



Euro 45,000,000,000
Medium Term Notes
and other Debt Instruments Programme

This supplement (this “**Supplement**” or the “**First Supplement**”) is supplemental to and should be read in conjunction with the Base Prospectus dated 17 December 2010, prepared in relation to the €45,000,000,000 Medium Term Notes and other Debt Instruments Programme of NATIXIS (the “**Issuer**”), (the “**Base Prospectus**”), as approved on 17 December 2010 by the *Commission de Surveillance du Secteur Financier* (the “**CSSF**”) for the purposes of Article 5.4 of Directive 2003/71/EC (the “**Prospectus Directive**”) and Article 8.4 of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 (the “**Luxembourg Law**”).

This Supplement constitutes a Supplement to the Base Prospectus for the purposes of Article 13 of chapter 1 of Part II of the Luxembourg Law for the purposes of updating certain information contained in the Base Prospectus as described below.

The Issuer accepts responsibility for the information contained or incorporated by reference in this Supplement. The Issuer confirms that, having taken all reasonable care to ensure that such is the case, the information contained or incorporated by reference in this Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

The Arrangers (other than Natixis in its capacity as the Issuer) and the Dealers have not separately verified the information contained in this Supplement. None of the Dealers nor any of the Arrangers (other than Natixis in its capacity as the Issuer) makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement. This Supplement is not intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by any of the Issuer, the Arrangers or the Dealers that any recipient of this Supplement or any other financial statements should purchase the Notes.

This Prospectus Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. Terms defined in the Base Prospectus shall have the same meaning when used in this Prospectus Supplement. To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for securities of the Issuer before this Supplement is published have the right, exercisable within a time limit of two working days after the publication of this Prospectus Supplement, to withdraw their acceptances.

DOCUMENT INCORPORATED BY REFERENCE

The press release referred to below (the “**Press Release**”), which has been filed with the Luxembourg competent authority for the purposes of the Prospectus Directive and the relevant implementing measures in the Grand Duchy of Luxembourg, and which is incorporated by reference in, and forms part of, this Supplement, has been published by Natixis on 23 February 2011.

The Press Release is available on the website of Natixis: “www.natixis.fr” and on the Luxembourg Stock Exchange’s website: “www.bourse.lu”.

The information incorporated by reference above is available as follows:

| Information | Reference |
|--------------------------------------------------------------------------|---------------------------------------------|
| Results for the year ended December 31, 2010 of Natixis | |
| Consolidated results (1) | Pages 14 through to 17 of the Press Release |
| Results for the fourth quarter ended December 31, 2010 of Natixis | Page 13 of the Press Release |

(1) The consolidated results of Natixis were approved by the Board of Directors on February 22, 2011. The auditing of the consolidated financial statements for the year ended December 31, 2010 has been largely completed. The auditors’ reports certifying the consolidated financial statements will be issued after verification of the management report and the implementation of procedures required to finalize the registration document.

Any information not listed in the cross reference list but included in the document incorporated by reference is given for information purposes only.