixis Algérie as fully consolidated in the consolidated statements for the year ended December 31, 2009 and grouped Natixis Algérie's assets and liabilities in two separate places on the balance sheet: "Non-current Assets Held for Sale" and "Non-current Liabilities Held for Sale".

Because Natixis had not obtained the necessary approval for the deal at December 31, 2010, Natixis Algérie's assets and liabilities are no longer presented in two separate places on the balance sheet.

The write-back of the depreciation on Natixis Algérie's fixed assets did not have a material impact on Natixis' income statement at December 31, 2010.

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 and Natixis Assurance 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.

Mathematical reserves for investment contracts correspond to the surrender value of the contract.

Technical reserves for provident insurance policies are calculated using regulatory discount rates and mortality tables. Incapacity and disability risks are calculated using BCAC tables for provident insurance and experience tables for borrower insurance.

Loss reserves for provident insurance contracts correspond to the estimated cost of loss claims and are not discounted.

A liability adequacy test is carried out in accordance with IFRS 4 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 valuation model of discounted future cash flows.

In accordance with IFRS 4, insurance and investment policies with a discretionary participation feature (life insurance) give rise to the recognition of a deferred participation asset or liability to offset the difference in value between assets and liabilities (shadow accounting).

The deferred participation asset or liability is equal to the portion of unrealized gains and losses on investments carried in assets, payable to policyholders pursuant to their insurance contracts or arising on consolidation adjustments. The rate is calculated on the basis of the average participation rate of policyholders recognized in the individual financial statements under contractual rules (average contractual participation rate for each product weighted by the value of the investments on the calculation date). This rate was around 92% at December 31, 2010 (virtually unchanged from 2009).

Deferred participation 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 participation asset and liability is recognized:

- in equity when it relates to changes in the value of assets classified as "available-for-sale";
- 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 "Assets available-for-sale":

(in millions of euros)	2010	2009
Total net deferred participation asset	0	0
Total net deferred participation liability	105	485

A deferred participation liability was recognized on December 31, 2009 as a result of unrealized capital gains that may be attributed to policyholder contracts.

The change in the deferred participation liability from 2009 to 2010 can be attributed to the increase in credit spreads on debt instruments and the decrease in the liability risk provision cancelled in the consolidated financial statements.

NOTE 3 CONSOLIDATION SCOPE

3.1 Key events

The following key legal operations were carried out in 2010, within the framework of the Company's new strategic directions:

MERGER OF NATIXIS' AND BPCE'S PAYMENT INSTRUMENTS ACTIVITIES

The merger of Natixis subsidiary Natixis Paiements with BPCE subsidiary GCE Paiements on September 1, 2010 gave rise to the creation of a single payment operator at Groupe BPCE level, wholly-owned by Natixis. The new operator's business will be centered on activities related to payment processes servicing the Groupe BPCE networks and an external customer base.

MERGER OF NATIXIS' AND BPCE'S LEASING ACTIVITIES

On December 31, Natixis acquired, through its subsidiary Natixis Lease, 99.91% of the capital of Cicobail, 100% of the capital of Océor Lease Tahiti and Océor Lease Réunion, and 99.09% of the capital of Océor Lease Nouméa.

RESTRUCTURING OF THE PRIVATE EQUITY BUSINESS

In the interest of refocusing the Private Equity business on third-party management, Natixis finalized the disposal of five Private Equity entities to Axa Private Equity in the fourth quarter.

3.2 Changes in the scope of consolidation since January 1, 2010

3.2.1 CORPORATE AND INVESTMENT BANKING & GAPC

Newly consolidated entities

- Creation of special purpose entities Canvas Securization LLC and Lavender Trust.
- Creation of CM Réo Trust.
- Creation of Ultima Trading & Global Strategies III Ltd.
- Incorporation of Natixis Real Estate Feeder, wholly-owned by Natixis.
- Incorporation of Natixis Environnement & Infrastructure Luxembourg, 61%-owned by Natixis Environnement et Infrastructure.

Changes in equity holdings

- Acquisition of 50% of the minority interests in Dupont Denant Contrepartie, bringing Natixis' controlling interest to 100%.

Deconsolidated entities

- The following entities, which had become non-material, were deconsolidated in 2010:
  - Natixis Alternative Investment Ltd;
  - Ixis Alternative Holding Ltd;
  - Natixis Investment Management Corp;
  - Natixis Municipal Products Inc.;
  - Lido Appartements LLC.
- Special purpose entity Guava CDO Ltd was deconsolidated at maturity.

Internal restructuring

- Natixis Securities was merged with Natixis S.A. on May 30, 2010.
- Total transfer of Garbo Invest's assets and liabilities to Natixis S.A. at December 31, 2010.

3.2.2 INVESTMENT SOLUTIONS

Insurance

Changes in equity holdings

- Acquisition of 40% of Natixis Assurances Partenaires; goodwill of €1.7 million was generated and booked to equity in accordance with IAS 27 (revised).

Private Banking

Changes in equity holdings

- Acquisition in Q2 2010 of 48.9% of the minority interests of Antéis Epargne by Banque Privée 1818, bringing its share of ownership to 100%; goodwill of €1 million was generated and booked to equity in accordance with IAS 27 (revised). In Q4 2010, Banque Privée 1818 then sold 100% of its shares in Antéis Epargne to Initiatives Financières. This disposal generated a capital gain of €1.7 million.

Internal restructuring

- Partial contribution of Natixis Trusts' assets to Natixis Bank.

Asset Management

Newly consolidated entities

- Creation of 17 entities:
  - Absolute Asia Dynamic Equities Fund- 40 Act Fund;
  - Hansberger Focused International Equity Fund;
  - Reich Tang Deposit Solutions;
  - AEW Europe Investment Ltd;
  - AEW Europe Investment LLP;
  - Alphasimplex Managed Futures Fund;
  - Loomis Sayles Multi – Asset Real Return Cayman Fund;
  - Loomis Sayles Multi – Asset Real Return Fund;
  - Westpeak Active Beta Fund;
  - EPI SO SLP LLC;
  - Loomis Absolute Strategies Lux Fund;
  - Loomis Absolute Strategies US Fund;
  - AEW Co Invest;
  - Hansberger Investment Advisors Private Limited;
  - Aurora ASG Global Opportunities Fund;
  - Natixis Oakmark International Fund;
  - Natixis Oakmark Global Fund.
- Acquisition of 50% of asset management company H2O by Natixis Asset Management, generating goodwill of €10.5 million; H2O specializes in global macro hedge fund management;
- Acquisition of 51% of OSSIAM, an asset management company specializing in ETFs, by Natixis Global Asset Management. This acquisition generated goodwill of €4.2 million.

Deconsolidated entities

- Disposal in Q4 2010 of Westpeak Global Advisors, LP and Westpeak Investment Advisors, Inc (MBO), generating a capital loss of €3.8 million.
- Deconsolidation of AEW Global Real Estate Securities Fund and Loomis Sayles Consumer Discretionary LLC after their liquidation.
- Deconsolidation of AEW Global Real Estate Securities Fund and Loomis Sayles Consumer Discretionary LLC after their liquidation.
- Deconsolidation of Natixis Axeltis Ltd, which had become non-material.
- Deconsolidation of entities in which Natixis had become a minority shareholder:
  - Loomis Sayles Alpha, LLC;
  - Loomis Sayles Multi – Strategy Alpha Master Fund, Ltd;
  - Loomis Sayles Multi – Strategy Alpha Fund, Ltd;
  - Loomis Sayles Multi – Strategy Alpha, LP;
  - ASG Diversifying Strategies Fund.

Internal restructuring

- Creation of AEW Europe SGP and NAMI AEW Europe following the double partial contribution of NAMI's assets and the total transfer of the rest of NAMI's assets to AEW Europe S.A.
- Partial contribution of Natixis Axeltis Ltd's assets to Axeltis S.A. (formerly Natixis Global Asset Management Participations 4).
- Merger of Natixis Epargne Financière with Natixis Asset Management.
- Merger of AEW Europe Partnership with AEW Global Ltd.
- Within the framework of the implementation of the tax consolidation between the US CIB division and the US Asset Management division, Natixis Global Asset Management Corporation (holding company of the US Asset Management division) was renamed Natixis US Holdings Inc. (NUSHI). NUSHI is 85%-owned by Natixis Global Asset Management Participation 1 (NGAM P1) and 15%-owned by Natixis S.A.
- The restructuring of the US division entailed:
  - the sale of 60% of Natixis' shares in Natixis North America LLC to NGAM P1, which then contributed the shares to NUSHI;
  - the sale of 40% of Natixis' shares in Natixis North America Inc. to NUSHI.

Natixis North America LLC and Natixis Global Asset Management (US division) are wholly-owned by NUSHI.

Private Equity – Third party asset management

Newly consolidated entities

- Incorporation of investment firms Natixis Private Equity Caspian 1A and Natixis Private Equity Caspian 1B after their consolidation thresholds were crossed.

3.2.3 SPECIALIZED FINANCIAL SERVICES

Payments

- Acquisition and merger of GCE Paiements (subsidiary of Groupe BPCE) with Natixis Paiements. This acquisition was treated as a transaction under joint control, outside the scope of IFRS 3R; goodwill of €35.1 million was directly deducted from consolidated equity.

Leasing

Newly consolidated entities

- Acquisition of 99.91% of Cicobail by Natixis Lease from Groupe BPCE (93.51%) and Eurosic (6.40%). This acquisition was treated as a transaction under joint control, outside the scope of IFRS 3R; goodwill of €29.1 million was directly deducted from consolidated equity.

- Acquisition by Natixis Lease of 99.09% of Océor Lease Nouméa and 100% of Océor Lease Réunion and Océor Lease Tahiti.

Film Industry financing

- Acquisition of 6% of Natixis Coficiné's minority interests by Natixis, bringing its equity holding to 100%; goodwill of €3 million was generated and booked to equity in accordance with IAS 27 (revised).

Factoring

Deconsolidated entities

- Sale of Natixis Factor's remaining 25% stake in VR Factorem Gmbh to VR Leasing Ag, generating a capital gain of €12.5 million.

3.2.4 FINANCIAL INVESTMENTS

Coface Group

Newly consolidated entities

- Incorporation of subsidiary Séguradora Brasileira C.E. (acquisition of 25% in 1997 and 50% in 2008), generating goodwill of €1.2 million.
- Creation of the branch Coface Factoring Portugal.

Changes in equity holdings

- Acquisition of 25% of Coface Finans A/S Danmark (formerly MidtFactoring), bringing the percentage of ownership to 100%. Goodwill of €3.9 million was generated and booked to equity, under IAS 27 (revised).

Deconsolidated entities

- Deconsolidation of César, which had become non-material.

Private Equity

Newly consolidated entities

- Acquisition of Financière 5-7 by Natixis Private Equity, which was then incorporated into Natixis Private Equity.

Deconsolidated entities

- Deconsolidation of Natixis Cape and FNS3, which had become non-material.
- Deconsolidation of FCPR Ixen III, following its liquidation.
- Sale of FCPR Ixen I, FCPR Ixen II, Initiative et Finance Investissement, Natixis Investissement, Natexis and Industries SCR IXEN to Axa Private Equity. This disposal generated a capital loss of €27.9 million.

3.2.5 RETAIL BANKING

As a result of an analysis which determined that a share of ownership existed in SLEs (local investments companies) and umbrella companies (limited joint stock companies), these entities were incorporated into the consolidation scope and generated an increase in consolidated reserves via the consolidation of the CCIs.

Banques Populaires CCIs

Newly consolidated entities

- Incorporation of SAS Tasta, FCC Eridan, Aurora, IRR Invest, BRED IT, Banque Franco Lao, SAS Esfin Gestion, Financière Champlain and BPA Atouts Participations.

The following are the umbrella companies of the newly consolidated Banques Populaires:

- Sociétariat BP des Alpes;
- Sociétariat BP d'Alsace;
- Sociétariat BP Centre Atlantique;
- Sociétariat BP de Bourgogne Franche-Comté;
- Sociétariat BP Atlantique (Ludovic de Besse);
- Sociétariat BP Côte d'Azur;
- Sociétariat BP Loire et Lyonnais;
- Sociétariat BP Lorraine Champagne;
- Sociétariat BP Massif Central;
- Sociétariat BP du Nord;
- Sociétariat BP Occitane;
- Sociétariat BP de l'Ouest;
- Sociétariat BP Provençale et Corse;
- Sociétariat BP Rives de Paris;
- Sociétariat BP Sud;
- Sociétariat BP Sud-ouest;
- Sociétariat BP Val de France;
- Sociétariat Crédit Coopératif/BP.

Deconsolidated entities

- Winding-up of Forestiers Lorraine in May 2010.

Internal restructuring

- Merger of Socama Haute Garrone and Socama Midi Pyrénées Ouest with Socama Pyrénées Garonne.
- Merger of Socama Bas Rhin and Socama Huat Rhin with Socama Alsace.

Caisse d'Epargne CCIs

Newly consolidated entities

- Sociétés Locales d'Epargne Rhône Alpes.
- Sociétés Locales d'Epargne Alsace.
- Sociétés Locales d'Epargne Aquitaine Poitou-Charentes.

- Sociétés Locales d'Epargne Auvergne et du Limousin.
- Sociétés Locales d'Epargne Normandie.
- Sociétés Locales d'Epargne Bourgogne Franche-Comté.
- Sociétés Locales d'Epargne Côte d'Azur.
- Sociétés Locales d'Epargne Île-de-France.
- Sociétés Locales d'Epargne Languedoc-Roussillon.
- Sociétés Locales d'Epargne Loire Drôme Ardèche.
- Sociétés Locales d'Epargne Lorraine Champagne-Ardenne.
- Sociétés Locales d'Epargne Midi-Pyrénées.
- Sociétés Locales d'Epargne Nord France Europe.
- Sociétés Locales d'Epargne Bretagne – Pays de Loire.
- Sociétés Locales d'Epargne Picardie.
- Sociétés Locales d'Epargne Provence-Alpes-Corse.
- Sociétés Locales d'Epargne Loire Centre.

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 lender, investor, guarantor, manager, sponsor or arranger as the case may be.

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 investment 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, 2010.

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, 2010:

- 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.

The following US funds were consolidated with respect to this principle as at December 31, 2010:

- AlphaSimplex Managed Futures Fund;
- Aurora ASG Global Opportunities Fund;
- ASG Laser Fund (Lux Fund);
- Dynamic Equities Fund – Singapore Sleeve;
- Dynamic Equity Fund – 40 Act Fund;
- Gateway Hedged US equities fund;
- Hansberger focused international equity fund;
- Loomis Absolute Strategies Lux Fund;
- Loomis Absolute Strategies US Fund;
- Loomis Multi Asset Real Return Cayman Fund Ltd;
- Loomis Multi Asset Real Return Fund;
- Loomis Sayles Global Equities Opportunites funds;
- Loomis Sayles Trust Company LLC (the "LLC");
- Natixis Oakmark Global Fund;
- Natixis Oakmark International Fund;
- NPE Caspian 1A, LP;
- NPE Caspian 1B, LP;
- NPE Caspian GP, LP;
- Westpeak Active Beta Fund Equity.

4.2.2 LIFE INSURANCE SPES (NATIXIS ASSURANCES SUB-GROUP)

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, 2010, the Natixis Assurances sub-group held a majority interest in 5 funds which are material to the consolidated financial statements and were thus consolidated in the Natixis consolidated financial statements:

  - ABP ACTIONS;
  - ABP Croissance Rendement;
  - ABP MIDCAP;
  - Fructifoncier;
  - NAMI INVESTMENT;
- 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. Such funds do not therefore require consolidation.

4.2.3 CREDIT INSURANCE SPES (COFACE SUB-GROUP)

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 subsidiary Coface Kredit and those taken out by Coface in France:

- 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 Private Equity 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 Private Equity's 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, 2010:

- DAHLIA SICAR A;
- NPE Caspian 1A, LP;
- NPE Caspian 1B, 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 CIB'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 SPE's 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 minority 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, 2010.

4.2.6 SPES FOR CIB'S FINANCIAL ENGINEERING 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.
- SPEs may be used 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), through the issue of preference shares for example. Within the scope consolidated and controlled by Natixis, the following three material entities were consolidated as of December 31, 2010:
  - Natexis Banque Populaire Preferred Capital 1;
  - Natexis Banque Populaire Preferred Capital 2;
  - Natexis Banque Populaire Preferred Capital 3.

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, which 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, 2010.
- 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, 2010:
  - Natixis Immo Exploitation;
  - SCI Altair 1;
  - SCI Altair 2.
- The Natixis Lease sub-group holds a certain number of SPEs which own real estate assets. Four such SPEs are controlled by Natixis (interests in excess of 50%) and were material as of December 31, 2010. They were thus included in Natixis' scope of consolidation at that date:
  - SCI Valmy Coupole;
  - Fructibail Invest;
  - 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, 2010:
  - SCI Champs-Élysées;
  - SCI La Boétie;
  - SCI SACCEF.

4.2.8 CIB'S SECURITIZATION ENTITIES (PARIS – NATIXIS CAPITAL MARKETS NEW YORK) WITHIN THE REMIT OF GAPC (WORKOUT PORTFOLIO MANAGEMENT)

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 the conduits 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 three ABCP conduits: Direct Funding, 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.

The main changes in entity scope in 2010 were as follows:

- Magenta: a new ABCP conduit (named Magenta) was created in the first quarter of 2010 in order to centralize the short-term receivables funding operations of multiple vendors. The purpose of the conduit is to acquire trade receivables and ABS. This fund is not consolidated, as it does not meet the SIC 12 consolidation criteria.

It should be noted that at December 31, 2010, 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, i.e. not to account for Private Equity investments between 20% and 50%-owned using the equity method 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.

The fair value of these assets on initial recognition is determined based on the bid price. Fair value is reviewed at each subsequent reporting date, and 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 December 31, 2010 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.

All of the required disclosures regarding reclassified financial assets are provided in Note 6.6.2.

AVAILABLE-FOR-SALE FINANCIAL ASSETS

Available-for-sale financial assets are 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. On initial recognition, available-for-sale financial assets are measured at fair value including transaction costs. Subsequently, and at each reporting date, the assets are remeasured to fair value based on the bid 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.

Gains or losses arising from changes in the fair value (excluding income) of available-for-sale financial assets that are not hedged are recognized directly in equity under "unrealized or deferred 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 (fixed-income securities) or net revenues (variable-income securities).

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 or stress tests;
- for equity instruments (excluding investments in unlisted companies): indications suggesting that the entity is unlikely 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 suggesting that the amount invested in the equity instrument may not be recoverable;
- 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:
  - (i) the fair value of the leased asset and (ii) 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 income allocation over the lease term is revised (revised depreciation schedule) and any reduction in respect of amounts accrued is recognized immediately.

Finance income corresponding to interest is 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 doubtful 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 geographical 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 geographical risk), objective evidence of impairment is based on in-depth analysis and monitoring of business sectors and countries. An objective writedown indicator is most often formed from a combination of micro- or macro-economic indicators specific to the sector or country concerned.

For industry risk, microeconomic criteria include indicators of financial solidity applied to a sample of companies representative of each industry sector. Examples of criteria tracked by industry analysts are trends in sales volumes, the extent to which companies in the industry meet their growth targets, profit trends for companies in the industry, as well as available cash and gearing ratios. Examples of macroeconomic criteria include general market inputs such as the price of oil and the US dollar and commodities costs.

For geographical 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 extreme stress, economic fundamentals (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. Analyses also draw on information published by major rating agencies for country and sovereign risk in order to establish the thresholds for assessing a given situation and the solidity of the country's banking system. 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 hedging relationships eligible for hedge accounting: cash flow hedges, fair value hedges and hedges of a net investment in a foreign operation.

Derivatives may only be designated as hedging instruments 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 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 by Natixis to hedge Natixis S.A.'s 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 repricing schedules (by index and currency) for (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 derivatives (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 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 LLD (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

The prospective hedge effectiveness test is used to ensure that the financial characteristics of the hedged item and hedging instrument are essentially the same: value date, maturity, notional amount, fixed rate, 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 the assets and liabilities to be hedged). 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 derivatives relating to the effective and ineffective portion of fair value hedges are recorded in income symmetrically with changes in the fair value of the hedged items.

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 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 Foreign currency transactions

Monetary assets and liabilities (mainly bonds and other fixed-income securities) denominated in foreign currencies are translated into euros 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 fair value are translated at the exchange rate when fair value is estimated. Gain or losses on a non-monetary item (e.g., variable-income securities) denominated in foreign currency is 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 a financial asset or liability is the amount at which an asset could be exchanged or a liability settled between knowledgeable, willing parties in an arm's length transaction.

On initial recognition, fair value is the price paid or received. On subsequent reporting dates, fair value is estimated on the following basis:

- if the instrument is quoted on an active market, fair value is its quoted price. A financial instrument is regarded as quoted in 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 market transactions on an arm's length basis;
- if the market for a financial instrument is not active, fair value is established using various valuation techniques. Valuation techniques 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. The fair values obtained using these models may be adjusted, depending on the instruments concerned and the associated risks, to take account of factors such as the bid-ask spread and modeling risk.

The following criteria are used to determine whether or not a market is active:

- a significant drop in market activity;
- the length of historical data of prices observed in similar market transactions;
- scarcity of prices recovered by a service provider;
- disappearance of the primary market;
- sharp bid-ask price spread;
- steep price volatility over time or between different market participants.

FAIR VALUE HIERARCHY

For financial reporting purposes, IFRS 7 as amended requires fair value measurements applied to financial instruments recognized on the balance sheet to be allocated to one of three levels:

a) Level 1: instruments quoted on an active market

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: instruments measured based on recognized valuation models using observable inputs other than quoted prices

Level 2 comprises instruments not directly quoted on an active market, 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 earnings multiple method;
- 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 directly observable parameters (swap yield curve, 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 and the average issue spread.

Complex instruments

Certain hybrid and/or long-maturity financial instruments are measured using a recognized internal 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.

Inputs relating to all such 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 wherever possible);
- they are updated periodically;
- they are representative of recent transactions;
- their characteristics are identical to the characteristics of the transaction. If necessary, a proxy 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 counterparty, modeling and input risks.

The margin generated when these instruments begin trading is immediately recognized in income.

c) Level 3: instruments measured using models that are not commonly used and/or that draw on non-observable inputs

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 whose fair value could not be determined using observable inputs;
- instruments with a deferred one-day 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 little 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 Third Pillar 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 the "Risk Management" section of the registration document.

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, 2010, instruments on which the recognition of day-one profit/loss has been deferred include:

- structured products with multiple underlyings (equities/indexes);
- options on funds;
- hybrid interest rate and inflation-linked products;
- interest rate derivatives;
- securitization swaps;
- structured credit products (CDS, CDOs and FTDs);
- and carbon-based derivative instruments.

INSTRUMENTS AFFECTED BY THE FINANCIAL CRISIS

a) ABS CDOs with subprime exposure

In the absence of observable market data, directly-held ABS CDO portfolios with subprime exposure are measured using a valuation method which has been refined since the previous reporting dates. The adjustment to the valuation method was based on a discounted cash flow approach using Intex modeling.

Cumulative loss rate (subprime)	12.31.2010	06.30.2010	12.31.2009
Vintages prior to 2005	6.4%	6.2%	4.8%
2005 vintage	15.3%	15.5%	14.8%
2006 vintage	27.9%	27.4%	27.5%
2007 vintage	48.5%	49.2%	42.6%

The following assumptions applied in previous years were maintained:

- 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 US RMBS) are valued using a discount matrix taking into account transaction types, ratings and vintages;
- valuation of RMBS and CLOs based on the model used for directly held RMBS and 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.

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 approach used since Q1 2009 to determine provisions for contracts with CDPCs (Credit Derivatives Product Companies) was refined by applying a transparency-based approach to the underlying assets. This adjustment was 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) US RMBS portfolios including subprime RMBS

The valuation model used to determine the fair value of non-agency US RMBS (with or without a subprime component) held by Natixis is based on final loss levels for each structure, estimated using a formula taking into account cumulative losses at maturity and defaults recognized. Unrealized losses are determined by projecting 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.

d) European RMBS

These instruments are valued based on a calculation of their fair value using historical benchmark spreads contained in the Markit database. The benchmarks are defined by type of securitization, rating and country, and are associated with spread curves. These values are then adjusted by a coefficient designed to factor in liquidity risk.

e) 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 Mortgage Backed Securities (CRE, CDO and CMBS)

These instruments are valued using a credit stress approach based on a valuation model drawing on projected future cash flows and cumulative loss rates per structure. The cumulative loss rates per structure were established based on loss rates for the underlying loans, set at 10%. A minimum valuation (floor) was applied representing 3% for CRE CDOs and CMBS rated AAA, and 5% for other CMBS, in line with the estimated interest flows given the current ratings of the structures.

Trust Preferred Securities (Trups) CDOs

The same valuation model as in previous periods was applied, based on projected future cash flows and cumulative loss rates for each structure, adjusted for stress. Cumulative loss rates per structure were determined based on 84 default scenarios applied to this asset class, published by S&P. All scenarios were implemented for each structure and the 42 least favorable scenarios were used to determine the price of each transaction.

CLOs

The same model was applied as in previous years, based on detailed knowledge of the characteristics of transactions and an assessment of credit risk using several inputs, including a benchmark average cumulative default rate of 30%, a recovery rate of 65% for senior underlyings, and a correlation rate of 43.6%, replacing the default distribution parameter used in previous years.

INSTRUMENTS NOT CARRIED AT FAIR VALUE ON THE BALANCE SHEET

IFRS 7 requires disclosure in the notes to the financial statements of the fair value 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 of instruments reclassified in accordance with the "Reclassification of financial assets" amendment to IAS 39 and IFRS 7 published on October 13, 2008, was calculated using the valuation models described below.

The valuation method for US RMBS including subprime RMBS, European RMBS, CMBS, and CLOs reclassified to "Loans and receivables" is the same as that used for identical instruments classified as "Instruments at fair value through profit and loss" and "Available-for-sale assets".

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 IAS 39, 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 fair value of variable-rate borrowings and debt securities is considered to be their net carrying amount on the balance sheet. Fixed-rate borrowings and debt securities are discounted based on the fixed rates available on the market at the reporting date for a debt with a similar term to maturity. Where fluctuations in the issuer spread are not material, the valuation does not take this effect into account. This is generally the case for issues with an initial maturity of less than one year.

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 asset protection system was implemented for part of the GAPC portfolios by BPCE, with retroactive effect at July 1, 2009. With this guarantee mechanism, Natixis can free up a substantial portion of the capital allocated to segregated assets to guard against risks of losses on these portfolios subsequent to June 30, 2009. This protection system is structured around 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 dollars, 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 by Natixis in return for the financial guarantee amounts 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);
- deferred recognition of the discount 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 rental income 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 and 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 French insurance regulator (ACAM). 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	NA
Non-destructible buildings classified as historical monuments	NA
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, amortisation 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

Non-current assets that Natixis intends to sell within a period not exceeding twelve months and for which it is actively seeking a buyer are identified separately in the balance sheet under "non-current assets held for sale". Assets reclassified to this category are no longer depreciated or amortized as from the reclassification date. 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 geographical area of operations;
- is part of a single coordinated plan to dispose of a separate major line of business or geographical 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.

At December 31, 2010, Natixis had entered into exclusive negotiations for the sale of equity investments held by the fully consolidated private equity fund NPE Natixis Mercosul Fund.

These equity investments, initially recorded under "Financial assets at fair value through profit and loss – fair value option" were reclassified to "Non-current assets held for sale" on the consolidated balance sheet at December 31, 2010. However, they are still measured according to the provisions of IAS 39, in line with IFRS 5 recommendations.

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 "Net 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

IAS 39 requires the derecognition of all or part of a financial asset if the contractual rights to the cash flows from the financial asset expire, or 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, cancelled 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 be carried at amortized cost within "Loans and receivables".

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. Loaned securities are not identified under IFRS: the securities continue to be 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.

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 standard aforementioned criteria for recognizing provisions and the two following conditions are met:

- there is a detailed formal plan for the restructuring, 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 dat the plan will be implemented;
- the Group 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 to those affected by it.

Provisions for restructuring costs include only expenditure directly related to the restructuring.

b) Provisions for risks and litigation

A provision of €365 million was booked at December 31, 2010 in relation to the Madoff assets.

A description of the main risks and litigation to which Natixis is exposed is given in section 3.5, "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.

The provisions posted to liabilities on Natixis' books at December 31, 2010, are presented in Note 6.15.2, "Provisions". Charges to these provisions are disclosed in Note 7.6, "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 variable compensation payable within twelve months of the end of the year in which the services were rendered;
- "**Termination benefits**", which should be recognized when the entity is demonstrably committed to terminating the employment of an employee before the normal retirement date, or providing termination benefits as a result of an offer made in order to encourage voluntary redundancy;
- "**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 12 months or more after the end of the fiscal year in which the services were rendered.

  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.

  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. 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 plan concerned.

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 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 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 for cash-settled compensation, subject to presence conditions, 12 months or more after the end of the fiscal year in which the services were rendered, is recognized over the required period of presence as from the start date of the fiscal year in which the employees began rendering the corresponding services.

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", and in Note 12, "Capital management";
- the share of third party investors in the net assets of dedicated mutual funds included in Natixis' consolidation scope comprise 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 unitholders to the repayment of a share of the fund's net assets upon its liquidation, are classified in liabilities on the balance sheet under "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, Natixis indirectly benefits from financing made available under the financial sector bail-out plan approved by the European Commission in 2008. This plan has two key components:

- 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" presented in Note 6.6.3;

- undated Deeply Subordinated Notes. These issues mirror those subscribed by Groupe BPCE with Société de Prise de Participation de l'État. These instruments are recognized as equity instruments barring any contractual obligation to pay interest.

Financing obtained indirectly from SFEF and the undated Deeply Subordinated Notes subscribed by SPPE are detailed in Note 6.17. "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.

Natixis has set up 5 stock option plans since 2002. The vesting periods for two of these plans had not ended at December 31, 2010. The details of these plans are provided in Note 11.

SHARE-BASED DEFERRED VARIABLE COMPENSATION

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 CRBF Regulation No. 97-02. The share-based plans established in this framework are paid out either in Natixis shares or cash indexed to the Natixis share.

Share-based variable compensation plans

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 first date for recognizing the expense is the beginning of the period in which the employees started to provide the related services. The expense is adjusted over the vesting period to reflect any losses of rights.

Cash-settled variable compensation 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 and takes place more than 12 months after the end of the period in which the services were provided, the corresponding expense is recorded over the acquisition period on a straight-line basis. The first date for recognizing the expense is the beginning of the period in which the employees started to provide the related services.

The details of these plans and their quantified impacts over the period are provided in Notes 11.2.2 and 11.2.4.

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 of an instrument, such as commitment fees or loan set-up fees, are recognized as an adjustment to the effective interest rate over the estimated term of the loan. Accordingly, they are treated as interest income.

5.21 Income taxes

The tax expense for the year comprises:

- tax payable by French companies at the standard rate of 34.43%, and by foreign companies and branches at the local rate;
- 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 if the tax entity concerned is likely to generate sufficient taxable income in the foreseeable future against which temporary differences or tax loss carryforwards can be utilized.

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 French Finance Act for 2010 replaced business tax with the "contribution économique territoriale". This tax includes the real property contribution, or "contribution foncière des entreprises" (CFE) and the value added contribution, or "cotisation sur la valeur ajoutée des entreprises" (CVAE). The CFE is treated as a tax other than on income, and will be recognized in the 2010 financial statements within "Operating expenses" in the consolidated income statement. Natixis considers that the same treatment will be applied to the CVAE, since its calculation is not based on taxable income.

The French Finance Act for 2011 instigated an exceptional 10% tax on the capitalisation reserve of insurance companies existing at January 1, 2010. This tax generated a tax expense of €18.3 million, recorded in the consolidated income statement at December 31, 2010.

Allocations to the capitalisation reserve and reversals as from January 1, 2010 are no longer used to determine taxable income.

With the application of this exceptional tax and non-taxability of subsequent activity, there is no longer any justification for the deferred tax liability on restatements of the capitalisation reserve for the previous fiscal years. The entire deferred tax liability was therefore reversed to the consolidated income statement at December 31, 2010.

5.22 Financing and guarantee commitments

FINANCIAL GUARANTEES

Commitments extended

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 commitments represent contingent liabilities and are recorded in accordance with IAS 37. At inception, they are not recognized in the balance sheet. A provision is recognized in liabilities if the cost of the commitment exceeds the associated revenue.

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, 2010.

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 concerned and the associated risks, to take account of the bid and offer price for the net position, modeling, counterparty 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 analyses 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 the P/E (price/earnings ratio) and DCF (discounted cash flow) valuation methods. Use of these methods requires certain choices and assumptions to be made in advance (in particular, projected expected future cash flows and discount rates).

VALUATION 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 of comparing the carrying amount of each CGU (including goodwill) with its value in use. Value in use is calculated by discounting annual free cash flows to infinity (excluding the Private Equity CGU which is stated at fair value). 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. The discount rates, future salary increase rates and rates of return on plan assets used are based on observed market rates at the reporting date, for example the yield on French government 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 estimates and assumptions that may lead to adjustments in amounts reported over the subsequent period:

- for personal risk insurance, claims reserves are calculated by modeling claims experience;
- for life insurance, technical 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 TAXES

Natixis records a net deferred tax asset linked to its ability to generate taxable income over the next 5 years. Recognition of the deferred tax is conservatively limited to the generation of profits over the next 5 years, while tax loss carryforwards are deductable with no time limitation in France and UK or over very long periods (20 years in the US).

To this end, Natixis prepares tax business plans over rolling 5-year periods as from the last tax reporting period, and based on growth assumptions used in the medium term plans for the business lines (New Deal). These plans incorporate the following main assumptions:

- a like-for-like scope;
- the gradual disposal of GAPC assets by 2012;
- deconsolidation of private equity businesses.

Adjustments for special tax schemes are also implemented.

OTHER PROVISIONS

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.

	12.31.2010	12.31.2009
Earnings/(loss) per share		
Net earning/(loss) attributable to the Group *(in millions of euros)*	1,732	(1,707)
Net income/(loss) attributable to shareholders *(in millions of euros)* [(a)]	1,352	(1,732)
Average number of ordinary shares issued and outstanding over the period	2,908,137,693	2,908,137,693
Average number of treasury shares issued and outstanding over the period	4,238,033	10,719,981
Average number of shares used to calculate earnings/(loss) per share	2,903,899,660	2,897,417,712
EARNINGS/(LOSS) PER SHARE *(in euros)*	**0.47**	**(0.60)**
Diluted earnings/(loss) per share		
Net earning/(loss) attributable to the Group *(in millions of euros)*	1,732	(1,707)
Net income/(loss) attributable to shareholders *(in millions of euros)* [(a)]	1,352	(1,732)
Average number of ordinary shares issued and outstanding over the period	2,908,137,693	2,908,137,693
Average number of treasury shares issued and outstanding over the period	4,238,033	10,719,981
Number of potential dilutive shares resulting from stock option plans [(b)]	13,656,034	6,551,256
Average number of shares used to calculate diluted earnings/(loss) per share	2,917,555,694	2,903,968,968
DILUTED EARNINGS/(LOSS) PER SHARE *(in euros)*	**0.46**	**(0.60)**

(a) The difference corresponds to the interest generated on Deeply Subordinated Notes – preference shares for -€374 million after tax savings and interest on payments of issuance fees for -€6 million.

(b) This number of shares refers to the shares granted under the deferred share-based bonus plans (2009 and 2010 plans). In 2010, based on th average share price, the 2007 and 2008 stock option plans presented in Note 11.2.4 are not considered as potential dilutive shares.

NOTE 6 NOTES TO THE BALANCE SHEET

6.1 Financial assets and liabilities 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 AT FAIR VALUE THROUGH PROFIT AND LOSS

At December 31, 2010, financial assets at fair value primarily comprised securities and derivative instruments.

(in millions of euros)	Note	12.31.2010	12.31.2009
Securities held for trading		**41,950**	**51,868**
Fixed-income securities		*28,000*	*38,455*
Variable-income securities [(a)]	*6.1.1.1*	*13,950*	*13,413*
Loans and receivables held for trading		**4,183**	**1,787**
Banks		3,126	984
Customers		1,058	803
Derivative instruments not eligible for hedge accounting	*6.1.3*	**87,706**	**99,695**
Securities designated at fair value through profit and loss	*6.1.1.3*	**26,185**	**26,334**
Securities		13,771	15,371
Fixed-income		*3,321*	*4,697*
Variable-income [(a)]	*6.1.1.1*	*10,450*	*10,674*
Reverse repos		12,414	10,963
Loans and receivables designated at fair value through profit and loss	*6.1.1.2 and 6.1.1.3*	**1,184**	**1,542**
Banks		9	186
Customers		1,175	1,356
TOTAL		**161,208**	**181,226**

(a) Including shares in mutual funds.

6.1.1.1 Variable-income securities at fair value through profit and loss

(in millions of euros)	Valuation by quoted market price (12.31.2010)	Other valuation methods (12.31.2010)	Total (12.31.2010)
Securities held for trading	**10,857**	**3,093**	**13,950**
Securities designated at fair value through profit and loss	**7,516**	**2,934**	**10,450**
of which: Private Equity securities	*48*	*1,435*	*1,483*
TOTAL	**18,373**	**6,027**	**24,400**

6.1.1.2 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.

(in millions of euros)	Credit risk exposure		Related credit derivatives		Change in fair value of loans and receivables attributable to credit risk	
	12.31.2010	12.31.2009	12.31.2010	12.31.2009	Period	Aggregate
Loans and receivables to banks	9	186				
Loans and receivables to customers	1,175	1,356			12	(73)
TOTAL	**1,184**	**1,542**			**12**	**(73)**

At December 31, 2010, Natixis did not purchase protection to hedge against credit risk associated with loans and receivables classified as fair value instruments through profit and loss.

6.1.1.3 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)	12.31.2010				12.31.2009			
	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 to banks	9	9	-	-	186	186	-	-
Loans and receivables to customers	1,175	400	775	-	1,356	262	772	322
Fixed-income securities	3,321	1,176	762	1,383	4,697	1,593	2,368	736
Variable-income securities	10,450	8,196	2,255	-	10,674	8,384	2,290	-
Other	12,414	-	12,414	-	10,963	-	10,963	-
TOTAL	**27,369**	**9,781**	**16,206**	**1,383**	**27,876**	**10,425**	**16,393**	**1,058**

6.1.2 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT AND LOSS

At December 31, 2010, 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 comprised short sales of financial assets.

(in millions of euros)	Note	12.31.2010	12.31.2009
Instruments held for trading		**113,810**	**131,758**
Securities		26,337	26,355
Derivative instruments not eligible for hedge accounting	6.1.3	85,953	103,946
Other payables		1,519	1,458
Instruments designated at fair value through profit and loss	6.1.2.1 and 6.1.2.2	**45,046**	**49,773**
Securities		36,494	41,336
Repurchased securities		7,671	6,272
Other payables		882	2,165
TOTAL		**158,856**	**181,531**

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.

	12.31.2010			12.31.2009			Changes in the fair value of financial liabilities, designated at fair value through profit and loss, attributable to credit risk	
(in millions of euros)	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
Deposits from banks	779	770	9	228	228			
Customer deposits	80		80	1,880	1,759	121		
Debt securities [(a)]	36,408	36,953	(545)	41,264	41,965	(701)	(33)	(421)
Subordinated debt [(a)]	86	102	(16)	72	100	(28)	12	(16)
Other debt [(b)]	7,693	7,693		6,329	6,329			
TOTAL	**45,046**	**45,518**	**(472)**	**49,773**	**50,381**	**(608)**	**(21)**	**(437)**

(a) The fair value (determined using the method described in Note 5.6) recorded in respect of th issuer spread on the Natixis issues totaled €437 million at December 31, 2010 versus €416 million at December 31, 2009 (see Note 7.3), reflecting the change in the level of the Natixis spread since year-end 2009.

(b) Other payables comprise a portfolio of structured pensions managed according to a dynamic approach similar to an ALM 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 dans deux situations:

- where there is an accounting mismatch between economically linked assets and liabilities. The fair value option is typically used when the criteria for hedge accounting are not met: in such case, 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)	12.31.2010				12.31.2009			
	Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives	Carrying amount	Accounting mismatch	Managed on a fair value basis	Embedded derivatives
Deposits from banks	779	779			228	228		
Customer deposits	80		80		1,880	1,759	121	
Debt securities	36,408	36,386	22		41,264	38,511	2,753	
Subordinated debt	86			86	72			72
Other payables	7,693		7,693		6,329		6,329	
TOTAL	**45,046**	**37,165**	**7,795**	**86**	**49,773**	**40,498**	**9,203**	**72**

6.1.3 DERIVATIVES 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)	12.31.2010			12.31.2009		
	Notional	Assets		Notional	Assets	Liabilities
Forward transactions	**4,770,669**	**71,089**	**67,756**	**4,441,180**	**73,622**	**75,983**
Interest rate derivatives [(a)]	4,452,796	62,502	58,890	4,205,933	65,571	68,928
Currency derivatives	19,175	8,405	8,624	7,616	7,819	6,916
Equity derivatives	18,004	0	169	6,280	21	103
Other items	280,694	182	74	221,350	210	36
Options	**1,869,146**	**5,631**	**7,180**	**2,234,587**	**6,223**	**6,555**
Interest rate derivatives	1,199,812	310	1,705	1,353,831	1,149	2,363
Currency derivatives	179,882	712	1,403	146,709	299	484
Equity derivatives	102,823	3,713	3,733	24,944	4,169	3,645
Other items [(b)]	386,628	895	339	709,102	606	63
Credit derivatives	**755,238**	**10,986**	**11,017**	**1,376,171**	**19,850**	**21,408**
TOTAL	**7,395,053**	**87,706**	**85,953**	**8,051,938**	**99,695**	**103,946**

(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 since July 1, 2009 and are included on this line for an amount of €148 million in assets (versus €343 million at December 31, 2009) and €313 million in liabilities (versus €591 million at December 31, 2009).

(b) Natixis has contracted a call option with BPCE for the purpose of recovering after a 10-year period, any net gains in fair value transferred to BPCE via TRS. The call option was recognized on this line in assets for €507 million (versus €535 million at December 31, 2009).

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 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 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, and also as a structural hedge against the interest rate risk incurred by Natixis Financial Products LLD (formerly Natixis Capital Markets North America).

(in millions of euros)	12.31.2010 Notional amount	12.31.2010 Assets	12.31.2010 Liabilities	12.31.2009 Notional amount	12.31.2009 Assets	12.31.2009 Liabilities
Cash flow hedges						
Forward transactions	**6,668**	**130**	**224**	**6,248**	**70**	**148**
Interest rate derivatives	6,165	130	202	6,248	70	148
Currency derivatives	503		22			
Equity derivatives						
Other items						
Options						
Interest rate derivatives						
Currency derivatives						
Equity derivatives						
Other items						
Fair value hedges						
Forward transactions	**363,543**	**1,302**	**1,342**	**417,307**	**2,271**	**480**
Interest rate derivatives	363,543	1,302	1,342	417,307	2,271	480
Currency derivatives						
Equity derivatives						
Other items						
Options						
Interest rate derivatives						
Currency derivatives						
Equity derivatives						
Other items						
Credit derivatives	**1,299**		**7**	**2,827**		**1**
Net investment in foreign currency hedges						
TOTAL	**371,510**	**1,432**	**1,573**	**426,382**	**2,341**	**629**

6.3 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)	12.31.2010	12.31.2009
Loans outstanding	**26**	**-**
● Loans and receivables	24	-
● Accrued interest	2	-
Securities	*35,245*	*32,859*
● Fixed-income	27,140	24,807
● Variable-income [(a)]	7,614	7,603
● Accrued interest	490	449
Total available-for-sale financial assets before impairment	**35,271**	**32,859**
Impairment of available-for-sale assets	*(1,332)*	*(1,363)*
● Fixed-income securities	(151)	(207)
● Variable-income securities	(1,182)	(1,156)
TOTAL	**33,938**	**31,496**

(a) Including shares in mutual funds.

6.4 Loans and receivables

6.4.1 LOANS AND RECEIVABLES TO BANKS

(in millions of euros)	Notes	12.31.2010	12.31.2009
Loans outstanding		**68,321**	**68,936**
Performing loans	*6.4.1.1*	68,010	68,653
Non-performing loans		311	283
Provisions		**(258)**	**(259)**
NET TOTAL		**68,063**	**68,677**

The fair value of loans and receivables to banks totaled €67,940 million at December 31, 2010 compared with €67,408 million at December 31, 2009.

6.4.1.1 Performing loans to banks

(in millions of euros)	12.31.2010	12.31.2009
Loans and receivables	16,541	23,933
Current accounts overdrawn	5,067	7,399
Unlisted fixed-income securities	1,453	1,627
Reverse repos	44,771	35,398
Other		
Accrued interest	178	296
TOTAL PERFORMING LOANS	**68,010**	**68,653**

6.4.2 CUSTOMER LOANS AND RECEIVABLES

(in millions of euros)	Notes	12.31.2010	12.31.2009
Loans outstanding		**131,120**	**109,090**
Performing loans	*6.4.2.1*	125,738	103,382
Non-performing loans		5,381	5,708
Provisions		**(3,071)**	**(3,187)**
NET TOTAL		**128,049**	**105,903**

The fair value of loans and receivables to customers totaled €128,175 million at December 31, 2010, versus €101,692 million at December 31, 2009.

6.4.2.1 Performing loans to customers

(in millions of euros)	Notes	12.31.2010	12.31.2009
Lease financing	*6.4.2.2*	10,217	7,566
Other loans and receivables	*6.4.2.3*	57,364	57,546
Current accounts overdrawn		7,677	7,188
Unlisted fixed-income securities		10,345	11,623
Reverse repos		33,103	13,353
Factoring		6,545	5,684
Other		28	23
Accrued interest		459	399
TOTAL		**125,738**	**103,382**

6.4.2.2 Customer lease financing

	12.31.2010			12.31.2009		
(in millions of euros)	Real estate	Non-real estate	Total	Real estate	Non-real estate	Total
Customer lease financing outstandings	**6,239**	**3,979**	**10,217**	**3,782**	**3,784**	**7,566**
Net non-performing outstandings	**86**	**62**	**148**	**43**	**53**	**96**
Non-performing outstandings	189	157	346	98	123	221
Provisions for impairment of non-performing outstandings	(103)	(95)	(198)	(55)	(70)	(125)
TOTAL	**6,325**	**4,040**	**10,365**	**3,825**	**3,837**	**7,662**

6.4.2.3 Other loans and receivables to customers

(in millions of euros)	12.31.2010	12.31.2009
Commercial loans	385	243
Export credit	3,066	2,512
Cash and consumer credit	25,865	27,207
Equipment credit	4,903	4,801
Home loans	1,028	890
Other customer loans	22,116	21,893
TOTAL	**57,364**	**57,546**

6.5 Held-to-maturity financial assets

(in millions of euros)	12.31.2010	12.31.2009
Government securities		
Gross value	2,422	1,973
Provisions for impairment		
Net government securities	**2,422**	**1,973**
Bonds		
Gross value	2,611	3,513
Provisions for impairment	(1)	(1)
Net bonds	**2,610**	**3,512**
TOTAL	**5,032**	**5,485**

The fair value of held-to-maturity financial assets totaled €5,125 million at December 31, 2010, versus €5,761 million at December 31, 2009.

6.6 Other information relating to financial assets

6.6.1 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 2010 by Natixis pursuant to the IASB's "Reclassification of financial assets" amendment to IAS 39 and IFRS 7 published on October 13, 2008.

6.6.2 INFORMATION ON FINANCIAL INSTRUMENTS RECLASSIFIED AS 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 within "Available-for-sale financial assets".

The financial instruments reclassified in accordance with the October 13, 2008 amendment were measured using the valuation models described in Note 5.6. Changes in the fair value of reclassified assets that would have had an impact on income for 2010 if the October 1, 2008 reclassification had not taken place, are summarized in the table below.

(in millions of euros)	Fair value	Carrying amount	12.31.2010 Changes in fair value that would have been recognized in income in respect of assets previously classified as fair value through profit and loss	Impairment that would have been recognized in income in respect of assets previously classified as available-for-sale	Changes in fair value that would have been recognized in transferable equity in respect of assets previously classified as available-for-sale
Instruments reclassified within Loans and Receivables	7,160	7,209	(144)	58	59
TOTAL	**7,160**	**7,209**	**(144)**	**58**	**59**
At 12.31.2009	**8,673**	**9,285**	**(420)**	**(264)**	**(173)**

6.6.3 FINANCIAL ASSETS PROVIDED AS SECURITY

The table below shows the carrying amount of:

- repurchased securities and other items provided as security for liabilities;
- receivables for which ownership has been transferred to BPCE or SFEF as security in connection with the financing indirectly received from SFEF through BPCE.

These instruments continue to be disclosed in the consolidated balance sheet in accordance with their original classification.

(in millions of euros)	12.31.2010	12.31.2009
Equity instruments	4,040	1,259
Debt instruments	59,798	37,553
Loans and receivables	22,410	9,764
Other	574	1,827
TOTAL	**86,822**	**50,403**

6.6.4 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. No material financial assets were received by Natixis as security under financial guarantee agreements.

These agreements are governed by order 2005-171 of February 2, 2005. They exclude any repurchase agreements.

6.6.5 FINANCIAL ASSETS TRANSFERRED BUT NOT DERECOGNIZED

Certain assets may be transferred without being fully or partly derecognized, on the grounds that they do not meet the criteria for derecognition set out in paragraphs 15 to 37 of IAS 39. Such transfers are generally performed as part of synthetic securitization transactions.

With the exception of repurchased securities described in Note 6.6.3, Natixis does not hold any assets for which the related cash flows have been transferred within the meaning of IAS 39 and that have not been fully or partially derecognized on the basis of Natixis continuing to control these assets or substantially all of the risks and rewards attached to these assets.

6.6.6 RESTRUCTURED FINANCIAL ASSETS

Restructured financial assets are debt instruments recognized as assets whose terms and conditions (e.g., interest rate or repayment terms) have been renegotiated as a result of financial difficulties experienced by the borrower.

(in millions of euros)	12.31.2010	12.31.2009
Loans and receivables to banks	19	20
Loans and receivables to customers	74	91
TOTAL	**93**	**111**

Restructured assets mainly derive from Natixis S.A. (€31 million in 2010 versus €33 million in 2009) and Natixis Financement (€55 million in 2010 versus €44 million in 2009).

6.6.7 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-based 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.

Type of assets *(in millions of euros)*	Payment arrears at 12.31.2010 ≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Total
Loans and receivables to banks					
Loans and receivables to customers	17	1	1	10	29
Other financial assets					
TOTAL	**17**	**1**	**1**	**10**	**29**

Amounts less than 90 days past due represent 59% of the total.

Type of assets *(in millions of euros)*	Payment arrears at 12.31.2009 ≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Total
Loans and receivables to banks		1			1
Loans and receivables to customers	24	4	17	15	60
Other financial assets					
TOTAL	**24**	**5**	**17**	**15**	**61**

Amounts less than 90 days past due represent 39% of the total.

6.6.8 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 *(in millions of euros)*	**Carrying amount**	**Level 1**	**Level 2**	**Level 3**
Financial assets held for trading	**133,839**	**26,014**	**96,618**	**11,207**
Securities held for trading	41,950	24,420	8,921	8,609
Derivative instruments not eligible for hedge accounting (positive fair value)	87,706	1,338	83,770	2,597
Other financial assets held for trading	4,183	257	3,927	
Financial assets designated at fair value through profit and loss	**27,369**	**10,263**	**15,775**	**1,331**
Securities designated at fair value through profit and loss	13,771	10,263	2,939	569
Other financial assets designated at fair value through profit and loss	13,598		12,836	762
Hedging derivatives (assets)	**1,432**		**1,432**	
Available-for-sale financial assets	**33,938**	**28,266**	**4,234**	**1,438**
Available-for-sale securities – Equity investments	1,610	219	455	936
Other available-for-sale securities	32,302	28,047	3,755	500
Other available-for-sale financial assets	26		24	2
TOTAL	**196,578**	**64,544**	**118,060**	**13,975**

The amounts in the notes to the financial statements do not take into account the day-one deferred margin, although this is measured using level 3 of the fair value hierarchy *(see Note 6.8.2.2.1)*.

6.6.8.1 Financial assets at fair value measured using level 3 of the fair value hierarchy

(in millions of euros)	Level 3 opening balance 01.01.2010	Gains and losses recognized in the period		
		Income statement		
		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	**11,992**	**521**	**261**	
Securities held for trading	8,743	77	377	
Derivative instruments not eligible for hedge accounting (positive fair value)	3,249	444	(116)	
Other financial assets held for trading				
Financial assets designated at fair value through profit and loss	**1,751**	**(3)**	**(13)**	
Securities designated at fair value through profit and loss	993	(27)	(2)	
Other financial assets designated at fair value through profit and loss	758	24	(10)	
Hedging derivatives				
Available-for-sale financial assets	**1,878**	**(34)**	**(41)**	**47**
Available-for-sale securities – Equity investments	1,088	(29)	(36)	32
Other available-for-sale securities	790	(5)	(5)	15
Other available-for-sale financial assets				
TOTAL FINANCIAL ASSETS RECORDED AT FAIR VALUE	**15,621**	**485**	**207**	**47**

The reclassification of derivatives not eligible for hedge accounting outside Level 3, amounting to €492 million, resulted from the transition of multi-equity products with a residual maturity of less than 5 years to the observable inputs category.

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 non-observable inputs was estimated at December 31, 2010. With the aid of probable assumptions, this sensitivity is used to estimate the impacts of market fluctuations in unstable economic environments. This estimate was performed using:

- a "standardized" [(1)] variation in non-observable inputs for interest rate and equity instruments. The resulting sensitivity was €2.5 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 CMBS/CLO underlyings;

i.e. a sensitivity impact representing a valuation increase of €38 million (reflecting an improvement in the above-mentiond inputs) or a valuation decrease of €53 million (reflecting a deterioration in said inputs) [(2)].

(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.

Transactions carried out in the period		Reclassifications in the period					
Purchases/ Issues	**Sales/ Redemptions**	**From level 3**	**To level 3**	**Other reclassifications**	**Changes in consolidation scope**	**Conversion differences**	**Level 3 closing balance 12.31.2010**
470	**(1,648)**	**(492)**		**(389)**		**492**	**11,207**
470	(1,486)			60		368	8,609
	(162)	(492)		(449)		124	2,597
146	**(317)**			**(302)**		**68**	**1,331**
	(120)			(283)		9	569
146	(197)			(19)		59	762
20	**(336)**	**(23)**	**10**	**(98)**	**8**	**7**	**1,438**
17	(255)	(4)		111	8	3	936
1	(81)	(19)	10	(209)		4	500
2							2
636	**(2,300)**	**(516)**	**10**	**(790)**	**8**	**567**	**13,975**

6.7 Deferred tax assets and liabilities

(in millions of euros)	12.31.2010	12.31.2009
Main sources of deferred tax [(a)]		
Flow-through entities	(136)	(152)
Unrealized leasing reserves	(318)	(229)
Elimination of equalization reserve	(420)	(362)
Financial instruments at fair value through equity (AFS+CFH)	344	616
Capital reserves of insurance companies		(79)
Fair value of Private Equity business	(199)	(288)
Amortized cost of loans	16	46
Provisions for employee benefits	272	248
Other non-deducted provisions	2,016	1,929
Non-deducted accrued expenses (deferred compensation, etc.)	50	37
Unrealized gains on mutual funds	10	6
Intra-group dividends (retail bank CCIs)	(192)	(186)
Tax losses carried forward	10,175	10,065
Basis for deduction – NY branch tax dispute	623	642
Internal credit risk for liabilities	(437)	(415)
Other temporary differences	(508)	(216)
TOTAL SOURCES OF DEFERRED TAX, GROSS	**11,296**	**11,660**
Unrecognized sources of deferred tax assets	(3,234)	(4,023)
TOTAL SOURCES OF DEFERRED TAX, NET	**8,062**	**7,637**
Total deferred tax recognized	**3,049**	**2,798**
- o/w deferred tax assets	*3,361*	*3,073*
- o/w deferred tax liabilities	*(312)*	*(275)*

(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.

6.8 Accrual accounts, other assets and liabilities

This heading corresponds to technical accounts, details of which are given below:

6.8.1 OTHER ASSETS AND LIABILITIES

ASSETS

(in millions of euros)	Note	12.31.2010	12.31.2009
Other assets	*6.8.1.1*	19,637	20,721
Accrual accounts (excluding insurance)	*6.8.2.1*	5,750	9,867
Insurance accrual accounts	*6.8.3.1*	2,989	1,334
TOTAL		**28,376**	**31,922**

LIABILITIES

(in millions of euros)	Note	12.31.2010	12.31.2009
Other liabilities	*6.8.1.2*	13,843	13,218
Accrual accounts (excluding insurance)	*6.8.2.2*	5,526	5,050
Insurance accrual accounts	*6.8.3.2*	2,146	516
TOTAL		**21,515**	**18,784**

6.8.1.1 Other assets

(in millions of euros)	12.31.2010	12.31.2009
Securities settlement accounts	707	469
Other items	1,225	1,600
Miscellaneous debtors	17,675	18,648
Accrued interest	30	4
TOTAL	**19,637**	**20,721**

6.8.1.2 Other liabilities

(in millions of euros)	12.31.2010	12.31.2009
Miscellaneous creditors	10,888	10,801
Securities settlement accounts	489	331
Others	2,466	2,086
TOTAL	**13,843**	**13,218**

6.8.2 ACCRUAL ACCOUNTS

6.8.2.1 Accrual accounts (excluding insurance) – Assets

(in millions of euros)	12.31.2010	12.31.2009
Collection accounts	-	2
Adjustment accounts	12	891
Prepaid expenses	895	1 162
Accrued income	490	253
Deferred charges	1	1
Other accrual accounts	4,352	7,558
TOTAL	**5,750**	**9,867**

6.8.2.2 Accrual accounts (excluding insurance) – Liabilities

(in millions of euros)	Note	12.31.2010	12.31.2009
Collection accounts		40	27
Adjustment accounts		472	509
Prepaid income		303	297
Accrued charges		1,345	987
Day one P&L	*6.8.2.2.1*	65	133
Others		3,301	3,097
TOTAL		**5,526**	**5,050**

6.8.2.2.1 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 beginning and end of the period, along with changes during the period.

The instruments on which the day-one margin is deferred are described in Note 5.6.

(in millions of euros)	12.31.2010	12.31.2009
Deferred margin at the beginning of the period	133	183
Margin arising on new transactions	22	30
Margin recognized during the period	(90)	(80)
Other changes		
Deferred margin at the end of the period	65	133

The allocation over the period includes an impact of €33 million, representing the margin remaining to be spread out at the point certain products (mainly multi-equity underlyings) were switched to the observable inputs category.

6.8.3 INSURANCE ACCRUAL ACCOUNTS

6.8.3.1 Insurance accrual accounts – Assets

(in millions of euros)	12.31.2010	12.31.2009
Reinsurers' share of technical reserves	1,833	374
Insurance receivables	713	572
Reinsurance receivables	105	118
Accrued premium income	135	115
Deferred acquisition costs	171	151
Deferred participation – debit balances	32	4
TOTAL	**2,989**	**1,334**

6.8.3.2 Insurance accrual accounts – Liabilities

(in millions of euros)	12.31.2010	12.31.2009
Insurance liabilities	445	327
Reinsurance liabilities	193	95
Cash deposits received from reinsurers	1,505	91
Other payables	3	3
TOTAL	**2,146**	**516**

6.9 Property, plant and equipment, intangible assets, investment property

6.9.1 CHANGES IN PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS OVER THE PERIOD

	12.31.2010			12.31.2009		
(in millions of euros)	Gross value	Impairment and amortization	Net value	Gross value	Impairment and amortization	Net value
Property, plant & equipment	**1,497**	**(792)**	**705**	**1,257**	**(706)**	**551**
Land and buildings	652	(250)	402	544	(254)	290
Others	845	(542)	303	713	(452)	261
Intangible assets	**1,342**	**(625)**	**718**	**1,212**	**(494)**	**718**
Leasehold rights	64	(17)	48	59	(12)	47
Software	957	(522)	435	843	(406)	437
Others	321	(86)	235	310	(76)	234
TOTAL	**2,839**	**(1,417)**	**1,423**	**2,469**	**(1,200)**	**1,269**

(in millions of euros)	Gross value at 01.01.2010	Increase	Decrease	Change in consolidation scope and other items	Gross value at 12.31.2010
Property, plant & equipment	**1,257**	**254**	**(101)**	**87**	**1,497**
Land and buildings	544	152	(50)	6	652
Others	713	102	(51)	81	845
Intangible assets	**1,212**	**130**	**(40)**	**40**	**1,342**
Leasehold rights	59	0	(0)	5	64
Software	843	88	(31)	57	957
Others	310	42	(9)	(22)	321
TOTAL	**2,469**	**384**	**(141)**	**127**	**2,839**

6.9.2 INVESTMENT PROPERTY

	12.31.2010			12.31.2009		
(in millions of euros)	Gross value	Impairment and amortization	Net value	Gross value	Impairment and amortization	Net value
Investment property						
At fair value [(a)]	640		640	532		532
At historical cost	709	(333)	376	683	(299)	384
TOTAL	**1,349**	**(333)**	**1,016**	**1,215**	**(299)**	**916**

(a) Insurance company investments. Changes in fair value give rise to the symmetrical recognition of a deferred profit-sharing reserve, equal to 92% of the related base amount on average (see Note 2.10).

6.9.3 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.

	12.31.2010		12.31.2009	
(in millions of euros)	Net value	Fair value	Net value	Fair value
Operating leases	358	575	373	538
Finance leases – ITNL	18	21	11	11
TOTAL	**376**	**596**	**384**	**549**

6.10 Assets obtained by taking possession of guarantees

The table below lists the assets obtained by taking possession of guarantees, detailing the type and carrying amount of such assets (securities, buildings, etc.), recognized after calling on guarantees or leveraging other forms of credit enhancement (e.g. surety).

(in millions of euros)	12.31.2010	12.31.2009
Investment property	6	15
Equity and debt instruments	-	131
TOTAL	**6**	**146**

Natixis Real Estate Capital Inc. recovered property through mortgage loan guarantee foreclosures for an amount of €6 million.

In 2009, equity and debt instruments comprised securities received following the default over the period of counterparties for repos and securitization transactions at Natixis Financial Product totaling €124 million.

6.11 Goodwill

(in millions of euros)	01.01.2010 Opening balance	Acquisitions during the period	Disposals	Write-downs	Translation differences	Reclassi-fication	12.31.2010 Closing balance
Investment Solutions	**2,005**	**15**	**(1)**		**84**	**13**	**2,116**
Natixis Global Asset Management (NGAM)	1,885	15			84		1,984
Natixis Assurance	96						96
Private Banking	23		(1)				22
Private Equity – third party management						13	13
Specialized Financial Services	**61**						**61**
Natixis Interépargne	31						31
Guarantees and Sureties	12						12
Natixis Consumer Finance	10						10
Natixis Intertitres	6						6
Slib	3						3
Financial Investments	**542**	**4**	**(9)**		**3**	**(13)**	**527**
Coface	529	4	(9)		3		527
Private Equity	13					(13)	(0)
Other operations	**27**						**27**
TOTAL	**2,635**	**19**	**(10)**		**87**		**2,731**

6.12 Deposits from banks and customer deposits

Deposits from 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.

6.12.1 DUE TO BANKS

(in millions of euros)	12.31.2010	12.31.2009
Current accounts overdrawn and accrued interest	**5,371**	**8,882**
Accounts and deposits	**60,835**	**60,835**
demand	*5,238*	*4,388*
time	*55,597*	*56,447*
Repurchased notes	**125**	**420**
demand	*5*	*-*
time	*120*	*420*
Repurchased securities	**40,037**	**24,955**
demand	*598*	*2,179*
time	*39,439*	*22,776*
Other liabilities	**21**	**86**
Accrued interest	**227**	**332**
TOTAL	**106,616**	**95,510**

The fair value of deposits from banks totaled €106,684 million at December 31, 2010 versus €95,498 million at December 31, 2009.

6.12.2 CUSTOMER DEPOSITS

(in millions of euros)	12.31.2010	12.31.2009
Current accounts overdrawn	**13,473**	**8,138**
demand	*7,774*	*6,421*
time	*5,699*	*1,717*
Accounts and deposits	**13,078**	**8,826**
demand	*8,723*	*3,806*
time	*4,355*	*5,020*
Repurchased securities	**30,797**	**22,575**
demand	*6,735*	*4,292*
time	*24,062*	*18,283*
Special savings accounts	**189**	**161**
Factoring accounts	**1,282**	**1,881**
Accrued interest	**86**	**66**
Other	**968**	**898**
TOTAL	**59,873**	**42,545**

The fair value of customer deposits amounted to €60,087 million at December 31, 2010 versus €42,607 million at December 31, 2009.

6.13 Debt securities

Debt securities (interest-bearing notes, inter-bank market securities, etc.) are broken down by type of security, excluding subordinated securities which are included within "Subordinated debt".

These debt securities are initially recognized at fair value, i.e. at the issue price less transaction costs, and subsequently measured at amortized cost using the effective interest rate method in order to recognize issue costs over the life of the securities.

(in millions of euros)	12.31.2010	12.31.2009
Money market instruments	**33,237**	**32,267**
BMTN	2,900	3,266
CDN	30,337	29,001
Bonds	**4,841**	**8,965**
Other debt securities	**105**	**-**
Accrued interest	**37**	**48**
TOTAL	**38,219**	**41,280**

6.14 Insurance company 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)	12.31.2010	12.31.2009
Mathematical reserves	**36,619**	**33,429**
Life insurance	30,688	27,851
Representing unit-linked contracts	5,931	5,578
Loss reserves	**1,473**	**1,358**
Profit-sharing reserves [a]	**831**	**900**
Other technical reserves	**990**	**881**
TOTAL	**39,913**	**36,568**

(a) A net deferred participation liability of €485 million was recorded at December 31, 2009 (see Note 2.10). In light of market developments, it stood at €105 million at December 31, 2010.

6.15 Provisions and impairment

6.15.1 SUMMARY OF PROVISIONS

(in millions of euros)	01.01.2010	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation differences	Change in consolidation scope	Others	12.31.2010
Provisions for impairment deducted from assets	**5,096**	**1,016**	**(1,418)**	**(61)**	**122**	**59**	**173**	**4,987**
Provisions for loans and receivables	3,431	694	(1,042)	(61)	116	41	134	3,313
Impairment losses taken on available-for-sale financial assets	1,363	264	(342)		7	21	19	1,332
Other impairment	302	58	(34)		(1)	(3)	20	342
Provisions recognized in liabilities	**1,608**	**286**	**(310)**	**(61)**	**52**	**(2)**	**(130)**	**1,444**
Contingency reserves	**1,382**	**211**	**(229)**	**(61)**	**50**	**(2)**	**(123)**	**1,229**
Provisions for counterparty risks	850	27	(95)	(61)	47	(3)	(128)	637
Provisions for impairment risks	50	16	(28)			(3)	0	35
Provisions for employee benefits	275	90	(15)		1		3	354
Provisions for operational risks	207	78	(91)		2	5	1	202
Provisions for current tax	**225**	**75**	**(81)**		**2**		**(7)**	**214**
TOTAL	**6,704**	**1,302**	**(1,728)**	**(122)**	**174**	**57**	**43**	**6,431**

Impact on income statement *(in millions of euros)*	Charge	Reversal	Net impact
Net revenues	**(367)**	**343**	**(24)**
General operating expenses	(137)	78	(59)
Impairment and amortization of property, plant and equipment and intangible assets	(9)	4	(5)
Gross operating income	**(513)**	**425**	**(88)**
Provision for credit losses	(714)	1,318	604
Gains or losses on other assets		26	26
Income before tax	**(1,227)**	**1,769**	**542**
Income tax	(75)	81	6
NET INCOME (LOSS)	**(1,302)**	**1,850**	**548**

6.15.2 CONTINGENCY RESERVES

(in millions of euros)	Note	01.01.2010	Increase	Reversal (utilized provisions)	Reversal (surplus provisions)	Translation differences	Change in consolidation scope	Others	12.31.2010
Counterparty risk		**850**	**27**	**(95)**	**(61)**	**47**	**(3)**	**(128)**	**637**
Financing and guarantee commitments		240	16	(34)	(8)	2	(3)	(156)	57
Customer disputes		25	2	(3)					24
Other provisions [(a)]		585	9	(58)	(53)	45		28	556
Impairment risk		**50**	**16**	**(28)**			**(3)**		**35**
Long-term investments		5	12				(4)		13
Real estate developments									
Other provisions		45	3	(28)			0	0	21
Employee benefits	*11*	**275**	**90**	**(15)**		**1**		**3**	**354**
Operational risks		**207**	**78**	**(91)**		**2**	**5**	**1**	**203**
Restructuring		48	1	(36)			(1)	1	12
Other provisions		160	77	(55)		2	6		190
TOTAL		**1,382**	**211**	**(229)**	**(61)**	**50**	**(2)**	**(123)**	**1,229**

(a) Of which €365 million in provisions at December 31, 2010 in respect of Madoff net outstanding.

6.16 Subordinated debt

Subordinated debt differs from advances and bonds issued in that it will be repaid after all senior and unsecured creditors, but before the repayment of participating loans and redemption of securities and Deeply Subordinated Notes. Subordinated debt is valued at amortized cost.

(in millions of euros)	12.31.2010	12.31.2009
Dated subordinated debt [(a)]	7,261	7,714
Undated subordinated debt	102	124
Accrued interest	83	303
TOTAL	**7,447**	**8,140**

(a) Subordinated debt contracts do not include a clause providing for early redemption for non-compliance with a financial ratio.

CHANGES IN SUBORDINATED DEBT OVER THE PERIOD

(in millions of euros)	12.31.2009	Issues [(a)]	Redemptions [(b)]	Translation differences	Others [(c)]	12.31.2010
Other dated subordinated debt	**7,714**		**(573)**	**27**	**93**	**7,261**
Subordinated notes	6,417		(571)	27	93	5,966
Subordinated loans	1,297		(2)		,	1,295
Other undated subordinated debt	**124**		**(21)**		**(1)**	**102**
Deeply Subordinated Notes	1				(1)	,
Subordinated notes	96		(21)			75
Subordinated loans	28					28
TOTAL	**7,837**		**(594)**	**27**	**93**	**7,363**

This table does not include:

- *preference shares;*
- *accrued interest.*

(a) No subordinated securities or loans were issued in 2010.

(b) Loan repayments and securities redemptions comprise:

early repayment/redemption:

- *the redemption of €21 million in undated subordinated notes issued in November 1985.*

At maturity:

- *the repayment of the reimbursable subordinated loan by Natixis Factor concerned the French franc-denominated February 1998 tranche, i.e. an equivalent value of €9 1 million, and the February and October 2000 tranches for €7 6 million and €4 6 million.*
- *the repayments of reimbursable subordinated loans by Natixis concerned the April and August 2000 tranches for €300 million and €250 million, respectively;*
- *ABP Vie repaid €1 5 million on undated subordinated loans maturing in June 2010.*

(c) Other changes mainly pertained to variations in intra-group securities held by Natixis Funding for the purposes of market making with respect to Natixis' debt on the secondary market (+€101 million). This concerned the June 2003, November 2004, October 2005, September/December 2006 and May/June 2007 issues of redeemable subordinated notes.

6.17 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)	12.31.2009	Issues [(a)]	Redemptions	Translation differences	12.31.2010
Deposits from banks – SFEF	**4,677**		**(1,530)**	**178**	**3,325**
SFEF issues in EUR	1,683		(836)		847
SFEF issues in USD	2,994		(694)	178	2,478
Undated subordinated debt – SPPE	**3,150**		**(2,350)**		**800**
BPCE	3,150		(2,350)		800
TOTAL	**7,827**		**(3,880)**	**178**	**4,125**

(a) Redemption of SPPE issues for €2,350 milion in 2010 and redemption of SFEF issues for €1,350 million in 2010.

6.18 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.

Liabilities *(in millions of euros)*	Carrying amount	Level 1	Level 2	Level 3
Financial liabilities for trading	**113,810**	**26,370**	**86,484**	**956**
Securities issued for trading purposes	26,337	24,952	833	552
Derivative instruments not eligible for hedge accounting (negative fair value)	85,953	1,411	84,139	404
Other financial liabilities issued for trading purposes	1,519	7	1,512	
Financial liabilities designated at fair value through profit and loss	**45,046**	**2**	**45,044**	
Securities designated at fair value through profit and loss	36,494		36,494	
Other financial liabilities designated at fair value through profit and loss	8,552	2	8,550	
Hedging derivatives (liabilities)	**1,573**		**1,573**	
TOTAL	**160,429**	**26,372**	**133,101**	**956**

6.18.1 FINANCIAL LIABILITIES AT FAIR VALUE MEASURED USING LEVEL 3 OF THE FAIR VALUE HIERARCHY

		Gains and losses recognized in the period		
		Income statement		
(in millions of euros)	Level 3 opening balance 01.01.2010	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	**1,329**	**314**		
Securities issued for trading purposes	671	(18)		
Derivative instruments not eligible for hedge accounting (negative fair value)	658	333		
Other financial liabilities issued for trading purposes				
Financial liabilities designated at fair value through profit and loss				
Securities designated at fair value through profit and loss				
Other financial liabilities designated at fair value through profit and loss				
Hedging instruments				
TOTAL FINANCIAL LIABILITIES RECOGNIZED AT FAIR VALUE	**1,329**	**314**		

6.19 Breakdown of financial liabilities by contractual maturity

Liabilities (in billions of euros)	Balance sheet total	Less than 1 month	1 to 3 months	3 months to 1 year	1 to 5 years	Over 5 years
Due to central banks	0.5	0.5				
Financial liabilities at fair value through profit and loss	72.9	37.6	11.8	11.6	6.3	9.9
Derivative instruments not eligible for hedge accounting	86.0	86.0				
Hedging derivatives	1.6	1.6				
Due to banks	106.6	47.6	18.8	13.2	25.1	2.9
Customer deposits	59.9	42.0	6.3	5.3	5.3	1.6
Debt securities	38.2	12.6	11.7	6.7	5.0	2.2
Insurance companies' technical reserves	39.9	0.3	0.6	3.8	10.5	30.5
Subordinated debt	7.4	0.8		0.7	4.7	2.0
Financing commitments given		8.5	4.2	12.4	39.2	3.8
Financial guarantees given		0.9	1.2	10.6	17.5	84.2
TOTAL	**413.0**	**238.4**	**54.6**	**64.3**	**113.5**	**137.1**

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 differences	Level 3 opening balance 12.31.2010
	(718)			**29**			**956**
	(123)			21			552
	(595)			8			404
	(718)			**29**			**956**

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 (EIR) method.

	12.31.2010			12.31.2009		
(in millions of euros)	Income	Expenses	Net	Income	Expenses	Net
Central banks	**29**	**(1)**	**27**	**33**	**(1)**	**32**
Securities	**1,290**	**(332)**	**958**	**1,301**	**(488)**	**813**
Loans & receivables	**4,478**	**(2,025)**	**2,453**	**5,672**	**(2,787)**	**2,885**
Banks	1,294	(1,620)	(326)	2,820	(2,428)	392
Customers	2,825	(353)	2,471	2,497	(315)	2,182
Finance leases	359	(52)	307	355	(44)	311
Subordinated debt	**0**	**(216)**	**(216)**	**0**	**(746)**	**(746)**
Other	**1**	**(2)**	**(1)**	**0**	**(2)**	**(2)**
Hedging instruments	**1,016**	**(1,194)**	**(177)**	**1,363**	**(1,485)**	**(122)**
Due and accrued interest on derivatives	1,016	(1,194)	(177)	1,363	(1,485)	(122)
Interest accrued on impaired loans and receivables (including restructured items)	**20**	**0**	**20**	**16**	**0**	**16**
TOTAL	**6,833**	**(3,769)**	**3,064**	**8,385**	**(5,509)**	**2,876**

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 amortizd 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)	12.31.2010 Income	Expenses	Net	12.31.2009 Income	Expenses	Net
Interbank transactions	2	(22)	(20)	2	(21)	(19)
Customer transactions	500	(3)	497	450	(22)	428
Securities transactions	129	(116)	13	283	(115)	168
Payment services	261	(75)	186	233	(87)	146
Financial services	347	(484)	(137)	395	(537)	(141)
Fiduciary transactions	1,839	(0)	1,839	1,721	(0)	1,721
Financing, guarantee, securities, and derivative commitments [a]	225	(217)	8	139	(141)	(3)
Other	281	(524)	(243)	218	(532)	(315)
TOTAL	**3,584**	**(1,441)**	**2,143**	**3,440**	**(1,455)**	**1,985**

(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, 2010, the expense recognized in respect of the premium totaled -€293 million, of which -€159 million was posted to net revenues and -€134 million to Provision for credit losses.

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, whether held for trading or designated as at fair value through profit and loss, including interest.

Hedging derivatives include changes in the fair value of derivatives classified as fair value hedges, including interest, plus the symmetrical revaluation of the items hedged. They also include the "ineffective" portion of cash flow hedges.

(in millions of euros)	12.31.2010	12.31.2009
Net gains/(losses) on financial assets and liabilities excluding hedging derivatives	**1,102**	**(1,329)**
Net gains/(losses) on financial assets and liabilities held for trading [(a)]	1,164	(905)
o/w derivatives not eligible for hedge accounting	*(1,776)*	*(3,095)*
Net gains/(losses) on other financial assets and liabilities designated at fair value through profit and loss [(b)]	(96)	(478)
Other	34	54
Hedging instruments and revaluation of hedged item	**82**	**221**
Ineffective portion of cash flow hedges (CFH)	(10)	(7)
Ineffective portion of fair value hedges (FVH)	92	228
Changes in fair value of fair value hedges	*16*	*(288)*
Changes in fair value of hedged item	*77*	*516*
TOTAL	**1,184**	**(1,108)**

(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), representing an expense of €19 million in 2010 (excluding the impact of the BPCE guarantee), versus €392 million at December 31, 2009, for a net exposure of €625 million at December 31, 2010;*
- *writedowns taken against the fair value of CDS entered into with monoline insurers (see Note 5.6), which led to an increase of €234 million in writedowns in 2010, verus €213 million in 2009 (excluding the impact of exchange rate fluctuations and the BPCE guarantee), bringing cumulative writedowns to €2,086 million at December 31, 2010 versus €1,741 million at December 31, 2009;*
- *Writedowns taken against credit derivatives contracted with Credit Derivatives Product Companies (see Note 5.6), reversed in the amount of €145 million in 2010 to reach €15 million, versus an allocation of €63 million in 2009 (excluding the impact of the BPCE guarantee), for an economic exposure of €80 million at December 31, 2010.*

  At the same time, the portfolio-based provision was reversed in the amount of €280 million over the year, versus an expense of €203 million in 2009 (excluding the impact of the BPCE guarantee), bringing the cumulative balance to €150 million for an exposure of €458 million at December 31, 2010 versus €524 million at December 31, 2009.

  In the first half of 2010, Natixis hedged against the counterparty risk associated with certain CDPCs. This hedging transaction had an impact of -€79 million (excluding the reversal of the provision for CPDCs) attributable to the cost of the hedge.
- *At December 31, 2010, the discount against fund units recognized in 2009 based on the selling prices observed on the secondary market totaled €70 million versus €100 million at December 31, 2009, i.e. a decrease of €30 million year-on-year.*

(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 €21 million impact on income for the period versus an expense of €248 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 securities and impairment losses on variable-income securities reflecting a prolonged decline in value.

Variable-income securities classified as available-for-sale are tested for impairment when their carrying amount is higher than their recoverable amount.

Impairment of fixed-income securities is charged to "Provision for credit losses".

Loans outstanding with a theoretical syndication date expired as at December 31, 2010 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 within income.

This line item also includes dividends on variable-income securities.

(in millions of euros)	12.31.2010	12.31.2009
Dividends	200	221
Gains or losses on sales	(103)	(51)
Impairment of variable-income securities	(164)	(501)
Discounts on syndicated loans [(a)]	25	25
TOTAL	**(43)**	**(306)**

(a) Syndicated loans: loans with a theoretical syndication date expired as at December 31, 2010 amounted to €192 million. These loans were analyzed on a case-by-case basis to take into account the market discounts observed at the reporting date within income. Cumulative discounts amounted to €44 million at December 31, 2010, representing a positive variation of €25 million over the period.

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.

		12.31.2010			12.31.2009		
(in millions of euros)	Note	Income	Expenses	Net	Income	Expenses	Net
Finance leases	*7.5.1*	151	(144)	**7**	156	(126)	**30**
Investment property		103	(44)	**59**	111	(54)	**57**
Sub-total Real Estate Activities		**254**	**(188)**	**66**	**267**	**(180)**	**87**
Net charge to/reversal of insurance company technical reserves		0	(1,622)	**(1,622)**	0	(1,687)	**(1,687)**
Other insurance income and expenses	*7.5.2*	4,520	(3,318)	**1,202**	4,905	(4,075)	**830**
Sub-total Insurance		**4,520**	**(4,940)**	**(420)**	**4,905**	**(5,762)**	**(857)**
Simple leases		36	(26)	**10**	28	(25)	**3**
Other related income and expenses	*7.5.3*	789	(418)	**371**	1,336	(234)	**1,102**
TOTAL		**5,599**	**(5,572)**	**27**	**6,536**	**(6,201)**	**335**

7.5.1 FINANCE LEASES

(in millions of euros)	12.31.2010 Income	12.31.2010 Expenses	12.31.2010 Net	12.31.2009 Income	12.31.2009 Expenses	12.31.2009 Net
Gains or losses on sales	5	(15)	(11)	1	(12)	(11)
Impairment	0	(21)	(21)	0	(13)	(13)
Other related income and expenses	146	(107)	39	155	(101)	54
TOTAL	**151**	**(144)**	**7**	**156**	**(126)**	**30**

7.5.2 OTHER INSURANCE INCOME AND EXPENSES

(in millions of euros)	12.31.2010	12.31.2009
Life insurance premium income	3,176	3,699
Personal risk insurance premium income	239	240
Credit insurance premium income	929	926
Paid benefits and claims	(3,209)	(4,010)
Other net income/(expenses)	67	(25)
TOTAL	**1,202**	**830**

7.5.3 OTHER RELATED INCOME AND EXPENSES

(in millions of euros)	12.31.2010	12.31.2009
IT services	27	37
Credit management services [(a)]	190	212
Other operations [(b)]	154	853
TOTAL	**371**	**1,102**

(a) These correspond to sales of credit information, marketing information and receivables collection services provided by Coface subsidiaries.

(b) 2009 income from other operations primarily includes:

- *a gain of €418 million on the reclassification within equity of undated Deeply Subordinated Notes and preference shares;*
- *a gain of €392 million relating to the July 2009 exchange of Deeply Subordinated Notes.*

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 of these expenses are provided in Note 11.

This item also includes all administrative expenses and external services.

(in millions of euros)	Note	12.31.2010	12.31.2009
Payroll costs	*11.2*		
Wages and salaries		(1,843)	(1,913)
o/w share-based payments		(27)	(18)
Pensions and other employee benefits	*11.2.2 & 11.2.3*	(154)	(131)
Social security expenses		(498)	(459)
Incentive and profit-sharing plans		(99)	(60)
Payroll-based taxes		(76)	(130)
Other		24	101
Total payroll costs		**(2,646)**	**(2,592)**
Other operating expenses			
Taxes other than on income		(105)	(110)
External services		(1,611)	(1,730)
Other		(90)	(70)
Total other operating expenses		**(1,806)**	**(1,910)**
TOTAL		**(4,452)**	**(4,502)**

7.7 Provision for credit losses

Provision for credit losses mainly comprises the costs associated with the risk inherent to credit transactions: net charges to specific and collective provisions, loans and receivables written off during the period and recoveries on bad debts written off.

This item also includes any writedowns recorded in respect of proven default risks associated with counterpartis of OTC instruments.

"Impairment of individual loans and receivables" 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)	12.31.2010 Charges	Net reversals	Write-offs not covered by provisions	Recoveries of bad debts written off	Net	12.31.2009 Charges	Net reversals	Write-offs not covered by provisions	Recoveries of bad debts written off	Net
Provisions for risks and other costs	**(27)**	**61**	**0**	**0**	**34**	**(391)**	**52**	**0**	**0**	**(339)**
Financing commitments	(16)	8	0	0	(8)	(185)	34	0	0	(151)
Other	(11)	53	0	0	42	(206)	18	0	0	(188)
Provisions for impairment of financial assets	**(687)**	**496**	**(36)**	**17**	**(210)**	**(2,626)**	**665**	**(111)**	**9**	**(2,063)**
Provision for credit losses	**(714)**	**557**	**(36)**	**17**	**(176)**	**(3,017)**	**717**	**(111)**	**9**	**(2,402)**
o/w:										
Reversals of surplus impairment provisions		*557*					*717*			
Reversals of utilized impairment provisions		*760*					*711*			
Sub-total reversals		***1,317***					***1,429***			
Write-offs covered by provisions		*(760)*					*(711)*			
Total net reversals		***557***					***717***			

7.8 Share in income from associates

(in millions of euros)	12.31.2010 Share of net assets	Share of net income	12.31.2009 Share of net assets	Share of net income
Caisses d'Epargne	5,910	295	5,129	192
Banques Populaires	4,966	179	4,690	212
Other	72	26	74	21
TOTAL	**10,948**	**500**	**9,893**	**425**

7.9 Gains or losses 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.

(in millions of euros)	12.31.2010 Investments in consolidated companies	Property, plant and equipment and intangible assets	Total	12.31.2009 Investments in consolidated companies	Property, plant and equipment and intangible assets	Total
Net capital gains/(losses) on disposals	**(22)**	**(17)**	**(39)**	**(30)**	**2**	**(28)**
TOTAL	**(22)**	**(17)**	**(39)**	**(30)**	**2**	**(28)**

7.10 Reconciliation of the tax expense in the financial statements and the theoretical tax expense

(in millions of euros)	12.31.2010	12.31.2009
+ Net income/(loss) group share	1,732	(1,707)
+ Net income/(loss) attributable to minority interests	36	55
+ Income tax charge	213	(1,288)
+ Income from discontinued operations	0	0
+ Impairment of goodwill	0	9
- Share in income from associates	(500)	(425)
= Consolidated net income/(loss) before tax, goodwill amortization and share in income from associates	**1,482**	**(3,356)**
+/- Permanent differences [(a)]	(344)	(693)
= Consolidated taxable income/(loss)	**1,138**	**(4,049)**
x Theoretical tax rate	33.33%	33.33%
= Theoretical tax charge	**(379)**	**1,350**
+ Contributions and minimum annual tax charges	(4)	23
+ Income taxed at reduced rates	(2)	(0)
+ Losses for the period not recognized for deferred tax purposes	(161)	(327)
+ Impact of tax consolidation	43	13
+ Differences in foreign subsidiary tax rates	3	1
+ Tax reassessments	(19)	(32)
+ Tax credits	5	8
+ CCI distribution tax	(66)	(64)
+ Prior year tax [(b)]	260	321
+ Other items [(c)]	107	(4)
= Tax charge for the period	**(213)**	**1,288**
o/w: current tax	(212)	3
deferred tax [(d)]	(1)	1,285

(a) The main deductions in respect of permanent differences in 2010 related to tax-exempt earnings of foreign subsidiaries located in Luxembourg, Belgium and the United States, and tax amortization of goodwill in the United States. In 2009, this also included income from reclassifying subordinated debt within equity.

(b) In 2010 income included €257 million from the activation of previous tax losses abroad, whereas in 2009 this item included carry-back income of €188 million recorded by the parenty company of the tax group in France and carry-back income of €51 million recorded by the US subsidiaries.

(c) Of which €132 million in tax savings arising from the deduction of previous unused tax losses from the 2010 profit generated by the US subsidiaries and foreign branches.

(d) In 2009, based on a detailed review of the strategy and in light of the GAPC asset guarantee granted by BPCE, the Group as a whole is expected to return to taxable profit. Accordingly, a deferred tax asset of €1,285 million was recognized at December 31, 2009.

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 2010	Activity in 2009
Translation differences		
Reclassification to income	*(1)*	*(15)*
Other activity	*328*	*30*
	327	16
Revaluation of available-for-sale financial assets		
Reclassification to income	*101*	*175*
Other activity	*(8)*	*439*
	94	614
Revaluation of hedging derivatives		
Reclassification to income	*160*	*288*
Other activity	*(13)*	*(331)*
	146	(42)
Share in unrealized or deferred gains/(losses) of associates		
Reclassification to income	*(1)*	*15*
Other activity	*36*	*(230)*
	35	(215)
Taxes	**(1)**	**(14)**
TOTAL	**601**	**358**

8.2 Breakdown of tax on gains and losses recognized in equity

	12.31.2010			12.31.2009		
(in millions of euros)	Gross	Taxes		Gross	Taxes	Net
Translation differences	327	0	327	16	0	16
Revaluation of "available-for-sale" assets	94	(7)	86	614	(19)	595
Revaluation of hedging derivatives	146	7	153	(42)	5	(38)
Share in unrealized or deferred gains or losses or associates	40	(5)	35	(174)	(41)	(215)
TOTAL CHANGES IN UNREALISED OR DEFERRED GAINS OR LOSSES	**607**	**(6)**	**601**	**413**	**(55)**	**358**

NOTE 9 SEGMENT REPORTING

In 2009, Natixis carried out an in-depth review of its business lines. After considering the growth potential of each business line and its strategic fit with Natixis' other operations and with BPCE, Executive Management identified three core businesses:

- **Corporate and Investment Banking**, representing banking services for large companies and BPCE institutional investors. Since June 30, 2010, film and audivisual financing has been managed by the Specialized Financial Services division;
- **Investment Solutions**, which includes Asset Management, Life Insurance, Private Banking and, since Q3 2010, the Private Equity business resulting from the spin-off of Natixis Private Equity and slated to become a third-party management activity. Pro forma accounting took into account the impacts of this change on the presentation of the 2009 and 2010 financial statements;
- **Specialized Financial Services**, which includes Factoring, Lease Financing, Consumer Credit, Guarantees, Employee Benefits Planning, and Payment and Securities Services. These services are the key growth drivers for BPCE's retail banking business going forward.

Coface, the Private Equity businesses (proprietary, sponsored funds and third party management slated for disposal) and **Natixis Algérie** are now managed as financial holdings because they have fewer synergies with Natixis' other businesses and with BPCE.

This new-look organization is used by Management to monitor divisional performance, draw up business plans and manage the business from an operational standpoint. In accordance with IFRS 8 "Operating Segments", this is the segmentation used by Natixis to define its operating segments.

9.1 CIB

The Corporate and Investment Banking business offers its corporate, institutional investor, insurer and banking customers a broad spectrum of financing and capital market services leveraging all the expertise in advisory, origination, structuring and placement.

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.

- Corporate and Institutional Relations ensures that Natixis maintains close ties with its customers both in France and abroad, partnering with them over time and leveraging its robust knowledge of numerous business sectors to optimize risk management.
- Debt and Financing provides a dedicated platform offering financing solutions and advisory services boosted by a range of additional expertise in specialized origination, structured finance and distribution;
- Capital Markets: Natixis boasts leading expertise on interest rate, currency, commodity, credit and equity markets, which is used to develop its broad line-up of standard and bespoke products.

9.2 Specialized Financial Services

This business line groups together a number of service businesses primarily serving the Caisses d'Epargne and Banques Populaires networks, and other Natixis business lines:

- **Factoring:** this is France's third-leading factoring business, providing companies with invoicing management solutions such as financing, insurance, and collection. Natixis Factor uses the Banques Populaires and Caisses d'Epargne networks, which account for a significant portion of its business;
- **Sureties and financial guarantees:** this business line is operated by Natixis Garanties and notably includes: guarantees for mortgage loans granted to retail and business customers by the Caisses d'Epargne, and more recently the Banques Populaires 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 carries and manages revolving loans granted by the Banques Populaires and Caisses d'Epargne networks, and manages personal loans granted by the Caisses d'Epargne.
- **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 Scheme:** (a comprehensive B2B employee benefits planning range of products), employee share ownership: keeping employee share accounts, fund administration and accounting, collective life insurance, special payment vouchers;
- **Securities Services:** custody (account administration, back office outsourcing, depositary control), office services;

- **Payments:** provision of applications and infrastructures: electronic banking, issuance and collection of high-volume electronic transfers, check processing;
- **Film Industry financing:** this business line is operated via Coficiné, a subsidiary specializing in structured loans for film and audiovisual activities in France and Europe.

9.3 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 demands from all customer segments. Coverage of the various customer segments is optimized by the organization of distribution around the Global Associates 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 risk 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 managers. 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 Caisses d'Epargne and Banques Populaires, 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:** The Private Equity business for third party clients is centered around a newly created 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.

9.4 Private Equity

This business covers proprietary private equity transactions, some sponsored fund, and third party management of assets not held by Natixis. After the October 2010 sale to Axa Private Equity of the majority of the proprietary activity 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.

9.5 Coface

Its main activities are credit insurance, international factoring solutions, business information and ratings (solvency and marketing), receivables management (from issuance through to collection), and management of public procedures on behalf of the French State.

More than two-thirds of Coface's revenue is derived from its international operations. Coface has its own distribution network spanning 65 countries, plus another 45 countries through the CreditAlliance network.

9.6 Retail Banking

Natixis consolidates these operations via its 20% ownership of Banques Populaires and Caisses d'Epargne retail banking networks and via the business lines distributed by the networks. Both shareholder groups' networks have distinct yet complementary market positions. The Caisses d'Epargne banks have a strong presence in the personal and small-business customer segment, offering a full spectrum of products and services. They also boast robust local roots and are prime movers in regional development, offering local authorities, social housing organizations and businesses an extensive range of products and services. The Banques Populaires network focuses on professionals, SMEs and retail customers.

9.7 GAPC – Workout portfolio management

At the end of 2008, Natixis ring-fenced its most illiquid and/or high-risk exposures within GAPC (Gestion Active des Portefeuilles Cantonnées, or Workout Portfolio Management) in its CIB division. Segregated assets include convertible arbitrage, complex equity and interest rate derivatives, trading correlation derivatives, structured fund-based derivatives, proprietary credit activities, residential ABS, etc.

The scope of activities covered by GAPC was finalized in 2010 and breaks down as:

- 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 6 – Convertible arbitrage;
- GAPC 7 – Complex equity derivatives;
- GAPC 8 – Fund-based structured products (formerly Alternative Assets).

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.

9.8 Segment Reporting

9.8.1 SEGMENT REPORTING IN THE INCOME STATEMENT

(in millions of euros)	12.31.2010 – Income Statement								
	Corporate and Investment Banking	Investment Solutions	Specialized Financial Solutions	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]		[7]	
Net revenues	**3,027**	**1,799**	**960**	**800**	**23**		**(145)**	**(89)**	**6,375**
Operating expenses	(1,655)	(1,288)	(707)	(691)	(37)	0	(182)	(118)	(4,677)
Gross operating income	**1,372**	**512**	**254**	**109**	**(15)**		**(328)**	**(207)**	**1,697**
Income before taxes	**1,170**	**501**	**205**	**79**	**(32)**	**333**	**(182)**	**(92)**	**1,981**
Net income (group share)	**816**	**406**	**130**	**44**	**(41)**	**315**	**(127)**	**189**	**1,732**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2010.

(in millions of euros)	12.31.2010 – Income statement (pro forma expensing of interest on Deeply Subordinated Notes) Corporate and Investment Banking	Investment Solutions	Specialized Financial Solutions	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]		[7]	
Net revenues	**2,840**	**1,783**	**939**	**790**	**16**	**0**	**(180)**	**(383)**	**5,806**
Operating expenses	(1,655)	(1,288)	(707)	(691)	(37)	0	(182)	(118)	(4,677)
Gross operating income	**1,185**	**496**	**232**	**99**	**(22)**	**0**	**(362)**	**(500)**	**1,129**
Income before taxes	**982**	**484**	**183**	**69**	**(39)**	**333**	**(216)**	**(386)**	**1,413**
Net income (group share)	**685**	**395**	**115**	**38**	**(46)**	**315**	**(151)**	**1**	**1,352**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2010. It is comprised of pro forma data incorporating interest expenses on Deeply Subordinated Notes, like the data presented in 2009, as the reclassification of subordinated notes within equity did not take place until December 31, 2009 *(see Note 5.16).*

(in millions of euros)	12.31.2009 – pro forma accounting for 2010 scope of consolidation changes								
	Corporate and Investment Banking	Investment Solutions	Specialized Financial Solutions	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]		[7]	
Net revenues	**2,580**	**1,546**	**960**	**389**	**(45)**	**0**	**(1,816)**	**168**	**3,782**
Operating expenses	(1,657)	(1,175)	(719)	(653)	(41)	0	(167)	(296)	(4,708)
Gross operating income	**923**	**372**	**241**	**(264)**	**(86)**	**0**	**(1,983)**	**(128)**	**(926)**
Income before taxes	**(451)**	**351**	**162**	**(260)**	**(85)**	**258**	**(2,897)**	**(18)**	**(2,940**
Net income (group share)	**(60)**	**205**	**90**	**(189)**	**(83)**	**244**	**(2,457)**	**540**	**(1,707)**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2009. This information is presented in accordance with the new business structure adopted by Natixis at December 31, 2010. It takes into account the presentation of the Private Equity business for third party clients within the Investment Solutions and the Film Industry Financing business within the Specialized Financial Services.

(in millions of euros)	12.31.2009 – 2009 Registration document								
	Corporate and Investment Banking	Investment Solutions	Specialized Financial Solutions	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]		[7]	
Net revenues	**2,561**	**1,540**	**944**	**387**	**(43)**	**0**	**(1,825)**	**217**	**3,782**
Operating expenses	(1,664)	(1,154)	(714)	(653)	(61)	0	(167)	(295)	(4,708)
Gross operating income	**897**	**386**	**230**	**(266)**	**(104)**	**0**	**(1,992)**	**(78)**	**(926)**
Income before taxes	**(477)**	**365**	**152**	**(261)**	**(103)**	**258**	**(2,906)**	**32**	**(2,940)**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2009.

9.8.2 BALANCE SHEET SEGMENT ANALYSIS

	12.31.2010								
(in millions of euros)	Corporate and Investment Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
Assets at fair value through profit and loss	93,990	9,029	1	235	592		57,228	133	161,208
Available-for-sale financial assets	2,577	25,943	1,356	1,205	8		1,045	1,805	33,938
Loans and receivables to financial institutions	59,653	377	1,872	256	9		3,398	2,497	68,062
Loans and receivables to customers	87,250	1,544	18,762	4,374	11		10,466	5,641	128,049
Held-to-maturity financial assets		5,006		26			,	,	5,032
Goodwill		2,116	61	527				27	2,731
Other assets	24,620	(606)	497	(47)	(263)	753	3,850	30,184	58,988
TOTAL ASSETS	**268,090**	**43,408**	**22,549**	**6,577**	**357**	**753**	**75,987**	**40,288**	**458,009**

(in millions of euros)	Corporate and Investment Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
Financial liabilities at fair value through profit and loss	116,779	123	5				41,767	183	158,856
Deposits from financial institutions	53,111	729	14,342	3,645			29,710	5,079	106,616
Customer deposits	50,559	562	601	779			1,975	5,396	59,873
Debt securities	37,511	(167)	588				208	79	38,219
Insurance companies' technical reserves	123	37,705	791	1,294					39,913
Subordinated debt	2,519	761	302	133	100		437	3,195	7,447
Other liabilities	7,487	3,695	5,920	727	257	753	1,891	26,356	47,085
TOTAL LIABILITIES	**268,090**	**43,408**	**22,549**	**6,577**	**357**	**753**	**75,987**	**40,288**	**458,009**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2010.

(in millions of euros)	Corporate and Investment Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	12.31.2009								
	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
Assets at fair value through profit and loss	118,500	7,889		105	1,742		52,944	46	181,226
Available-for-sale financial assets	3,068	22,348	1,227	1,151	15		1,757	1,930	31,496
Loans and receivables to financial institutions	60,578	462	613	255	41		2,971	3,757	68,677
Loans and receivables to customers	70,388	1,310	14,310	3,415	91		11,109	5,280	105,903
Held-to-maturity financial assets		5,429		56					5,485
Goodwill		2,005	61	529	13			27	2,635
Other assets	17,424	(1,815)	333	284	(598)	101	7,633	30,434	53,796
TOTAL ASSETS	**269,958**	**37,628**	**16,544**	**5,795**	**1,304**	**101**	**76,414**	**41,474**	**449,218**

(in millions of euros)	Corporate and Investment Banking	Investment Solutions	Specialized Financial Services	Coface	Natixis Private Equity	Retail Banking	GAPC	Other	Total
	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
Financial liabilities at fair value through profit and loss	144,253	85	(1)	40	(1)		36,870	285	181,531
Deposits from financial institutions	45,515	546	9,172	2,513	309		31,352	6,103	95,510
Customer deposits	28,818	552	844	1,092			6,754	4,485	42,545
Debt securities	40,807	(217)	568		90		32		41,280
Insurance companies' technical reserves	79	34,563	691	1,235					36,568
Subordinated debt	7,969	551						(380)	8,140
Other liabilities	2,517	1,548	5,270	915	906	101	1,406	30,981	43,644
TOTAL LIABILITIES	**269,958**	**37,628**	**16,544**	**5,795**	**1,304**	**101**	**76,414**	**41,474**	**449,218**

This information is determined based on the accounting principles applied in accordance with IFRS as adopted by the European Union at December 31, 2009.

9.9 Other disclosures

(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Net revenues	**3,440**	**1,158**	**1,459**	**92**	**227**	**6,375**
Net income for the period (group share)	434	424	823	(10)	61	1,732

(in millions of euros)	France	Other EU	North America	Other OECD	Other	Total
Assets at fair value through profit or loss	127,065	21,541	11,165	906	532	161,208
Available-for-sale financial assets	31,745	1,205	313	34	641	33,938
Loans and receivables	133,319	26,670	28,196	921	7,006	196,111
Fixed Assets	1,179	105	95	6	37	1,423
Other assets	56,612	(78)	9,545	(59)	(690)	65,329
TOTAL ASSETS	**349,919**	**49,442**	**49,314**	**1,807**	**7,526**	**458,009**

NOTE 10 RISK MANAGEMENT

10.1 Capital adequacy

As a lending institution, Natixis is subject to banking regulations and to supervision by the French Banking Commission. Supervision is on a consolidated basis and is designed to set a number of rules guaranteeing the bank's capital adequacy, liquidity and financial equilibrium. The measures deployed to meet these objectives are chiefly quantitative (capital adequacy ratios, management of large exposures and liquidity risk). Qualitative measures are also used, based on internal control requirements.

REGULATORY CAPITAL AND CAPITAL ADEQUACY RATIO

The capital adequacy ratio encompasses credit risk, market risk and operational risk. This ratio measures the adequacy of regulatory capital in relation to risk. To obtain the capital adequacy ratio, the Bank's consolidated regulatory capital, calculated in accordance with CRBF regulation 90-02, is divided by the entity's weighted credit, market and operational risks. Natixis complied with the 8% minimum capital adequacy ratio at December 31, 2010.

OTHER REGULATORY RATIOS

Liquidity ratio

The liquidity ratio is 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 liquidities and liabilities falling due in less than one month.

The minimum liquidity ratio under prudential rules is 100%. At December 31, 2010, Natixis' liquidity ratio was 107%.

Management of large exposures

Procedures for managing large exposures are designed to prevent excessive concentration of risks on a single beneficiary. The requirement is based on an obligation to be respected at all times: all risks on a single beneficiary cannot exceed 25% of the bank's capital. Natixis complied with this requirement during 2010.

10.2 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 III in section 3.2 of Chapter III "Risk Management".

10.2.1 GROSS EXPOSURE TO CREDIT RISKS

The following table sets out the exposure of all the Natixis' financial assets to credit risk. This exposure does not take into account guarantees, sureties, credit-default swaps, collateral 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 writedowns into account (individually or collectively assessed).

(in millions of euros)	Performing loans	Non-performing loans	Writedowns	Net outstandings at 12.31.2010	Net outstandings in 2009
Financial assets at fair value through profit and loss (excluding variable-income securities)	136,808	0	0	136,808	157,139
Hedging instruments	1,432	0	0	1,432	2,341
Available-for-sale financial assets (excluding variable-income securities)	27,656	0	(151)	27,505	25,049
Loans and receivables to banks	68,010	311	(258)*	68,063	68,677
Customer loans and receivables	125,739	5,381	(3,071)*	128,049	105,903
Held-to-maturity financial assets	5,033	0	(1)	5,032	5,485
Financing commitments given	67,885	166	(22)	68,029	64,525
Financial guarantee commitments given	114,384	143	(59)	114,468	105,267
TOTAL GROSS EXPOSURE	**546,947**	**6,001**	**(3,562)**	**549,386**	**534,386**

* *Including collective provisions.*

The reclassification of consolidated accounting volumes as gross exposure and exposure at default with respect to prudential 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 netting agreements on market transactions;
- restatement of factoring positions to take into account exposure to the risk of default and a position on risk of dilution;
- application of a credit-equivalent conversion factor on financing and guarantee commitments.

10.2.2 BREAKDOWN OF INDIVIDUAL AND COLLECTIVE PROVISIONS BY GEOGRAPHIC AREA

(in millions of euros)	12.31.2010					
Geographic area	Individual risks	Collective risks	Total exposure	Individual writedown losses	Collective writedown losses	Total writedowns
France	2,118	9,756	11,874	918	234	1,152
Other Western European countries	2,029	11,077	13,106	740	293	1,033
Eastern Europe	47	887	934	22	11	33
North America	920	4,556	5,476	380	250	630
Central and Latin America	187	841	1,028	153	31	184
Africa and the Middle East	212	1,464	1,676	100	60	160
Asia-Pacific	180	3,758	3,938	60	60	120
TOTAL	**5,693**	**32,339**	**38,032**	**2,373**	**940**	**3,313**

(in millions of euros) Geographic area	12.31.2009 Individual risks	Collective risks	Total exposure	Individual writedown losses	Collective writedown losses	Total writedowns
France	2,511	5,638	8,148	995	219	1,213
Other Western European countries	2,002	6,909	8,911	707	267	973
Eastern Europe	50	630	679	13	12	24
North America	1,066	3,621	4,687	446	515	961
Central and Latin America	74	699	773	40	37	77
Africa and the Middle East	62	1,062	1,124	18	78	96
Asia-Pacific	226	1,721	1,947	15	71	87
TOTAL	**5,991**	**20,278**	**26,269**	**2,233**	**1,198**	**3,431**

10.2.3 BREAKDOWN OF COLLECTIVE PROVISIONS BY BUSINESS SECTOR

Business sector	Collective provisions *Breakdown as a %*
Real estate	24.7%
Finance	18.2%
Transport	13.2%
Administrations	5.9%
Oil/Gas	5.0%
Communication	4.6%
Tourism/Hotels/Leisure	4.4%
Consumer goods	3.8%
Construction	2.2%
Services	2.2%
Base industries	2.1%
Pharmaceuticals/Healthcare	2.1%
Retail	2.0%
Technology	1.6%
International trade, Commodities	1.6%
Holdings and Conglomerates	1.4%
Telecommunications	1.3%
Utilities	0.8%
Mechanical and electrical engineering	0.7%
Food	0.6%
Aeronautic/Armed forces	0.5%
Other	0.5%
Electricity	0.3%
Automobile	0.2%
TOTAL	**100.0%**

87% of collective provisions on the Finance sector comprise provisions covering CDPCs (credit derivative product companies).

10.2.4 CHANGE IN COLLECTIVE PROVISIONS

(in millions of euros)	Provisions as at 12.31.2009	Additions(+) Reversals(-)	Conversion differences	Provisions as at 12.31.2010
By sector	1,087	(294)	42	836
By region	111	(15)	8	104
TOTAL	**1,198**	**(308)**	**50**	**940**

The segment reversal included a write-back of €280 million for CDPCs and a "pure" segment reversal of €14 million.

10.3 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 pillar III of part 3.3 in Chapter 3 "Risk Management".

10.4 Sensitive exposures in accordance with the recommendations of the Financial Stability Forum

Sensitive information, as defined by the Financial Stability Board, are presented in pillar III of part 3.3 in Chapter 3 "Risk Management".

NOTE 11 HEADCOUNT, PAYROLL COSTS, COMPENSATION AND EMPLOYEE BENEFITS

11.1 Number of employees

	12.31.2010	12.31.2009
Number of employees*	19,576	19,439

* *Full-time equivalent current employees of Natixis at the reporting date.*

11.2 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 compensation, employee incentives and profit-sharing for the period, the cost of pensions and other employee benefit obligations such as long-service awards and deferred compensation payable in cash twelve months or more after the end of the fiscal year in which the services were rendered.

Payroll costs totaled €2,646 million at December 31, 2010.

11.2.1 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 19 "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.

Variable remuneration settled in cash less than twelve months after the end of the fiscal year in which the services were rendered are recognized in expenses payable in the year of reference for which the services were rendered.

11.2.2 DEFERRED COMPENSATION

Retention plan

On March 18, 2009, Natixis set up a retention plan for Corporate and Investment Banking employees. The 2009 retention plan is designed to foster loyalty among key employees and encourage them to continue contributing to CIB's activities. The rights to deferred compensation vest gradually over a period running from the grant date (March 18, 2009) to July 1, 2012.

The amount settled in cash at each payment date depends on changes in performance-linked ratios relating to CIB and more generally Natixis, as well as the holding period.

This plan is considered to fall within the scope of IAS 19 and is accounted for as a long-term benefit. As the rights to such benefits vest over the period during which the related services are provided, the obligation representing the likely amount of benefits payable is recognized gradually over the vesting period. The calculation of the obligation takes into account actuarial assumptions regarding the likelihood that beneficiaries will meet the presence conditions, and performance and exercise criteria. These assumptions are revised on a regular basis. The Company does not apply the "corridor" method, and all actuarial gains and losses are therefore recognized immediately in income. At the reporting date, the obligation represents an actuarial assessment carried out in the same way as for obligations under defined benefit plans. The total cost recognized in respect of the retention plan in Natixis' financial statements at December 31, 2010 amounted to €30 million.

Share-based payment plans

Since the early 2010 implementation of a new variable compensation policy for certain categories of employees addressed by CRBF Regulation No. 97-02 as amended, five share-based payment plans have been established: two for services rendered in 2009 and three for services rendered in 2010. The accounting treatment of share-based deferred compensation is determined using the Natixis share *(see Note 5.18)*.

Plans relating to services rendered in 2009

- Plans settled in cash and indexed to the Natixis share: one-third will be paid in March 2011, one-third in March 2012 and the last third in March 2013;
- Plans settled in Natixis shares: one-third will be paid in March 2011, one-third in March 2012 and the last third in March 2013.

Compensation paid under these plans is subject to presence and performance conditions.

The estimated cost of the deferred compensation is recognized on a straight-line basis over the period during which beneficiaries must be present according to the plan, starting at the beginning of the reporting period in which the employee begins to provide the related service i.e., January 1, 2009 for compensation awarded in respect of 2009. The estimated cost recognized in the 2010 financial statements is:

- €17.5 million for the portion settled in cash indexed to the price of the Natixis share;
- €7.5 million for the portion settled in Natixis shares.

Plans relating to services rendered in 2010:

- Two plans are settled in cash indexed to the value of the Natixis share:
  - a long-term plan, one-third of which will be paid in September 2012, one-third in September 2013 and the last third in September 2014. Settlement is subject to presence and performance conditions,
  - a short-term plan that will be settled in September 2011, subject to a presence condition;
- A share-based plan, one-third of which will be paid in March 2012, one-third in March 2013 and the last third in March 2014. Settlement is subject to presence and performance conditions.

With the exception of the short-term plan, the estimated cost of the deferred compensation is recognized on a straight-line basis over the period during which beneficiaries must be present according to the plan, starting at the beginning of the reporting period in which the employee begins to provide the related service i.e., January 1, 2010 for compensation awarded in respect of 2010. The estimated cost recognized in the 2010 financial statements is:

- €5 million for the long-term plan settled in cash indexed to the price of the Natixis share;
- €7.6 million for the share-based plan.

The plans were approved by the Board of Directors at its meeting of February 22, 2011.

Regarding allocations not yet formally 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. The details of the plans and the assumptions used are described in Note 11.2.4.

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 2010 financial statements in the amount of €46.4 million.

Cash-settled deferred compensation

Cash-settled deferred variable compensation is granted to certain employees for services provided in 2010. This compensation is subject to conditions of presence and performance. In terms of accounting treatment, it is recorded under "Other long-term employee benefits". The estimated expense is based on an actuarial estimate of the probability of these conditions being met. It is recognized over the required period of presence. The amount recognized in respect of fiscal year 2010 was €19.8 million. The payment schedule is as follows: one-third will be paid in March 2012, one-third in March 2013 and the last third in March 2014.

11.2.3 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 old-age pension scheme and the national schemes AGIRC and ARRCO.

Pension plans for which employees can volunatarily 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)	12.31.2010
Contributions expensed under defined contribution plans	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. These plans include banking sector top-up pension plans, end-of-career awards, mutual health insurance funds and other contractual benefits accruing to retirees.

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.

The annual defined benefit plan expense comprises:

- additional entitlements vested by all employees;
- interest cost (impact of unwinding the discount);
- the expected return on plan assets;
- amortization of actuarial gains and losses (application of the "corridor" method) and past service costs;
- the impact of any plan curtailments or settlements.

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.

Obligations in respect of long-term employee benefits are accounted for on the same actuarial basis as post-employment defined benefit obligations, except that no "corridor" is applied to actuarial gains and losses and all past service costs are recognized immediately in income.

a) Impact of new laws and regulations

- Pension reform

In accordance with the Pension Reform Law No. 2010-1330 of November 9, 2010:

- the legal retirement age will gradually be raised from 60 in 2010 to 62 in 2018, and the retirement age to receive full benefits will be raised from 65 in 2010 to 67 in 2023,
- the contribution period will be increased.

These measures had no material impact on the obligations in respect of post-employment defined benefits schemes. The adjustment of retirement age assumptions used to determine the Company's commitments was recorded under actuarial gains or losses.

As Natixis has undertaken, in respect of the employment preservation (2009) and work adjustment (2008) plans, to carry the beneficiaries of these plans until the age of retirement on full benefits, this additional cost resulted in the recognition of an additional provision for plan restructuring in the amount of €6.7 million.

- Social Security Financing Act (LFSS) for 2011

The Social Security Financing Act for 2011 eliminated the exemption on the employer contribution base of 16% on benefits, which will now be taxed starting with the first euro.

This measure increased the commitment in respect of top-up pension schemes and generated actuarial losses.

b) Impact of internal restructuring measures or other changes in the consolidation scope

During 2010, the following changes took place in the scope of beneficiaries for Natixis' benefit plans:

- on January 1, 2010, the employees of the former Natixis Securities were transferred to the benefit plan operated by Natixis S.A. following the entity's legal merger *(see Note 3)*. With effect from this date, the employees concerned are eligible for end-of-career awards, supplementary healthcare benefits and long-service awards offered to Natixis S.A. employees;

- on January 1, 2010, the employees of the former Natixis Epargne Financière were transferred to the benefit plan operated by Natixis Asset Management following the entity's legal merger *(see Note 3)*. With effect from this date, the employees concerned are eligible for end-of-career awards, supplementary healthcare benefits and long-service awards offered to Natixis Asset Management employees;
- on September 1, 2010, the employees of the former GCE Paiements were transferred to the benefit plan operated by Natixis Paiements following the entity's legal merger *(see Note 3)*. With effect from this date, the employees concerned are eligible for end-of-career awards, supplementary healthcare benefits and long-service awards offered to Natixis Paiements employees.

c) Impact of the employment preservation plan launched in 2009

As certain affected employees will not end their careers at Natixis, this measure will reduce the obligations in respect of end-of-career awards, supplementary healthcare benefits and long-service awards.

A provision is recognized to cover obligations for the benefits maintained for employees aged 55 and over.

d) Main actuarial assumptions at December 31, 2010

By geographic area	France	Europe (excluding France)	US
Discount rate	3.14%	4.65%	5.48%
Expected return on plan assets	3.01%	4.77%	6.25%
Expected increase in salaries (including inflation)	3.58%	2.78%	4.02%
Rate of increase in healthcare costs	4.10%	4.30%	5.00%
Remaining average working lives of employees (*in years*)	12	9	12

For Natixis, 82% of gross liabilities relating to these plans arise in France.

For end-of-career allowances 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.

	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
Discount rate	4.10%	3.61%	3.14%	0.80%
Expected return on plan assets	4.85%	3.83%		

e) Employee benefit obligations at December 31, 2010

(in millions of euros)	Post-employment defined benefit plans		Other long-term employee benefits		
	Supplementary pension benefits and other	End-of-career awards	Long-service awards	Other	Total
Benefit obligation at January 1, 2010					
Net obligations recognized	85	117	42	12	256
Unrecognized actuarial gains and losses	69	24			93
Unrecognized past service cost	13	27			40
Total obligation at January 1, 2010	**167**	**168**	**42**	**12**	**389**
Benefits paid over the period	(13)	(3)	(3)		(19)
Benefits vested over the period	6	13	3	49	71
Interest cost	19	7	2		28
Expected return on plan assets, gross	(16)	(1)			(17)
Change in management fees					
Payments to the fund during the period					
Payment fees					
Plan amendments recognized over the period	2	4	3		9
Recognized actuarial gains and losses over the period	4	1	(3)		2
Other items	6				6
Change in obligation taken to income	**8**	**21**	**2**	**49**	**80**
Other items (change in consolidation scope, etc.)	(17)	2	(2)	1	(16)
Other changes recognized	**(17)**	**2**	**(2)**	**1**	**(16)**
Actuarial gains and losses on benefit obligations	(4)	(7)	(3)		(14)
Actuarial gains and losses/return on plan assets	(3)	(1)			(4)
Other actuarial gains and losses	4				4
Change in actuarial gains and losses not recognized	**(3)**	**(8)**	**(3)**		**(14)**
Plan amendments over the period	1	4	3		8
Other items	(1)			1	
Other changes not recognized		**4**	**3**	**1**	**8**
Benefit obligation at December 31, 2010					
Net recognized benefit obligations*	76	139	43	61	319
Unrecognized actuarial gains and losses	63	16			79
Unrecognized past service cost	11	27			38
TOTAL OBLIGATION AT JANUARY 1, 2010	**150**	**182**	**43**	**61**	**436**

* *Of which -€35 million related to a funding surplus.*

f) Change in the fair value of assets held to fund post-employment benefits granted to employees

(in millions of euros)	Post-employment defined benefit plans: Supplementary pension benefits and other	Post-employment defined benefit plans: End-of-career awards	Total
Fair value at January 1, 2010	**296**	**43**	**339**
Expected return on plan assets	16	1	17
Expected return on separate assets			
Actuarial gains and losses over the year	4	1	5
Contributions paid	10		10
Benefits paid	(9)		(9)
Impact of changes in exchange rates	10		10
Impact of changes in consolidation scope			
Transfers, curtailments and other	3	3	6
Fair value at December 31, 2010	**330**	**48**	**378**

g) Breakdown of assets held to fund post-employment benefits granted to employees

	Bonds	Shares	Money market assets	Real estate assets	Other	Total
Fair value of plan assets *(in millions of euros)*	185	124	30	3	36	378
Weighted % of plan assets	**49%**	**33%**	**8%**	**1%**	**10%**	**100%**

h) Experience adjustments relating to post-employment defined benefit plans and other long-term employee benefits

(in millions of euros)	12.31.2010	12.31.2009
Gross benefit obligation	**815**	**728**
Fair value of plan assets	**379**	**339**
Net benefit obligation in the balance sheet	436	389
Experience adjustments regarding plan assets (negative: gain)	0.45%	(5.52)%
Experience adjustments regarding plan liabilities (negative: gain)	(1.27)%	(1.48)%

i) Analysis of sensitivity to assumptions applied to defined benefit plans and other long-term employee benefits recognized at December 31, 2010

(as % of item) **+1% Sensitivity Analysis**	Post-employment defined benefit plans: Supplementary pension benefits and other	Post-employment defined benefit plans: End-of-career awards	Other long-term employee benefits: Long-service awards	Other long-term employee benefits: Other
Discount rate				
Impact on present value of gross benefit obligations at December 31	(13.05)	(5,69)	(3,13)	(0,73)
Rate of increase in healthcare costs				
Impact on present value of gross benefit obligations at December 31	0.90%			

(as % of item) -1% Sensitivity Analysis	Post-employment defined benefit plans: Supplementary pension benefits and other	End-of-career awards	Other long-term employee benefits: Long-service awards	Other
Discount rate				
Impact on present value of gross benefit obligations at December 31	15.32%	10.43%	9.68%	0.59%
Rate of increase in healthcare costs				
Impact on present value of gross benefit obligations at December 31	-0.65%			

11.2.4 STOCK OPTION PLANS AND OTHER SHARE-BASED PAYMENT PROGRAMS

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 scope	Exercisable as at	End of exercise option	Exercise price	Options outstanding at Dec. 31, 2010	Fair value	Share price at grant date
Plan 2007	01.29.2007	15,398,922	7,695,996	01.29.2011	01.28.2014	14.38	13,219,206	5.03	21.97
Plan 2008	01.21.2008	7,576,792	0	01.21.2012	01.20.2015	8.27	4,389,474	1.69	10.63

	2007 plan	2008 plan
Number of options at Jan. 1, 2010	**14,089,614**	**4,555,516**
• Granted in 2010		
• Lost in 2010	(870,408)	(166,042)
• Expired in 2010		
• Exercised in 2010		
Number of options at Dec. 31, 2010	**13,219,206**	**4,389,474**

MAIN ASSUMPTIONS USED FOR VALUING NATIXIS STOCK OPTION PLANS

	2007 plan	2008 plan
Valuation method	Black & Scholes	Black & Scholes
Risk-free interest rate (a)	4%	4%
Dividend payment rate (b)	4.75% p.a.	4.23% p.a.
Taux de perte des droits	2%	2%

(a) Based on the Bank's standard yield curve for interbank swaps.
(b) Dividend payment rates generally correspond to the last dividend payment made and no estimated future increases are taken into account.

EXPENSE RECOGNIZED IN THE INCOME STATEMENT

(in thousands of euros)	12.31.2010	12.31.2009
Net expense relating to Natixis stock option plans	5,799	14,124

Other share-based payment plans

Share-based deferred compensation granted to traders in 2010

PAYMENT PLANS SETTLED IN CASH INDEXED TO LONG-TERM SHARE PRICES

Year of plan	Grant date	Number of shares granted	Acquisition date	Fair value of the free share at the date of valuation *(in euros)*
			March 2011	3.46
			March 2012	3.16
2009 Plan	02.24.2010	13,990,425	March 2013	2.79
			September 2012	2.87
			September 2012	2.48
2010 Plan	02.22.2011	6,429,383	September 2014	2.09

PAYMENT PLANS SETTLED IN SHARES

Year of plan	Grant date	Number of shares granted	Acquisition date	Fair value of the free share at the date of valuation *(in euros)*
			March 2011	3.46
			March 2012	3.18
2009 Plan	02.24.2010	6,858,237	March 2013	2.83
			September 2012	3.17
			September 2012	2.80
2010 Plan	02.22.2011	7,769,874	September 2014	2.43

Share-based immediate compensation granted to traders in respect of 2010

PAYMENT PLANS SETTLED IN CASH INDEXED TO SHORT-TERM SHARE PRICES

Year of plan	Grant date	Valuation of the indexed share in cash *(in euros)*	Number of indexed shares in cash	Number of indexed shares in cash probable at the acquisition date	Fair value of the indexed shares in cash at the valuation date *(in euros)*
2010 Plan	09.01.2011	3.35	10,914,161	10,575,180	3.25

NOTE 12 CAPITAL MANAGEMENT

12.1 Share capital

FISCAL YEAR 2010

Ordinary shares	Number of shares	Par value	Capital *(in euros)*
At January 1	2,908,137,693	1.60	4,653,020,309
Capital increase	0		0
At December 31	2,908,137,693	1.60	4,653,020,309

12.2 Capital management

Natixis' main objectives in terms of capital management 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 2010.

12.3 Equity instruments issued

12.3.1 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 Notes and preference shares have been recognized as equity instruments issued in accordance with a clause concerning dividend payments which has since 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:

CHANGE IN OTHER EQUITY INSTRUMENTS IN THE FIRST-HALF YEAR 2010

(in millions of euros)	01.01.2010	Issues	Redemptions	Translation differences	Others	12.31.2010
Deeply Subordinated Notes	6,018	750	(2,350)		8	4,426
Preference shares(b)	202					202
TOTAL	**6,220**	**750**	**(2,350)**		**8**	**4,628**

12.3.2 SHAREHOLDER ADVANCES

On June 18, 2009, Natixis was granted two advances totaling €1.5 billion from its main shareholders, Banque Fédérale des Banques Populaires and Caisse Nationale des Caisses d'Epargne [1].

At December 31, 2010, Natixis had repaid all shareholder advances.

(1) *On August 3, 2009, Banque Fédérale des Banques Populaires and Caisse Nationale des Caisses d'Epargne merged, giving rise to BPCE, the new central body of the Banque Populaire and Caisse d'Epargne groups.*

NOTE 13 COMMITMENTS

13.1 Guarantee commitments

A financial guarantee is a contract that requires the issuer to compensate the holder of the contract for a 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)	12.31.2010	12.31.2009
Guarantee commitments given		
To banks	**4,087**	**1,999**
• Confirmation of documentary credits	1,140	967
• Other guarantees	2,947	1,032
To customers	**110,440**	**103,331**
• Real estate guarantees	378	486
• Administrative and tax bonds	398	438
• Other bonds and endorsements given	98,518	86,679
• Other guarantees	11,146	15,728
TOTAL COMMITMENTS FOR GUARANTEES GIVEN	**114,527**	**105,330**
Guarantee commitments received from banks	**17,230**	**18,270**

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, compensation 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.

13.2 Financing commitments

In accordance with IAS 39 (§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 lower-than-market interest rates.

Other financing commitments fall 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 is 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)	12.31.2010	12.31.2009
Financing commitments given		
To banks	**15,547**	**17,981**
To customers	**52,504**	**46,721**
• Documentary credits	2,893	2,027
• Other confirmed lines of credit	42,165	37,647
• Other commitments	7,447	7,047
TOTAL FINANCING COMMITMENTS GIVEN	**68,050**	**64,702**
Financing commitments received		
• due to banks	33,302	15,234
• customers	460	1,378
FINANCING COMMITMENTS RECEIVED	**33,762**	**16,612**

13.3 Commitments on securitizations

Natixis sets up securitization transactions on behalf of its customers and investors using specific conduits. Natixis extends liquidity lines to five of these vehicles, including two ABCP conduits (Versailles and Elixir). These lines totaled €4 billion at December 31, 2010.

A liquidity line in the amount of €1.1 billion was also granted to a vehicle (Hudson) for which Natixis is a co-sponsor.

Natixis also extended liquidity lines to several funds arranged by third parties (Landale, Northwest, Cedulas) for a total of €713 million.

At December 31, 2010, 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 14 POST CLOSING EVENTS

Banque Privée 1818 and Rothschild & Cie Gestion

On November 15, 2010, Banque Privée 1818 and Rothschild & Cie Gestion entered into an agreement defining the terms and conditions of the merger of their respective subsidiaries, 1818 Partenaires and Sélection R, in the interest of unifying their distribution platforms for independent wealth management advisers. Banque Privée 1818 will be the majority shareholder and will take operational control of the new entity.

The deal was approved by the French Prudential Supervisory Authority on December 9, 2010 and the European Commission's Directorate General for Competition is expected to issue an opinion in March 2011. The merger will be finalized in the first half of 2011.

Private equity fund NPE Natixis Mercosul Fund

At December 31, 2010, Natixis had entered into exclusive negotiations for the sale of equity investments held by the fully consolidated private equity fund NPE Natixis Mercosul Fund. The deal will be finalized in the first half of 2011.

NOTE 15 OTHER DISCLOSURES

15.1 Finance and operating leases

15.1.1 LEASES AS LESSOR

(in millions of euros) Leases as lessor	Residual maturity <1 year	1-5 years	>5 years	Total
Finance leases				
Gross investment	2,360	5,895	4,045	12,300
Present value of minimum lease payments receivable	2,130	5,091	3,275	10,496
Unearned finance income	230	804	770	1,804
Operating leases				
Minimum payments receivable under irrevocable leases	51	194	165	410

(in millions of euros) Leases as lessor	Real estate assets	Non-real estate assets	Total
Finance leases			
Unsecured residual value accruing to lessor	646	109	755

15.1.2 LEASES AS LESSEE

(in millions of euros) Leases as lessor	Real estate assets	Non-real estate assets	Total
Finance leases			
Net carrying amount	48		48

15.2 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 banks 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:

(in millions of euros)	12.31.2010			12.31.2009		
	BPCE	Banque Populaire (including BP CCIs)	Caisse d'Epargne (including CEP CCIs)	BPCE	Banque Populaire (including BP CCIs)	Caisse d'Epargne (including CEP CCIs)
Assets						
Assets at fair value through profit and loss	2,410	1,022	8,103	2,502	906	4,394
Available-for-sale financial assets	260	1,960	63	516	1,035	67
Loans and receivables to financial institutions	15,066	7,515	7,075	10,976	13,263	5,693
Customer loans and receivables	(17)	656	25		587	
Held-to-maturity financial assets	17			30	1	
Liabilities						
Financial liabilities at fair value through profit and loss	3,405	356	2,595	3,702	264	2,377
Due to banks	38,829	2,428	2,256	30,509	2,534	960
Customer deposits	22		6			
Debt securities		791			1,226	
Subordinated debt	1,338	2		824	4	29
Equity (DSNs and Shareholder advances)	3,634			5,858		
Income						
Interest and similar income	250	408	95	232	395	150
Interest and similar expenses	(706)	(72)	(78)	(757)	(83)	(43)
Net fee and commission income	(165)	(208)	40	(116)	(199)	(2)
Net gains or losses on financial instruments at fair value through profit and loss	(723)	222	1,579	(418)	334	851
Net gains or losses on available-for-sale financial assets						
Income and expenses from other activities	195	(16)	(40)	(5)	25	(20)
General operating expenses	(25)		(3)	(4)	(3)	(19)
Commitments						
Commitments extended	1,109	203	54,877	503	299	46,287
Commitments received	19,379	4,342	1,798	10,830	4,748	1,133

Relations with proportionally-consolidated entities and entities accounted for by the equity method are not material.

SUMMARY FINANCIAL INFORMATION FOR AFFILIATES

(in millions of euros) **Balance sheet – Assets**	12.31.2010 Banque Populaire CCIs	12.31.2010 Caisse d'Epargne CCIs
Cash and balances with central banks	3,257	1,123
Financial assets at fair value through profit and loss	6,495	5,851
Hedging instruments	284	638
Available-for-sale financial assets	24,290	35,735
Loans and receivables to financial institutions	28,614	128,781
Customer loans and receivables	147,134	156,070
Revaluation adjustments on portfolios hedged against interest rate risk	91	283
Held-to-maturity financial assets	1,223	1,935
Current tax assets, deferred tax assets	917	981
Accruals and other assets	3,608	4,716
Non-current assets held for sale		
Investments in associates	167	
Investment property	239	101
Property, plant & equipment	1,574	1,661
Intangible assets	77	127
Goodwill	685	
TOTAL ASSETS	**218,655**	**338,002**

(in millions of euros) **Balance sheet – Liabilities**	12.31.2010 Banque Populaire CCIs	12.31.2010 Caisse d'Epargne CCIs
Due to central banks	1	
Financial liabilities at fair value through profit and loss	2,989	1,204
Hedging instruments	792	2,266
Due to banks	45,155	95,353
Customer deposits	113,969	202,037
Debt securities	18,042	603
Revaluation adjustments on portfolios hedged against interest rate risk	20	236
Current tax liabilities, deferred tax liabilities	350	140
Accruals and other liabilities	4,953	4,797
Insurance companies' technical reserves	4,956	
Contingency reserves	1,284	1,356
Subordinated debt	1,846	1,881
Equity group share	24,137	28,129
Share capital and reserves	*7,738*	*14,485*
Retained earnings	*12,834*	*12,837*
Unrealized or deferred gains or losses	*2,579*	*(420)*
Net income/(loss)	*985*	*1,227*
Minority interests	*161*	
TOTAL LIABILITIES	**218,655**	**338,002**

(in millions of euros) **Income Statement**	**12.31.2010** Banque Populaire CCIs	Caisse d'Epargne CCIs
Interest and similar income	7,573	10,685
Interest and similar expenses	(4,003)	(6,269)
Fee and commission income	2,852	2,715
Fee and commission expense	(529)	(441)
Net gains or losses on financial instruments at fair value through profit and loss	141	47
Net gains or losses on available-for-sale financial assets	139	222
Income from other activities	1,426	171
Expenses from other activities	(1,396)	(228)
Net revenues/(loss)	**6,203**	**6,902**
General operating expenses	(3,706)	(4,245)
Writedown, amortization and impairment of property, plant and equipment and intangible assets	(228)	(237)
Gross operating income	**2,269**	**2,420**
Provisions for credit losses	(731)	(334)
Gross operating income	**1,538**	**2,086**
Share in income from associates	20	
Gains or losses on other assets	(15)	(189)
Change in value of goodwill	(37)	
Income before tax	**1,506**	**1,897**
Income tax	(512)	(670)
Net income	**994**	**1,227**
Minority interests	(9)	
Net income (group share)	**985**	**1,227**
Net income (group share) for 20% shareholdings in CCIs	**197**	**245**
Restatements on consolidation:		
• Profit from the increase in the share in income	23	55
• Other restatements	(41)	(5)
Share in income in Natixis' financial statements	**179**	**295**

MANAGEMENT COMPENSATION

(in euros)	**12.31.2010**	**12.31.2009**
Natixis directors [(a)]	452,500	none
Executive officers [(b)]	4,555,707	4,775,537

(a) In 2010, 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 Compensation Committee received a fixed payment (€5,000 and €3,000, respectively) and a variable payment of €1,000 per meeting per person.

This compensation was paid in full at the end of the year.

It was decided at the Board Meeting of December 17, 2009, that no attendance fees would be paid to Directors in respect of 2009.

(b) Total gross compensation paid to members of Natixis' Senior Management Committee during their term of office during the period, including the Chief Executive Officer.

Number of members of the Senior Management Committee in 2010 and 2009: 9.

COMPENSATION OF EXECUTIVE CORPORATE OFFICERS

Total gross compensation paid to executive corporate officers was as follows:

(in euros)	12.31.2010	12.31.2009
Philippe Dupont, Executive Chairman of Natixis		60,083
Dominique Ferrero, Member of the Natixis Executive Board		581,148
Jean Marc Moriani, Member of the Natixis Executive Board		1,013,101
Laurent Mignon, CEO	992,784	510,119

No stock options were awarded to executive corporate officers in 2010 and 2009.

No stock options previously granted to executive corporate officers vested in 2010 and 2009.

RETIRING EXECUTIVE OFFICERS

1) Chief Executive Officer: current plan

Natixis' Chief Executive Officer currently enjoys the retirement benefits plan offered to upper management officers ("hors classification"):

- Social Security System (Tranche A)*;
- Mandatory ARRCO contributions in tranche A (overall rate 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*.

2) Chief Executive Officer: future plan

Following changes in the law and new recommendations by AFEP/MEDEF, Groupe BPCE has also been obliged to close its retirement benefits plans (BP and CE) for executive officers.

A BPCE-Natixis working group is drawing up proposals for a new bylaw covering executive corporate officers' retirement and provident insurance plans.

This new bylaw is expected to apply to Natixis' Chief Executive Officer.

SEVERANCE PAYMENTS

The Supervisory Board at its December 18, 2008 Meeting agreed that no severance payments should be paid to the departing Chairman and Chief Executive Officer.

15.3 Insurance companies

15.3.1 INSURANCE COMPANY RESULTS

The insurance industry companies within Natixis' scope of consolidation are: Coface and its subsidiaries (credit insurance, business information and debt management services), Natixis Assurances and its subsidiaries (life insurance, personal risk insurance, property and casualty insurance) and Natixis Assurance (life insurance).

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 the 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. Technical reserves and claims expenses are charged to net revenues rather than recognized as provisions for risk.

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.

* *Tranche A corresponds to the fraction of annual compensation between €0 and €35,352.*
Tranche B corresponds to the fraction of annual compensation between €35,352 and €141,408.
Tranche C corresponds to the fraction of annual compensation between €141,408 and €282,816.

(in millions of euros)	12.31.2010 Insurance format Total	Net revenues	General operating expenses	Gross operating expenses	Taxes	Other items	12.31.2010 Banking Format Net income
Premiums written	*6,140*	*6,140*		*6,140*			*6,140*
Change in unearned premium income	*(19)*	*(19)*		*(19)*			*(19)*
Earned premiums	6,121	6,121		6,121			6,121
Banking operating income	121	121		121			121
Revenues and other operating income	316	316		316			316
Other operating income	43	43		43			43
Investment income	*1,393*	*1,393*		*1,393*			*1,393*
Investment expenses	*(141)*	*(118)*	*(11)*	*(129)*		*(12)*	*(141)*
Capital gains and losses on disposal of investments (net of reversals, writedowns and amortization)	*34*	*33*		*33*		*1*	*34*
Change in fair value of investments carried at fair value through profit and loss	*335*	*335*		*335*			*335*
Change in writedowns on investments	*(82)*	*(78)*		*(78)*		*(4)*	*(82)*
Investment income (net of expenses)	**1,539**	**1,565**	**(11)**	**1,554**		**(15)**	**1,539**
Policy benefit expenses	**(7,025)**	**(6,972)**	**(53)**	**(7,025)**			**(7,025)**
Reinsurance transfer income	*2,416*	*2,416*		*2,416*			*2,416*
Reinsurance transfer expenses	*(1,995)*	*(1,995)*		*(1,995)*			*(1,995)*
Income and expenses net of reinsurance transfers	**421**	**421**		**421**			**421**
Provisions for credit losses	(13)					(13)	(13)
Banking operating expenses							
Policy acquisition costs	(472)	(326)	(146)	(472)			(472)
Amortization of portfolio values and related items		(61)					
Administrative costs	(406)	(183)	(223)	(406)			(406)
Other recurring operating income and expenses	(386)	(44)	(334)	(378)		(8)	(386)
Other operating income and expenses	(6)	8	(14)	(6)			(6)
Operating income (Loss)	**253**	**1,070**	**(781)**	**289**		**(36)**	**253**
Finance expense	(35)	(35)		(35)			(35)
Share in income of affiliates	14					14	14
Income taxes	(28)				(28)		(28)
After-tax income from discontinued activities							
Minority interests	(3)					(3)	(3)
CONSOLIDATED NET INCOME	**201**	**1,035**	**(781)**	**254**	**(28)**	**(25)**	**201**

15.3.2 INSURANCE COMPANY CONTRIBUTIONS TO THE CONSOLIDATED INCOME STATEMENT

(in millions of euros)	12.31.2010	12.31.2009
Interest and similar income	1,139	1,094
Interest and similar expenses	(99)	(80)
Fee and commission income	386	449
Fee and commission expense	(402)	(354)
Net gains or losses on financial instruments at fair value through profit and loss	386	645
Other operating Net gains or losses on available-for-sale financial assets income	49	(235)
Income from other activities Investment income	4,537	5,068
Expenses from other activities	(4,961)	5,863
Net revenues	**1,035**	**725**
Operating expenses	(767)	(790)
Writedown, amortization and impairment provisions	(14)	(14)
Gross operating income (loss)	**254**	**(79)**
Provision for credit losses	(28)	(26)
Gross operating income (loss)	**226**	**(105)**
Share in income of equity method affiliates	14	12
Gains or losses on other assets	(8)	19
Change in value of goodwill		
Income (loss) before tax	**232**	**(74)**
Income tax	(28)	13
Net income (loss)	**204**	**(61)**
Minority interests	(3)	(5)
NET INCOME (GROUP SHARE)	**201**	**(66)**

15.4 Statutory Auditors' fees

The bank's financial statements are audited by three independent accounting firms.

Mazars was appointed by the shareholders at the Combined General Meeting of November 17, 2006, for a term of six years ending as of the General Shareholders' Meeting called to approve the 2012 financial statements. The term of Deloitte & Associés as well KPMG were renewed at the General Meeting of May 2010 for a term of six years ending as of the General Meeting called to approve the 2016 financial statements.

- Deloitte & Associés – 185, avenue Charles-de-Gaulle – 92524 Neuilly-sur-Seine cedex;
- KPMG Audit, Département de KPMG S.A. – 1 cours Valmy – 92923 Paris La Défense Cedex;
- Mazars – Immeuble Exaltis 61, rue Henri-Régnault – 92075 La Défense cedex.

The Statutory Auditors were paid the following amounts in return for their work:

	Deloitte & Associés				KPMG				MAZARS			
	Amounts due		%		Amounts due		%		Amounts due		%	
(in millions of euros)	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009
Audit												
• Independent audit, certification & examination of the separate and consolidated accounts	8,334	8,828	86%	95%	4,281	4,469	84%	98%	3,359	3,588	91%	97%
Issuer	*1,453*	*2,129*	*15%*	*23%*	*1,441*	*1,852*	*28%*	*41%*	*1,699*	*1,734*	*46%*	*47%*
Fully and proportionally consolidated subsidiaries and branches	*6,881*	*6,699*	*71%*	*72%*	*2,840*	*2,617*	*55%*	*58%*	*1,660*	*1,854*	*45%*	*50%*
• Other procedures and services directly related to the Statutory Auditor's engagement	1,016	235	10%	3%	56	7	1%	0%	125	48	3%	1%
Issuer	*842*	*134*	*9%*	*1%*	*0*	*0*	*0%*	*0%*	*65*	*48*	*2%*	*1%*
Fully and proportionally consolidated subsidiaries and branches	*174*	*101*	*2%*	*1%*	*56*	*7*	*1%*	*0%*	*60*	*0*	*2%*	*0%*
Sub-total	**9,350**	**9,064**	**97%**	**97%**	**4,337**	**4,476**	**85%**	**99%**	**3,484**	**3,636**	**94%**	**98%**
Other services provided by the firms to fully and proportionally consolidated subsidiaries												
Legal, tax and employee-related	155	123	2%	1%	726	23	14%	1%	2	0	0%	0%
Others	183	112	2%	1%	56	44	1%	1%	225	77	6%	2%
Sub-total	**338**	**235**	**3%**	**3%**	**782**	**67**	**15%**	**1%**	**227**	**77**	**6%**	**2%**
TOTAL	**9,688**	**9,299**	**100%**	**100%**	**5,119**	**4,543**	**100%**	**100%**	**3,711**	**3,713**	**100%**	**100%**

The Deputy Auditors are:

- BEAS, 7-9 Villa Houssay – 92200 Neuilly-sur-Seine;
- Mr Malcolm McLarty, 1 cours Valmy – 92923 Paris La Défense Cedex;
- Mr Patrick de Cambourg, Immeuble Exaltis – 61, rue Henri-Régnault – 92075 La Défense cedex.

NOTE 16 COMPARATIVE CONSOLIDATION SCOPE

COMPANIES INCLUDED IN THE SCOPE OF CONSOLIDATION

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
CORPORATE AND INVESTMENT BANKING							
NATIXIS S.A.	Holding	FC	100	100	100	100	France
NATIXIS SECURITIES [(9)]**	Brokerage		0	0	100	100	France
DUPONT-DENANT CONTREPARTIE [(18)]	Investment company	FC	100	100	50	50	France
NATIXIS REAL ESTATE FEEDER SARL [(5)]	Investment company	FC	100	100	0	0	Luxembourg
SNC TOLBIAC FINANCE [(1)]	Investment company	FC	100	100	100	100	France
NATIXIS ASIA LTD	Other financial company	FC	100	100	100	100	Hong Kong
NATIXIS ENVIRONNEMENT & INFRASTRUCTURES	Management of venture capital mutual funds	FC	100	100	100	100	France
NATIXIS ENVIRONNEMENT & INFRASTRUCTURES Luxembourg [(25)]	Management of venture capital mutual funds	FC	61	61	0	0	Luxembourg
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
GARBO INVEST [(1) (28)]	Investment company		0	0	100	100	France
NATEXIS ABM CORP LLC	Trading in securitized instruments	FC	100	100	100	100	United States
NATIXIS ABM CORP.	Trading in securitized instruments	FC	100	100	100	100	United States
NATIXIS BLEICHROEDER INC.	Investment company	FC	100	100	100	100	United States
NATEXIS COMMODITY MARKETS LTD	Precious metals brokerage	FC	100	100	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 FINANCE	Merger and acquisition advisory services	FC	100	100	100	100	France
NATIXIS FUNDING [(1)]**	Market making on secondary debt market	FC	100	100	100	100	France
NATIXIS IMMO DÉVELOPPEMENT	Real estate development and renovation	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATIXIS TRUST (formerly-Natixis Luxembourg)* [21]	Bank	FC	100	100	100	100	Luxembourg
NATIXIS TRANSPORT FINANCE**	Bank	FC	100	100	100	100	France
NATIXIS MARCO	Investment company	FC	100	100	100	100	France
NATIXIS BELGIQUE INVESTISSEMENTS	Investment company	FC	100	100	100	100	Belgium
EDF INVESTISSEMENT GROUPE	Investment company	PC	7	7	7	7	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 S.A.	Investment company	FC	100	100	100	100	Luxembourg
NATIXIS ALTERNATIVE ASSETS (formerly NATIXIS ALTERNATIVE INVESTMENTS INTERNATIONAL S.A)*	Holding	FC	100	100	100	100	Luxembourg
NATIXIS ALTERNATIVE INVESTMENTS LIMITED [2]	Fund management		0	0	100	100	United Kingdom
IXIS ALTERNATIVE HOLDING LIMITED [2]	Holding		0	0	100	100	United Kingdom
NATINIUM FINANCIAL PRODUCTS [1]	Securitization vehicle	FC	100	100	100	100	Ireland
GAMMA [1]	Securitization vehicle	FC	100	100	100	100	France
SAHARA FINANCE EUR LTD [1]	Securitization vehicle	FC	100	100	100	100	Ireland
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
NATEXIS 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

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
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	Dubai
NATIXIS CAPITAL MARKETS GROUP							
NATIXIS NORTH AMERICA LLC (ex-NATIXIS NORTH AMERICA INC.)*	Holding	FC	100	100	100	100	United States
NATIXIS INVESTMENT MANAGEMENT CORP. (2)	Other financial company		0	0	100	100	United States
NATIXIS FUNDING CORP	Other financial company	FC	100	100	100	100	United States
NATIXIS COMMERCIAL PAPER CORP	Other financial company	FC	100	100	100	100	United States
NATIXIS SECURITIES NORTH AMERICA INC.	Brokerage	FC	100	100	100	100	United States
NATIXIS FINANCIAL PRODUCTS LLC (formerly NATIXIS FINANCIAL PRODUCTS Inc.)*	Derivatives transactions	FC	100	100	100	100	United States
NATIXIS MUNICIPAL PRODUCTS INC. (2)	Secondary markets finance		0	0	100	100	United States
NATIXIS DERIVATIVES INC.	Brokerage	FC	100	100	100	100	United States
NATIXIS REAL ESTATE HOLDINGS LLC (formerly NATIXIS REAL ESTATE CAPITAL INC.)*	Real estate finance	FC	100	100	100	100	United States
NATIXIS CAPITAL ARRANGER CORP	Brokerage services	FC	100	100	100	100	United States
CDC HOLDING TRUST	Secondary markets finance	FC	100	100	100	100	United States
IXIS STRATEGIC INVESTMENTS CORP.	Other financial company	FC	100	100	100	100	United States
IXIS HAWAII SPECIAL MEMBER LLC (1)	Commercial real estate finance	FC	100	100	100	100	United States
IXIS LT INVESTOR LLC (1)	Other financial company	FC	100	100	100	100	United States
PLAZA SQUARE APARTMENTS OWNERS LLC (1)	Real estate finance	FC	100	100	100	100	United States
CANZAS SECURISATION LLC (1) (7)	Real estate finance	FC	100	100	0	0	United States

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
LAVENDER TRUST [1] [7]	Real estate finance	FC	100	100	0	0	United States
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	0	0	United States
NH PHILADELPHIA PROPERTY LP [1]	Real estate finance	FC	100	100	100	100	United States
SUMMER COMMONS LLC [1]	Real estate finance	FC	100	100	100	100	United States
MSR TRUST [1]	Real estate finance	FC	100	100	100	100	United States
LIDO APARTMENTS LLC [1] [3]	Real estate finance		0	0	100	100	United States
WTC OWNER LLC [1]	Real estate finance	FC	100	100	100	100	United States
IXIS CMNA ACCEPTANCES LLC [1]	Other financial company	FC	100	100	100	100	United States
IXIS CMNA INTERNATIONAL HOLDINGS INC. [1]	Other financial company	FC	100	100	100	100	United States
IXIS CMNA IP ASSETS HOLDINGS (Luxembourg) SCA [1]	Other financial company	FC	100	100	100	100	Luxembourg
IXIS CMNA (Australia) (No. 2) LLC [1]	Other financial company	FC	100	100	100	100	United States
IXIS CMNA (Australia) (No. 2) SCA [1]	Other financial company	FC	100	100	100	100	Luxembourg
IXIS CMNA (Australia) HOLDINGS (N°2) INC. [1]	Other financial company	FC	100	100	100	100	United States
IXIS CMNA (Australia) HOLDINGS INC. [1]	Other financial company	FC	100	100	100	100	United States
NATIXIS CORPORATE SOLUTIONS GROUP							
NEXGEN FINANCIAL HOLDINGS Ltd	Investment company	FC	100	100	100	100	Ireland
NEXGEN REINSURANCE Ltd	Reinsurance	FC	100	100	100	100	Ireland
UNIVERSE HOLDINGS Ltd	Investment company	FC	100	100	100	100	Cayman Islands
NEXGEN CAPITAL Ltd	Investment company	FC	100	100	100	100	Ireland
NEXGEN MAURITIUS Ltd	Investment company	FC	100	100	100	100	Mauritius
NATIXIS CORPORATE SOLUTIONS (ASIA) Pte Ltd	Investment company	FC	100	100	100	100	Singapore
NATIXIS CORPORATE SOLUTIONS Ltd	Investment company	FC	100	100	100	100	Ireland
GUAVA CDO Ltd [1] [19]	Other financial company		0	0	100	100	Jersey

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
ULTIMA TRADING & GLOBAL STRATEGIES Ltd (1)	Other financial company	FC	100	100	100	100	Cayman Islands
ULTIMA TRADING & GLOBAL STRATEGIES II Ltd (1)	Other financial company	FC	100	100	100	100	Cayman Islands
ULTIMA TRADING & GLOBAL STRATEGIES III Ltd (1) (7)	Other financial company	FC	100	100	0	0	Cayman Islands
INVESTMENT SOLUTIONS							
Asset Management							
NATIXIS GLOBAL ASSET MANAGEMENT GROUP							
NATIXIS GLOBAL ASSET MANAGEMENT	Holding	FC	100	100	100	100	France
ABSOLUTE ASIA DYNAMIC EQUITIES FUND (1)	Asset Management	FC	100	100	100	100	United States
ABSOLUTE ASIA DYNAMIC EQUITIES FUND-40 Act Fund (1) (7)	Asset Management	FC	100	100	0	0	United States
AEW ADVISORS, INC.	Asset Management	FC	100	100	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 (7)	Asset Management	FC	100	60	0	0	United Kingdom
AEW EUROPE LLP (7)	Asset Management	FC	100	60	0	0	United Kingdom
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 GLOBAL REAL ESTATE SECURITIES FUND (1) (3)	Asset Management		0	0	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 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 VIF INVESTORS, INC.	Asset Management	FC	100	100	100	100	United States

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
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
ALPHASIMPLEX MANAGED FUTURES FUND [(1) (7)]	Asset Management	EM	48	48	0	0	United States
ALTERNATIVE STRATEGIES GROUP LLC	Asset Management	FC	100	100	100	100	United States
ASAHI NVEST INVESTMENT ADVISORY CO, LTD	Retail	EM	49	49	49	49	Japan
ASG DIVERSIFYING STRATEGIES FUND [(1) (6)]	Asset Management		0	0	60	60	United States
ASG LASER FUND [(1)]	Asset Management	FC	76	76	69	69	United States
CAPITAL GROWTH MANAGEMENT, LP	Asset Management	EM	50	50	50	50	United States
CASPIAN CAPITAL MANAGEMENT, LLC	Asset Management	FC	51	51	51	51	United States
CGW GESTION D'ACTIFS	Asset Management	EM	33	20	33	20	France
CREA WESTERN INVESTORS I, INC.	Asset Management	FC	100	100	100	100	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 [(10)]	Asset Management	FC	100	60	0	0	France
AEW GLOBAL LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW EUROPE PARTNERSHIP [(20)]	Asset Management		0	0	100	60	United Kingdom
AEW GLOBAL UK LTD	Asset Management	FC	100	60	100	60	United Kingdom
AEW COINVEST [(7)]	Asset Management	FC	60	60	0	0	France
NATIXIS EPARGNE FINANCIERE [(16)]	Asset Management		0	0	100	100	France
NATIXIS EPARGNE FINANCIÈRESERVICES (formerly NATIXIS ÉPARGNE FINANCIÈRE GESTION FCP)*	Asset Management	FC	100	100	100	100	France
EPI SLP LLC [(1)]	Asset Management	FC	100	60	100	60	United States
EPI SO SLP LLC [(1) (7)]	Asset Management	FC	100	60	0	0	United States
FEDERAL STREET MANAGEMENT, INC.	Asset Management	FC	100	100	100	100	United States
GATEWAY INVESTMENT ADVISERS, LLC	Asset Management	FC	100	100	100	100	United States
GATEWAY HEDGE US EQUITIES FUND [(1)]	Asset Management	FC	53	53	68	68	United States

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
H2O ASSET MANAGEMENT (22)	Asset Management	FC	50	50	0	0	United Kingdom
HANSBERGER GROUP, INC.	Asset Management	FC	100	100	99	99	United States
HANSBERGER GLOBAL INVESTORS, INC	Asset Management	FC	100	100	100	100	United States
HANSBERGER GLOBAL (HK) LTD	Asset Management	FC	100	100	100	100	United States
HANSBERGER INVESTMENT ADVISORS PRIVATE Ltd (7)	Asset Management	FC	100	100	0	0	India
HARRIS ALTERNATIVES HOLDING INC	Holding	FC	100	100	100	100	United States
AURORA ASG GLOBAL OPPORTUNITIES FUND (1) (7)	Asset Management	FC	100	100	0	0	United States
AURORA INVESTMENT MANAGEMENT LLC	Asset Management	FC	100	100	100	100	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
HANSBERGER FOCUSED INTERNATIONAL EQUITY FUND (formerly HGI/VN GLOBAL EQUITIES Fund) (1) (7)	Asset Management	FC	100	100	0	0	United States
AEW EUROPE S.A. (11)	Asset Management	FC	60	60	60	60	France
AEW ITALIA	Asset Management	FC	100	60	100	60	Italy
AEW LUXEMBOURG	Asset Management	FC	100	60	100	60	Luxembourg
NATIXIS GLOBAL ASSOCIATES AUSTRALIA HOLDINGS, LLC	Holding	FC	100	100	100	100	Australia
NATIXIS ASSET MANAGEMENT ADVISERS, LP	Retail	FC	100	100	100	100	United States
ABSOLUTE ASIA AM	Asset Management	FC	100	100	100	100	Singapore
NATIXIS DISTRIBUTION CORPORATION	Retail	FC	100	100	100	100	United States
NATIXIS DISTRIBUTORS, LP	Retail	FC	100	100	100	100	United States
NATIXIS ASSET MANAGEMENT JAPAN CO., LTD	Asset Management	FC	100	100	100	100	Japan
NATIXIS INVESTMENT SERVICES JAPAN, LTD	Retail	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

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
LOOMIS SAYLES ALPHA, LLC [12]	Asset Management		0	0	100	100	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 CONSUMER DISCRETIONARY, LLC [1] [3]	Asset Management		0	0	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 MULTI-STRATEGY ALPHA, LP [1] [12]	Asset Management		0	0	100	100	United States
LOOMIS SAYLES MULTI-STRATEGY ALPHA MASTER FUND, Ltd [1] [12]	Asset Management		0	0	100	100	United States
LOOMIS SAYLES MULTI-STRATEGY ALPHA FUND, Ltd [1] [12]	Asset Management		0	0	100	100	United States
LOOMIS SAYLES MULTI-ASSET REAL RETURN CAYMAN FUND [1] [7]	Asset Management	FC	100	100	0	0	United States
LOOMIS SAYLES MULTI-ASSET REAL RETURN FUND [1] [7]	Asset Management	FC	89	89	0	0	United States
LOOMIS SAYLES ABSOLUTE STRATEGIES FUND (LUX) [1] [7]	Asset Management	FC	100	100	0	0	United States
LOOMIS SAYLES ABSOLUTE STRATEGIES FUND (US) [1] [7]	Asset Management	FC	84	84	0	0	United States
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
MC MANAGEMENT, INC.	Holding	FC	100	100	100	100	United States
MC MANAGEMENT, LP	Holding	FC	100	100	100	100	United States
LOOMIS SAYLES GLOBAL EQUITIES OPPORTUNITIES FUND (formerly NATIXIS LOOMIS SAYLES GLOBAL GROWTH FUND) [1]	Asset Management	FC	100	100	100	100	United States
NATIXIS ASSET MANAGEMENT IMMOBILIER [10] [11]	Real estate management (SCPI)		0	0	100	60	France
NAMI AEW EUROPE [10]	Asset Management	FC	100	60	0	0	France
NATIXIS ASSET MANAGEMENT	Asset Management	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATIXIS FORMATION EPARGNE FINANCIERE (formerly NATIXIS ASSET MANAGEMENT PARTICIPATIONS 1)*	Holding	FC	100	100	100	100	France
NATIXIS ASSET MANAGEMENT FINANCE (formerly NATIXIS ASSET MANAGEMENT PARTICIPATIONS 2)***	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT CORPORATION	Holding		0	0	100	100	United States
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 2	Holding	FC	100	100	100	100	France
NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 3	Holding	FC	100	100	100	100	France
AXELTIS S.A. (formerly NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 4)*	Holding		0	0	100	100	France
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
NATIXIS GLOBAL ASSOCIATES ITALIA	Asset Management	FC	100	100	100	100	Italy
NATIXIS GLOBAL ASSOCIATES LUXEMBOURG	Retail	FC	100	100	100	100	Luxembourg
NATIXIS GLOBAL ASSOCIATES UK	Retail	FC	100	100	100	100	United Kingdom
NATIXIS ASG HOLDINGS, INC.	Retail	FC	100	100	100	100	United States
NATIXIS GLOBAL ASSOCIATES, LLC	Retail	FC	100	100	100	100	United States
NATIXIS GLOBAL ASSOCIATES SWITZERLAND	Asset Management	FC	100	100	100	100	Switzerland
NATIXIS MULTIMANAGER	Asset Management	FC	100	100	100	100	France
NATIXIS CASPIAN PRIVATE EQUITY GP, LP [(1)]	Asset Management	EM	40	40	40	40	United States

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATIXIS OAKMARK GLOBAL FUND [1] [7]	Asset Management	FC	93	93	0	0	United States
NATIXIS OAKMARK INTERNATIONAL FUND [1] [7]	Asset Management	FC	82	82	0	0	United States
NATIXIS SECURITIES INVESTMENT CONSULTING Co. LTD	Asset Management	FC	100	100	100	100	Taiwan
OSSIAM [23]	Asset Management	FC	51	51	0	0	France
PBW REAM	Asset Management	FC	100	60	99	59	Netherlands
REICH & TANG ASSET MANAGEMENT, LLC	Asset Management	FC	100	100	100	100	United States
REICH & TANG DEPOSIT SOLUTIONS [7]	Asset Management	FC	100	100	0	0	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
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
WESTPEAK ACTIVE BETA FUND [1] [7]	Asset Management	FC	100	100	0	0	United States
WESTPEAK GLOBAL ADVISORS, LP [29]	Asset Management		0	0	100	100	United States
WESTPEAK INVESTMENT ADVISORS, INC.[29]	Asset Management		0	0	100	100	United States
OTHER ENTITIES							
NATIXIS US HOLDINGS Inc (formerly NATIXIS GLOBAL ASSET MANAGEMENT CORPORATION)	Holding	FC	100	100	0	0	France
AXELTIS S.A. (formerly NATIXIS GLOBAL ASSET MANAGEMENT PARTICIPATIONS 4)*** [13]	Holding	FC	100	100	0	0	France
NATIXIS AXELTIS LTD (formerly AXELTIS LTD)* [2]	Fund distribution		0	0	100	100	United Kingdom
Private Equity – Third Party Asset Management							
BP DÉVELOPPEMENT	Venture capital	FC	42	42	42	42	France
DHALIA A SICAR SCA [1]	Private equity	FC	100	100	100	100	Luxembourg

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATEXIS PRIVATE EQUITY OPPORTUNITIES	Private equity	FC	93	93	89	89	France
NAXICAP PARTNERS	Management of venture capital mutual funds	FC	100	100	100	100	France
NATIXIS PRIVATE EQUITY CASPIAN IA, LP (1) (25)	Private equity	FC	97	97	0	0	United States
NATIXIS PRIVATE EQUITY CASPIAN IB, LP (1) (25)	Private equity	FC	73	73	0	0	United States
Private Banking							
NATIXIS PRIVATE BANKING (1)	International wealth management	FC	100	100	100	100	France
NATIXIX BANK (formerly NATIXIS PRIVATE BANKING INTERNATIONAL)* (21)	International wealth management	FC	100	100	100	100	Luxembourg
COMPAGNIE 1818 GROUP							
ANTÉIS EPARGNE (14)	Insurance brokerage		0	0	51	51	France
1818 PARTENAIRES (formerly CENTRE FRANCAIS DU PATRIMOINE)*	Relationships with business brokers	FC	100	100	100	100	France
BANQUE PRIVÉE 1818* (formerly LA COMPAGNIE 1818 – BANQUIERS PRIVEES)**	Holding	FC	100	100	100	100	France
1818 – GESTION (formerly LA COMPAGNIE 1818 – GESTION)*	Mutual fund holding company	FC	100	100	100	100	France
1818 IMMOBILIER (formerly LA COMPAGNIE 1818 IMMOBILIER)*	Real estate operations	FC	100	100	100	100	France
MANTRA GESTION	Mutual fund holding company	EM	34	34	34	34	France
Insurance							
ADIR	Property damage insurance	EM	34	34	34	34	Lebanon
ASSURANCES BANQUE POPULAIRE ACTIONS (1)	Insurance investment mutual fund	FC	99	99	99	98	France
ASSURANCES BANQUE POPULAIRE CROISSANCE RENDEMENT (1)	Insurance investment mutual fund	FC	97	97	97	97	France
ASSURANCES BANQUE POPULAIRE IARD	Property damage insurance	EM	50	50	50	50	France
ASSURANCES BANQUE POPULAIRE MIDCAP (1)	Insurance investment mutual fund	FC	100	100	100	100	France
ASSURANCES BANQUE POPULAIRE PRÉVOYANCE	Pensions and disability insurance	FC	100	100	100	100	France
ASSURANCES BANQUE POPULAIRE VIE	Life insurance	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATIXIS ASSURANCES PARTENAIRES (formerly FONCIER ASSURANCE)* (4)	Insurance	FC	100	100	60	60	France
FRUCTIFONCIER (1)	Insurance real estate investments	FC	100	100	100	100	France
NAMI INVESTMENT (1)	Insurance real estate investments	FC	100	100	100	100	France
NATIXIS ASSURANCES	Insurance company holding company	FC	100	100	100	100	France
VITALIA VIE	Life insurance	FC	100	100	100	100	France
NATIXIS LIFE	Life insurance	FC	100	100	100	100	Luxembourg
FINANCIAL SPECIALIZED SERVICES							
Consumer finance							
NATIXIS CONSUMER FINANCE* (formerly ECRINVEST 11)	Holding	FC	100	100	100	100	France
NATIXIS FINANCEMENT**	Consumer loans	FC	67	67	67	67	France
NATIXIS CONSUMER FINANCE IT (formerly NATIXIS CONSUMER FINANCE)	Consumer loans	FC	100	100	100	100	France
Film Industry Financing							
NATIXIS COFICINÉ** (4)	Finance company (audiovisual)	FC	100	100	94	94	France
Factoring							
NATIXIS FACTOR**	Factoring	FC	100	100	100	100	France
NATIXIS FACTOR Portugal	Factoring	FC	100	100	100	100	Portugal
VR FACTOREM GMBH (27)	Factoring		0	0	25	25	Germany
NATIXIS FACTOR ITALIE – SUCC (NATIXIS FACTOR)	Factoring	FC	100	100	100	100	Italy
Employee Savings Scheme							
NATIXIS INTERÉPARGNE**	Payroll savings accounts	FC	100	100	100	100	France
NATIXIS INTERTITRES	Service vouchers offer	FC	100	100	100	100	France
Sureties and Financial guarantees							
NATIXIS GUARANTEES GROUP							
COMPAGNIE EUROPÉENNE DE GARANTIES ET CAUTIONS	Insurance	FC	100	100	100	100	France
SCI CHAMPS-ÉLYSÉES (1)	Real estate management	FC	100	100	100	100	France
SCI LA BOÉTIE (1)	Real estate management	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SCI SACCEF [1]	Real estate management	FC	100	100	100	100	France
Payments							
NATIXIS PAIEMENTS**	Banking services	FC	100	100	100	100	France
SLIB	Data services	FC	67	67	67	67	France
Leasing							
CICOBAIL [24]**	Real estate leasing	FC	100	100	0	0	France
GCE BAIL**	Leasing	FC	100	100	100	100	France
FRUCTIBAIL**	Real estate leasing	FC	100	100	100	100	France
FRUCTIBAIL INVEST [1]	Real estate leasing	FC	100	100	100	100	France
FRUCTICOMI**	Real estate leasing	FC	100	100	100	100	France
NATIXIS BAIL**	Real estate leasing	FC	100	100	100	100	France
NATIXIS ENERGECO**	Equipment lease financing	FC	100	100	100	100	France
NATIXIS LEASE**	Equipment lease financing	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 fund	FC	100	100	100	100	France
OCÉOR LEASE TAHITI [24]**	Equipment lease financing	FC	100	100	0	0	Tahiti
OCÉOR LEASE NOUMÉA [24]**	Equipment lease financing	FC	99	99	0	0	New Caledonia
OCÉOR LEASE RÉUNION [24]**	Equipment lease financing	FC	100	100	0	0	Reunion
SAS IMMOBILIÈRE NATIXIS BAIL [1]	Real estate leasing	FC	100	100	100	100	France
FINANCIAL INVESTMENTS							
NATIXIS ALGÉRIE	Bank	FC	100	100	100	100	Algeria
COFACE GROUP							
COFACE HOLDING SAS	Holding	FC	100	100	100	100	France
COFACE S.A.	Credit insurance and related services	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
AKCO FUND	Insurance investment mutual fund	FC	100	100	100	100	Germany
BUSINESS DATA INFORMATION	Marketing and other services	FC	80	80	80	80	Israel
CESAR [(2)]	Insurance		0	0	100	100	Germany
COFACE ASSICURAZIONI SPA	Credit insurance and related services	FC	100	100	100	100	Italy
COFACE AUSTRIA	Credit insurance and related services	FC	100	100	100	100	Austria
COFACE AUSTRIA BANK	Factoring	FC	100	100	100	100	Austria
COFACE BELGIUM SERVICES	Business and solvency data	FC	100	100	100	100	Belgium
COFACE BELGIUM SERVICES HOLDING	Business and solvency data	FC	100	100	100	100	Belgium
COFACE COLLECTION NORTH AMERICA	Receivables management and data	FC	100	100	100	100	United States
COFACE CREDIT MANAGEMENT NORTH AMERICA	Receivables management and data	FC	100	100	100	100	United States
COFACE DEBITOREN	Receivables management and data	FC	100	100	100	100	Germany
COFACE DEUTSCHLAND	Holding	FC	100	100	100	100	Germany
COFACE DO BRASIL SEGUROS DE CREDITO	Credit insurance and related services	FC	100	100	100	100	Brazil
COFACE FACTORING ESPANA	Factoring	FC	100	100	100	100	Spain
COFACE FACTORING ITALIA SpA	Factoring	FC	100	100	100	100	Italy
COFACE FINANZ	Factoring	FC	100	100	100	100	Germany
COFACE FINANS A/S DANMARK (formerly MIDTFACTORING) [(4)]	Factoring	FC	100	100	75	75	Denmark
COFACE HOLDING AMERICA LATINA	Financial data	FC	100	100	100	100	Mexico
COFACE HOLDING AUSTRIA	Holding	FC	100	100	100	100	Austria
COFACE HOLDING ISRAEL	Holding	FC	100	100	100	100	Israel
COFACE ITALIA	Holding	FC	100	100	100	100	Italy
COFACE KREDIT	Credit insurance and related services	FC	100	100	100	100	Germany
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

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
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 RECEIVABLE FINANCES	Factoring	FC	100	100	100	100	United Kingdom
COFACE SERVICE	Receivables management and data	FC	100	100	100	100	France
COFACE SERVICE SPA	Receivables management and data	FC	100	100	100	100	Italy
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 SERVICIOS PORTUGAL	Receivables management and data	FC	100	100	100	100	Portugal
COFACE UK HOLDINGS	Holding	FC	100	100	100	100	United Kingdom
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	EM	36	36	36	36	France
PLACEMENTS COFACTIONS 2 (2)	Insurance investment mutual fund		0	0	100	100	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
GRAYDON HOLDING	Receivables management and data	EM	28	28	28	28	Netherlands

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
COFACE CENTRAL EUROPE HOLDING	Holding	FC	75	75	75	75	Austria
KISSELBERG	Insurance	FC	100	100	100	100	Germany
KOMPASS Belgique	Marketing and other services	FC	100	100	100	100	Belgium
KOMPASS INTERNATIONAL NEUENSCHWANDER	Holding	FC	100	100	100	100	France
MSL1 FUND	Insurance investment mutual fund	FC	100	100	100	100	Germany
TKB	Receivables management and data	FC	100	100	100	100	Netherlands
UNISTRAT COFACE	Insurance brokerage	FC	100	100	100	100	France
SEGURO BRASILEIRA C.E [(5)]	Credit insurance and related services	FC	76	76	0	0	Brazil
BRANCHES							
COFACE SVERIGE (EX-AKC Norden) – SUCC (COFACE KREDIT)	Insurance	FC	100	100	100	100	Germany
COFACE IRELAND – SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Ireland
COFACE UK – SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	United Kingdom
COFACE BELGIUM – SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Belgium
KOMPASS LUXEMBOURG – SUCC (KOMPASS BELGIQUE)	Data and advertising	FC	100	100	100	100	Luxembourg
COFACE LUXEMBOURG (SUCC-COFACE S.A.)	Insurance	FC	100	100	100	100	Luxembourg
COFACE PORTUGAL – SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Portugal
COFACE IBERICA -SUCC (COFACE S.A.)	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 FACTORING PORTUGAL – SUCC (COFACE AUSTRIA BANK) [(7)]	Factoring	FC	100	100	0	0	Portugal
COFACE FINANCES PAYS-BAS – SUCC COFACE FINANZ	Factoring	FC	100	100	100	100	Netherlands
COFACE DANMARK-SUCC (COFACE KREDIT)	Insurance	FC	100	100	100	100	Denmark

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
COFACE ARGENTINA – SUCC (COFACE S.A.)	Insurance	FC	100	100	100	100	Argentina
COFACE CHILE – SUCC (COFACE S.A.)	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	Austria
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 S.A.)	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 S.A.)	Insurance	FC	100	100	100	100	Ecuador
COFACE AUSTRALIE (SUCC-COFACE S.A.)	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
Private Equity							
FINATEM	International investment fund	FC	100	100	96	96	Germany
FNS3 (2)	Private equity		0	0	100	100	Singapore
FNS4	Private equity	FC	94	94	95	95	Singapore
FNS5	Private equity	FC	100	100	100	100	Singapore
FINANCIÈRE 5-7 (15)	Private equity holding	FC	100	100	0	0	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
INITIATIVE ET FINANCE INVESTISSEMENT (26)	Capital investment		0	0	93	93	France
FCPR IXEN I (1) (26)	Capital investment		0	0	88	88	France
FCPR IXEN II (1) (26)	Capital investment		0	0	98	98	France
FCPR IXEN III (1) (3)	Capital investment		0	0	99	99	France
MERCOSUL	International investment fund	FC	88	88	95	95	United Kingdom
NATEXIS CAPE (2)	International investment fund		0	0	55	55	Luxembourg
NATEXIS INDUSTRIE SCR IXEN (26)	Capital investment		0	0	98	98	France
NATEXIS INVERSIONES SL	International investment fund	FC	100	100	97	97	Spain
NATEXIS 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
NATEXIS PRIVATE EQUITY INTERNATIONAL SINGAPOUR	Private equity holding	FC	100	100	79	79	Singapore
NATIXIS VENTURE SELECTION	Investment fund	FC	100	100	100	100	France
NATIXIS INVESTISSEMENT (26)	Development capital		0	0	99	99	France
NATIXIS PRIVATE EQUITY	Private equity	FC	100	100	100	100	France
NATIXIS PRIVATE EQUITY INTERNATIONAL	Private equity	FC	100	100	100	100	France
NEM INVEST SAS	Private equity	FC	100	100	100	100	France
PROVIDENTE S.A.	Stakeholdings	FC	100	100	100	100	France
OTHER ACTIVITIES							
EDVAL C INVESTMENTS Ltd	Loan country risk defeasance vehicle	FC	100	100	100	100	United Kingdom
NATEXIS BANQUES POPULAIRES PREFERRED CAPITAL I LLC (1)	Issuance of preferred shares	FC	100	0	100	0	United States
NATEXIS BANQUES POPULAIRES PREFERRED CAPITAL II (1)	Issuance of preferred shares	FC	100	0	100	0	United States
NATEXIS BANQUES POPULAIRES PREFERRED CAPITAL III (1)	Issuance of preferred shares	FC	100	0	100	0	United States
NATEXIS FUNDING USA LLC	Refinancing activity	FC	100	100	100	100	United States
NATIXIS ALTAÏR IT SHARED SERVICES	Data services	FC	100	100	100	100	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
NATIXIS PARTICIPATIONS 1	Holding	FC	100	100	100	100	France
SAS VAL A [(1)]	Investment portfolio holding	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
SA NATIXIS FONCIERE (formerly SPAFICA) [(1)]	Real estate investments	FC	100	100	100	100	France
WORLEDGE A INVESTMENTS LTD	Loan country risk sale option vehicle	FC	100	100	100	100	United Kingdom
RETAIL BANKING							
CCI BP							
AURORA	Financial institution/Other activities	EM	0	20	0	0	France
ATLANTIQUE PLUS	Financial institution/Fin. holding company	EM	20	20	20	20	France
BANQUE CALÉDONIENNE D'INVESTISSEMENT	Lending institution/Bank	EM	10	10	10	10	France
BANQUE MONÉTAIRE ET FINANCIÈRE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE CHAIX	Lending institution/Bank	EM	20	20	20	20	France
BANQUE DE SAVOIE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE PELLETIER	Lending institution/Bank	EM	20	20	20	20	France
CREDIT COMMERCIAL DU SUD OUEST (CC SO)	Lending institution/Bank	EM	20	20	20	20	France
BANQUE FRANCO LAO	Lending institution/Bank	EM	20	11	0	0	France
BANQUE DUPUY DE PARSEVAL	Lending institution/Bank	EM	20	20	20	20	France
BANQUE MARZE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE ALSACE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE ATLANTIQUE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE BOURGOGNE FRANCHE-COMTÉ	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE CENTRE ATLANTIQUE	Lending institution/Bank	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
BANQUE POPULAIRE DE LA CÔTE D'AZUR	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DE LOIRE ET LYONNAIS	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DE L'OUEST	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DES ALPES	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DU MASSIF CENTRAL	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DU NORD	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DU SUD	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE DUSUD-OUEST	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE LORRAINE CHAMPAGNE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE OCCITANE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE PROVENÇALE ET CORSE	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE RIVES DE PARIS	Lending institution/Bank	EM	20	20	20	20	France
BANQUE POPULAIRE VAL DE FRANCE	Lending institution/Bank	EM	20	20	20	20	France
BATILEASE	Lending institution/Bank	EM	20	19	19	19	France
BATILEASE INVEST (formerly BATINOREST-BAIL)*	Lending institution/Bank	EM	20	19	20	19	France
BTP CAPITAL CONSEIL	Non-financial/ Venture capital institution	EM	20	20	20	20	France
BCI MER ROUGE	Lending institution/Bank	EM	20	10	10	10	France
BERCY GESTION FINANCE	Financial institution/ extension of activity	EM	20	20	20	20	France
BERCY PATRIMOINE	Lending institution/Bank	EM	20	20	20	20	France
BGF	Non-financial services provider	EM	20	20	20	20	France
BIC BRED	Lending institution/Bank	EM	20	20	20	20	France
B-PROCESS	Non-financial services provider	EM	10	10	10	10	France
BRED – BANQUE POPULAIRE	Lending institution/Bank	EM	20	20	20	20	France
BRED COFILEASE (formerly NCM)*	Lending institution/Bank	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
BRED GESTION	Lending institution/other	EM	20	20	20	20	France
BRED IT	Lending institution/other	EM	20	20	0	0	France
BRED VANUATU	Lending institution/Bank	EM	20	17	17	17	Vanuatu
BTP BANQUE	Lending institution/Bank	EM	20	20	20	20	France
BTP CAPITAL INVESTISSEMENT	Non-financial/ Venture capital institution	EM	20	16	16	16	France
CAISSE DE GARANTIE IMMOB DU BÂTIMENT	Non-financial institution/ Insurance	EM	7	7	7	7	France
CAISSE RÉGIONALE BRETAGNE NORMANDIE	Lending institution/Bank	EM	20	20	20	20	France
CAISSE RÉGIONALE DE MÉDITÉRRANÉE	Lending institution/Bank	EM	20	20	20	20	France
CAISSE RÉGIONALE RÉGION NORD	Lending institution/Bank	EM	20	20	20	20	France
CAISSE RÉGIONALE SUD OUEST	Lending institution/Bank	EM	20	20	20	20	France
CAISSE SOLIDAIRE	Lending institution/Bank	EM	20	12	20	12	France
CAPI COURT TERME N°1	Financial institution/ Intermediation	EM	20	20	20	20	France
CASDEN – BANQUE POPULAIRE	Lending institution/Bank	EM	20	20	20	20	France
CLICK AND TRUST	Non-financial services provider	EM	20	20	20	20	France
CMGM	Lending institution/Bank	EM	20	1	20	1	France
COFEG	Financial institution/ extension of activity	EM	20	20	20	20	France
COFIBRED	Financial institution/Fin. holding company	EM	20	20	20	20	France
COOPEST	Lending institution/Bank	EM	5	5	9	9	France
CREDIT COOPÉRATIF	Lending institution/Bank	EM	20	20	20	20	France
CAISSE RÉGIONALE CRÉDIT MARITIME ATLANTIQUE	Lending institution/Bank	EM	20	20	20	20	France
CRÉDIT MARITIME OUTRE MER	Lending institution/Bank	EM	20	20	20	20	France
CREPONORD	Non-financial/real estate company	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
DE PORTZAMPARC	Financial institution/Other activities	EM	5	5	5	5	France
ECOFI INVESTISSEMENT	Financial institution/ management company	EM	20	20	20	20	France
EDEL	Lending institution/Bank	EM	20	7	20	7	France
ESFIN	Financial institution/ extension of activity	EM	8	8	8	8	France
EURO CAPITAL	Financial institution/Other activities	EM	20	13	20	13	France
EXPANDE INVEST	Non-financial services provider	EM	20	20	20	20	France
FCC AMAREN II	Lending institution/other	EM	20	20	20	20	France
FCC ELIDE	Lending institution/ Other	EM	20	20	20	20	France
FCC ERIDAN	Lending institution/ Other	EM	20	20	0	0	France
FINANCIÈRE DE LA BP OCCITANE	Lending institution/Bank	EM	20	20	20	20	France
FINANCIÈRE PARTICIPATION BPS	Lending institution/Bank	EM	20	20	20	20	France
FONCIÈRE DU VANUATU	Lending institution/ Other	EM	20	20	20	20	Vanuatu
FONCIÈRE VICTOR HUGO	Financial institution/ extension of activity	EM	20	20	20	20	France
FOREST MASSIF CENTRAL	Lending institution/ Guarantee company	EM	20	20	20	20	France
FORESTIERS LORRAINE [8]	Lending institution/ Guarantee company		0	0	20	20	France
GARIBALDI CAPITAL DÉVELOPPEMENT	Non-financial institution/Other	EM	20	20	20	20	France
GEDEX DISTRIBUTION	Lending institution/Bank	EM	20	0	20	0	France
GIE USC	Non-financial institution/Other	EM	20	20	20	20	France
GROUPEMENT DE FAIT	Non-financial institution/Other	EM	20	20	20	20	France
HABITAT RIVES DE PARIS	Lending institution/ Guarantee company	EM	20	20	20	20	France
INGÉNIERIE ET DÉVELOPPEMENT	Lending institution/Bank	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
INTERCOOP	Lending institution/ Real estate leasing	EM	20	20	20	20	France
LFI4	Financial institution/Other activities	EM	20	20	20	20	France
LUX EQUIP BAIL	Lending institution/ Equipment lease financing	EM	20	20	20	20	Luxembourg
MONINFO	Lending institution/Bank	EM	20	7	20	7	France
NJR INVEST	Financial institution	EM	20	20	20	20	France
NORD FINANCEMENT	Lending institution/Bank	EM	20	0	20	0	France
PARNASSE FINANCES	Financial institution/ extension of activity	EM	20	20	20	20	France
PARTICIPATIONS BPSO	Lending institution/Bank	EM	20	20	20	20	France
PLUSEXPANSION	Lending institution/Bank	EM	20	20	20	20	France
PREPAR COURTAGE (formerly BERPA)*	Financial institution/Other activities	EM	20	20	20	20	France
PRÉPAR-IARD	Non-financial institution/ Insurance	EM	20	20	20	20	France
PRÉPAR-VIE	Non-financial institution/ Insurance	EM	20	20	20	20	France
PROMEPAR	Financial institution/ management company	EM	20	20	20	20	France
IRR INVEST	Financial institution/Other activities	EM	20	20	0	0	France
SASU BFC CROISSANCE	Lending institution/Bank	EM	20	20	20	20	France
SAS PERSPECTIVES ET PARTICIPATIONS	Financial institution/ extension of activity	EM	20	20	20	20	France
SAS ALPES DÉVELOPPEMENT DURABLE INVESTISSEMENT	Lending institution/ Other	EM	20	20	20	20	France
SAS TASTA	Lending institution/ Other	EM	20	14	0	0	France
SAS ESFIN GESTION	Financial institution/ management company	EM	20	12	0	0	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
FINANCIÈRE CHAMPLAIN	Financial institution/ management company	EM	20	12	0	0	France
BPA ATOUTS PARTICIPATIONS	Lending institution/ Other	EM	20	20	0	0	France
SAVOISIENNE	Lending institution/Bank	EM	20	20	20	20	France
SBE (formerly SOGEFIP)*	Lending institution/ Spec. fin.	EM	20	20	20	20	France
SCI BPSO	Non-financial/real estate company	EM	20	20	20	20	France
SCI du CRÉDIT COOPÉRATIF	Non-financial/real estate company	EM	20	20	20	20	France
SCI FAIDHERBE	Non-financial/real estate company	EM	20	20	20	20	France
SCI SAINT-DENIS	Non-financial/real estate company	EM	20	20	20	20	France
SEGIMLOR	Non-financial institution/Other	EM	20	20	20	20	France
SGTI	Financial institution/ extension of activity	EM	20	20	20	20	France
INTERCOOP LOCATION (formerly SICOMI COOP)*	Lending institution/ Real estate leasing	EM	20	18	18	18	France
SIMC	Lending institution/Bank	EM	20	20	20	20	France
SMI	Industrial and trading company	EM	20	20	20	20	France
SOCACEF BAS-RHIN	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCACEF MASSIF CENTRAL	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCACEF NORD	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA ARIÈGE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA ATLANTIQUE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA AUDE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA ALSACE (31)	Lending institution/ Guarantee company	EM	20	20	0	0	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOCAMA BAS RHIN (31)	Lending institution/ Guarantee company		0	0	20	20	France
SOCAMA BOUCHES DU RHÔNE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA BOURGOGNE FRANCHE-COMTÉ	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA BRED IDF	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA CENTRE ATLANTIQUE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA CHAMPAGNE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA CORSE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA CÔTE D'AZUR	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA DES ALPES	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA DU MIDI	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA HAUT-RHIN (31)	Lending institution/ Guarantee company		0	0	20	20	France
SOCAMA HAUTE-GARONNE (30)	Lending institution/ Guarantee company		0	0	20	20	France
SOCAMA LOIRE ET LYONNAIS	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA LORRAINE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA MASSIF CENTRAL	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA MIDI PYRÉNÉES OUEST (30)	Lending institution/ Guarantee company		0	0	20	20	France
SOCAMA NORD	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA NORMANDIE	Lending institution/ Guarantee company	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOCAMA OCCITANE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA OUEST	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA PYRÉNÉES GARONNE (30)	Lending institution/ Guarantee company	EM	20	20	0	0	France
SOCAMA RIVES DE PARIS	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA ROUSSILLON	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA SUD OUEST	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA VAL DE FRANCE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMA VAUCLUSE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI DES ALPES	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI ALSACE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI ATLANTIQUE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI AUDE ARIÈGE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI BOURGOGNE FRANCHE-COMTÉ	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI CENTRE ATLANTIQUE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI CÔTE D'AZUR	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI DU MIDI	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI DU SUD OUEST	Lending institution/ Guarantee company	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOCAMI LOIRE ET LYONNAIS	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI LORRAINE CHAMPAGNE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI MASSIF CENTRAL	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI NORD	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI OCCITANE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI OUEST	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI PROVENCE ET CORSE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI PYRÉNÉES ORIENTALES	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMI VAL DE FRANCE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMMES	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAMUPROLOR	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCAUPROMI ALSACE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOCIÉTÉ D'EXPANSION BOURGOGNE FRANCHE-COMTÉ	Non-financial institution/Other	EM	20	20	20	20	France
SOCIETE FINANCIÈRE DE LA NEF	Lending institution/Bank	EM	20	1	20	1	France
SOCIETE IMMOBILIÈRE PROVENÇALE ET CORSE	Lending institution/Bank	EM	20	20	20	20	France
SOCREDO BANQUE POLYNÉSIENNE	Lending institution/Bank	EM	3	3	3	3	France
SOCOREC	Lending institution/Bank	EM	20	0	20	0	France
SOFIAG	Lending institution/Bank	EM	20	20	20	20	France
SOFIDER	Lending institution/Bank	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOFIGARD	Lending institution/Bank	EM	20	0	20	0	France
SOFINDI	Lending institution/Bank	EM	20	1	20	1	France
SOFIRIF	Lending institution/Bank	EM	20	3	20	4	France
SOFISCOP	Lending institution/Bank	EM	20	0	20	0	France
SOFISCOP SUD-EST	Lending institution/Bank	EM	20	1	20	1	France
SOFRONTA	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOMUDIMEC	Lending institution/Bank	EM	20	0	20	0	France
SOMUPACA	Lending institution/Bank	EM	20	0	20	0	France
SOPROLIB DES ALPES	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOPROLIB FRANCHE-COMTÉ	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOPROLIB LORRAINE	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOPROLIB NORD	Lending institution/ Guarantee company	EM	20	20	20	20	France
SOPROLIB SUD OUEST	Lending institution/ Guarantee company	EM	20	20	20	20	France
SPGRES	Lending institution/Bank	EM	20	20	20	20	France
SPIG	Financial institution/ extension of activity	EM	20	20	20	20	France
SUD PARTICIPATION	Lending institution/Bank	EM	20	20	20	20	France
TISE	Non-financial services provider	EM	20	20	20	20	France
TRANSIMMO	Non-financial/real estate company	EM	20	20	20	20	France
VECTEUR	Non-financial/ Venture capital institution	EM	20	20	20	20	France
VIALINK	Non-financial services provider	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
Banques Populaires umbrella companies							
SOCIÉTARIAT BP ATLANTIQUE (Ludovic De Besse) (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP LORRAINE CHAMPAGNE (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BANQUE POPULAIRE D'ALSACE (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP BOURGOGNE FRANCHE-COMTÉ (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP CENTRE ATLANTIQUE (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP DE L'OUEST (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP DES ALPES (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP DU NORD (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP LOIRE ET LYONNAIS (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP MASSIF CENTRAL (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP OCCITANE (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP CÔTE D'AZUR (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP PROVENÇALE ET CORSE (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP RIVES DE PARIS (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP SUD (33)	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT BP SUD OUEST (33)	Other financial institution	EM	20	20	0	0	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOCIÉTARIAT BP VAL DE FRANCE [33]	Other financial institution	EM	20	20	0	0	France
SOCIÉTARIAT CREDIT COOPERATIF/BP [33]	Other financial institution	EM	20	20	0	0	France
CCI CEP							
CAISSE D'EPARGNE AQUITAINE POITOU-CHARENTES	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE CÔTE D'AZUR	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE D'ALSACE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE D'AUVERGNE ET DU LIMOUSIN	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE NORMANDIE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE DE BOURGOGNE FRANCHE-COMTÉ	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE LORRAINE CHAMPAGNE-ARDENNE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE DE MIDI-PYRÉNÉES	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE DE PICARDIE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE BRETAGNE-PAYS DE LOIRE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE ÎLE-DE-FRANCE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE LANGUEDOC-ROUSSILLON	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE LOIRE-CENTRE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE LOIRE DROME ARDÈCHE	Financial and lending institution	EM	20	20	20	20	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
CAISSE D'EPARGNE NORD FRANCE EUROPE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE PROVENCE-ALPES-CORSE	Financial and lending institution	EM	20	20	20	20	France
CAISSE D'EPARGNE RHÔNE ALPES	Financial and lending institution	EM	20	20	20	20	France
Local Investments Companies							
SOCIÉTÉS LOCALES D'EPARGNE RHÔNE ALPES [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE ALSACE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE AQUITAINE POITOU CHARENTE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE AUVERGNE ET DU LIMOUSIN [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE NORMANDIE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE BOURGOGNE FRANCHE-COMTÉ [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES D'EPARGNE COTE D'AZUR [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES ÎLE-DE-FRANCE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES LANGUEDOC-ROUSSILLON [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES LOIRE DROME ARDECHE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES LORRAINE CHAMPAGNE-ARDENNE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES DE MIDI-PYRENEES [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES NORD FRANCE EUROPE [32]	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES BRETAGNE- PAYS DE LOIRE [32]	Other financial institution	EM	20	20	0	0	France

Company	Activity	Consolidation method at December 31, 2010	12.31.2010 % control	12.31.2010 % ownership	12.31.2009 % control	12.31.2009 % ownership	Country
SOCIÉTÉS LOCALES DE PICARDIE (32)	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES PROVENCE-ALPES-CORSE (32)	Other financial institution	EM	20	20	0	0	France
SOCIÉTÉS LOCALES LOIRE-CENTRE (32)	Other financial institution	EM	20	20	0	0	France

** Change in registered company name.*

*** French subsidiaries whose individual prudential oversight is performed based on Group consolidated ratios in conformity with the provisions of Article 4.1 of CRC Rule 2000.03.*

(1) Special purpose company.
(2) Removed from the consolidation scope as holding fell below the materiality threshold.
(3) Liquidation.
(4) Acquisition of 40% from minority shareholders.
(5) Increase in holding above materiality threshold.
(6) Minority holding in fund.
(7) Created in 2010.
(8) Dissolved in May 2010.
(9) Merger of Natixis Securities into Natixis S.A.
(10) Creation of AEW Europe SGP and NAMI AEW EUROPE following a double partial transfer of assets by NAMI.
(11) Total asset transfer from NAMI to AEW EUROPE S.A.
(12) Fund in which NGAM no longer has a holding.
(13) Partial transfer of assets from Axeltis Ltd to Axeltis S.A.
(14) Acquisition of 49% from minority shareholders in Antéis Epargne by Banque Privée 1818 then sale of 100% of shares to non-group entity in Q4 2010.
(15) Acquisition of Financière 5-7 by Natixis Private Equity.
(16) Merged into Natixis Asset Management.
(17) Sold to non-group entity.
(18) Acquisition of 50% from minority shareholders.
(19) Structure expired.
(20) Merged into AEW Global Ltd.
(21) Partial transfer of assets from Natixis Trust to Natixis Bank.
(22) Acquisition of H2O from non-group entity.
(23) Acquisition of Ossiam from non-group entity.
(24) Acquisition of Cicobail, Océor Lease Nouméa-Tahiti-Réunion by Natixis Lease as at 12.31.2010.
(25) Consolidation as Natixis is the majority shareholder in the Fund.
(26) Entities sold to Axa Private Equity in October 2010.
(27) Sale of 25% of shares to VR Leasing AG (non-group entity).
(28) Total asset transfer from Garbo Invest to Natixis S.A.
(29) Sold at December 31, 2010.
(30) Merger of Socama Haute Garonne and Socama Midi Pyrennes Ouest into Socoma Pyrenées Garonne.
(31) Merger of Socama Bas Rhin and Socama Haut Rhin into Socoma Alsace.
(32) Consolidation of Local Investments Companies.
(33) Consolidation of Banques Populaires umbrella companies; These companies were recognised by mistake in 2009.

4.3 Statutory Auditors' report on the consolidated financial statements

Year ended December 31, 2010

Dear shareholders,

In accordance with our appointment as Statutory Auditors at the General Shareholders' Meeting, we hereby present our report for the year ended December 31, 2010, on:

- our audit of the accompanying consolidated financial statements of Natixis;
- the justification of our assessments;
- the specific verifications required by law.

The consolidated financial statements have been approved by the Board of Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

I- OPINION ON THE CONSOLIDATED ACCOUNTS

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 includes examining, on a test basis or using other sampling techniques, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the financial position and the assets and liabilities of the Group of consolidated companies, and of the results of its operations for the year then ended, in accordance with IFRS as adopted by the European Union.

II- JUSTIFICATION OF OUR ASSESSMENTS

Pursuant to Article L.823-9 of the French Commercial Code regarding the justification of our assessments, we draw your attention to the issues set out below:

Guarantee mechanism for GAPC assets

As described in Note 5.7 to the consolidated financial statements, a guarantee mechanism set up by BPCE has been in place since July 1, 2009 covering certain assets ring-fenced in the Workout Portfolio Management structure (GAPC). We analyzed the conditions in which this mechanism was set up and the accounting treatment adopted in the Group accounts.

Estimates made within the context of banking activities

VALUATION OF FINANCIAL INSTRUMENTS

As indicated in Notes 5.6, 6.68 and 6.18 to the consolidated financial statements, the Group uses internal models and methodologies to value financial instruments that are not traded on an active market, as well as to book certain impairment losses. We examined the control procedures relating to the assessment of whether a given market was inactive, the validation of models and the definition of the parameters used.

IMPAIRMENT AND PROVISIONS FOR CREDIT AND COUNTERPARTY RISKS

The Group recognizes impairment losses to cover the credit and counterparty risks inherent in its businesses (Notes 5.1, 5.2, 5.3, 6.4 and 6.15.1, and 7.7 to the consolidated financial statements). We examined the control procedures relating to credit and counterparty risk monitoring, the assessment of risks of non-collection and the provisions set aside for individual and collective impairment.

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, 6.3, 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.

Other estimates

EVALUATION 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 6.11 to the consolidated financial statements). We examined how this work was carried out, as well as the main assumptions and parameters used.

RECOGNITION OF DEFERRED TAXES

The Group recognized deferred tax assets in respect of tax loss carryforwards (Notes 5.21 and 6.7 to the consolidated financial statements). We examined the main estimates and assumptions on which the recognition of deferred tax assets was based.

EMPLOYEE BENEFITS

The Group records provisions to cover employee benefits (Notes 5.14, 5.15 and 11 to the consolidated financial statements). We examined the methodology used to measure these benefit obligations, as well as the main assumptions and parameters applied.

These assessments were made in the context of our audit of the consolidated financial statements taken as a whole, and therefore contributed to form the opinion expressed in the first part of this report.

III- SPECIFIC VERIFICATION

In accordance with the auditing standards applicable in France, we also verified the information provided in the Group's management report, as required by French law.

We have nothing to report regarding the fairness of this information or its consistency with the consolidated financial statements.

Neuilly-sur-Seine and Paris-La-Défense, France; April 4, 2011

Statutory Auditors

DELOITTE & ASSOCIÉS	KPMG Audit Department of KPMG S.A.	MAZARS
José-Luis Garcia	Fabrice Odent	Charles de Boisriou

4.4 Parent company financial statements and notes

NATIXIS: COMPARATIVE SEPARATE BALANCE SHEETS

(in millions of euros)

See notes no.	**Year ended December 31**	**2010**	**2009**	**2008**
	ASSETS			
3	Cash and balances with central banks	12,136	3,497	857
3	Government securities and equivalent	18,393	30,329	23,161
3	Advances to banks	96,321	97,911	96,038
23	*o/w institutional operations:*			
4	Customer transactions	92,561	73,281	83,320
23	*o/w institutional operations:*	*645*	*512*	*407*
5	Bonds and other fixed-income securities	28,618	31,974	61,966
5	Shares and other variable-income securities	16,090	14,196	17,219
7	Investments and other long-term securities	10,710	10,258	9,644
7	Investments in related subsidiaries and affiliates	15,402	15,279	14,760
4	Leasing			
4	Operating leases			
12	Intangible capital assets	392	392	181
12	Property, plant and equipment	159	182	202
	Capital subscribed not paid			
7	Treasury shares	17	19	67
13	Other assets	20,629	19,857	28,841
13	Accrual accounts	19,706	22,704	21,408
	TOTAL ASSETS	**331,134**	**319,879**	**357,664**

See notes no.	**Off-balance sheet items – Commitments received**	**2010**	**2009**	**2008**
37	**Financing commitments**	**33,433**	**15,002**	**13,623**
	Commitments received from banks	32,962	13,622	13,176
	Commitments received from customers	471	1,380	447
37	**Guarantee commitments**	**24,097**	**19,270**	**39,791**
	Commitments received from banks	11,049	12,880	35,202
	Commitments received from customers	13,048	6,390	4,589
23	*o/w institutional operations:*		*8*	*24*
37	**Commitments on securities**	**7,174**	**3,944**	**2,031**
37	**Other commitments received**	**8,312**	**8,178**	**9,918**

(in millions of euros)

See notes no.	Year ended December 31	2010	2009	2008
	LIABILITIES			
14	Due to central banks	488	208	653
14	Due to banks	107,499	100,574	105,553
23	*o/w institutional operations:*	46	55	72
15	Customer transactions	*61,130*	*46,371*	*53,157*
23	*o/w institutional operations:*	854	743	665
16	Debt securities	*64,939*	*71,810*	*75,209*
17	Other liabilities	51,264	53,591	72,990
17	Accrual accounts	15,823	15,343	17,917
23	*o/w institutional operations:*			
18	Provisions for risks and other expenses	3,596	3,208	3,427
19	Subordinated debt	12,986	15,550	13,489
	Fund for general banking risks			
	Equity excluding fund for general banking risks	13,409	13,224	15,269
21	Subscribed capital	4,653	4,653	4,653
21	Issue premium	8,433	10,477	15,531
21	Reserves	115	115	115
	Revaluation reserves			
20	Regulated provisions and investment subsidies	24	25	24
23	*o/w institutional operations:*	*3*	*3*	*2*
21	Retained earnings	(101)		
	Net income (loss)	285	(2,046)	(5,054)
	TOTAL LIABILITIES	**331,134**	**319,879**	**357,664**

See notes no.	Off-balance sheet items – Commitments given	2010	2009	2008
37	**Financing commitments**	**58,294**	**56,797**	**44,647**
	Commitments given to banks	16,171	18,218	8,652
	Commitments given to customers	42,123	38,579	35,995
37	**Guarantee commitments**	**25,935**	**26,231**	**26,720**
	Commitments given to banks	7,528	6,613	3,704
	Commitments given to customers	18,407	19,618	23,016
23	*o/w institutional operations:*			
37	**Commitments on securities**	**4,016**	**3,860**	**3,486**
37	**Other commitments given**	**23,631**	**31,208**	**17,307**

NATIXIS COMPARATIVE SEPARATE INCOME STATEMENT

(in millions of euros)

See notes no.	**Year ended December 31**	**2010**	**2009**	**2008**
	Interest and similar income	**7,210**	**21,363**	**17,120**
	Interbank transactions	2,665	14,301	10,198
	Customer transactions	1,965	2,349	4,866
	Leasing transactions	0	0	0
	Operating lease transactions	0	0	0
	Bonds and other fixed-income securities	415	1,266	1,296
24	Other interest and similar income	2,165	3,447	760
	Interest and similar expenses	**(7,209)**	**(24,598)**	**(16,508)**
	Interbank transactions	(2,485)	(19,800)	(10,148)
	Customer transactions	(764)	(659)	(1,942)
	Leasing transactions	0	0	0
	Operating lease transactions	0	0	0
	Bonds and other fixed-income securities	(1,098)	(1,415)	(4,366)
25	Other interest and similar expenses	(2,862)	(2,724)	(52)
26	**Income from variable-income securities**	**813**	**1,015**	**1,417**
	Fee and commission income	**765**	**2,126**	**745**
27	**Fee and commission expenses**	**(458)**	**(1,539)**	**(361)**
	Net gains/(losses) on trading portfolio transactions	**1,293**	**3,582**	**(2,668)**
	Balance of transactions on securities held for trading	3,429	1,891	(1,914)
	Foreign exchange transactions balance	193	713	813
28	Balance of transactions on financial instruments	(2,329)	978	(1,567)
29	**Net gains/(losses) on transactions on securities held for sale**	**72**	**(6)**	**(1,194)**
	Other banking operating income	**315**	**102**	**169**
30	**Other banking operating expenses**	**(224)**	**(162)**	**(157)**
	NET REVENUES	**2,577**	**1,883**	**(1,437)**
	Operating expenses	**(1,913)**	**(1,943)**	**(2,025)**
	Payroll costs	(1,037)	(1,013)	(1,090)
	Other administrative expenses	(876)	(930)	(935)
31	**Writedown, amortization and impairment of property, plant and equipment and intangible assets**	**(78)**	**(199)**	**(947)**
	GROSS OPERATING INCOME	**586**	**(259)**	**(4,409)**
32	**Provision for credit losses**	**(84)**	**(1,556)**	**(983)**
	OPERATING INCOME	**502**	**(1,815)**	**(5,392)**
33	**Net gains/(losses) on fixed assets**	**(322)**	**(373)**	**164**
	INCOME BEFORE TAX	**180**	**(2,188)**	**(5,228)**
	Non-recurring income	0	0	0
34	**Income taxes**	**103**	**141**	**175**
20	**Funding/reversal of fund for general banking risks and regulated provisions**	**2**	**1**	**(1)**
	NET INCOME (LOSS)	**285**	**(2,046)**	**(5,054)**

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 laid out by France's Comité de la réglementation comptable (CRC) and comité de la réglementation bancaire et financière (CRBF).

The financial statements are presented in accordance with CRC rule 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 year are presented in identical format to those for the previous 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.

Beginning January 1, 2010, the date on which CRC Standard No. 2009-03 enters into effect, fees earned on the grant or obtainment of credit, as well as marginal transaction costs, are recognized using the effective interest rate actuarial method over the effective life of the credit.

Recognition is shown as net interest income in Net Revenues. Fees and transaction costs to be recognized are included in the loan book concerned.

The impact of this change in method is discussed in Note 2.

Unpaid amounts of loans already committed 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 unrecoverable loans.

Loans declared in default, restructured loans on which the borrower has once again defaulted and loans classified as non-performing for more than one year for which a write-off is planned are deemed to be unrecoverable.

The reversal of the effect of discounting on writedowns of non-performing loans associated with the passage of time is recognized under "Interest and similar expenses" on the income statement.

SPECIFIC WRITEDOWNS

Where there is a risk of partial or total non-recovery of loans or borrowers' breaching their covenants, impairment charges or provisions 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.

Writedowns are calculated using 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 by 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.

WRITEDOWNS 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. These portfolios of similar assets are constituted 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 writedown in the balance sheet liabilities is taken against any asset group showing objective evidence of impairment. Assets belonging to that group which are subsequently specifically identified as impaired (specific risk) are removed from the collective writedown calculation basis.

Provisions for **geographic risk** are primarily based on each country's internal rating, integrating different parameters and indicators (political situation, the performance of the economy and the economic outlook, the banking system situation, etc.). Calculation of the impairment is based on an internal rating/provisioning rate correlation table.

Allowances 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 impairment loss is the "expected loss" method calculated on maturity.

Loans on the watch list, for which a Basel 2 default has been identified, are written down collectively by sector unless they are already subject to specific writedowns.

1.2 - Securities portfolio

In accordance with comité de la réglementation bancaire Regulation 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.).

Instruments are assigned to one of the following categories based on their nature and the economic rationale according to 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 related companies.

- **Securities held for trading:** securities bought or sold from the start 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 as part of specialized management of a trading portfolio. When initially recognized these securities must be traded on an active market with accessible 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 evaluation 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 related corporate entities. They are reported on the balance sheet at their acquisition cost, excluding accrued interest.

  Any difference between the acquisition cost (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 or 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. These securities are recognized at acquisition cost. Any difference between the acquisition cost 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.
- **Other long-term investments:** investments made by Natixis in the form of securities, with the intention of forging lasting professional relationships and creating a special professional 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 on the 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 loss is subject to an allowance for impairment.
- **Investments in associates:** investments that give Natixis significant influence over the corporate bodies of the issuing companies and strategic stakes for the development of Natixis' operations. They are recognized on the acquisition date at the purchase price excluding acquisition costs.

  These securities are valued individually at the lower of value in use at the reporting date or acquisition cost. Value in use at the reporting date is based on criteria such as revalued net assets and profitability of the companies concerned. Unrealized loss is subject to an amortization charge.
- **Investments in related companies:** 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 on the acquisition date at the purchase price excluding the costs of purchase. These securities are valued individually at the lower of value in use at the reporting date or acquisition cost. Any unrealized loss is subject to an allowance for impairment.

On the balance sheet closing date of December 31, 2010, Natixis proceeded to measure its interests in its consolidated subsidiaries. The measurement approaches used are the following, as the case may be:

- the net present value of forecast cash flows;
- comparison against the stock market;
- the net asset value.

The net present value method for measuring forecast cash flow 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 forecast cash flows is the result of:

- an average rate of return on an investment deemed to be free of risk;
- an average credit spread on the market in which the subsidiary is listed;
- an average beta as reflected in a sampling 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.

  Also, treasury shares held for distribution to employees are classified as held for sale and follow the corresponding rules.

  Treasury shares held for the purpose of arbitrage on the CAC 40 Index are designated securities held for trading and are measured in accordance with applicable rules for this category.

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 following 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 investment,
  - 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 risk exposure to a counter-party,
  - 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,
  - under "Gains/(losses) on disposals of fixed assets" for investments in associates and related companies and other long-term securities.

In accordance with CRC regulation 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 concerned 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 two following 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 individual financial statements.

1.3 - Property, plant and equipment and intangible assets

Fixed assets are recognized at acquisition cost plus directly attributable transaction costs and plus accrued borrowing costs during any phase of construction or installation before they come into service.

Internally generated software is carried on the balance sheet assets 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 writedown, 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. If necessary, any residual value of the asset is deducted from its 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 used in the 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-rate securities.

Accrued interest payable relating to these issues is disclosed separately as a related payable, with an offsetting entry in the income statement.

Original issue premiums or redemptions of 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.

1.5 - Subordinated debt

This item concerns 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 depreciable 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 they are 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

Interest rate swaps are classified in four categories according to purpose:

- 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.

Costs and income 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

So-called "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 on the effective term of the transaction.

OPTIONS (INTEREST RATE, CURRENCY, 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 during the lifetime of the instrument up to the net risk implications.

INSTITUTIONAL OPERATIONS

Commitments likely to be given to banks within this framework, that extend export credits financed in foreign currencies in order to fix 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 terms and conditions agreed.

1.7 - Employee benefits

Employee benefits 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 twelve months following year-end;
- "**termination benefits**", which should be recognized when the entity is demonstrably committed to terminating the employment of an employee before the normal retirement date, or provide termination benefits as a result of an offer made in order to encourage voluntary redundancy;
- "**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 12 months or more after the end of the period.

Short-term employee benefits are recognized as an expense in the period in which the employee provides the service in exchange for those benefits.

Variable compensation settled in cash less than twelve months after the end of the period in which there service were rendered is recognized as an accrued liability for the year in which the services were rendered.

A provision is accrued for termination benefits when the employer is demonstrably committed to provide such benefits.

Natixis distinguishes two types of post-employment benefits:

- 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 has rendered service in exchange for those 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. 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 plan concerned.

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 an employee benefit obligation 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 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 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.

Any compensation deferred by more than twelve months, settled in cash and allocated to certain employees under variable compensation policies introduced in early 2010 are contingent on satisfying service and performance requirements. Estimating the expense takes account of actuarial assumptions relating to satisfying these requirements. It is recognized over the mandatory service period beginning on the start date of the period in which the employee begins to render the related services.

1.8 - Variable compensation plans for which payment is share-based

Since the introduction in early 2010 of the new variable compensation policy applicable to specific categories of personnel falling under the scope of Comité de la Réglementation Bancaire et Financière Regulation 97-02, as amended, five plans featuring share-based payment were created: two for services rendered in 2009 and three more for services rendered in 2010.

PLANS RELATED TO SERVICES RENDERED IN 2009

- Plan settled in cash indexed to the price of Natixis shares: one third of the units will be paid in March 2011, another third in March 2012 and the final third in March 2013.
- Plan settled in Natixis shares: one third will be paid in March 2011, another third in March 2012 and the final third in March 2013.

Compensation paid under these plans is contingent on satisfying service and performance requirements.

PLANS RELATED TO SERVICES RENDERED IN 2010

- Two plans are settled in cash indexed to the value of Natixis shares:
  - a so-called "long-term" plan for which the payment schedule is the following: one third of the units will be paid in September 2012, another third in September 2013 and the final third in September 2014. Settlement is contingent on satisfying service and performance requirements;
  - a so-called "short-term" plan for which settlement is planned for September 2011 and for which payment is contingent on satisfying a service requirement.
- A plan settled in Natixis shares for which the payment schedule is the following: one third in March 2012, another third in March 2010 and the final third in March 2014. Settlement is made contingent on satisfying performance requirements.

Cash-settled plans indexed to the share price give rise to the recognition of a payroll expense that is evaluated 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. The compensation begins to be recognized at the beginning of the year in which the employees provide the related service.

Payroll expenses related to the so-called "short-term" plan, measured by taking account of the likelihood that service requirements are satisfied are fully disclosed in the 2010 financial statements.

Plans settled in shares are treated 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 a counterpart 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 a counterpart 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 plans settled in shares on December 31, 2010. In fact, the 2009 plan will be settled through the issue of new shares. The 2010 plan, which will be allocated by the Board of Directors on February 22, 2011, will also 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 will be converted to euros at the going exchange rate on 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 are 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 on July 1, 2009 by BPCE to protect assets of a portion of GAPC portfolios with retroactive effect. This guarantee mechanism enabled Natixis 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 prior 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 TRSs are mostly represented by "held for trading" securities with a smaller volume of "held for sale" securities. In parallel, 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 items are determined with regard to their amount, how unusual they are with respect to current operations or the likelihood of the events concerned repeating.

1.12 - Corporate income tax

The tax charge for the year comprises current taxes payable in France at the rate of 34.43%, and at the local corporate tax rate for foreign branches.

NOTE 2 CHANGES TO ACCOUNTING METHODS AND COMPARABILITY OF FINANCIAL STATEMENTS

CRC regulation 2009-03 on the accounting treatment of commissions and fees associated with the grant or the obtainment of a loan has been in force since January 1, 2010. Commissions and costs covered by the area of understanding of this regulation must now be recognized over the life of the loan at the effective interest rate. This change in approach resulted in a negative impact of €100.6 million on the Company's equity at January 1, 2010.

In terms of accounting comparisons, a change in reporting was introduced in 2010 on some derivatives. Interest expense and income on these instruments are now reported using offsetting.

NOTE 3 INTERBANK AND SIMILAR TRANSACTIONS

(in millions of euros)	2010	2009	2008
Cash and balances with central banks	**12,136**	**3,497**	**857**
Government securities and equivalent	**18,393**	**30,329**	**23,161**
Securities held for trading	15,231	26,929	22,660
Securities held for sale	2,991	3,144	263
o/w accrued interest	*5*	*11*	*2*
o/w writedowns	*0*	*0*	*0*
Securities held for investment	171	256	238
o/w accrued interest	*1*	*2*	*4*
o/w writedowns	*0*	*64*	*0*
Advances to banks	**96,321**	**97,911**	**96,038**
Demand	3,696	7,288	6,678
o/w accrued interest	*1*	*1*	*9*
o/w non-performing	*1*	*2*	*237*
o/w writedowns of non-performing	*(1)*	*(2)*	*(123)*
Time*	92,625	90,623	89,360
o/w accrued interest	*204*	*263*	*718*
o/w non-performing	*209*	*263*	*216*
o/w writedowns of non-performing	*(157)*	*(194)*	*(122)*
INTERBANK AND SIMILAR TRANSACTIONS	**126,850**	**131,737**	**120,056**
* *o/w subordinated loans:*			
performing	*147*	*160*	*618*
non-performing	*0*	*0*	*0*
accrued interest	*0*	*0*	*0*
o/w reverse repurchased securities:	*52,604*	*41,854*	*38,017*
o/w accrued interest	*57*	*48*	*236*

NOTE 4 TRANSACTIONS WITH CUSTOMERS AND LEASING OPERATIONS AND SIMILAR

(in millions of euros)	2010	2009	2008
Current accounts overdrawn	**4,042**	**3,963**	**3,977**
o/w accrued interest	*7*	*6*	*17*
o/w non-performing	*302*	*457*	*236*
o/w writedowns of non-performing	*(86)*	*(147)*	*(86)*
Commercial loans	**338**	**319**	**345**
o/w accrued interest			*0*
o/w non-performing	*7*	*78*	*81*
o/w writedowns of non-performing			*(5)*
Other loans to customers	**88,181**	**68,999**	**78,998**
Cash and consumer credit	25,575	25,079	34,010
o/w accrued interest	*62*	*61*	*187*
Equipment loans	2,275	2,525	2,979
o/w accrued interest	*4*	*8*	*16*
Export credit	2,315	1,760	1,395
o/w accrued interest	*10*	*15*	*34*
Home loans	735	607	547
o/w accrued interest	*1*		*2*
Reverse repurchased securities	21,123	10,319	10,526
o/w accrued interest	*16*	*5*	*34*
Subordinated loans	811	783	309
o/w accrued interest	*4*	*3*	*5*
o/w non-performing			*0*
o/w writedowns of non-performing			*0*
Other loans	35,347	27,926	29,232
o/w accrued interest	*92*	*102*	*225*
o/w non-performing	*2,875*	*3,152*	*766*
o/w writedowns of non-performing	*(1,184)*	*(1,085)*	*(574)*
CUSTOMER TRANSACTIONS	**92,561**	**73,281**	**83,320**
Non-real estate leasing	**0**	**0**	**0**
Outstanding	0	0	0
Temporarily unleased assets and non-performing loans			
Accrued interest			
Asset writedown			
Writedowns and non-performing			
Operating leases	**0**	**0**	**0**
Outstanding	0	0	0
Temporarily unleased assets and non-performing loans			
Accrued interest			
Asset writedown			
Writedowns and non-performing			
LEASING AND SIMILAR TRANSACTIONS	**0**	**0**	**0**

NOTE 5 BONDS, SHARES AND OTHER FIXED- AND VARIABLE-INCOME SECURITIES

	2010				2009				2008			
(in millions of euros)	Securities held for trading	Securities held for sale	Securities held for investment	Total	Securities held for trading	Securities held for sale	Securities held for investment	Total	Securities held for trading	Securities held for sale	Securities held for investment	Total
Bonds and other fixed-income securities												
Gross value [(a)]	12,325	14,759	2,119	29,203	13,675	16,021	3,047	32,743	39,095	19,101	4,194	62,390
Premiums/ discounts		(5)		(5)		(5)		(5)		0	0	0
Accrued interest	2	50	34	86	6	65	43	114	2	168	61	231
Writedowns		(653)	(13)	(666)		(863)	(15)	(878)		(642)	(13)	(655)
Net carrying amount	**12,327**	**14,151**	**2,140**	**28,618**	**13,681**	**15,218**	**3,075**	**31,974**	**39,097**	**18,627**	**4,242**	**61,966**
Shares and other variable-income securities												
Gross value	14,695	1,550		16,245	12,806	1,485		14,291	15,729	1,606		17,335
Accrued interest				0				0	0	0		0
Writedowns		(155)		(155)		(95)		(95)	0	(116)		(116)
Net carrying amount	**14,695**	**1,395**		**16,090**	**12,806**	**1,390**		**14,196**	**15,729**	**1,490**		**17,219**

(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 2009 or 2010.

Unrealized capital gains and losses:

	2010				2009				2008			
(in millions of euros)	Securities held for trading	Securities held for sale	Securities held for investment	Total	Securities held for trading	Securities held for sale	Securities held for investment	Total	Securities held for trading	Securities held for sale	Securities held for investment	Total
Bonds and other fixed-income securities												
Unrealized capital gains	3,421	2,370	1	5,792	2,837	295	16	3,148	228			228
Unrealized capital losses	(512)	(796)	(120)	(1,428)	(9)	(863)	(275)	(1,147)		(1,719)	(44)	(1,763)
Shares and other variable-income securities												
Unrealized capital gains	205	1	0	206	5	1		6				0
Unrealized capital losses	(407)	(89)	0	(496)	(9)	(158)		(167)	(18)	(145)		(163)

Breakdown of listed and unlisted securities

(in millions of euros)	2010
Bonds and other fixed-income securities	
Listed securities	12,751
Unlisted securities	15,867
	28,618
Shares and other variable-income securities	
Listed securities	8,846
Unlisted securities	7,244
	16,090

NOTE 6 NON-PERFORMING AND UNRECOVERABLE LOANS AND IMPAIRMENT

	2010		2009		2008	
(in millions of euros)	Non-performing	Unrecoverable	Non-performing	Unrecoverable	Non-performing	Unrecoverable
Banks	**23**	**29**	**52**	**17**	**92**	**117**
Loans	108	102	176	89	173	281
Writedowns	(85)	(73)	(124)	(72)	(81)	(164)
Customers	**1,829**	**86**	**2,387**	**67**	**395**	**23**
Loans	2,765	420	3,310	376	759	325
Writedowns	(936)	(334)	(923)	(309)	(364)	(302)
NET NON-PERFORMING AND UNRECOVERABLE LOANS	**1,852**	**115**	**2,439**	**84**	**487**	**140**

NOTE 7 INVESTMENTS IN SUBSIDIARIES AND AFFILIATES, OTHER LONG-TERM SECURITIES AND TREASURY SHARES

(in millions of euros)	2010	2009	2008
Investments	**10,560**	**10,140**	**9,503**
Outstanding	10,584	10,157	9,509
Current account advances	22	26	25
Translation differences	0	0	2
Writedowns	(47)	(43)	(33)
Securities loaned	0	0	0
Other long-term securities	**150**	**118**	**141**
Outstanding	262	202	184
Current account advances	0	0	0
Translation differences	0	0	0
Writedowns	(112)	(84)	(43)
Securities loaned	0	0	0
Accrued interest	0	0	0
EQUITY INTERESTS AND OTHER LONG-TERM INVESTMENTS	**10,710**	**10,258**	**9,644**
Investments in related corporate entities	**15,402**	**15,279**	**14,760**
Outstanding	15,558	15,202	14,696
Current account advances	10	9	10
Translation differences	85	188	149
Writedowns	(252)	(120)	(95)
Securities loaned	0	0	0
Accrued interest	**0**	**0**	**0**
INVESTMENTS IN RELATED CORPORATE ENTITIES	**15,402**	**15,279**	**14,760**
Treasury Shares	**17**	**19**	**67**
Securities held for trading	16	17	8
Securities held for investment*	1	2	59
Securities loaned	0	0	0
Long-term investments*	0	0	0
TREASURY SHARES	**17**	**19**	**67**
* *o/w writedowns*	*0*	*0*	*0*

NOTE 8 INVENTORY – INVESTMENT PORTFOLIO AT DECEMBER 31, 2010

(in euros)	Number of shares	Inventory value
I - INVESTMENTS IN SUBSIDIARIES AND AFFILIATES		**15,401,716,410.76**
A) Banks and other Credit Institutions		**3,789,057,765.54**
CACEIS	2,259,094	281,568,049.74
CFDI	29,994	4,572,555.82
ICMNA INTERNATIONAL HOLDING	97,111	308,359,337.70
IFCIC – INSTITUT FINANCEMENT CINEMA ET IND. CULT	28,473	434,068.08
NATIXIS ALGERIE	9,182,731	94,312,004.94
NATIXIS AUSTRALIA PTY LTD	63,000,000	30,802,203.07
NATIXIS BLEICHROEDER LLC	100	115,898,739.86
NATIXIS BRASIL S.A.	87,999,999	34,278,265.07
NATIXIS COFICINÉ	117,948	35,946,309.06
NATIXIS CORPORATE SOLUTIONS	100,000,000	154,130,497.39
NATIXIS FUNDING	4,503,631	68,883,523.34
NATIXIS INNOV	15,006,000	147,215,000.00
NATIXIS INTERÉPARGNE	555,657	57,053,104.13
NATIXIS JAPAN SECURITIES PREPARATION CO LTD	1	469,498.42
NATIXIS LEASE	16,670,494	400,109,148.35
NATIXIS MARCO	100,017,000	1,000,170,000.00
NATIXIS MOSCOU	111,618	36,743,030.56
NATIXIS PAIEMENTS	9,738,033	64,172,245.08
NATIXIS TRANSPORT FINANCE	1,244,314	177,126,884.27
NATIXIS TRUST (formerly NATIXIS LUXEMBOURG S.A.)	6,098,654	776,813,300.66
B) Financial Institutions		**2,127,390,865.51**
DUPONT DENANT CONTREPARTIE	100,000	6,234,489.99
ICMNA Australia Holding Inc. – St Georges	115	82,706,193.97
ICMNA Australia Holding Inc. – Macquarie	38	154,360,288.18
NATEXIS ABM CORP	100	10,028,858.60
NATIXIS ASIA LIMITED	632,395,000	64,585,925.66
NATIXIS COMMODITY MARKETS LTD	20,000,000	24,037,340.85
NATIXIS FINANCE	165,000	2,370,000.00
NATIXIS FONCIÈRE (formerly SPAFICA)	42,824	63,472,905.24
NATIXIS PRIVATE EQUITY	25,462,288	714,296,497.09
NUSHI	1,840,970	715,159,710.73
SAS VAL A	1,672,000	282,160,453.47
SLIB	498,628	7,978,201.73
C) Other		**9,474,039,700.38**
ANTIN HAUSSMANN SCI	20	304,898.05
CO-ASSUR	2,493	282,457.17
COFACE HOLDING	156,841,307	1,512,920,162.72
COFACE S.A.	60,490	8,040,520.93
COMPAGNIE EUROPÉENNE DE GARANTIES ET CAUTIONS	8,944,222	190,819,108.85
CONTANGO TRADING – (formerly Ecrinvest 2)	1,109,993	11,223,392.99
CUBE INFRASTRUCTURE FUND (SICAV)	165,210,800	65,694,427.58
EUROPEAN KYOTO FUND	33,750	2,781,000.00
HAUSSMANN 90 SCI	1,809	2,757,802.72

(in euros)	Number of shares	Inventory value
INVEST ALPHA	14,994	228,582.06
INVEST GAMMA	2,494	219,807.64
INVEST KAPPA (formerly Linebourse Invest Kappa)	576,134	7,275,794.24
INVESTIMA 14	52,000	363,491.00
INVESTIMA 16	52,000	363,235.00
INVESTIMA 17	230,000	1,607,973.00
INVESTIMA 18	226,000	1,594,680.00
INVESTIMA 19	220,000	1,563,506.00
INVESTIMA 25	182,132	1,821,320.00
INVESTIMA 26	182,100	1,821,000.00
INVESTIMA 27	167,200	1,672,000.00
INVESTIMA 28	166,450	1,664,500.00
INVESTIMA 29	171,950	1,719,500.00
INVESTIMA 30	162,700	1,627,000.00
INVESTIMA 31	186,200	1,862,000.00
INVESTIMA 32	713,600	6,828,111.00
INVESTIMA 34	247,500	2,107,317.00
INVESTIMA 35	253,700	2,183,505.00
INVESTIMA 53 – SAS	181,700	1,817,000.00
INVESTIMA 54 – SAS	190,950	1,909,500.00
INVESTIMA 55 – SAS	131,000	1,170,573.00
INVESTIMA 56 – SAS	132,700	1,193,185.00
INVESTIMA 57 – SAS	130,500	1,177,702.00
INVESTIMA 58 – SAS	145,200	1,317,932.00
INVESTIMA 59 – SAS	154,700	1,412,176.00
INVESTIMA 6 SAS	690,922	6,562,719.00
INVESTIMA 60 – SAS	150,700	1,364,347.00
INVESTIMA 61 – SAS	166,700	1,518,297.00
INVESTIMA 62 – SAS	171,700	1,564,856.00
INVESTIMA 63- SAS	164,400	1,505,708.00
LUGDUNUM GESTION	7,995	289,653.21
NATEXIS SECURITIES	100	252,437.72
NATEXIS SERVICOS E INFORMATICOES LTDA	600,000	874,279.05
NATIXIS ALTERNATIVE ASSETS (NAA)	58,770	22,304,000.00
NATIXIS ARBITRAGE	4,019,847	11,371,989.43
NATIXIS ASSURANCES	14,505,455	1,021,911,278.70
NATIXIS CONSUMER FINANCE (formerly ECRINVEST 11)	21,739,652	217,396,420.00
NATIXIS IMMO DÉVELOPPEMENT	92,674	6,775,636.78
NATIXIS IMMO EXPLOITATION	7,674,462	124,002,112.22
NATIXIS PARTICIPATIONS 1 (formerly NXBP1)	230,959	5,764,899,132.53
NATIXIS PARTICIPATIONS (formerly SD CONSEIL)	74,994	1,640,137.57
NATIXIS PRIVATE BANKING	12,813,629	108,265,000.00
NATIXIS REAL ESTATE FEEDER SARL	7,120,000	2,919,428.00
NBP PREFERRED II		7,478,592.53
NBP PREFERRED III		8,600,381.41
PARTECIS	1,250	1,250,000.00
REACOMEX	5,000	9,652,489.97
SCI ALTAIR 1	200	2,407,813.99

(in euros)	Number of shares	Inventory value
SNCTOLBIAC FINANCE	32,812,499	304,622,000.00
SPAFIC	2,494	804,934.45
TITRES-CADEAUX (formerly ISSY SF2 2)	247,000	2,460,894.87
D) Investments with an inventory amount of less than or equal to €150,000		**1,653,575.86**
E) Current account advances		**9,559,413.52**
F) Securities loaned		**15,089.95**
G) Accrued interest		**0.00**
II - INVESTMENTS AND OTHER LONG-TERM SECURITIES		**10,709,920,900.74**
A) Banks and other Credit Institutions		**10,230,140,824.64**
BANCO FINANTIA	12,765,844	24,311,111.14
BANQUE POPULAIRE ALSACE	4,495,000	160,702,121.74
BANQUE POPULAIRE ATLANTIQUE	3,858,846	205,023,200.08
BANQUE POPULAIRE BOURGOGNE FRANCHE-COMTÉ	5,171,731	309,661,491.45
BANQUE POPULAIRE CENTRE ATLANTIQUE	14,771,750	114,512,854.48
BANQUE POPULAIRE CÔTE D'AZUR	2,110,294	109,618,308.74
BANQUE POPULAIRE DES ALPES	4,765,625	209,547,656.50
BANQUE POPULAIRE LOIRE ET LYONNAIS	2,823,530	144,167,408.22
BANQUE POPULAIRE LORRAINE CHAMPAGNE	8,687,500	282,308,343.75
BANQUE POPULAIRE MASSIF CENTRAL	1,630,435	110,874,127.62
BANQUE POPULAIRE NORD	4,065,626	107,109,028.87
BANQUE POPULAIRE OCCITANE	15,400,000	351,990,360.80
BANQUE POPULAIRE OUEST	2,703,298	201,481,090.35
BANQUE POPULAIRE PROVENÇALE ET CORSE	2,798,438	112,556,618.60
BANQUE POPULAIRE RIVES DE PARIS	7,406,250	372,241,458.05
BANQUE POPULAIRE SUD	37,420,135	245,629,055.30
BANQUE POPULAIRE SUD OUEST	5,558,822	133,386,425.44
BANQUE POPULAIRE VAL DE FRANCE	1,475,000	347,739,909.76
BRED – BANQUE POPULAIRE	9,105,000	561,408,750.00
CAISSE D'EPARGNE ALSACE	2,350,000	141,909,215.00
CAISSE D'EPARGNE AQUITAINE NORD	5,932,819	381,344,561.00
CAISSE D'EPARGNE AUVERGNE LIMOUSIN	2,839,229	213,954,738.00
CAISSE D'EPARGNE BOURGOGNE FRANCHE-COMTÉ	4,566,342	297,507,282.00
CAISSE D'EPARGNE CÔTE D'AZUR	3,937,919	234,099,058.00
CAISSE D'EPARGNE DE BRETAGNE – PAYS DE LA LOIRE	9,640,000	450,773,956.00
CAISSE D'EPARGNE ÎLE-DE-FRANCE	11,578,685	779,486,059.00
CAISSE D'EPARGNE LANGUEDOC ROUSSILLON	2,820,000	204,773,681.00
CAISSE D'EPARGNE LOIRE CENTRE	3,822,199	281,406,091.00
CAISSE D'EPARGNE LOIRE DROME ARDÈCHE	2,588,769	139,534,779.00
CAISSE D'EPARGNE LORRAINE	4,357,078	329,775,145.00
CAISSE D'EPARGNE MIDI PYRÉNÉES	3,759,818	264,510,128.00
CAISSE D'EPARGNE NORD FRANCE EUROPE	6,220,793	450,494,278.00
CAISSE D'EPARGNE NORMANDIE	4,875,000	313,764,736.00
CAISSE D'EPARGNE PICARDIE	2,690,037	227,365,304.00
CAISSE D'EPARGNE PROVENCE ALPES CORSE	7,118,160	472,618,825.00
CAISSE D'EPARGNE RHÔNE-ALPES	6,323,568	398,321,358.00
CASDEN – BANQUE POPULAIRE	9,228,000	311,583,546.48
CREDIT COOPERATIF	9,753,689	225,602,019.12

(in euros)	Number of shares	Inventory value
Eurotitrisation	1,273	226,321.70
IKB DEUTSCHE INDUSTRIEBANK	2,200,000	1,485,000.00
OSEO garantie	133,372	3,242,831.92
UNIGRAINS	6,825	207,681.09
VILC – VIETNAM INTERNATIONAL LEASING	1,000,000	793,563.57
WGZ BANK	8,700	1,091,345.87
B) Financial Institutions		**166,546,041.41**
LAZARD Ltd	6,999,800	149,291,407.10
LCH Clearnet Group	362,903	462,860.11
MTS France	9,511	3,062,542.00
PROPARCO	787,590	13,017,784.19
SOFIPROTEOL	41,313	711,448.01
C) Other		**290,023,193.19**
Advent		1,909,212.18
Aedes SPA		6,313,972.38
AGRO INVEST SAS	16,411	1,204,896.00
Bridgepoint	1,668,505	2,547,552.82
Chicago Mercantile Exchange Holdings Inc.	1	220,618.48
COLYZEO 2	18,814,871	12,246,300.00
Dicembre 2007 SPA		8,170,097.32
EMBRAER	273,120	1,452,329.11
Emery Bay North LLC		7,643,186.29
EURAZEO CO-INVESTMENT PARTNERS	19,044	13,409,680.66
EUROFIDEME	5,000	24,143,425.00
FIDEME	697	2,655,570.00
FIDEPPP FCPR	25,494	33,870,600.00
FONCIERE INEA	26,900	976,739.00
FONDATIONS CAPITAL I SCA (formerly MR SCA SICAR)	513,450	4,006,700.00
Fourth Cinven Fund Ltd		9,209,896.70
GIE VULCAIN ENERGIE	91,712	878,277.54
HINES PAN EUROPEAN CORE FUND	10,000,000	4,879,453.00
ICM DIV ALPHA SERIES OLYMPIA IXIS PRECISION	122	1,538,571.87
INDUSTRI KAPITAL 2004 GP LP	4,701,613	2,880,242.98
INDUSTRI KAPITAL 2007	1,874,739	4,058,624.53
NATEXIS INVESTMENT CORP.	3,217	2,552,930.38
Natixis Altair ITShared Services	2,449,915	22,832,936.26
NYBEQ LLC		14,721,609.64
PAI EUROPE IV-C FCPR	2,500,000	12,975,000.00
PAI EUROPE IV-C FCPR UK GENERAL	1	6,265,500.00
PAI EUROPE V FCPR	274,750	10,934,669.00
Pentelia Limited	4,561,545	20,840,203.35
PORCHER INDUSTRIES	506	570,830.10
Private Equity Investment		712,335.94
RREEF	19,987,338	8,716,158.53
SICOVAM HOLDING – (formerly Soparsico)	3,694	30,417,099.22
SOFRANTEM	15,002	388,822.74
SWIFT s.c.r.l.	359	180,902.84
SYSTRA	7,300	1,977,973.37

(in euros)	Number of shares	Inventory value
Terra Firma Capital Partners III LP		3,678,994.65
Third Cinven Fund		8,041,281.31
D) Investments with an inventory amount of less than or equal to €150,000		**1,338,267.17**
E) Current account advances		**21,847,537.05**
F) Securities loaned		**25,037.28**
G) Accrued interest		**0.00**
III - TREASURY SHARES		
NATIXIS	4,611,597	16,775,268.40
TOTAL INVESTMENT PORTFOLIO AT DECEMBER 31, 2010		**26,128,412,579.90**

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 12.31.2010	No. of shares at 12.31.2010
Additions		
DEVELOPIMAGE 4 SAS	100.00%	1
DUPONT DENANT CONTREPARTIE	100.00%	100,000
EASDAQ	100.00%	1,080
Essentiel Ressources Debt Fund (ERDF)	100.00%	449
GIE BPCE	100.00%	79
ICM DIV ALPHA SERIES OLYMPIA IXIS PRECISION	100.00%	122
Natixis Japan securities preparation co ltd	100.00%	1
NATIXIS SECURITIES SAS	100.00%	100
NUSHI [(a)]	100.00%	1,840,970
Exits		
BANQUE POPULAIRE IMAGES 5		
BANQUE POPULAIRE IMAGES 6		
GARBO-INVEST		
GIE SAINT-MARTIN BAIL		
GIE SPRING RAIN GIE		
LA COMPAGNIE FINANCIERE ET BANCAIRE DU B.T.P.		
MARCHE DE TITRES-FRANCE MTS		
NATIXIS MIDDLE EAST LIMITED		
NATIXIS NORTH AMERICA LLC [(a)]		
NATIXIS SECURITIES		
SCPI PARNASSE IMMO		

(a) Transfer of Natixis North America to Nushi.

NOTE 10 DISCLOSURES CONCERNING SUBSIDIARIES AND INVESTMENTS

Article L.233-15 of the French Commercial Code (In thousands of units)

Companies or groups	Share capital *(thousands of units)*	Shareholders' equity other than capital *(thousands of units)*	Share in capital at 12.31.2010
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%)			
CIE EUR GARANTIE CAUTION 128, rue de La Boétie F-75008 Paris	€160,996	€168,626	100.00%
COFACE HOLDING 30, rue Pierre Mendès-France F-75013 Paris	€784,207	€711,955	100.00%
ICMNA International Holding Suite 770 919 N Market St DE-19801 Wilmington	US$2,232,862	US$(43,973)	19.28%
NATIXIS ALGERIE 62, Chemin Drareni Mohamed Hydra Algérie	DZD10,000,002	DZD1,346,149	100.00%
NATIXIS Alternative Assets (NAA) 41 Avenue de la Liberte L-1931 Luxembourg	58,769	€(12,348)	100.00%
NATIXIS ASIA LIMITED Suite 1911-1922-19 F TWO 88 Queensway Pacific Place	HKD632,395	HKD31,866	100.00%
NATIXIS ASSURANCES 30, av. Pierre Mendès-France F-75013 Paris	€110,677	€696,727	100.00%
NATIXIS AUSTRALIA PTY Aurora Place Level 3088 Philip Street 2000 Sydney	AUD63,000	AUD6,238	100.00%
NATIXIS BLEICHROEDER NY 44Th Floor 1345 av. of the Americas Ny 10105 New York	US$162,398	US$4,128	100.00%
NATIXIS CONSUMER FINANCE 30, av. Pierre Mendès-France F-75013 PARIS	€21,740	€196,030	100.00%
NATIXIS FONCIÈRE 30, av. Pierre Mendès-France F-75013 PARIS	€685	€62,859	99.99%
NATIXIS FUNDING 30, av. Pierre Mendès-France F-75013 PARIS	€67,555	€(10,506)	100.00%
NATIXIS IMMO EXPLOITATION 30, rue Pierre Mendès-France F-75013 Paris	€117,036	€16,413	100.00%
NATIXIS INNOV 47 Quai d'Austerlitz F-75013 PARIS	€150,060	€(83,923)	100.00%

Book value of investments – Gross (thousands of euros)	Book value of investments – Net (thousands of euros)	Loans and receivables extended but not yet repaid (thousands of euros)	Guarantees and endorsements given (thousands of euros)	Prior year revenues (thousands of units)	Prior year income or loss (thousands of units)	Dividends received in 2010 (thousands of euros)	Remarks
190,819	190,819			€101,456	€35,569	21,198	
1,512,920	1,512,920	210,381		€26,907	€26,337	115,110	
308,359	308,359			US$81,694	US$44,203	6,098	
94,312	94,312			DZD4,655,548	DZD1,899,694	-	
58,905	22,304	3,605		€(21,657)	€(7,125)	-	
60,845	64,586			HKD128,133	HKD(28,723)	-	(a)
1,021,911	1,021,911	80,119		152,292	145,710	16,703	
47,980	30,802			AUD44,437	AUD(21,997)	-	
190,396	115,899		4,000	US$34,145	US$(3,465)	-	
217,396	217,396			€8,869	€8,703	8,478	
63,473	63,473	1,878		€12,267	€12,187	15,420	
68,884	68,884	575,687		€17,968	€9,535	-	
124,002	124,002			€111,063	€6,428	1,535	
150,060	147,215	1,992,502		€80,477	€80,397	-	

Companies or groups	Share capital *(thousands of units)*	Shareholders' equity other than capital *(thousands of units)*	Share in capital at 12.31.2010
NATIXIS INTERÉPARGNE 30,av. Pierre Mendès-France F-75013 Paris	€8,891	€18,579	100.00%
NATIXIS LEASE 30, av. Pierre Mendès-France F-75013 PARIS	€267,242	€339,159	99.81%
NATIXIS LUXEMBOURG S.A. NATIXIS TRUST 51, avenue John F. Kennedy L-1855 Luxembourg	€609,865	€210,504	100.00%
NATIXIS Marco 47, quai d'Austerlitz F-75013 Paris	€1,000,170	€2,441	100.00%
NATIXIS PAIEMENTS 30, av. Pierre Mendès-France F-75013 Paris	€53,559	€50,516	100.00%
NATIXIS PARTICIPATIONS 121, quai d'Austerlitz F-75013 Paris	€3,695	€5,484,529	100.00%
NATIXIS PRIVATE BANKING 12 RPT des Champs-Élysées F-75008 Paris	€115,323	€14,689	100.00%
NATIXIS PRIVATE EQUITY 5-7, rue de Monttessuy F-75007 Paris	€585,633	€218,025	100.00%
NATIXIS CORPORATE SOLUTIONS Ormonde House 12 Lower Leeson Street Dublin 2 Dublin	€100,000	€910	100.00%
NATIXIS TRANSPORT FINANCE 30, rue Pierre Mendes-France F-75013 Paris	€95,626	€83,266	100.00%
NUSHI 399 BOYLSTON ST 13TH FLOOR MA 02116 BOSTON United States	US$1,227,285	US$3,598,089	100.00%
SAS VAL A 115, rue Montmartre F-75002 Paris	€167,200	€120,972	100.00%
SNC TOLBIAC FINANCE 47 Quai d'Austerlitz F-75013 Paris	€328,125	(€29,821)	100.00%
BANQUES POPULAIRES REGIONALES (aggregate)	€6,713,282	€9,803,944	20.00%
CAISSE D'EPARGNE ET DE PREVOYANCE (aggregate)	€8,542,041	€14,034,783	20.00%
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 difference.*

Book value of investments							
Gross (thousands of euros)	Net (thousands of euros)	Loans and receivables extended but not yet repaid (thousands of euros)	Guarantees and endorse-ments given (thousands of euros)	Prior year revenues (thousands of units)	Prior year income or loss (thousands of units)	Dividends received in 2010 (thousands of euros)	Remarks
57,053	57,053	26,694	77	€81,878	€10,778	8,696	
399,595	399,595	2,397,120	175,875	€82,985	€(29,299)	-	
776,813	776,813			€26,814	€20,428	38,191	
1,000,170	1,000,170			€16,313	€15,830	26,815	
64,172	64,172	1,410,943		€174,570	€30,177	-	
5,764,899	5,764,899			€284,422	€279,462	277,321	
139,658	108,265	95,767		€(4,317)	€(24,591)	-	
714,296	714,296	8,689	175,000	€133,237	€129,456	21,388	
154,130	154,130	3,616,909	137,713	€106,234	€58,957	-	
177,127	177,127	3,501,684		€40,192	€15,204	13,812	
666,115	715,160			-	-	-	(a)
282,160	282,160			€1,259	€831	1,325	
328,125	304,622			€5,239	€5,188	-	
4,617,144	4,617,144	15,468,513	203,317	€5,424,118	€829,049	54,460	
5,581,639	5,581,639	201,763	0	€6,553,648	€1,238,332	121,607	
765,744	711,158	8,264,474	583,417			25,957	
837,235	700,342	34,528,929	230,478			13,563	

NOTE 11 TREASURY SHARES – ASSETS

(in euros)	Number purchased	Purchase price	Average purchase price	Amount sold or canceled	Selling price	Average selling price	Closing number of shares	% of capital held
At January 1, 2010	**76,117,113**	**500,937,048**	**6.58**	**70,947,436**	**378,081,491**	**5.33**	**5,169,677**	**0.18%**
Price stability	28,672,295	110,373,450	3.85	29,230,375	111,121,460	3.80		
At December 31, 2010	**104,789,408**	**611,310,498**	**5.83**	**100,177,811**	**489,202,951**	**4.88**	**4,611,597**	**0.16%**

NOTE 12 FIXED ASSETS

(in millions of euros)	2010			2009			2008		
	Gross	Depreciation and amortization	Net	Gross	Depreciation and amortization	Net	Gross	Depreciation and amortization	Net
Operating fixed assets	**1,952**	**(1,402)**	**550**	**1,921**	**(1,349)**	**572**	**1,543**	**(1,163)**	**380**
Intangible assets	1,529	(1,137)	392	1,493	(1,101)	392	1,133	(952)	181
Property, plant and equipment	423	(265)	158	428	(248)	180	410	(211)	199
Non-operating fixed assets	**3**	**(2)**	**1**	**3**	**(1)**	**2**	**5**	**(2)**	**3**
Intangible assets			0			0	0	0	0
Property, plant and equipment	3	(2)	1	3	(1)	2	5	(2)	3
INTANGIBLE ASSETS	**1,529**	**(1,137)**	**392**	**1,493**	**(1,101)**	**392**	**1,133**	**(952)**	**181**
PROPERTY, PLANT AND EQUIPMENT	**426**	**(267)**	**159**	**431**	**(249)**	**182**	**415**	**(213)**	**202**

(in millions of euros)	End 2009	Purchases	Sales	Other	End 2010
Gross value					
Operating intangible assets	**1,493**	**16**	**(2)**	**22**	**1,529**
Goodwill	1,190	0	0	0	1,191
Software	257	16	0	21	294
Other intangible assets	46	0	(2)	1	44
Operating property, plant and equipment	**428**	**38**	**(40)**	**(3)**	**423**
Land and buildings	222	11	(32)	(1)	200
Other property, plant and equipment	206	27	(8)	(2)	223
Non-operating property, plant and equipment	**3**	**0**	**0**	**0**	**3**
Land and buildings	2	0	0	0	2
Other property, plant and equipment	1	0	0	0	1
TOTAL	**1,924**	**54**	**(42)**	**19**	**1,955**

(in millions of euros)	End 2009	Charges	Reversals	Other	End 2010
Amortization and provisions					
Operating intangible assets	**(1,101)**	**(52)**	**18**	**(2)**	**(1,137)**
Goodwill	(970)	(2)	18	3	(951)
Software	(131)	(50)	0	(2)	(183)
Other intangible assets	0	0	0	(3)	(3)
Operating property, plant and equipment	**(248)**	**(44)**	**29**	**(2)**	**(265)**
Land and buildings	(106)	(14)	22	1	(97)
Other property, plant and equipment	(142)	(30)	7	(3)	(168)
Non-operating property, plant and equipment	**(1)**	**0**	**0**	**(1)**	**(2)**
Land and buildings	(1)	0	0	(1)	(2)
Other property, plant and equipment	0	0	0	0	0
TOTAL	**(1,350)**	**(96)**	**47**	**(5)**	**(1,404)**

NOTE 13 ACCRUAL ACCOUNTS AND OTHER – ASSETS

(in millions of euros)	2010	2009	2008
Options	4,585	3,627	10,329
Settlement accounts	559	234	307
Miscellaneous debtors	15,485	15,996	18,205
Inventory accounts and similar	0	0	0
OTHER	**20,629**	**19,857**	**28,841**
Collection accounts	0	0	0
Adjustment accounts	9,102	8,527	9,768
Gains on financial instruments	4,517	4,729	5,141
Deferred charges and prepayments	1,128	1,289	228
Accrued income	678	690	897
Other accrual accounts	4,281	7,469	5,374
ACCRUAL ACCOUNTS	**19,706**	**22,704**	**21,408**

NOTE 14 INTERBANK AND SIMILAR TRANSACTIONS

(in millions of euros)	2010	2009	2008
Due to central banks	**488**	**208**	**653**
Due to banks	**107,499**	**100,574**	**105,553**
Demand	10,882	15,538	18,446
o/w accrued interest	*1*	*3*	*23*
o/w other amounts due	*0*	*86*	*4*
Term*	96,647	85,036	87,107
o/w accrued interest	*406*	*663*	*573*
INTERBANK AND SIMILAR TRANSACTIONS	**107,987**	**100,782**	**106,206**
* *o/w repurchased securities:*	*39,551*	*22,198*	*27,295*
o/w accrued interest	*32*	*31*	*225*

NOTE 15 CUSTOMER TRANSACTIONS

(in millions of euros)	2010	2009	2008
Special savings accounts	**140**	**115**	**77**
Other payables	**60,990**	**46,256**	**53,080**
Demand	15,357	8,290	13,596
o/w accrued interest	*1*	*5*	*34*
o/w other amounts due	*13*	*5*	*54*
Term*	45,633	37,966	39,484
o/w accrued interest	*84*	*47*	*67*
o/w security deposits	*699*	*804*	*1,033*
CUSTOMER TRANSACTIONS	**61,130**	**46,371**	**53,157**
* *o/w repurchased securities:*	*23,519*	*20,030*	*22,022*
o/w accrued interest	*11*	*5*	*51*

NOTE 16 DEBT SECURITIES

(in millions of euros)	2010	2009	2008
Interbank and money market instruments	**47,357**	**46,354**	**42,482**
o/w accrued interest	*48*	*33*	*206*
Bonds	**17,581**	**25,456**	**32,727**
o/w accrued interest	*213*	*157*	*308*
Certificates of deposit and savings bonds	**0**	**0**	**0**
o/w accrued interest	*0*	*0*	*0*
Other payables	**1**	**0**	**0**
DEBT SECURITIES	**64,939**	**71,810**	**75,209**

NOTE 17 ACCRUAL ACCOUNTS AND OTHER – LIABILITIES

(in millions of euros)	2010	2009	2008
Miscellaneous creditors	10,201	10,117	12,624
Securities transactions	35,831	40,102	48,833
o/w securities held for trading	*0*	*0*	*0*
o/w liabilities on securities held for trading	*35,827*	*40,087*	*48,833*
o/w accrued interest	*4*	*15*	*0*
Sold options	4,949	3,223	10,832
Securities transactions settlement accounts	283	149	701
OTHER LIABILITIES	**51,264**	**53,591**	**72,990**
Unavailable accounts	31	27	126
Adjustment and suspense accounts	6,748	6,557	9,949
Losses on financial instruments	3,180	3,328	3,275
Deferred income and prepayments	780	753	129
Accrued charges	1,318	1,228	1,557
Other accrual accounts	3,766	3,450	2,881
ACCRUAL ACCOUNTS	**15,823**	**15,343**	**17,917**

NOTE 18 PROVISIONS FOR RISKS AND OTHER COSTS

(in millions of euros)	Employee benefits	Off-balance sheet commitments	Country risk	Specific credit risk	Provisions for litigation	Sector risk	Tax provisions	Risks on financial instruments	Other risks	Total
At January 1, 2008	**150**	**23**	**270**	**57**	**23**	**604**	**323**	**547**	**22**	**2,019**
Charges	191	215		13	244	66	115	724	123	1,691
Reversals	(61)	(107)	(21)	(28)	(8)		(76)	(67)	(60)	(428)
Merger flows/ partial contribution of assets	(4)						(7)		(5)	(16)
Translation differences				1						1
Other changes	(3)	(6)	5	28	(14)	(154)	2	188	114	160
Activity in 2008	**123**	**102**	**(16)**	**14**	**222**	**(88)**	**34**	**845**	**172**	**1,408**
BALANCE AT DECEMBER 31, 2008	**273**	**125**	**254**	**71**	**245**	**516**	**357**	**1,392**	**194**	**3,427**
At January 1, 2009	273	125	254	71	245	516	357	1,392	194	3,427
Charges	103	5	11	33	1	212	153	487	405	1,410
Reversals	(181)	(152)	(79)	(8)		(660)	(30)	(467)	(63)	(1,640)
Merger flows/ partial contribution of assets	2							8	(10)	0
Translation differences		7	(1)	(6)		(1)		6	2	7
Other changes	(3)	49		223	(225)	622	4	(332)	(334)	4
Activity in 2009	**(79)**	**(91)**	**(69)**	**242**	**(224)**	**173**	**127**	**(298)**	**0**	**(219)**
BALANCE AT DECEMBER 31, 2009	**194**	**34**	**185**	**313**	**21**	**689**	**484**	**1,094**	**194**	**3,208**
At January 1, 2010	**194**	**34**	**185**	**313**	**21**	**689**	**484**	**1,094**	**194**	**3,208**
Charges	81	26	23	41		73	132	862	97	1,335
Reversals	(60)	(33)	(45)	(173)	(2)	(116)	(128)	(309)	(57)	(923)
Merger flows/ partial contribution of assets	3									3
Translation differences		1	9	18		5		(53)	1	(19)
Other changes		11		(1)		1	(8)	(52)	41	(8)
Activity in 2010	**24**	**5**	**(13)**	**(115)**	**(2)**	**(37)**	**(4)**	**448**	**82**	**388**
BALANCE AT DECEMBER 31, 2010	**218**	**39**	**172**	**198**	**19**	**652**	**480**	**1,542**	**276**	**3,596**

NOTE 19 SUBORDINATED DEBT

(in millions of euros)	2010	2009	2008
Dated subordinated debt	**7,668**	**8,185**	**8,385**
Subordinated notes	6,393	6,910	6,964
Subordinated loans	1,275	1,275	1,421
Undated subordinated debt	**5,018**	**7,086**	**4,897**
Participating loans	0	0	0
Subordinated securities	4,990	6,541	4,897
Subordinated loans	28	545	0
Accrued interest	**300**	**279**	**207**
SUBORDINATED DEBT	**12,986**	**15,550**	**13,489**

BREAKDOWN BY MATURITY *(IN EUROS)*

Maturity	2010
2011	32,600,000
2012	149,109,621
2013	550,000,000
2014	41,000,000
2015	102,000,000
2016	2,156,000,000
2017	2,540,000,000
2018	510,000,000
2019	724,357,776
2021	500,000,000
2022	120,000,000
2023	21,500,000
2027	46,000,000
2033	175,214,236
Undated	5,018,308,057
Accrued interest	299,515,660
	12,985,605,350

NOTE 20 REGULATED PROVISIONS

(in millions of euros)	Revaluation reserve for depreciable fixed assets	Provisions for investment	Accelerated depreciation	Total
At January 1, 2008	**0**	**20**	**1**	**21**
Charges	0	2	0	2
Reversals	0	(1)	0	(1)
Activity in 2008	**0**	**1**	**0**	**1**
BALANCE AT DECEMBER 31, 2008	**0**	**21**	**1**	**22**
At January 1, 2009	0	21	1	22
Charges	0	(2)	0	(2)
Reversals	0	2	0	2
Activity in 2009	**0**	**0**	**0**	**0**
BALANCE AT DECEMBER 31, 2009	**0**	**21**	**1**	**22**
At January 1, 2010	**0**	**21**	**1**	**22**
Charges	0	3	0	3
Reversals	0	(4)	0	(4)
Activity in 2010	**0**	**(1)**	**0**	**(1)**
BALANCE AT DECEMBER 31, 2010	**0**	**20**	**1**	**21**

NOTE 21 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, 2008	**1,955**	**14,912**	**115**	**102**	**0**	**198**	**0**	**17,282**
Appropriation of 2007 earnings		(167)		(102)		(198)		(467)
Dividends paid in 2008		(549)						(549)
Payment in shares of 2007 dividend	68	333						401
Capital increase	2,630	1,068						3,698
Set-off of expenses		(66)						(66)
Activity in 2008	**2,698**	**619**	**0**	**(102)**	**0**	**(198)**	**0**	**3,017**
BALANCE AT DECEMBER 31, 2008	**4,653**	**15,531**	**115**	**0**	**0**	**0**	**0**	**20,299**
At January 1, 2009	**4,653**	**15,531**	**115**	**0**	**0**	**0**	**0**	**20,299**
Appropriation of 2008 earnings		(5,054)						(5,054)
Activity in 2009	**0**	**(5,054)**	**0**	**0**	**0**	**0**	**0**	**(5,054)**
BALANCE AT DECEMBER 31, 2009	**4,653**	**10,477**	**115**	**0**	**0**	**0**	**0**	**15,245**
At January 1, 2010	**4,653**	**10,477**	**115**	**0**	**0**	**0**	**0**	**15,245**
Appropriation of 2009 earnings		(2,046)						(2,046)
Change in amortized cost method							(101)	(101)
Total transfer of assets and liabilities – Garbo Invest		2						2
Activity in 2010	**0**	**(2,044)**	**0**	**0**	**0**	**0**	**(101)**	**(2,145)**
BALANCE AT DECEMBER 31, 2010	**4,653**	**8,433**	**115**	**0**	**0**	**0**	**(101)**	**13,100**

The share capital is composed of 2,908,137,693 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 22 TRANSACTIONS WITH SUBSIDIARIES AND AFFILIATES

(in millions of euros)	2010	2009	2008
Assets			
Advances to banks	74,182	67,275	50,106
Customer loans	15,428	10,279	7,117
Bonds and other fixed-income securities	3,792	3,436	6,211
Shares and other variable-income securities	0	0	0
Liabilities			
Due to banks	72,438	62,943	39,441
Customer payables	3,723	3,629	1,352
Debt securities	2,541	3,073	15,815
Subordinated debt	1,734	1,804	4,635
Off-balance sheet			
Financing commitments given to:			
banks	4,012	3,645	677
customers	117	58	228
Guarantees provided on behalf of			
banks	6,389	1,537	1,586
customers	543	607	527

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 23 STATEMENT OF ASSETS, LIABILITIES AND COMMITMENTS RELATED TO MANAGEMENT OF PUBLIC PROCEDURES

(in millions of euros)	2010	2009	2008
Interbank and similar transactions	0	0	0
Customer transactions	645	512	407
Other assets	0	0	0
TOTAL ASSETS	**645**	**512**	**407**
Interbank and similar transactions	46	55	72
Customer transactions	854	743	665
Debt securities	0	0	0
Other liabilities	3	3	2
TOTAL LIABILITIES	**903**	**801**	**739**
Commitments given			
Financing commitments given	0	0	0
Guarantees given	0	0	0
TOTAL COMMITMENTS GIVEN	**0**	**0**	**0**
Commitments received			
Financing commitments received	0	0	0
Guarantee commitments received	0	8	24
TOTAL COMMITMENTS RECEIVED	**0**	**8**	**24**

NOTE 24 INTEREST AND SIMILAR INCOME

(in millions of euros)	2010	2009	2008
Interbank transactions	2,665	14,301	10,198
Customer transactions	1,965	2,349	4,866
Leasing transactions	0	0	0
Operating lease transactions	0	0	0
Bonds and other fixed-income securities	415	1,266	1,296
Other interest and similar income	2,165	3,447	760
TOTAL	**7,210**	**21,363**	**17,120**

NOTE 25 INTEREST AND SIMILAR EXPENSES

(in millions of euros)	2010	2009	2008
Interbank transactions	(2,485)	(19,800)	(10,148)
Customer transactions	(764)	(659)	(1,942)
Leasing transactions	0	0	0
Operating lease transactions	0	0	0
Bonds and other fixed-income securities	(1,098)	(1,415)	(4,366)
Other interest and similar expenses	(2,862)	(2,724)	(52)
TOTAL	**(7,209)**	**(24,598)**	**(16,508)**

NOTE 26 INCOME FROM VARIABLE-INCOME SECURITIES

(in millions of euros)	2010	2009	2008
Investments in affiliates	788	992	1,400
Securities held for sale	25	23	17
TOTAL	**813**	**1,015**	**1,417**

NOTE 27 FEES AND COMMISSIONS

(in millions of euros)	2010	2009	2008
Fee and commission income			
Customer transactions	219	202	155
Securities transactions	44	7	14
Off-balance sheet items:			
Forward financial instruments	13	7	34
Financing commitments	54	40	33
Guarantee commitments	60	1,228	26
Other commitments given	72	99	40
Foreign exchange transactions			1
Other financial services	34	118	52
Payment services	62	62	65
Ancillary income	19	119	127
Others	188	244	198
TOTAL	**765**	**2,126**	**745**
Fee and commission expense			
Customer transactions	(9)	(8)	(3)
Securities transactions	(102)	(80)	(136)
Off-balance sheet items:			
Forward financial instruments	(31)	(28)	(74)
Guarantee commitments	(221)	(1,312)	(13)
Others	(6)	(24)	(45)
Foreign exchange transactions	(7)	(5)	(6)
Other financial services	(11)	(10)	(18)
Payment services	(71)	(72)	(66)
Others			
TOTAL	**(458)**	**(1,539)**	**(361)**

NOTE 28 NET GAINS (LOSSES) ON TRADING PORTFOLIO TRANSACTIONS

(in millions of euros)	2010	2009	2008
Net gains (losses) on securities held for trading	3,429	1,891	(1,914)
Net gains (losses) on foreign exchange transactions	193	713	813
Net gains (losses) on forward financial instruments	(2,329)	978	(1,567)
TOTAL	**1,293**	**3,582**	**(2,668)**

NOTE 29 GAINS/(LOSSES) ON SECURITIES HELD FOR SALE AND SIMILAR

(in millions of euros)	2010	2009	2008
Gains on disposal	1,571	932	996
Losses on disposal	(1,034)	(748)	(2,158)
Net impairment (Charge)/Reversal	(465)	(190)	(32)
TOTAL	**72**	**(6)**	**(1,194)**

NOTE 30 NET INCOME FROM OTHER OPERATIONS

(in millions of euros)	2010	2009	2008
Expenses incurred on commitments	0	0	0
Expenses from income sharing agreements	(84)	(117)	(28)
Ancillary income	121	20	12
Share of income from joint banking ventures	6	0	1
Transfers of operating banking expenses	12	96	5
Other	36	(59)	22
TOTAL	**91**	**(60)**	**12**

NOTE 31 GENERAL OPERATING EXPENSES

(in millions of euros)	2010	2009	2008
Payroll costs			
Wages and salaries	(692)	(771)	(644)
Social security charges [(a)]	(276)	(259)	(261)
Incentive and profit-sharing plans	(46)	(5)	(14)
Taxes on income	(43)	(94)	(69)
Rebilled expenses	40	38	27
Provisions for risks and charges (pension liabilities)	(20)	78	(129)
	(1,037)	**(1,013)**	**(1,090)**
Other administrative expenses			
Leasing	0	0	(5)
Taxes other than on income	(23)	(48)	(32)
External services	(984)	(972)	(1,059)
Rebilled expenses	131	90	161
	(876)	**(930)**	**(935)**
Depreciation, amortization and impairment of property, plant and equipment and intangible assets			
Charges	**(78)**	**(199)**	**(947)**
TOTAL	**(1,991)**	**(2,142)**	**(2,972)**
(a) o/w pension costs	*(66)*	*(65)*	*(85)*

NOTE 32 PROVISION FOR CREDIT LOSSES

(in millions of euros)	2010	2009	2008
Provision for credit losses on asset items			
Non-performing loans:	**(275)**	**(979)**	**(547)**
Impairment charges	(326)	(987)	(556)
Reversals of impairment charges	328	343	92
Losses covered	(226)	(311)	(87)
Losses not covered	(95)	(34)	(3)
Recoveries of bad debts written off	44	10	7
Securities:	**(18)**	**2**	**0**
Impairment charges	(129)	(1)	0
Reversals of impairment charges	127	3	0
Losses covered	(31)	0	0
Losses not covered	0	0	0
Recoveries of bad debts written off	15	0	0
Net income from assets	**(293)**	**(977)**	**(547)**
Provision for credit losses on liability items			
Country risk:	**21**	**68**	**21**
Charges to provisions	(24)	(11)	0
Reversals of provisions	45	79	21
Losses covered	0	0	0
Losses not covered	0	0	0
Recoveries of bad debts written off	0	0	0
Risks and charges:	**188**	**(647)**	**(457)**
Charges to provisions	(224)	(526)	(521)
Reversals of provisions	412	310	64
Losses covered	0	(431)	0
Losses not covered	0	0	0
Recoveries of bad debts written off	0	0	0
Net income from liabilities	**209**	**(579)**	**(436)**
TOTAL	**(84)**	**(1,556)**	**(983)**

NOTE 33 NET GAINS/(LOSSES) ON FIXED ASSETS

(in millions of euros)	2010	2009	2008
Long-term investments			
Gains			
Investments and other long-term securities [a]	2	6	254
Securities held for investment	37	11	1
Losses			
Investments and other long-term securities	(198)	(101)	(30)
Securities held for investment	(4)	(162)	(49)
Impairment charges			
Investments and other long-term securities	(201)	(100)	(71)
Securities held for investment	0	0	0
Reversals of impairment charges			
Investments and other long-term securities	53	39	58
Securities held for investment	0	0	0
Provisions for risks and charges			
Investments and other long-term securities	(9)	(70)	0
Reversals of provisions for risks and charges			
Investments and other long-term securities	0	1	(1)
Total	**(320)**	**(376)**	**162**
Property, plant and equipment and intangible assets	**(2)**	**3**	**2**
TOTAL	**(322)**	**(373)**	**164**

(a) 2008: o/w €210 million for CACEIS.

NOTE 34 INCOME TAXES

(in millions of euros)	2010	2009	2008
Tax at standard rate	(59)	(45)	(37)
Tax at reduced rate			
Tax reassessments	(14)	(4)	63
Tax credits	2		2
Impact of tax consolidation	169	10	66
Other items	1	(8)	28
Carryback	4	188	53
TOTAL	**103**	**141**	**175**

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. The tax charge payable by each subsidiary is not affected by consolidation.

Any tax savings or expense generated by consolidation is recognized by Natixis as 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. The provisions for restitution of corporate tax for consolidated and tax-consolidated subsidiaries are eliminated in the consolidated financial statements.

NOTE 35 CHANGE IN HEADCOUNT

	2010	2009	2008
Technical staff	2,608	2,632	2,862
Managers	4,929	4,534	4,936
NUMBER OF EMPLOYEES	**7,537**	**7,166**	**7,798**

NOTE 36 OFF-BALANCE SHEET ITEMS – FORWARD FINANCIAL INSTRUMENTS

(in millions of euros)	Notional 2010	Notional 2009	Notional 2008
On organized markets	**800,195**	**165,784**	**285,224**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	769,459	164,584	270,920
Options	30,736	1,200	14,304
Over the counter	**5,209,344**	**4,487,234**	**5,592,994**
Swaps			
Forward transactions	2,511,706	1,979,001	3,337,633
Options	0	0	0
Other than swaps			
Forward transactions	1,526,450	1,259,167	951,551
Options	1,171,188	1,249,066	1,303,810
INTEREST-RATE INSTRUMENTS	**6,009,539**	**4,653,018**	**5,878,218**
On organized markets	**131**	**344**	**19**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	131	344	19
Options	0	0	0
Over the counter	**198,853**	**154,101**	**177,185**
Swaps			
Forward transactions	0	0	16,525
Options	0	0	0
Other than swaps			
Forward transactions	18,796	7,078	24
Options	180,057	147,023	160,636
EXCHANGE RATE INSTRUMENTS	**198,984**	**154,445**	**177,204**
On organized markets	**645,233**	**1,075,676**	**684,882**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	15,612	31,624	13,167
Options	629,621	1,044,052	671,715
Over the counter	**495,316**	**855,173**	**72,202**
Swaps			
Forward transactions	25,830	39,025	8,379
Options	0	0	0
Other than swaps			
Forward transactions	12,556	2,992	3,023
Options	456,930	813,156	60,800
OTHER INSTRUMENTS	**1,140,549**	**1,930,849**	**757,084**
o/w hedges			
• *of interest rate instruments*	*371,906*	*43,496*	
• *of exchange rate instruments*	*0*	*22*	
• *of other instruments*	*19,193*	*25,096*	

Fair value of forward financial instruments (international branches excluded from scope)

(in millions of euros)	2010	2009	2008
Interest Rate Instruments			
Positive fair value	64,016	58,701	82,919
Negative fair value	61,530	59,156	85,417
Exchange Rate Instruments			
Positive fair value	9,082	7,910	20,426
Negative fair value	9,909	7,055	21,058
Other Instruments			
Positive fair value	7,390	11,981	42,893
Negative fair value	6,358	10,484	39,161

NOTE 37 OFF-BALANCE SHEET – FOREIGN CURRENCY COMMITMENTS AND TRANSACTIONS

COMMITMENTS

(in millions of euros)	2010	2009	2008
Financing commitments	**58,294**	**56,797**	**44,647**
Banks	16,171	18,218	8,652
Customers	42,123	38,579	35,995
Guarantees	**25,935**	**26,231**	**26,720**
Banks	7,528	6,613	3,704
Customers	18,407	19,618	23,016
Commitments on securities	**4,016**	**3,860**	**3,486**
Other commitments	**23,631**	**31,208**	**17,307**
TOTAL COMMITMENTS GIVEN	**111,876**	**118,096**	**92,160**
Financing commitments	**33,433**	**15,002**	**13,623**
Banks	32,962	13,622	13,176
Customers	471	1,380	447
Guarantees	**24,097**	**19,270**	**39,791**
Banks	11,049	12,880	35,202
Customers	13,048	6,390	4,589
Commitments on securities	**7,174**	**3,944**	**2,031**
Other commitments	**8,312**	**8,178**	**9,918**
TOTAL COMMITMENTS RECEIVED	**73,016**	**46,394**	**65,363**

CURRENCY TRADING

(in millions of euros)	2010	2009	2008
Spot transactions			
Currencies purchased and not received	17,985	22,034	22,497
Currencies sold and not delivered	17,563	24,531	22,521
Foreign currency lending/borrowing			
Currencies loaned and not delivered	1,054	752	436
Currencies borrowed and not received	748	4,641	3,634
Currency futures and options			
Euros receivable/currencies deliverable	311,600	285,353	388,057
Currencies receivable/euros deliverable	317,001	285,591	381,336
Currencies receivable/currencies deliverable	156,180	168,140	196,626
Currencies deliverable/currencies receivable	156,488	168,108	197,006
Premium/discount receivable	3	3	3,758
Premium/discount payable	3	0	3,592

NOTE 38 ASSETS, LIABILITIES AND FINANCIAL INSTRUMENTS BY MATURITY

(in millions of euros)	<=1 month	1-3 months	3-6 months	from 6 months to 1 year	1 to 5 years	>5 years	perpetual	Total
Cash and balances with central banks	12,136	0	0	0	0	0	0	12,136
Government securities and equivalent	148	668	178	2,049	4,972	10,378	0	18,393
Advances to banks	4,543	12,725	6,901	9,327	16,836	45,982	7	96,321
Customer transactions	11,833	8,430	3,473	3,816	27,316	37,339	354	92,561
Bonds and other fixed-income securities	210	2,040	442	283	4,950	20,693	0	28,618
Shares and other variable-income securities	887	1,108	79	1,863	321	11,832	0	16,090
ASSETS	**29,757**	**24,971**	**11,073**	**17,338**	**54,395**	**126,224**	**361**	**264,119**
Due to central banks	488	0	0	0	0	0	0	488
Due to banks	90,597	5,673	3,966	5,119	1,440	704	0	107,499
Customer transactions	37,443	13,562	3,260	2,343	3,429	1,093	0	61,130
Debt securities	14,767	21,036	7,043	8,090	6,239	7,764	0	64,939
LIABILITIES (SOURCES OF FUNDS)	**143,295**	**40,271**	**14,269**	**15,552**	**11,108**	**9,561**		**234,056**

(in millions of euros)	<1 year	1 to 5 years	>5 years
On organized markets	**525,877**	**236,652**	**37,666**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	495,219	236,574	37,666
Options	30,658	78	0
Over the counter	**2,103,510**	**1,614,588**	**1,491,246**
Swaps			
Forward transactions	731,703	895,147	884,856
Options	0	0	0
Other than swaps			
Forward transactions	1,200,062	268,301	58,086
Options	171,745	451,140	548,304
INTEREST RATE INSTRUMENTS	**2,629,387**	**1,851,240**	**1,528,912**
On organized markets	**107**	**0**	**24**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	107	0	24
Options	0	0	0
Over the counter	**97,735**	**49,043**	**52,075**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	15,356	994	2,446
Options	82,379	48,049	49,629
EXCHANGE RATE INSTRUMENTS	**97,842**	**49,043**	**52,099**
On organized markets	**15,579**	**7,971**	**621,682**
Swaps			
Forward transactions	0	0	0
Options	0	0	0
Other than swaps			
Forward transactions	4,419	37	11,155
Options	11,160	7,934	610,527
Over the counter	**54,684**	**117,626**	**323,008**
Swaps			
Forward transactions	2,430	3,419	19,982
Options	0	0	0
Other than swaps			
Forward transactions	2,306	0	10,250
Options	49,948	114,207	292,776
OTHER INSTRUMENTS	**70,263**	**125,597**	**944,690**

NOTE 39 STATUTORY AUDITORS' FEES

(in millions of euros)	2010	2009	2008
Audit			
Independent audit, certification & examination of the separate and consolidated accounts	5.0	5.7	5.1
Other procedures and services directly related to the Statutory Auditor's engagement	1.0	0.4	0.8
TOTAL	**6.0**	**6.1**	**5.9**

NOTE 40 ESTABLISHMENTS AND OPERATIONS IN NON-COOPERATIVE 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 aimded 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 Risks 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.

Natixis herey reports, in accordance with the above-mentioned article, that at December 31, 2010, its subsidiary Coface owned 100% of "Coface Servicios Costa Rica S.A.", a services company in Costa Rica with 2010 revenues of €339,000.

Company financial performance over the last five years (Art. 133, 135 and 148 of the Commercial Companies Decree)

CATEGORY	2006	2007	2008	2009	2010
Financial position at year-end					
Share capital	1,951,782,928.00	1,955,268,310.40	4,653,020,308.80	4,653,020,308.80	4,653,020,308.80
Number of shares issued	1,219,864,330	1,222,042,694	2,908,137,693	2,908,137,693	2,908,137,693
Number of bonds redeemable in shares	0	0	0	0	0
Number of bonds convertible in shares	0	0	0	0	0
Overall results of effective operations					
Revenues net of tax	24,125,749,761.01	36,243,060,348.21	50,787,613,550.53	23,966,064,000.89	19,391,654,325.41
Income before tax, depreciation, amortization and provisions	677,795,500.73	852,134,041.69	(2,548,305,710.82)	(1,664,174,176.79)	644,584,484.60
Income taxes	(55,322,327.37)	141,132,997.05	175,491,065.29	141,058,269.33	103,399,790.98
Income after tax, depreciation, amortization and provisions	744,399,468.97	(467,183,610.92)	(5,053,779,558.57)	(2,046,308,381.66)	284,641,699.57
Dividends paid	1,049,083,323.80	549,919,212.30	0.00	0.00	668,871,669.39
Operational result per share					
Income after tax, but before amortization and provisions	0.51	0.81	(0.82)	(0.52)	0.26
Income after tax, amortization and provisions	0.61	(0.38)	(1.74)	(0.70)	0.10
Dividend per share	0.86	0.45	0.00	0.00	0.23
Employees					
Number of employees	5,072	7,648	7,798	7,166	7,537
Total payroll costs	415,344,933.38	668,942,830.46	644,059,193.67	770,842,886.68	691,856,116.30
Social security and other employee Benefits	233,880,070.04	269,404,568.47	273,921,026.89	264,166,185.19	322,453,719.64

4.5 Statutory Auditor's report on the parent company financial statements

Year ended December 31, 2010

Dear shareholders,

In accordance with our appointment as Statutory Auditors at the General Shareholders' Meeting, we hereby present our report for the year ended December 31, 2010, on:

- our audit of the accompanying financial statements of Natixis;
- the justification of our assessments;
- the specific verifications and disclosures required by law.

The parent company financial statements have been approved by the Board of Directors. Our responsibility 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 the professional standards applicable in France. Those standards require that we plan and perform our audit to obtain reasonable assurance that the financial statements are free of material misstatement. An audit includes examining, on a test basis or using other sampling techniques, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the parent company financial statements give a true and fair view of the financial position and assets and liabilities of the Company at December 31, 2010, and of the results of its operations for the year then ended, based on French accounting rules and principles.

Without prejudice to the opinion expressed above, we draw your attention to Note 2 to the parent company financial statements, which describes a change in accounting method made in accordance with regulation ° 2009-03 of the French Accounting Regulations Committee pertaining to the accounting treatment of commissions and fees incurred from the granting or acquisition of a credit line.

II - JUSTIFICATION OF OUR ASSESSMENTS

Pursuant to Article L.823-9 of the French Commercial Code regarding the justification of our assessments, we draw your attention to the issues set out below:

Change in accounting method

As part of our assessment of your company's accounting rules and principles, we ensured that the above-mentioned change in accounting method and the way in which it was presented were well-founded.

Guarantee mechanism for GAPC assets

As described in Note 1.10 to the parent company financial statements, a guarantee mechanism set up by BPCE has been in place since July 1, 2009 covering certain assets ring-fenced in the Workout Portfolio Management structure (GAPC). We analyzed the conditions in which this mechanism was set up and the accounting treatment adopted.

Estimates made within the context of banking activities

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, 28 and 36 to the parent 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.

PROVISIONS FOR CREDIT AND COUNTERPARTY RISKS

The Company recognizes impairment losses to cover the credit and counterparty risks inherent in its business (Notes 1.1, 3, 4, 6, 18, and 32 to the parent company financial statements). We examined the control procedures relating to credit and counterparty risk monitoring, the assessment of risks of non-collection, and the provisions set aside in this respect for individual and collective impairment.

Other estimates

INVESTMENT SECURITIES, SHARES IN AFFILIATED COMPANIES AND OTHER LONG-TERM SECURITIES

Natixis revises its measurement of investments in subsidiaries (Notes 1.2, 7 and 33 to the parent company financial statements). We examined how this work was carried out as well as the main assumptions and parameters used.

EMPLOYEE BENEFITS

The Company records provisions to cover employee benefits (Notes 1.7, 18 and 31 to the parent company financial statements). We examined the methodology used to measure these benefit obligations, as well as the main assumptions and inputs applied.

These assessments were made in the context of our audit of the parent company financial statements taken as a whole, and therefore contributed to the forming of the opinion expressed in the first part of this report.

III - SPECIFIC VERIFICATIONS AND DISCLOSURES

We also conducted the specific verifications required by law in accordance with the auditing standards applicable in France.

We have nothing to report regarding the fairness of the information provided in the Management Report of the Board of Directors and in the documents addressed to shareholders on the Company's financial position and financial statements, or its consistency with those financial statements.

We reviewed the information provided in accordance with Article L.225-102-1 of the French Commercial Code concerning compensation and benefits paid to corporate officers as well as commitments granted to corporate officers, and the consistency of this information with the parent company financial statements or with the data used to prepare the financial statements and, where applicable, with the information obtained by the Company from companies controlling it or controlled by it. Based on our work, we certify that the information provided is accurate and fair.

As required by law, we verified that you have been provided the appropriate disclosures concerning the acquisition of controlling interests and other shareholdings, and the identity of the Company's shareholders (or holders of voting rights).

Neuilly-sur-Seine and Paris-La-Défense, France; April 4, 2011

DELOITTE & ASSOCIÉS	KPMG Audit Department of KPMG S.A.	MAZARS
José-Luis Garcia	Fabrice Odent	Charles de Boisriou

4.6 Statutory Auditor's Special Report on Related Party Agreements and Commitments

Year ended December 31, 2010

Dear shareholders,

In our capacity as Statutory Auditors of Natixis, we hereby present our report on related party agreements and commitments.

It is our responsibility to inform you, on the basis of information provided to us, of the basic characteristics and procedures of agreements and commitments that we were informed of, or that we discovered while carrying out our assignment. It is not our responsibility to ascertain the existence of such agreements, or to comment on their relevance or substance, or to determine whether other agreements and commitments exist. Under the provisions of Article R.225-31 of the French Commercial Code, it is the shareholders' responsibility to determine whether the agreements and commitments are appropriate and should be approved.

It is also our responsibility, where applicable, to provide to you the disclosures under Article R.225-31 of the French Commercial Code pertaining to the performance during the past year of agreements and commitments already approved by the Annual General Meeting.

We performed the procedures that we considered necessary in accordance with the professional standards issued by the French Statutory Auditors' Board (Compagnie Nationale des Commissaires aux Comptes (CNCC)). Those procedures involved ensuring that the information disclosed to us was consistent with the source documents from which it was taken.

I - AGREEMENTS AND COMMITMENTS SUBJECT TO THE APPROVAL OF THE ANNUAL GENERAL MEETING

1.1 Agreements and commitments approved during the past year

As required by Article L.225-40 of the French Commercial Code, we have been advised of those agreements and commitments which were subject to prior authorization by your Board of Directors.

1.1.1 RECIPROCAL FINANCIAL GUARANTEE PERTAINING TO THE "NEPTUNE" DEAL BETWEEN NATIXIS S.A. AND NATIXIS REAL ESTATE CAPITAL INC.

Corporate officers concerned:

- Mr. François Pérol: Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Jean Criton: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Nicolas Duhamel: Chief Financial Officer and Member of the Executive Board of BPCE, Permanent Representative of BPCE on the Natixis Board of Directors;
- Mr. Stève Gentili: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Bernard Jeannin: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Olivier Klein: Member of the BPCE Executive Board – Banque Commerciale et Assurances, Natixis Director;
- Mr. Yvan de La Porte du Theil: Member of the BPCE Executive Board – Banques Populaires network, Natixis Director;
- Mr. Alain Lemaire: Member of the BPCE Executive Board – Caisses d'Epargne network, Natixis Director;
- Mr. Didier Patault: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Philippe Sueur: Natixis Director, Vice-Chairman of the Orientation and Supervisory Committee of Caisse d'Epargne Île-de-France.

On February 24, 2010, the Board of Directors approved a financial guarantee agreement between Natixis and Natixis Real Estate Capital Inc, in reciprocity to the Neptune guarantee and dealing with all GAPC assets held by Natixis Real Estate Capital Inc.

This financial guarantee takes the legal form of a sub-participation in terms of risk, in order to cover Natixis Real Estate Capital Inc., in the proportion of a certain share of a portfolio of assets held by it as of June 30, 2009, following the clear failure to pay sums due in relation to the assets upon the contractually agreed payment date.

This agreement had no financial impact in 2010.

1.1.2 ADDENDUM NO. 1 TO THE AGREEMENT PERTAINING TO THE FINANCIAL GUARANTEE (SUB-PARTICIPATION IN TERMS OF RISK) OF GAPC BETWEEN NATIXIS AND BPCE.

Corporate officers concerned:

- Mr. François Pérol: Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Jean Criton: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Nicolas Duhamel: Chief Financial Officer and Member of the Executive Board of BPCE, Permanent Representative of BPCE on the Natixis Board of Directors;
- Mr. Stève Gentili: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Bernard Jeannin: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Olivier Klein: Member of the BPCE Executive Board – Banque Commerciale et Assurances, Natixis Director;
- Mr. Jean-Bernard Mateu: Natixis Director, Chairman of the Executive Board of Caisse d'Epargne et Prévoyance de Rhône Alpes (CERA);
- Mr. Didier Patault: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Philippe Queuille: Member of the BPCE Executive Board – Operations, Natixis Director;
- Mr. Philippe Sueur: Natixis Director, Vice-Chairman of the Orientation and Supervisory Committee of Caisse d'Epargne Île-de-France.

On August 5, 2010, the Board of Directors approved addendum No. 1 to the financial guarantee (sub-participation in terms of risk) between Natixis and BPCE of November 12, 2009 *(see point 2.1.4)*.

This addendum's purpose is to specify the application of certain provisions of the Guarantee to covered assets that were subject to a writedown.

This agreement has no financial impact in 2010. It is separate from the other agreements, whose details and financial impacts are presented in section 2.1.4.

1.1.3 INVOICING AGREEMENT BETWEEN NATIXIS AND BPCE PERTAINING TO THE AFFILIATION OF NATIXIS.

Corporate officers concerned:

- Mr. François Pérol: Chairman of the BPCE Executive Board, Chairman of the Natixis Board of Directors;
- Mr. Jean Criton: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Nicolas Duhamel: Chief Financial Officer and Member of the Executive Board of BPCE, Permanent Representative of BPCE on the Natixis Board of Directors;
- Mr. Stève Gentili: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Bernard Jeannin: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Olivier Klein: Member of the BPCE Executive Board – Banque Commerciale et Assurances, Natixis Director;
- Mr. Jean-Bernard Mateu: Natixis Director, Chairman of the Executive Board of Caisse d'Epargne and Prévoyance de Rhône Alpes (CERA);
- Mr. Didier Patault: Member of the BPCE Supervisory Board, Natixis Director;
- Mr. Philippe Queuille: Member of the BPCE Executive Board – Operations, Natixis Director;
- Mr. Philippe Sueur: Natixis Director, Vice-Chairman of the Orientation and Supervisory Committee of Caisse d'Epargne Ile-de-France.

On December 16, 2010, the Board of Directors approved the invoicing agreement pertaining to the affiliation of Natixis between Natixis and BPCE.

The expense recognized by Natixis in respect of this agreement totaled €16,500,000.00 for the fiscal year ended December 31, 2010 (covering the last three quarters of 2010).

1.2 Agreements and commitments approved since the close of the year

We were informed of the following agreement, authorized since the closing of the past year, which was subject to the prior approval of your Board of Directors:

1.2.1 AGREEMENT ON AN COMPENSATION IN THE EVENT OF EARLY TERMINATION OF THE CHIEF EXECUTIVE OFFICER

On February 22, 2011, the Board of Directors approved a compensation agreement by Natixis in favor of Mr. Laurent Mignon, in the event of early termination as Chief Executive Officer. The agreement is based on performance criteria and conditions and is capped at one year of maximum potential compensation (fixed and variable salary). No severance payment shall be given to the Chief Executive Officer if he leaves on his own initiative to serve in a new position or if he changes positions within the Groupe BPCE.

II - AGREEMENTS AND COMMITMENTS ALREADY APPROVED BY THE ANNUAL GENERAL MEETING

2.1 Agreements and commitments approved during previous fiscal years, the performance of which continued into the past year

Pursuant to Article R.225-30 of the French Commercial Code, we have been informed that the performance of the following agreements and commitments, already approved by the Annual General Meeting during previous fiscal years, continued into the past year.

2.1.1 AGREEMENTS RELATING TO SHAREHOLDER ADVANCES BETWEEN NATIXIS AND CNCE AND BFBP, RESPECTIVELY

On May 13, 2009, the Board of Directors approved €750,000,000 in shareholder current account advances from BFBP and €750,000,000 from CNCE, accounted for as equity. Repayments on these advances amounted to €1,000,000,000 in 2009 and €500,000,000 in 2010.

The expense recognized by Natixis in respect of these agreements totaled €5,571,716.69 for the fiscal year ended December 31, 2010.

2.1.2 AGREEMENT BETWEEN NATIXIS AND BPCE REGARDING THE PURCHASE OF SECURITIES AND THE ISSUE AND SUBSCRIPTION OF UNDATED DEEPLY SUBORDINATED NOTES

On August 25, 2009, the Board of Directors approved an agreement between Natixis and BPCE regarding the purchase of securities and the issue and subscription of undated Deeply Subordinated Notes. The Deeply Subordinated Notes were redeemed in the second half of 2010.

The expense recognized by Natixis in respect of this agreement totaled €112,657,698.42 for the fiscal year ended December 31, 2010.

2.1.3 PRELIMINARY AGREEMENT BETWEEN NATIXIS AND BPCE REGARDING THE GUARANTEE MECHANISM COVERING CERTAIN GAPC ASSETS

On August 25, 2009, the Board of Directors approved a preliminary agreement between Natixis and BPCE designed to protect Natixis against future losses and earnings volatility resulting from the assets ring-fenced in its Workout Management Portfolio structure (GAPC).

This agreement resulted in the signing of several agreements between Natixis and BPCE related to the guarantee granted in respect of certain GAPC assets. Details of these agreements and their financial impact are described in section 2.1.4.

2.1.4 AGREEMENTS BETWEEN NATIXIS AND BPCE CONCERNING THE GAPC ASSET GUARANTEE

On November 12, 2009, the Board of Directors approved a number of agreements regarding the guarantee covering certain GAPC assets:

- the Financial Guarantee agreement, under which BPCE agrees to grant Natixis a financial guarantee;
- 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 relates to US dollar-denominated assets;
- the Call Option granted by BPCE to Natixis;
- the "Miroir NLI" Financial Guarantee between Natixis and Natixis Luxembourg Investissements;
- the "Miroir NFP" Financial Guarantee between Natixis and Natixis Financial Products Inc.;
- the "Miroir NFUSA" Financial Guarantee between Natixis and Natixis Funding USA, LLC;
- the "Miroir Ixis CMNA Australia" Financial Guarantee between Natixis and Ixis CMNA Australia No2 SCA;
- the "Miroir NFP" Total Return Swap agreement between Natixis and Natixis Financial Products Inc.;
- the "Miroir NREC" Total Return Swap agreement between Natixis and Natixis Real Estate Capital Inc.;
- governance arrangements set up in respect of the GAPC guarantee (notably including draft operating charters for the Guarantee Supervision Committee and Workout Portfolio Management Committee).

The premium relating to Natixis has been spreadout and reported in the income statement in the amount of €174,363,792.11 for the fiscal year ended December 31, 2010. The recognition of the premium in respect of the reciprocal guarantees with subsidiaries has no impact on Natixis' income statement.

Changes in the fair value of total return swaps led to the recognition at December 31, 2010 of €80,674,239.89 in income for Natixis' activities and a US$328,636,000 expense in respect of subsidiaries. The US dollar expense is neutralized in Natixis' financial statements by recording symmetrical income with these subsidiaries.

The transaction was recognized immediately in the balance sheet, and its revaluation led to the recognition of a €28,144,507.68 expense for the 2010 fiscal year.

The income recognized by Natixis for cancellation payments amounted to €120,212,409.00 for the 2010 fiscal year.

Income recognized for margin calls came to €14,965,981.00 for the 2010 fiscal year.

2.1.5 CREDIT AND FINANCIAL GUARANTEE MASTER AGREEMENTS BETWEEN NATIXIS AND NATIXIS LEASE

On December 17, 2009, the Board of Directors approved the credit and financial guarantee master agreements between Natixis and Natixis Lease, designed to provide access to SFEF financing against the posting of collateral.

Income recognized by Natixis in respect of these agreements totaled €12,949,665.80 for the fiscal year ended December 31, 2010.

2.1.6 CREDIT AND FINANCIAL GUARANTEE MASTER AGREEMENTS BETWEEN (I) NATIXIS AND BFBP AND (II) NATIXIS AND CNCE

Natixis' Annual General 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 (ii) Natixis and CNCE, within the scope of agreements signed by BFBP and CNCE with SFEF.

The purpose of these agreements is to allow Natixis to borrow from its two central bodies in return for posting collateral. The amounts lent represent credit facilities granted under the terms of the agreements between the central bodies 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, according to the following principles:

- each central body 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 body to SFEF to secure the loan.

The purpose of credit master agreements is to define the terms and conditions for intra-group loans. The purpose of financial guarantee master agreements is to organize Natixis' collateral arrangements.

The expense recognized by Natixis in respect of these agreements totaled €107,138,282.95 for the fiscal year ended December 31, 2010.

2.1.7 AGREEMENT PROVIDING FOR THE DISTRIBUTION OF NATIXIS PRODUCTS AND SERVICES TO THE REGIONAL BANKS ACQUIRED BY GROUPE BANQUE POPULAIRE 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 Groupe Banque Populaire from HSBC, pursuant to which Natixis is to be the exclusive supplier of the regional banks in the businesses concerned by the agreement as from 2009. The agreement also stipulates that the terms and conditions governing dealings with Natixis and Groupe Banque Populaire shall apply to the former HSBC banks.

Income recognized by Natixis in respect of this agreement totaled €2,149,329.14 for the fiscal year ended December 31, 2010.

2.1.8 INVOICING AGREEMENT REGARDING THE AFFILIATION OF NATIXIS TO BFBP AND CNCE

On May 30, 2007, the Supervisory Board approved the provisions of an invoicing agreement regarding the affiliation of Natixis to BFBP and CNCE, setting the contribution paid by Natixis at €10,000,000, representing €5,000,000 for each central institution, with annual indexing based on objective criteria. The expense recognized by Natixis in respect of this agreement amounted to €2,616,751.00 for the fiscal year ended December 31, 2010 (covering the first quarter of 2010).

2.1.9 LETTERS OF JOINT AND SEVERAL GUARANTEES AND COMMITMENTS CANCELLED OR COMPLETED

As part of the agreements approved by the Supervisory Board of Ixis CIB prior to the merger within Natixis, between 1996 and 2004, Ixis CIB (formerly CDC Marchés and then CDC Ixis Capital Markets) signed a number of letters of joint and several guarantees and commitments with its successive shareholders, namely Caisse des Dépôts (CDC), CDC Finance – CDC Ixis (replaced in its rights and obligations by CNCE further to the merger on December 31, 2004), and CNCE. Similarly, Ixis CIB signed a number of letters of joint and several guarantees and commitments 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 guarantees and commitments had terminated or expired at the date of this report, but continue to retrospectively apply to all guaranteed transactions entered into prior to the date on which the underlying joint and several guarantees terminated or expired, until these transactions have been fully unwound. For joint and several guarantees entered into with CDC Finance – CDC Ixis, the creditors of Ixis CIB 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, exercise 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 Ixis CIB's 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 expense recognized by Natixis in respect of this agreement totaled €6,147,006.86 for the fiscal year ended December 31, 2010.

2.2 Agreements and commitments approved during previous fiscal years not executed during the fiscal year

We were also informed that following agreements and commitments, already approved by the Annual General Meeting during previous fiscal years and that continued into the past year, were not executed during the past year.

2.2.1 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)) to allow Natixis collateral to be pledged directly to SFEF. The agreements also establish SFEF's direct right of recourse against Natixis. These agreements cover:

- "délégation imparfaite" agreements (agreements in which the original debtor remains liable as well as the person instructed to pay on its behalf), establishing SFEF's right of recourse against Natixis, between (i) Natixis, BFBP and SFEF, and (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 (ii) Natixis, CNCE and SFEF;
- trust agreements, setting up trust accounts (Comptes d'Affectation Spéciaux (CAS)) between (i) Natixis, BFBP and SFEF, and (ii) Natixis, CNCE and SFEF;
- representation agreements, allowing Natixis' central institutions to represent it in its dealings with SFEF, between (i) Natixis and BFBP, and (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 (ii) Natixis and BFBP;
- addendums to the revised intra-group financial guarantee master agreements signed in 2008 with BFBP and CNCE *(see section 2.1.6),* between (i) Natixis and CNCE, and (ii) Natixis and BFBP.

2.2.2 AGREEMENTS BETWEEN NATIXIS, NATIXIS TRANSPORT FINANCE (NTF), SFEF AND BPCE

On August 25, 2009, the Board of Directors approved a number of agreements between Natixis, NTF, SFEF and BPCE, extending the scope of SFEF receivables that may be used to Natixis Transport Finance. This makes use of a similar legal provision to the one approved by the Board of Directors in section 2.2.1 above. The agreements cover:

- the trust agreement between NTF, Natixis, BPCE and SFEF setting up a trust account (Compte d'Affectation Spécial (CAS)) in the name of NTF, with Natixis acting as account administrator;
- the representation agreement between Natixis and BPCE allowing BPCE to represent Natixis in its capacity as account administrator in its dealings with SFEF;
- the intra-group credit master agreements between Natixis and NTF setting up the loans that can be granted by Natixis to NTF.

2.2.3 AGREEMENT REGARDING MIFID BETWEEN NATIXIS, BPCE AND CRÉDIT FONCIER DE FRANCE (CFF)

On November 12, 2009, the Board of Directors approved a post-MiFID update to the agreement between Natixis (formerly Ixis CIB), BPCE (formerly CNCE) and CFF concerning the transfer and organization of regional public sector operations.

2.2.4 NATIXIS' PARTICIPATION AS ARRANGER IN THE €25 BILLION SECURED BOND ISSUE PROGRAM LAUNCHED BY BFBP AND UPDATED IN 2009

To enable Natixis to act as the arranger for the €25 billion secured bond issue program launched by BFBP, on November 23, 2007 the Supervisory Board approved:

- credit and financial guarantee master agreements between BPCB, BFBP, Natixis, and initially, seven Banques Populaires banks;
- a letter setting out hedging transactions between BPCB, BFBP and Natixis.

On February 25, 2009, the Supervisory Board approved the revisions to this program. On May 13, 2009 the Board of Directors approved an addendum to the credit and financial guarantee master agreement with BFBP, Banques Populaires Covered Bonds (BPCB), Natixis and all Banques Populaires banks. The amendment is designed to incorporate Banque Monétaire et Financière and Compagnie Européenne de Garanties et Cautions as providers of loan collateral subsequently pledged by certain Banques Populaires banks participating in the BPCB program.

2.2.5 NATIXIS' PARTICIPATION AS ARRANGER IN THE €25 BILLION SECURED BOND ISSUE PROGRAM LAUNCHED BY THE CAISSES D'EPARGNE GROUP

To enable Natixis to act as Surety Agent for the €25 billion secured bond issue program launched by Groupe Caisse d'Epargne, on March 5, 2008 the Supervisory Board approved the Receivables Pledge Agreement, the Issuer Accounts Pledge Agreement, the Asset Monitor Agreement, and the Master Definitions and Constructions Agreement.

2.2.6 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 indemnities resulting from the termination of professional relations with members of the Executive Board);
- regarding the collective scheme, agreed to continue offering in 2009 the provident insurance scheme available to the Chief Executive Officers of the Banques Populaires banks to members of Natixis' Executive Board, as there is conclusive evidence that the scheme adapts the guarantees applicable to all former Natixis Banques Populaires personnel to the specific situation of each member;
- regarding severance pay and retirement compensation, approved the decision not to apply the provisions regarding early termination or retirement compensation arrangements for the Chief Executive Officers of the Banques Populaires banks to Natixis' corporate officers appointed after May 1, 2005.

2.2.7 "CLICK'N TRADE" SERVICE AGREEMENT AND PARTNERSHIP BETWEEN IXIS CIB, CNCE AND BANQUE PALATINE

On June 6, 2007, the Supervisory Board of Ixis CIB, prior to the merger within Natixis, approved a service agreement between Ixis CIB, CNCE and Banque Palatine pertaining to CNCE's transfer of operational and technical responsibility for the "Click'n Trade" site to Banque Palatine. Under the agreement CNCE remains the owner of the website and the counterparty for forward and spot transactions carried out in relation to Ixis CIB.

2.2.8 LETTERS OF JOINT AND SEVERAL GUARANTEES AND COMMITMENTS BETWEEN IXIS AND ITS SUBSIDIARIES IN FORCE

On June 15, 2006, the Supervisory Board of Ixis CIB, prior to the merger within Natixis, approved letters of joint and several guarantees and commitments between Ixis CIB and:

a) Natixis Financial Products Inc. (formerly Ixis Financial Products Inc.) for the USMTN program. The guarantee given by Ixis CIB in connection with this agreement may be invoiced at 0.02%;

b) Natixis Financial Products Inc. (formerly Ixis Financial Products Inc.) for the warrants issue program. The guarantee given by Ixis CIB in connection with this agreement may be invoiced at 0.02%;

c) Natixis Securities North America Inc. (formerly Ixis Securities NA) for securities lending/borrowing transactions. The guarantee given by Ixis CIB in connection with this agreement may be invoiced at 0.02% per year, applicable to the overall exposure with average risk over the period.

2.2.9 DE FACTO ASSOCIATION AGREEMENT BETWEEN CDC, CNCE (REPLACING CDC IXIS IN ITS RIGHTS AND OBLIGATIONS) AND IXIS CIB (FORMERLY CDC IXIS CAPITAL MARKETS)

On December 19, 2001, the Supervisory Board of Ixis CIB, prior to the merger within Natixis, approved a de facto association agreement between CDC, CNCE (replacing CDC Ixis in its rights and obligations) and Ixis CIB (formerly CDC Ixis Capital Markets). This agreement, automatically renewed every three years, replaces the agreement entered into on August 30, 1996 between CDC and CDC Ixis Capital Markets (formerly CDC Marchés).

2.2.10 SERVICE AND PARTNERSHIP AGREEMENT BETWEEN IXIS CIB AND CNCE

On November 17, 2005, the Supervisory Board of Ixis CIB, prior to the merger within Natixis, approved a service and partnership agreement between Ixis CIB and CNCE under which Ixis CIB agreed to develop and host a website for CNCE for placing orders on forward and spot foreign exchange transactions.

2.2.11 AGREEMENTS TO TRANSFER SOFTWARE USER RIGHTS AND SERVICES BETWEEN IXIS CIB AND CFF

On June 15, 2006, the Supervisory Board of Ixis CIB, prior to the merger within Natixis, approved a number of agreements providing for the transfer of software user rights and services between Ixis CIB and CFF.

Under these agreements, Ixis CIB grants CFF a non-transferable, non-exclusive and personal right to use the AMeRisC software, and also provides any available market and econometric data to CFF on a daily basis for running the AMeRisC software. In connection with the deployment of the software within CFF, Ixis CIB also provides consulting services at cost price.

Neuilly-sur-Seine and Paris-La-Défense, France; April 4, 2011

DELOITTE & ASSOCIÉS	KPMG Audit Department of KPMG S.A.	MAZARS
José-Luis Garcia	Fabrice Odent	Charles de Boisriou

5

Social and environmental information

5.1 Human Resources

New Deal/Human Ressources roadmap

Under the New Deal, Human Resources has been organized into a distinct function since April 2010. All the members of the HR function act as "business partners", working with all Natixis teams so as to support all employees as they develop their careers within the Company.

"Trajectoire RH," the Human Resources function roadmap was launched in June 2010, along with ambitious projects concerning all the key aspects contained in the roadmap. It is consistent with Groupe BPCE's "HR Efficiency" program and also incorporates features specific to Natixis' business lines.

The plan centers on six major themes, namely Career Management and Mobility, Hiring, Training, Compensation, Employer-Employee Relations and Security. In all, 38 projects incorporate cross-business issues such as managerial values, diversity, international and senior managerial/high potential staff. At the same time, the Human Resources function continues to consolidate and improve its resources (information systems, communication, administrative management, etc.).

5.1.1 EMPLOYMENT/CAREER

Mobility

Mobility is at the heart of Natixis' career development policy and is driven by a raft of tools and initiatives, including a job mart on the Natixis intranet, a mobility webpage and career development meetings held with individual employees.

These measures help retain talent, and facilitate and promote professional development, all in coordination with the current and future needs of the Company. They apply throughout Natixis and complement measures laid out in the Groupe BPCE Mobility Charter.

Career development meetings provide an opportunity for the local Human Resources to communicate with employees about their career and professional plans and to devise an action plan regarding future mobility. The annual evaluation mechanism also serves to identify each employee's personal objectives, which the manager then passes on to the local Human Resources.

Finally, monthly mobility committees are being set up within the business lines.

Hiring

In 2010, Natixis hired almost 800 employees under permanent employment contracts. Natixis' goal is to develop its image as a leading place to work in order to attract talent and bring the best candidates on board, while fulfilling the Company's needs and its business lines diversity.

Through its active participation in forums at France's prestigious *grandes écoles* and universities, Natixis made almost 1,500 proposals to students in 2010 (long-term internships, work-study programs and international corporate volunteer programs) in France and abroad.

Moreover, the Company is continuing to develop sponsorship initiatives through a variety of programs such as the network of Groupe BPCE ambassadors to France's *grandes écoles*.

Career

The success of the New Deal relies on realizing each employee's talent and skills to the fullest. In order to step up the personalized management of employee careers, Natixis has set up a dynamic system that is gradually being implemented within the entities.

The system's goals are threefold:

- anticipate and organize staff skills in a manner that meets the needs of Natixis' growth strategy;
- guarantee a high skill level in the Company and nurture talent;
- sustain motivation and retain employees through personalized, structured career management.

This system is underpinned by three principles:

The annual evaluation involves close discussions between the employee and his/her manager on the performance, the objectives of the year to come and skills development.

Career development meetings represent a forum for discussion during which employees have the opportunity to receive advice from an HR professional with a view to designing a tailored action plan (specific training programs, coaching, personalized development plan, etc.), in collaboration with the Mobility unit, which helps employees execute their mobility plans within Natixis and Groupe BPCE.

The Career Committee: Natixis aims to progressively deploy the Committee throughout the Company. This collegiate approach to analyzing the career progression or mobility of current and future executives helps establish succession plans within the framework of a sustainable talent-management policy.

The annual evaluation is a key component of dialogue and a major step in career development: the 2010 campaign, rolled out across the entire Company and coordinated by the Human Resources Department, has four objectives, including comprehensiveness, quality, reinforcing the evaluation of skills and communicating on career development.

Line managers took part in many awareness-raising initiatives, led by Human Resources teams. These involved holding meetings and conferences regarding the importance of the annual evaluation in all entities, distributing manuals on the process, and organizing training and support sessions.

5.1.2 TRAINING

The Training teams work closely with the business lines and their employees, setting up training solutions. These include tailored programs aimed at developing individual skills and thereby increasing the Company's competitiveness and anticipating how jobs will evolve over time.

In 2010, nearly 200,000 training hours were logged by Natixis' employees. Moreover, e-learning as well as anti-money laundering training programs were held.

As a partner in tune with the needs of the business lines, the Training Department's initiatives will be structured around four major goals in 2011, namely to reinforce the professionalism of teams, support the major business line/Company projects and systems, facilitate the career paths of each employee and support managers.

5.1.3 MANAGERIAL DEVELOPMENT

Natixis made substantial efforts in the managerial development area in 2010. These involved providing training programs for 740 managers and implementing specific measures geared to preventing psychosocial risks (nearly 1,000 managers attended awareness-raising sessions), rolling out the evaluation campaign, management training, change management, managerial practices, etc.

Since 2010, targeted development courses have been offered to managers via four programs targeting line managers and managers of managers.

Finally, to strengthen managerial expertise, individual or collective support programs on various topics (coaching, team cohesion, etc.) have been set up.

These efforts will continue in 2011 with the addition of new tools including a managerial behavior charter, a manager's guide and a dedicated intranet.

5.1.4 SENIOR EXECUTIVES

A more proactive approach to managing senior executives was initiated in 2010, with the direct involvement of the Management Board, which met as the Career Committee for executive managers.

The objective is threefold, namely to get to know executive managers better, to promote career development and to establish succession plans.

This Committee will meet regularly and will have covered all senior executives (the Top 100 [(1)]) by the end of 2011.

Moreover, management of the Bank's senior executives was strengthened by events fostering the cohesion of Top 100, as well as by an evaluation/goal-setting mechanism and by redefining the roles and processes relating to the development of senior executives' careers within the Human Resources function.

Natixis is integrated into BPCE's senior executives' management system through its employees' active participation in BPCE training programs.

5.1.5 EMPLOYER-EMPLOYEE COMMUNICATION

5.1.5.1 Implementation of new Personnel Representative Bodies for Consolidated* Natixis employees

New Personnel Representative Bodies were set up in response to the creation of Groupe BPCE and Consolidated Natixis.

CREATION OF A NEW COLLECTIVE BARGAINING BODY

Given the specific role of Natixis and its business lines within Groupe BPCE, Executive Management and most of the labor unions pledged to continue employer/employee dialogue within the scope of Natixis. To this end, an agreement regarding "the right to form unions and collective bargaining

* *The consolidated scope covers Natixis S.A. and the companies of the Corporate & Investment Banking as well as Investment Solutions and Specialized Financial Services divisions that employee staff and in which Natixis S.A. holds, indirectly or directly, more than half the capital and the registered office of which is located in France.*

(1) *Top 100: group of 100 premier Natixis executive managers.*

within Consolidated Natixis" was signed between Executive Management and the majority of the unions active within this scope. This agreement enables the aforementioned right to form unions and collective bargaining to be adapted to the scope and structure of the "consolidated company" comprising Natixis S.A. and the subsidiaries of our three core businesses. The new collective bargaining body that was subsequently set up within the Consolidated Natixis scope will facilitate, in conjunction with Groupe BPCE's labor policies, the negotiation of collective bargaining agreements on issues common to some or all of the companies comprising Consolidated Natixis.

CREATION OF A NATIXIS SUB-GROUP COMMITTEE

A new Group Committee was formed at the BPCE level and sub-group Committees were set up at the same level as the former Groupe Banque Populaire, Caisse d'Epargne and Natixis Committees. The Natixis sub-Committee was formed during the meeting of September 20, 2010 when the body's secretary was elected and its operating method defined.

5.1.5.2 Consultation with Personnel Representative Bodies on the creation of non-business line functions under the New Deal

In 2010, talks with personnel representative bodies led to the creation of non-business line functions under the New Deal. These discussions involved all functions including Legal, General Audit, Communications, Human Resources, Compliance, Finance, Risk and IT.

5.1.5.3 Prevention of stress and psychosocial risks

An agreement designed to prevent stress and psychosocial risks and to improve the quality of life within the workplace was signed for Natixis S.A. This agreement seeks to address issues related to preventing stress and psychosocial risks in the Company, by fully integrating these issues into Natixis' labor policies.

Beyond Natixis S.A., measures were deployed throughout Natixis' consolidated scope with the aim of achieving the following objectives:

- evaluating stress through an observatory since 2009;
- implementing a mechanism for providing psychological support in emergencies;
- raising awareness among managers regarding psychosocial risks.

5.1.6 COMPENSATION POLICY

Compensation policy is a key element in implementing Natixis' strategy. The policy has for objective to:

- provide incentive and be competitive in order to attract, retain and motivate employees;
- be equitable whatever the position in order to ensure individual performance is equitably compensated across the Company;
- be compliant with current financial sector regulations.

Natixis' compensation policy principles are proposed by the Human Resources Department, in collaboration with the relevant business lines. Policy complies with the principles laid out by the regulator, the professional standards of the French banking sector, local labor laws, and local tax regimes.

The decision-making process includes different approval stages: first by the subsidiaries/business lines and business divisions, then by Natixis' Human Resources Department and Executive Management, and finally by the Natixis Compensation Committee. In addition, Natixis' Finance Department ensures that the total amount of compensation is in line with the Company's ability to reinforce is capital.

Overall remuneration includes the following elements:

- fixed compensation, which remunerates the skills and expertise that are expected of the employee in a given position. It is determined by taking into account other companies' practices for similar positions and internal levels;
- variable compensation depending on the business line. It takes into account external practices and complies with the compensation policy;
- collective compensation (employee savings plan), which comprises:
  - a common component for all employees of Consolidated Natixis:
    - a single profit-sharing agreement (target 2011).

      The profit-sharing agreement signed on June 30, 2010 covers employees of Natixis S.A., AEW Europe, AEW Europe SGP, Natixis Asset Management Immobilier (NAMI) and NAMI AEW Europe, Natixis Securities, Natixis Coficiné, Natixis Interepargne, Natixis Intertitres, Natixis Lease, Natixis Paiements, Natixis Transport Finance (NTF), Banque Privée 1818, Natixis Financement, 1818-Partenaires, 1818-Immobilier, 118-Gestion and Media Consulting Investissement,
    - a collective Employee Retirement Savings Plan,
  - a component that differs for each company of Natixis Consolidated:
    - a specific employee-incentive agreement serving the strategy of each company.

The compensation package is rounded out by additional social benefit mechanisms, especially in countries without a universal insurance scheme.

The compensation system for employees charged with controlling risks and compliance and, more broadly, for support staff and teams in charge of validating transactions, is founded on targets that are different from those of the departments whose transactions they validate. Variable compensation takes account of Natixs' overall performance and market trends.

Compensation inquiries are carried out each year by specialized firms in order to measure the relevance of the overall compensation policy.

5.1.6.1 Variable compensation of professionals whose professional activities have a significant impact on Natixis' risk profile

DECISION-MAKING PROCESS USED TO DEFINE THE COMPANY'S COMPENSATION POLICY, INCLUDING THE COMPOSITION AND MANDATE OF THE BOARD OF DIRECTORS' SPECIALIZED COMPENSATION COMMITEE

Natixis' compensation policies and principles are proposed by the Human Resources Department, in conjunction with the business lines concerned, as part of an overall annual process managed by Executive Management.

The Risk and Compliance Departments are solicited for their opinions regarding the definition and implementation of compensation policy for professionals whose professional activities have a significant impact on the Company's risk profile. In this way, Executive Management ensures that the principles presented comply with professional standards and are in line with risk management objectives.

Executive Management transmits its proposals to the Compensation Committee, which checks that the opinions of the Risk and Compliance Departments have been taken into account.

Natixis' Compensation Committee was set up by the Board of Directors (*See Chapter 2 Corporate Governance, section 2.3.2.2 – The Compensation Committee*).

During 2010, the Compensation Committee comprised six members, including three independent members. The Committee was chaired throughout the year by Vincent Bolloré, an independent Board member.

The Compensation Committee reviews compensation policy and notably checks on the basis of the report submitted to it by Executive Management that compensation policy complies with the provisions of Chapter VI Book IV of CRBF rule 97-02 and is in line with the principles and provisions of professional standards concerning governance and variable compensation for professionals whose business activities have a significant impact on the Company's risk profile. The rule cited above transposes the principles and provisions of the European CRD 3 Directive.

The Compensation Committee also examines the compensation of the Head of Compliance, the Head of Permanent Control and the Head of the Risk function.

On the proposal of the Compensation Committee, the Board of Directors approves the principles of compensation policy for professionals whose professional activities have a significant impact on the Company's risk profile as well as the compensation of the Head of Compliance, the Head of Permanent Control and the Head of the Risk function.

This decision-making process and the principles presented are documented to ensure their traceability. Group Internal Audit conducts a post-process audit in order to ensure the process complies with the principles approved by the Board of Directors. A summary of Group Internal Audit's report is sent to the Compensation Committee.

CHARACTERISTICS OF COMPENSATION POLICY FOR PROFESSIONALS WHOSE BUSINESS ACTIVITIES HAVE A SIGNIFICANT IMPACT ON NATIXIS' RISK PROFILE

Compensation policy for professionals whose professional activities have a significant impact on the Company's risk profile is part of Natixis' compensation policy.

The variable portion of compensation is calculated based on whether financial targets (e.g. percentage attainment of budget) and strategic objectives (e.g. development of cross-selling) were met. It also factors in the practices of the competition.

The basis used to set variable compensation reflects net profit generated on transactions after taking into account all costs (including operating costs, and the provision for credit losses, liquidity and allocated capital).

Individual compensation awards take into account the following factors:

- percentage attainment of targets (quantitative and qualitative);
- compliance with the rules set by the Compliance Department;
- compliance with the rules set by the Risk Department;
- managerial behavior;
- etc.

The criteria adopted by the Compliance and Risk Departments are transmitted to the Compensation Committee beforehand. Non-adherence to applicable rules and procedures, or non-compliant or unethical behaviour results in variable compensation being reduced or not paid at all.

In accordance with the decision taken by the Board of Directors on February 22, 2011 based on the advice of the Compensation Committee, the following principles have been adopted:

Prohibition of guaranteed variable compensation

Guaranteed variable compensation is prohibited, except in the event of recruitment (excluding transfers within Groupe BPCE). In this case, guarantees are strictly limited to one year.

Principle of proportionality

The application of the principle of proportionality as defined in the first paragraph of article 31-4 of rule 97-02 may lead to some variable compensation payment rules being adapted or neutralized for some employees or groups of employees, notably to allow for:

- the special nature of their activities and their lesser impact on risk assessed at a consolidated level;
- the lower level of seniority or responsibility of these employees and their lesser effective individual impact on the Company's risk profile and the amount and structure of their compensation;
- where applicable, the level of control that the parent company exercises over subsidiaries within a group framework, notably with regard to risk management.

Principle of deferred, conditional payment of a fraction of variable compensation

Payment of a fraction of variable compensation awarded for a fiscal year is deferred and conditional.

Payment of such compensation, regardless of the form it takes, is staggered over at least three fiscal years following the award of the variable compensation, and is made at a rate not exceeding the time-apportioned rate.

Amount of deferred variable compensation

Deferred variable compensation accounts for at least 40% of the variable compensation of professionals within the regulated population and 75% for the highest variable compensation amounts.

Payment in shares or equivalent instruments

Variable compensation awarded in the form of shares or equivalent instruments accounts for 50% of the variable compensation awarded to professionals belonging to the regulated population. This rule applies to both the deferred, conditional component of variable compensation, as well the immediately earned portion.

Equity-linked instruments ("cash indexed on the Natixis share") shall be held for a period of six months. The deferred portion in the form of Natixis securities respects the conditions set out in Articles L.225-197-1 and following of the French Commercial Code, which provides for a minimum period of ownership of two years.

The shares or equivalent instruments awarded as part of the immediately earned portion of variable compensation immediately are not subject to the clawback mechanism described above.

Application of the clawback mechanism

Earning or payment of the deferred portion of variable compensation, regardless of its form, is subject to conditions relating to the Company's results, the business line's activity and, where applicable, individual criteria and the employee's presence. These conditions are precisely defined and explained when this form of compensation is awarded.

Prohibition of hedges

The use of individual strategies for hedging or insuring compensation or responsibility and which would limit the scope of the risk alignment measures included in employees' compensation packages is prohibited.

As a result, the variable compensation policy in respect of fiscal 2010 and applicable as at January 1, 2011, respects all of the principles contained in the European CRD 3 Directive which was transposed into French law by the Order of December 13, 2010 which amended rule 97-02 (which, following European Directive CRD 3 of July 7, 2010, complements the decree of November 9,2009). Quantitative information will be published in a specific report, which will be available on the web site of Natixis, prior to the 2011 Annual General Meeting.

5.2 Sustainable development and diversity

Natixis applies its sustainable development commitment to all business lines. As a Member of the United Nations Global Compact since July 2007, Natixis is among the leading financiers of renewable energy projects and managers of funds dedicated to countering global warming. In 2010, Natixis adopted the Equator Principles (a financial industry standard for managing social and environmental risk in project financing), thus beginning an additional phase in the management of the social and environmental risks associated with project finance.

In the Asset Management field, Natixis has more than 25 years experience and is one of France's leading players in Socially Responsible Investment (SRI) and solidarity financing.

Aware of the impact of its own operations, the bank implements a series of measures designed to reduce its direct impact on the environment. In 2010, it reassessed the carbon footprint of its consolidated operations in France and updated its responsible purchasing policy.

In the area of Human Resources, Natixis is thoroughly committed to a policy of diversity, whether in terms of gender equality, employment of persons with disabilities or management of older staff members.

Lastly, Natixis develops partnerships with associations which enable it to reach out to civil society, and in 2010 it reiterated its 5-year commitment to the struggle against malaria with NGOs and research Institutes.

5.2.1 A LEADING POSITION IN GREEN GROWTH FINANCING

Through its different business lines, Natixis is one of the leading investors in renewable energy and the struggle against global warming.

In 2010, **Natixis' leasing subsidiary, Natixis Lease,** helped finance eleven solar PV plants, 10 wind farms and 4 municipal waste biogas facilities via its subsidiary Energeco. Natixis Lease also diversified its renewable energy projects with the funding of a hydropower plant, a biomass plant and a geothermal plant.

Project finance in the renewable energy field maintained brisk growth through the funding of eight new projects in 2010. These projects represent a combined capacity of 560 megawatts split between five solar PV farms and three wind farms located in Italy, Spain and the United States. To date, Natixis' project finance teams have funded over 70 renewable energy projects with a combined installed capacity of nearly 9,000 megawatts.

Natixis Environnement & Infrastructures (NEI) and Luxembourg (NEIL) boast six investment funds totaling more than €1.5 billion in assets under management, managed by a team of 31 asset management professionals (Paris, Luxembourg, Beijing). The EUROFIDEME 2, FIDEME, EKF and ECF funds invest in renewable energies and Carbon Credits, while FIDEPPP and Cube Infrastructures invest in regulated assets such as Concessions and Public Private Partnerships. In late 2010, NEI structured the European Corporate Carbon Fund (ECCF) for European manufacturers needing to comply with European regulations concerning reduced CO_2 emissions.

5.2.2 NATIXIS' SOCIALLY RESPONSIBLE INVESTMENT (SRI) PRODUCT OFFER

Solid expertise and a leading position as a manager of SRI and solidarity financing

Natixis Asset Management is a pioneer in Socially Responsible Investment (SRI) and solidarity financing, with an accumulated expertise in this field of over 25 years. Natixis AM's current product range covers all the main SRI asset classes and main approaches.

- **Leading player in SRI management**, (open-end mutual funds) in France and Europe (Source France: Novethic's half-yearly indicator dated November 2010; Europe: Feri database).
- **No. 1 in solidarity fund management in France**, with market share of 36.6%, according to the 2010 edition of the *Baromètre professionnel des Finances Solidaires* compiled by Finansol, La Croix and Ipsos.

Expanded SRI and solidarity offer

In 2010, Natixis AM expanded its SRI and solidarity offer by creating the solidarity fund **Planet Finance Nord Sud**, transforming the open-end mutual fund **Fonsicav** into an SRI fund, and developing solidarity management activities via the venture capital mutual fund (FCPR) **Natixis Solidaire.**

In 2010, **six SRI funds managed by Natixis AM received the SRI label attributed by Novethic*** whose objective is to encourage the development of the highest possible level of transparency concerning SRI funds.

Natixis Interépargne manages a total of 25 solidarity FCPEs (employee savings funds), six of which have received the Finansol label: Carrefour Equilibre Solidaire, ES-PL Solidaire BP, Natixis ES Insertion Emplois Solidaire, Impact ISR Rendement Solidaire, Natixis Avenir Mixte Solidaire and Natixis Élan Mixte Solidaire. The venture capital mutual fund (FCPR) Natixis Solidaire has also received the Finansol label.

Leading position in SRI and solidarity employee savings

Natixis Interépargne holds the leading position in SRI employee savings, with a 31% market share (Source CIES: press release of September 15, 2010). At the end of December 2010, assets under management with the CIES label amounted to €887 million.

Natixis Interépargne and Natixis Asset Management are leaders on the French market for solidarity employee savings, with 48.37% market share (Source: 2010 edition of the *Baromètre professionnel des finances solidaires* compiled by Finansol).

Commitment to Socially Responsible Investment

Natixis AM has launched a number of new SRI initiatives, in particular via the organization of the *Prix de l'Investisseur Responsable* (Socially-responsible Investor Award, created with Amadéis in partnership with *Les Échos*), its collaboration in the main initiatives and financial working groups concerning SRI and its active participation in events and financial market projects regarding responsible asset management.

5.2.3 MINIMIZING OUR DIRECT IMPACT ON THE ENVIRONMENT

Our Real Estate and Logistics Department applies a centralized management policy governing energy consumption in our buildings. At the same time, our employees are made aware of the implementation of "green" practices that enable a reduction of their consumption of resources. The indicators show a reduction in our consumption of energy, water and paper (see NRE Appendix 5.4 Environmental Information).

In 2010, Natixis received confirmation of its ISO 9001 [(1)] **and 14001** [(2)] **certification for the operation of its buildings**. These certifications reward the quality and environmental managemen t systems implemented at all of our central corporate office sites managed by our Logistics Department.

The construction of its two new Data Centers in the Paris region offered Natixis the opportunity to help develop a new set of HQE® (high environmental quality) standards. The Natixis centers served as pilot sites to encourage the incorporation of data center specifications into HQE® standards.

A **"Green Works Charter",** prepared with Bureau Veritas, was established and used in early 2010 for the Bordeaux and Toulouse sites. This charter will be used for all works carried out from this point on.

An "Accessibility Charter" was also approved. This Charter commits Natixis to meeting regulatory requirements and observing best practices with the aim of promoting the integration of disabled persons, in any construction, extension or conversion works carried out.

* *Novethic is a research centre specializing in Corporate Social Responsibility (CSR) and Socially Responsible Investment (SRI), as well as a media expert on sustainable development (www.novethic.fr).*

(1) *French standard in ISO 9001: 2000.*

(2) *French standard in ISO 14001: 2004.*

Carbon footprint of Natixis consolidated operations in France

In 2010, Natixis established the Bilan Carbone® (carbon footprint) for its consolidated operations in France, based on 2009 figures. This assessment determined the GHG emissions generated by the Bank's entire operations, including purchases, energy consumption, travel and waste management.

At 32,837 tons of carbon equivalent, i.e. 2.4 tons per employee, Natixis is in line with the average for companies in its sector.

Our **waste sorting initiative**, launched in 2005, has now reached maturity, with tangible results in the different business lines: paper, batteries, cartridges, IT equipment, office automation equipment and telephones. All of this waste is now sorted in accordance with regulations, or is recycled or reused (*See NRE Appendix [5.4] Environmental Information*).

Since 2007, Natixis has implemented a Company Travel Plan (*plan de déplacement d'entreprise* or *PDE*), aimed at finding alternatives to the use of private vehicles for commuting and traveling between corporate offices:

- **use of public transport and "soft" modes of transport** (installation of bicycle parking racks);
- **business travel:** train travel is favored for destinations in France, Belgium, the Netherlands, Luxembourg and London. In addition, the use of video conferencing is steadily increasing;
- **environmental management of the car fleet**: since 2006, vehicles with low CO_2 emissions have been referenced within Natixis' car policy;
- **carpooling**: through this program, Natixis employees working in the Île-de-France region (some 7,000 people) can share their vehicles for commuting and inter-office travel.

5.2.4 RESPONSIBLE PURCHASING POLICY

The Purchasing Department has consistently improved its responsible purchasing policy since 2005. Accordingly, it undertakes to include more social and environmental criteria in its relations with suppliers throughout the entire purchasing process. The responsible purchasing report showed significant incorporation of sustainable development criteria in 2010:

- 86% of purchases factored in social and environmental criteria, accounting for 94.5% of the amounts of purchases made;
- of the 588 main purchases processed by the Purchasing Department, 508 took Sustainable Development issues into account;
- in accordance with the new responsible purchasing standards developed in 2010, calls for tenders now incorporate product and supplier criteria in both the social and environmental fields. Three levels of requirements were defined, comprising regulatory, mandatory and recommended criteria. The Purchasing Department also decided to conduct 15 CSR surveys with selected suppliers, in light of the strategic importance of their business for Natixis.

5.2.5 DIVERSITY MANAGEMENT

Natixis has continued and strengthened its corporate approach to managing diversity over the past few years.

The 2010 action plan, based on the conclusions from the 2009 assessment, is primarily focused on **gender equality in the workplace, extending the careers of senior staff and supporting employees with disabilities.**

The special initiative aimed at bridging the gap between men's and women's salaries, launched in 2009, was continued in 2010.

Concerning career management, career development meetings are offered to female executives and a specific career path for women with high potential was introduced.

The action plan for seniors, developed in late 2009, was also continued. Thanks to targeted measures, employees aged over 55 are now remaining within the Company for longer and leaving the Company an average of three months later than before.

Natixis has confirmed the place of employees with disabilities within the Company as an important corporate responsibility issue. A preliminary review led to the creation of "Mission Handicap" in 2006. This review was repeated in 2010 and rounded out with a study into the ease of access to buildings, measures to reinforce Mission Handicap and further awareness-building initiatives, notably during France's national handicap week in November 2010.

Natixis has made a tangible commitment to its employees with disabilities by hiring ergonomics experts specializing in adapting the workplace to disabilities.

In addition, the 2010 review identified the potential for new initiatives for hiring and retaining staff with disabilities, raising employee awareness and offering training, creating partnerships with organizations that incorporate disabilities in their policies, using service providers specialized in working with disabilities, etc.

Alongside these three priorities of the Diversity policy, Natixis also promotes non-discrimination in its hiring process by ensuring that the appropriate rules and best practices are applied.

Natixis' AccessWeb-certified website is accessible to people with disabilities and a Diversity intranet was created in 2010.

Finally, as part of its responsibility to society, Natixis is active in the community through a skills sponsorship project that benefits young people in disadvantaged neighborhoods who are looking for their first job. This program will be launched in 2011.

5.2.6 OUTREACH TO CIVIL SOCIETY

Six years of commitment to the fight against malaria

The Bank has been committed to combating malaria since 2005, with the goal of eradicating the disease. This is one of the Millennium Development Goals which can be achieved by 2015. There are already solutions out there to fight this forgotten disease, which is responsible for nearly one million deaths each year (mainly pregnant women and young children).

In the field, Natixis finances prevention training initiatives and programs to distribute mosquito nets treated with insecticide to the most vulnerable populations.

The programs implemented under the "Plan France" with the support of Natixis have already saved thousands of lives in Cameroon and Burkina Faso:

- in the villages in question, the inhabitants have been educated about the link between mosquitoes and malaria;
- 12,200 mosquito nets have been distributed in Cameroon and 29,400 in Burkina Faso; and
- more than 80% of the children under five and pregnant women now sleep under mosquito nets.

In 2010, the Bank supported an anti-malaria program initiated in Togo, which led to the distribution of 3,000 mosquito nets, provided training to community healthcare workers and launched awareness-raising ads on the radio.

Natixis also continued to support research projects. In 2010, the Bank funded a project led by Dr. Odile Pujalon of the Institut Pasteur, aimed at studying the resistance of the Plasmodium falciparum parasite to the latest generation of artemisinine-based treatment.

Raising awareness of biodiversity protection

Biodiversity protection is a fundamental issue from a sustainable development perspective, but is still poorly understood by the general public. This is why Natixis decided to support the Noé Conservation association, which in 2008 launched the ***"Biodiversités, nos vies sont liées"*** (Biodiversity: our lives are interconnected) campaign.

To mark the Year of Biodiversity in 2010, a presentation was given to the employees of Natixis, raising their awareness of the benefits of biodiversity for our daily lives (health, leisure, work, arts, food, etc.) and the need to protect it.

5.3 NRE Appendices – Labor information

Indicators taken into account are those defined in the French decree of February 20, 2002 relating to France's New Economic Regulations (NRE) law. The corresponding indicators in the GRI 3 (Global Reporting Initiative) reference document are indicated in brackets.

5.3.1 SCOPE

The data provided herein refer to:

- FTE staff, to Natixis' overall scope of consolidation (France and International);
- staff under contract and the majority of labor indicators, to France including Natixis S.A. and other legal entities in France;
- remuneration data, to Integrated Natixis' French scope.

The France scope changed in 2010 as a result of GCE Paiements' incorporation into Natixis Paiements in September (235 employees) and the divestment of three Private Equity companies (Ixen Partners, Natixis Investissement Partners, Initiative et Finance Gestion, for a total workforce of 27).

Changes within the scope:

- incorporation of Natixis Securities into Natixis S.A. in June;
- in the Investment Solutions division: removal of Natixis Asset Management Immobilier (NAMI) and Natixis Epargne Financière; creation of Axeltis, AEW Europe-SGP, NAMI-AEW Europe with staff transfers between the division's subsidiaries; creation of OSSIAM and H_2O Asset Management.

Additional information on Natixis S.A. is available in the 2010 Company (non-consolidated) balance sheet.

5.3.2 TOTAL HEADCOUNT *(LA 1)*

Total headcount (permanent and temporary staff) amounted to 22,320 contract employees and 19,576 full-time equivalent (FTE) staff at December 31, 2010.

38.8% of the workforce is employed outside France.

Scope: Global Natixis (France and international).

FTE staff	2010	2009	2008
Natixis	19,576	19,439	20,357*

* Pro forma figures accounting for changes in the scope of consolidation in 2009, in particular the removal of Cacéis.

CHANGE IN FTE HEADCOUNT*

Scope: Global Natixis (France and international)	31.12.2010	31.12.2009**	Change
Natixis	19,576	19,439	+137
Corporate and Investment Banking & GAPC	4,362	4,393	(31)
Specialized Financial Services	3,361	3,158	+203
Investment Solutions	3,732	3,653	+79
Support functions and others	2,484	2,372	+112
Private Equity, Coface and Natixis Algeria	5,637	5,863	(226)

* Support function staff working outside France are accounted for under operational divisions, thus meaning that only the group consolidation is presented (without any France/International distinction).

** Pro forma figures following inter-divisional reorganisation.

BREAKDOWN OF HEADCOUNT – IN FRANCE

(In number of contracts or in percentage)

Scope: Natixis France

Fixed-term/permanent	2010	2009	2008
Fixed-term employees	300	252	231
Permanent employees	13,525	13,349	13,839
TOTAL	**13,825**	**13,601**	**14,070**
% under permanent contracts	*97.8%*	*98.1%*	*98.4%*

Managerial/non-managerial	2010	2009	2008
Managerial headcount	69.9%	68.2%	68.5%
Non-managerial headcount	30.1%	31.8%	31.5%

Gender profile	2010	2009	2008
Men	48.1%	48.3%	48.9%
Women	51.9%	51.7%	51.1%

In 2010, 81 fixed-term employment contracts were converted into permanent employment contracts.

BREAKDOWN OF NATIXIS S.A. HEADCOUNT

(in number of contracts or in percentage)

Scope: Natixis S.A. France

Fixed-term/permanent	2010	2009	2008
Fixed-term employees	82	40	64
Permanent employees	6,536	6,227	6,741
TOTAL	**6,618**	**6,267**	**6,805**
% under permanent contracts	*98.8%*	*99.4%*	*99.1%*

Managerial/non-managerial	2010	2009	2008
Managerial headcount	74.9%	72.9%	72.6%
Non-managerial headcount	25.1%	27.1%	27.4%

Gender profile	2010	2009	2008
Men	54.7%	54.0%	54.5%
Women	45.3%	46.0%	45.5%

Natixis S.A.'s headcount includes 81 civil servants on secondment from the French civil service.

5.3.3 NEW HIRES

1. In France:

Scope: Natixis France

New hires	2010	2009	2008
TOTAL NUMBER OF NEW HIRES	**1,235**	**1,101**	**1,362**
Permanent Contracts	763	637	1,021
Fixed-Term Contracts	472	464	341
Proportion of managers	57.1%	49.2%	65.1%

In 2010, total hires increased but remained below 2008 levels. The total number of new hires in France was 1,235, up 12% on 2009. Moreover, the proportion of fixed-term contracts in these new hires fell slightly, to 38% from 42% in 2009.

The percentage of new management hires sharply increased to 57.1%, without reaching the 2008 level of 65.1%. New hires (permanent/fixed-term) in 2010 represented 8.9% of the total workforce in France.

2. For Natixis S.A., external hires almost doubled to 445 from 231 in 2009. The percentage of managers remained high, rising to 83.6% from 79% in 2009.

3. Natixis experienced several internal transfers of teams in 2010, either due to mergers (Natixis Securities) or to reorganizations (Investment Solutions).

After restating for these transfers, there were 172 internal job transfers within Natixis in 2010 (190 in 2009).

5.3.4 EMPLOYEE TURNOVER

Excluding internal job moves, a total of 1,130 employees left Natixis in 2010 (for all reasons and types of contracts).

The average resignation rate among permanent employees was 1.7% (1.6% in 2009), based on 238 resignations.

The number of employee dismissals in France in 2010 was 63 (112 in 2009), of which 27 were for Natixis S.A.

The 127 redundancies in the framework of the Natixis S.A. staff reduction programs are included in "Workforce reduction and employment preservation plans".

Scope: Natixis France

Employee dismissals	2010	2009	2008
Natixis S.A.	27	42	202
Other legal entities	36	70	142
TOTAL	**63**	**112**	**350**

5.3.5 OVERTIME

Scope: Natixis France

	2010	2009	2008
Overtime *(in hours)*			
Natixis S.A.	20,402*	11,496	15,042
Other legal entities	11,799	15,826	18,494
TOTAL	**32,201**	**27,322**	**33,536**
Overtime *(in annual FTEs)*			
Natixis S.A.	10.6	7.2	9.3
Other legal entities	6.1	9.8	11.6
TOTAL	**16.7**	**17.0**	**20.9**

* *Methods were changed n 2010 so as to factor in on-call assignments for employees recorded on an hourly basis.*

5.3.6 EXTERNAL HEADCOUNT *(LA 1)*

Scope: Natixis France

Temporary staff	2010	2009	2008
In France headcount:			
average monthly number	384	501	526
as % of headcount	2.9%	3.7%	3.7%
Within Natixis S.A. :			
average monthly number	172	191	201
as % of headcount	*2.7%*	*3.0%*	*3.0%*

5.3.7 NATIXIS S.A.'S WORKFORCE REDUCTION AND EMPLOYMENT PRESERVATION PLANS (FRANCE)

Nearly all the remaining employees concerned by the two employment preservation plans (PSEs) 2008 and 2009 left Natixis S.A. in 2010.

SEPTEMBER 2008 PLAN FOR ADAPTING TO THE ECONOMIC AND COMPETITIVE CONTEXT (PACEC)

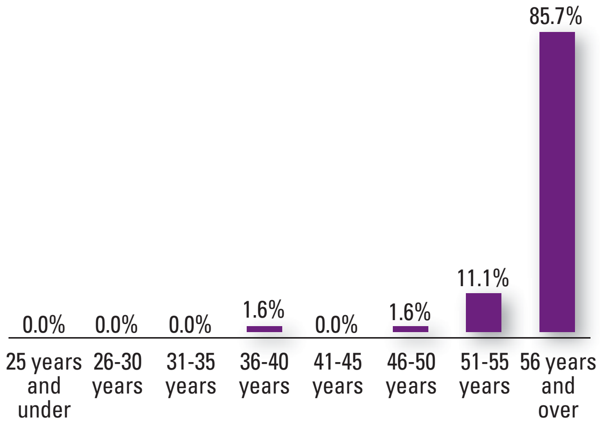
Departures per division/business Line	Number	Percentage
CIB (Corporate and Investment Banking)	34	53.9%
Support Functions	27	42.9%
Specialized Financial Services	2	3.2%
TOTAL	**63**	**100%**

Departures by gender	Number	Percentage
Women	22	34.9%
Men	41	65.1%
TOTAL	**63**	**100%**

Departures by qualification	Number	Percentage
Non-classified	12	19.0%
Managers	34	54.0%
Technical staff	17	27.0%
TOTAL	**63**	**100%**

Employee departures by identified motive	Number	Percentage
Creation/acquisition of a company	6	9.5%
Other salaried position (permanent or fixed-term)	1	1.6%
Long-term training projects	0	0.0%
Personal projects	1	1.6%
Early retirement	53	84.1%
Acceptance of redeployment leave	1	1.6%
Non-acceptance of redeployment leave	1	1.6%
TOTAL	**63**	**100%**

BREAKDOWN OF DEPARTURES BY AGE-GROUP (SEPTEMBER 2008)



JUNE 2009 PLAN FOR ADAPTING TO THE ECONOMIC AND COMPETITIVE CONTEXT (PACEC)

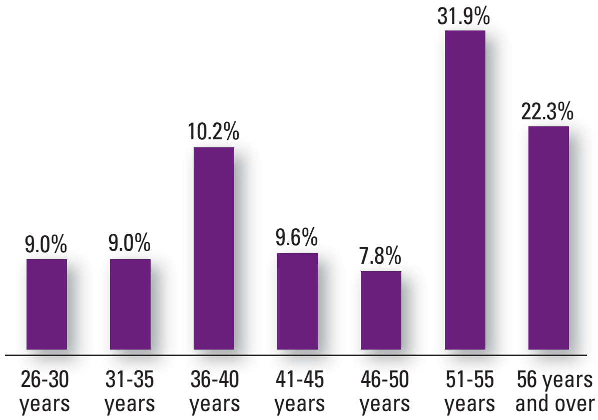
Departures per division/business Line	Number	Percentage
CIB (Corporate and Investment Banking)	62	37.3%
Specialized Financial Services	104	62.7%
TOTAL	**166**	**100%**

Departures by gender	Number	Percentage
Women	82	49.4%
Men	84	50.6%
TOTAL	**166**	**100%**

Departures by qualification	Number	Percentage
Non-classified	19	11.4%
Managers	86	51.8%
Technical staff	61	36.7%
TOTAL	**63**	**100%**

Employee departures by identified motive	Number	Percentage
Creation/acquisition of a company	69	41.6%
Other salaried position (permanent or fixed-term)	9	5.4%
Long-term training projects	15	9.0%
Personal projects	25	15.1%
Early retirement	48	28.9%
TOTAL	**166**	**100%**

BREAKDOWN OF DEPARTURES BY AGE-GROUP (JUNE 2009)



5.3.8 WORK ARRANGEMENTS, WORKING HOURS AND ABSENTEEISM

Natixis' various business lines in France are covered by more than 10 collective labor agreements. Three quarters of employees are covered by collective labor agreements applicable to the banking and insurance sectors.

Some sectors are subject to specific provisions, in particular with regard to working hours.

Within Natixis S.A., the collective workweek is 38 hours and employees also enjoy compensatory time off in lieu of overtime. Managers employed on the basis of a fixed number of days rather than an hourly basis work 209 days. This includes the additional work day stipulated under the French Act of June 30, 2004 designed to fund care for the elderly and disabled.

Employees have the option of choosing part-time work arrangements on the basis of 50%, 60%, 70%, 80% or 90% of a full-time equivalent. Similarly, managers employed on the basis of a fixed number of days may opt for part-time work arrangements on the basis of 105, 126, 147, 167 or 188 days per year.

Scope: Natixis France

Part-time employment	2010	2009	2008
In France headcount			
Number of employees	1,332	1,239	1,307
% of headcount	*9.6%*	*9.3%*	*9.3%*

The annual absentee rate in France was approximately 5.8%. Sick leave accounted for 3.0% of the total absentee rate and maternity leave for 1.9%. For Natixis S.A., these figures totaled 5.4%, 1.8% and 2.2%, respectively.

5.3.9 CHANGE IN REMUNERATIONS

In 2010, pay negotiations were concluded with the signature of a disagreement statement.

The following measures were taken:

- a collective measure to increase gross annual base salary by 0.7% for employees whose salary is €70,000 or less, with a minimum of €300. This measure applies to employees on fixed-term and permanent contracts, excluding government employment policy contracts;
- the minimum gross annual pay upon hiring was set at €20,000 for full-time employees on fixed-term and permanent contracts, excluding government employment policy contracts;
- employees accorded managerial status receive at least a €1,350 increase in their minimum annual base salary,
- a budget amounting to 0.2% of total payroll was set aside in order to regulate any professional inequalities, such as those that might concern women (as part of gender equality policy), older members of staff and employees with disabilities;
- the total employer contribution to the Collective Retirement Plan (PERCO) was increased from €150 to €500;
- the system for examining the situation of employees who had not received raises in the past three years or more (excluding collective raises) and which was introduced in 2008 and 2009, was renewed in 2010.

Among French companies subject to the agreement on obligatory annual negotiations (i.e. the French part of integrated Natixis), the average gross annual remuneration for permanent employees on an FTE basis (fixed and variable components, but excluding profit-sharing, incentive plans and employer's matching contributions to the employee savings plan), was €69,382.

More than 7,700 employees of Natixis S.A. and of six other legal entities each received an individual "social audit", a document detailing their fixed remuneration, statutory benefits, variable remuneration, savings accumulated in employees savings plans, as well as the social protection benefits provided by the Company (health and benefit protection insurance including complementary health insurance, retirement benefits), plus a summary of other benefits (training, works council, family allowances, etc.).

5.3.10 INCENTIVE AND PROFIT-SHARING PLANS

CONSOLIDATED CHARGE FOR PROFIT-SHARING AND INCENTIVE PLANS

(in thousands of euros)	2010	2009	2008
Profit sharing	25,460	21,123	39,095
Incentive plans	73,684	38,514	54,039

TOTAL CONTRIBUTION PAID AS PART OF THE NATIXIS S.A. EMPLOYEE SAVINGS PLAN

(in millions of euros)	2010	2009	2008
	11.9	11.7	14.1

5.3.11 LABOR RELATIONS AND COLLECTIVE LABOR AGREEMENTS

See Chapter 5 Human Resources, section [5.1.5] – Employer-employee communication.

5.3.12 WORKPLACE HYGIENE AND SAFETY CONDITIONS *(LA 9)*

In 2010, the Committee for Hygiene, Safety and Working Conditions (CHSCT) 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 specific site (Charenton, Lumière, Austerlitz, Bourse). This organization enables the CHSCT to concentrate on more general issues related to the restructuring carried out at the Company and its impact on working conditions.

The "Professional Behavior, Prevention of Harassment and Distress at Work" Commission, which was set up in 2008 in order to centralize information relating to working situations classified as "distressful" and to identify organizational and psychosocial risk factors, continued to play its role.

Moreover, it also has the important task of studying the situation of individuals who have decided to contact the Commission because they consider themselves to be in situations of abnormal stress or harassment. There were no such cases formally referred to the Commission in 2010, since the situations in question were handled in the earlier stages.

On the subject of psychosocial risks, Natixis signed an agreement in September 2010 that ratifies pre-existing mechanisms ("stress observatory", the above-mentioned Commission), and it is creating or developing other mechanisms (training, dedicated email hotline, option for employees to speak to professional psychologists confidentially and free of charge).

The "stress observatory" has been in place since January 2009. It gives employees the option of answering a detailed questionnaire on stress during their periodic visits to the workplace doctor. The individual results of these questionnaires are presented to each employee and commented by the doctor, and, at the collective level, the information is fed into a statistical database that allows the degree of stress to be measured based on different criteria.

The detailed results of these questionnaires were presented to the Commission in early January 2011 for the second consecutive year. The results for 2010 were improved relative to 2009, and were better than those of our service provider, Capital Santé.

The CHSCT's "Office Moves" Commission was also busy as a result of the vast office redeployments initiated during the period, especially during the first half of the year. The Commission pre-examines site plans and may issue remarks or ask for changes in the plans, with the aim of improving employees' physical working conditions.

In 2009, the Sanitary Support Committee met on several occasions between spring and autumn, during a period of Influenza A (H1N1) observation and preventitive initiatives. It did not meet in 2010 given the improved situation.

Generally speaking, the independent Workplace Medicine Department regularly monitors employees' health in Paris and the Paris region. Employees requiring special medical supervision will continue to be monitored on an annual basis, while employees with an average profile will be seen every 18 months on average.

Lastly, as is the practice every year, a campaign of free influenza vaccination in the workplace took place in autumn. As observed elsewhere, it was less successful at Natixis than in previous years.

A medical adviser remains available twice a week for employee consultations in the Paris metropolitan area.

5.3.13 TRAINING *(LA 10, LA 11)*

The number of employees participating in training increased in 2010. However, as the length of training was reduced, the total number of hours decreased.

In 2010, efforts focused on helping employees adjust their skills to changes in the Company; this explains the preponderance of "business line", "general" and "IT" training, both at Natixis S.A. and across France.

TRAINING – FRANCE

	2010	2009	2008
Number of hours	184,432	229,190	274,740
Number employees trained	10,959	7,725	11,024
Training topics as % of training hours			
• IT	17.4%	16.0%	16.0%
• Languages	17.4%	24.4%	21.9%
• General training	18.2%	10.4%	16.2%
• Regulatory matters	3.8%	2.5%	3.5%
• Business lines	32.1%	30.0%	25.1%
• Official qualification courses	4.7%	6.7%	5.1%
• Other	6.3%	10.0%	12.2%

TRAINING – NATIXIS S.A.

	2010	2009	2008
Number of hours	61,172	72,553	124,046
Number employees trained	3,163	2,454	4,828
Training topics as % of training hours			
• IT	23.7%	20.2%	17.7%
• Languages	12.5%	31.6%	21.0%
• General training	24.0%	7.6%	17.4%
• Regulatory matters	1.4%	2.2%	3.3%
• Business lines	32.2%	24.2%	24.1%
• Official qualification courses	6.3%	8.7%	3.7%
• Other	0.0%	5.5%	12.8%

5.3.14 CORPORATE DIVERSITY *(LA 14)*

Gender equality

Scope: Natixis France

Percentage of women in the workforce	2010	2009	2008
"France" workforce	51.9%	51.7%	51.1%
Natixis S.A.	45.3%	46.0%	45.5%

- **Recruitment**

Scope: Natixis France

Percentage of women hired	2010	2009	2008
"France" workforce	51.2%	50.6%	49.0%
Natixis S.A.	42.1%	37.2%	37.1%

- **Working hours**: women represent 92.2% of persons working part-time in the France workforce (92.6% in 2009).
- **Change in the percentage of women occupying managerial positions**

Scope: Natixis France

Percentage of women occupying managerial positions	2010	2009	2008
"France" workforce	42.3%	41.5%	40.9%
Natixis S.A.	37.5%	37.2%	36.9%

- **Change in the proportion of women promoted**

Across the entire "France" workforce and for Natixis S.A., the proportion of women promoted was higher than the proportion of women in these workforces.

Scope: Natixis France

Percentage of women promoted	2010*	2009*	2008
"France" workforce	57.1%	57.9%	63.8%
Natixis S.A.	54.2%	54.6%	58.1%

* *On the integrated Natixis France scope.*

- **Individual pay increases granted to women**

The proportion of women given individual raises was higher than the percentage of women out of all staff at Natixis S.A., but not for the France scope as a whole.

Scope: Natixis France

Women granted individual pay increases	2010*	2009*	2008
"France" workforce	49.5%	51.9%	51.1%
Natixis S.A.	47.4%	50.2%	47.3%

* *On the integrated Natixis France scope.*

- **Training**

Within both the "France" and "Natixis S.A." scopes, women accounted for a higher proportion of trainees and total training hours, relative to their proportion in the respective workforces.

"France" workforce	2010	2009	2008
Female staff trained	53.8%	54.7%	54.0%
Share of total training hours received by women	56.3%	56.6%	52.2%

Natixis S.A.	2010	2009	2008
Female staff trained	50.6%	49.3%	49.0%
Share of total training hours received by women	51.9%	51.9%	47.8%

Breakdown of employees by age bracket *(Permanent staff)*

The age pyramid of the France workforce (permanent contracts only) is relatively balanced. A total of 25.8% of employees were under 35, while at the other end of the pyramid, there were 3,260 employees aged 50 or over at the end of 2010, i.e. 24.5% of staff.

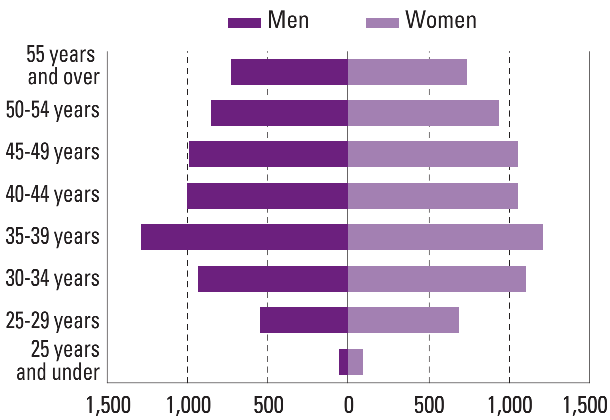
Scope: Natixis France

	2010*	2009	2008
Under 35	25.8%	26.5%	28.1%
55 and over	11.1%	11.4%	10.7%
Average age in years	42.3	42.2	41.9

* *Excluding pre-retired PACEC staff.*

AGE PYRAMID FOR NATIXIS FRANCE

Permanent contract employees at 12.31.2010



5.3.15 EMPLOYMENT AND INTEGRATION OF DISABLED EMPLOYEES

See section [5.2.5] "Diversity Management".

BALANCE SHEET AT 12.31.2010

	Disabled workers	Direct rate [(a)]	Overall rate [(b)]
"France" workforce	161	1.1%	1.5%
Natixis S.A.	75	1.1%	1.6%
2009 Figures			
"France" workforce	149	1.1%	1.4%
Natixis S.A.	69	1.1%	1.6%

(a) *The direct rate is the ratio of disabled workers to all staff.*
(b) *The overall rate takes account of service contracts with entities that work with people with disabilities and of weightings for age.*

5.3.16 SOCIAL AND CULTURAL ACTIVITIES *(LA 3)*

Each year, Natixis S.A. allocates 1.3% of its total payroll costs to the funding of social and cultural activities. In addition to this allocation, it provides holiday vouchers to the entire staff (based on family income criteria and number of children) representing 0.6% of total payroll.

These measures enable the Group's central works council and locally-based works councils to offer all staff a range of social, cultural and recreational activities.

Besides these initiatives, in order to facilitate staff mobility between sites and the organization of meetings, our staff restaurants have been equipped with a centralized and standardized payment system. This applies to all the Company and inter-company restaurants in the Paris region. The Arc de Seine restaurant, which had been on a separate system due to technical reasons, was finally incorporated into the integrated system in 2010. The integrated system enables group employees to access the different restaurants and be billed a single price for the same service. Natixis covers a percentage of the cost of employees' lunches in inverse proportion to their pay scale.

In addition, a mutual assistance scheme exists for employees suffering bereavement or encountering serious personal difficulties. The voluntary annual contributions to this scheme paid by employees are supplemented by matching contributions paid by the Company.

As is customary every year, many employees took part in France's annual Telethon fundraising campaign at the end of 2010. The Company also topped up these donations.

In addition, Natixis' complementary health insurance scheme (Mutuelle de Natixis), is managed by a 50/50 team comprising Company managers and scheme members. One of the scheme's founding principles is inter-generational solidarity between active and retired employees.

5.3.17 FRANCE: METHODS USED BY THE COMPANY TO ASSESS THE IMPACT OF ITS OPERATIONS ON EMPLOYMENT AND REGIONAL DEVELOPMENT IN FRANCE

Natixis assists regional development by funding its clients' businesses with a view to constructing long-term partnerships together (*See Chapter [1] Natixis' business lines*).

5.3.18 NATIXIS' RELATIONSHIPS WITH ASSOCIATIONS PROMOTING SOCIAL INCLUSION AND EDUCATIONAL INSTITUTIONS

See section [5.1] "Human Resources"

5.3.19 SUBCONTRACTING AND COMPLIANCE WITH ILO FUNDAMENTAL CONVENTIONS

The Company makes every effort to ascertain that the service providers and suppliers it engages as subcontractors or outsourcers abide by the legal requirements relating to personnel management.

In all our requests for proposals, the Purchasing Department includes clauses by which the suppliers commit to respecting human rights and equal opportunities.

Any contract entered into also features clauses affirming compliance with the terms of the Universal Declaration of Human Rights and the UN Convention on the Rights of the Child together with the conventions of the International Labor Organization to which France is a signatory. These conventions are also included in the Social Accountability 8000 standard.

5.3.20 METHODS USED BY INTERNATIONAL SUBSIDIARIES TO ASSESS THE IMPACT OF THEIR OPERATIONS ON REGIONAL DEVELOPMENT AND LOCAL POPULATIONS

Natixis' international businesses contribute to local development in the countries in which they are established. Close to 8,900 employees work in our offices, branches and subsidiaries outside France. Virtually all of these employees are recruited locally. The group has a very limited number of expatriate employees. Only 147 employees from the "France" scope are currently working abroad as expatriates.

5.4 NRE Appendices – Environmental information

Indicators

Indicators taken into account are those defined in the French decree of February 20, 2002 relating to France's New Economic Regulations (NRE) law. The corresponding indicators in the GRI 3 (Global Reporting Initiative) reference document are indicated in brackets.

Scope

The 2010 reporting scope includes Natixis and its subsidiaries in continental France (representing 376,252 m^2 of office space and 17,776 workstations).

5.4.1 CONSUMPTION OF RAW MATERIALS *(EN 1, EN 2)*

Consumption of raw materials mainly concerns paper consumption by Natixis. The figures indicated present the consumption of white paper, color paper, desktop publishing, envelopes, internal and external print-outs, etc.

The increase in consumption between 2009 and 2010, which practically regained its 2007 level, is mainly due to a recovery in business.

	2010	2009	2008	2007
Total paper consumption *(in metric tons)*	946	761	889	958
Consumption per workstation *(in kg)*	53	38	43	47
Consumption per workstation *(in 500-sheet reams)*	21.2	15.2	17.4	18.7

5.4.2 WATER CONSUMPTION *(EN 8)*

	2010	2009	2008	2007
Total consumption of drinking water *(in m^3)*	108,970	103,587	143,147	144,623
Consumption per workstation *(in m^3)*	6.13	5.17	7.15	7.05
Consumption *(in m^3 per m^2 of usable office space)*	0.29	0.23	0.32	0.33

5.4.3 ENERGY CONSUMPTION *(EN 3, EN 4)*

In 2010 Natixis consumed over 145,541 megawatt-hours of energy (electricity, heating and air conditioning), which represents a sharp overall increase.

This figure incorporated a significant increase in the energy consumption of data centers (31,000 MWh in 2008, 32,533 MWh in 2009, 48,010 MWh in 2010), stemming from the opening of two new data centers (Vega and Sirius), for which energy consumption amounted to 16,651 MWh in 2010.

Concerning the energy consumed by buildings, there were significant savings in the area managed by the Real Estate and Logistics Department (75,398 MWh in 2009 – 70,300 MWh in 2010), while the consumption of gas and heating oil remained low.

	2010	2009	2008	2007
Total energy consumption (electricity, heating and air-conditioning) *(in MWh)*	145,541	128,545	136,012	141,722
Total energy consumption per workstation *(in MWh)*	8.19	6.42	6.80	6.91
Total energy consumption per m2 of usable office spac[e] (in MWh)	0.39	0.29	0.31	0.32
Total gas consumption *(in m^3)*	134,378	133,000	143,000	139,000
Total fuel consumption *(in m^3)*	51	59	97	208

5.4.4 MEASURES TAKEN TO IMPROVE ENERGY EFFICIENCY

Natixis' energy and fluid consumption is managed by the Real Estate and Logistics Department. Its policy is to minimize the direct environmental impacts of the Company's operations, while maintaining a high standard of working conditions for employees.

Facilities managers are responsible for optimizing energy consumption by using powerful and centralized technical management tools allowing the configuration of a building's comfort and optimization of the energies used. Technical installations are managed by automated systems which take account of external temperature and the thermal properties of buildings in addition to other factors.

The environmental quality of buildings is systematically assessed during the design stage of new sites.

As a result of such measures, Natixis completed an HQE® (High Environmental Quality) certification, process within its "Antares" project, for its two new data centers in the Paris region, Véga and Sirius. The project served as a pilot site and reference for creating an HQE® label for this type of IT building.

The Arc de Seine building in the 13th arrondissement of Paris, Natixis' registered office since 2007, has been HQE® certified.

5.4.5 USE OF RENEWABLE ENERGY *(EN 6)*

For the time being, Natixis is not a direct consumer of renewable energy sources.

5.4.6 LAND USE – ATMOSPHERIC EMISSIONS – WATER AND POLLUTANT DISCHARGES – NOISE AND ODOR POLLUTION – WASTE PRODUCTION AND DISPOSAL *(EN 19 TO 23)*

Natixis attaches particular importance to the environmental quality of its buildings in order to limit the environmental impact of its operations in the immediate vicinity of its business locations.

Regarding the risk of proliferation and dissemination into the atmosphere of legionella bacteria, the program geared to replacing our potentially-sensitive technical facilities was completed.

Emissions of gases that damage the ozone layer and of significant atmospheric pollutants: NOx, SOx (EN 19, EN 20)

Non-material.

Water discharge (EN 21)

Natixis refrains from installing any water loss air conditioning systems in order to avoid expelling polluted water: the glycolated water used in our systems is recovered from the heat exchangers during periodic draining of the systems by companies specialized in processing this product. Used fluids from combustion engines (electricity generators, vehicles, etc.) are also recovered and processed by specialized companies.

Total waste by type and by disposal methods (EN 22)

Since 2006, Natixis has taken a number of measures to optimize its waste management processes. Selective sorting of office waste has been introduced with specific procedures for paper recycling, the collection and reprocessing of used batteries and printer cartridges, and the recovery of electrical and electronic equipment waste (DEEE) including used mobile telephones.

Waste	Processing	2010 quantity	2009 quantity	2008 quantity
Paper, envelopes and cardboard	Selective bins for office waste with recovery of paper for recycling Recovery of all out-of-date printed material for recycling.	858 t	1,084 t	1,603 t
Batteries	Collection points in the lobbies of buildings. Collection, transportation and treatment by an external service provider approved in accordance with legislation.	943 kg	1,200 kg	1,040 kg
Printer cartridges	Recovery of used cartridges for recycling.	9,765 cartridges	9,055 cartridges	4,274 cartridges
IT and office automation equipment (excl. mobile telephones)	Equipment handled by a specialized company. The products are either processed as waste or the materials are extracted for recycling in accordance with existing environmental regulations.	80 t	52 t	48 t
Mobile telephones and BlackBerrys	Recovered by the Ateliers du Bocage, an association affiliated to the Emmaüs network. Handsets in working condition are sold through Emmaüs stores, and defective handsets are transferred for disposal in accordance with legislation.	1,419 phones and BlackBerrys	893 handsets	511 handsets

Total number and volume of significant spills (EN 23)

Non-material.

Noise and odor pollution

Non-material.

5.4.7 MEASURES TAKEN TO MITIGATE NEGATIVE IMPACTS ON BIOLOGICAL DIVERSITY, NATURAL ENVIRONMENTS AND PROTECTED ANIMAL AND PLANT SPECIES

Natixis' service operations are predominately located in urban environments and do not have a direct material impact on the natural environment. Nevertheless, preventive measures are taken to avoid any accidental discharges into the atmosphere or sewage systems: regular maintenance of sensitive facilities and lining/tanking of premises containing potentially polluting substances or contaminants.

Periodic controls of air and water quality are conducted. All buildings to which asbestos legislation applies have a technical file on asbestos.

5.4.8 ENVIRONMENTAL ASSESSMENTS AND CERTIFICATION INITIATIVES

As a listed company, Natixis is regularly assessed by non-financial rating agencies in the form of "self-assessment" ratings. These agencies appreciate, in particular, the Company's environmental strategy.

ISO 9001 (Quality management) and 14001 (Environmental management) certifications, obtained in 2009 for the operation of its facilities and confirmed by an interim audit in June 2010, validate the quality and environmental management systems implemented in all of the central facilities managed by the Real Estate and Logistics Department.

5.4.9 MEASURES TAKEN, IF ANY, TO ENSURE THAT THE COMPANY'S BUSINESS OPERATIONS COMPLY WITH ENVIRONMENTAL LEGISLATION AND REGULATIONS

Natixis complies with all legal and regulatory obligations with regard to the environment. To this end, the Company employs qualified facilities managers and civil engineers. These specialists, who are in close contact with the building's users and are proficient in the use of technical equipment and installations, also monitor changes in regulatory standards. In addition, technical installations and maintenance procedures are subject to regular inspections by certified independent consultants.

Our contracts with suppliers contain a set of clauses relating to environmental and corporate responsibility.

5.4.10 EXPENDITURE AND INVESTMENTS IN ENVW VIRONMENTAL PROTECTION *(EN 30)*

In 2010, Natixis invested the following sums in environmental protection:

- asbestos abatement: €500;
- processing of potentially polluting fluids: €26,000;
- replacement of air conditioning equipment using CFC gas: 0.

5.4.11 PROVISIONS AND GUARANTEES COVERING ENVIRONMENTAL RISKS *(EN 30)*

None.

5.4.12 MONETARY VALUE OF SIGNIFICANT FINES AND TOTAL NUMBER OF NON-MONETARY SANCTIONS FOR NON-COMPLIANCE WITH ENVIRONMENTAL LAWS AND REGULATIONS IN 2010 *(EN 28)*

None.

5.4.13 EXISTENCE OF INTERNAL DEPARTMENTS FOR ENVIRONMENTAL MANAGEMENT, TRAINING AND INFORMING EMPLOYEES – RESOURCES DEVOTED TO MITIGATING ENVIRONMENTAL RISK

The environmental aspects of construction work and property facilities management are supervised by a cross-business unit reporting to the Real Estate and Logistics Department. This unit is responsible for monitoring the resources consumed at each site and for coordinating all actions undertaken by the Logistics Department's operational services.

In addition, regular efforts continue in order to raise employees' awareness of daily activities capable of reducing their environmental impact, notably through the sustainable development section of the intranet site.

Natixis is also highly involved in financing "green" growth through its business lines. The Bank occupies a leading position in financing renewable energies and managing funds dedicated to reducing climate change (e.g. our Impact Climate Change fund managed by Natixis Asset Management and our European Carbon fund managed by Natixis Environnement et Infrastructure).

5.4.14 ARRANGEMENTS FOR DEALING WITH ACCIDENTAL POLLUTION WITH POTENTIAL REPERCUSSIONS EXTENDING BEYOND THE COMPANY'S OPERATIONS

Given Natixis' activities, emissions of polluting substances are very rare.

Any potentially polluting fluid used in Natixis' premises (glycolated water, hydrocarbons, etc.) is recovered and treated in line with current regulations.

Crisis situations in the event of an accident or pollution are covered in the Group Business Continuity Plan.

5.4.15 INFORMATION ON TARGETS SET FOR INTERNATIONAL SUBSIDIARIES IN RELATION TO ITEMS ABOVE

The actions described above apply to Natixis and its subsidiaries in mainland France.

Natixis also occasionally conducts HQE®-compliant initiatives regarding resource consumption, waste management or construction work at some of its international offices.

6

Legal information

6.1 Natixis Bylaws

NATIXIS

A joint stock company (société anonyme) with a Board of Directors with share capital of €4,653,020,308.80

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 €4,653,020,308.80, divided into 2,908,137,693 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 1.0% 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 1.0% 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 thousand (1,000) 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 penalities 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, under the terms and conditions set forth by law and regulations, 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 remote transmission under the terms and conditions set by the regulations.

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 €4,653,020,308.80 at December 31, 2010, divided into 2,908,137,693 fully paid-up shares of €1.60 each.

6.2.3 AUTHORIZED BUT UNISSUED CAPITAL – CAPITAL INCREASE AUTHORIZATIONS

The Combined General Shareholders' Meeting of April 30, 2009 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.

The Combined General Shareholders' Meeting resolved that these capital increases, the overall ceiling for which may not exceed a par value of five (5) billion euros, may be carried out either by issuing shares or by issuing securities giving access to share capital, particularly in the form of debt securities (the total nominal amount of these debt securities giving access to capital not exceeding €1.5 billion).

This same meeting resolved in particular that the Board of Directors may:

- increase capital without 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;
- increase capital via the incorporation of premiums, reserves, retained earnings or other items;
- increase the number of securities to be issued, within the legal limits, in the event of capital increases with or without preferential subscription rights.

The Combined General Shareholders' Meeting of May 27, 2010 added to the financial authorizations granted to the Board of Directors by the Combined General Shareholders' Meeting of April 30, 2009, i.e. by granting it the following additional authorizations:

- in the event of a capital increase with cancellation of shareholders' preferential subscription rights, the possibility of setting the issue price under the conditions set by the General Shareholders' Meeting, subject to a limit of 10% of the capital;
- the possibility of undertaking a capital increase without preferential subscription rights by means of a private placement;

In addition, this same meeting authorized the Board of Directors to allocate free 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 €233 million, to be deducted from the overall €5 billion ceiling mentioned above.

Report of the Board of Directors on the use of capital increase authorizations in 2010

None of the capital increase authorizations granted to the Board of Directors by the Combined General Shareholders' Meeting of April 30, 2009 had been used as of December 31, 2010.

In its session on August 5, 2010, 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 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.

In all, Natixis allocated 6,595,308 shares that will automatically increase the capital by a maximum amount of €10,552,493 (number of shares multiplied by nominal value of shares) at the end of the vesting period for issue of allocated shares.

SUMMARY TABLE OF AUTHORIZATIONS GRANTED TO THE EXECUTIVE BOARD OR 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
08.29.2008	1	For the purpose of increasing the capital via the issue of ordinary shares or of any securities giving access to capital, with retention of shareholders' preferential subscription rights	€4bn	26 months	09.30.2008	€3.7bn
08.29.2008	2	For the purpose of increasing the capital via the issue of ordinary shares or any securities giving access to capital, with cancellation of shareholders' preferential subscription rights	€4bn (a)	26 months	none	none
08.29.2008	3	Possibility for shares or securities giving access to capital issued without shareholders' preferential subscription rights to be used to remunerate contributions in kind	10% of the share capital (at the time of issue) (a)	26 months	none	none
08.29.2008	4	For the purpose of increasing the capital via the incorporation of premiums, reserves, retained earnings or other items	€4bn (a)	26 months	none	none
08.29.2008	5	Possibility to increase the amount of issues in the event of over-subscription	15% of initial issue (a)	26 months	none	none
08.29.2008	6	For the purpose of a capital increase reserved for members of employee savings plans, with cancellation of preferential subscription rights in favor of said members pursuant to Article L.225-129-6 of the French Commercial Code	€16 million	26 months	none Resolution rejected	none Resolution rejected
04.30.2009	13	For the purpose of increasing the capital via the issue of ordinary shares or of any securities giving access to capital, with retention of shareholders' preferential subscription rights	€5bn	26 months	none	none
04.30.2009	14	For the purpose of increasing the capital via the issue of ordinary shares or any securities giving access to capital, with cancellation of shareholders' preferential subscription rights	€5bn (b)	26 months	none	none
04.30.2009	15	Possibility for shares or securities giving access to capital issued without shareholders' preferential subscription rights to be used to remunerate contributions in kind	10% of the share capital (at the time of issue) (b)	26 months	none	none
04.30.2009	16	For the purpose of increasing the capital via the incorporation of premiums, reserves, retained earnings or other items	€5bn (b)	26 months	none	none

Date of meeting	Resolution No.	Purpose of authorization	Amount authorized	Duration	Date used	Amount used
04.30.2009	17	Possibility to increase the amount of issues in the event of over-subscription	15% of initial issue [(b)]	26 months	none	none
04.30.2009	18	For the purpose of a capital increase reserved for members of employee savings plans, with cancellation of preferential subscription rights in favor of said members pursuant to Article L.225-129-6 of the French Commercial Code	€16 million	26 months	none Resolution rejected	none Resolution rejected
05.27.2010	18	In order to allocate free shares	€233 million [(c)]	38 months	08.05.2010	€10,552,493
05.27.2010	19	For the purpose of a capital increase reserved for members of employee savings plans, with cancellation of preferential subscription rights in favor of said members pursuant to Article L.225-129-6 of the French Commercial Code	€32 million [(c)]	26 months	none Resolution rejected	none Resolution rejected
05.27.2010	20	In order to set the issue price in the event of an issue with cancellation of shareholders' preferential subscription rights, subject to a limit of 10% of the capital	10% of the share capital [(c)]	valid for same duration as the 14th resolution of the Shareholders' Meeting of 04.30.2009	none	none
05.27.2010	21	In order to carry out, in accordance with Article L.225-136 of the French Commercial Code, one or more issues of shares without preferential subscription rights by means of an offering, by private placement, referred to in Article L.411-2 (II) of the French Monetary and Financial Code	20% of the share capital [(c)]	valid for same duration as the 14th resolution of the Shareholders' Meeting of 04.30.2009	none	none

(a) Amount deducted from the ceiling decided in resolution no. 1 of said General Shareholders' Meeting.

(b) Amount deducted from the ceiling decided in resolution no. 13 of said General Shareholders' Meeting.

(c) Amount deducted from the ceiling decided in resolution no. 13 of the General Shareholders' Meeting of April 30, 2009.

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 FRF5,000 (€762.25). The coupon is payable annually on November 25. Redemptions are on the initiative of the borrower. At December 31, 2010, 85,000 non-voting shares were outstanding.

6.2.5 OTHER SECURITIES GIVING ACCESS TO CAPITAL

At December 31, 2010, 30,272,408 stock options were exercisable or yet to be exercised.

These options were granted up to 2005:

- to employees and corporate officers of Natexis Banques Populaires and other companies in which Natexis Banques Populaires directly or indirectly held majority interests;
- to employees and corporate officers of Banque Fédérale des Banques Populaires, Banques Populaires and entities that were more than 50%-owned either directly or indirectly, exclusively or jointly, by Banque Fédérale des Banques Populaires or affiliated institutions.

No stock options were granted in respect of fiscal year 2006.

On November 17, 2006, the Combined General Shareholders' Meeting authorized the Natixis Executive 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 Executive 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 Executive Board to grant stock options to some, or all, employees or corporate officers of the Company or of related companies, within th 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 Executive 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 or 2010.

The unexercised options from the September 10, 2003 plan expired on September 10, 2010.

SUMMARY OF STOCK OPTION PLANS AT DECEMBER 31, 2010

Plan date	Date of General Shareholders' Meeting	Option exercise start date	Option expiry date	Option exercise price *(in euros)*	Number of remaining beneficiaries	Number of options authorized	Number of options granted	Number of options exercised	Number of options exercisable	Number of options yet to be exercised	Number of options canceled
11.17.2004	05.27.2004	11.17.2008	11.16.2011	5.79	510	6,930,000	6,587,350	130,130	5,879,720	0	577,500
11.15.2005	05.19.2005	11.15.2009	11.14.2012	7.74	586	7,700,000	7,653,800	21,560	6,784,008	0	848,232
01.29.2007	11.17.2006	01.29.2011	01.28.2014	14.38	1,108	15,400,000	15,398,922	0	0	13,219,206	2,179,716
01.21.2008	05.24.2007	01.21.2012	01.20.2015	8.27	486	15,400,000	7,576,800	0	0	4,389,474	3,187,326
TOTALS					**1,338**	**45,430,000**	**37,216,872**	**151,690**	**12,663,728**	**17,608,680**	**6,792,774**

SUMMARY OF STOCK OPTION PLANS GRANTED TO NATIXIS CORPORATE OFFICERS AT DECEMBER 31, 2010

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	Number of options yet to be exercised	Number of options canceled
11.17.2004	05.27.2004	11.17.2008	11.16.2011	5.79	2	392,700	0	392,700	0	0
11.15.2005	05.19.2005	11.15.2009	11.14.2012	7.74	2	431,200	0	431,200	0	0
01.29.2007	11.17.2006	01.29.2011	01.28.2014	14.38	4	1,078,000	0	0	1,078,000	0
01.21.2008	05.24.2007	01.21.2012	01.20.2015	8.27	0	0	0	0	0	0
TOTALS					**4**	**1,901,900**	**0**	**823,900**	**1,078,000**	**0**

Observations:

The figures factor in the adjustment to the option exercise price and the number of options following the cash capital increase of September 2008.

Certain exemptions allow options to be exercised early (third party financial transactions impacting Natixis' capital, and the death or negotiated retirement of the beneficiary).

From 2001 to 2005, the beneficiary officers were the Chairman and Chief Executive Officer of Natexis Banques Populaires.

In 2007, the corporate officers were the members of the Natixis Executive Board.

In 2008, no Natixis corporate officer received stock options in respect of his corporate office within Natixis.

No Natixis stock options were granted in 2009 or 2010.

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)*
2006	48,995,480	1,214,964,750 [a]	1,219,864,330	1,951,782,928
2007	1,219,864,330	2,178,364	1,222,042,694	1,955,268,310
2008	1,222,042,694	1,686,094,999	2,908,137,693	4,653,020,308.80
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

(a) Including 1,109,911,689 shares in respect of the par value split on November 17, 2006.

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)*
2006	**At January 1**	**48,995,480**	**783,927,680**	
	payment of the dividend in shares	1,103,281	17,652,496	185,075,387.75
	shares in respect of ESOPs (Employee Share Ownership Plans)	10,010	160,160	1,529,227.70
	shares in respect of the exercise of stock options	83,274	1,332,384	5,773,940.85
	shares in respect of the CNCE and SNC CHAMPION contributions	73,131,476	1,170,103,616	13,128,041,797.00
NATEXIS BANQUES POPULAIRES BECOMES NATIXIS – PAR VALUE DIVIDED BY 10				
	New situation	*1,233,235,210*	*1,973,176,336*	
	2006 expenses offset against additional paid-in capital			(3,879,879.00)
	capital reduction by means of cancellation of treasury shares	(15,552,460)	(24,883,936)	(288,910,332.20)
	shares in respect of the exercise of stock options	2,181,580	3,490,528	13,635,082.21
	At December 31	**1,219,864,330**	**1,951,782,928**	
2007	**At January 1**	**1,219,864,330**	**1,951,782,928**	
	shares in respect of the exercise of stock options	2,153,693	3,445,908	14,166,927.51
	shares in respect of ESOPs	24,671	39,473	352,203.20
	At December 31	**1,222,042,694**	**1,955,268,310**	
2008	**At January 1**	**1,222,042,694**	**1,955,268,310.40**	
	Appropriation of 2007 earnings and deduction for payment of dividend			(716,815,118.77)
	shares in respect of the exercise of stock options	22,500	36,000	142,688.50
	Payment of the dividend in shares	42,342,502	67,748,003.20	329,424,665.56
	Subscription	1,643,729,997	2,629,967,995.20	1,068,424,498.05
	2008 expenses offset against additional paid-in capital			(66,113,652.29)
	At December 31	**2,908,137,693**	**4,653,020,308.80**	
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**	

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, 2010

At December 31, 2009, Natixis' main shareholders were as follows:

	% capital	% voting rights
BPCE	71.54%	71.65%
Employee shareholding (ESOPs and Bonus share grant plan)	0.96%	0.97%
Treasury shares	0.16%	0.00%
Free float	27.34%	27.38%

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 71.54% of Natixis' capital at December 31, 2010 (almost all of this being owned by BPCE).

The ownership of shares by corporate officers 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 April 30, 2009, Natixis owned 4,611,597 treasury shares at December 31, 2010.

The table below shows the number and percentage of shares held as treasury shares at December 31, 2009 and December 31, 2010.

	Number purchased	Purchase price *(in euros)*	Average purchase price *(in euros)*	Amount sold or cancelled	Sale price *(in euros)*	Average sale price *(in euros)*	Final shares	% of capital held
At December 31, 2009	**76,117,113**	**500,937,049**	**6.58**	**70,947,436**	**378,081,491**	**5.33**	**5,169,677**	**0.18%**
Price stability	28,672,295	110,373,449.69	3.85	29,134,306	110,715,087.72	3.80	(462,011)	
Allocated to employees				96,069	406,371.87	4.23	(96,069)	
Bonus share grant plan (SAGA)								
Bonus share grant plan (employee grants)								
AT DECEMBER 31, 2010	**104,789,408**	**611,310,498.69**	**5.83**	**100,177,811**	**489,202,950.59**	**4.88**	**4,611,597**	**0.16%**

6.3.4 EMPLOYEE SHAREHOLDING

The portion of Natixis' capital held by Company or Groupe BPCE employees stood at 0.96% at December 31, 2010.

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 Executive 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 and following 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 will be locked-up until November 14, 2011 and will become freely transferable at that date.

Furthermore, in accordance with Articles L.225-197-1 and following of the French Commercial Code and resolution 18 adopted by the shareholders during the General Meeting of May 27, 2010, the Natixis Board of Directors, at its meeting on August 5, 2010, decided to grant 6,595,308 free shares to certain employees of Natixis and its subsidiaries by virtue of their employment contracts.

6.3.5 CHANGES IN THE SHAREHOLDER BASE OVER THE PAST THREE YEARS

	Natixis		
At December 31 *(as a percentage)*	**2010**	**2009**	**2008**
Groupe Banque Populaire and its subsidiaries	-	-	35.62%
Groupe Caisse d'Epargne	-	-	35.62%
BPCE [(b)]	71.54%	71.54%	-
Employee shareholding (ESOPs and Bonus share grant plan)	0.96%	0.55%	0.53%
Treasury shares	0.16%	0.18%	0.44%
Free float	27.34%	27.73%	27.79% [(a)]

(a) Including DZ Bank AG and INTESA SANPAOLO HOLDING INTERNATIONAL.

(b) Resulting from the merger of Banque Fédérale des Banques Populaires and Caisse Nationale des Caisses d'Epargne.

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 Board Members 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 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 71.54% of the capital and 71.65% of the voting rights of Natixis at December 31, 2010. In light of this capital structure, Natixis considers that a hostile public offer would be unlikely to succeed.

Nevertheless, in the event that BPCE should no longer control Natixis following a public offer, Banques Populaires, Caisses d'Epargne or BPCE, depending on the case, would have the right to buy back Natixis' 20% stake in Banques Populaires and Caisses d'Epargne *(for further information on these buyback rights, see section [1.4.5] "Major contracts")*. If these buyback rights were to be implemented, Natixis would no longer have an economic interest in the results of the Banques Populaires or Caisses d'Epargne concerned and its ability to sell products or services via the Banques Populaires or Caisses d'Epargne concerned could also be affected.

6.5 Purpose and draft resolutions submitted to the General Shareholders' Meeting of May 26, 2011

6.5.1 REPORT OF THE BOARD OF DIRECTORS ON THE RESOLUTIONS SUBMITTED TO THE GENERAL 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 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.

A total of 23 resolutions will be submitted to the shareholders at the Combined General Shareholders' Meeting to be held at 3 p.m. on May 26, 2011 at the Carrousel du Louvre – 99, rue de Rivoli 75001 Paris. The resolutions break down into two groups:

- the first 10 resolutions (from 1 to 10) concern ordinary business for fiscal year 2010 (approval of the financial statements and related party agreements), the ratification of the members co-opted to the Board of Directors since the previous General Shareholders' Meeting and trading by the Company in its own shares;
- the subsequent 13 resolutions (from 11 to 23) concern extraordinary business and relate to the authorization to implement a reverse split of the Company's shares, the renewal of all of the financial authorizations and delegated powers intended to provide your Company with the financial resources to grow and to successfully implement its strategy, and amendments to update the bylaws.

Ordinary Business resolutions (resolutions 1 to 10)

APPROVAL OF THE FINANCIAL STATEMENTS FOR FISCAL YEAR 2010 (RESOLUTIONS 1 AND 2)

In resolutions One and Two, the General Shareholders' Meeting is asked to approve the Natixis 2010 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 2010 EARNINGS AND OPTION TO PAY DIVIDENDS IN SHARES (RESOLUTIONS 3 AND 4)

Resolution Three covers the appropriation of the corporate earnings of Natixis, which break down as follows:

- the net income for fiscal year 2010 amounted to €284,641,699.57;
- the dividend per share is set at €0.23.

The dividend will be detached from the share on June 2, 2011 and paid starting on July 4, 2011.

To calculate income tax, the dividend is eligible for the 40% allowance and the fixed deduction applicable to individuals residing in France.

Resolution Four offers shareholders who so choose the option to receive payment of dividends in new ordinary shares.

The issue price of these new shares will be equal to 90% of the average opening price of the 20 stock market trading sessions prior to the day of the distribution decision (*day of the General Shareholders' Meeting*) less the amount of the dividend.

If the shareholder opts for this payment method, the request must be made during the period from June 2, 2011 through June 24, 2011. If the shareholder does not exercise this option, the dividend will be paid in cash.

RELATED PARTY AGREEMENTS (RESOLUTIONS 5 AND 6)

Resolution Five concerns the approval of related party agreements, pursuant to Articles L.225-38 and following of the French Commercial Code, authorized by the Board of Directors during fiscal year 2010. These commitments and agreements are presented in the Statutory Auditors' special report along with those entered into prior to fiscal year 2010 and still effective, which do not require new approval by the shareholders.

Resolution Six requests approval, in accordance with Article L.225-42-1 of the French Commercial Code, of 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, as authorized by the Natixis Board of Directors in its meeting on February 22, 2011.

At the end of this commitment, the Chief Executive Officer does not receive severance payments if he leaves the Company at his initiative to perform new duties or changes his position within Groupe BPCE. 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.

This commitment is discussed in a special report by the Statutory Auditors.

RATIFICATION OF THE CO-OPTING OF DIRECTORS (RESOLUTIONS 7 TO 9)

Resolutions Seven through Nine ask the General Shareholders' Meeting to ratify the following:

- the co-opting as Director of Philippe Queuille, upon the decision of the Board of Directors of May 27, 2010, replacing Yvan de la Porte du Theil, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

  Philippe Queuille, 54 years old, is a member of the Management Board of BPCE (*see Mr. Queuille's CV in Chapter 2 "Corporate Governance," section [2.2.4]*);
- the co-opting as Director of Jean-Bernard Mateu, upon the decision of the Board of Directors of August 5, 2010, replacing Alain Lemaire, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014;
- Jean-Bernard Mateu, 47 years old, is Chairman of the Management Board of the Caisse d'Epargne Rhône Alpes (*see Mr. Mateu's CV in Chapter 2 "Corporate Governance," section [2.2.4]*)];
- the co-opting as Director of Christel Bories, upon the decision of the Board of Directors of February 22, 2011, replacing Jean-Charles Naouri, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

  Christel Bories, 46 years old, is Chairman and Chief Executive Officer of Alcan Engineered Products (*see Ms. Bories' CV in Chapter 2 "Corporate Governance," section [2.2.4]*).

TRADING BY THE COMPANY IN ITS OWN SHARES (RESOLUTION 10)

Resolution Ten 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 at the last General Shareholders' Meeting on May 27, 2010.

The Board of Directors would thus be authorized to set up a treasury share buyback program until, as per the law, 10% of the capital is owned. 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;
- to pay or exchange shares in connection with merger and acquisition transactions;
- to cancel shares in connection with resolution Eleven submitted to the shareholders at this meeting.

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 the table below summarizing the financial resolutions presented to the shareholders).*

Extraordinary Business resolutions (resolutions 11 to 23)

REDUCTION OF SHARE CAPITAL BY MEANS OF TREASURY SHARE CANCELLATION (RESOLUTION 11)

Resolution Eleven asks the General Shareholders' Meeting to renew the authorization given to the Board of Directors for a period of 26 months to cancel, by means of share capital reduction, all or some of the treasury shares held by Natixis or bought back under the authorization given by the Ordinary General Shareholders' Meeting, up to 10% of the capital per 24-month period. This authorization would void any unused amounts of any prior authorization of the same type *(see the table below summarizing the financial resolutions presented to the shareholders).*

REVERSE SPLIT OF THE COMPANY'S SHARES (RESOLUTION 12)

Resolution Twelve seeks to authorize the Board of Directors to implement a reverse split of the Company's shares.

This transaction involves reducing the number of outstanding shares without changing the amount of the issuing company's capital. The purpose is to reduce the share's volatility and to align volatility with that of other major bank securities.

This reverse split would be carried out by awarding one new share with a par value of €11.20 for seven (7) shares with a par value of €1.60.

The Board of Directors could thus implement this reverse split according to the most optimal schedule.

The reverse split transactions would begin on a date indicated in a reverse split notice that would be published in the *Bulletin des Annonces Légales Obligatoires* (France's bulletin of mandatory legal notices).

Starting from the date of this publication, shareholders would then have a period of up to two years set by the Board of Directors to consolidate their shares through the reverse split.

If the number of shares held by a shareholder is not a multiple of seven (7), the shareholder would be required, at his discretion, to purchase the additional shares or sell the old shares on the market through his or her account-keeping institution in order to obtain a multiple of seven.

During the two-year period available to shareholders to consolidate their shares through the reverse split, any share that has not been consolidated would entitle the shareholder to one vote and each consolidated share would entitle the shareholder to seven (7) votes.

At the end of this two-year period, old shares not presented for consolidation through the reverse split will be struck from the listing, will lose their voting rights and will have their rights to dividends suspended in accordance with the law.

Lastly, at the end of a two-year period starting from a notice published in two nationally distributed newspapers, the new shares not claimed by entitled shareholders will be sold on the stock market.

Assuming this reverse stock split is authorized, the Board of Directors would be fully empowered to deal with the consequences, such as making necessary adjustments and amending the Company's bylaws.

RENEWAL OF FINANCIAL AUTHORIZATIONS AND DELEGATED POWERS (RESOLUTIONS 13 TO 20)

The Board of Directors was given financial authorizations and delegated powers in 2009 that were supplemented in 2010 and that expire in 2011.

The General Shareholders' Meeting is therefore asked to renew these financial authorizations and delegated powers, all of which are designed to entrust your Board with the financial management of your Company, by enabling it to increase the capital according to various terms and conditions and for various reasons as set out below and in the following table.

The goal of these financial authorizations is to provide your Board of Directors with flexibility, over a 26-month period starting from this General Shareholders' Meeting, in choosing to issue securities it may propose and to adjust, when appropriate, the type of financial instruments to be issued based on the state of the financial markets and the opportunities available in France or abroad.

Accordingly, resolutions Thirteen and Fourteen aim to grant the Board of Directors the authority to decide on share capital increases, whether or not such increases maintain preferential subscription rights.

A "preferential subscription right" is the right that each shareholder has to subscribe for a number of new shares that is proportional to his stake in the share capital during a period of no less than five trading days starting from the opening of the subscription period. This right is detachable and may be traded throughout the subscription period.

Your Board recommends that you grant it the option to eliminate this preferential subscription right for some of these resolutions. Based on market conditions, the type of investors affected by the issue and the type of securities issued, it may be preferable, and perhaps even necessary, to eliminate the preferential subscription right in order to carry out a placement of securities under the best possible conditions, particularly when the speed of the transactions is an essential condition for their success, or when the securities are issued on foreign financial markets. The elimination of these rights may enable the Company to obtain a larger amount of capital because of more favorable conditions for an issue. Lastly, the law sometimes provides for this elimination of rights: in particular, according to the law, the vote to delegate powers to your Board to issue shares reserved for members of employee savings plans (resolution Twenty) would result in the express waiver by the shareholders of their preferential subscription rights in favor of the beneficiaries of these issues or awards.

These capital increases, which may not exceed an overall par value ceiling of three (3) 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.

In connection with certain special transactions, the Board of Directors may:

- determine the issue price of the shares, within the limit of 10% of the capital per year, as part of a capital increase with waiving of preferential subscription rights: this is the subject of resolution Fifteen;
- 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): this is the subject of resolution Sixteen;
- decide to increase the 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; this is the subject of resolution Seventeen;
- decide to increase the capital through the incorporation of premiums, reserves, earnings or other items; this is the subject of resolution Eighteen;
- 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: this is the subject of resolution Nineteen;
- 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: this is the subject of resolution Twenty.

These capital increases will be applied against the amount of the overall ceiling described above.

If the Board of Directors were to use a delegated power granted by the shareholders, it would prepare, if applicable and in accordance with the law and regulations, when the decision is made, an additional report describing the final terms and conditions of the transaction and that would explain the transaction's impact on holders of shares and securities giving access to the capital, in particular with regard to their share of the equity. This report, along with the Statutory Auditors' report, if applicable, would be made available to holders of shares and securities giving access to capital and then announced to them at the next General Shareholders' Meeting.

These delegated powers void those having the same purpose that may have been granted previously.

AMENDMENTS TO THE BYLAWS: PARTICIPATION *VIA* INTERNET IN GENERAL SHAREHOLDERS' MEETINGS (RESOLUTION 21)

Resolution Twenty-One proposes amending the bylaws in order to offer shareholders the option to participate in General Shareholders' Meetings by electronic means, and in particular to permit Internet voting by electronic signature via a process that meets the requirements set out in Article 1316-4 of the French Civil Code, i.e. through the use of a reliable process of identification to guarantee the link of the signature to the form, potentialy consisting of a user name and a password.

AMENDMENTS TO THE BYLAWS: HOLDING SHARES PROPORTIONAL TO THE REVERSE SHARE SPLIT (RESOLUTION 22)

Resolution Twenty-Two aims to amend the Company's bylaws so that directors will be obligated to hold a number of shares proportional to the reverse share split. Up to now the number of shares has been 1,000. It would therefore decrease to 140 Company shares if the reverse split of the Company's shares is implemented.

POWERS TO COMPLETE FORMALITIES (RESOLUTION 23)

Finally, resolution Twenty-Three relates to granting the powers required to complete 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 Combined General Shareholders' Meeting.

REPORT OF THE BOARD OF DIRECTORS ON THE RESOLUTIONS SUBMITTED TO THE GENERAL SHAREHOLDERS' MEETING: SUMMARY TABLE ON THE FINANCIAL RESOLUTIONS SUBMITTED TO THE GENERAL SHAREHOLDERS' MEETING BY THE BOARD OF DIRECTORS

A glossary is provided at the end of this table: abbreviations appearing in the glossary are indicated by an asterisk.

No.	Subject	Duration	Reasons for possible uses of the delegated power
10	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 giving access to the capital* - Canceling all or a portion of the securities bought back (subject to the adoption of resolution Eleven) - 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 observes with the compliance charter recognized by the AMF - Any other goal authorized or that may be authorized by law or regulations in effect.
11	Cancellation of treasury shares	26 months	May be used to reduce the share capital of your Company
13	Issue of shares and/or securities giving access to capital* of the Company and/or financial instruments entitling the allotment of debt securities* **that maintain preferential** subscription rights*	26 months	May be used by your Board of Directors to decide on these issues on one or more occasions
14	Issue of shares and/or securities giving access to capital* of the Company and/or financial instruments entitling the allotment of debt securities* **that eliminate preferential** subscription rights*	26 months	May be used by your Board to decide on these issues and to issue securities without preferential subscription rights in favor of shareholders, in France or abroad, by public offer, or May be used to issue shares or securities giving access to capital* as remuneration for securities of a company meeting the criteria set out in Article L.225-148 of the French Commercial Code in connection with a tender offer initiated by your Company in France or abroad according to local rules, in which case your Board would be free to set the exchange parity, with the pricing rules described below not applicable

Special ceiling	Price or Procedures for determining the price	Other information and comments
- 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 in view of holding them or subsequently tendering them to 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: 2,908,000,000 euros	Maximum purchase price of €10 per share (adjustable particularly in the case of a reverse split)	Delegated power may be used during a public offer
No cancellation of more than 10% of the share capital per 24-month period	–	–
- Three (3) billion euros - Ceiling included in the Overall Ceiling* - Ceilings exclude additional amounts that may be issued to protect the rights of holders of securities giving access to capital*	Price set by your Board	- Possibility of establishing the right to subscribe for shares in excess of shareholder entitlements* - Possibility of authorizing the issue of securities giving access to the capital of the Subsidiaries* of your Company
- Three (3) billion euros - Ceiling included in the Overall Ceiling* - Ceilings exclude additional amounts that may be issued to protect the rights of holders of securities giving access to capital*	Price set by your Board, at least equal to the Legal Minimum Price*	- Possibility of authorizing the issue of shares or securities giving access to capital* to be issued following the issue of securities giving access to the capital of your Company by Subsidiaries* of your Company - Possibility of authorizing the issue of securities giving access to the capital of the Subsidiaries* of your Company - Possibility of establishing a non-transferable priority right* in the French market and if market conditions so permit, where applicable in excess of shareholder entitlements*, for which the Board will set the exercise terms and conditions

No.	Subject	Duration	Reasons for possible uses of the delegated power
15	Determination of the issue price of shares in connection with a capital increase without preferential subscription rights*	26 months	May be used to override the rules setting the minimum issue price of capital increases without preferential subscription rights*
16	Issue without preferential subscription rights* of shares and/or securities giving access to the capital* of the Company and/or the issue of financial instruments entitling the allotment of debt securities* **through an offer set out in Article L.411-2 (II) of the French Monetary and Financial Code**	26 months	May be used by your Board to decide on these issues and to make offers through private placement*
17	Issue of shares or securities giving access to capital* as remuneration for contributions in kind involving securities of unlisted companies	26 months	May be used to conduct potential acquisitions
18	Incorporation of premiums, reserves, earnings or other items	26 months	May be used to incorporate reserves, earnings or other items in the capital to increase the share capital without the contribution of any "new money"
19	Increase in the number of securities to be issued in the case of a capital increase with or without preferential subscription rights*	26 months	May be used to reopen a capital increase at the same price as the initially planned transaction in the event it is oversubscribed ("greenshoe" clause)
20	Issue of shares or securities giving access to the capital* reserved for members of savings plans	26 months	May be used to develop the employee shareholder base in France or abroad

Special ceiling	Price or Procedures for determining the price	Other information and comments
- 10% of the capital adjusted based on transactions affecting it after the date of this Shareholders' Meeting - Ceiling included in the Overall Ceiling*	Minimum price equal to the average of the last three stock market trading sessions prior to setting the issue price, less a maximum discount of 15%	- –
- Three (3) billion euros - May under no circumstances exceed the legally established ceiling for this type of offer (to date, 20% of the capital per year) - Ceiling included in the Overall Ceiling* - Ceilings exclude additional amounts that may be issued to protect the rights of holders of securities giving access to capital*	Price of shares and securities giving access to capital* set in the same manner as for resolution Fourteen	- Possibility of authorizing the issue of shares or securities giving access to capital* to be issued following the issue of securities giving access to the capital of your Company by Subsidiaries*
- 10% of the capital adjusted based on transactions affecting it after the date of this Shareholders' Meeting - Included in the ceiling of resolution Fourteen and in the Overall Ceiling* - Ceilings exclude additional amounts that may be issued to protect the rights of holders of securities giving access to capital*	Your Board will deliberate on the Capital Contribution Auditors' report on the value of the contributions	- As provided for by law, this delegated power may not be used with a view to remunerating a contribution in connection with a tender offer for shares initiated by your Company (see resolution Thirteen)
- Three (3) billion euros - Ceiling included in the Overall Ceiling*	Determination by your Board of the amount to be incorporated and the number of new shares and/or the new par value of the existing shares	–
- For each issue, ceiling equal to the limit set out by the regulation applicable on the day of the issue (currently, 15% of the initial issue) - Included in the ceiling of the initial issue and in the Overall Ceiling*	Price identical to that of the initial transaction	–
- Forty-eight (48) million euros - Ceiling included in the Overall Ceiling*	- Price set by your Board within the limit of a minimum issue price for shares or securities giving access to capital: - 80% of the Reference Price* - 70% of the Reference Price* when the lock-up period provided for in the plan is greater than or equal to 10 years	–

Dividend	Amount of dividends per share available for distribution for the past three fiscal years: fiscal year 2009: €0; fiscal year 2008: €0; fiscal year 2007: €0.45 The total of these amounts was eligible for a 40% allowance.
Priority right	In consideration for eliminating the preferential subscription right, your Board may establish a priority right, where applicable in excess of shareholder entitlements*. When provided, this right entitles shareholders, like preferential subscription rights*, to subscribe for the proposed issue in proportion to the number of old shares that they hold. However, in contrast to preferential subscription rights*, this priority right may be exercised during a priority period, currently set at at least three trading days shorter than the period provided for preferential subscription rights, and may not be traded. This priority period cannot be offered for all issues: as with preferential subscription rights*, it may be preferable, or even necessary, to refrain from offering this priority period in order to carry out a placement of securities under the best possible conditions, particularly when the speed of the transactions is an essential component of their success, or when the securities are issued on foreign financial markets.
Preferential subscription right (PSR)	PSR is the acronym in English for preferential subscription right (droit préférentiel de souscription). For a description of preferential subscription rights and a statement of the reasons for requests to eliminate preferential subscription rights, see the paragraph on "Renewal of financial authorizations and delegated powers".
Subsidiaries	Companies in which your Company directly or indirectly owns more than 50% of the share capital
Overall Ceiling	General ceiling for capital increases carried out under resolutions Thirteen to Twenty, equal to three (3) billion euros.
Private placement	Since April 1, 2009, the law has permitted capital increases without preferential subscription rights, within the limit of 20% of the share capital per year, through offers aimed exclusively at (i) persons providing portfolio management investment services for third parties or (ii) qualified investors or a limited circle of investors, provided that these investors act for their own portfolios. The objective is to optimize the Company's access to capital and to enjoy the best possible market conditions, as this financing method is faster and simpler than a capital increase through a public offer.
Legal Minimum Price	Minimum issue price provided for by regulations on the day of the issue, i.e. to date: ● ***For shares:*** weighted average of the market prices from the last three trading sessions on the regulated market of the NYSE Euronext Paris prior to setting the subscription price of the capital increase, less 5%, after, as applicable, adjusting this average for the difference between the vesting dates. ● ***For securities giving access to capital*:*** the price is set in such a way that, for any share issued by virtue of securities giving access to capital*, the total received by the Company for these securities giving access to capital* is at least equal to the minimum price per share as prescribed by regulations such as determined in the preceding point (such as it was on the day of the issue of the securities giving access to capital*).
Reference Price	Average of the opening listed prices of the Company's share on the regulated market of Euronext Paris over the 20 stock market trading sessions prior to the day of the decision by your Board setting the opening date of the subscription by savings plan members.
Right to subscribe for shares in excess of shareholder entitlements	Your Board of Directors may in certain cases establish the right to subscribe for shares in excess of shareholder entitlements. If established, in the event the subscriptions on an exact rights basis (i.e. through the exercise of preferential subscription rights) were insufficient, the unsubscribed shares would be allocated to the shareholders who subscribed in excess of shareholder entitlements on a preferential basis, in proportion to the subscription rights they hold and, in any event, within the limit of their requests.

Securities giving access to capital	Characteristics of securities giving access to capital: Resolutions Thirteen to Twenty submitted to this General Shareholders' Meeting would enable your Board to decide to issue securities giving access to the capital of the Company, by issuing new shares such as bonds convertible or redeemable in shares, or bonds with equity warrants, or by tendering existing shares such as "OCEANEs" (bonds convertible into shares to be issued or exchangeable for existing shares); these securities may take the form of either debt securities, as in the aforementioned examples, or capital shares such as shares with equity warrants. However, in accordance with the law, the Company may not issue shares that can be converted or transformed into debt securities. Terms and conditions for allocating shares to which securities giving access to capital entitle holders and dates on which this right may be exercised: Securities giving access to capital that would take the form of debt securities (for example, bonds convertible or redeemable in shares, or bonds with equity warrants) might give access, at any time, during specified periods or on fixed dates, to the allocation of shares. This allocation could be made through conversion (for example, of bonds convertible into shares), redemption (for example, bonds redeemable in shares), exchange (for example, bonds exchangeable into shares) or presentation of a warrant (for example, bonds with equity warrants) or in any other manner, throughout the term of the borrowings, whether or not the shareholders' preferential subscription rights to the securities issued accordingly are maintained. In accordance with the law, the delegated powers given by the shareholders at this meeting for the purpose of issuing securities giving access to capital imply a waiver by the shareholders of their preferential subscription rights to the shares to which these securities entitle them. For example, if this Shareholders' Meeting were to adopt resolution Thirteen, according to the law, you would waive your preferential subscription rights for the shares that your Company would issue, if applicable, to redeem a potential bond redeemable in shares.

Securities entitling the allotment of debt securities

Characteristics of securities giving entitlement to the allotment of debt securities, terms and conditions for allotting the securities to which holders are entitled and dates on which this right may be exercised:

Resolutions Thirteen, Fourteen and Sixteen presented to this meeting would enable your Board to decide to issue securities entitling the allotment of debt securities, such as bonds with bond warrants or bonds convertible or redeemable in another security like a bond, or shares with bond warrants. If applicable, these securities could have warrants entitling the allotment, acquisition or subscription for bonds or other debt securities.

If these resolutions are adopted, your Board may determine the type and characteristics of the securities entitling the allotment of debt securities to be created, in particular their interest rate, their term and the option of reducing or increasing the par value of the securities. If applicable, your Board may provide for the following when the securities are issued or during the life of the securities concerned:

- that these securities will have warrants entitling the holder either during specified periods or at fixed dates, to the allotment, acquisition or subscription for bonds or other debt securities; or
- that the Company will have the option to issue debt securities as interest payments for which the payment will have been suspended by the Company; or
- that these securities will take the form of complex bonds, within the meaning used by the stock market authorities (for example, because of their terms and conditions of redemption or remuneration or other rights such as indexing or options); or
- that the securities will be subject to early redemption, including by tendering assets of the Company or amortization; or
- that the securities will be subject to repurchase on the stock market or a purchase or exchange offer by the Company.

6.5.2 DRAFT RESOLUTIONS FOR THE COMBINED GENERAL SHAREHOLDERS' MEETING OF MAY 26, 2011

Ordinary business draft resolutions

RESOLUTION ONE *(APPROVAL OF THE 2010 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, the reports of the Statutory Auditors on the parent company financial statements for fiscal year 2010, hereby approves the 2010 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 2010 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, the reports of the Statutory Auditors on the consolidated financial statements for fiscal year 2010, hereby approves the 2010 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, 2010 and approved by the shareholders at this meeting show earnings for the fiscal year of €284,641,699.57, and that, taking into account the retained earnings of -€100,632,051.21, distributable earnings amount to €184,009,648.36, 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)	€9,200,482.42
To dividends [(a)]	€174,809,165.94
To retained earnings	€0

(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, 2010 and may vary depending on changes in the number of treasury shares held and options exercised from January 1, 2011 to the date the dividend is detached.

The shareholders hereby resolve to distribute an aggregate dividend of €668,871,669.39 by appropriating €174,809,165.94 from distributable earnings and by deducting €494,062,503.45 from additional paid-in capital.

The dividend is set at €0.23 per share for each of the 2,908,137,693 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). However, this dividend may be subject, at the beneficiary's discretion, to an optional deduction at a flat rate of 19% (Article 117 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 2010, the following dividends were distributed:

Fiscal year	Number of shares remunerated	Dividend per share *(in euros)*	Total *(in millions of euros)*
2007	1,222,042,694	0.45*	549,919,212.30
2008	0	0	0
2009	0	0	0

** The dividend was eligible for a 40% allowance and a flat-rate deduction.*

All the amounts mentioned in the table above in the "dividend per share" column are eligible for the 40% allowance or, if chosen, the aforementioned optional flat-rate deduction.

The dividend will be detached from the share on June 2, 2011 and paid starting on July 4, 2011. 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 *(OPTION FOR PAYMENT OF THE DIVIDEND IN 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 noting that the share capital is fully paid up, hereby resolves to offer each shareholder the option to receive payment in new shares of the Company for up to 100% of the dividend covered by resolution 3 relating to the securities the shareholder owns. Each shareholder may opt for full payment in cash or for payment of the dividend in shares in accordance with this resolution, but this option will apply to the total amount of the dividend associated with the shares owned.

The new shares covered by this option will be issued at a price equal to 90% of the average of the opening prices listed during the 20 stock market trading sessions prior to the day of the General Shareholders' Meeting, less the amount of the dividend covered by resolution Three and rounded up to the nearest euro cent. The shares issued accordingly will vest on January 1, 2011.

Shareholders may opt for payment of the dividend in cash or in new shares from June 2, 2011 to June 24, 2011, inclusive, by sending their request to the financial intermediaries authorized to pay the dividend. After this last date, the dividend will be paid only in cash.

For shareholders who do not opt for payment in shares, the dividend will be paid starting on July 4, 2011 after the option period expires.

If the amount of dividends for which the option is exercised does not correspond to a full number of shares, the shareholder will receive the immediately lower number of shares, plus a cash equalization payment.

All powers are given to the Board of Directors, with the right to sub-delegate said powers under the conditions established by law, in order to ensure the dividend payment in new shares is implemented, to specify the terms and conditions of application and execution, to report the number of shares issued pursuant to this resolution and to make all necessary amendments to the bylaws relating to the share capital and to the number of shares comprising the share capital, and more generally, to do whatever is appropriate and necessary.

RESOLUTION FIVE *(APPROVAL OF THE AGREEMENTS AND COMMITMENTS COVERED BY ARTICLES L.225-38 AND FOLLOWING 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, approved by the Board of Directors during the fiscal year ended December 31, 2010.

RESOLUTION SIX *(APPROVAL OF A COMMITMENT COVERED BY ARTICLE L.225-42-1 OF THE FRENCH COMMERCIAL CODE MADE 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 special report prepared by the Statutory Auditors on the commitments covered by Article L.225-42-1 of the French Commercial Code, hereby approves the terms and conditions of the compensation due or liable to be due to Laurent Mignon in the event he no longer carries out his duties as Chief Executive Officer, as authorized by the Board of Directors at its meeting on February 22, 2011.

RESOLUTION SEVEN *(RATIFICATION OF THE CO-OPTING OF PHILIPPE QUEUILLE AS DIRECTOR)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby ratifies the co-opting by the Board of Directors on May 27, 2010 of Philippe Queuille as Director, replacing Yvan de la Porte du Theil, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

RESOLUTION EIGHT *(RATIFICATION OF THE CO-OPTING OF JEAN-BERNARD MATEU AS DIRECTOR)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby ratifies the co-opting by the Board of Directors on August 5, 2010 of Jean-Bernard Mateu as Director, replacing Alain Lemaire, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

RESOLUTION NINE *(RATIFICATION OF THE CO-OPTING OF CHRISTEL BORIES AS DIRECTOR)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for ordinary business, hereby ratifies the co-opting by the Board of Directors on February 22, 2011 of Christel Bories as Director, replacing Jean-Charles Naouri, who resigned, for the remainder of his directorship, i.e. until the end of the General Shareholders' Meeting called to approve the financial statements for the fiscal year ending December 31, 2014.

RESOLUTION TEN *(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 and following of the French Commercial Code, hereby authorizes the Board of Directors, with the right to sub-delegate said powers under the conditions established by law, 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 and following of the French Commercial Code or any similar plan,
- 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 and following of the French Labor Code,
- allocate free shares in accordance with the provisions of Articles L.225-197-1 and following of the French Commercial Code,
- generally, honor obligations related to stock option programs or other share allocations to employees or corporate officers of the issuer or a related company,
- tender shares upon exercise of rights attached to securities giving access to capital by means of redemption, conversion, exchange, presentation of a warrant or any other means,
- cancel all or a portion of the shares bought back accordingly, subject to the adoption by the shareholders acting in the Extraordinary General Shareholders' Meeting of resolution 11 below,
- tender shares (for exchange, payment or other reason) in connection with acquisitions, mergers, spin-offs or contributions,
- 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 observes the compliance charter recognized by the French Financial Markets Authority (AMF, 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 to 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 re-sold 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;

3) resolves that the acquisition, sale or transfer of the shares may take place at any time, including in pre-offer periods and 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 share purchase price under this resolution will be ten (10) 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, amortization of the 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 €2,908,000,000.

5) fully empowers the Board of Directors, with the right to sub-delegate said power under the conditions established by law, to decide upon and implement this authorization, to specify its 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 authority, 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 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 27, 2010 in resolution Fifteen.

Extraordinary business draft resolutions

RESOLUTION ELEVEN *(AUTHORIZATION TO BE GIVEN TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF REDUCING THE SHARE CAPITAL BY CANCELLING TREASURY SHARES)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, hereby authorizes the Board of Directors to reduce the share capital, on one or more occasions, in the proportions and at the timing of its choosing, by cancelling any number of treasury shares that it decides, within the limits authorized by law, in accordance with Articles L.225-209 *and following* and Article L.225-213 off the French Commercial Code.

The maximum number of shares that may be cancelled by the Company by virtue of this authorization, for a period of 24 months, is ten percent (10%) of the shares comprising the capital of the Company, at any time; it being specified that this limit applies to the Company's share capital adjusted, where necessary, to take account of transactions affecting the share capital subsequent to this General Shareholders' Meeting.

The General Shareholders' Meeting fully empowers the Board of Directors, with the right to further delegate in the manner provided by law, to carry out one or more reduction(s) or cancellation(s) of the shares making up the share capital that may be performed in virtue of this authorization, to accordingly amend the bylaws, and to perform all formalities.

This authorization is granted for a period of twenty-six (26) months from the date of this meeting and voids, from this day, as the case may be, any unused part of any prior authorization granted to the Board of Directors for the purpose of reducing the share capital by cancelling treasury shares, and, in particular, that granted in resolution 17 of the Combined General Shareholders' Meeting of May 27, 2010.

RESOLUTION TWELVE *(REVERSE-SPLIT OF COMPANY SHARES)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for extraordinary business, having reviewed the report of the Board of Directors:

1) has decided to implement a reverse split of the shares making up the capital of the Company, so that every seven (7) shares with a nominal value of €1.60 each will be exchanged for one (1) new share with a nominal value of €11.20;

2) fully empowers the Board of Directors, with the right to sub-delegate said powers in accordance with the law, to:

- set the start date for the reverse split transactions, at the earliest, upon the expiry of a period of fifteen (15) days as of the publication of the reverse split notice by the Company in the French Bulletin for Mandatory Legal Announcements *(Balo),*
- set the period of exchange to two (2) years as of the start date of the reverse split transactions,
- establish a reverse split notice and ensure its publication in the French Bulletin for Mandatory Legal Announcements (*Balo*),
- record and set the exact number of shares to reverse split and the exact number of shares resulting from the reverse split before the period of exchange;

3) decides that, in accordance with the legislation in force, each shareholder holding a number of shares that is not a multiple of seven (7) shall be personally responsible for buying or selling the necessary shares to perform the reverse split;

4) notes that, for the period of exchange of two (2) years referred to in the above paragraph 2, relative dividend and voting rights, on the one hand, attached to the old shares prior to the reverse split and, on the other hand, to new reverse split shares, shall be proportional to their respective nominal value; accordingly, each non reverse split share entitles its holder to one voting right and each reverse split share entitles its holder to seven (7) voting rights;

5) notes that, following the period of exchange of two (2) years referred to in paragraph 2 above, the old shares not presented for the reverse split shall be delisted, shall lose their voting rights and shall see their dividend rights suspended, in accordance with Article 6 of French Decree No. 48-1683 of October 30, 1948;

6) notes that, the Board of Directors may also decide to conduct the publication provided for by Article L.228-6 of the French Commercial Code and, upon expiry of a period of two (2) years of this publication in two national newspapers, to sell the new shares unclaimed by beneficial owners on the stock market, with the net proceeds of sale being held at their disposal under conditions that shall be detailed in the notice of sale;

7) as a consequence of the above, decides that the Board of Directors shall be fully empowered, with the right to further delegate in the manner provided by law, to correspondingly amend the bylaws, and carry out all required publication formalities and, more generally, everything that will be useful and necessary for the reverse split of the shares in the Company under the above conditions and applicable regulations.

RESOLUTION THIRTEEN *(AUTHORIZATION TO BE GIVEN TO THE BOARD OF DIRECTORS TO DECIDE ON A CAPITAL INCREASE, THROUGH ISSUANCE – WITH PREFERENTIAL SUBSCRIPTION RIGHTS MAINTAINED – OF SHARES AND/OR SECURITIES PROVIDING ACCESS TO THE CAPITAL OF THE COMPANY AND/ OR ISSUANCE OF SECURITIES ENTITLING HOLDERS TO THE ALLOTMENT OF DEBT SECURITIES)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, and in accordance with the provisions of Articles L.225-129 and following of the French Commercial Code, in particular Article L.225-129-2 of said Code, and with the provisions of Articles L.228-91 and following of said Code:

1) delegates to the Board of Directors, with the right to sub-delegate said power in accordance with the law, its authorization to decide to carry out increases in the share capital, on one or more occasions, in France or abroad, in the proportions and at the timing of its choosing, by issuing, in euros or in any other currency or currency unit established by reference to more than one currency, shares (other than preferred shares) or securities giving access to the capital of the Company (whether in the form of new or existing shares), issued for valuable consideration or free of consideration, governed by Articles L.228-91 and following of the French Commercial Code, it being stipulated that subscription for such shares or other securities may be in cash, or by offset of debt or by capitalization of reserves, profits or share premiums or, on the same terms, to decide to issue securities giving right to the allotment of debt instruments governed by Article L.228-91 and following of the French Commercial Code;

2) delegates to the Board of Directors, with the right to sub-delegate said power in accordance with the law, its authorization to decide upon issuance of securities giving access to the capital of companies, of which the Company directly or indirectly owns over 50% of the share capital;

3) resolves to set the following limits to capital increases in the event of use by the Board of Directors of this authorization:

- the maximum aggregate par value of the capital increases that may be carried out either immediately or in the future by virtue of this authorization is set at €3 billion, it being stipulated that the maximum aggregate par value of capital increases likely to be carried out in virtue of this authorization and those provided for in resolutions 14, 15, 16, 17, 18, 19 or 20 of this meeting is set at €3 billion,
- the aggregate par value of any additional shares that may be issued, in the event of new financial transactions to protect the rights of holders of securities giving access to the capital will be added to these ceilings;

4) sets the period of validity of the authorization granted by this resolution at twenty-six (26) months from the date of this meeting;

5) if the Board of Directors makes use of this authorization:

- resolves that the issuance(s) shall be reserved in priority for the shareholders who may make subscribe in proportion to the number of shares they hold,
- formally notes the fact that the Board of Directors has the option of establishing the right to subscribe in excess of shareholder entitlements; formally notes that this authorization entails a waiver, in favor of the holders of the securities to be issued, giving access to the capital of the Company, of the shareholders' preferential subscription rights in respect of the shares to which said securities shall entitle their holders immediately or in the future,
- formally notes that, in accordance with Article L.225-134 of the French Commercial Code, if subscriptions in proportion to the number of shares held and any subscriptions in excess of shareholder entitlements do not absorb the entire capital increase, the Board of Directors may take, under the conditions set out by law and in the order that it sees fit, any or all of the following actions:
  - limit the capital increase to the amount of subscriptions, provided that this amount reaches at least three-quarters of the capital increase decided upon,
  - allot freely some or all of the shares, or in the case of securities giving access to the share capital, securities whose issuance has been decided but which have not been subscribed,
  - offer some or all of said unsubscribed shares or in the case of securities giving access to the share capital, securities, to the public, on the French and/or foreign markets,
- resolves that the issuance of equity warrants of the Company may also be made by a free allotment to holders of old shares, it being stipulated that the Board of Directors may accordingly decide that the fractional allotment rights shall not be tradeable and the corresponding securities shall be sold;

6) resolves that the Board of Directors shall be fully empowered, with the right to sub-delegate said powers in accordance with the law, to implement this resolution, and notably to:

- decide on the capital increase and determine the securities to be issued,
- decide on the amount of the capital increase, the issue price as well as the amount of any premium that may be required on issuance, where applicable,
- determine the dates and terms of the capital increase and the nature, number and characteristics of the securities to be issued; and, in the case of bonds or other debt instruments (including securities entitling their holders to the allotment of debt securities referred to in Article L.228-91 of the French Commercial Code), whether they are subordinated or not (and, where applicable, their subordination ranking in accordance with the provisions of Article L.228-97 of the French Commercial Code), set their rates of interest (fixed or variable rate of interest, zero coupon or indexed), stipulate, if applicable, mandatory or optional cases where interests will be suspended or passed, set their term (fixed or perpetual), the possibility of reducing or increasing the nominal value and the terms of other issuance processes (including the granting of security or collateral) and of redemption (through the delivery of Company assets); where applicable, such securities may feature warrants entitling their holders to the allotment, acquisition or subscription of bonds or other debt instruments, or include an option for the Company to issue debt securities (whether fungible or not) in lieu of interest payments suspended by the Company, or take the form of complex debt instruments as understood by stock market authorities (for example, owing to the terms of redemption or remuneration terms or other rights such as indexation or option rights); modify, during the life of the securities in question, the above terms, in respect of the applicable formalities,
- determine the method of payment for shares or securities giving access to the share capital to be issued immediately or in the future,
- set, if applicable, the terms for the exercise of the rights (where applicable, rights to conversion, exchange, redemption, including the delivery of Company assets, such as securities already issued by the Company) attached to the shares or securities giving access to the capital to be issued and, notably, set the date, which may be retroactive, from which the new shares will be vested, as well as any other terms and conditions to carry out the capital increase,

- set the terms and conditions under which the Company shall have the option of buying or exchanging on the stock market, at any time or during specified periods, the securities issued or to be issued immediately or in the future, with a view to cancellation thereof, in accordance with the legal provisions,
- allow for the option of suspending the exercise of rights attached to such securities in compliance with the legal and regulatory provisions,
- on its own initiative, set off the cost of capital increases against the amount of the related premiums and deducting from this premium, the sums required to fund the legal reserve,
- determine and make any adjustments to take account of the impact of the transactions on the capital of the Company, in particular, in the event of a change in the nominal value of the share, of a capital increase by capitalization of reserves, a free allocation of shares, stock split or reverse stock split, distribution of dividends, reserves or premiums or any other assets, amortization of capital, or any other transaction affecting equity or capital (including by a public offer and/or a change in control), and set all the terms enabling, where necessary, rights of holders of securities giving access to the share capital to be protected (including through adjustments in cash),
- duly record the carrying out of each capital increase and accordingly amend the bylaws,
- generally speaking, enter into all agreements, particularly to ensure the successful completion of planned issuances, take all necessary measures and accomplish all formalities necessary for the issuance, listing and financial administration of securities issued by virtue of this authorization, as well as for the exercise of the rights attached hereto;

7) resolves that this authorization voids, from this day, as the case may be, any unused part of any prior authorization having the same purpose, and, in particular, the authorization relative to a capital increase with preferential subscription rights maintained, covering the securities and transactions referred to in this resolution, notably those granted in resolution 13 of the Combined General Shareholders' Meeting of April 30, 2009.

8) formally notes that, in the event of the use by the Board of Directors of the authorization granted by this resolution, the Board of Directors shall report to the following Ordinary Shareholders' Meeting, in accordance with the law and regulations, regarding the use made of the authorizations granted by this resolution.

RESOLUTION FOURTEEN *(AUTHORIZATION TO BE GIVEN TO THE BOARD OF DIRECTORS TO DECIDE A CAPITAL INCREASE THROUGH ISSUANCE- WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS MAINTAINED – OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE CAPITAL OF THE COMPANY AND/OR ISSUANCE OF SECURITIES ENTITLING HOLDERS TO THE ALLOTMENT OF DEBT SECURITIES)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority requirements for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, and in accordance with the provisions of Articles L.225-129 *and following* of the French Commercial Code, in particular Articles L.225-129-2, L.225-135, L.225-136 and L.225-148 of said Code, and with the provisions of Articles L.228-91 *and following* of said Code:

1) delegates to the Board of Directors, with the right to sub-delegate said power in accordance with the law, its authorization to decide to carry out increases in the share capital, on one or more occasions, in France or abroad, in the proportions and at the timing of its choosing, subject to the provisions of Article L.233-32 of the French Commercial Code, by issuing, by public offer, in euros or in any other currency or currency unit established by reference to more than one currency, shares (other than preferred shares) or securities giving access to the capital of the Company (whether in the form of new or existing shares), issued for valuable consideration or free of consideration, governed by Articles L.228-91 *and following* of the French Commercial Code, it being stipulated that subscription for such shares and other securities may be in cash, by offset of debt, or by capitalization of reserves, profits or share premiums or, under the same terms, to decide to issue securities giving right to the allotment of debt instruments governed by Articles L.228-91 *and following* of the French Commercial Code. These securities may be issued for the purpose of remunerating securities that might be contributed to the Company as part of an exchange offer conducted in France or abroad according to local rules (for example as part of a reverse merger) concerning securities meeting the conditions set out in Article L.225-148 of the French Commercial Code;

2) delegates to the Board of Directors, with the right to further delegate in the manner provided by law, its authorization to decide upon issuance of shares or securities giving access to the capital of the Company to be issued following the issue, by companies, of which the Company directly or indirectly owns over 50% of the share capital, securities giving access to the Company's capital.

This decision automatically by law entails a waiver, in favor of the holders of the securities liable to be issued by the companies in the Company's group, of their preferential subscription rights to shares or securities giving access to the Company's capital to which these securities entitle the holders;

3) delegates to the Board of Directors, with the right to further delegate under the conditions established by law, its authorization to decide upon issuance of securities giving access to the capital of companies, of which the Company directly or indirectly owns over 50% of the share capital;

4) resolves to set the following limits to capital increases in the event of use by the Board of Directors of this authorization:

- the maximum aggregate par value of the capital increases that may be carried out immediately or in the future by virtue of this authorization is €3 billion, which shall be deducted from the overall ceiling provided for in point 3 of resolution 13 or, where appropriate, from any overall ceiling that may be provided for in any resolution of the same type that may supersede said resolution during the period of validity of this authorization,
- the aggregate par value of any additional shares that may be issued, in the event of new financial transactions to preserve the rights of holders of securities giving access to the capital will be added to these ceilings;

5) sets the period of validity of the authorization granted by this resolution to twenty-six (26) months from the date of this meeting;

6) resolves to eliminate the preferential subscription right of shareholders to securities covered by this resolution, yet leaving the Board of Directors the right to grant to shareholders, for a period of time and according to the terms and conditions that it will set in accordance with applicable legal and regulatory provisions and for all or a portion of an issue, pursuant to Article L.225-135, paragraph 2, of the French Commercial Code, a priority subscription period not resulting in the creation of rights that can be traded and that shall be exercised in proportion to the number of shares owned by each shareholder and may potentially be supplemented by a subscription in excess of shareholder entitlements. It is specified that the securities not subscribed accordingly will be subject to a public offering in France or abroad;

7) formally notes that if the subscriptions, including, where appropriate, those of shareholders, have not absorbed all of the issue, the Board may limit the amount of the transaction to the amount of the subscriptions received provided that this amount reaches at least three-quarters of the issue;

8) formally notes that this authorization entails a waiver, in favor of the holders of the securities to be issued, giving access to the capital of the Company, of the shareholders' preferential subscription rights in respect of the shares to which said securities shall entitle their holders.

9) formally notes that, in accordance with Article L.225-136 (1) paragraph 1 of the French Commercial Code:

- the issue price of shares issued directly will be at least equal to the minimum provided for by applicable regulatory provisions on the day of the issue (on this date, the weighted average of the market prices from the last three trading sessions on the Euronext Paris regulated market preceding the setting of the subscription price for the capital increase less 5%), after, as applicable, adjustment of this average in case of a difference between the vesting dates,
- the issue price of the securities giving access to the capital and the number of shares to which the conversion, redemption or generally the transformation of each security giving access to capital may entitle the holder, will be such that the amount received immediately by the Company, increased, as applicable, by the amount it is likely to receive at a later time, or, for each share issued as a result of the issue of these securities, at least equal to the minimum subscription price defined in the preceding paragraph;

10) resolves that the Board of Directors shall be fully empowered, with the right to sub-delegate said powers in accordance with the law to implement this resolution, and notably to:

- decide on the capital increase and determine the securities to be issued,
- decide on the amount of the capital increase, the issue price and the amount of any premium that may be required on issuance, where applicable,
- determine the dates and terms of the capital increase and the nature, number and characteristics of the securities to be issued; and, in the case of bonds or other debt securities (including securities entitling their holders to the allotment of debt securities referred to in Article L.228-91 of the French Commercial Code), whether they are subordinated or not (and, where applicable, their subordination ranking, in accordance with the provisions of Article L.228-97 of the French Commercial Code), set their rates of interest (fixed or variable rate of interest, zero coupon or indexed), stipulate, if applicable, mandatory or optional cases where interests will be suspended or passed, set their term (fixed or perpetual), the possibility of reducing or increasing the nominal value and the terms of other issuance processes (including the granting of security or collateral) and of redemption (through the delivery of Company assets); where applicable, such securities may feature warrants entitling their holders to the allotment, acquisition or subscription of bonds or other debt instruments, or include an option for the Company to issue debt securities (whether fungible or not) in lieu of interest payments suspended by the Company, or take the form of complex debt instruments as understood by stock market authorities (for example, owing to the terms of redemption or remuneration or other rights such as indexation or option rights); modify, during the life of the securities in question, the above terms, in respect of the applicable formalities,

- determine the method of payment for shares or securities giving access to the share capital to be issued immediately or in the future,
- establish, if applicable, the terms for the exercise of the rights (if applicable, rights to conversion, exchange, redemption, including the delivery of Company assets, such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the capital to be issued and, notably, set the date, which may be retroactive, from which the new shares will be vested, as well as all other terms and conditions to carry out the capital increase,
- set the terms and conditions under which the Company shall have the option of buying or exchanging on the stock market, at any time or during specified periods, the securities issued or to be issued immediately or in the future with a view of cancellation thereof, in accordance with the legal provisions,
- allow for the option of suspending the exercise of rights attached to such securities in compliance with the legal and regulatory provisions,
- in the event of an issue of securities for the purpose of remunerating securities contributed as part of a public offer with an exchange component (takeover bid for shares), decide on the list of securities contributed to the exchange, establish the conditions of the issue, the exchange parity and, if applicable, the amount of the cash equalization payment to be paid without the procedures for price determination of paragraph 9 of this resolution being applied, and determine the terms and conditions of the issue in the context of a takeover bid for shares, an alternative offer to buy or exchange, a single offer to purchase or exchange the securities referenced for a payment in securities and in cash, a takeover bid for cash or exchange on a primary basis, accompanied by a takeover bid for shares or for cash on a secondary basis, or any other form of public offer in accordance with the law and regulations applicable to the said public offer,
- on its own initiative, setting off the cost of capital increases against the amount of the related premiums and deducting from this premium the sums required to fund the legal reserve,
- make any adjustments to take account of the impact of the transactions on the capital of the Company, in particular, in the event of a change in the nominal value of the share, of a capital increase by capitalization of reserves, a free allocation of shares, stock split or reverse stock split, distribution of reserves or any other assets, amortization of capital, or any other transaction affecting the equity or capital (including by a public offer and/or a change in control), and set all the terms enabling, where necessary, rights of holders of securities giving access to the share capital to be protected,
- duly record the carrying out of each capital increase and accordingly amend the bylaws,
- generally speaking, enter into all agreements, particularly to ensure the successful completion of planned issuances, take all necessary measures and accomplish all formalities necessary for the issuance, listing and financial administration of securities issued by virtue of this authorization, as well as for the exercise of the rights attached hereto;

11) resolves that this authorization voids, from this day, as the case may be, any unused part of any prior authorization having the same purpose, and, in particular, the authorization relative to a capital increase without preferential subscription rights maintained by public offer, covering the securities and transactions referred to in this resolution, notably those granted in resolution 14 of the Combined General Shareholders' Meeting of April 30, 2009.

12) formally notes that, in the event of the use by the Board of Directors of the authorization granted by this resolution, the Board of Directors shall report to the following Ordinary Shareholders' Meeting, in accordance with the law and regulations, on the use made of the authorizations granted by this resolution.

RESOLUTION FIFTEEN *(DETERMINATION OF THE SHARE ISSUE PRICE, UP TO THE LIMIT OF 10% OF THE CAPITAL PER YEAR, AS PART OF A SHARE CAPITAL INCREASE BY ISSUING SHARES – WITHOUT RETENTION OF PREFERENTIAL SUBSCRIPTION RIGHTS)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, having reviewed the report of the Board of Directors and the Special Report of the Statutory Auditors, per Article L.225-136 1° paragraph 2 of the French Commercial Code, and up to the limit of 10% of share capital per year (it being clearly stated that this 10% limit is as appraised at any time as capital adjusted according to the transactions affecting it subsequent to this General Shareholders' Meeting), authorizes the Board of Directors to set the issue price according to the following procedures, with the option of delegation:

In the case of securities representing shares in the Company admitted for trading on a regulated market, the issue price may not be less than the average of the three trading sessions preceding the setting of the issue price, less, as the case may be, a maximum 15% discount.

The General Shareholders' Meeting sets the period of validity for the authorization that is the object of this resolution at twenty-six (26) months as from the day of this meeting, and notes that, should the Board of Directors make use of this authorization, it will prepare a supplementary report, certified by the Statutory Auditors, describing the final terms of the transaction and providing the criteria for the actual impact on the shareholder's situation.

RESOLUTION SIXTEEN *(AUTHORIZATION TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL BY ISSUING – WITHOUT RETENTION OF PREFERENTIAL SUBSCRIPTION RIGHTS – ORDINARY SHARES AND/OR SECURITIES GIVING ACCESS TO SHARE CAPITAL BY MEANS OF AN OFFERING REFERRED TO IN ARTICLE L.411-2 (II) OF THE FRENCH MONETARY AND FINANCIAL CODE)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, and in accordance with the provisions of Articles L.225-129 and following of the French Commercial Code, in particular Articles L.225-129-2, L.225-135 and L.225-136 of said Code, and in accordance with the provisions of Articles L.228-91 and following of said Code:

1) authorizes the Board of Directors, with the option to sub-delegate said power under the terms set out by law, to decide to increase the share capital, in one or more increments, in the proportion and during the periods of its choosing, subject to Article L.233-32 of the French Commercial Code, in France or abroad, by an offering covered in Article L.411-2, II of the French Monetary and Financial Code, either in euros or in any other currency or monetary unit established by reference to several currencies, by the issue of shares (excluding preferential shares) or securities giving access to the Company's capital (whether these are new or existing shares), issued for free or against payment, governed by Articles L.228-91 and following of the French Commercial Code, it being clearly stated that shares and other securities may be subscribed for in cash, by offsetting receivables, or incorporating reserves, profits or premiums; or, in the same conditions, to decide to issue securities entitling the bearer to the allocation of debt securities governed by Articles L.228-91 and following of the French Commercial Code;

2) authorizes the Board of Directors, with the option of delegation under the terms set out by law, to decide to issue shares or securities giving access to the Company's capital, to be issued following the issue, by the companies in which the Company directly or indirectly holds more than half of the share capital, or by the companies that directly or indirectly own more than half of its capital, of securities giving access to the Company's capital.

   This decision duly includes, for the bearers of securities that are likely to be issued by companies in the Company's group, a waiver by the Company's shareholders of their preferential subscription rights to the shares or securities giving access to the Company's capital to which these securities entitle them;

3) authorizes the Board of Directors, with the option of delegation per the terms set out by law, to decide to issue securities that give access to the capital of the companies in which it directly or indirectly owns more than half of the capital;

4) decides to set the limits of the amounts of the authorized capital increases as follows in case the Board of Directors makes use of this authorization:

   - the maximum par value of the capital increases that may be carried out now or in the future by virtue of this resolution is €3 billion, which shall be deducted from the overall ceiling provided for in point 3 of resolution 13 or, where appropriate, from any overall ceiling that may be provided for in any resolution of the same type that may supersede said resolution during the period of validity of this authorization,
   - in any event, share capital issues carried out by virtue of this authorization will not exceed the limits set out by the applicable regulations on the issue date (currently, 20% of the capital per year), and
   - along with these ceilings, where applicable, the par value of the shares to be issued potentially, in the event of new financial transactions, to protect the rights of the bearers of securities giving access to the capital;

5) sets the period of validity of the authorization provided for by this resolution to twenty-six (26) months from the date of this meeting;

6) decides to eliminate the shareholders' preferential subscription rights of the securities that are the subject of this resolution;

7) recognizes that if the subscriptions have not absorbed the entire issue, the Board may limit the transaction amount to the amount of subscriptions received, on the condition that that amount be equal to or greater than three-fourths of the issue decided on;

8) recognizes that this authorization duly includes, for holders of issued securities giving access to the Company's capital, an express waiver by the shareholders of their preferential subscription right to which the securities will entitle them;

9) recognizes that, per Article L.225-136 1° paragraph 1 of the French Commercial Code:

   - the issue price of the directly-issued shares will be equal to or greater than the minimum set out by applicable regulations on the issue date (currently, the weighted average price of the last three trading sessions on the Euronext Paris regulated market before the capital increase subscription price was set, minus 5%), after, where applicable, that average is corrected in case of a difference between the vesting dates,

- the share issue price of the securities giving access to the capital, and the number of shares to which the conversion, redemption, or generally transformation, of each security giving access to the capital may entitle the bearer will be such that the sum collected immediately by the Company, plus, where applicable, the sum that is likely to be collected by it later, i.e. for each share issued as a consequence of the issue of these securities, equal to or greater than the minimum subscription price defined in the previous paragraph;

10) resolves that the Board of Directors, with the right to sub-delegate said power in accordance with the law, shall be fully empowered to implement this resolution, and notably to:

- decide on the capital increase and determine the securities to be issued,
- decide on the amount of the capital increase, the issue price, and the amount of the premium that may, where applicable, be required at issue,
- determine the dates and terms of the capital increase and the nature, number and characteristics of the securities to be issued; and, in the case of bonds or other debt securities (including securities entitling their holders to the allotment of debt securities referred to in Article L.228-91 of the French Commercial Code), whether they are subordinated or not (and, where applicable, their subordination ranking, in accordance with the provisions of Article L.228-97 of the French Commercial Code), set their rates of interest (fixed or variable rate of interest, zero coupon or indexed), stipulate, if applicable, mandatory or optional cases where interests will be suspended or passed, set their term (fixed or perpetual), the possibility of reducing or increasing the nominal value and the terms of other issuance processes (including the granting of security or collateral) and of redemption (through the delivery of Company assets); where applicable, such securities may feature warrants entitling their holders to the allotment, acquisition or subscription of bonds or other debt instruments, or include an option for the Company to issue debt securities (whether fungible or not) in lieu of interest payments suspended by the Company, or take the form of complex debt instruments as understood by stock market authorities (for example, owing to the terms of redemption or remuneration or other rights such as indexation or option rights); modify, during the life of the securities in question, the above terms, in respect of the applicable formalities,
- determine the method of payment for shares or securities giving access to the share capital to be issued immediately or in the future,
- establish, if applicable, the terms for the exercise of the rights (if applicable, rights to conversion, exchange, redemption, including the delivery of Company assets, such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the capital to be issued and, notably, set the date, which may be retroactive, from which the new shares will be vested, as well as all other terms and conditions to carry out the capital increase,
- set the terms and conditions under which the Company shall have the option of buying or exchanging on the stock market, at any time or during specified periods, the securities issued or to be issued immediately or in the future with a view of cancellation thereof, in accordance with the legal provisions,
- allow for the option of suspending the exercise of rights attached to such securities in compliance with the legal and regulatory provisions,
- on its own initiative, setting off the cost of capital increases against the amount of the related premiums and deducting from this premium the sums required to fund the legal reserve,
- set and make any adjustments designed to account for the impact of transactions on the Company's capital, specifically in cases where the par value of the share is changed; the capital is increased by incorporating reserves, freely distributing shares, splitting or reverse-splitting shares, distributing reserves or any other assets, amortizing capital, or any other operation that affects the equity capital or the capital (including by means of public offer and/or in the event of a change in control), and set the terms by which the rights of the holders of securities giving access to the capital will be protected,
- duly record the carrying out of each capital increase and accordingly amend the bylaws,
- generally speaking, enter into all agreements, particularly to ensure the successful completion of planned issuances, take all necessary measures and accomplish all formalities necessary for the issuance, listing and financial administration of securities issued by virtue of this authorization, as well as for the exercise of the rights attached hereto;

11) notes that this authorization, which is not a general authorization relative to the capital increase without preferential subscription rights, but an authorization relative to the share capital increase by an issue covered in Article L.411-2 (II) of the French Monetary and Financial Code, does not have the same object as resolution 14 of this General Shareholders' Meeting; consequently, recognizes that this authorization does not invalidate resolution 14 of this General Shareholders' Meeting, whose validity and terms are not affected by this authorization;

12) resolves that this authorization voids, from this day, as the case may be, any unused part of any prior authorization having the same purpose, i.e. any authorization relative to the capital increase without preferential subscription rights by an issue covered in Article L.411-2 of the French Monetary and Financial Code, covering the securities and transactions covered in this resolution.

RESOLUTION SEVENTEEN *(AUTHORIZATION TO BE GIVEN TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF ISSUING SHARES OR SECURITIES GIVING ACCESS TO THE CAPITAL WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS IN REMUNERATION OF CONTRIBUTIONS IN KIND BEARING ON CAPITAL SHARES OR SECURITIES GIVING ACCESS TO THE CAPITAL)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, and in accordance with the provisions of Articles L.225-129 and following of the French Commercial Code, in particular Article L.225-147, paragraph 6 of said Code:

1) authorizes the Board of Directors with the option to sub-delegate said power in accordance with the law, to carry out a capital increase in one or more increments, up to the limit of 10% of the share capital at the time of the issue, this percentage applying to a capital adjusted according to the transactions affecting it subsequent to this General Shareholders' Meeting, with a view to remunerating the contributions in kind made to the Company and composed of equity securities or securities giving access to the capital, when Article L.225-148 of the French Commercial Code is not applicable, by the issue, in one or more increments, of shares (excluding preferential shares) or securities giving access to the Company's capital, it being clearly stated that the maximum par value of the capital increases likely to be made immediately or eventually by virtue of this resolution will be charged to the par value ceiling of the capital increases without preferential subscription rights authorized by this General Shareholders' Meeting in paragraph 4 of resolution 14 and against the total overall ceiling set out in paragraph 3 of resolution 13 or, where applicable, the amount of the ceilings set out by resolutions of the same type that could potentially succeed said resolutions during the period of validity of this authorization;

2) resolves that the Board of Directors, with the right to sub-delegate in accordance with the law, shall be fully empowered to implement this resolution, and notably to:

- decide on the capital increase remunerating the contributions, and determine the securities to be issued,
- compile the list of securities contributed, approve the valuation of contributions, set the terms for the issue of securities remunerating contributions, as well as, where applicable, the amount of the equalization payment to be made, approve the granting of perquisites, and reduce, if the contributors agree to it, the valuation of contributions or the remuneration of perquisites,
- determine the characteristics of the securities remunerating the contributions and set the terms by which to preserve the rights of holders of securities giving access to the capital, where applicable,
- on its own initiative, setting off the cost of capital increases against the amount of the related premiums and deducting from this premium the sums required to fund the legal reserve,
- duly record the carrying out of each capital increase and accordingly amend the bylaws,
- generally speaking, take all necessary measures and complete all necessary formalities for the issue, listing and financial servicing of the securities issued by virtue of this authorization as well as the exercise of the rights attached hereto;

3) sets the period of validity of the authorization provided for by this resolution at twenty-six (26) months from the date of this meeting;

4) resolves that this authorization voids, from this day, as the case may be, any unused part of any prior authorization having the same purpose, i.e. any authorization to issue shares or securities giving access to the capital without preferential subscription rights in remuneration of contributions in kind bearing on equity securities or securities giving access to the capital, specifically that authorization given by resolution 15 of the Combined Shareholders' Meeting of April 30, 2009.

RESOLUTION EIGHTEEN *(AUTHORIZATION TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL VIA THE INCORPORATION OF PREMIUMS, RESERVES, RETAINED EARNINGS OR OTHER ITEMS)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for ordinary business, having reviewed the report of the Board of Directors and pursuant to the provisions of Article L.225-130 of the French Commercial Code:

1) authorizes the Board of Directors, with the option to sub-delegate under the terms set out by law, to decide to increase the share capital in one or more increments in the proportion and during the periods it chooses, via the incorporation of premiums, reserves, retained earnings or other items whose capitalization is permitted by law and the Company's bylaws, in the form of an issue of new equity shares or an increase in the par value of the existing equity shares which make up the equity capital, or by the combined use of these two processes. The maximum par value of the capital increases that may be carried out by virtue of this resolution may not exceed €3 billion, which shall be deducted from the overall ceiling provided for in point 3 of resolution 13 or, where appropriate, from any overall ceiling that may be provided for in any resolution of the same type that may supersede said resolution during the period of validity of this authorization;

2) fully empowers the Board of Directors, in the event it makes use of this resolution, with the right to sub-delegate said powers in accordance with the law, to implement this resolution, and notably to:

- set the amount and the type of the funds to be incorporated into the capital, set the number of new equity securities to be issued and/or the amount by which the par value of the existing equity securities will be increased, order the vesting date, which can be retroactive, as well as any other terms and conditions for performance of the capital increase,
- decide, in the event of bonus equity security distributions:
  - that the fractional rights will not be tradeable and that the corresponding equity securities will be sold; the funds from the sale will be allocated to the bearers of the rights as per the conditions set out by law and regulations,
  - that the shares allocated under this authorization, in proportion to old shares having double voting rights, will have this right as of their issue,
- make any adjustments that are intended to account for the impact of transactions on the Company's capital, specifically in cases where the par value of the share is changed; the capital is increased by incorporating reserves, freely distributing shares, splitting or reverse-splitting shares, distributing reserves or any other assets, amortizing capital, or any other operation that affects the equity capital or the capital (including by means of public offer and/or in the event of a change in control), and set the terms by which the rights of the holders of securities giving access to the capital will be protected,
- duly record the carrying out of each capital increase and accordingly amend the bylaws,
- generally speaking, take all necessary measures and complete all necessary formalities for the issue, listing and financial servicing of the securities issued by virtue of this authorization as well as the exercise of the rights attached thereto;

3) sets the period of validity of the authorization provided for by this resolution to twenty-six (26) months from the date of this meeting;

4) resolves that this authorization voids, from this day, as the case may be, any unused part of any prior authorization having the same purpose, i.e. any authorization relative to the share capital increase by incorporation of premiums, reserves, retained earnings, specifically that given by resolution 16 of the Combined Shareholders' Meeting of April 30, 2009.

RESOLUTION NINETEEN *(AUTHORIZATION TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN THE EVENT OF CAPITAL INCREASES WITH, OR WITHOUT, PREFERENTIAL SUBSCRIPTION RIGHTS)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, pursuant to the provisions of Articles L.225-135-1 of the French Commercial Code:

1) authorizes the Board of Directors, with the right to sub-delegate said power under the terms set out by law, to decide to increase the number of shares to be issued in the event of an share capital increase by the Company, with or without the preferential subscription right, at the same price as the one applied for the initial issue, within the deadlines and limits set out by applicable regulations on the issue date (currently, within thirty (30) days of the closing of the subscription, and within the limit of 15% of the initial issue), specifically with a view to granting an overallocation option in keeping with market practices;

2) resolves that the par value of the capital increases decide by virtue of this resolution is €3 billion, which shall be deducted from the overall ceiling provided for in point 3 of resolution 13 or, where appropriate, from any overall ceiling that may be provided for in any resolution of the same type that may supersede said resolutions during the period of validity of this authorization;

3) sets the period of validity of the authorization provided for by this resolution to twenty-six (26) months from the date of this meeting.

RESOLUTION TWENTY *(AUTHORIZATION TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF DECIDING TO INCREASE THE SHARE CAPITAL BY ISSUING SHARES OR SECURITIES GIVING ACCESS TO 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)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, having reviewed the report of the Board of Directors and the special report by the Statutory Auditors, pursuant to, firstly, the provisions of Articles L.225-129-2, L.225-129-6 and L.225-138-1 of the French Commercial Code and, secondly, the provisions of Articles L.3332-18 to L.3332-24 of the French Labor Code:

1) delegates to the Board of Directors, with the right to sub-delegate said powers in accordance with the law, its powers to decide to increase the Company's share capital, on one or more occasions, by a maximum par value of forty-eight (48) million euros, by issuing shares or securities giving access to capital, reserved for members of one or more employee savings plans (or any other plan for whose members Article L.3332-1 and following and any other legal or regulatory provisions would enable the reservation of a capital increase on equivalent terms) set up within a company or group of companies and French or foreign companies within the scope of consolidation or combination of financial statements of the Company pursuant to Article L.3344-1 of the French Labor Code, it being specified that this resolution may be used to implement leverage strategies and that the maximum par value of capital increases that may be carried out now or in the future by virtue of this authorization shall be deducted from the overall ceiling provided for in point 3 of resolution 13 of this meeting or, where appropriate, from any overall ceiling provided for by any resolution of the same type that may supersede said resolution during the period of validity of this authorization;

2) sets the period of validity of the authorization provided for by this resolution at twenty-six (26) months from the date of this meeting;

3) decides that the issue price of the new shares or securities giving access to the capital will be set per the conditions in Article L.3332-18 and following of the French Labor Code and will be equal to or greater than 80% of the Reference Price (such as that expression is defined hereinafter or 70% of the Reference Price if the period of unavailability set out by the plan in application of Articles L.3332-25 and L.3332-26 of the French Labor Code is ten years or more; for the purposes of this paragraph, the Reference Price designates the average of the opening listed price of the Company's stock on the Euronext Paris regulated market for the twenty trading sessions prior to the day of the decision setting the opening price of subscription for members in a company or group savings plan (or similar plan);

4) authorizes the Board of Directors to allocate bonus shares to the aforementioned beneficiaries of, in addition to shares or securities giving access to the capital to be subscribed for in cash, shares or securities giving access to the capital to be issued or already issued, in place of any discount compared to the Reference Price and/or matching contribution, it being understood that the benefit resulting from this allocation may not exceed the applicable legal and regulatory limits as per the provisions of Articles L.3332-10 and following of the French Labor Code;

5) resolves to waive in favor of the aforementioned beneficiaries, preferential subscription rights of shareholders to shares and securities giving access to capital the issue of which is covered by this authorization, said shareholders also waiving, in the event of the bonus granting to the aforementioned beneficiaries of shares or securities giving access to capital, any right to said shares or securities giving access to capital, including to the portion of the reserves, retained earnings or premiums incorporated into the capital, as a result of the bonus granting of said securities on the basis of this resolution;

6) authorizes the Board of Directors, in accordance with the conditions laid down in this authorization, to sell shares to members of a company or group savings plan (or similar plan) such as provided for in Article L.3332-24 of the French Labor Code, it being specified that sales of shares carried out with a discount to members of one or more employee savings plans referred to in this resolution, shall be deducted, up to the par value of shares thereby sold, from the ceilings referred to in point 1 above;

7) resolves that the Board of Directors shall be fully empowered to implement this authorization, with the right to sub-delegate said power in accordance with the law, within the limits and on the conditions specified above, in particular, for the purpose of:

- compiling, in the manner provided by law, the list of companies of which the aforementioned beneficiaries may subscribe for shares or securities giving access to capital thereby issued and benefit, where appropriate, from shares and securities giving access to capital allocated in the form of free shares,
- resolving that subscriptions may be made directly by beneficiaries, members of a company or group savings plan (or similar plan), or via employee share ownership plans or other structures or entities allowed under applicable legal or regulatory provisions,
- determining the conditions, particularly length of service, to be met by beneficiaries of capital increases,
- setting the opening and closing dates for subscriptions,
- fixing the amounts of issues made by virtue of this authorization and finalizing issue prices, dates, deadlines, terms and conditions of subscription, payment, delivery and the vesting date (which may be retroactive), the rules of reduction applicable in the event of over-subscription as well as other issue terms and conditions, within applicable legal and regulatory limits,
- in the event of allocations of bonus shares or securities giving access to capital, setting the nature, characteristics and number of shares or securities giving access to capital to be issued, the number to be allocated to each beneficiary, and finalizing the dates, deadlines, terms and conditions of allocation of these shares or securities giving access to capital within current legal and regulatory limits and, in particular, choosing whether to substitute, in full or in part, the allocation of these shares or securities giving access to capital for any discounts from the Reference Price set out hereinabove, or to charge the equivalent value of these shares or securities giving access to capital against total matching contributions, or to combine the two options,

- if new shares are issued, where appropriate, allocating the sums required in order to pay up said shares in full from reserves, retained earnings or issue premiums,
- recording the completion of capital increase(s) for the number of shares that will actually be subscribed,
- where appropriate, setting off the cost of the capital increases against the amount of the related premiums and deducting from this amount the sums required to raise the legal reserve to one-tenth of the new capital resulting from these capital increases,
- entering into any agreements, completing directly, or indirectly via a proxy, all transactions and formalities, including formalities subsequent to capital increases and accordingly amending the by-laws,
- generally speaking, entering into any agreements, particularly for the successful completion of planned issues, taking all necessary measures and decisions and completing all necessary formalities for the issue, listing and financial servicing of the securities issued by virtue of this authorization, as well as for the exercise of the rights related to or stemming from the capital increases;

8) decides that this authorization invalidates, as of this date, up to the amount, where applicable, of the unused portion, any prior authorization given to the Board of Directors to increase the share capital of the Company by issuing shares or securities giving access to the capital reserved for savings plan members, without preferential subscription rights, and all of the transactions that are covered therein.

RESOLUTION TWENTY-ONE *(CHANGE IN THE BYLAWS RELATIVE TO THE PROCEDURES FOR SHAREHOLDING AND VOTING IN THE GENERAL SHAREHOLDERS' MEETINGS)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, decides to spread the modalities of participation and vote to General Shareholder's Meeting and, consequently, to modify the last paragraph of the article 22 of the titre IV of the bylaws as follow:

Article 22 – Admission to General Shareholders' Meetings – Powers

(Last paragraph) "Shareholders may vote by post form or by proxy in accordance with the legal and regulatory provisions. In accordance with the decision of the Board of Directors shareholders may participate in general meetings by means of video-conferencing or 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 [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 in 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 an assignment 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."

RESOLUTION TWENTY-TWO *(CHANGE IN THE ARTICLES OF ASSOCIATION RELATIVE TO THE NUMBER OF COMPANY SHARES THAT EACH DIRECTOR MUST OWN)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary business, subject to the adoption of resolution 12, having reviewed the report of the Board of Directors, hereby resolves to update the number of Company shares which each director must own, and to change the sixth paragraph in Article 9 of the bylaws to read:

Article 9 – Structure of the Board of Directors

(paragraph six) "Throughout his term, each director shall own at least one hundred and forty (140) Company shares".

RESOLUTION TWENTY-THREE *(POWERS TO COMPLETE FORMALITIES)*

The General Shareholders' Meeting, deliberating in accordance with the quorum and majority for extraordinary 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.

Paris, France, April 4, 2011

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 "Shareholders and investors" 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
Direction financière
Département 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.

	Heading	Registration document page number
1.	**Persons responsible**	458
2.	**Statutory Auditors**	294
3.	**Selected financial information**	
3.1.	Selected historical financial information regarding the issuer for each fiscal year	7 to 8
3.2.	Selected historical financial information for interim periods	n/a
4.	**Risk factors**	113 to 122
5.	**Information about the issuer**	
5.1.	History and development of the Company	4 to 6
5.2.	Investments	n/a
6.	**Business overview**	
6.1.	Main activities	9 to 36
6.2.	Main markets	130 to 132; 267 to 274
6.3.	Exceptional events	n/a
6.4.	Extent to which the issuer is dependent on patents or licenses, industrial, commercial or financial contracts or new manufacturing processes	196
6.5.	The basis for any statements made by the issuer regarding its competitive position	9 to 32
7.	**Organizational structure**	
7.1.	Brief description of the Group	4
7.2.	List of principal subsidiaries	4
8.	**Property, plant and equipment**	
8.1.	Existing or planned material tangible fixed assets	221 to 223
8.2.	Environmental issues that may affect the issuer's utilization of the tangible fixed assets	410 to 414
9.	**Income and Financial position**	
9.1.	Financial position	186 to 187
9.2.	Operating results	188
10.	**Treasury and Capital resources**	
10.1.	Information concerning the issuer's capital resources	125 to 126; 190 to 191
10.2.	Sources and amounts of the issuer's cash flows	192 to 193
10.3.	Information on the issuer's borrowing conditions and funding structure	181 to 182
10.4.	Information regarding any restrictions on the use of capital resources that have materially affected, or could materially affect, the issuer's operations	n/a
10.5.	Information regarding the anticipated sources of funds needed to fulfill commitments referred to in items 5.2. and 8.1	186 to 187
11.	**Research and development, patents and licenses**	n/a

	Heading	Registration document page number
12.	**Trend information**	n/a
13.	**Profit forecasts or estimates**	n/a
14.	**Administrative, management, and supervisory bodies and executive management**	
14.1.	Administrative bodies	43 to 72
14.2.	Administrative, management, and supervisory bodies and executive management conflicts of interest	92
15.	**Compensation and benefits**	
15.1.	Amount of compensation and benefits in kind	84 to 88
15.2.	Total amounts paid accrued by the issuer to provide pension, retirement or similar benefits	85 to 91 ; 291 to 295
16.	**Administrative and management bodies practices**	
16.1.	Date of expiration of current terms of office	43 to 72
16.2.	Service contracts with members of the administrative bodies	92
16.3.	Information about the issuer's Audit Committee and Compensation Committee	77 to 79
16.4.	Statement as whether or not the issuer complies with the corporate governance regime	42
17.	**Employees**	
17.1.	Number of employees	397 to 400
17.2.	Directors' shareholdings and stock options	83 to 84 ; 425 to 426
17.3.	Arrangements for involving employees in the issuer's capital	226
18.	**Major shareholders**	
18.1.	Shareholders owning more than 5% of the share capital or voting rights	429
18.2.	Different voting rights of the aforementioned shareholders	429
18.3.	Control of the issuer	430
18.4.	Arrangements, known to the issuer, the operation of which may at a subsequent date result in a change in its control	n/a
19.	**Related-party transactions**	289 to 291
20.	**Financial information concerning the issuer's assets and liabilities, financial position and profits and losses**	
20.1.	Historical financial information	186 to 327 ; 330 to 378
20.2.	Pro forma financial information	n/a
20.3.	Financial statements	186 to 327 ; 330 to 378
20.4.	Auditing of historical annual financial information	328 to 329 ; 379 to 380
20.5.	Age of latest financial information	186 to 327 ; 330 to 378
20.6.	Interim financial and other information	n/a
20.7.	Dividend policy	37 ; 421
20.8.	Legal and arbitration procedures	154 to 156
20.9.	Significant changes in the issuer's financial or commercial situation	431
21.	**Additional information**	
21.1.	Share capital	422 ; 429 to 430
21.2.	Memorandum and by-laws	416 to 421
22.	**Material contracts**	129 to 130
23.	**Third party information and statement by experts and declarations of any interest**	n/a
24.	**Documents available to the public**	458
25.	**Information on holdings**	204 to 207

7.4 Cross-reference table of annual financial report

In order to make the annual financial report more easily readable, the following thematic table outlines the main information according to Article L.451-1-2 of the French Monetary and Financial Code.

Headings of the annual financial report	Registration document page number
Statement by the person responsible for the document	458
Management report	
• Analysis of the results, financial position, risks, and list of delegations for capital increase of the parent company and of the consolidated entities (Art. L.225-100 and L.225-100-2 of the French Commercial Code)	169 to 170; 142 to 160; 125 to 126
• Information required by Article L.225-100-3 of the French Commercial Code concerning factors that may have an impact in the event of a public offer	431
• Information concerning share buybacks (Article L.225-211, par. 2 of the French Commercial Code)	n/a
Financial statements	
• Annual financial statements	330 to 378
• Statutory Auditors' report on the annual financial statements	379 to 380
• Consolidated financial statements	186 to 327
• Statutory Auditors' report on the consolidated financial statements	328 to 329

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, 2009, presented on pages 206 to 352, the Statutory Auditors' report thereon, pages 353 to 354, and the Group management report, on pages 143 to 205 of the registration document filed with the AMF on April 30, 2010 under number D.10-0375;
- the consolidated financial statements for the year ended December 31, 2008, presented on pages 195 to 334, the Statutory Auditors' report thereon, pages 335 to 336, and the Group management report, on pages 128 to 191 of the registration document filed with the AMF on April 7, 2009 under number D.09-0208.

All other chapters of reference documents filed under numbers D.09-0208 and D.10-0375 that are not mentioned above are either of no material interest to investors or covered elsewhere in this registration document.

7.5 Glossary

Acronyms & Abbreviations

ACP	Autorité de Contrôle Prudentiel/Prudential Supervision Authority
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
ADIE	Association pour le droit à l'initiative économique/Association for the right to economic initiative
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
AFIJ	Association pour faciliter l'insertion professionnelle des jeunes diplômés/Association for the professional integration of recent graduates
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 Supervisory 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
BDR	Banque de développement régional/Regional Development Bank
BEI	Banque européenne d'investissement/European Investment Bank
BFBP	Banque Fédérale des Banques Populaires
BtoB	Business to Business (B2B)
CAPEB	Confédération de l'artisanat et des petites entreprises du bâtiment/Confederation of artisans and small companies in the building sector
CCAN	Comité consultatif des Actionnaires de Natixis/Natixis Shareholders' Consultative Committee
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/Open-ended 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

Acronyms & Abbreviations

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
DGME	Direction générale de la modernisation de l'État/French State Reform Modernization Bureau
DOJ	Department of Justice
DRH	Human Resources Department
DSN	Deeply Subordinated Notes
DSP	European Directive on payment services
EBICS	Electronic Banking Internet Communication Standard
ECA	Export Credit Agencies
ECF	European Carbon Fund
ERP	Enterprise Resource Planning
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
EKF	European Kyoto Fund
FCPI	Fonds commun de placement dans l'innovation/Innovation investment fund
FCPR	Fonds commun de placement à risque/Venture capital investment fund
FIDEPPP	Fonds d'Investissement et de Développement des Partenariats Public-Privé/ Fund for investment and development of public-private partnerships
FIP	Fonds d'investissement de proximité/Proximity investment fund
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
IIA	Institute of Internal Auditors
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
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)
NBI	Natixis Bleichroeder Inc. or Net Banking Income

Acronyms & Abbreviations

NAC	Network Access Control
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)
PACEC	Plan d'adaptation au contexte économique et concurrentiel/Plan for adapting to the competitive and economic context
PCA	BCP or Business Continuity Plan
PERP	Plan d'épargne retraite populaire/Retirement savings plan
P&L	Profit & Loss
PLI	Prêt locatif intermédiaire/Loan for investment in property to be rented at prices above "social" housing prices but below market prices for 6 (or 12) years
PLS	Prêt locatif social/Loan for the acquisition of property destined for low-income rental
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
PSLA	Prêt social location accession/Loan for low-income property rent+buy schemes
PTZ	Prêt à taux zéro/Interest-free loans
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)
SGAR	Supervision et gestion active des risques/Supervision and active management of risks
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

This document was printed in France on FSC-certified paper made entirely from recycled fiber using vegetable-based inks.
The printer has received the Imprim'Vert label guaranteeing that hazardous waste is disposed of through licensed channels.
Please dispose of this document in a paper recycling bin so that it can be recycled again.

Designed & published by Labrador +33 (0)1 53 06 30 80

photo © Fabrice Vallon/Natixis

NATIXIS

30, avenue Pierre Mendès France
75013 Paris - France
Phone: +33 1 58 32 30 00
www.natixis.com

GROUPE BPCE