

Registration Document

pursuant to Sec. 12 (1) of the German Securities Prospectus Act
(*Wertpapierprospektgesetz – WpPG*) in conjunction with Art. 7 and
Annex IV of Commission Regulation (EC) No. 809/2004 of April 29,
2004

of

Société Générale Effekten GmbH

Frankfurt am Main

dated

May 22, 2015

TABLE OF CONTENTS

| | | |
|------|--|----|
| I. | RISK FACTORS RELATING TO THE SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH | 4 |
| 1. | Risks Involving the Legal Form and Organization of the Société Générale Effekten GmbH | 4 |
| 2. | Risks Relating to the Economic Activities of the Issuer..... | 4 |
| 3. | Risks Relating to the Issuer under the Trust Agreement | 5 |
| II. | RESPONSIBILITY FOR THE INFORMATION IN THE REGISTRATION DOCUMENT | 6 |
| III. | THIRD PARTY INFORMATION | 6 |
| IV. | AUDITOR AND SELECTED FINANCIAL INFORMATION | 7 |
| 1. | Auditor | 7 |
| 2. | Selected Financial Information | 7 |
| V. | INFORMATION ON THE ISSUER | 10 |
| 1. | History and Business Performance | 10 |
| 2. | Business Overview | 10 |
| 3. | Organizational Structure | 10 |
| 4. | Trend Information..... | 11 |
| 5. | Management and Company Representatives | 11 |
| 6. | Financial Information on the Net Assets, Financial Position and Results of Operations of the Issuer..... | 12 |
| a) | Historical Financial Information for the Financial Year 2014..... | 12 |
| b) | Historical Financial Information for the Financial Year 2013..... | 22 |
| c) | Financial Statements | 31 |
| d) | Audit of the Financial Information..... | 31 |
| e) | Interim Financial Information..... | 31 |
| f) | Significant Court or Arbitration Proceedings..... | 32 |
| g) | Significant Changes in the Financial Position or Trading Position of the Issuer.. | 32 |
| 7. | Additional Notes..... | 32 |
| 8. | Significant Contracts | 32 |
| 9. | Documents Available for Inspection | 32 |
| VI. | EXHIBIT I: Financial statements, management report, audit opinion and cash flow statement as of December 31, 2014..... | 34 |
| 1. | Management Report for the 2014 financial year..... | 35 |
| 2. | Statement of Financial Position at December 31, 2014..... | 42 |

| | | |
|------|---|-----|
| 3. | Income Statement for the period from January 1, 2014 to December 31, 2014..... | 43 |
| 4. | Notes to the Annual Financial Statements for the 2014 financial year | 44 |
| 5. | Cash Flow Statement..... | 51 |
| 6. | Statement of Changes in Equity for the financial Year 2014..... | 52 |
| 7. | Audit opinion of the independent auditor | 53 |
| VII. | EXHIBIT II: Financial statements, management report, auditor’s report and cash flow statement as of December 31, 2013..... | 55 |
| 1. | Management Report for the 2013 financial year..... | 56 |
| 2. | Balance Sheet as of December 31, 2013..... | 64 |
| 3. | Income Statement for the period from January 1, 2013 to December 31, 2013..... | 65 |
| 4. | Notes to the Annual Financial Statements for the 2013 fiscal year | 66 |
| 5. | Cash Flow Statement..... | 72 |
| 6. | Statement of Changes in Equity for the financial Year 2013..... | 73 |
| 7. | Audit opinion of the independent auditor | 74 |
| | Signatures | S-1 |

I. RISK FACTORS RELATING TO THE SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH

1. Risks Involving the Legal Form and Organization of the Société Générale Effekten GmbH

There is a risk that the Société Générale Effekten GmbH (hereinafter also referred to as the “**Issuer**” or “**SGE**” or the “**Company**”) may not or only partially be able to fulfil its obligations arising from the securities. Investors should therefore consider the credit quality of the Issuer when making investment decisions. The credit risk is understood to be the risk of insolvency or illiquidity of the Issuer, i.e. the possible, temporary or ultimate inability to meet its interest and principal payment obligations. Issuers with a low credit rating are usually associated with a higher insolvency risk.

Please also note that the credit quality of the Issuer may change before the securities mature due to developments in the overall economy or company-specific circumstances. Principal causes could be economic changes that have a lasting adverse impact on the earnings situation and solvency of the Issuer. Other causes include changes in individual companies, industries, or countries, e.g. economic crises, as well as political developments with significant economic repercussions.

In accordance with its articles of association, the Issuer of the securities, Société Générale Effekten GmbH, Frankfurt am Main, was formed solely for the purpose of issuing fungible securities and does not engage in any other independent operating activities. The liable capital stock of the Issuer amounts to EUR 25,564.59. **By acquiring securities from the Issuer, investors are exposed to a considerably higher credit risk compared to an issuer with much greater capital resources.**

The Issuer is not a member of a deposit guarantee fund or similar assurance system that would fully or partially cover the claims of security holders in the event of insolvency of the Issuer.

Securities in the form of bearer bonds are neither included in the deposit guarantee and investor compensation law or the deposit guarantee fund of the Federal Association of German Banks (Bundesverband Deutscher Banken).

In the case of the insolvency of the Issuer the investors will not have any right to any claims from such assurance institutes.

In addition to the insolvency risk of the Issuer, investors are also exposed to the insolvency risk of the parties with whom the Issuer concludes derivative transactions to hedge its obligations from the issue of securities. As opposed to an issuer with a more diversified range of potential contracting parties, the Issuer is subject to a cluster risk as it only concludes hedging transactions with affiliated companies. In this context, cluster risk is the credit risk ensuing from the limited range of potential contracting parties with whom various hedging transactions can be conducted. There is a risk that the insolvency of companies affiliated to the Issuer could directly trigger the insolvency of the Issuer.

2. Risks Relating to the Economic Activities of the Issuer

The Issuer is primarily engaged in issuing and selling securities. The Issuer's activities and annual issue volume may be influenced by negative trends on the markets in which it operates. Difficult

market conditions, however, may lead to a lower Issue volume and adversely impact the Issuer's results of operations.

The general market trend for securities is primarily linked to capital market trends, themselves shaped by the global economy as well as economic and political factors at national level (market risk).

3. Risks Relating to the Issuer under the Trust Agreement

Any payment obligations of the Issuer under the securities are limited to the funds received from the Société Générale, Paris, (hereinafter also referred to as the "**Guarantor**") under the Trust Agreement. To the extent the funds to be received from the Guarantor under the Trust Agreement prove ultimately insufficient to satisfy the claims of all Noteholders in full, then any shortfall arising therefrom will be extinguished and no Noteholder has any further claims against the Issuer (subject, however, to the right to exercise any termination or early redemption rights). This applies irrespective of whether the Issuer would be able to make such payments out of other funds available to it.

Pursuant to the Trust Agreement, the Guarantor is obliged to make available to the Issuer funds that equal the amount of any payments owed by the Issuer under the securities as and when such payment obligations fall due and in a manner that allows the Issuer to fulfil its payment obligations in a timely manner. Due to this fiduciary issue structure the Noteholders depend solely and directly on the payments under the Trust Agreement and thus on the credit risk of the Guarantor.

II. RESPONSIBILITY FOR THE INFORMATION IN THE REGISTRATION DOCUMENT

Société Générale Effekten GmbH, Frankfurt am Main, as the Issuer, and Société Générale, Paris, as the Offeror, assume responsibility for the information contained in this registration document.

They also declare that the information contained in the Registration Document is, to the best of their knowledge, accurate and does not contain any material omissions.

III. THIRD PARTY INFORMATION

Where information has been sourced from a third party, the issuer confirms that this information has been accurately reproduced and that so far as the issuer is aware and able to ascertain from information published by that third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

IV. AUDITOR AND SELECTED FINANCIAL INFORMATION

1. Auditor

The financial statements of Société Générale Effekten GmbH, Frankfurt am Main for the financial year 2013 (from January 1, 2013 to December 31, 2013) and for the financial year 2014 (from January 1, 2014 to December 31, 2014) have been audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Franklinstraße 50, D-60486 Frankfurt am Main.

Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft is a member of the public law institution German Chambers of Auditors ("Wirtschaftsprüferkammer K.d.ö.R."), Rauchstrasse 26, D-10787 Berlin.

2. Selected Financial Information

The following selected financial information was excerpted from the Issuer's audited annual financial statements for the financial year 2014.

Société Générale Effekten GmbH, Frankfurt am Main
Balance Sheet (Statement of financial position) as of December 31, 2014

| Assets | Dec. 31, 2014 in EUR | Dec. 31, 2013 in EUR |
|------------------------|-----------------------------|-----------------------------|
| A. Current Assets | 17,065,164,678.85 | 15,433,080,154.51 |
| B. Deferred Tax Assets | 19,872.39 | 12,633.90 |
| C. Trust Assets | <u>5,238,971,266.72</u> | <u>6,418,253,205.21</u> |
| | <u>22,304,155,817.96</u> | <u>21,851,345,993.62</u> |

| Equity & Liabilities | Dec. 31, 2014 in EUR | Dec. 31, 2013 in EUR |
|---------------------------------|-----------------------------|-----------------------------|
| A. Equity | 1,033,620.93 | 930,537.13 |
| B. Provisions | 500,732.35 | 502,874.13 |
| C. Liabilities | 17,063,650,197.96 | 15,431,659,377.15 |
| D. Trust Liabilities | <u>5,238,971,266.72</u> | <u>6,418,253,205.21</u> |
| | <u>22,304,155,817.96</u> | <u>21,851,345,993.62</u> |

Income Statement for the Period from January 1, 2014 to December 31, 2014

| | 2014 EUR | 2013 EUR |
|---|-------------------|------------------|
| 1. Income from option activities | 7,957,746,576.77 | 8,455,883,741.69 |
| 2. Expenses from option activities | 7,957,746,576.77 | 8,455,883,741.69 |
| 3. Income from certificate activities | 2,084,458,881.43 | 3,071,364,173.89 |
| 4. Expenses from certificate activities | 2,084,458,881.43 | 3,071,364,173.89 |
| 5. Other operating income | 3,592,770.23 | 4,054,006.62 |
| 6. Personnel expenses | | |
| a) Wages and salaries | 157,250.66 | 148,316.24 |
| b) Social welfare contributions and expenses for pensions and other benefit costs thereof for pensions EUR 34,270.87 (prior year: EUR 36,797.87) | 60,848.95 | 62,768.41 |
| 7. Other operating expenses | 3,239,421.56 | 3,686,217.11 |
| 8. Other interest and similar income - thereof from affiliated companies EUR 167.18 (prior year: EUR 1,256.82) | 167.18 | 1,256.82 |
| 9. Interest and similar expenses - thereof from affiliated companies EUR 4,322.72 (prior year: EUR 3,546.99) | 4,322.72 | 3,546.99 |
| 10. Income from ordinary activities | 131,093.52 | 154,414.69 |
| 11. Income taxes - thereof from deferred tax assets: EUR 7,238.49 (prior year: EUR 6,603.40) | 28,009.72 | 56,391.53 |
| 12. Net income | <u>103,083.80</u> | <u>98,023.16</u> |

Cash Flow Statement as of December 31, 2014

Cash Flow Statement

| | 2014 EUR | 2013 EUR |
|---|-------------|-------------|
| | <hr/> | <hr/> |
| 1. Cash flow from operating activities | | |
| Cash flow from continuing operations | -437,643.51 | -111,174.52 |
| 2. Closing balance of cash funds | | |
| Closing balance of cash funds | -78,902.11 | 358,741.40 |
| 3. Composition of cash funds | | |
| Liquid assets | -78,902.11 | 358,741.40 |

Other disclosures in accordance with paragraph 52 of German Accounting Standard (DRS) 2:

- a) Daily payable liabilities due to the shareholder are presented under cash funds.
- b) The definition of cash funds was not changed compared to the previous period.
- c) The carrying amount of cash funds corresponds to bank deposits and is reported in the position "Receivables from affiliated companies".
- d) No significant non-cash investment or financing operations or transactions were entered into in the reporting period.
- e) The Company did not purchase or sell any companies in the reporting period.

V. INFORMATION ON THE ISSUER

1. History and Business Performance

Société Générale Effekten GmbH has its registered office in Frankfurt am Main and is entered in the commercial register of Frankfurt local court under no. HRB 32283. It came into existence after LT Industriebeteiligungs-Gesellschaft mbH, which was founded on March 3, 1977, was renamed by resolution of the shareholders' meeting on October 5, 1990. Société Générale Effekten GmbH was founded as a limited liability company (*Gesellschaft mit beschränkter Haftung* - GmbH) under German law. Société Générale Effekten GmbH is the legal and commercial name of the Issuer.

The business address and telephone number of the Issuer are:

Société Générale Effekten GmbH
Neue Mainzer Straße 46-50
D-60311 Frankfurt am Main
Tel. 069/71 74 0

2. Business Overview

The business purpose of the Issuer, as stipulated in Sec. 2 of its articles of association, is the issue and sale of securities as well as related activities, with the exception of those requiring a license. The Company is engaged in the issue and placement of securities, mainly warrants and certificates, as well as related activities. In the financial year 2014, the Company issued a total of 67,034 warrants and certificates (prior year: 48,612). Banking business as defined by the German Banking Act (*Kreditwesengesetz - KWG*) is not included by the business purpose. The Issuer is a financial entity as defined in Sec. 1 (3) Sentence 1 No. 5 KWG.

The securities are primarily issued on the German and Austrian market. The German capital market is one of the most important derivatives markets. The securities may also be sold publicly in certain other EU member states.

3. Organizational Structure

The Issuer is a wholly owned subsidiary of Société Générale, Paris. According to its own appraisal, Société Générale group (the **Group**) is one of the leading financial services groups in Europe.

The Group Société Générale's teams offer advisory and other services to individual customers, companies and institutions as part of three main business lines:

- French retail Banking, which encompasses the Societe Generale, Crédit du Nord and Boursorama brands. Each offers a full range of financial services with multi-channel products that are on the cutting edge of digital innovation;

- International Retail Banking, Financial Services and Insurance, with networks in developing regions and specialized businesses that are leaders in their markets;
- Corporate and Investment Banking, Private Banking, Asset and Wealth Management and Securities Services, which offer acknowledged expertise, key international positions and integrated solutions.

The principal markets in which the Group is operating are France, Germany and Austria as well as other European countries within or outside the Eurozone.

Société Générale, the parent company of the Group, is listed on the Euronext Paris (Nyse-Euronext).

The issuer is a 100 per cent. subsidiary of Société Générale, Paris, France, and consequently a part of the Société Générale-Group.

Service level agreements are in place between the Issuer and Société Générale. Within the scope of these service level agreements the Issuer has access to resources of Société Générale, Frankfurt am Main branch, and/or Société Générale, Paris.

The Issuer depends on Société Générale.

The consolidated financial statements prepared by the parent company can be inspected at Société Générale, Frankfurt branch, Frankfurt am Main.

4. Trend Information

Since the date of its last published audited financial statements on December 31, 2014, there has been no material adverse change in the prospects of the Issuer.

5. Management and Company Representatives

The managing directors of Société Générale Effekten GmbH are currently Dr. Joachim Totzke, Frankfurt am Main, Mr. Jean-Louis Jégou, Frankfurt am Main and Mr. Rainer Welfens, Saint Maur des Fossés, France. Dr. Ulrich Scheuerle has ended its managing director activities at December 1, 2014.

By way of a resolution adopted by the shareholder meeting on February 9, 2015, Mr. Rainer Welfens, business administrator, Saint Maur des Fossés, France, was appointed managing director.

Dr. Joachim Totzke, Mr. Jean-Louis Jégou and Mr. Rainer Welfens can be contacted at Société Générale, Frankfurt am Main branch, Neue Mainzer Straße 46-50, D-60311 Frankfurt am Main.

The Company is represented jointly by two general managers or by one general manager together with an authorized signatory.

The articles of association do not contain any provisions on the appointment of a supervisory board. No supervisory board existed during the past financial year.

Provided that the above mentioned persons perform any activities out of the range of the scope of the Issuers activities, these activities are not relevant for the Issuer.

There are no potential conflicts of interest between the obligations of the general managers in respect of Société Générale Effekten GmbH and their private interests and other obligations.

The issuer as a capital market-oriented company according to Sec. 264d HGB (German Commercial Code (Handelsgesetzbuch, "HGB")) has established an audit committee according to Sec. 324 HGB. This audit committee consists of the following members:

Mr. Peter Boesenberg (chair)

Ms. Catherine Bittner (until December 15, 2014)

Mr. Dimitri Brunot (starting December 15, 2014)

Mr. Achim Oswald

Mr. Rainer Welfens (starting December 15, 2014)

Ms. Heike Stuebban

The Audit Committee concentrates on the development of net assets, the financial position, and results of operations at least once every year – in particular for the annual financial statements. The shareholder is obligated to adopt the annual financial statements as part of the annual financial statement process. In order to fulfill these duties, the financial statement documents, including management's recommendation on the utilization of unappropriated net profits, are made available to the Audit Committee along with the auditors' preliminary report.

German Corporate Governance Codex

As the Issuer is not a stock exchange listed company it does not comply with the German Corporate Governance Codex as amended on the 24 June 2014.

6. Financial Information on the Net Assets, Financial Position and Results of Operations of the Issuer

a) Historical Financial Information for the Financial Year 2014

The following table shows the Statement of Financial Position at December 31, 2014 for the financial year 2014. The financial information given below has been audited.

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN
Statement of Financial Position at December 31, 2014

ASSETS

| | <u>Dec. 31, 2014</u> EUR | <u>Dec. 31, 2013</u> EUR |
|--|-----------------------------|-----------------------------|
| A. CURRENT ASSETS | | |
| I. Accounts receivable and other assets | | |
| 1. Receivables from affiliated companies | | |
| a) Receivables from the investment of issue proceeds | 7,011,368,383.66 | 10,055,371,126.43 |
| - thereof due in more than one year: EUR 3,804,906,889.70 (prior year: EUR 6,660,798,562.16) | | |
| b) Other receivables | 1,826,240.85 | 1,442,072.71 |
| - thereof due in more than one year: EUR 0.00 (prior year: EUR 0.00) | | |
| 2. Other assets | 10,051,970,054.34 | 5,376,266,955.37 |
| - thereof due in more than one year: EUR 6,608,655,422.51 (prior year: EUR 3,535,813,231.77) | | |
| | <u>17,065,164,678.85</u> | <u>15,433,080,154.51</u> |
| | | |
| B. DEFERRED TAX ASSETS | 19,872.39 | 12,633.90 |
| | | |
| C. TRUST ASSETS | | |
| Receivables | 5,238,971,266.72 | 6,418,253,205.21 |
| - thereof due in more than one year: EUR 4,819,366,433.40 (prior year: EUR 5,698,626,941.69) | | |
| | <u>22,304,155,817.96</u> | <u>21,851,345,993.62</u> |

EQUITY & LIABILITIES

| | <u>Dec. 31, 2014</u> EUR | <u>Dec. 31, 2013</u> EUR |
|--|-----------------------------|-----------------------------|
| A. EQUITY | | |
| I. Subscribed capital | 25,564.59 | 25,564.59 |
| II. Profit carried forward | 904,972.54 | 806,949.38 |
| III. Net income | <u>103,083.80</u> | <u>98,023.16</u> |
| | 1,033,620.93 | 930,537.13 |
| | | |
| B. PROVISIONS | | |
| I. Provisions for pensions and similar obligations | 178,232.35 | 142,719.48 |
| II. Tax provisions | 0.00 | 6,300.00 |
| III. Other provisions | <u>322,500.00</u> | <u>353,854.65</u> |
| | 500,732.35 | 502,874.13 |
| | | |
| C. LIABILITIES | | |
| I. Liabilities from issued certificates | 7,011,368,383.66 | 10,055,371,126.43 |
| - thereof due within one year: EUR 3,206,461,493.96 (prior year: EUR 3,394,572,564.27) | | |
| II. Trade accounts payable | 248,154.67 | 19,897.34 |
| - thereof due within one year: EUR 248,154.67 (prior year: EUR 19,897.34) | | |
| III. Amounts payable to affiliated companies | 78,902.11 | 13,046.36 |
| - thereof due within one year: EUR 78,902.11 (prior year: EUR 13,046.36) | | |
| IV. Other liabilities | 10,051,954,757.52 | 5,376,255,307.02 |
| - thereof due within one year: EUR 3,443,299,335.01 (prior year: EUR 1,840,442,075.25) | | |
| - thereof from taxes: EUR 2,675.01 (prior year: EUR 2,273.25) | | |
| | <u>17,063,650,197.96</u> | <u>15,431,659,377.15</u> |
| | | |
| D. TRUST LIABILITIES | | |
| Certificates | 5,238,971,266.72 | 6,418,253,205.21 |
| - thereof due within one year: EUR 419,604,833.32 (prior year: EUR 719,626,263.52) | | |
| | <u>22,304,155,817.96</u> | <u>21,851,345,993.62</u> |

The following table compares the income statement items for the financial years 2014 and 2013. The financial information given below has been audited:

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN, GERMANY

INCOME STATEMENT FOR THE PERIOD FROM JANUARY 1, 2014 TO DECEMBER 31, 2014

| | 2014 EUR | 2013 EUR |
|--|-------------------|------------------|
| | | |
| 1. Income from option activities | 7,957,746,576.77 | 8,455,883,741.69 |
| 2. Expenses from option activities | 7,957,746,576.77 | 8,455,883,741.69 |
| 3. Income from certificate activities | 2,084,458,881.43 | 3,071,364,173.89 |
| 4. Expenses from certificate activities | 2,084,458,881.43 | 3,071,364,173.89 |
| 5. Other operating income | 3,592,770.23 | 4,054,006.62 |
| 6. Personnel expenses | | |
| a) Wages and salaries | 157,250.66 | 148,316.24 |
| b) Social welfare contributions and expenses for pensions and other benefit costs | 60,848.95 | 62,768.41 |
| thereof for pensions EUR 34,270.87 (prior year: EUR 36,797.87) | | |
| 7. Other operating expenses | 3,239,421.56 | 3,686,217.11 |
| 8. Other interest and similar income | 167.18 | 1,256.82 |
| - thereof from affiliated companies EUR 167.18 (prior year: EUR 1,256.82) | | |
| 9. Interest and similar expenses | 4,322.72 | 3,546.99 |
| - thereof from affiliated companies EUR 4,322.72 (prior year: EUR 3,546.99) | | |
| 10. Income from ordinary activities | 131,093.52 | 154,414.69 |
| 11. Income taxes | 28,009.72 | 56,391.53 |
| - thereof from deferred tax assets: EUR 7,238.49 (prior year: EUR 6,603.40) | | |
| 12. Net income | <u>103,083.80</u> | <u>98,023.16</u> |

The following table compares the cash flow statement items for the financial years 2014 and 2013. The financial information given below has been audited:

Société Générale Effekten GmbH

Cash Flow Statement as of December 31, 2014

Cash Flow Statement

| | 2014 EUR | 2013 EUR |
|--|-----------------------|--------------------------|
| 1. Cash flow from operating activities | | |
| Net income for the fiscal year before extraordinary items | 103,083.80 | 98,023.16 |
| Increase / Decrease (-) in provisions | -2,141.78 | 75,083.15 |
| Increase (-) / Decrease (+) in receivables as well as other assets not attributable to investment or financing activities | -453,240,229.36 | 8,582,553,063.81 |
| Increase deferred tax assets | -7,238.49 | -6,603.40 |
| Increase / Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities | <u>452,708,882.32</u> | <u>-8,582,830,741.24</u> |
| Cash flow from continuing operations | -437,643.51 | -111,174.52 |
| 2. Closing balance of cash funds | | |
| Change in cash funds | -437,643.51 | -111,174.52 |
| Opening balance of cash funds | <u>358,741.40</u> | <u>469,915.92</u> |
| Closing balance of cash funds | <u>-78,902.11</u> | <u>358,741.40</u> |
| 3. Composition of cash funds | | |
| Liquid assets | <u>-78,902.11</u> | <u>358,741.40</u> |

Other disclosures in accordance with paragraph 52 of German Accounting Standard (DRS) 2:

- a) Daily payable liabilities due to the shareholder are presented under cash funds.
- b) The definition of cash funds was not changed compared to the previous period.
- c) The carrying amount of cash funds corresponds to bank deposits and is reported in the position "Receivables from affiliated companies".
- d) No significant non-cash investment or financing operations or transactions were entered into in the reporting period.
- e) The Company did not purchase or sell any companies in the reporting period.

Comments on the annual financial statements at December 31, 2014, and other disclosures

The annual financial statements of Société Générale Effekten GmbH at December 31, 2014, have been prepared according to the accounting regulations of the German Commercial Code (HGB) and the supplementary regulations of the Limited Liability Companies Act (GmbHG) in compliance with generally accepted accounting principles.

1. Recognition and measurement principles

Accounts receivable are recognized at their nominal amount plus accrued interest. Liabilities not hedged are recognized at their settlement value.

The calculation of deferred taxes is based on temporary differences between items on the statement of financial position when considered under commercial law and tax law pursuant to Section 274 HGB. They were recognized in the statement of financial position as deferred tax assets in the amount of EUR 19,872.39 due to pension provisions. The tax rate used to calculate the deferred taxes was 31.93%.

The provisions for pensions were measured at the settlement value according to actuarial principles, taking the 2005 G life expectancy tables into account, which is necessary according to reasonable business assessment (Section 253 (I)(2) HGB). They are discounted on a flat-rate basis using an average market interest rate corresponding to a remaining time to maturity of 15 years (Section 253 (II)(2) HGB). The expectancy cash value method is used as an actuarial measurement method. The following parameters were assumed for the pension provisions: a discount rate of 4.62% (PY: 4.90%), a remuneration development of 2.90% (PY: 2.90%), and pension development of 1.90% (PY: 1.90%). The effects of interest rate changes are recognized in the operating profits. The other provisions with a remaining term of up to one year are not discounted and included on the liabilities side at their settlement value necessary according to reasonable business assessment.

Option premiums are recognized until exercise or lapse as Other assets or Other liabilities. At exercise or lapse, collection occurs, affecting net income.

The issued certificates are recognized as Liabilities from issued certificates until due. The issued certificates are offset by hedging transactions, which are recognized in Receivables from affiliated companies.

The liabilities from issued certificates and warrants and the hedging transactions recognized in Receivables and other assets were merged into measurement units and included on the liabilities side at cost of purchase or recognized as assets in the amount of the issue proceeds. These are perfect micro-hedges. Remeasurement pursuant to Section 254 HGB does not occur due to their characteristic as measurement units, i.e., due to non-recognition of the offsetting changes in value, the net hedge presentation method is used in this context (Section 285 (19b) and (19c) HGB as well as Section 285 (23a) and (23b) HGB). It was not necessary to make any value adjustments on the Receivables and Other Assets.

Liabilities not merged into measurement units and included on the liabilities side at their settlement value.

The portfolio of issued options and certificates at the reporting date is fully hedged against market price changes using hedging transactions with the shareholder.

In addition, the Company works in the context of a trust agreement with the sole shareholder, Société Générale, Paris.

The certificates from trust transactions are offset by hedging transactions that are recognized under trust assets. Recognition of these transactions occurs at cost of purchase.

2. Notes to the statement of financial position

The **Receivables from affiliated companies** consist of EUR 7,013,194 thousand (PY: EUR 10,056,813 thousand) owed by the shareholder.

Other assets primarily comprise the OTC options acquired by the shareholder to hedge issued warrants.

The **Trust receivables** involve funds forwarded to the shareholder from multiple certificates issued for the shareholder.

The **Other provisions** result primarily from provisions for issuing costs as well as audit and consulting costs.

The **Trust liabilities** include the issue of certificates issued in the Company's own name for the account of third parties.

Certificates (issued) in foreign currencies are recognized in the item "Liabilities from issued certificates" on the liabilities side of the statement of financial position in a total amount of EUR 352,411 thousand (EUR 4,189 thousand from AUD, EUR 12,134 thousand from CAD, EUR 490 thousand from CHF, EUR 23,302 thousand from SEK, and EUR 312,296 thousand from USD). The corresponding hedges are carried in the same amount in the item "Receivables from investment of issue proceeds" and "trust assets – receivables" on the assets side of the statement of financial position. Currency translations is performed at the exchange rate applicable on the posting date as part of the formation of valuation units (net hedge presentation method), taking into account the terms and conditions of the issue specified in the respective prospectus. The hedging of currency risk means that exchange rate fluctuations do not have any impact on the income statement.

Warrants (issued) in foreign currencies are recognized in the item "Other liabilities" on the liabilities side of the statement of financial position in a total amount of EUR 3,139,651 thousand

(EUR 43,1238 thousand from GBP and EUR 3,096,513 thousand from SEK). The corresponding hedges are carried in the same amount under the item "Other assets" on the assets side of the statement of financial position. Currency translations is performed at the exchange rate applicable on the posting date as part of the formation of valuation units (net hedge presentation method), taking into account the terms and conditions of the issue specified in the respective prospectus. The hedging of currency risk means that exchange rate fluctuations do not have any impact on the income statement.

| Breakdown of receivables and payables by maturity | | | | | |
|--|------------|------------------------|------------------------|-----------------------------|--|
| EUR'000 | Total | Due in up to 1 year | Due in 1 to 5 years | Due in more than 5 years | |
| Receivables | | | | | |
| - From investment of issue proceeds | 7,011,368 | 3,206,461 | 1,657,689 | 2,147,218 | |
| - Other receivables | 1,826 | 1,826 | 0 | 0 | |
| - From trust accounts | 5,238,971 | 445,675 | 4,320,032 | 473,264 | |
| Other assets | 10,051,970 | 3,443,315 | 2,665,283 | 3,943,372 | |
| Liabilities | | | | | |
| - From issued certificates | 7,011,368 | 3,206,461 | 1,657,689 | 2,147,218 | |
| - Trade receivables | 248 | 248 | 0 | 0 | |
| - Due to affiliated companies | 79 | 79 | 0 | 0 | |
| - From trust accounts | 5,238,971 | 445,675 | 4,320,032 | 473,264 | |
| Other liabilities | 10,051,955 | 3,443,300 | 2,665,283 | 3,943,372 | |

3. Notes to the Income Statement

The income statement is prepared in accordance with the period accounting method.

Other operating income primarily related to cost absorption by the shareholder.

Other operating expenses consist primarily of issue costs, legal and consulting fees, and stock exchange costs.

Income taxes relate to the result of ordinary operations.

4. Information on the issuing activities

The total issue of financial year 2014 breaks down as follows: All issues are fully hedged by concluding identically equipped OTC options or by investing issue proceeds with Société Générale, Paris.

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2014 | | | FISCAL YEAR 2013 | | |
|---------------------------------|------------------------------------|------------------|----------------------|----------------------|------------------|----------------------|----------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Warrants | | | | | | | |
| Stock warrants | Call | 3,833 | 222,314,000 | 29-Dec-20 | 4,477 | 4,396,151,000 | 21-Jan-33 |
| | Put | 1,876 | 108,808,000 | 29-Dec-15 | 1,647 | 520,322,000 | 03-Jan-25 |
| | Open end turbo long | 500 | 29,000,000 | open end | 127 | 6,733,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 23,878 | 1,392,638,000 | 29-Mar-16 | 11,070 | 222,852,000 | 02-Jan-15 |
| | Open end turbo short | 122 | 7,076,000 | open end | - | - | - |
| | Warrant | 11 | 638,000 | 27-Mar-15 | - | - | - |
| | | | 30,220 | 1,760,474,000 | | 17,321 | 5,146,058,000 |
| Index warrants | Call | 1,264 | 73,312,000 | 27-Jun-24 | 1,186 | 731,099,000 | 21-Jan-33 |
| | Put | 908 | 52,664,000 | 08-Jan-16 | 954 | 274,610,500 | 03-Jan-25 |
| | Open end turbo short | 172 | 9,976,000 | open end | 154 | 11,377,000 | open end |
| | Open end turbo long | 214 | 12,412,000 | open end | 169 | 17,449,000 | open end |
| | Inline /StayHigh/ StayLow warrant | 17,369 | 1,007,402,000 | 24-Jun-16 | 9,219 | 185,648,845 | 26-Jun-15 |
| | Warrant | 108 | 6,264,000 | 28-Jun-19 | - | - | - |
| | Discount warrant | 110 | 6,380,000 | 25-Feb-15 | 120 | 6,420,000 | 03-Jan-14 |
| | Condor warrant | - | - | - | 1 | 100,000 | 03-Jan-14 |
| | Other | 3 | 174,000 | 29-Dec-15 | 32 | 910,000 | open end |
| | | 20,148 | 1,168,584,000 | | 11,835 | 1,227,614,345 | |
| Currency warrants | Open end turbo short | 55 | 3,190,000 | open end | 98 | 88,134,000 | open end |
| | Open end turbo long | 61 | 3,538,000 | open end | 85 | 67,200,000 | open end |
| | Call | 47 | 2,726,000 | 26-Jun-15 | - | - | - |
| | Put | 30 | 1,740,000 | 22-Jun-16 | - | - | - |
| | | 193 | 11,194,000 | | 183 | 155,334,000 | |
| Commodity warrants | Call | 421 | 24,418,000 | 18-Dec-20 | 654 | 117,063,500 | 22-Dec-18 |
| | Put | 135 | 7,830,000 | 02-Nov-18 | 357 | 50,197,000 | 22-Dec-17 |
| | Open end turbo short | 426 | 24,708,000 | open end | 493 | 88,538,000 | open end |
| | Open end turbo long | 371 | 21,518,000 | open end | 593 | 94,999,000 | open end |
| | Inline /StayHigh/ StayLow warrant | 2,629 | 152,482,000 | 18-Mar-16 | 1,099 | 22,880,000 | 20-Dec-13 |
| | Hamster warrant | - | - | - | - | - | - |
| | Call discount warrant | - | - | - | 15 | 300,000 | 18-Nov-13 |
| | Warrant | 5 | 290,000 | 27-Mar-15 | - | - | - |
| | Corridor hit warrant | - | - | - | 7 | 130,000 | 03-Jan-14 |
| | | 3,987 | 231,246,000 | | 3,218 | 374,107,500 | |
| Fixed income | Call | - | - | - | - | - | - |
| | Put | - | - | - | - | - | - |
| | Open end turbo short | 63 | 3,654,000 | open end | 64 | 3,240,000 | open end |
| | Open end turbo long | 61 | 3,538,000 | open end | 48 | 2,947,000 | open end |
| | | 124 | 7,192,000 | | 112 | 6,187,000 | |
| Two/multiple base values | Alpha warrant | - | - | - | 71 | 160,000 | 21-Jan-33 |
| | | 0 | 0 | | 71 | 160,000 | |
| TOTAL warrants: | | 54,672 | 3,178,690,000 | | 32,740 | 6,909,460,845 | |

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2014 | | | FISCAL YEAR 2013 | | |
|---|---------------------|------------------|----------------------|--------------------|------------------|----------------------|--------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Certificates | | | | | | | |
| Stock certificates | Bonus | 4,743 | 266,858,000 | 25-Jan-21 | 3,705 | 78,168,800 | 29-Aug-17 |
| | Discount | 1,934 | 112,172,000 | 23-Dec-16 | 1,468 | 34,648,000 | 02-Jan-15 |
| | Express | 243 | 14,094,000 | 29-Dec-20 | 299 | 1,271,720 | 19-Aug-19 |
| | Leverage | - | - | - | - | - | - |
| | Outperformance | - | - | - | 60 | 677,300 | 26-Jun-15 |
| | Alpha | - | - | - | 1 | 7,000 | 03-Jan-14 |
| | Other | 21 | 1,218,000 | 07-Jan-22 | 20 | 160,000 | 27-Jun-14 |
| | | | 6,941 | 394,342,000 | | 5,553 | 114,932,820 |
| Bonds | Stocks | 294 | 17,052,000 | 29-Mar-16 | 37 | 273,904 | 15-Apr-33 |
| | Index-linked | - | - | - | - | - | - |
| | Interest-linked | - | - | - | 14 | 32,864 | 28-Feb-23 |
| | Inflation-indexed | - | - | - | 3 | 1,040 | 08-Mar-23 |
| | Reverse convertible | - | - | - | - | - | - |
| | Other | 3 | 174,000 | 07-Apr-16 | 2 | 10,650 | 22-May-17 |
| | | 297 | 17,226,000 | | 56 | 318,458 | |
| Loans | Credit-linked note | 1 | 58,000 | 01-Oct-20 | - | - | - |
| | | 1 | 58,000 | | 0 | 0 | |
| Index certificates | Bonus | 3,503 | 203,174,000 | 22-Dec-17 | 6,428 | 106,752,725 | open end |
| | Discount | 915 | 53,070,000 | 22-Dec-17 | 3,351 | 20,591,090 | 29-Dec-15 |
| | Express | 201 | 11,658,000 | 08-Dec-22 | 75 | 1,638,470 | 27-Jan-20 |
| | Leverage | 7 | 406,000 | 00.01.1900 | 43 | 259,550,000 | 23-Feb-18 |
| | Outperformance | - | - | - | 5 | 320,700 | 27-Jan-17 |
| | Other | 59 | 3,422,000 | 01-Jan-99 | 39 | 421,350 | open end |
| | | | 4,685 | 271,730,000 | | 9,941 | 389,274,335 |
| Currency certificates | Other | - | - | - | 1 | 300 | 14-Mar-19 |
| | | 0 | 0 | | 1 | 300 | |
| Commodity certificates | Guarantee | - | - | - | - | - | - |
| | Bonus | 46 | 2,668,000 | 22-Mar-18 | 13 | 295,500 | 25-Feb-20 |
| | Discount | 382 | 22,156,000 | 04-Nov-19 | 304 | 1,448,000 | 19-Dec-14 |
| | Express | 8 | 464,000 | 09-Apr-19 | - | - | - |
| | Leverage | - | - | - | - | - | - |
| | Other | 2 | 116,000 | 17-Aug-20 | 4 | 334,000 | open end |
| | | 438 | 25,404,000 | | 321 | 2,077,500 | |
| Fund certificates | Other | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| Futures certificates | Index-linked | - | - | - | - | - | - |
| | Bonus | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| TOTAL certificates | | 12,362 | 708,760,000 | | 15,872 | 506,603,413 | |
| Total certificates and warrants: | | 67,034 | 3,887,450,000 | | 48,612 | 7,416,064,258 | |

The fair value of the financial derivatives as well as bonds with embedded derivatives is measured in principle using market values; in case of illiquid markets, measurement uses internal models. These “in-house valuation models” are regularly tested by specialists in the Risk department of Société Générale, Paris. Derivative financial instruments with option characteristics are measured by Société Générale, Paris, using generally recognized option price models.

When an active market exists, prices quoted by stock exchanges, brokers, and pricing agencies are used.

The type, volume, and fair values of the derivative hedging transactions at the reporting date are shown below: The Company holds 30,851 OTC options with a market value of EUR 9,987 million to hedge the stock and index warrants, 351 OTC options with a market value of EUR 159 million to hedge the foreign currency warrants, and 4,209 OTC options with a market value of EUR 2,795 million to hedge the raw materials warrants. There were no fixed-income warrants or corresponding hedges in the portfolio at the reporting date.

In addition, the Company holds 14,157 certificates with a market value of EUR 12,212 million, including trust transactions.

The carrying amount of the warrants listed here at December 31, 2014, is EUR 9,877 million, which is included in the Other Liabilities item on the statement of financial position. The carrying amount of the issued certificates at December 31, 2014, is EUR 12,301 million, which is divided between the item Liabilities from Issued Certificates and the item Trust Liabilities in the statement of financial position.

5. Statements on the fees recognized as expenses in the reporting period

The auditing fee for 2014, which was recognized as expense in financial year 2014, is EUR 50 thousand.

6. Statements on members of company bodies and employees

The following individuals were appointed as managing directors in financial year 2014:

Mr. Jean-Louis Jégou, banker, Frankfurt am Main

Dr. Joachim Totzke, general counsel, Frankfurt am Main

Dr. Ulrich Scheuerle, tax consultant, Frankfurt am Main (until December 1, 2014)

By way of a resolution adopted by the shareholder meeting on February 9, 2015, Mr. Rainer Welfens, business administrator, Saint Maur des Fossés, France, was appointed managing director.

The managing directors Jean-Louis Jégou and Dr. Joachim Totzke are employees of Société Générale, Frankfurt am Main branch office. Mr. Rainer Welfens is an employee of Société Générale, Paris. Expenses of EUR 12 thousand as remuneration for the managing director work were passed on to Société Générale Effekten GmbH for financial year 2014.

The Company employed an average of 1.5 employees during the financial year.

As a capital market-oriented company, the Company has established an Audit Committee under Section 264d HGB consisting of the following members:

Mr. Peter Boesenberg (chair)

Ms. Catherine Bittner (until December 15, 2014)

Mr. Dimitri Brunot (starting December 15, 2014)

Mr. Achim Oswald

Mr. Rainer Welfens (starting December 15, 2014)

Ms. Heike Stuebban

7. Group affiliation

The parent company of Société Générale Effekten GmbH that prepares consolidated financial statements is Société Générale, Paris. Notice of publication of the consolidated financial statements of Société Générale, Paris, occurs in France in the "Bulletin des Annonces Légales et Obligatoires (BALO)" under the heading "Publications Périodiques" (R.C.S: 552 120 222).

The consolidated financial statements are available on the website www.socgen.com.

b) Historical Financial Information for the Financial Year 2013

The following table shows the Balance sheet as of December 31, 2013 for the financial year 2013. The financial information given below has been audited.

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN

Balance Sheet as of December 31, 2013

ASSETS

| | Dec. 31, 2013 EUR | Dec. 31, 2012 EUR |
|---|--------------------------|--------------------------|
| A. CURRENT ASSETS | | |
| I. Receivables and other assets | | |
| 1. Receivables from affiliated companies | | |
| a) from the investment of issuing proceeds | 10,055,371,126.43 | 17,494,894,657.67 |
| - of which with a remaining term of more than one year: EUR 6,660,798,562.16 (previous year: EUR 11,137,474,117.60) | | |
| b) Other receivables | 1,442,072.71 | 1,377,615.91 |
| - of which with a remaining term of more than one year: EUR 0.00 (previous year: EUR 0.00) | | |
| 2. Other assets | 5,376,266,955.37 | 7,164,311,547.17 |
| - of which with a remaining term of more than one year: EUR 3,535,813,213.77 (previous year: EUR 5,582,479,125.71) | | |
| | <u>15,433,080,154.51</u> | <u>24,660,583,820.75</u> |
| | | |
| B. DEFERRED TAX ASSETS | 12,633.90 | 6,030.50 |
| | | |
| C. TRUST ASSETS | | |
| Receivables | 6,418,253,205.21 | 5,773,413,777.30 |
| - of which with a remaining term of more than one year: EUR 5,698,626,941.69 (previous year: EUR 5,096,724,378.16) | | |
| | <u>21,851,345,993.62</u> | <u>30,434,003,628.55</u> |

EQUITY & LIABILITIES

| | Dec. 31, 2013 EUR | Dec. 31, 2012 EUR |
|---|--------------------------|--------------------------|
| A. EQUITY | | |
| I. Subscribed capital | 25,564.59 | 25,564.59 |
| II. Retained profits brought forward | 806,949.38 | 591,482.34 |
| III. Net income for the year | 98,023.16 | 215,467.04 |
| | <u>930,537.13</u> | <u>832,513.97</u> |
| | | |
| B. PROVISIONS | | |
| I. Provisions for pensions and similar obligations | 142,719.48 | 95,457.61 |
| II. Provisions for taxes | 6,300.00 | 74,025.27 |
| III. Other provisions | 353,854.65 | 258,308.10 |
| | <u>502,874.13</u> | <u>427,790.98</u> |
| | | |
| C. LIABILITIES | | |
| I. Liabilities under issued certificates | 10,055,371,126.43 | 17,494,894,657.67 |
| - of which, with a remaining term of up to one year: EUR 3,394,572,564.27 (previous year: EUR 6,357,420,540.07) | | |
| II. Trade payables | 19,897.34 | 58,156.83 |
| - of which, with a remaining term of up to one year: EUR 19,897.34 (previous year: EUR 58,156.83) | | |
| III. Liabilities to affiliated companies | 13,046.36 | 62,700.00 |
| - of which, with a remaining term of up to one year: EUR 13,046.36 (previous year: EUR 62,700.00) | | |
| IV. Other liabilities | 5,376,255,307.02 | 7,164,314,031.80 |
| - of which, with a remaining term of up to one year: EUR 1,840,442,075.25 (previous year: EUR 1,581,834,906.09) | | |
| - of which taxes: EUR 2,273.25 (previous year: EUR 2,131.75) | | |
| | <u>15,431,659,377.15</u> | <u>24,659,329,546.30</u> |
| | | |
| D. TRUST LIABILITIES | | |
| Certificates | 6,418,253,205.21 | 5,773,413,777.30 |
| - of which, with a remaining term of up to one year: EUR 719,626,263.52 (previous year: EUR 676,689,399.14) | | |
| | <u>21,851,345,993.62</u> | <u>30,434,003,628.55</u> |

The following table compares the income statement items for the financial years 2013 and 2012. The financial information given below has been audited:

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN, GERMANY

INCOME STATEMENT FOR THE PERIOD FROM JANUARY 1, 2013 TO DECEMBER 31, 2013

| | 2013 EUR | 2012 EUR |
|--|------------------------|-------------------------|
| | <hr/> | <hr/> |
| 1. Income from option contracts | 8,455,883,741.69 | 4,538,509,942.73 |
| 2. Expenses from option contracts | 8,455,883,741.69 | 4,538,509,942.73 |
| 3. Income from the certificate business | 3,071,364,173.89 | 3,388,902,182.00 |
| 4. Expenses from the certificate business | 3,071,364,173.89 | 3,388,902,182.00 |
| 5. Other operating income | 4,054,006.62 | 3,375,037.39 |
| 6. Personnel expenses | | |
| a) Wages and salaries | 148,316.24 | 145,186.86 |
| b) Social security, post-employment and other employee benefit costs | 62,768.41 | 31,235.48 |
| of which in respect of old age pensions EUR 36,797.87 (previous year: EUR 9,370.87) | | |
| 7. Other operating expenses | 3,686,217.11 | 2,869,450.92 |
| 8. Other interest and similar income | 1,256.82 | 0.00 |
| - of which from affiliated companies: EUR 1,256.82 (previous year: EUR 0.00) | | |
| 9. Interest and similar expenses | 3,546.99 | 7,928.60 |
| - of which from affiliated companies: EUR 3,546.99 (previous year: EUR 7,928.60) | | |
| 10. Result from ordinary activities | <hr/> 154,414.69 | <hr/> 321,235.53 |
| 11. Taxes on income | 56,391.53 | 105,768.49 |
| - of which from deferred tax assets: EUR 6,603.40 (previous year: EUR 1,944.50) | | |
| 12. Net income for the year | <hr/> <u>98,023.16</u> | <hr/> <u>215,467.04</u> |

The following table compares the cash flow statement items for the financial years 2013 and 2012. The financial information given below has been audited:

Société Générale Effekten GmbH

Cash Flow Statement as of December 31, 2013

Cash Flow Statement

| | 2013 EUR | 2012 EUR |
|---|--------------------------|---------------------------|
| 1. Cash flow from operating activities | | |
| Net income for the fiscal year before extraordinary items | 98,023.16 | 215,467.04 |
| Increase in provisions | 75,083.15 | 115,330.24 |
| Decrease in receivables as well as other assets not attributable to investment or financing activities | 8,582,553,063.81 | 12,725,077,718.48 |
| Increase deferred tax assets | -6,603.40 | -1,944.50 |
| Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities | <u>-8,582,830,741.24</u> | <u>-12,724,936,655.34</u> |
| Cash flow from continuing operations | -111,174.52 | 469,915.92 |
| 2. Closing balance of cash funds | | |
| Change in cash funds | -111,174.52 | 469,915.92 |
| Opening balance of cash funds | <u>469,915.92</u> | <u>0.00</u> |
| Closing balance of cash funds | <u>358,741.40</u> | <u>469,915.92</u> |
| 3. Composition of cash funds | | |
| Liquid assets | <u>358,741.40</u> | <u>469,915.92</u> |

Other disclosures in accordance with paragraph 52 of German Accounting Standard (DRS) 2:

- a) The daily payable demand deposits at the shareholder are presented under cash funds.
- b) The definition of cash funds was not changed compared to the previous period.
- c) The carrying amount of cash funds corresponds to bank deposits and is reported in the position "Receivables from affiliated companies"
- d) No significant non-cash investment or financing operations or transactions were entered into in the reporting period.
- e) The Company did not purchase or sell any companies in the reporting period.

Comments on the annual financial statements at December 31, 2013, and other disclosures

The annual financial statements of Société Générale Effekten GmbH at December 31, 2013, have been prepared according to the accounting regulations of the German Commercial Code (Handelsgesetzbuch, "HGB") and the supplementary regulations of the German Limited Liability Companies Act (Gesetz betreffend die Gesellschaften mit beschränkter Haftung, "GmbHG"), in compliance with generally accepted accounting principles.

1. Recognition and measurement principles

Accounts receivable are recognized at their nominal amount plus accrued interest. Liabilities not hedged are recognized at their settlement value.

The calculation of deferred taxes is based on temporary differences between items on the statement of financial position when considered under commercial law and tax law pursuant to Section 274 HGB. They were recognized in the statement of financial position as deferred tax assets in the amount of EUR 12,633.90 due to pension provisions. The tax rate used to calculate the deferred taxes was 31.93%.

The provisions for pensions were measured at the settlement value according to actuarial principles, taking the 2005 G life expectancy tables into account, which is necessary according to reasonable business assessment (Section 253 (I)(2) HGB). They are discounted on a flat-rate basis using an average market interest rate corresponding to a remaining time to maturity of 15 years (Section 253 (II)(2) HGB). The expectancy cash value method is used as an actuarial measurement method. The following parameters were assumed for the pension provisions: a discount rate of 4.90% (PY: 5.06%), a remuneration development of 2.90% (PY: 2.90%), and pension development of 1.90% (PY: 1.90%). The effects of interest rate changes are recognized in the operating profits. The other provisions with a remaining term of up to one year are not discounted.

Option premiums are recognized until exercise or lapse as Other assets or Other liabilities. At exercise or lapse, collection occurs, affecting net income.

The issued certificates are recognized as Liabilities from issued certificates until due. The issued certificates are offset by hedging transactions, which are recognized in Receivables from affiliated companies.

The liabilities from issued certificates and warrants and the hedging transactions recognized in Receivables and other assets were merged into measurement units and included on the liabilities side at cost of purchase or recognized as assets in the amount of the issue proceeds. These are perfect micro-hedges. Measurement pursuant to Section 254 HGB does not occur due to their characteristic as measurement units, i.e., due to non-recognition of the offsetting changes in value, the net hedge presentation method is used in this context (Section 285 (19b)

and (19c) HGB as well as Section 285 (23a) and (23b) HGB). It was not necessary to make any value adjustments on the Receivables and Other Assets.

The portfolio of issued options and certificates at the reporting date is fully hedged against market price changes using hedging transactions with the shareholder.

In addition, the Company works in the context of a trust agreement with the sole shareholder, Société Générale, Paris.

The certificates from trust transactions are offset by hedging transactions that are recognized under trust assets. Recognition of these transactions occurs at cost of purchase.

2. Notes to the statement of financial position

The **Receivables from affiliated companies** consist of EUR 10,056,813 thousand (PY: EUR 17,496,272 thousand) owed by the shareholder. Other Receivables include “Cash in banks” in the amount of EUR 359 thousand (PY: EUR 470 thousand).

Other Assets primarily comprise the OTC options acquired by the shareholder to hedge issued warrants.

The **Trust Receivables** involve funds forwarded to the shareholder from multiple certificates issued for the shareholder.

The **Other Provisions** result primarily from provisions for issuing costs as well as audit and consulting costs.

The **Trust Liabilities** include the issue of certificates issued in the Company's own name for the account of third parties.

Issues (certificates) in foreign currencies are recognized in the item “Receivables from Investment of Issue Proceeds” on the assets side and the item “Liabilities from Issued Certificates” on the liabilities side of the statement of financial position (each EUR 9,315 thousand from CAD, EUR 22,576 thousand from SEK, EUR 424,088 thousand from USD, and EUR 854,073 thousand from GBP), and in the item “Trust Assets – Receivables” on the assets side and “Trust Payables – Certificates” on the liabilities side (each EUR 500 thousand from CHF and EUR 366,279 thousand from USD). These amounts were translated using the official average exchange rate at 12/31/2013.

Issues (warrants) in foreign currencies are recognized in the item “Other Assets” on the assets side and “Other Liabilities” on the liabilities side of the statement of financial position (each EUR 780 thousand from GBP and EUR 1,724, 229 thousand from SEK). These amounts were translated using the official average exchange rate at 12/31/2013.

| Breakdown of receivables and payables by maturity | | | | | |
|--|------------|---------------------|---------------------|--------------------------|--|
| in EUR'000 | | | | | |
| | Total | Due up to 1 year | Due 1 to 5 years | Due More than 5 years | |
| Receivables | | | | | |
| - From investment of issue proceeds | 10,055,371 | 3,394,573 | 4,363,263 | 2,297,535 | |
| - Other receivables | 1,442 | 1,442 | 0 | 0 | |
| - From trust accounts | 6,418,253 | 719,626 | 4,816,192 | 882,435 | |
| Other assets | 5,376,267 | 1,840,454 | 1,376,835 | 2,158,978 | |
| Liabilities | | | | | |
| - From issued certificates | 10,055,371 | 3,394,573 | 4,363,263 | 2,297,535 | |
| - Trade receivables | 20 | 20 | 0 | 0 | |
| - Due to affiliated companies | 13 | 13 | 0 | 0 | |
| - From trust accounts | 6,418,253 | 719,626 | 4,816,192 | 882,435 | |
| Other liabilities | 5,376,255 | 1,840,442 | 1,376,835 | 2,158,978 | |

3. Notes to the Income Statement

The income statement is prepared in accordance with the period accounting method.

Other Operating Income primarily related to cost absorption by the shareholder.

Other Operating Expenses consist primarily of issue costs, legal and consulting fees, and stock exchange costs.

Income Taxes relate to the result of ordinary operations.

4. Information on the issuing activities

The total issue of fiscal year 2013 breaks down as follows: All issues are fully hedged by concluding identically equipped OTC options or by investing issue proceeds with Société Générale, Paris.

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2013 | | | FISCAL YEAR 2012 | | |
|---------------------------------|------------------------------------|------------------|----------------------|----------------------|------------------|----------------------|----------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Warrants | | | | | | | |
| Stock warrants | CALL | 4,477 | 4,396,151,000 | 21-Jan-33 | 816 | 1,685,903,000 | 22-Dec-17 |
| | PUT | 1,647 | 520,322,000 | 03-Jan-25 | 11 | 2,103,000 | 04-Jan-13 |
| | Open End Turbo Long | 127 | 6,733,000 | open end | 259 | 14,012,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 11,070 | 222,852,000 | 02-Jan-15 | 5,861 | 117,240,000 | 03-Jan-14 |
| | Corridor hit warrant | - | - | - | - | - | - |
| | Hamster warrant | - | - | - | 19 | 380,000 | 11-Jun-12 |
| | Discount warrant | - | - | - | 1 | 40,000 | 03-Jan-14 |
| | | | 17,321 | 5,146,058,000 | | 6,967 | 1,819,678,000 |
| Index warrant | CALL | 1,186 | 731,099,000 | 21-Jan-33 | 590 | 443,002,200 | 22-Dec-17 |
| | PUT | 954 | 274,610,500 | 03-Jan-25 | 414 | 158,087,000 | 02-Jan-15 |
| | Open End Turbo Short | 154 | 11,377,000 | open end | 98 | 8,011,500 | open end |
| | Open End Turbo Long | 169 | 17,449,000 | open end | 165 | 18,333,173 | open end |
| | Inline / StayHigh/ StayLow warrant | 9,219 | 185,648,845 | 26-Jun-15 | 4,358 | 88,202,000 | 27-Jun-14 |
| | Corridor hit warrant | - | - | - | - | - | - |
| | Hamster warrant | - | - | - | 35 | 700,000 | 12-Sep-12 |
| | Discount warrant | 120 | 6,420,000 | 03-Jan-14 | 77 | 2,578,000 | 03-Jan-14 |
| | Condor warrant | 1 | 100,000 | 03-Jan-14 | 127 | 5,080,000 | 03-Jan-14 |
| | Other | 32 | 910,000 | open end | 21 | 2,200,005 | open end |
| | | 11,835 | 1,227,614,345 | | 5,885 | 726,193,878 | |
| Currency warrant | Open End Turbo Short | 98 | 88,134,000 | open end | 87 | 4,327,000 | open end |
| | Open End Turbo Long | 85 | 67,200,000 | open end | 120 | 5,444,000 | open end |
| | | 183 | 155,334,000 | | 207 | 9,771,000 | |
| Raw material warrant | CALL | 654 | 117,063,500 | 22-Dec-18 | 415 | 217,476,500 | 22-Nov-18 |
| | PUT | 357 | 50,197,000 | 22-Dec-17 | 281 | 79,610,000 | 22-Nov-18 |
| | CALL Future | - | - | - | - | - | - |
| | PUT Future | - | - | - | - | - | - |
| | Open End Turbo Short | 493 | 88,538,000 | open end | 1,124 | 204,314,000 | open end |
| | Open End Turbo Long | 593 | 94,999,000 | open end | 1,445 | 352,559,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 1,099 | 22,880,000 | 20-Dec-13 | 904 | 20,120,870 | 20-Dec-13 |
| | Hamster warrant | - | - | - | 17 | 340,000 | 02-Oct-12 |
| | CALL Discount warrant | 15 | 300,000 | 18-Nov-13 | 13 | 520,000 | 27-Mar-13 |
| | PUT Discount warrant | - | - | - | 13 | 520,000 | 27-Mar-13 |
| Corridor Hit warrant | 7 | 130,000 | 03-Jan-14 | 18 | 360,000 | 15-Jun-12 | |
| | | 3,218 | 374,107,500 | | 4,230 | 875,820,370 | |
| Fixed Income | CALL | - | - | - | 41 | 5,423,370 | 27-Mar-13 |
| | PUT | - | - | - | 28 | 3,349,120 | 27-Mar-13 |
| | Open End Turbo Short | 64 | 3,240,000 | open end | 132 | 7,494,000 | open end |
| | Open End Turbo Long | 48 | 2,947,000 | open end | 94 | 6,324,970 | open end |
| | CALL Discount warrant | - | - | - | 71 | 2,260,000 | 02-Jan-13 |
| | PUT Discount warrant | - | - | - | 64 | 1,960,000 | 02-Jan-13 |
| | | 112 | 6,187,000 | | 430 | 26,811,460 | |
| Two/multiple base values | Alpha warrant | 71 | 160,000 | 21-Jan-33 | - | - | - |
| | | 71 | 160,000 | | 0 | 0 | |
| TOTAL warrants: | | 32,740 | 6,909,460,845 | | 17,719 | 3,458,274,708 | |

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2013 | | | FISCAL YEAR 2012 | | |
|---|-----------------------|------------------|----------------------|------------------|------------------|----------------------|------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Certificates | | | | | | | |
| Stock certificates | Bonus | 3,705 | 78,168,800 | 29-Aug-17 | 5,632 | 126,727,100 | 20-Feb-20 |
| | Discount | 1,468 | 34,648,000 | 02-Jan-15 | 2,203 | 85,643,000 | 08-Jan-14 |
| | Express | 299 | 1,271,720 | 19-Aug-19 | 167 | 1,569,100 | 25-Mar-19 |
| | Leverage | - | - | - | - | - | - |
| | Outperformance | 60 | 677,300 | 26-Jun-15 | 46 | 729,800 | 28-Jun-13 |
| | Alpha | 1 | 7,000 | 03-Jan-14 | 2 | 4,000 | 05-Sep-14 |
| | Other | 20 | 160,000 | 27-Jun-14 | 34 | 3,077,046 | 09-Nov-20 |
| | | 5,553 | 114,932,820 | | 8,084 | 217,750,046 | |
| Bonds | Stocks | 37 | 273,904 | 15-Apr-33 | 71 | 1,082,571 | 28-Dec-21 |
| | Index | - | - | - | 12 | 139,100 | 30-Aug-18 |
| | Interest-bearing bond | 14 | 32,864 | 28-Feb-23 | 48 | 329,056 | 28-Dec-22 |
| | Inflation bond | 3 | 1,040 | 08-Mar-23 | 7 | 16,550 | 21-Dec-18 |
| | Reverse Convertible | - | - | - | 2 | 700 | 04-Oct-13 |
| | Other | 2 | 10,650 | 22-May-17 | 22 | 651,468 | 07-Dec-18 |
| | | 56 | 318,458 | | 162 | 2,219,445 | |
| Index Certificates | Bonus | 6,428 | 106,752,725 | open end | 4,689 | 30,236,100 | 24-Jun-16 |
| | Discount | 3,351 | 20,591,090 | 29-Dec-15 | 1,287 | 11,192,000 | 03-Jan-14 |
| | Express | 75 | 1,638,470 | 27-Jan-20 | 37 | 948,000 | 04-Jan-19 |
| | Leverage | 43 | 259,550,000 | 23-Feb-18 | 20 | 50,300,000 | 26-May-17 |
| | Outperformance | 5 | 320,700 | 27-Jan-17 | - | - | - |
| | Other | 39 | 421,350 | open end | 53 | 76,099,607 | open end |
| | | 9,941 | 389,274,335 | | 6,086 | 168,775,707 | |
| Currency certificates | Other | 1 | 300 | 14-Mar-19 | 5 | 23,020,000 | 24-Oct-16 |
| | | 1 | 300 | | 5 | 23,020,000 | |
| Raw materials certificates | Guarantee | - | - | - | - | - | - |
| | Bonus | 13 | 295,500 | 25-Feb-20 | 65 | 226,500 | 14-Feb-19 |
| | Discount | 304 | 1,448,000 | 19-Dec-14 | 234 | 1,083,000 | 20-Jun-14 |
| | Express | - | - | - | 2 | 18,000 | 15-Sep-15 |
| | Leverage | - | - | - | 4 | 2,700,000 | open end |
| | Other | 4 | 334,000 | open end | 16 | 1,403,000 | open end |
| | | 321 | 2,077,500 | | 321 | 5,430,500 | |
| Fund certificates | Other | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| Futures certificates | Index | - | - | - | 20 | 473,000 | 02-Jan-15 |
| | Bonus | - | - | - | 3 | 1,008,000 | 16-Apr-14 |
| | | 0 | 0 | | 23 | 1,481,000 | |
| TOTAL Certificates | | 15,872 | 506,603,413 | | 14,681 | 418,676,698 | |
| TOTAL Certificates and Warrants: | | 48,612 | 7,416,064,258 | | 32,400 | 3,876,951,406 | |

The fair value of the financial derivatives as well as bonds with embedded derivatives is measured in principle using market values; in case of illiquid markets, measurement uses internal models. These “in-house valuation models” are regularly tested by specialists in the Risk department of Société Générale, Paris. Derivative financial instruments with option characteristics are measured by Société Générale, Paris, using generally recognized option price models.

When an active market exists, prices quoted by stock exchanges, brokers, and pricing agencies are used.

The type, volume, and fair values of the derivative hedging transactions at the reporting date are shown below: The Company holds 15,965 OTC options with a market value of EUR 6,493 million to hedge the stock and index warrants, 322 OTC options with a market value of EUR 142 million to hedge the foreign currency warrants, and 3,748 OTC options with a market value of EUR 8,519 million to hedge the raw materials warrants.

In addition, the Company holds 18,008 certificates with a market value of EUR 16,263 million, including trust transactions.

The carrying amount of the warrants listed here at December 31, 2013, is EUR 5,376 million, which is included in the Other Liabilities item on the statement of financial position. The carrying amount of the issued certificates at December 31, 2013, is EUR 16,473 million, which is recognized in the item Liabilities from Issued Certificates and the item Trust Liabilities on the statement of financial position.

c) Financial Statements

Attached as exhibits I and II to this registration document are the financial statements as of December 31, 2014 and December 31, 2013, the management reports of the Issuer, Société Générale Effekten GmbH, the cash flow statements for the financial years 2014 and 2013 and the relevant audit opinions.

d) Audit of the Financial Information

The annual financial statements of Société Générale Effekten GmbH, Frankfurt am Main – comprising the balance sheet, the income statement, the cash flow statement, the statement of changes in equity, and the notes to the annual financial statements – and the management report for the financial year 2013 (from January 1, 2013 to December 31, 2013) has been audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, and an unqualified audit opinion has been issued thereon.

The annual financial statements of Société Générale Effekten GmbH, Frankfurt am Main – comprising the statement of financial position, the income statement, the cash flow statement, the statement of changes in equity, and the notes to the annual financial statements – and the management report for the financial year 2014 (from January 1, 2014 to December 31, 2014) has been audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, and an unqualified audit opinion has been issued thereon.

e) Interim Financial Information

Since the end of the last financial year, no interim financial information has been prepared.

f) Significant Court or Arbitration Proceedings

Any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the issuer is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past, significant effects on the issuer and/or group's financial position or profitability, do not exist or have not existed.

g) Significant Changes in the Financial Position or Trading Position of the Issuer

Since the end of the last financial year, 31 December 2014, no significant changes in the financial or trading position of the Issuer have occurred.

7. Additional Notes

The fully paid-in capital stock of Société Générale Effekten GmbH amounts to EUR 25,564.59. All shares in the Company are held by Société Générale, Paris.

Société Générale Effekten GmbH is entered in the commercial register of Frankfurt local court under no. HRB 32283.

The business purpose of the Company as stipulated in Art. 2 of its articles of association dated October 5, 1990, is the issue and sale of securities as well as related activities, with the exception of those requiring a license.

8. Significant Contracts

With effect from February 28, 2006, Société Générale Effekten GmbH concluded a framework trust agreement with Société Générale, Paris. The trust agreement governs the issue of debt securities in Société Générale Effekten GmbH's name for the account of Société Générale, Paris. Société Générale Effekten GmbH agrees to receive all proceeds from the issue of debt securities and pass them on to Société Générale, Paris. The trust agreement was concluded for a one-year term and will renew itself automatically by one more year unless it has been terminated with 15 days' notice.

Furthermore, Société Générale Effekten GmbH and Société Générale, Paris have entered into an agreement on May 1, 2005 regarding the refunding of the costs incurred by Société Générale Effekten GmbH in connection with its issuing activities. Under the terms of the agreement, Société Générale Effekten GmbH also receives a monthly management fee of 5% of the issue costs.

9. Documents Available for Inspection

The documents named in this registration document relating to Société Générale Effekten

GmbH and intended for publication are available for inspection at Société Générale, Frankfurt am Main branch, Neue Mainzer Straße 46 - 50, D-60311 Frankfurt am Main, during normal office hours.

While this registration document is valid, a copy of the following documents can be inspected in paper form in particular:

- The articles of association as amended on October 5, 1990
- The financial statements as of December 31, 2013 and as of December 31, 2014 and the management reports for the financial years 2013 and 2014 of Société Générale Effekten GmbH

VI. EXHIBIT I: Financial statements, management report, audit opinion and cash flow statement as of December 31, 2014

- 1. Management Report for the 2014 financial year**
- 2. Statement of financial position at December 31, 2014***
- 3. Income Statement for the period from January 1, 2014 to December 31, 2014***
- 4. Notes to the Annual Financial Statements for the 2014 financial year**
- 5. Cash Flow Statement***
- 6. Statement of Changes in Equity for the financial Year 2014**
- 7. Audit opinion of the independent auditor**

The following Financial statements, management report, audit opinion and cash flow statement as of December 31, 2014 have been translated from the German annual financial statement of Société Générale Effekten GmbH for the financial year 2014 into the English language.

* The presentation of the numbers contained in the tables on pages 42, 43, 51 and 52 corresponds with the German presentation of numbers where points instead of commas are used as separator for the thousands places and where commas instead of points are used as separator for the decimal places.

**Société Générale Effekten GmbH
Frankfurt am Main**

**Management Report
for the 2014 financial year**

A. Legal and Commercial Basis of the Company

Société Générale Effekten GmbH is a wholly-owned subsidiary of Société Générale S.A., Paris. The purpose of the company is to issue warrants and certificates, all of which are sold to the parent company, Société Générale S.A., Paris, to Société Générale Option Europe S.A., Paris, to Société Générale, Madrid branch, and to Inora Life Limited, Dublin. All counterparties are wholly-owned subsidiaries of Société Générale S.A.

Due to the implementation of the unified European permit ("European passport"), meaning that only a single approval of the prospectuses by the responsible supervisory authority (BaFin) is necessary, the Company lists its products on various stock exchanges in the European Union (stock exchanges in Madrid, Milan, Paris, Luxembourg, London, Stockholm, Helsinki, etc.).

After being purchased by the counterparties listed above, in a second step the issues are placed with end customers by Société Générale S.A., Paris, so that no influence on the economic circumstances of the issuer results from this action.

B. Financial Review

I. Operating Conditions for Financial Year 2014

The German economy grew at a moderate rate in financial year 2014. The foreign trade environment continued to have a braking effect; the adjustment processes to deal with the financial crisis in the southern part of the euro zone continued. Alongside the risks in the euro zone, the ongoing conflict between Russia and Ukraine together with the associated trade sanctions is a source of uncertainty. Domestic economic factors in Germany, on the other hand, continued to stabilize. Continued positive development in employment supports private consumer spending and thus reinforces economic development.

In terms of financial market policy, regulation, and supervision in 2014, the year was dominated by the reorganization of European banking supervision, the asset quality review and stress tests of major banks.

The changes in base factors (stock and currency prices, indices, etc.) accompanying the economic development are the foundation for investors' expectations and are thus crucial to the design of issued products in the area of warrants and certificates. When launching new products in the past financial year 2014, the Company reacted quickly to such changes and created new products accordingly. The positive development of the German stock index led to premature "knock-out" of a large number of issues, which were replaced with new products.

II. Business developments

Financial year 2014 was characterized by a sharp increase in products issued in the area of warrants compared to the prior year.

The issue amount per product has declined significantly compared to prior years due to the implementation of the “up-to global note” (conversion in 2011). In this process, the issue amount depends on expected demand and can be increased incrementally as needed. This reduces non-placement of the total issue.

Warrants for a total of 54,672 products (PY: 32,740) were issued in financial year 2014. Along with 30,220 products for stocks, 20,148 products were created for various indices, 124 for fixed income, 193 for foreign currencies, and 3,987 for commodities.

In addition, 12,362 certificate products were issued (PY: 15,872). These are primarily bonus and discount certificates, unchanged from the prior year.

III. Net assets, financial position and results of operations

a) Net assets

Total assets increased EUR 453 million year-on-year to the current EUR 22,304 million.

The company's share capital remains unchanged at EUR 26 thousand. In addition, the company holds EUR 905 thousand in profit carried forward. The company's equity increased by the earned net income of EUR 103 thousand (PY: EUR 98 thousand) to EUR 1,034 thousand (PY: EUR 931 thousand).

All receivables are owed by the sole shareholder. No credit risks exist outside the Société Générale group.

b) Financial performance

The proceeds from the sale of issued warrants and certificates are always offset by the expenses for the acquisition of the corresponding hedging transactions, so that the Company does not generate any profit from its new issue activities.

Personnel expenses and other operating expenses are passed on to Société Générale S.A., Paris, based on a “cost plus” arrangement. As designed, it is not possible for the company to earn a net loss for the year, regardless of sales.

c) Financial position and liquidity

The nature and settlement of the Company's business activities aim at maintaining a balanced financial position at all times. Business transactions affecting cash flow result from the issues and their hedging transactions, from settlement of personnel and other operating expenses, and their on-debiting to Société Générale S.A., Paris.

Due to the complete reimbursement of all costs accruing at issue by the parent company, the company has sufficient liquidity and is in a position to satisfy all payment obligations.

IV. Non-financial performance indicators

The parent company is working to adjust systems and monitoring processes in order to increase operating efficiency. In financial year 2014, this included migrating existing control processes to the Group Permanent Supervision system.

C. Report on future development and opportunities and risks of the Company

I. Expected development of the Company (forecast report)

The changes in the internal and external system of reporting arising from the financial market crisis are continuing. These are being identified and implemented promptly in conjunction with the parent company.

For instance, a reporting procedure covering OTC regulations (EMIR) has been implemented.

Société Générale's growth strategy centers on Germany in its position as the second-biggest warrant/certificate market in the world. Société Générale Effekten GmbH aims to strengthen its market position through a project to expand issuing activities.

The Company intends to offer a broad range of products in the area of warrants and certificates again in 2015.

Furthermore, the Company further intends to maintain its issuing activities in other European countries.

Earnings in financial year 2015 will be positive, factoring in the Company's strict risk-covering policy, and will be of a similar volume to the past financial year. No liquidity bottlenecks will occur.

II. Risk report

The Company's risk situation is characterized by its well-organized transaction structure and its close integration into the Société Générale group.

Borrower default risks

There are no performance risks, since the payments from the sale of the securities issued and from the purchase of the hedge transactions, as well as those from any exercise of options, are always balanced. Receivables are only owed by the parent company, Société Générale S.A., Paris. The credit rating of Société Générale S.A., Paris, and its subsidiaries is the key factor for risk assessment.

Market price risks

All market price risks associated with issued warrants and certificates are fully hedged through hedging transactions with Société Générale S.A., Paris. This means there are no price change risks, currency risks or interest rate risks.

Liquidity risks

Daily monitoring of the payment flows and close coordination with the back-office departments in Paris ensure that the Company is always in a position to fulfill its payment obligations. No liquidity risks can be discerned at present due to the integration into the Société Générale group.

Operational risks

Société Générale S.A., Paris, has developed processes and systems for monitoring and controlling operational risks that are used by Société Générale Effekten GmbH. They are essentially based on the principle of permanent monitoring. Specially designed applications document processes and evaluate them according to prescribed criteria in order to prevent losses from operational risks. There are also precautions in the context of the Business Continuity Plan (BCP) to maintain seamless business operations in the event of disruptions to the infrastructure. The same rules and principles apply to the outsourced processes in the service centers in Bangalore and Bucharest as apply to Société Générale Effekten GmbH.

The measures and processes described here made it possible to ensure that no operational risks occurred in financial year 2014 in the following areas:

- Regulatory compliance risks
- Information technology risks
- Outsourcing risks
- Fraud risks

III. Opportunity report

The Company's strategy is designed to identify opportunities that arise in good time, to assess them using our risk management system or resource estimator, and to use them for successful development of the Company by means of suitable measures. A New Product Committee (NPC) is appointed in each case to design new products. All departments involved in the issuing process contribute their specific needs and resource allocations.

Consideration is given to all relevant factors for the Company, such as markets, competitive situation, strategic orientation, existing organization, personnel, back office, technical processing capacity, and volume factors.

D. Internal controlling and risk management system with regard to the financial accounting process

With regard to the financial accounting process, the Internal Controlling System (ICS) and Risk Management System (RMC) cover the principles, processes, and measures to ensure the effectiveness and efficiency of the financial accounting as well as to

ensure compliance with the relevant legal regulations, and also risk hedging and representation of measurement units. They ensure that the assets and liabilities are accurately recognized, disclosed, and measured in the financial statements.

Responsibilities in ICS and RMS related to financial accounting

The management runs the Company independently and cooperates with the other Company bodies for the good of the Company in a relationship of trust and cooperation. The management has overall responsibility for preparing the annual financial statements, among other things.

The management affirms to the best of its knowledge and belief that the annual financial statements give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with the applicable principles of proper accounting.

The management independently determines the scope and alignment of the ICS and RMS specifically oriented to the Company and takes measures to enhance the systems and to adjust them to changing framework conditions.

The value systems that have applied for years in all countries of the Société Générale group and thus also in Société Générale Effekten GmbH, such as the Code of Conduct and the Compliance Rules, etc., also constitute the basis for responsible action for the employees entrusted with the financial accounting process.

Company employees must complete a course every year on money laundering and compliance using a computer-based learning program.

Despite all risk mitigation measures established in the context of ICS and RMS, even adequate and functional systems and processes cannot provide an absolute guarantee that risks will be identified and managed. The Accounting department is responsible for the financial accounting process and particularly for the process of creating the annual financial statements. The Accounting department is supported by the back-office departments of Société Générale S.A., Paris, particularly with regard to the measurement of financial instruments and receivables.

The IT systems necessary for the financial reporting process are made available by the parent company.

An Audit Committee was established to support the management in the financial accounting process, consisting at the reporting date of five persons (one employee of Société Générale Effekten GmbH and four employees of Société Générale, Frankfurt Branch). The Audit Committee deals with the development of net worth, financial position and operating results at least once annually—particularly with regard to the annual financial statements. Within the annual financial statements process, the shareholder is required to approve the annual financial statements. The Audit Committee is supplied with the financial statement documents, including the proposal by management for appropriation of net income together with the preliminary auditor's report, in order to perform these tasks. In addition, the members of the Audit Committee receive a summary report on issuing activity and its financial accounting once per quarter.

Organization and components of the internal controlling and risk management system related to financial accounting

The business transactions to be processed by Société Générale Effekten GmbH are centrally recorded by data entry into product-specific applications by a back-office department of the parent company in Paris. The concluded transactions (contracts) are recorded in the applications and released using the double verification principle.

The accounts payable accounting for vendor invoices is carried out in Bangalore by Société Générale Global Solution Centre Private Limited (a 99% subsidiary of Société Générale S.A., Paris).

The services to be provided are stipulated in the Service Agreement between Société Générale S.A., Frankfurt Branch, and Société Générale Global Solution Centre Private Limited, Bangalore, for Société Générale Effekten GmbH.

The scanned documents are input and posted in Bangalore. Company employees issue approval and release for payment.

Head office reporting and the regulatory report to the Deutsche Bundesbank are produced in Bucharest by Société Générale European Business Services S.A. (a 99.95% subsidiary of Société Générale S.A., Paris).

The services to be provided are stipulated in the Client Services Agreement between Société Générale S.A., Frankfurt Branch, and Société Générale European Business Services SA, Bucharest, for Société Générale Effekten GmbH.

The accounting of Société Générale Effekten GmbH continues to be maintained on the central server in Paris; all data of Société Générale Effekten GmbH relevant to accounting is processed and stored on this server.

Company employees in Frankfurt monitor the current cash accounts daily and thus ensure controlling of the outsourced activities. The Intranet is used to access the information stored in the "Accounting" area for business operations in general and for financial accounting circumstances in particular. Technical system support for preparing the financial statements has been outsourced to the subsidiary responsible for IT in the SG group.

The parent company is responsible for monitoring. The technical support processes at the central support unit are regulated in procedural directives. The databases for the application systems are backed up and archived under the responsibility of the parent company. Statutory retention periods are complied with. Contingency plans are updated and monitored by Company employees. Data backup is based primarily on the centralized data backup systems for the mainframe computers and on the storage networks for the open systems area. The data are mirrored redundantly in Paris.

The necessary access protection to prevent unauthorized access and the maintenance of functional separation when using the Company's application systems relevant to financial accounting are particularly ensured by the concept of system profiles as well as processes to create system profiles. The system profiles issued to the individual back-office department in Paris as well as to the service center employees in Bangalore and Bucharest are issued and monitored by right holders in the Company using a specially developed system.

Documentation of the processes

Documentation of the processes is prescribed as a subsidiary of Société Générale Paris, S.A. They are summarized in the "Accounting & Finance Handbook." Automatic monitoring ensuring the correctness of input data is the primary component of the documented processes.

The most important procedures in the financial accounting process are listed in the "MORSE" application. This application contributes to completion of the documentation process, and provides a suitable instrument to ensure the financial accounting process in case of internal auditing.

Measures for ongoing updating of the ICS and RMS

In the context of enhancing the ICS and RMS, the Company carried out additional projects and measures that contributed to strengthening the ICS and RMS. These included a review of the process flows in connection with preparing the monthly results and their inclusion in process mapping.

Furthermore, additional relevant processes were included, starting from the basis of process documentation already achieved, and then transferred into the normal process of the ICS and RMS.

In case of amendments of legal requirements and regulations relating to financial accounting, such changes must be reviewed as to whether and what consequences they may have for the financial accounting process. The Company's local Accounting department is responsible for content processing. In case of amendments or new provisions that have considerable effects on the processing of financial accounting, analysis starts with the existing process mapping. All measures such as IT adjustments, process flows, posting instructions, etc., are analyzed and implemented accordingly in the back-office departments in Paris as well as in the outsourced service departments in Bangalore and Bucharest, and monitored and controlled by employees at the Company in Frankfurt.

E. Significant events after the balance sheet date

No significant events possibly affecting the net worth, financial position and operating results occurred after the conclusion of the financial year.

Frankfurt am Main, March 27, 2015

The Management

Société Générale Effekten GmbH

Jean-Louis Jégou

Dr. Joachim Totzke

Rainer Welfens

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN

STATEMENT OF FINANCIAL POSITION at December 31, 2014

ASSETS

| | 12/31/2014 EUR | 12/31/2013 EUR |
|--|--------------------------|--------------------------|
| A. CURRENT ASSETS | | |
| Accounts receivable and other assets | | |
| 1. Receivables from affiliated companies | | |
| a) Receivables from investment of issue proceeds | 7.011.368.383,66 | 10.055.371.126,43 |
| - thereof due in more than one year: | | |
| EUR 3,804,906,889.70 | | |
| (prior year: EUR 6,660,798,562.16) | | |
| b) Other receivables | 1.826.240,85 | 1.442.072,71 |
| - thereof due in more than one year: | | |
| EUR 0.00 (prior year: EUR 0.00) | | |
| 2. Other assets | 10.051.970.054,34 | 5.376.266.955,37 |
| - thereof due in more than one year: | | |
| EUR 6,608,655,422.51 (prior year: EUR 3,535,813,231.77) | | |
| | <u>17.065.164.678,85</u> | <u>15.433.080.154,51</u> |
| B. DEFERRED TAX ASSETS | 19.872,39 | 12.633,90 |
| C. TRUST ASSETS | | |
| Receivables | 5.238.971.266,72 | 6.418.253.205,21 |
| - thereof due in more than one year: | | |
| EUR 4,819,366,433.40 (prior year: EUR 5,698,626,941.69) | | |
| | <u>22.304.155.817,96</u> | <u>21.851.345.993,62</u> |

EQUITY AND LIABILITIES

| | 12/31/2014 EUR | 12/31/2013 EUR |
|---|--------------------------|--------------------------|
| A. EQUITY | | |
| I. Subscribed capital | 25.564,59 | 25.564,59 |
| II. Profit carried forward | 904.972,54 | 806.949,38 |
| III. Net income | <u>103.083,80</u> | <u>98.023,16</u> |
| | 1.033.620,93 | 930.537,13 |
| B. PROVISIONS | | |
| I. Provisions for pensions and similar obligations | 178.232,35 | 142.719,48 |
| II. Tax provisions | 0,00 | 6.300,00 |
| III. Other provisions | <u>322.500,00</u> | <u>353.854,65</u> |
| | 500.732,35 | 502.874,13 |
| C. LIABILITIES | | |
| I. Liabilities from issued certificates | 7.011.368.383,66 | 10.055.371.126,43 |
| - thereof due within one year: | | |
| EUR 3,206,461,493.96 (prior year: EUR 3,394,572,564.27) | | |
| II. Trade accounts payable | 248.154,67 | 19.897,34 |
| - thereof due within one year: | | |
| EUR 248,154.67 (prior year: EUR 19,897.34) | | |
| III. Amounts payable to affiliated companies | 78.902,11 | 13.046,36 |
| - thereof due within one year: | | |
| EUR 78,902.11 (prior year: EUR 13,046.36) | | |
| IV. Other liabilities | 10.051.954.757,52 | 5.376.255.307,02 |
| - thereof due within one year: | | |
| EUR 3,443,299,335.01 (prior year: EUR 1,840,442,075.25) | | |
| - thereof from taxes: EUR 2,675.01 (prior year: EUR 2,273.25) | | |
| | <u>17.063.650.197,96</u> | <u>15.431.659.377,15</u> |
| D. TRUST LIABILITIES | | |
| Certificates | 5.238.971.266,72 | 6.418.253.205,21 |
| - thereof due within one year: | | |
| EUR 419,604,833.32 (prior year: EUR 719,626,263.52) | | |
| | <u>22.304.155.817,96</u> | <u>21.851.345.993,62</u> |

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH

FRANKFURT AM MAIN

INCOME STATEMENT

FOR THE PERIOD FROM JANUARY 1 TO DECEMBER 31, 2014

| | <u>2014</u> EUR | <u>2013</u> EUR |
|--|--------------------------|-------------------------|
| 1. Income from option activities | 7.957.746.576,77 | 8.455.883.741,69 |
| 2. Expenses from option activities | 7.957.746.576,77 | 8.455.883.741,69 |
| 3. Income from certificate activities | 2.084.458.881,43 | 3.071.364.173,89 |
| 4. Expenses from certificate activities | 2.084.458.881,43 | 3.071.364.173,89 |
| 5. Other operating income | 3.592.770,23 | 4.054.006,62 |
| 6. Personnel expenses | | |
| a) Wages and salaries | 157.250,66 | 148.316,24 |
| b) Social welfare contributions and expenses for pensions and other benefit costs thereof for pensions EUR 34.270,87 (prior year: EUR 36.797,87) | 60.848,95 | 62.768,41 |
| 7. Other operating expenses | 3.239.421,56 | 3.686.217,11 |
| 8. Other interest and similar income | 167,18 | 1.256,82 |
| - thereof from affiliated companies EUR 167.18 (prior year: EUR 1,256.82) | | |
| 9. Interest and similar expenses | 4.322,72 | 3.546,99 |
| - thereof from affiliated companies EUR 4,322.72 (prior year: EUR 3,546.99) | | |
| 10. Income from ordinary activities | <u>131.093,52</u> | <u>154.414,69</u> |
| 11. Income taxes | 28.009,72 | 56.391,53 |
| - thereof from deferred tax assets: EUR 7,238.49 (prior year: EUR 6,603.40) | | |
| 12. Net income | <u><u>103.083,80</u></u> | <u><u>98.023,16</u></u> |

**Société Générale Effekten GmbH
Frankfurt am Main**

**Notes to the Annual Financial Statements
for the 2014 financial year**

Comments on the annual financial statements at December 31, 2014, and other disclosures

The annual financial statements of Société Générale Effekten GmbH at December 31, 2014, have been prepared according to the accounting regulations of the German Commercial Code (HGB) and the supplementary regulations of the Limited Liability Companies Act (GmbHG) in compliance with generally accepted accounting principles.

1. Recognition and measurement principles

Accounts receivable are recognized at their nominal amount plus accrued interest. Liabilities not hedged are recognized at their settlement value.

The calculation of deferred taxes is based on temporary differences between items on the statement of financial position when considered under commercial law and tax law pursuant to Section 274 HGB. They were recognized in the statement of financial position as deferred tax assets in the amount of EUR 19,872.39 due to pension provisions. The tax rate used to calculate the deferred taxes was 31.93%.

The provisions for pensions were measured at the settlement value according to actuarial principles, taking the 2005 G life expectancy tables into account, which is necessary according to reasonable business assessment (Section 253 (I)(2) HGB). They are discounted on a flat-rate basis using an average market interest rate corresponding to a remaining time to maturity of 15 years (Section 253 (II)(2) HGB). The expectancy cash value method is used as an actuarial measurement method. The following parameters were assumed for the pension provisions: a discount rate of 4.62% (PY: 4.90%), a remuneration development of 2.90% (PY: 2.90%), and pension development of 1.90% (PY: 1.90%). The effects of interest rate changes are recognized in the operating profits. The other provisions with a remaining term of up to one year are not discounted and included on the liabilities side at their settlement value necessary according to reasonable business assessment.

Option premiums are recognized until exercise or lapse as Other assets or Other liabilities. At exercise or lapse, collection occurs, affecting net income.

The issued certificates are recognized as Liabilities from issued certificates until due. The issued certificates are offset by hedging transactions, which are recognized in Receivables from affiliated companies.

The liabilities from issued certificates and warrants and the hedging transactions recognized in Receivables and other assets were merged into measurement units and included on the liabilities side at cost of purchase or recognized as assets in the amount of the issue proceeds. These are perfect micro-hedges. Remeasurement pursuant to Section 254 HGB does not occur due to their characteristic as measurement units, i.e., due to non-recognition of the offsetting changes in value, the net hedge presentation method is used in this context (Section 285 (19b) and (19c) HGB as well as Section 285 (23a) and (23b) HGB). It was not necessary to make any value adjustments on the Receivables and Other Assets.

Liabilities not merged into measurement units and included on the liabilities side at their settlement value.

The portfolio of issued options and certificates at the reporting date is fully hedged against market price changes using hedging transactions with the shareholder.

In addition, the Company works in the context of a trust agreement with the sole shareholder, Société Générale S.A., Paris.

The certificates from trust transactions are offset by hedging transactions that are recognized under trust assets. Recognition of these transactions occurs at cost of purchase.

2. Notes to the statement of financial position

The **Receivables from affiliated companies** consist of EUR 7,013,194 thousand (PY: EUR 10,056,813 thousand) owed by the shareholder.

Other assets primarily comprise the OTC options acquired by the shareholder to hedge issued warrants.

The **Trust receivables** involve funds forwarded to the shareholder from multiple certificates issued for the shareholder.

The **Other provisions** result primarily from provisions for issuing costs as well as audit and consulting costs.

The **Trust liabilities** include the issue of certificates issued in the Company's own name for the account of third parties.

Certificates (issued) in foreign currencies are recognized in the item "Liabilities from issued certificates" on the liabilities side of the statement of financial position in a total amount of EUR 352,411 thousand (EUR 4,189 thousand from AUD, EUR 12,134 thousand from CAD, EUR 490 thousand from CHF, EUR 23,302 thousand from SEK, and EUR 312,296 thousand from USD). The corresponding hedges are carried in the same amount in the item "Receivables from investment of issue proceeds" and "trust assets – receivables" on the assets side of the statement of financial position. Currency translations is performed at the exchange rate applicable on the posting date as part of the formation of valuation units (net hedge presentation method), taking into account the terms and conditions of the issue specified in the respective prospectus. The hedging of currency risk means that exchange rate fluctuations do not have any impact on the income statement.

Warrants (issued) in foreign currencies are recognized in the item "Other liabilities" on the liabilities side of the statement of financial position in a total amount of EUR 3,139,651 thousand (EUR 43,1238 thousand from GBP and EUR 3,096,513 thousand from SEK). The corresponding hedges are carried in the same amount under the item "Other assets" on the assets side of the statement of financial position. Currency translations is performed at the exchange rate applicable on the posting date as part of the formation of valuation units (net hedge presentation method), taking into account the terms and conditions of the issue specified in the respective prospectus. The hedging of currency risk means that exchange rate fluctuations do not have any impact on the income statement.

| Breakdown of receivables and payables by maturity | | | | | |
|--|--|------------|------------------------|------------------------|-----------------------------|
| EUR'000 | | Total | Due in up to 1 year | Due in 1 to 5 years | Due in more than 5 years |
| Receivables | | | | | |
| - From investment of issue proceeds | | 7,011,368 | 3,206,461 | 1,657,689 | 2,147,218 |
| - Other receivables | | 1,826 | 1,826 | 0 | 0 |
| - From trust accounts | | 5,238,971 | 445,675 | 4,320,032 | 473,264 |
| Other assets | | 10,051,970 | 3,443,315 | 2,665,283 | 3,943,372 |
| Liabilities | | | | | |
| - From issued certificates | | 7,011,368 | 3,206,461 | 1,657,689 | 2,147,218 |
| - Trade receivables | | 248 | 248 | 0 | 0 |
| - Due to affiliated companies | | 79 | 79 | 0 | 0 |
| - From trust accounts | | 5,238,971 | 445,675 | 4,320,032 | 473,264 |
| Other liabilities | | 10,051,955 | 3,443,300 | 2,665,283 | 3,943,372 |

3. Notes to the Income Statement

The income statement is prepared in accordance with the period accounting method.

Other operating income primarily related to cost absorption by the shareholder.

Other operating expenses consist primarily of issue costs, legal and consulting fees, and stock exchange costs.

Income taxes relate to the result of ordinary operations.

4. Information on the issuing activities

The total issue of financial year 2014 breaks down as follows: All issues are fully hedged by concluding identically equipped OTC options or by investing issue proceeds with Société Générale S.A., Paris.

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2014 | | | FISCAL YEAR 2013 | | |
|---------------------------------|------------------------------------|------------------|----------------------|------------------|------------------|----------------------|------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Warrants | | | | | | | |
| Stock warrants | Call | 3,833 | 222,314,000 | 29-Dec-20 | 4,477 | 4,396,151,000 | 21-Jan-33 |
| | Put | 1,876 | 108,808,000 | 29-Dec-15 | 1,647 | 520,322,000 | 03-Jan-25 |
| | Open end turbo long | 500 | 29,000,000 | open end | 127 | 6,733,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 23,878 | 1,392,638,000 | 29-Mar-16 | 11,070 | 222,852,000 | 02-Jan-15 |
| | Open end turbo short | 122 | 7,076,000 | open end | - | - | - |
| | Warrant | 11 | 638,000 | 27-Mar-15 | - | - | - |
| | | 30,220 | 1,760,474,000 | | 17,321 | 5,146,058,000 | |
| Index warrants | Call | 1,264 | 73,312,000 | 27-Jun-24 | 1,186 | 731,099,000 | 21-Jan-33 |
| | Put | 908 | 52,664,000 | 08-Jan-16 | 954 | 274,610,500 | 03-Jan-25 |
| | Open end turbo short | 172 | 9,976,000 | open end | 154 | 11,377,000 | open end |
| | Open end turbo long | 214 | 12,412,000 | open end | 169 | 17,449,000 | open end |
| | Inline /StayHigh/ StayLow warrant | 17,369 | 1,007,402,000 | 24-Jun-16 | 9,219 | 185,648,845 | 26-Jun-15 |
| | Warrant | 108 | 6,264,000 | 28-Jun-19 | - | - | - |
| | Discount warrant | 110 | 6,380,000 | 25-Feb-15 | 120 | 6,420,000 | 03-Jan-14 |
| | Condor warrant | - | - | - | 1 | 100,000 | 03-Jan-14 |
| | Other | 3 | 174,000 | 29-Dec-15 | 32 | 910,000 | open end |
| | | 20,148 | 1,168,584,000 | | 11,835 | 1,227,614,345 | |
| Currency warrants | Open end turbo short | 55 | 3,190,000 | open end | 98 | 88,134,000 | open end |
| | Open end turbo long | 61 | 3,538,000 | open end | 85 | 67,200,000 | open end |
| | Call | 47 | 2,726,000 | 26-Jun-15 | - | - | - |
| | Put | 30 | 1,740,000 | 22-Jun-16 | - | - | - |
| | | 193 | 11,194,000 | | 183 | 155,334,000 | |
| Commodity warrants | Call | 421 | 24,418,000 | 18-Dec-20 | 654 | 117,063,500 | 22-Dec-18 |
| | Put | 135 | 7,830,000 | 02-Nov-18 | 357 | 50,197,000 | 22-Dec-17 |
| | Open end turbo short | 426 | 24,708,000 | open end | 493 | 88,538,000 | open end |
| | Open end turbo long | 371 | 21,518,000 | open end | 593 | 94,999,000 | open end |
| | Inline /StayHigh/ StayLow warrant | 2,629 | 152,482,000 | 18-Mar-16 | 1,099 | 22,880,000 | 20-Dec-13 |
| | Hamster warrant | - | - | - | - | - | - |
| | Call discount warrant | - | - | - | 15 | 300,000 | 18-Nov-13 |
| | Warrant | 5 | 290,000 | 27-Mar-15 | - | - | - |
| | Corridor hit warrant | - | - | - | 7 | 130,000 | 03-Jan-14 |
| | | 3,987 | 231,246,000 | | 3,218 | 374,107,500 | |
| Fixed income | Call | - | - | - | - | - | - |
| | Put | - | - | - | - | - | - |
| | Open end turbo short | 63 | 3,654,000 | open end | 64 | 3,240,000 | open end |
| | Open end turbo long | 61 | 3,538,000 | open end | 48 | 2,947,000 | open end |
| | | 124 | 7,192,000 | | 112 | 6,187,000 | |
| Two/multiple base values | Alpha warrant | - | - | - | 71 | 160,000 | 21-Jan-33 |
| | | 0 | 0 | | 71 | 160,000 | |
| TOTAL warrants: | | 54,672 | 3,178,690,000 | | 32,740 | 6,909,460,845 | |

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2014 | | | FISCAL YEAR 2013 | | |
|---|---------------------|------------------|----------------------|------------------|------------------|----------------------|------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Certificates | | | | | | | |
| Stock certificates | Bonus | 4,743 | 266,858,000 | 25-Jan-21 | 3,705 | 78,168,800 | 29-Aug-17 |
| | Discount | 1,934 | 112,172,000 | 23-Dec-16 | 1,468 | 34,648,000 | 02-Jan-15 |
| | Express | 243 | 14,094,000 | 29-Dec-20 | 299 | 1,271,720 | 19-Aug-19 |
| | Leverage | - | - | - | - | - | - |
| | Outperformance | - | - | - | 60 | 677,300 | 26-Jun-15 |
| | Alpha | - | - | - | 1 | 7,000 | 03-Jan-14 |
| | Other | 21 | 1,218,000 | 07-Jan-22 | 20 | 160,000 | 27-Jun-14 |
| | | 6,941 | 394,342,000 | | 5,553 | 114,932,820 | |
| Bonds | Stocks | 294 | 17,052,000 | 29-Mar-16 | 37 | 273,904 | 15-Apr-33 |
| | Index-linked | - | - | - | - | - | - |
| | Interest-linked | - | - | - | 14 | 32,864 | 28-Feb-23 |
| | Inflation-indexed | - | - | - | 3 | 1,040 | 08-Mar-23 |
| | Reverse convertible | - | - | - | - | - | - |
| | Other | 3 | 174,000 | 07-Apr-16 | 2 | 10,650 | 22-May-17 |
| | | 297 | 17,226,000 | | 56 | 318,458 | |
| Loans | Credit-linked note | 1 | 58,000 | 01-Oct-20 | - | - | - |
| | | 1 | 58,000 | | 0 | 0 | |
| Index certificates | Bonus | 3,503 | 203,174,000 | 22-Dec-17 | 6,428 | 106,752,725 | open end |
| | Discount | 915 | 53,070,000 | 22-Dec-17 | 3,351 | 20,591,090 | 29-Dec-15 |
| | Express | 201 | 11,658,000 | 08-Dec-22 | 75 | 1,638,470 | 27-Jan-20 |
| | Leverage | 7 | 406,000 | 00.01.1900 | 43 | 259,550,000 | 23-Feb-18 |
| | Outperformance | - | - | - | 5 | 320,700 | 27-Jan-17 |
| | Other | 59 | 3,422,000 | 01-Jan-99 | 39 | 421,350 | open end |
| | | 4,685 | 271,730,000 | | 9,941 | 389,274,335 | |
| Currency certificates | Other | - | - | - | 1 | 300 | 14-Mar-19 |
| | | 0 | 0 | | 1 | 300 | |
| Commodity certificates | Guarantee | - | - | - | - | - | - |
| | Bonus | 46 | 2,668,000 | 22-Mar-18 | 13 | 295,500 | 25-Feb-20 |
| | Discount | 382 | 22,156,000 | 04-Nov-19 | 304 | 1,448,000 | 19-Dec-14 |
| | Express | 8 | 464,000 | 09-Apr-19 | - | - | - |
| | Leverage | - | - | - | - | - | - |
| | Other | 2 | 116,000 | 17-Aug-20 | 4 | 334,000 | open end |
| | | 438 | 25,404,000 | | 321 | 2,077,500 | |
| Fund certificates | Other | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| Futures certificates | Index-linked | - | - | - | - | - | - |
| | Bonus | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| TOTAL certificates | | 12,362 | 708,760,000 | | 15,872 | 506,603,413 | |
| Total certificates and warrants: | | 67,034 | 3,887,450,000 | | 48,612 | 7,416,064,258 | |

The fair value of the financial derivatives as well as bonds with embedded derivatives is measured in principle using market values; in case of illiquid markets, measurement uses internal models. These "in-house valuation models" are regularly tested by specialists in the Risk department of Société Générale S.A., Paris. Derivative financial instruments with option characteristics are measured by Société Générale S.A., Paris, using generally recognized option price models.

When an active market exists, prices quoted by stock exchanges, brokers, and pricing agencies are used.

The type, volume, and fair values of the derivative hedging transactions at the reporting date are shown below: The Company holds 30,851 OTC options with a market value of EUR 9,987 million to hedge the stock and index warrants, 351 OTC options with a market value of EUR 159 million to hedge the foreign currency warrants, and 4,209 OTC options with a market value of EUR 2,795 million to hedge the raw materials warrants. There were no fixed-income warrants or corresponding hedges in the portfolio at the reporting date.

In addition, the Company holds 14,157 certificates with a market value of EUR 12,212 million, including trust transactions.

The carrying amount of the warrants listed here at December 31, 2014, is EUR 9,877 million, which is included in the Other Liabilities item on the statement of financial position. The carrying amount of the issued certificates at December 31, 2014, is EUR 12,301 million, which is divided between the item Liabilities from Issued Certificates and the item Trust Liabilities in the statement of financial position.

5. Statements on the fees recognized as expenses in the reporting period

The auditing fee for 2014, which was recognized as expense in financial year 2014, is EUR 50 thousand.

6. Statements on members of company bodies and employees

The following individuals were appointed as managing directors in financial year 2014:

Mr. Jean-Louis Jégou, banker, Frankfurt am Main
Dr. Joachim Totzke, general counsel, Frankfurt am Main
Dr. Ulrich Scheuerle, tax consultant, Frankfurt am Main (until December 1, 2014)

By way of a resolution adopted by the shareholder meeting on February 9, 2015, Mr. Rainer Welfens, business administrator, Saint Maur des Fossés, France, was appointed managing director.

The managing directors Jean-Louis Jégou and Dr. Joachim Totzke are employees of Société Générale S.A., Frankfurt am Main branch office. Mr. Rainer Welfens is an employee of Société Générale S.A., Paris. Expenses of EUR 12 thousand as remuneration for the managing director work were passed on to Société Générale Effekten GmbH for financial year 2014.

The Company employed an average of 1.5 employees during the financial year.

As a capital market-oriented company, the Company has established an Audit Committee under Section 264d HGB consisting of the following members:

Mr. Peter Boesenberg (chair)
Ms. Catherine Bittner (until December 15, 2014)
Mr. Dimitri Brunot (starting December 15, 2014)
Mr. Achim Oswald
Mr. Rainer Welfens (starting December 15, 2014)
Ms. Heike Stuebban

7. Group affiliation

The parent company of Société Générale Effekten GmbH that prepares consolidated financial statements is Société Générale S.A., Paris. Notice of publication of the consolidated financial statements of Société Générale S.A., Paris, occurs in France in the "Bulletin des Annonces Légales et Obligatoires (BALO)" under the heading "Publications Périodiques" (R.C.S: 552 120 222).

The consolidated financial statements are available on the website www.socgen.com.

Frankfurt am Main, March 27, 2015

The Management

Société Générale Effekten GmbH

Jean-Louis Jégou

Dr. Joachim Totzke

Rainer Welfens

Cash Flow Statement

| | 2014 EUR | 2013 EUR |
|--|--------------------------|--------------------------|
| 1. Cash flow from operating activities | | |
| Net income for the fiscal year before extraordinary items | 103.083,80 | 98.023,16 |
| Increase / Decrease (-) in provisions | -2.141,78 | 75.083,15 |
| Increase (-) / Decrease (+) in receivables as well as other assets not attributable to investment or financing activities | -453.240.229,36 | 8.582.553.063,81 |
| Increase deferred tax assets | -7.238,49 | -6.603,40 |
| Increase / Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities | <u>452.708.882,32</u> | <u>-8.582.830.741,24</u> |
| Cash flow from continuing operations | -437.643,51 | -111.174,52 |
| 2. Closing balance of cash funds | | |
| Change in cash funds | -437.643,51 | -111.174,52 |
| Opening balance of cash funds | <u>358.741,40</u> | <u>469.915,92</u> |
| Closing balance of cash funds | <u><u>-78.902,11</u></u> | <u><u>358.741,40</u></u> |
| 3. Composition of cash funds | | |
| Liquid assets | <u><u>-78.902,11</u></u> | <u><u>358.741,40</u></u> |

Other disclosures in accordance with paragraph 52 of German Accounting Standard (DRS) 2:

- a) Daily payable liabilities due to the shareholder are presented under cash funds.
- b) The definition of cash funds was not changed compared to the previous period.
- c) The carrying amount of cash funds corresponds to bank deposits and is reported in the position "Receivables from affiliated companies".
- d) No significant non-cash investment or financing operations or transactions were entered into in the reporting period.
- e) The Company did not purchase or sell any companies in the reporting period.

Société Générale Effekten GmbH

Statement of changes in equity

| | Subscribed capital | Retained earnings | Equity |
|------------------------------------|--------------------|---------------------|---------------------|
| Balance as of Jan. 1, 2012 | 25.564,59 | 591.482,34 | 617.046,93 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 215.467,04 | 215.467,04 |
| Balance as of Dec. 31, 2012 | 25.564,59 | 806.949,38 | 832.513,97 |
| Balance as of Jan. 1, 2013 | 25.564,59 | 806.949,38 | 832.513,97 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 98.023,16 | 98.023,16 |
| Balance as of Dec. 31, 2013 | 25.564,59 | 904.972,54 | 930.537,13 |
| Balance as of Jan. 1, 2014 | 25.564,59 | 904.972,54 | 930.537,13 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 103.083,80 | 103.083,80 |
| Balance as of Dec. 31, 2014 | 25.564,59 | 1.008.056,34 | 1.033.620,93 |

Audit opinion of the independent auditor

We have audited the annual financial statements – comprising the balance sheet, the income statement, the cash flow statement, the statement of changes in equity, and the notes to the annual financial statements – together with the bookkeeping system and the management report of Société Générale Effekten GmbH, Frankfurt am Main, for the fiscal year from January 1 to December 31, 2014. The maintenance of the books and records and preparation of the annual financial statements and management report pursuant to German commercial law are the responsibility of the Company's Management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system and management report, based on our audit.

We conducted our audit of the annual financial statements in accordance with section 317 HGB ("Handelsgesetzbuch": "German Commercial Code") and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW). Those standards require that we plan and perform the audit such that misstatements and violations materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with German principles of proper accounting are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and evaluations of possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements of Société Générale Effekten GmbH, Frankfurt am Main, correspond to the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with principles of proper accounting. The management report is consistent with the annual financial statements and on the whole provides a suitable understanding of the Company's position and suitably presents the risks and opportunities of future development.

Frankfurt am Main, March 27, 2015

Deloitte & Touche GmbH
Wirtschaftsprüfungsgesellschaft

(Nemet)
Wirtschaftsprüfer (German Public Auditor)

(Klüber)
Wirtschaftsprüfer (German Public Auditor)

VII. EXHIBIT II: Financial statements, management report, auditor's report and cash flow statement as of December 31, 2013

- 1. Management Report for the 2013 financial year**
- 2. Balance Sheet as of December 31, 2013***
- 3. Income Statement for the period from January 1, 2013 to December 31, 2013***
- 4. Notes to the Annual Financial Statements for the 2013 fiscal year**
- 5. Cash Flow Statement***
- 6. Statement of Changes in Equity for the financial Year 2013**
- 7. Audit opinion of the independent auditor**

The following Financial statements, management report, audit opinion and cash flow statement as of December 31, 2013 have been translated from the German annual financial statement of Société Générale Effekten GmbH for the financial year 2013 into the English language.

* The presentation of the numbers contained in the tables on pages 64, 65, 72 and 73 corresponds with the German presentation of numbers where points instead of commas are used as separator for the thousands places and where commas instead of points are used as separator for the decimal places.

**Société Générale Effekten GmbH
Frankfurt am Main**

**Management Report
for the 2013 financial year**

A. Legal and Commercial Basis of the Company

Société Générale Effekten is a wholly-owned subsidiary of Société Générale S.A., Paris. The purpose of the company is to issue warrants and certificates, all of which are sold to the parent company, Société Générale S.A., Paris, to Société Générale Option Europe S.A., Paris, to Société Générale, Madrid branch, and to Inora LIFE Limited, Dublin. All counterparties are wholly-owned subsidiaries of Société Générale S.A.

Due to the implementation of the unified European permit (“European passport”), meaning that only a single approval of the prospectuses by the responsible supervisory authority (BaFin) is necessary, the Company lists its products on various stock exchanges in the European Union (stock exchanges in Madrid, Milan, Paris, Luxembourg, London, Stockholm, etc.).

After being purchased by the counterparties listed above, in a second step the issues are placed with end customers by Société Générale S.A., Paris, so that no influence on the economic circumstances of the issuer results from this action.

B. Financial Review

I. Operating Conditions for Financial Year 2013

The German economy grew at a moderate rate in financial year 2013. The foreign trade environment continued to have a braking effect; the adjustment processes to deal with the financial crisis in the southern part of the euro zone continued, while development weakened considerably in the developing countries. Domestic economic factors in Germany, on the other hand, continued to stabilize. Continued positive development in employment supports private consumer spending and thus reinforces economic development.

The moderate recovery in the euro zone that has started to occur following a longer-lasting recession in some euro countries can be expected to continue at a moderate pace, with widely varying development in the individual member states.

The changes in base factors (stock and currency prices, indices, etc.) accompanying the economic development are the foundation for investors' expectations and are thus crucial to the design of issued products in the area of warrants and certificates. When launching new products in the past financial year 2013, the Company reacted quickly to such changes and created new products accordingly. The positive development of the German stock index led to premature “knock-out” of a large number of issues, which were replaced with new products.

II. Business developments

Financial year 2013 was characterized by a drastic increase in the issue volume in the areas of warrants and certificates compared to the prior year.

The issue amount per product has declined significantly compared to prior years due to the implementation of the “up-to global note” (conversion in 2011), which has also led to a reduction in total assets. In this process, the issue amount depends on expected demand and can be increased incrementally as needed. This reduces non-placement of the total issue.

Warrants for a total of 32,740 issues (PY: 17,719) were issued in financial year 2013. Along with 17,392 issues on stocks, 11,835 issues were created for various indices, 112 issues on fixed income, 183 issues on foreign currencies, and 3,218 issues on raw materials.

In addition, 15,872 certificate products were issued (PY: 14,681). These are primarily bonus and discount certificates, unchanged from the prior year.

III. Net assets, financial position and results of operations

a) Net assets

Total assets declined year-on-year by EUR 8,583 million to the current EUR 21,851 million.

The company's share capital remains unchanged at EUR 26 thousand. In addition, the company holds EUR 807 thousand in profit carried forward. The company's equity increased by the earned net income of EUR 98 thousand (PY: EUR 215 thousand) to EUR 931 thousand (PY: EUR 833 thousand).

All receivables are owed by the sole shareholder. No credit risks exist outside the Société Générale group.

b) Financial performance

The proceeds from the sale of issued warrants and certificates are always offset by the expenses for the acquisition of the corresponding hedging transactions, so that the Company does not generate any profit from its new issue activities.

Personnel expenses and other operating expenses are passed on to Société Générale S.A., Paris, based on a “cost plus arrangement.” As designed, it is not possible for the company to earn a net loss for the year, regardless of sales.

c) Financial position and liquidity

The nature and settlement of the Company's business activities aim at maintaining a balanced financial position at all times. Business transactions affecting cash flow result from the issues and their hedging transactions, from settlement of personnel and other operating expenses, and their on-debiting to Société Générale S.A., Paris.

Due to the complete reimbursement of all costs accruing at issue by the parent company, the company has sufficient liquidity and is in a position to satisfy all payment obligations.

IV. Non-financial performance indicators

The parent company is working to adjust systems and monitoring processes to its subsidiaries in order to increase operating efficiency. Therefore, several migrations of reporting systems were successfully carried out in financial year 2013.

C. Report on future development and opportunities and risks of the Company

I. Expected development of the Company (forecast report)

As a consequence of the global financial market crisis that occurred in 2008, regulation projects were carried out at the national and international level in a wide variety of areas with the intent to create a more transparent and stable financial system. These projects are already being implemented or will be implemented in the next several years. The focus is particularly on new regulations for banks, but the financial market infrastructure and the processing of securities, derivatives, and other financial instruments are also partially affected. This results in adjustments to the Company's internal and external reporting system. Examples include regulations in the OTC area (EMIR) as well as adjustments in statutory reporting to the Deutsche Bundesbank.

The uncertainty regarding the future behavior of market players makes it more difficult to forecast the development of issue volume. However, the Company is currently assuming that its issuing activity will also significantly increase in 2014.

The Company intends to offer a broad range of products in the area of warrants and certificates again in 2014.

The Company further intends to continue its issuing activities on the Swedish market, which began in 2012, as well as the listing in Spain that began in the 3rd quarter of 2013.

Earnings in financial year 2014 will be positive, factoring in the Company's strict risk-covering policy, and will be of a similar volume to the past financial year. No liquidity bottlenecks will occur.

II. Risk report

The Company's risk situation is characterized by its well-organized transaction structure and its close integration into the Société Générale group.

Borrower default risks

There are no performance risks, since the payments from the sale of the securities issued and from the purchase of the hedge transactions, as well as those from any exercise of options, are always balanced. Receivables are only owed by the parent company, Société Générale S.A., Paris. The credit rating of Société Générale S.A., Paris, and its subsidiaries is the key factor for risk assessment.

Market price risks

All market price risks associated with issued warrants and certificates are fully hedged through hedging transactions with Société Générale S.A., Paris. This means there are no price change risks or interest rate risks.

Liquidity risks

Daily monitoring of the payment flows and close coordination with the back-office departments in Paris ensure that the Company is always in a position to fulfill its payment obligations. No liquidity risks can be discerned at present due to the integration into the Société Générale group.

Operational risks

Société Générale S.A., Paris, has developed processes and systems for monitoring and controlling operational risks that are used by Société Générale Effekten GmbH. They are essentially based on the principle of permanent monitoring. Specially designed applications document processes and evaluate them according to prescribed criteria in order to prevent losses from operational risks. There are also precautions in the context of the Business Continuity Plan (BCP) to maintain seamless business operations in the event of disruptions to the infrastructure. The same rules and principles apply to the outsourced processes in the service centers in Bangalore and Bucharest as apply to Société Générale Effekten GmbH.

The measures and processes described here made it possible to ensure that no operational risks occurred in financial year 2013 in the following areas:

- Regulatory compliance risks
- Information technology risks
- Outsourcing risks
- Fraud risks

III. Opportunity report

The Company's strategy is designed to identify opportunities that arise in good time, to assess them using our risk management system or resource estimator, and to use them for successful development of the Company by means of suitable measures. A New Product Committee (NPC) is appointed in each case to design new products. All departments involved in the issuing process contribute their specific needs and resource allocations.

Consideration is given to all relevant factors for the Company, such as markets, competitive situation, strategic orientation, existing organization, personnel, back office, technical processing capacity, and volume factors.

D. Internal controlling and risk management system with regard to the financial accounting process

With regard to the financial accounting process, the Internal Controlling System (ICS) and Risk Management System (RMC) cover the principles, processes, and measures to ensure the effectiveness and efficiency of the financial accounting as well as to ensure compliance with the relevant legal regulations, and also risk hedging and representation of measurement units. They ensure that the assets and liabilities are accurately recognized, disclosed, and measured in the financial statements.

Responsibilities in ICS and RMS related to financial accounting

Responsibilities of the management and the Audit Committee

The management runs the Company independently and cooperates with the other Company bodies for the good of the Company in a relationship of trust and cooperation. The management has overall responsibility for preparing the annual financial statements, among other things.

The management affirms to the best of its knowledge and belief that the annual financial statements give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with the applicable principles of proper accounting.

The management independently determines the scope and alignment of the ICS and RMS specifically oriented to the Company and takes measures to enhance the systems and to adjust them to changing framework conditions.

The value systems that have applied for years in all countries of the Société Générale group and thus also in Société Générale Effekten GmbH, such as the "Code of Conduct" but also "Compliance Rules," etc., also constitute the basis for responsible action for the employees entrusted with the financial accounting process.

Company employees must complete a course every year on money laundering and compliance using a computer-based learning program.

Despite all risk mitigation measures established in the context of ICS and RMS, even adequate and functional systems and processes cannot provide an absolute guarantee that risks will be identified and managed. The Accounting department is responsible for the financial accounting process and particularly for the process of creating the annual financial statements. The Accounting department is supported by the back-office departments of Société Générale S.A., Paris, particularly with regard to the measurement of financial instruments and receivables.

The IT systems necessary for the financial reporting process are made available by the parent company.

An Audit Committee was established to support the management in the financial accounting process, consisting of four persons (one employee of Société Générale Effekten GmbH and three employees of Société Générale, Frankfurt Branch). The Audit Committee deals with the development of net worth, financial position and operating results at least once annually—particularly with regard to the annual financial statements. Within the annual financial statements process, the shareholder is required to approve the annual financial statements. The Audit Committee is supplied with the financial statement documents, including the proposal by management for appropriation of net income together with the preliminary auditor's report, in order to perform these tasks. In addition, the members of the Audit Committee receive a summary report on issuing activity and its financial accounting once per quarter.

Organization and components of the internal controlling and risk management system related to financial accounting

The business transactions to be processed by Société Générale Effekten GmbH are centrally recorded by data entry into product-specific applications by a back-office department of the parent company in Paris. The concluded transactions (contracts) are recorded in the applications and released using the double verification principle.

The accounts payable accounting for vendor invoices is carried out in Bangalore by Société Générale Global Solution Centre Private Limited (a 99% subsidiary of Société Générale S.A., Paris).

The services to be provided are stipulated in the Service Agreement between Société Générale S.A., Frankfurt Branch, and Société Générale Global Solution Centre Private Limited, Bangalore, for Société Générale Effekten GmbH.

The scanned documents are input and posted in Bangalore. Company employees issue approval and release for payment.

Head office reporting and the regulatory report to the Deutsche Bundesbank are produced in Bucharest by Société Générale European Business Services S.A. (a 99.95% subsidiary of Société Générale S.A., Paris).

The services to be provided are stipulated in the Client Services Agreement between Société Générale S.A., Frankfurt Branch, and Société Générale European Business Services SA, Bucharest, for Société Générale Effekten GmbH.

The accounting of Société Générale Effekten GmbH continues to be maintained on the central server in Paris; all data of Société Générale Effekten GmbH relevant to accounting is processed and stored on this server.

Company employees in Frankfurt monitor the current cash accounts daily and thus ensure controlling of the outsourced activities. The Intranet is used to access the information stored in the "Accounting" area for business operations in general and for financial accounting circumstances in particular. Technical system support for preparing the financial statements has been outsourced to the subsidiary responsible for IT in the SG group.

The parent company is responsible for monitoring. The technical support processes at the central support unit are regulated in procedural directives. The databases for the application systems are backed up and archived under the responsibility of the parent company. Statutory retention periods are complied with. Contingency plans are updated and monitored by Company employees. Data backup is based primarily on the centralized data backup systems for the mainframe computers and on the storage networks for the open systems area. The data are mirrored redundantly in Paris.

The necessary access protection to prevent unauthorized access and the maintenance of functional separation when using the Company's application systems relevant to financial accounting are particularly ensured by the concept of system profiles as well as processes to create system profiles. The system profiles issued to the individual back-office department in Paris as well as to the service center employees in Bangalore and Bucharest are issued and monitored by right holders in the Company using a specially developed system.

Documentation of the Processes

Documentation of the processes is prescribed as a subsidiary of Société Générale Paris, S.A. They are summarized in the "Accounting & Finance Handbook." Automatic monitoring ensuring the correctness of input data is the primary component of the documented processes.

The most important procedures in the financial accounting process are listed in the "MORSE" application. This application contributes to completion of the documentation process, and provides a suitable instrument to ensure the financial accounting process in case of internal auditing.

Measures for ongoing updating of the ICS and RMS

In the context of enhancing the ICS and RMS, the Company carried out additional projects and measures that contributed to strengthening the ICS and RMS. These included a review of the process flows in connection with preparing the monthly results and their inclusion in process mapping.

Furthermore, additional relevant processes were included, starting from the basis of process documentation already achieved, and then transferred into the normal process of the ICS and RMS.

In case of amendments of legal requirements and regulations relating to financial accounting, such changes must be reviewed as to whether and what consequences they may have for the financial accounting process. The Company's local Accounting department is responsible for content processing. In case of amendments or new provisions that have considerable effects on the processing of financial accounting, analysis starts with the existing process mapping. All measures such as IT adjustments, process flows, posting instructions, etc., are analyzed and implemented accordingly in the back-office departments in Paris as well as in the outsourced service departments in Bangalore and Bucharest, and monitored and controlled by employees at the Company in Frankfurt.

E. Significant events after the balance sheet date

No significant events possibly affecting the net worth, financial position and operating results occurred after the conclusion of the financial year.

Frankfurt/Main, March 21, 2014

The Management

Société Générale Effekten GmbH

Jean-Louis Jégou

Dr. Joachim Totzke

Dr. Ulrich Scheuerle

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN

Balance Sheet as of December 31, 2013

| <u>ASSETS</u> | Dec. 31, 2013 EUR | Dec. 31, 2012 EUR | <u>EQUITY & LIABILITIES</u> | Dec. 31, 2013 EUR | Dec. 31, 2012 EUR |
|--|--------------------------|--------------------------|--|--------------------------|--------------------------|
| A. CURRENT ASSETS | | | A. EQUITY | | |
| I. Receivables and other assets | | | I. Subscribed capital | 25.564,59 | 25.564,59 |
| 1. Receivables from affiliated companies | | | II. Retained profits brought forward | 806.949,38 | 591.482,34 |
| a) from the investment of issuing proceeds | 10.055.371.126,43 | 17.494.894.657,67 | III. Net income for the year | 98.023,16 | 215.467,04 |
| - of which with a remaining term of more than one year: EUR 6,660,798,562.16 (previous year: EUR 11,137,474,117.60) | | | | <u>930.537,13</u> | <u>832.513,97</u> |
| b) Other receivables | 1.442.072,71 | 1.377.615,91 | B. PROVISIONS | | |
| - of which with a remaining term of more than one year: EUR 0.00 (previous year: EUR 0.00) | | | I. Provisions for pensions and similar obligations | 142.719,48 | 95.457,61 |
| 2. Other assets | 5.376.266.955,37 | 7.164.311.547,17 | II. Provisions for taxes | 6.300,00 | 74.025,27 |
| - of which with a remaining term of more than one year: EUR 3,535,813,231.77 (previous year: EUR 5,582,479,125.71) | | | III. Other provisions | 353.854,65 | 258.308,10 |
| | <u>15.433.080.154,51</u> | <u>24.660.583.820,75</u> | | <u>502.874,13</u> | <u>427.790,98</u> |
| B. DEFERRED TAX ASSETS | 12.633,90 | 6.030,50 | C. LIABILITIES | | |
| C. TRUST ASSETS | | | I. Liabilities under issued certificates | 10.055.371.126,43 | 17.494.894.657,67 |
| Receivables | 6.418.253.205,21 | 5.773.413.777,30 | - of which, with a remaining term of up to one year: EUR 3,394,572,564.27 (previous year: EUR 6,357,420,540.07) | | |
| - of which with a remaining term of more than one year: EUR 5,698,626,941,69 (previous year: EUR 5,096,724,378.16) | | | II. Trade payables | 19.897,34 | 58.156,83 |
| | | | - of which, with a remaining term of up to one year: EUR 19,897.34 (previous year: EUR 58,156.83) | | |
| | | | III. Liabilities to affiliated companies | 13.046,36 | 62.700,00 |
| | | | - of which, with a remaining term of up to one year: EUR 13,046.36 (previous year: EUR 62,700.00) | | |
| | | | IV. Other liabilities | 5.376.255.307,02 | 7.164.314.031,80 |
| | | | - of which, with a remaining term of up to one year: EUR 1,840,442,075.25 (previous year: EUR 1,581,834,906.09) | | |
| | | | - of which taxes: EUR 2,273.25 (previous year: EUR 2,131.75) | | |
| | | | | <u>15.431.659.377,15</u> | <u>24.659.329.546,30</u> |
| | | | D. TRUST LIABILITIES | | |
| | | | Certificates | 6.418.253.205,21 | 5.773.413.777,30 |
| | | | - of which, with a remaining term of up to one year: EUR 719,626,263.52 (previous year: EUR 676,689,399.14) | | |
| | <u>21.851.345.993,62</u> | <u>30.434.003.628,55</u> | | <u>21.851.345.993,62</u> | <u>30.434.003.628,55</u> |

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH

FRANKFURT AM MAIN

INCOME STATEMENT

FOR THE PERIOD FROM JANUARY 1, 2013, TO DECEMBER 31, 2013

| | <u>2013</u> EUR | <u>2012</u> EUR |
|---|-------------------------|--------------------------|
| 1. Income from option contracts | 8.455.883.741,69 | 4.538.509.942,73 |
| 2. Expenses from option contracts | 8.455.883.741,69 | 4.538.509.942,73 |
| 3. Income from the certificate business | 3.071.364.173,89 | 3.388.902.182,00 |
| 4. Expenses from the certificate business | 3.071.364.173,89 | 3.388.902.182,00 |
| 5. Other operating income | 4.054.006,62 | 3.375.037,39 |
| 6. Personnel expenses | | |
| a) Wages and salaries | 148.316,24 | 145.186,86 |
| b) Social security, post-employment and other employee benefit costs of which in respect of old age pensions EUR 36,797.87 (previous year: EUR 9,370.87) | 62.768,41 | 31.235,48 |
| 7. Other operating expenses | 3.686.217,11 | 2.869.450,92 |
| 8. Other interest and similar income | 1.256,82 | 0,00 |
| - of which from affiliated companies: EUR 1,256.82 (previous year: EUR 0.00) | | |
| 9. Interest and similar expenses | 3.546,99 | 7.928,60 |
| - of which from affiliated companies: EUR 3,546.99 (previous year: EUR 7,928.60) | | |
| 10. Result from ordinary activities | <u>154.414,69</u> | <u>321.235,53</u> |
| 11. Taxes on income | 56.391,53 | 105.768,49 |
| - of which from deferred tax assets: EUR 6,603.40 (previous year: EUR 1,944.50) | | |
| 12. Net income for the year | <u><u>98.023,16</u></u> | <u><u>215.467,04</u></u> |

**Société Générale Effekten GmbH
Frankfurt am Main**

**Notes to the Annual Financial Statements
for the 2013 fiscal year**

Comments on the annual financial statements at December 31, 2013, and other disclosures

The annual financial statements of Société Générale Effekten GmbH at December 31, 2013, have been prepared according to the accounting regulations of the German Commercial Code (HGB) and the supplementary regulations of the Limited Liability Companies Act (GmbHG) in compliance with generally accepted accounting principles.

1. Recognition and measurement principles

Accounts receivable are recognized at their nominal amount plus accrued interest. Liabilities not hedged are recognized at their settlement value.

The calculation of deferred taxes is based on temporary differences between items on the statement of financial position when considered under commercial law and tax law pursuant to Section 274 HGB. They were recognized in the statement of financial position as deferred tax assets in the amount of EUR 12,633.90 due to pension provisions. The tax rate used to calculate the deferred taxes was 31.93%.

The provisions for pensions were measured at the settlement value according to actuarial principles, taking the 2005 G life expectancy tables into account, which is necessary according to reasonable business assessment (Section 253 (I)(2) HGB). They are discounted on a flat-rate basis using an average market interest rate corresponding to a remaining time to maturity of 15 years (Section 253 (II)(2) HGB). The expectancy cash value method is used as an actuarial measurement method. The following parameters were assumed for the pension provisions: a discount rate of 4.90% (PY: 5.06%), a remuneration development of 2.90% (PY: 2.90%), and pension development of 1.90% (PY: 1.90%). The effects of interest rate changes are recognized in the operating profits. The other provisions with a remaining term of up to one year are not discounted.

Option premiums are recognized until exercise or lapse as Other assets or Other liabilities. At exercise or lapse, collection occurs, affecting net income.

The issued certificates are recognized as Liabilities from issued certificates until due. The issued certificates are offset by hedging transactions, which are recognized in Receivables from affiliated companies.

The liabilities from issued certificates and warrants and the hedging transactions recognized in Receivables and other assets were merged into measurement units and included on the liabilities side at cost of purchase or recognized as assets in the amount of the issue proceeds. These are perfect micro-hedges. Measurement pursuant to Section 254 HGB does not occur due to their characteristic as measurement units, i.e., due to non-recognition of the offsetting changes in value, the net hedge presentation method is used in this context (Section 285 (19b) and (19c) HGB as well as Section 285 (23a) and (23b) HGB). It was not necessary to make any value adjustments on the Receivables and Other Assets.

The portfolio of issued options and certificates at the reporting date is fully hedged against market price changes using hedging transactions with the shareholder.

In addition, the Company works in the context of a trust agreement with the sole shareholder, Société Générale S.A., Paris.

The certificates from trust transactions are offset by hedging transactions that are recognized under trust assets. Recognition of these transactions occurs at cost of purchase.

2. Notes to the statement of financial position

The **Receivables from affiliated companies** consist of EUR 10,056,813 thousand (PY: EUR 17,496,272 thousand) owed by the shareholder. Other Receivables include "Cash in banks" in the amount of EUR 359 thousand (PY: EUR 470 thousand).

Other Assets primarily comprise the OTC options acquired by the shareholder to hedge issued warrants.

The **Trust Receivables** involve funds forwarded to the shareholder from multiple certificates issued for the shareholder.

The **Other Provisions** result primarily from provisions for issuing costs as well as audit and consulting costs.

The **Trust Liabilities** include the issue of certificates issued in the Company's own name for the account of third parties.

Issues (certificates) in foreign currencies are recognized in the item "Receivables from Investment of Issue Proceeds" on the assets side and the item "Liabilities from Issued Certificates" on the liabilities side of the statement of financial position (each EUR 9,315 thousand from CAD, EUR 22,576 thousand from SEK, EUR 424,088 thousand from USD, and EUR 854,073 thousand from GBP), and in the item "Trust Assets – Receivables" on the assets side and "Trust Payables – Certificates" on the liabilities side (each EUR 500 thousand from CHF and EUR 366,279 thousand from USD). These amounts were translated using the official average exchange rate at 12/31/2013.

Issues (warrants) in foreign currencies are recognized in the item "Other Assets" on the assets side and "Other Liabilities" on the liabilities side of the statement of financial position (each EUR 780 thousand from GBP and EUR 1,724, 229 thousand from SEK). These amounts were translated using the official average exchange rate at 12/31/2013.

| Breakdown of receivables and payables by maturity | | | | | |
|--|------------|---------------------|---------------------|--------------------------|--|
| in EUR'000 | Total | Due up to 1 year | Due 1 to 5 years | Due More than 5 years | |
| Receivables | | | | | |
| - From investment of issue proceeds | 10,055,371 | 3,394,573 | 4,363,263 | 2,297,535 | |
| - Other receivables | 1,442 | 1,442 | 0 | 0 | |
| - From trust accounts | 6,418,253 | 719,626 | 4,816,192 | 882,435 | |
| Other assets | 5,376,267 | 1,840,454 | 1,376,835 | 2,158,978 | |
| Liabilities | | | | | |
| - From issued certificates | 10,055,371 | 3,394,573 | 4,363,263 | 2,297,535 | |
| - Trade receivables | 20 | 20 | 0 | 0 | |
| - Due to affiliated companies | 13 | 13 | 0 | 0 | |
| - From trust accounts | 6,418,253 | 719,626 | 4,816,192 | 882,435 | |
| Other liabilities | 5,376,255 | 1,840,442 | 1,376,835 | 2,158,978 | |

3. Notes to the Income Statement

The income statement is prepared in accordance with the period accounting method.

Other Operating Income primarily related to cost absorption by the shareholder.

Other Operating Expenses consist primarily of issue costs, legal and consulting fees, and stock exchange costs.

Income Taxes relate to the result of ordinary operations.

4. Information on the issuing activities

The total issue of fiscal year 2013 breaks down as follows: All issues are fully hedged by concluding identically equipped OTC options or by investing issue proceeds with Société Générale S.A., Paris.

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2013 | | | FISCAL YEAR 2012 | | |
|---------------------------------|------------------------------------|------------------|----------------------|------------------|------------------|----------------------|------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Warrants | | | | | | | |
| Stock warrants | CALL | 4,477 | 4,396,151,000 | 21-Jan-33 | 816 | 1,685,903,000 | 22-Dec-17 |
| | PUT | 1,647 | 520,322,000 | 03-Jan-25 | 11 | 2,103,000 | 04-Jan-13 |
| | Open End Turbo Long | 127 | 6,733,000 | open end | 259 | 14,012,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 11,070 | 222,852,000 | 02-Jan-15 | 5,861 | 117,240,000 | 03-Jan-14 |
| | Corridor hit warrant | - | - | - | - | - | - |
| | Hamster warrant | - | - | - | 19 | 380,000 | 11-Jun-12 |
| | Discount warrant | - | - | - | 1 | 40,000 | 03-Jan-14 |
| | | 17,321 | 5,146,058,000 | | 6,967 | 1,819,678,000 | |
| Index warrant | CALL | 1,186 | 731,099,000 | 21-Jan-33 | 590 | 443,002,200 | 22-Dec-17 |
| | PUT | 954 | 274,610,500 | 03-Jan-25 | 414 | 158,087,000 | 02-Jan-15 |
| | Open End Turbo Short | 154 | 11,377,000 | open end | 98 | 8,011,500 | open end |
| | Open End Turbo Long | 169 | 17,449,000 | open end | 165 | 18,333,173 | open end |
| | Inline / StayHigh/ StayLow warrant | 9,219 | 185,648,845 | 26-Jun-15 | 4,358 | 88,202,000 | 27-Jun-14 |
| | Corridor hit warrant | - | - | - | - | - | - |
| | Hamster warrant | - | - | - | 35 | 700,000 | 12-Sep-12 |
| | Discount warrant | 120 | 6,420,000 | 03-Jan-14 | 77 | 2,578,000 | 03-Jan-14 |
| | Condor warrant | 1 | 100,000 | 03-Jan-14 | 127 | 5,080,000 | 03-Jan-14 |
| | Other | 32 | 910,000 | open end | 21 | 2,200,005 | open end |
| | | 11,835 | 1,227,614,345 | | 5,885 | 726,193,878 | |
| Currency warrant | Open End Turbo Short | 98 | 88,134,000 | open end | 87 | 4,327,000 | open end |
| | Open End Turbo Long | 85 | 67,200,000 | open end | 120 | 5,444,000 | open end |
| | | 183 | 155,334,000 | | 207 | 9,771,000 | |
| Raw material warrant | CALL | 654 | 117,063,500 | 22-Dec-18 | 415 | 217,476,500 | 22-Nov-18 |
| | PUT | 357 | 50,197,000 | 22-Dec-17 | 281 | 79,610,000 | 22-Nov-18 |
| | CALL Future | - | - | - | - | - | - |
| | PUT Future | - | - | - | - | - | - |
| | Open End Turbo Short | 493 | 88,538,000 | open end | 1,124 | 204,314,000 | open end |
| | Open End Turbo Long | 593 | 94,999,000 | open end | 1,445 | 352,559,000 | open end |
| | Inline / StayHigh/ StayLow warrant | 1,099 | 22,880,000 | 20-Dec-13 | 904 | 20,120,870 | 20-Dec-13 |
| | Hamster warrant | - | - | - | 17 | 340,000 | 02-Oct-12 |
| | CALL Discount warrant | 15 | 300,000 | 18-Nov-13 | 13 | 520,000 | 27-Mar-13 |
| | PUT Discount warrant | - | - | - | 13 | 520,000 | 27-Mar-13 |
| | Corridor Hit warrant | 7 | 130,000 | 03-Jan-14 | 18 | 360,000 | 15-Jun-12 |
| | | 3,218 | 374,107,500 | | 4,230 | 875,820,370 | |
| Fixed Income | CALL | - | - | - | 41 | 5,423,370 | 27-Mar-13 |
| | PUT | - | - | - | 28 | 3,349,120 | 27-Mar-13 |
| | Open End Turbo Short | 64 | 3,240,000 | open end | 132 | 7,494,000 | open end |
| | Open End Turbo Long | 48 | 2,947,000 | open end | 94 | 6,324,970 | open end |
| | CALL Discount warrant | - | - | - | 71 | 2,260,000 | 02-Jan-13 |
| | PUT Discount warrant | - | - | - | 64 | 1,960,000 | 02-Jan-13 |
| | | 112 | 6,187,000 | | 430 | 26,811,460 | |
| Two/multiple base values | Alpha warrant | 71 | 160,000 | 21-Jan-33 | - | - | - |
| | | 71 | 160,000 | | 0 | 0 | |
| TOTAL warrants: | | 32,740 | 6,909,460,845 | | 17,719 | 3,458,274,708 | |

| WARRANT CATEGORY / CERTIFICATES | TYPE | FISCAL YEAR 2013 | | | FISCAL YEAR 2012 | | |
|---|-----------------------|------------------|----------------------|------------------|------------------|----------------------|------------------|
| | | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY | NUMBER | VOLUME (IN UNITS) | LONGEST MATURITY |
| Certificates | | | | | | | |
| Stock certificates | Bonus | 3,705 | 78,168,800 | 29-Aug-17 | 5,632 | 126,727,100 | 20-Feb-20 |
| | Discount | 1,468 | 34,648,000 | 02-Jan-15 | 2,203 | 85,643,000 | 08-Jan-14 |
| | Express | 299 | 1,271,720 | 19-Aug-19 | 167 | 1,569,100 | 25-Mar-19 |
| | Leverage | - | - | - | - | - | - |
| | Outperformance | 60 | 677,300 | 26-Jun-15 | 46 | 729,800 | 28-Jun-13 |
| | Alpha | 1 | 7,000 | 03-Jan-14 | 2 | 4,000 | 05-Sep-14 |
| | Other | 20 | 160,000 | 27-Jun-14 | 34 | 3,077,046 | 09-Nov-20 |
| | | 5,553 | 114,932,820 | | 8,084 | 217,750,046 | |
| Bonds | Stocks | 37 | 273,904 | 15-Apr-33 | 71 | 1,082,571 | 28-Dec-21 |
| | Index | - | - | - | 12 | 139,100 | 30-Aug-18 |
| | Interest-bearing bond | 14 | 32,864 | 28-Feb-23 | 48 | 329,056 | 28-Dec-22 |
| | Inflation bond | 3 | 1,040 | 08-Mar-23 | 7 | 16,550 | 21-Dec-18 |
| | Reverse Convertible | - | - | - | 2 | 700 | 04-Oct-13 |
| | Other | 2 | 10,650 | 22-May-17 | 22 | 651,468 | 07-Dec-18 |
| | | 56 | 318,458 | | 162 | 2,219,445 | |
| Index Certificates | Bonus | 6,428 | 106,752,725 | open end | 4,689 | 30,236,100 | 24-Jun-16 |
| | Discount | 3,351 | 20,591,090 | 29-Dec-15 | 1,287 | 11,192,000 | 03-Jan-14 |
| | Express | 75 | 1,638,470 | 27-Jan-20 | 37 | 948,000 | 04-Jan-19 |
| | Leverage | 43 | 259,550,000 | 23-Feb-18 | 20 | 50,300,000 | 26-May-17 |
| | Outperformance | 5 | 320,700 | 27-Jan-17 | - | - | - |
| | Other | 39 | 421,350 | open end | 53 | 76,099,607 | open end |
| | | 9,941 | 389,274,335 | | 6,086 | 168,775,707 | |
| Currency certificates | Other | 1 | 300 | 14-Mar-19 | 5 | 23,020,000 | 24-Oct-16 |
| | | 1 | 300 | | 5 | 23,020,000 | |
| Raw materials certificates | Guarantee | - | - | - | - | - | - |
| | Bonus | 13 | 295,500 | 25-Feb-20 | 65 | 226,500 | 14-Feb-19 |
| | Discount | 304 | 1,448,000 | 19-Dec-14 | 234 | 1,083,000 | 20-Jun-14 |
| | Express | - | - | - | 2 | 18,000 | 15-Sep-15 |
| | Leverage | - | - | - | 4 | 2,700,000 | open end |
| | Other | 4 | 334,000 | open end | 16 | 1,403,000 | open end |
| | | 321 | 2,077,500 | | 321 | 5,430,500 | |
| Fund certificates | Other | - | - | - | - | - | - |
| | | 0 | 0 | | 0 | 0 | |
| Futures certificates | Index | - | - | - | 20 | 473,000 | 02-Jan-15 |
| | Bonus | - | - | - | 3 | 1,008,000 | 16-Apr-14 |
| | | 0 | 0 | | 23 | 1,481,000 | |
| TOTAL Certificates | | 15,872 | 506,603,413 | | 14,681 | 418,676,698 | |
| TOTAL Certificates and Warrants: | | 48,612 | 7,416,064,258 | | 32,400 | 3,876,951,406 | |

The fair value of the financial derivatives as well as bonds with embedded derivatives is measured in principle using market values; in case of illiquid markets, measurement uses internal models. These “in-house valuation models” are regularly tested by specialists in the Risk department of Société Générale S.A., Paris. Derivative financial instruments with option characteristics are measured by Société Générale S.A., Paris, using generally recognized option price models.

When an active market exists, prices quoted by stock exchanges, brokers, and pricing agencies are used.

The type, volume, and fair values of the derivative hedging transactions at the reporting date are shown below: The Company holds 15,965 OTC options with a market value of EUR 6,493 million to hedge the stock and index warrants, 322 OTC options with a market value of EUR 142 million to hedge the foreign currency warrants, and 3,748 OTC options with a market value of EUR 8,519 million to hedge the raw materials warrants.

In addition, the Company holds 18,008 certificates with a market value of EUR 16,263 million, including trust transactions.

The carrying amount of the warrants listed here at December 31, 2013, is EUR 5,376 million, which is included in the Other Liabilities item on the statement of financial position. The carrying amount of the issued certificates at December 31, 2013, is EUR 16,473 million, which is recognized in the item Liabilities from Issued Certificates and the item Trust Liabilities on the statement of financial position.

5. Statements on the fees recognized as expenses in the reporting year

The auditing fee for 2013, which was recognized as expense in financial year 2013, is EUR 50 thousand.

6. Statements on members of company bodies and employees

The following individuals were appointed as managing directors in financial year 2013:

Mr. Jean-Louis Jégou, banker, Frankfurt am Main
Dr. Joachim Totzke, General Counsel, Frankfurt am Main
Dr. Ulrich Scheuerle, tax consultant, Frankfurt am Main (starting November 29, 2013)

The managing directors are employees of Société Générale S.A., Frankfurt am Main branch office. Expenses of EUR 12 thousand as remuneration for the managing director work were passed on to Société Générale Effekten GmbH for financial year 2013.

The Company employed an average of 1.5 employees during the financial year.

As a capital market-oriented company, the Company has established an Audit Committee under Section 264d HGB consisting of the following members:

Mr. Peter Boesenberg (chair)
Ms. Catherine Bittner
Mr. Achim Oswald
Ms. Heike Stuebban (starting November 29, 2013)

7. Group membership

The parent company of Société Générale Effekten GmbH that prepares consolidated financial statements is Société Générale S.A., Paris. Notice of publication of the consolidated financial statements of Société Générale S.A., Paris, occurs in France in the "Bulletin des Annonces Légales et Obligatoires (BALO)" under the heading "Publications Périodiques" (R.C.S: 552 120 222).

The consolidated financial statements are available on the website www.socgen.com.

Frankfurt/Main, March 21, 2014

The Management

Société Générale Effekten GmbH

Jean-Louis Jégou

Dr. Joachim Totzke

Dr. Ulrich Scheuerle

Cash Flow Statement

| | 2013 EUR | 2012 EUR |
|---|--------------------------|---------------------------|
| 1. Cash flow from operating activities | | |
| Net income for the fiscal year before extraordinary items | 98.023,16 | 215.467,04 |
| Increase in provisions | 75.083,15 | 115.330,24 |
| Decrease in receivables as well as other assets not attributable to investment or financing activities | 8.582.553.063,81 | 12.725.077.718,48 |
| Increase deferred tax assets | -6.603,40 | -1.944,50 |
| Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities | <u>-8.582.830.741,24</u> | <u>-12.724.936.655,34</u> |
| Cash flow from continuing operations | -111.174,52 | 469.915,92 |
| 2. Closing balance of cash funds | | |
| Change in cash funds | -111.174,52 | 469.915,92 |
| Opening balance of cash funds | 469.915,92 | 0,00 |
| Closing balance of cash funds | <u>358.741,40</u> | <u>469.915,92</u> |
| 3. Composition of cash funds | | |
| Liquid assets | <u>358.741,40</u> | <u>469.915,92</u> |

Other disclosures in accordance with paragraph 52 of German Accounting Standard (DRS) 2:

- a) The daily payable demand deposits at the shareholder are presented under cash funds.
- b) The definition of cash funds was not changed compared to the previous period.
- c) The carrying amount of cash funds corresponds to bank deposits and is reported in the position "Receivables from affiliated companies"
- d) No significant non-cash investment or financing operations or transactions were entered into in the reporting period.
- e) The Company did not purchase or sell any companies in the reporting period.

Société Générale Effekten GmbH

Statement of changes in equity

| | Subscribed capital | Retained earnings | Equity |
|------------------------------------|--------------------|-------------------|-------------------|
| Balance as of Jan. 1, 2011 | 25.564,59 | 488.883,46 | 514.448,05 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 102.598,88 | 102.598,88 |
| Balance as of Dec. 31, 2011 | 25.564,59 | 591.482,34 | 617.046,93 |
| Balance as of Jan. 1, 2012 | 25.564,59 | 591.482,34 | 617.046,93 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 215.467,04 | 215.467,04 |
| Balance as of Dec. 31, 2012 | 25.564,59 | 806.949,38 | 832.513,97 |
| Balance as of Jan. 1, 2013 | 25.564,59 | 806.949,38 | 832.513,97 |
| Distribution of dividends | - | - | - |
| Other changes | - | - | - |
| Net income for the year | - | 98.023,16 | - |
| Balance as of Dec. 31, 2013 | 25.564,59 | 904.972,54 | 930.537,13 |

Audit opinion of the independent auditor

We have audited the annual financial statements – comprising the balance sheet, the income statement, the cash flow statement, the statement of changes in equity, and the notes to the annual financial statements – together with the bookkeeping system and the management report of Société Générale Effekten GmbH, Frankfurt am Main, for the fiscal year from January 1 to December 31, 2013. The maintenance of the books and records and preparation of the annual financial statements and management report pursuant to German commercial law are the responsibility of the Company's Management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system and management report, based on our audit.

We conducted our audit of the annual financial statements in accordance with section 317 HGB ("Handelsgesetzbuch": "German Commercial Code") and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW). Those standards require that we plan and perform the audit such that misstatements and violations materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with German principles of proper accounting are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and evaluations of possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements of Société Générale Effekten GmbH, Frankfurt am Main, correspond to the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with principles of proper accounting. The management report is consistent with the annual financial statements and on the whole provides a suitable understanding of the Company's position and suitably presents the risks and opportunities of future development.

Frankfurt/Main, March 21, 2014

Deloitte & Touche GmbH
Wirtschaftsprüfungsgesellschaft

(Nemet)
Wirtschaftsprüfer (German Public Auditor)

(Lange)
Wirtschaftsprüfer (German Public Auditor)

Frankfurt am Main, May 22, 2015

Société Générale Effekten GmbH

Société Générale

sign. Dr. Joachim TOTZKE

sign. Dr. Joachim TOTZKE

sign. Jeanette VOLLHARDT

sign. Jeanette VOLLHARDT