

**Capital instruments main features - debt instruments recognized as additional tier 1 equity**

(Annexe II, commission implementing regulation (EU) n°1423/2013 of 20)

in millions of euros

1	Issuer	BPCE (formerly CNCE)	BPCE (formerly CNCE)	NATIXIS (formerly NBP)
2	Unique identifier	FR0010101949	FR0010125757	FR0010154278
3	Governing law(s) of the instrument	French	French	French
<i>Regulatory treatment</i>				
4	Transitional CRR rules	Additional Tier 1 capital	Additional Tier 1 capital	Additional Tier 1 capital
5	Post-transitional CRR rules	Ineligible	Ineligible	Ineligible
6	Eligible at solo/(sub-)consolidated/ solo and (sub-)consolidated	Consolidated	Consolidated	Consolidated
7	Instrument type	CRR Article 52	CRR Article 52	CRR Article 52
8	Amount recognized in regulatory capital	EUR 180m (USD 200m)	EUR 80m	EUR 152m
9	Nominal amount of instrument	USD 200m	EUR 80m	EUR 156m
9a	Issue price	100%	100%	100%
9b	Redemption price	100%	100%	100%
10	Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity
11	Original date of issuance	7/30/2004	10/12/2004	1/25/2005
12	Perpetual or dated	Perpetual	Perpetual	Perpetual
13	Original maturity date	n/a	n/a	n/a
14	Issuer call subject to prior supervisory approval	Yes	Yes	yes
15	Optional call date, contingent call dates and redemption amount	First call date for the full issue at par on 12/30/2009  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	First call date for the full issue at par on 10/12/2009  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	Call date for the full issue at par on 1/25/2010  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)
16	Subsequent call dates	At each interest payment date	At each interest payment date	At each interest payment date
<i>Coupons/Dividends</i>				
17	Dividend/fixed or floating coupon	Floating	Floating	Floating
18	Coupon rate and any related index	Minimum (10y USD-CMT-7051 + 0.30%) ; with a cap of 9%	Minimum [10y CMS; with a cap of 7%]	10y CMS+1% but with a minimum of 3.75% and maximum of six times the difference between 10Y CMS and 2y CMS
19	Existence of dividend stopper	No	No	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No	No	No
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	n/a	n/a	n/a
25	If convertible, fully or partially	n/a	n/a	n/a
26	If convertible, conversion rate	n/a	n/a	n/a
27	If convertible, mandatory or optional conversion	n/a	n/a	n/a
28	If convertible, specify instrument type convertible into	n/a	n/a	n/a
29	If convertible, specify issuer of instrument it converts into	n/a	n/a	n/a
30	Write-down features	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase	Supervisory Event (non-compliance with regulatory ratios and/or at the discretion of the regulator)
32	If write-down, full or partial	Full or partial	Full or partial	Partial
33	If write-down, permanent or temporary	Temporary	Temporary	Temporary
34	If temporary write-down, description of write-up mechanism	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount	Mandatory after two profit-making fiscal years following the end of the Supervisory Event (subject to compliance with regulatory ratios), or in the event of dividend payout, redemption of the issue or the liquidation of the issuer
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments	Redeemable or subordinated loans and shares
36	Non-compliant transitioned features	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)
37	If yes, specify non-compliant features	- Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%

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(Annexe II, commission implementing regulation (EU) n°1423/2013 of 20)

in millions of euros

1	Issuer	BPCE (formerly CNCE)	NATIXIS (formerly NBP)	BPCE (formerly CNCE)
2	Unique identifier	FR0010279208	FR0010531012	FR0010535971
3	Governing law(s) of the instrument	French	French	French
<i>Regulatory treatment</i>				
4	Transitional CRR rules	Additional Tier 1 capital	Additional Tier 1 capital	Additional Tier 1 capital
5	Post-transitional CRR rules	Ineligible	Ineligible	Ineligible
6	Eligible at solo/(sub-)consolidated/ solo and (sub-)consolidated	Consolidated	Consolidated	Consolidated
7	Instrument type	CRR Article 52	CRR Article 52	CRR Article 52
8	Amount recognized in regulatory capital	EUR 270m (USD 300m)	EUR 364m	EUR 509m
9	Nominal amount of instrument	USD 300m	EUR 349m	EUR 509m
9a	Issue price	100%	100%	100%
9b	Redemption price	100%	100%	Partial redemption via public tender at 65% of par on 10/10/2011; 100% on residual amount
10	Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity
11	Original date of issuance	1/27/2006	10/18/2007	10/30/2007
12	Perpetual or dated	Perpetual	Perpetual	Perpetual
13	Original maturity date	n/a	n/a	n/a
14	Issuer call subject to prior supervisory approval	Yes	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	First call date for the full issue at par on 1/27/2012  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	Call date for the full issue at par on 10/18/2017  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	First call date for the full issue at par on 10/30/2017  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)
16	Subsequent call dates	At each interest payment date	At each interest payment date	At each interest payment date
<i>Coupons/Dividends</i>				
17	Dividend/fixed or floating coupon	Fixed	Fixed	Fixed to floating
18	Coupon rate and any related index	6,75%	6,307%	6.117% until 10/30/2017, then 3M Euribor + 2.37% if call not exercised
19	Existence of dividend stopper	No	No	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No	Yes	Yes
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	n/a	n/a	n/a
25	If convertible, fully or partially	n/a	n/a	n/a
26	If convertible, conversion rate	n/a	n/a	n/a
27	If convertible, mandatory or optional conversion	n/a	n/a	n/a
28	If convertible, specify instrument type convertible into	n/a	n/a	n/a
29	If convertible, specify issuer of instrument it converts into	n/a	n/a	n/a
30	Write-down features	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase	Supervisory Event (non-compliance with regulatory ratios and/or at the discretion of the regulator)	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase
32	If write-down, full or partial	Full or partial	Partial	Full or partial
33	If write-down, permanent or temporary	Temporary	Temporary	Temporary
34	If temporary write-down, description of write-up mechanism	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount	Optional after two profit-making fiscal years following the end of the Supervisory Event (subject to compliance with regulatory ratios), or in the event of dividend payout or redemption of the issue	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments	Redeemable or subordinated loans and shares	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments
36	Non-compliant transitioned features	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)
37	If yes, specify non-compliant features	- Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%

**Capital instruments main features - debt instruments recognized as additional tier 1 equity**

(Annexe II, commission implementing regulation (EU) n°1423/2013 of 20)

in millions of euros

1	Issuer	NATIXIS	NATIXIS	BPCE
2	Unique identifier	FR0010600163	USF6483LHM57	FR0010777524
3	Governing law(s) of the instrument	French	New York State (excluding regulatory status governed by French law)	French
<i>Regulatory treatment</i>				
4	Transitional CRR rules	Additional Tier 1 capital	Additional Tier 1 capital	Additional Tier 1 capital
5	Post-transitional CRR rules	Ineligible	Ineligible	Ineligible
6	Eligible at solo/(sub-)consolidated/ solo and (sub-)consolidated	Consolidated	Consolidated	Consolidated
7	Instrument type	CRR Article 52	CRR Article 52	CRR Article 52
8	Amount recognized in regulatory capital	EUR 150m	EUR 167m (USD 186m)	EUR 374m
9	Nominal amount of instrument	EUR 150m	USD 186m	EUR 374m
9a	Issue price	100%	100%	100%
9b	Redemption price	100%	100%	100%
10	Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity
11	Original date of issuance	3/28/2008	4/30/2008	8/6/2009
12	Perpetual or dated	Perpetual	Perpetual	Perpetual
13	Original maturity date	n/a	n/a	n/a
14	Issuer call subject to prior supervisory approval	Yes	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	Call date for the full issue at par on 3/28/2018  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	Call date for the full issue at par on 4/30/2018  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)	First call date for the full issue at par on 9/30/2019  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)
16	Subsequent call dates	At each interest payment date	At each interest payment date	At each interest payment date
<i>Coupons/Dividends</i>				
17	Dividend/fixed or floating coupon	Fixed	Fixed	Fixed to floating
18	Coupon rate and any related index	8,65%	10%	12.5% until 9/30/2019, then 3M Euribor + 13.13% if call not exercised
19	Existence of dividend stopper	No	No	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers	Partially discretionary, existence of dividend pushers
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	Yes	Yes	Yes
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	n/a	n/a	n/a
25	If convertible, fully or partially	n/a	n/a	n/a
26	If convertible, conversion rate	n/a	n/a	n/a
27	If convertible, mandatory or optional conversion	n/a	n/a	n/a
28	If convertible, specify instrument type convertible into	n/a	n/a	n/a
29	If convertible, specify issuer of instrument it converts into	n/a	n/a	n/a
30	Write-down features	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	Supervisory Event (non-compliance with regulatory ratios and/or at the discretion of the regulator)	Supervisory Event (non-compliance with regulatory ratios and/or at the discretion of the regulator)	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase
32	If write-down, full or partial	Partial	Partial	Full or partial
33	If write-down, permanent or temporary	Temporary	Temporary	Temporary
34	If temporary write-down, description of write-up mechanism	Optional after two profit-making fiscal years following the end of the Supervisory Event (subject to compliance with regulatory ratios), or in the event of dividend payout or redemption of the issue	Optional after two profit-making fiscal years following the end of the Supervisory Event (subject to compliance with regulatory ratios), or in the event of dividend payout or redemption of the issue	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Redeemable or subordinated loans and shares	Redeemable or subordinated loans and shares	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments
36	Non-compliant transitioned features	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)	Yes (but eligible for grandfathering)
37	If yes, specify non-compliant features	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%

**Capital instruments main features - debt instruments  
recognized as additional tier 1 equity**

(Annexe II, commission implementing regulation (EU) n°1423/2013 of 20)

in millions of euros

1	Issuer	BPCE
2	Unique identifier	US05571AAA34 (144 A) / USF11494AA36 (Reg S)
3	Governing law(s) of the instrument	French
<i>Regulatory treatment</i>		
4	Transitional CRR rules	Additional Tier 1 capital
5	Post-transitional CRR rules	Ineligible
6	Eligible at solo/(sub-)consolidated/ solo and (sub-)consolidated	Consolidated
7	Instrument type	CRR Article 52
8	Amount recognized in regulatory capital	EUR 399m (USD 444m)
9	Nominal amount of instrument	USD 444m
9a	Issue price	100%
9b	Redemption price	100%
10	Accounting classification	Shareholders' equity
11	Original date of issuance	8/6/2009
12	Perpetual or dated	Perpetual
13	Original maturity date	n/a
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	First call date for the full issue at par on 9/30/2019  Optional call at any time, at par and for the full issue in the event of a change in tax legislation (loss of deductibility of coupons paid, levy of withholding tax) or regulatory legislation (loss of Tier 1 issue status)
16	Subsequent call dates	At each interest payment date
<i>Coupons/Dividends</i>		
17	Dividend/fixed or floating coupon	Fixed to floating
18	Coupon rate and any related index	12.5% until 9/30/2019, then USD 3M Libor + 12.98% if call not exercised
19	Existence of dividend stopper	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Partially discretionary, existence of dividend pushers
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Non-cumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	n/a
25	If convertible, fully or partially	n/a
26	If convertible, conversion rate	n/a
27	If convertible, mandatory or optional conversion	n/a
28	If convertible, specify instrument type convertible into	n/a
29	If convertible, specify issuer of instrument it converts into	n/a
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Supervisory Event (as defined in the Prospectus) not followed by shareholder decisions authorizing a sufficient capital adequacy increase
32	If write-down, full or partial	Full or partial
33	If write-down, permanent or temporary	Temporary
34	If temporary write-down, description of write-up mechanism	If, after the supervisory event has ended, BPCE SA group has 2 consecutive years of positive consolidated net income, the capital may be increased again until it reaches the last annual consolidated net income (on a prorata basis with the instruments in the same subordination hierarchy whose capital has been reduced) and until it reaches the original amount
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Deeply subordinated note, i.e. subordinated to any redeemable loans and shares, ordinary subordinated instruments (particularly Tier 2) and unsubordinated instruments
36	Non-compliant transitioned features	Yes (but eligible for grandfathering)
37	If yes, specify non-compliant features	- Step up clause - Coupon not fully discretionary - Loss absorption clause with no minimum CET1 triggering threshold at 5.125%