

# 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 19, 2014**

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## I. RISK FACTORS RELATING TO THE ISSUER

### 1. Risks Involving the Legal Form and Organization of the Issuer

There is a risk that the Issuer 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 Notes are limited to the funds received from 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 Notes 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. AUDITOR AND SELECTED FINANCIAL INFORMATION

#### 1. Auditor

The financial statements of Société Générale Effekten GmbH, Frankfurt am Main for the fiscal year 2012 (from January 1, 2012 to December 31, 2012) were audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Franklinstraße 50, D-60486 Frankfurt am Main, and an unqualified audit opinion was issued thereon.

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.

The financial statements of Société Générale Effekten GmbH, Frankfurt am Main for the fiscal year 2013 (from January 1, 2013 to December 31, 2013) were audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Franklinstraße 50, D-60486 Frankfurt am Main, and an unqualified audit opinion was issued thereon.

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 fiscal year 2013.

Société Générale Effekten GmbH, Frankfurt am Main  
Balance Sheet as of December 31, 2013

<b>Assets</b>	<b>Dec. 31, 2013 in EUR</b>	<b>Dec. 31, 2012 in EUR</b>
A. Current Assets	15,433,080,154.51	24,660,583,820.75
B. Deferred Tax Assets	12,633.90	6,030.50
C. Trust Assets	<u>6,418,253,205.21</u>	<u>5,773,413,777.30</u>
	<u>21,851,345,993.62</u>	<u>30,434,003,628.55</u>

<b>Equity &amp; Liabilities</b>	<b>Dec. 31, 2013 in EUR</b>	<b>Dec. 31, 2012 in EUR</b>
A. Equity	930,537.13	832,513.97
B. Provisions	502,874.13	427,790.98
C. Liabilities	15,431,659,377.15	24,659,329,546.30
D. Trust Liabilities	<u>6,418,253,205.21</u>	<u>5,773,413,777.30</u>
	<u>21,851,345,993.62</u>	<u>30,434,003,628.55</u>

Income Statement for the Period from January 1, 2013 to December 31, 2013

	2013 EUR	2012 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	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	154,414.69	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	<u>98,023.16</u>	<u>215,467.04</u>



Cash Flow Statement as of December 31, 2013

**Cash Flow Statement**

	2013	2012
	EUR	EUR
<b>1. Cash flow from operating activities</b>		
Cash flow from continuing operations	-111,174.52	469,915.92
<b>2. Closing balance of cash funds</b>		
Closing balance of cash funds	358,741.40	469,915.92
<b>3. Composition of cash funds</b>		
Liquid assets	358,741.40	469,915.92

**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.

## IV. INFORMATION ON THE ISSUER

### 1. History and Business Performance

Société Générale Effekten GmbH (hereinafter also referred to as the “Issuer” or “SGE” or the “Company”) 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 fiscal year 2013, the Company issued a total of 48,612 warrants and certificates (prior year: 32,400). 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 well-known expertise, key international positions and integrated solutions.

The principal markets in which the Group is operating are France and other European Union countries.

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, 2013, there has been no material adverse change in the prospects of the Issuer.

#### **5. Management and Company Representatives**

The general managers of Société Générale Effekten GmbH are currently Dr. Joachim Totzke, Frankfurt am Main, Mr. Jean-Louis Jégou, Frankfurt am Main and Dr. Ulrich Scheuerle, Frankfurt am Main. Dr. Ulrich Scheuerle was appointed as general manager at November 29, 2013.

Dr. Joachim Totzke, Mr. Jean-Louis Jégou and Dr. Ulrich Scheuerle 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 fiscal year.

Provided that the above named 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 (Chairman)  
Ms. Catherine Bittner  
Mr. Achim Oswald  
Ms. Heike Stuebban (starting November 29, 2013)

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 13 May 2013.

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

### **a) Historical Financial Information from Fiscal Year 2013**

The following table shows the balance sheet items for fiscal year 2013 as of December 31, 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
<b>A. CURRENT ASSETS</b>		
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
<b>A. EQUITY</b>		
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>B. PROVISIONS</b>		
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>
<b>C. LIABILITIES</b>		
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>
<b>D. TRUST LIABILITIES</b>		
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 fiscal 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
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	154,414.69	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	<u>98,023.16</u>	<u>215,467.04</u>

The following table compares the **cash flow statement** items for fiscal 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
<b>1. Cash flow from operating activities</b>		
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	-8,582,830,741.24	-12,724,936,655.34
Cash flow from continuing operations	-111,174.52	469,915.92
<b>2. Closing balance of cash funds</b>		
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>
<b>3. Composition of cash funds</b>		
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.

<b>Breakdown of receivables and payables by maturity</b>					
in EUR'000		Total	Due up to 1 year	Due 1 to 5 years	Due More than 5 years
<b>Receivables</b>					
- 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
<b>Liabilities</b>					
- 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
<b>Warrants</b>							
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
		<b>17,321</b>	<b>5,146,058,000</b>		<b>6,967</b>	<b>1,819,678,000</b>	
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
		<b>11,835</b>	<b>1,227,614,345</b>		<b>5,885</b>	<b>726,193,878</b>	
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
		<b>183</b>	<b>155,334,000</b>		<b>207</b>	<b>9,771,000</b>	
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
		<b>3,218</b>	<b>374,107,500</b>		<b>4,230</b>	<b>875,820,370</b>	
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
		<b>112</b>	<b>6,187,000</b>		<b>430</b>	<b>26,811,460</b>	
Two/multiple base values	Alpha warrant	71	160,000	21-Jan-33	-	-	-
		<b>71</b>	<b>160,000</b>		<b>0</b>	<b>0</b>	
<b>TOTAL warrants:</b>		<b>32,740</b>	<b>6,909,460,845</b>		<b>17,719</b>	<b>3,458,274,708</b>	

WARRANT CATEGORY / CERTIFICATES	TYPE	FISCAL YEAR 2013			FISCAL YEAR 2012		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Certificates</b>							
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
		<b>5,553</b>	<b>114,932,820</b>		<b>8,084</b>	<b>217,750,046</b>	
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
		<b>56</b>	<b>318,458</b>		<b>162</b>	<b>2,219,445</b>	
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
			<b>9,941</b>	<b>389,274,335</b>		<b>6,086</b>	<b>168,775,707</b>
Currency certificates	Other	1	300	14-Mar-19	5	23,020,000	24-Oct-16
		<b>1</b>	<b>300</b>		<b>5</b>	<b>23,020,000</b>	
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
		<b>321</b>	<b>2,077,500</b>		<b>321</b>	<b>5,430,500</b>	
Fund certificates	Other	-	-	-	-	-	-
		<b>0</b>	<b>0</b>		<b>0</b>	<b>0</b>	
Futures certificates	Index	-	-	-	20	473,000	02-Jan-15
	Bonus	-	-	-	3	1,008,000	16-Apr-14
		<b>0</b>	<b>0</b>		<b>23</b>	<b>1,481,000</b>	
<b>TOTAL Certificates</b>		<b>15,872</b>	<b>506,603,413</b>		<b>14,681</b>	<b>418,676,698</b>	
<b>TOTAL Certificates and Warrants:</b>		<b>48,612</b>	<b>7,416,064,258</b>		<b>32,400</b>	<b>3,876,951,406</b>	

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.

## **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, 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, 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](http://www.socgen.com).

### **b) Historical Financial Information from Fiscal Year 2012**

The following table shows the balance sheet items for fiscal year 2012 as of December 31, 2012. The financial information given below has been audited.

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN

Balance Sheet as of December 31, 2012

ASSETS

	Dec. 31, 2012 EUR	Dec. 31, 2011 EUR
<b>A. CURRENT ASSETS</b>		
I. Receivables and other assets		
1. Receivables from affiliated companies		
a) from the investment of issuing proceeds	17,494,894,657.67	28,259,794,785.33
- of which with a remaining term of more than one year: EUR 11,137,474,117.60 (previous year: EUR 17,494,309,681.99)		
b) Other receivables	1,377,615.91	1,723,144.34
- of which with a remaining term of more than one year: EUR 0.00 (previous year: EUR 0.00)		
2. Other assets	7,164,311,547.17	9,004,117,251.96
- of which with a remaining term of more than one year: EUR 5,582,479,125.71 (previous year: EUR 6,500,404,234.54)		
	<u>24,660,583,820.75</u>	<u>37,265,635,181.63</u>
B. DEFERRED TAX ASSETS	6,030.50	4,086.00
<b>C. TRUST ASSETS</b>		
Receivables	5,773,413,777.30	5,892,970,218.98
- of which with a remaining term of more than one year: EUR 5,096,724,378.16 (previous year: EUR 4,173,424,817.52)		
	<u>30,434,003,628.55</u>	<u>43,158,609,486.61</u>

EQUITY & LIABILITIES

	Dec. 31, 2012 EUR	Dec. 31, 2011 EUR
<b>A. EQUITY</b>		
I. Subscribed capital	25,564.59	25,564.59
II. Retained profits brought forward	591,482.34	488,883.46
III. Net income for the year	215,467.04	102,598.88
	<u>832,513.97</u>	<u>617,046.93</u>
<b>B. PROVISIONS</b>		
I. Provisions for pensions and similar obligations	95,457.61	86,086.74
II. Provisions for taxes	74,025.27	44,000.00
III. Other provisions	258,308.10	182,374.00
	<u>427,790.98</u>	<u>312,460.74</u>
<b>C. LIABILITIES</b>		
I. Liabilities under issued certificates	17,494,894,657.67	28,259,794,785.33
- of which, with a remaining term of up to one year: EUR 6,357,420,540.07 (previous year: EUR 10,765,485,103.34)		
II. Trade payables	58,156.83	54,533.11
- of which, with a remaining term of up to one year: EUR 58,156.83 (previous year: EUR 54,533.11)		
III. Liabilities to affiliated companies	62,700.00	743,248.04
- of which, with a remaining term of up to one year: EUR 62,700.00 (previous year: EUR 743,248.04)		
IV. Other liabilities	7,164,314,031.80	9,004,117,193.48
- of which, with a remaining term of up to one year: EUR 1,581,834,906.09 (previous year: EUR 2,503,712,958.94)		
- of which taxes: EUR 2,131.75 (previous year: EUR 2,056.98)		
	<u>24,659,329,546.30</u>	<u>37,264,709,759.96</u>
<b>D. TRUST LIABILITIES</b>		
Certificates	5,773,413,777.30	5,892,970,218.98
- of which, with a remaining term of up to one year: EUR 676,689,399.14 (previous year: EUR 1,719,545,401.46)		
	<u>30,434,003,628.55</u>	<u>43,158,609,486.61</u>

The following table compares the **income statement** items for fiscal years 2012 and 2011. The financial information given below has been audited:

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN, GERMANY

INCOME STATEMENT FOR THE PERIOD FROM JANUARY 1, 2012 TO DECEMBER 31, 2012

	2012 EUR	2011 EUR
1. Income from option contracts	4,538,509,942.73	11,212,754,135.32
2. Expenses from option contracts	4,538,509,942.73	11,212,754,135.32
3. Income from the certificate business	3,388,902,182.00	11,977,163,133.51
4. Expenses from the certificate business	3,388,902,182.00	11,977,163,133.51
5. Other operating income	3,375,037.39	3,697,666.76
6. Personnel expenses		
a) Wages and salaries	145,186.86	154,504.29
b) Social security, post-employment and other employee benefit costs of which in respect of old age pensions EUR 9,370.87 (previous year: EUR 17,597.87)	31,235.48	40,574.00
7. Other operating expenses	2,869,450.92	3,343,877.50
8. Other interest and similar income	0.00	7,393.37
- of which from affiliated companies: EUR 0.00 (previous year: EUR 7,393.37)		
9. Interest and similar expenses	7,928.60	16,234.22
- of which from affiliated companies: EUR 7,928.60 (previous year: EUR 16,234.22)		
10. Result from ordinary activities	321,235.53	149,870.12
11. Taxes on income	105,768.49	47,271.24
- of which from deferred tax assets: EUR 1,944.50 (previous year: EUR 2,992.76)		
12. Net income for the year	<u>215,467.04</u>	<u>102,598.88</u>



The following table compares the **cash flow statement** items for fiscal years 2012 and 2011. The financial information given below has been audited:

**Société Générale Effekten GmbH**

**Cash Flow Statement as of December 31, 2012**

**Cash Flow Statement**

	2012 EUR	2011 EUR
<b>1. Cash flow from operating activities</b>		
Net income for the fiscal year before extraordinary items	215,467.04	102,598.88
Increase in provisions	115,330.24	74,593.87
Decrease in receivables as well as other assets not attributable to investment or financing activities	12,725,077,718.48	26,602,124,373.83
Increase deferred tax assets	-1,944.50	-2,992.76
Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities	<u>-12,724,936,655.34</u>	<u>-26,602,298,573.82</u>
Cash flow from continuing operations	469,915.92	0.00
<b>2. Closing balance of cash funds</b>		
Change in cash funds	469,915.92	0.00
Opening balance of cash funds	<u>0.00</u>	<u>0.00</u>
Closing balance of cash funds	<u>469,915.92</u>	<u>0.00</u>
<b>3. Composition of cash funds</b>		
Liquid assets	<u>469,915.92</u>	<u>0.00</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.

## **Notes to the annual financial statements for the period ended December 31, 2012, and other disclosures**

The annual financial statements of Société Générale Effekten GmbH for the period ended December 31, 2012, were prepared in accordance with the accounting regulations of the German Commercial Code (Handelsgesetzbuch, "HGB") and the supplementary provisions of the German Limited Liability Companies Act (Gesetz betreffend die Gesellschaften mit Beschränkter Haftung, "GmbHG"), in compliance with German accepted accounting principles.

### **1. Recognition and valuation principles**

Receivables are measured at nominal value plus accrued interest. Liabilities not covered by hedging transactions are measured at the settlement amount.

Deferred taxes are calculated based on temporary differences between the financial and tax accounts in accordance with section 274 HGB. They were presented in the balance sheet as deferred tax assets based on pension provisions in the amount of EUR 6,030.50. The tax rate used to calculate deferred taxes was 31.93%.

Provisions for pensions were measured at the settlement amount necessary according to prudent business judgment (Section 253 I 2 HGB), based on actuarial principles and the Mortality Tables 2005 G. They are discounted to present value at an average market rate based on an estimated remaining term of 15 years (Section 253 II 2 HGB). The projected unit credit method is applied as the actuarial method of measurement. An actuarial interest rate of 5.06% (previous year: 5.13%), a compensation trend of 2.90% (previous year: 2,90%) and a pension trend of 1.90% (previous year: 1,90%) were used as parameters for the pension provisions. The effects of interest rate changes are presented under net operating income/expenses. Other provisions due in one year or less are not discounted to present value.

Option premiums are recognized as other assets or other liabilities until they are exercised or expire. When they are exercised or expire, they are transferred to profit or loss.

Issued certificates are presented as liabilities under issued certificates until they mature. The issued certificates are offset by hedging transactions that are presented under receivables from affiliated companies.

The liabilities under issued certificates and warrants and the hedging transactions presented under receivables and other assets were aggregated into valuation units and recognized both as liabilities measured at cost and as assets measured in the amount of the issue proceeds. It represents a perfect micro-hedge. They are not measured in accordance with Section 254 HGB because they are classified as a valuation unit; thus, the net hedge presentation method was applied, under which offsetting value changes are not recognized (Section 285 (19b) and (c)

HGB and Section 285 (23) (a) and (b) HGB). It was not necessary to recognize impairments of receivables and other assets.

The warrants and certificates issued as of the balance sheet date were completely hedged against changes in market prices by means of hedging transactions with the shareholder.

In addition, the Company operates under a trust agreement with the sole shareholder, Société Générale, Paris.

The certificates issued under trust transactions are covered by hedging transactions presented under trust assets. These transactions are recognized at cost.

## 2. Notes to the balance sheet

**Receivables from affiliated companies**, which are owed by the shareholder, amount to EUR 17,496,275 thousand (previous year: EUR 28,261,518 thousand). Credit balances with banks in the amount of EUR 470 thousand (previous year: EUR 0 thousand) are presented within other receivables.

**Other assets** mainly include the OTC options purchased by the shareholder to hedge the issued warrants.

**Trust receivables** consist of funds passed on to the shareholder from several certificates issued on behalf of the shareholder.

**Other provisions** result mainly from provisions for issuing costs and for auditing and consulting expenses.

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

**Issues (certificates) denominated in foreign currencies** are presented under the asset item "receivables from the investment of issue proceeds" and under the liability item "liabilities under issued certificates" (EUR 1,166,517 thousand from USD and EUR 1,173,460 thousand from GBP, respectively). These amounts were translated to euros at the official mean rate of exchange at December 31, 2012.

Issues (warrants) denominated in foreign currencies are presented under the asset item "other assets" and under the liability item "other liabilities" (EUR 52,435 thousand from SEK, respectively). These amounts were translated at the official mean rate of exchange at December 31, 2012.

<b>Maturity Structure of Receivables and Liabilities</b>				
In euro thousands	Total Amount	Maturing in 1 year or less	Maturing in 1 to 5 years	Maturing in more than 5 years
<b>Receivables</b>				
- From the investment of issue proceeds	17,494,895	6,357,421	8,503,400	2,634,074
- Other receivables	1,378	1,378	0	0
- Trust receivables	5,773,414	676,689	4,057,882	1,038,843
Other assets	7,164,312	1,581,833	4,621,620	960,859
<b>Liabilities</b>				
- Under issued certificates	17,494,895	6,357,421	8,503,400	2,634,074
- Trade payables	58	58	0	0
- To affiliated companies	63	63	0	0
- Trust liabilities	5,773,414	676,689	4,057,882	1,038,843
Other liabilities	7,164,314	1,581,835	4,621,620	960,859

### 3. Notes to the income statement

The income statement was prepared using the cost summary method.

**Other operating income** relates mainly to costs assumed by the shareholder.

**Other operating expenses** comprise mainly issuing costs and legal and consulting expenses, as well as stock exchange costs.

**Taxes on income** relate to the result from ordinary activities.

### 4. Notes regarding the issue business

The issue volume in the 2012 fiscal year is presented below. All issues are completely hedged by entering into OTC options with identical terms and/or the investment of issue proceeds on the part of Société Générale, Paris.

TYPE OF WARRANT/ CERTIFICATE	TYPE	FISCAL YEAR 2012			FISCAL YEAR 2011		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Warrants</b>							
Equity warrants	CALL	816	1,685,903,000	22-Dec-17	750	1,506,680,000	29-Dec-15
	PUT	11	2,103,000	04-Jan-13	118	131,670,000	22-Jun-12
	Open End Turbo Long	259	14,012,000	open end	31	3,100,000	open end
	In-line / Stay-High/ Stay-Low Warrant	5,861	117,240,000	03-Jan-14	1,819	415,400,000	05-Aug-14
	Corridor Hit Warrant	-	-	-	127	12,700,000	27-Jan-12
	Hamster Warrant	19	380,000	11-Jun-12	15	1,500,000	05-Aug-14
	Discount Warrant	1	40,000	03-Jan-14	-	-	-
		<b>6,967</b>	<b>1,819,678,000</b>		<b>2,860</b>	<b>2,071,050,000</b>	
Index warrants	CALL	590	443,002,200	22-Dec-17	201	239,331,000	23-Dec-16
	PUT	414	158,087,000	02-Jan-15	99	6,371,333	04-Jan-13
	Open End Turbo Short	98	8,011,500	open end	83	19,452,000	open end
	Open End Turbo Long	165	18,333,173	open end	138	31,626,000	open end
	In-line /Stay-High/ Stay-Low Warrant	4,358	88,202,000	27-Jun-14	1898	465,690,000	12-Oct-17
	Corridor Hit Warrant	-	-	-	142	27,400,000	22-Jun-12
	Hamster Warrant	35	700,000	12-Sep-12	36	3,600,000	05-Apr-12
	Discount Warrant	77	2,578,000	03-Jan-14	-	-	-
	Condor Warrant	127	5,080,000	03-Jan-14	-	-	-
	Other	21	2,200,005	open end	-	-	-
		<b>5,885</b>	<b>726,193,878</b>		<b>2,597</b>	<b>793,470,333</b>	
Currency options	Open End Turbo Short	87	4,327,000	open end	193	54,757,000	open end
	Open end Turbo Long	120	5,444,000	open end	186	51,448,000	open end
		<b>207</b>	<b>9,771,000</b>		<b>379</b>	<b>106,205,000</b>	
Commodity options	CALL	415	217,476,500	22-Nov-18	558	246,801,000	22-Dec-17
	PUT	281	79,610,000	22-Nov-18	499	182,119,000	22-Dec-17
	CALL Future	-	-	-	83	41,500,000	11-Dec-13
	PUT Future	-	-	-	40	20,000,000	11-Dec-13
	Open End Turbo Short	1,124	204,314,000	open end	860	227,557,000	open end
	Open End Turbo Long	1,445	352,559,000	open end	1213	394,961,000	open end
	In-line /Stay-High/ Stay-Low Warrant	904	20,120,870	20-Dec-13	717	240,190,000	07-Apr-16
	Hamster Warrant	17	340,000	02-Oct-12	20	800,000	30-Apr-12
	CALL Discount Warrant	13	520,000	27-Mar-13	-	-	-
	PUT Discount Warrant	13	520,000	27-Mar-13	-	-	-
	Corridor Hit Warrant	18	360,000	15-Jun-12	-	-	-
		<b>4,230</b>	<b>875,820,370</b>		<b>3,990</b>	<b>1,353,928,000</b>	
Fixed Income	CALL	41	5,423,370	27-Mar-13	7	140,000	22-Feb-12
	PUT	28	3,349,120	27-Mar-13	19	380,000	28-Mar-12
	Open End Turbo Short	132	7,494,000	open end	172	35,800,000	open end
	Open End Turbo Long	94	6,324,970	open end	110	29,770,000	open end
	CALL Discount Warrant	71	2,260,000	02-Jan-13	-	-	-
	PUT Discount Warrant	64	1,960,000	02-Jan-13	-	-	-
		<b>430</b>	<b>26,811,460</b>		<b>308</b>	<b>66,090,000</b>	
Two underlying instruments	Alpha Warrant	-	-	-	16	800,000	03-Feb-12
		<b>0</b>	<b>0</b>		<b>16</b>	<b>800,000</b>	
<b>TOTAL warrants:</b>		<b>17,719</b>	<b>3,458,274,708</b>		<b>10,150</b>	<b>4,391,543,333</b>	

TYPE OF WARRANT / CERTIFICATE	TYPE	FISCAL YEAR 2012			FISCAL YEAR 2011		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Certificates</b>							
Equity certificates	Bonus	5,632	126,727,100	20-Feb-20	6,428	902,927,900	11-Jan-15
	Discount	2,203	85,643,000	08-Jan-14	739	74,847,300	03-Jan-14
	Express	167	1,569,100	25-Mar-19	93	6,316,200	09-May-16
	Leverage	-	-	-	16	260,000	18-Jul-13
	Outperformance	46	729,800	28-Jun-13	35	5,159,000	28-Jun-13
	Alpha	2	4,000	05-Sep-14	-	-	-
	Other	34	3,077,046	09-Nov-20	94	40,522,247	open end
		<b>8,084</b>	<b>217,750,046</b>		<b>7,405</b>	<b>1,030,032,647</b>	
Bond certificates	Equities	71	1,082,571	28-Dec-21	465	1,522,500	04-Jan-13
	Index	12	139,100	30-Aug-18	3	6,000	22-Jun-12
	Coupon Bonds	48	329,056	28-Dec-22	30	830,000	28-Sep-16
	Inflation Bond	7	16,550	21-Dec-18	22	1,632,500	11-Aug-16
	Reverse Convertible	2	700	04-Oct-13	361	1,805,000	23-Nov-12
	Other	22	651,468	07-Dec-18	-	-	-
		<b>162</b>	<b>2,219,445</b>		<b>881</b>	<b>5,796,000</b>	
Index certificates	Bonus	4,689	30,236,100	24-Jun-16	3,495	156,820,100	21-Apr-15
	Discount	1,287	11,192,000	03-Jan-14	497	48,751,000	23-Dec-16
	Express	37	948,000	04-Jan-19	49	5,901,000	22-Dec-17
	Leverage	20	50,300,000	26-May-17	122	113,515,000	open end
	Outperformance	-	-	-	6	624,000	22-Jun-12
	Other	53	76,099,607	open end	58	23,239,200	open end
		<b>6,086</b>	<b>168,775,707</b>		<b>4,227</b>	<b>348,850,300</b>	
Currency certificates	Other	5	23,020,000	24-Oct-16	-	-	-
		<b>5</b>	<b>23,020,000</b>		<b>0</b>	<b>0</b>	
Commodity certificates	Guarantee	-	-	-	6	580,000	07-Jul-16
	Bonus	65	226,500	14-Feb-19	53	4,982,000	04-Jan-13
	Discount	234	1,083,000	20-Jun-14	214	15,550,000	21-Dec-12
	Express	2	18,000	15-Sep-15	-	-	-
	Leverage	4	2,700,000	open end	-	-	-
	Other	16	1,403,000	open end	15	3,830,000	open end
		<b>321</b>	<b>5,430,500</b>		<b>288</b>	<b>24,942,000</b>	
Fund certificates	Other	-	-	-	19	1,900,000	25-Jan-12
		<b>0</b>	<b>0</b>		<b>19</b>	<b>1,900,000</b>	
Futures certificates	Index	20	473,000	02-Jan-15	-	-	-
	Bonus	3	1,008,000	16-Apr-14	-	-	-
		<b>23</b>	<b>1,481,000</b>		<b>0</b>	<b>0</b>	
TOTAL certificates		<b>14,681</b>	<b>418,676,698</b>		<b>12,820</b>	<b>1,411,520,947</b>	
<b>Total certificates and warrants:</b>		<b>32,400</b>	<b>3,876,951,406</b>		<b>22,970</b>	<b>5,803,064,280</b>	

As a rule, the fair value of the financial derivatives and debt securities with embedded derivatives are calculated using market values; in the case of illiquid markets, they are measured based on internal models. These "in-house valuation models" are periodically tested by specialists from the risk department of Société Générale, Paris. Derivative financial instruments similar in nature to options are measured by Société Générale, Paris using generally accepted option price models.

If an active market exists, quoted prices from stock exchanges, brokers and price discovery agencies are used.

The type, scope, and fair values of the derivative hedging transactions as of the balance sheet date are as follows: The Company holds 7,060 OTC options with a market value of EUR 3,966 million to hedge equities and index warrants, 545 OTC options with a market value of EUR 437 million to hedge currency warrants and 3,790 OTC options with a market value of EUR 12,439 million to hedge warrants on commodities.

In addition, the Company holds 15,451 certificates with a market value of EUR 24,061 million.

The carrying amount of the warrants presented herein for the period ended December 31, 2012, is EUR 7,164 million and is presented in the balance sheet under other liabilities. The carrying amount of the issued certificates for the period ended December 31, 2012, is EUR 23,268 million and is presented in the balance sheet under liabilities under issued certificates and under trust liabilities.

### **c) Financial Statements**

Attached as exhibits I and II to this registration document are the financial statements as of December 31, 2013 and December 31, 2012, the management reports of the Issuer, Société Générale Effekten GmbH, the cash flow statements for fiscal years 2013 and 2012 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 fiscal year 2012 (from January 1, 2012 to December 31, 2012) were audited by Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Franklinstraße 50, D-60486 Frankfurt am Main, and an unqualified audit opinion was issued thereon.

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 fiscal year 2013 (from January 1, 2013 to December 31, 2013) were audited by

Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Franklinstraße 50, D-60486 Frankfurt am Main, and an unqualified audit opinion was issued thereon.

**e) Interim Financial Information**

Since the end of the last fiscal 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 fiscal year, 31 December 2013, no significant changes in the financial or trading position of the Group 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, which is 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, 2012 and as of December 31, 2013 and the management reports for fiscal years 2012 and 2013 of Société Générale Effekten GmbH

**V. EXHIBIT I: Financial statements, management report, audit opinion 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 Fiscal 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 fiscal year 2013 into the English language.**

**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

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Dr. Joachim Totzke

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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 &amp; LIABILITIES</u>	Dec. 31, 2013 EUR	Dec. 31, 2012 EUR
<b>A. CURRENT ASSETS</b>			<b>A. EQUITY</b>		
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>B. PROVISIONS</b>		
- 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>B. DEFERRED TAX ASSETS</b>	12.633,90	6.030,50	<b>C. LIABILITIES</b>		
<b>C. TRUST ASSETS</b>			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>
			<b>D. TRUST LIABILITIES</b>		
			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 EFFKTEKEN 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.

<b>Breakdown of receivables and payables by maturity</b>					
in EUR'000	Total	Due up to 1 year	Due 1 to 5 years	Due More than 5 years	
<b>Receivables</b>					
- 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	
<b>Liabilities</b>					
- 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
<b>Warrants</b>							
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
		<b>17,321</b>	<b>5,146,058,000</b>		<b>6,967</b>	<b>1,819,678,000</b>	
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
		<b>11,835</b>	<b>1,227,614,345</b>		<b>5,885</b>	<b>726,193,878</b>	
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
		<b>183</b>	<b>155,334,000</b>		<b>207</b>	<b>9,771,000</b>	
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
		<b>3,218</b>	<b>374,107,500</b>		<b>4,230</b>	<b>875,820,370</b>	
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
		<b>112</b>	<b>6,187,000</b>		<b>430</b>	<b>26,811,460</b>	
Two/multiple base values	Alpha warrant	71	160,000	21-Jan-33	-	-	-
		<b>71</b>	<b>160,000</b>		<b>0</b>	<b>0</b>	
<b>TOTAL warrants:</b>		<b>32,740</b>	<b>6,909,460,845</b>		<b>17,719</b>	<b>3,458,274,708</b>	



WARRANT CATEGORY / CERTIFICATES	TYPE	FISCAL YEAR 2013			FISCAL YEAR 2012		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Certificates</b>							
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
		<b>5,553</b>	<b>114,932,820</b>		<b>8,084</b>	<b>217,750,046</b>	
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
		<b>56</b>	<b>318,458</b>		<b>162</b>	<b>2,219,445</b>	
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
		<b>9,941</b>	<b>389,274,335</b>		<b>6,086</b>	<b>168,775,707</b>	
Currency certificates	Other	1	300	14-Mar-19	5	23,020,000	24-Oct-16
		<b>1</b>	<b>300</b>		<b>5</b>	<b>23,020,000</b>	
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
		<b>321</b>	<b>2,077,500</b>		<b>321</b>	<b>5,430,500</b>	
Fund certificates	Other	-	-	-	-	-	-
		<b>0</b>	<b>0</b>		<b>0</b>	<b>0</b>	
Futures certificates	Index	-	-	-	20	473,000	02-Jan-15
	Bonus	-	-	-	3	1,008,000	16-Apr-14
		<b>0</b>	<b>0</b>		<b>23</b>	<b>1,481,000</b>	
<b>TOTAL Certificates</b>		<b>15,872</b>	<b>506,603,413</b>		<b>14,681</b>	<b>418,676,698</b>	
<b>TOTAL Certificates and Warrants:</b>		<b>48,612</b>	<b>7,416,064,258</b>		<b>32,400</b>	<b>3,876,951,406</b>	

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](http://www.socgen.com).

Frankfurt/Main, March 21, 2014

The Management

Société Générale Effekten GmbH

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Jean-Louis Jégou

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Dr. Joachim Totzke

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Dr. Ulrich Scheuerle

# Cash Flow Statement

	2013 EUR	2012 EUR
<b>1. Cash flow from operating activities</b>		
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
<b>2. Closing balance of cash funds</b>		
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>
<b>3. Composition of cash funds</b>		
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
<b>Balance as of Jan. 1, 2011</b>	<b>25.564,59</b>	<b>488.883,46</b>	<b>514.448,05</b>
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year	-	102.598,88	<b>102.598,88</b>
<b>Balance as of Dec. 31, 2011</b>	<b>25.564,59</b>	<b>591.482,34</b>	<b>617.046,93</b>
<b>Balance as of Jan. 1, 2012</b>	<b>25.564,59</b>	<b>591.482,34</b>	<b>617.046,93</b>
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year	-	215.467,04	<b>215.467,04</b>
<b>Balance as of Dec. 31, 2012</b>	<b>25.564,59</b>	<b>806.949,38</b>	<b>832.513,97</b>
<b>Balance as of Jan. 1, 2013</b>	<b>25.564,59</b>	<b>806.949,38</b>	<b>832.513,97</b>
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year	-	98.023,16	-
<b>Balance as of Dec. 31, 2013</b>	<b>25.564,59</b>	<b>904.972,54</b>	<b>930.537,13</b>

### **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)

**VI. EXHIBIT II: Financial statements, management report, audit opinion and cash flow statement as of December 31, 2012**

- 1. Management Report for Fiscal Year 2012**
- 2. Balance Sheet as of December 31, 2012**
- 3. Income Statement for the period from January 1, 2012 to December 31, 2012**
- 4. Notes to the Financial Statements for Fiscal Year 2012**
- 5. Cash Flow Statement**
- 6. Statement of Changes in Equity for Fiscal Year 2012**
- 7. Auditor's Report**

**Société Générale Effekten GmbH  
Frankfurt am Main**

**Management Report  
for Fiscal Year 2012**

**Strategic orientation**

Société Générale Effekten GmbH issues warrants and certificates that are sold entirely to the parent company Société Générale S.A., Paris, as well as Société Générale Option Europe S.A., Paris, and Inora LIFE Limited, Dublin, all of which are wholly owned subsidiaries of Société Générale S.A.

This activity has no influence on the issuer's economic situation, because the issues are placed whenever possible with end buyers by Société Générale S.A., Paris.

**Business developments**

The 2012 fiscal year was characterized by an increase in issue volume in the areas of warrants and certificates compared to the prior year.

The amount issued per product decreased significantly in 2011 as a result of the introduction of the "up-to global note," which also led to a reduction in total assets. With this process, the amount of the issue depends on the expected demand and can be increased incrementally as necessary. This reduces non-placement of the issue volume.

In fiscal year 2012, warrants were issued in a total of 17,719 issues (previous year: 10,150). In addition to 6,967 issues on equities, 5,885 issues were floated on various indices, 430 on fixed income, 207 on currencies and 4,230 on commodities.

Furthermore, 14,681 certificate products were issued in 2012 (previous year: 12,820), mainly bonus and discount certificates again.

**Financial position, cash flows and results of operations**

Financial position

Total assets decreased year-on-year by EUR 12,725 million to EUR 30,434 million.

The Company's subscribed capital remains unchanged at EUR 26 thousand. In addition, the Company has retained profits brought forward in the amount of EUR 591 thousand at its disposal. The Company's equity was increased to EUR 833 thousand (previous year: EUR 617 thousand) by the amount of net income earned in 2012, in the amount of EUR 215 thousand (previous year: EUR 103 thousand).



All receivables are owed by the sole shareholder. There are no default risks beyond the Société Générale Group.

### Results of operations

The Company does not earn a profit from new issue activities, because the proceeds from sales of issued warrants and certificates are always offset by the expenses for the purchase of corresponding hedging transactions.

Personnel and other operating expenses are charged to Société Générale S.A., Paris, based on a “cost-plus” rule. By virtue of this concept, the Company cannot incur a fiscal year net loss, regardless of sales revenue.

### Cash flows

The nature and execution of the Company's business activities are designed to ensure that its cash flows are always balanced. Cash transactions arise from the issues and the corresponding hedging transactions, from the settlement of personnel and other operating expenses and from the charging of these expenses to Société Générale S.A., Paris.

## **Risk Report**

The Company's risk situation is largely determined by the simplicity of its business structure and by its close affiliation with the Société Générale Group.

### Default risks

The Company is not exposed to settlement risk, since payments from sales of issued securities are always offset by payments for hedges and payments related to the exercise of warrants. Receivables are owed exclusively by the parent company Société Générale S.A., Paris. The creditworthiness of Société Générale S.A., Paris, and its subsidiaries is the determining factor for assessing the Company's risk.

### Market price risks

All market price risks from issued warrants and certificates are fully hedged by means of hedging transactions entered into with Société Générale S.A., Paris. Therefore, there are no price risks or interest rate risks.

### Liquidity risks

The daily monitoring of cash flows and close coordination with the back-office departments in Paris ensure that the Company is always in a position to meet its payment obligations.

Due to the Company's affiliation with the Société Générale Group, there are no identifiable liquidity risks at the present time.

### Operational risks

Société Générale S.A., Paris, has developed processes and systems to monitor and manage operational risks that are used by Société Générale Effekten GmbH. These processes and systems are mainly based on the principle of permanent supervision.

Using special applications, the processes are documented and evaluated on the basis of pre-defined criteria, in order to rule out losses from operational risks. To this end, the Company also takes precautionary measures based on the Business Continuity Plan (BCP), in order to maintain normal business operations even in the event of infrastructure malfunctions. The same rules and principles that apply to Société Générale Effekten GmbH apply also to the outsourced processes in the service centers in Bangalore and Bucharest.

There were no operational risks in fiscal year 2012.

### **Internal control and risk management system with respect to the accounting process**

With respect to the accounting process, the internal control system (ICS) and risk management system (RMS) comprise the basic principles, processes, and measures to ensure the effectiveness and efficiency of the accounting process and ensure compliance with the relevant legal provisions, as well as the hedging of risks and the formation of valuation units. It ensures that the assets and liabilities are correctly recognized, presented and measured in the financial statements.

#### Responsibilities in the accounting-related ICS and RMS

##### Responsibilities of the Management and the Audit Committee

The Management manages the Company under its own responsibility and works together in trust with the Company's other governing bodies for the benefit of the Company. Its responsibilities include overall responsibility for the preparation of the annual financial statements.

The Management warrants to the best of its knowledge that the annual financial statements represent a true and fair view of the Company's financial position, cash flows and results of operations, in accordance with the applicable accounting principles.

The Management determines under its own responsibility the scope and orientation of the ICS and RMS, which are specifically designed for the Company, and undertakes measures to further develop the systems and to adjust them to changing conditions.

The value systems practiced for years in all the countries of the Société Générale Group and therefore also by Société Générale Effekten, such as the "Code of Conduct" and the "Compliance Rules," etc., form the basis for responsible behavior, also for the employees charged with performing the accounting process.

The Company's employees are required to complete a computer-aided learning course on money laundering and compliance once a year.

Despite all risk-mitigating measures established within the scope of the ICS and RMS, even appropriate and well-functioning systems and processes cannot guarantee with absolute certainty that all risks will be identified and managed. The Accounting Department is responsible for the accounting process and in particular for the process of preparing the annual financial statements. The Accounting Department is supported by the back-office departments of Société Générale S.A., Paris, in particular with respect to the measurement of financial instruments and receivables.

The data processing systems necessary for the accounting process are provided by the parent company.

In order to support the Management with respect to the accounting process, an Audit Committee was set up comprising three individuals (one salaried employee of Société Générale Effekten GmbH and two salaried employees of Société Générale at the Frankfurt branch office). The Audit Committee concentrates on the development of the Company's financial position, cash flows and results of operations at least once a year –particularly in connection with the annual financial statements. It is the shareholder's responsibility to adopt the annual financial statements as part of the annual financial statements process. The financial statements documents, including the Management's recommendation on the utilization of the unappropriated net profit, are presented to the Audit Committee along with the auditors' preliminary report, so that the Audit Committee can fulfill its duties. In addition, a summary report on issuance activity and the accounting treatment thereof is submitted to the members of the Audit Committee once every quarter.

#### Organization and components of the accounting-related internal control and risk management system

Process and execution of the preparation of the financial statements of Société Générale Effekten GmbH.

A back office of the parent company in Paris records the transactions to be processed by Société Générale Effekten GmbH centrally by entering the data into product-specific applications. The transactions entered into (contracts) are recorded in these applications and approved after review by a second individual.

The Company outsourced accounts payable for supplier invoices to Bangalore in May 2011.

This accounting process is performed in Bangalore by Société Générale Global Solution Centre Private Limited (99% subsidiary of Société Générale S.A., Paris).

The services to be rendered are set forth for Société Générale Effekten GmbH in the service agreement between Société Générale S.A., branch office Frankfurt and Société Générale Global Solution Centre Private Limited, Bangalore.

The scanned records are recorded and assigned to accounts in Bangalore; approval and release for payment are handled by employees of the Company.

The production of head office reports and the production of regulatory reports to Deutsche Bundesbank were outsourced to Bucharest in July 2012.

In Bucharest, this activity is performed by Société Générale European Business Services S.A. (99.95% subsidiary of Société Générale S.A., Paris).

The services to be rendered for Société Générale Effekten GmbH are defined in the Client Services Agreement between Société Générale S.A., Frankfurt branch office, and Société Générale European Business Services SA, Bucharest.

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

Employees of the Company in Frankfurt perform the daily monitoring of current cash accounts, thereby ensuring the supervision of outsourced activities. The information recorded in the accounting area for business operations in general and for facts and circumstances related to accounting matters in particular is accessed online via the intranet. Technical system maintenance with respect to the preparation of the financial statements is outsourced to the subsidiary responsible for IT in the SG Group.

The parent company is responsible for monitoring this process. The technical support processes in the central advisory unit are defined in procedural directives. The parent company is responsible for backing up and archiving the data stored in the application systems. The statutory retention periods are observed. Contingency planning is updated and monitored by employees of the Company. The central data security systems for the mainframe computer and the storage networks for the Open Systems area form the primary basis for data security. The data is mirrored redundantly in Paris.

The necessary protection from unauthorized access and the maintenance of functional separation with respect to the use of the Company's application systems relevant to accounting are ensured in particular by the concept of workstation profiles and by processes to create the workstation profiles. The workstation profiles are issued to the individual back office departments in Paris and to the employees of the service centers in Bangalore and Bucharest and monitored by authorized individuals in the Company using a specially developed system.

#### Documentation of processes

As a subsidiary of Société Générale Paris, S.A., the Company observes standard process documentation rules, which are summarized in the "Accounting & Finance Handbook." The main components of the documented processes are automated controls to ensure the accuracy of data inputs.

The most important procedures of the accounting process were transferred to the "MORSE" application in 2012. This application helps to complete the documentation process and to ensure the availability of a suitable instrument for assuring the accounting process in the event of internal audits.

#### Continuous further development of the ICS and RMS

As part of the further development of the ICS and RMS, the Company carried out additional projects and measures that contributed to strengthening the ICS and RMS. These included reviewing the processes related to the preparation of monthly results and recording them in a process cartography. Moreover, additional relevant processes were successively adopted and incorporated into the standard ICS and RMS based on the previously achieved process documentation basis.

Any changes in legal requirements and regulations with respect to the accounting process are to be reviewed to determine whether and what consequences they have for the accounting process. The Company's local accounting department is responsible for conducting such reviews. Changes or new regulations that have a significant effect on the accounting process are added to the existing process cartography. All measures such as adjustments to electronic data processing, work processes and posting rules, among other things, are analyzed and implemented accordingly in the back office departments in Paris and the outsourced service departments in Bangalore and Bucharest and are monitored and supervised by employees in the Company in Frankfurt.

#### **Events after the reporting date**

There were no significant events that could have a potential effect on the financial position, cash flows and results of operations after the reporting date.

## **Forecast report/Outlook**

Issuing activities for the 2013 fiscal year depend on current developments in the financial markets.

As in the previous years, the Company intends to offer a wide range of products in 2013.

The Company intends to continue the issuing activity begun in Austria in 2011 and the issuing activity in the Swedish market begun in 2012.

Net income in fiscal years 2013 and 2014 will be positive, considering the strict risk hedging policy.

Frankfurt am Main, March 13, 2013

Management

Société Générale Effekten GmbH

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Jean-Louis Jégou

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Dr. Joachim Totzke

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH, FRANKFURT AM MAIN

Balance Sheet as of December 31, 2012

<u>ASSETS</u>	<u>Dec. 31, 2012</u> EUR	<u>Dec. 31, 2011</u> EUR	<u>EQUITY &amp; LIABILITIES</u>	<u>Dec. 31, 2012</u> EUR	<u>Dec. 31, 2011</u> EUR
<b>A. CURRENT ASSETS</b>			<b>A. EQUITY</b>		
I. Receivables and other assets			I. Subscribed capital	25,564.59	25,564.59
1. Receivables from affiliated companies			II. Retained profits brought forward	591,482.34	488,883.46
a) from the investment of issuing proceeds	17,494,894,657.67	28,259,794,785.33	III. Net income for the year	215,467.04	102,598.88
- of which with a remaining term of more than one				<u>832,513.97</u>	<u>617,046.93</u>
year: EUR 11,137,474,117.60 (previous year: EUR 17,494,309,681.99)			<b>B. PROVISIONS</b>		
b) Other receivables	1,377,615.91	1,723,144.34	I. Provisions for pensions and similar obligations	95,457.61	86,086.74
- of which with a remaining term of more than one			II. Provisions for taxes	74,025.27	44,000.00
year: EUR 0.00 (previous year: EUR 0.00)			III. Other provisions	258,308.10	182,374.00
2. Other assets	7,164,311,547.17	9,004,117,251.96		<u>427,790.98</u>	<u>312,460.74</u>
- of which with a remaining term of more than one			<b>C. LIABILITIES</b>		
year: EUR 5,582,479,125.71 (previous year: EUR 6,500,404,234.54)			I. Liabilities under issued certificates	17,494,894,657.67	28,259,794,785.33
	<u>24,660,583,820.75</u>	<u>37,265,635,181.63</u>	- of which, with a remaining term of up to one		
			year: EUR 6,357,420,540.07 (previous year: EUR 10,765,485,103.34)		
<b>B. DEFERRED TAX ASSETS</b>	6,030.50	4,086.00	II. Trade payables	58,156.83	54,533.11
			- of which, with a remaining term of up to one		
<b>C. TRUST ASSETS</b>			year: EUR 58,156.83 (previous year: EUR 54,533.11)		
Receivables	5,773,413,777.30	5,892,970,218.98	III. Liabilities to affiliated companies	62,700.00	743,248.04
- of which with a remaining term of more than one			- of which, with a remaining term of up to one		
year: EUR 5,096,724,378,16 (previous year: EUR 4,173,424,817.52)			year: EUR 62,700.00 (previous year: EUR 743,248.04)		
			IV. Other liabilities	7,164,314,031.80	9,004,117,193.48
			- of which, with a remaining term of up to one		
			year: EUR 1,581,834,906.09 (previous year: EUR 2,503,712,958.94)		
			- of which taxes: EUR 2,131.75 (previous year: EUR 2,056.98)		
				<u>24,659,329,546.30</u>	<u>37,264,709,759.96</u>
	<u>30,434,003,628.55</u>	<u>43,158,609,486.61</u>	<b>D. TRUST LIABILITIES</b>		
			Certificates	5,773,413,777.30	5,892,970,218.98
			- of which, with a remaining term of up to one		
			year: EUR 676,689,399.14 (previous year: EUR 1,719,545,401.46)		
				<u>30,434,003,628.55</u>	<u>43,158,609,486.61</u>

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH

FRANKFURT AM MAIN

INCOME STATEMENT

FOR THE PERIOD FROM JANUARY 1, 2012, TO DECEMBER 31, 2012

	<u>2012</u> EUR	<u>2011</u> EUR
1. Income from option contracts	4,538,509,942.73	11,212,754,135.32
2. Expenses from option contracts	4,538,509,942.73	11,212,754,135.32
3. Income from the certificate business	3,388,902,182.00	11,977,163,133.51
4. Expenses from the certificate business	3,388,902,182.00	11,977,163,133.51
5. Other operating income	3,375,037.39	3,697,666.76
6. Personnel expenses		
a) Wages and salaries	145,186.86	154,504.29
b) Social security, post-employment and other employee benefit costs of which in respect of old age pensions EUR 9,370.87 (previous year: EUR 17,597.87)	31,235.48	40,574.00
7. Other operating expenses	2,869,450.92	3,343,877.50
8. Other interest and similar income	0.00	7,393.37
- of which from affiliated companies: EUR 0.00 (previous year: EUR 7,393.37)		
9. Interest and similar expenses	7,928.60	16,234.22
- of which from affiliated companies: EUR 7,928.60 (previous year: EUR 16,234.22)		
10. Result from ordinary activities	<u>321,235.53</u>	<u>149,870.12</u>
11. Taxes on income	105,768.49	47,271.24
- of which from deferred tax assets: EUR 1,944.50 (previous year: EUR 2,992.76)		
12. Net income for the year	<u><u>215,467.04</u></u>	<u><u>102,598.88</u></u>

**Société Générale Effekten GmbH  
Frankfurt am Main**

**Notes to the Financial Statements  
for Fiscal Year 2012**

**Notes to the annual financial statements for the period ended December 31, 2012, and other disclosures**

The annual financial statements of Société Générale Effekten GmbH for the period ended December 31, 2012, were prepared in accordance with the accounting regulations of the German Commercial Code (Handelsgesetzbuch, "HGB") and the supplementary provisions of the German Limited Liability Companies Act (Gesetz betreffend die Gesellschaften mit Beschränkter Haftung, "GmbHG"), in compliance with German accepted accounting principles.

**1. Recognition and valuation principles**

Receivables are measured at nominal value plus accrued interest. Liabilities not covered by hedging transactions are measured at the settlement amount.

Deferred taxes are calculated based on temporary differences between the financial and tax accounts in accordance with section 274 HGB. They were presented in the balance sheet as deferred tax assets based on pension provisions in the amount of EUR 6,030.50. The tax rate used to calculate deferred taxes was 31.93%.

Provisions for pensions were measured at the settlement amount necessary according to prudent business judgment (Section 253 I 2 HGB), based on actuarial principles and the Mortality Tables 2005 G. They are discounted to present value at an average market rate based on an estimated remaining term of 15 years (Section 253 II 2 HGB). The projected unit credit method is applied as the actuarial method of measurement. An actuarial interest rate of 5.06% (previous year: 5.13%), a compensation trend of 2.90% (previous year: 2,90%) and a pension trend of 1.90% (previous year: 1,90%) were used as parameters for the pension provisions. The effects of interest rate changes are presented under net operating income/expenses. Other provisions due in one year or less are not discounted to present value.

Option premiums are recognized as other assets or other liabilities until they are exercised or expire. When they are exercised or expire, they are transferred to profit or loss.

Issued certificates are presented as liabilities under issued certificates until they mature. The issued certificates are offset by hedging transactions that are presented under receivables from affiliated companies.

The liabilities under issued certificates and warrants and the hedging transactions presented under receivables and other assets were aggregated into valuation units and recognized both as liabilities measured at cost and as assets measured in the amount of the issue proceeds. It represents a perfect micro-hedge. They are not measured in accordance with Section 254 HGB because they are classified as a valuation unit; thus, the net hedge presentation method was applied, under which offsetting value changes are not recognized (Section 285 (19b) and (c) HGB and Section 285 (23) (a) and (b) HGB). It was not necessary to recognize impairments of receivables and other assets.

The warrants and certificates issued as of the balance sheet date were completely hedged against changes in market prices by means of hedging transactions with the shareholder.

In addition, the Company operates under a trust agreement with the sole shareholder, Société Générale S.A., Paris.

The certificates issued under trust transactions are covered by hedging transactions presented under trust assets. These transactions are recognized at cost.



## 2. Notes to the balance sheet

**Receivables from affiliated companies**, which are owed by the shareholder, amount to EUR 17,496,272 thousand (previous year: EUR 28,261,518 thousand). Credit balances with banks in the amount of EUR 470 thousand (previous year: EUR 0 thousand) are presented within other receivables.

**Other assets** mainly include the OTC options purchased by the shareholder to hedge the issued warrants.

**Trust receivables** consist of funds passed on to the shareholder from several certificates issued on behalf of the shareholder.

**Other provisions** result mainly from provisions for issuing costs and for auditing and consulting expenses.

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

**Issues (certificates) denominated in foreign currencies** are presented under the asset item "receivables from the investment of issue proceeds" and under the liability item "liabilities under issued certificates" (EUR 760,737 thousand from USD and EUR 1,173,460 thousand from GBP, respectively) and under the asset item "trust assets – receivables" and under the liability item "trust liabilities – certificates" (EUR 405,780 thousand from USD, respectively). These amounts were translated to euros at the official mean rate of exchange at December 31, 2012.

Issues (warrants) denominated in foreign currencies are presented under the asset item "other assets" and under the liability item "other liabilities" (EUR 52,435 thousand from SEK, respectively). These amounts were translated at the official mean rate of exchange at December 31, 2012.

Maturity Structure of Receivables and Liabilities				
In euro thousands	Total Amount	Maturing in 1 year or less	Maturing in 1 to 5 years	Maturing in more than 5 years
<b>Receivables</b>				
- From the investment of issue proceeds	17,494,895	6,357,421	8,503,400	2,634,074
- Other receivables	1,378	1,378	0	0
- Trust receivables	5,773,414	676,689	4,057,882	1,038,843
Other assets	7,164,312	1,581,833	4,621,620	960,859
<b>Liabilities</b>				
- Under issued certificates	17,494,895	6,357,421	8,503,400	2,634,074
- Trade payables	58	58	0	0
- To affiliated companies	63	63	0	0
- Trust liabilities	5,773,414	676,689	4,057,882	1,038,843
Other liabilities	7,164,314	1,581,835	4,621,620	960,859

## 3. Notes to the income statement

The income statement was prepared using the cost summary method.

**Other operating income** relates mainly to costs assumed by the shareholder.

**Other operating expenses** comprise mainly issuing costs and legal and consulting expenses, as well as stock exchange costs.

**Taxes on income** relate to the result from ordinary activities.

#### **4. Notes regarding the issue business**

The issue volume in the 2012 fiscal year is presented below. All issues are completely hedged by entering into OTC options with identical terms and/or the investment of issue proceeds on the part of Société Générale S.A., Paris.

TYPE OF WARRANT/ CERTIFICATE	TYPE	FISCAL YEAR 2012			FISCAL YEAR 2011		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Warrants</b>							
Equity warrants	CALL	816	1,685,903,000	22-Dec-17	750	1,506,680,000	29-Dec-15
	PUT	11	2,103,000	04-Jan-13	118	131,670,000	22-Jun-12
	Open End Turbo Long	259	14,012,000	open end	31	3,100,000	open end
	In-line / Stay-High/ Stay-Low Warrant	5,861	117,240,000	03-Jan-14	1,819	415,400,000	05-Aug-14
	Corridor Hit Warrant	-	-	-	127	12,700,000	27-Jan-12
	Hamster Warrant	19	380,000	11-Jun-12	15	1,500,000	05-Aug-14
	Discount Warrant	1	40,000	03-Jan-14	-	-	-
		<b>6,967</b>	<b>1,819,678,000</b>		<b>2,860</b>	<b>2,071,050,000</b>	
Index warrants	CALL	590	443,002,200	22-Dec-17	201	239,331,000	23-Dec-16
	PUT	414	158,087,000	02-Jan-15	99	6,371,333	04-Jan-13
	Open End Turbo Short	98	8,011,500	open end	83	19,452,000	open end
	Open End Turbo Long	165	18,333,173	open end	138	31,626,000	open end
	In-line /Stay-High/ Stay-Low Warrant	4,358	88,202,000	27-Jun-14	1898	465,690,000	12-Oct-17
	Corridor Hit Warrant	-	-	-	142	27,400,000	22-Jun-12
	Hamster Warrant	35	700,000	12-Sep-12	36	3,600,000	05-Apr-12
	Discount Warrant	77	2,578,000	03-Jan-14	-	-	-
	Condor Warrant	127	5,080,000	03-Jan-14	-	-	-
	Other	21	2,200,005	open end	-	-	-
		<b>5,885</b>	<b>726,193,878</b>		<b>2,597</b>	<b>793,470,333</b>	
Currency options	Open End Turbo Short	87	4,327,000	open end	193	54,757,000	open end
	Open end Turbo Long	120	5,444,000	open end	186	51,448,000	open end
		<b>207</b>	<b>9,771,000</b>		<b>379</b>	<b>106,205,000</b>	
Commodity options	CALL	415	217,476,500	22-Nov-18	558	246,801,000	22-Dec-17
	PUT	281	79,610,000	22-Nov-18	499	182,119,000	22-Dec-17
	CALL Future	-	-	-	83	41,500,000	11-Dec-13
	PUT Future	-	-	-	40	20,000,000	11-Dec-13
	Open End Turbo Short	1,124	204,314,000	open end	860	227,557,000	open end
	Open End Turbo Long	1,445	352,559,000	open end	1213	394,961,000	open end
	In-line /Stay-High/ Stay-Low Warrant	904	20,120,870	20-Dec-13	717	240,190,000	07-Apr-16
	Hamster Warrant	17	340,000	02-Oct-12	20	800,000	30-Apr-12
	CALL Discount Warrant	13	520,000	27-Mar-13	-	-	-
	PUT Discount Warrant	13	520,000	27-Mar-13	-	-	-
	Corridor Hit Warrant	18	360,000	15-Jun-12	-	-	-
		<b>4,230</b>	<b>875,820,370</b>		<b>3,990</b>	<b>1,353,928,000</b>	
Fixed Income	CALL	41	5,423,370	27-Mar-13	7	140,000	22-Feb-12
	PUT	28	3,349,120	27-Mar-13	19	380,000	28-Mar-12
	Open End Turbo Short	132	7,494,000	open end	172	35,800,000	open end
	Open End Turbo Long	94	6,324,970	open end	110	29,770,000	open end
	CALL Discount Warrant	71	2,260,000	02-Jan-13	-	-	-
	PUT Discount Warrant	64	1,960,000	02-Jan-13	-	-	-
		<b>430</b>	<b>26,811,460</b>		<b>308</b>	<b>66,090,000</b>	
Two underlying instruments	Alpha Warrant	-	-	-	16	800,000	03-Feb-12
		<b>0</b>	<b>0</b>		<b>16</b>	<b>800,000</b>	
<b>TOTAL warrants:</b>		<b>17,719</b>	<b>3,458,274,708</b>		<b>10,150</b>	<b>4,391,543,333</b>	

TYPE OF WARRANT / CERTIFICATE	TYPE	FISCAL YEAR 2012			FISCAL YEAR 2011		
		NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY	NUMBER	VOLUME (IN UNITS)	LONGEST MATURITY
<b>Certificates</b>							
Equity certificates	Bonus	5,632	126,727,100	20-Feb-20	6,428	902,927,900	11-Jan-15
	Discount	2,203	85,643,000	08-Jan-14	739	74,847,300	03-Jan-14
	Express	167	1,569,100	25-Mar-19	93	6,316,200	09-May-16
	Leverage	-	-	-	16	260,000	18-Jul-13
	Outperformance	46	729,800	28-Jun-13	35	5,159,000	28-Jun-13
	Alpha	2	4,000	05-Sep-14	-	-	-
	Other	34	3,077,046	09-Nov-20	94	40,522,247	open end
		<b>8,084</b>	<b>217,750,046</b>		<b>7,405</b>	<b>1,030,032,647</b>	
Bond certificates	Equities	71	1,082,571	28-Dec-21	465	1,522,500	04-Jan-13
	Index	12	139,100	30-Aug-18	3	6,000	22-Jun-12
	Coupon Bonds	48	329,056	28-Dec-22	30	830,000	28-Sep-16
	Inflation Bond	7	16,550	21-Dec-18	22	1,632,500	11-Aug-16
	Reverse Convertible	2	700	04-Oct-13	361	1,805,000	23-Nov-12
	Other	22	651,468	07-Dec-18	-	-	-
		<b>162</b>	<b>2,219,445</b>		<b>881</b>	<b>5,796,000</b>	
Index certificates	Bonus	4,689	30,236,100	24-Jun-16	3,495	156,820,100	21-Apr-15
	Discount	1,287	11,192,000	03-Jan-14	497	48,751,000	23-Dec-16
	Express	37	948,000	04-Jan-19	49	5,901,000	22-Dec-17
	Leverage	20	50,300,000	26-May-17	122	113,515,000	open end
	Outperformance	-	-	-	6	624,000	22-Jun-12
	Other	53	76,099,607	open end	58	23,239,200	open end
		<b>6,086</b>	<b>168,775,707</b>		<b>4,227</b>	<b>348,850,300</b>	
Currency certificates	Other	5	23,020,000	24-Oct-16	-	-	-
		<b>5</b>	<b>23,020,000</b>		<b>0</b>	<b>0</b>	
Commodity certificates	Guarantee	-	-	-	6	580,000	07-Jul-16
	Bonus	65	226,500	14-Feb-19	53	4,982,000	04-Jan-13
	Discount	234	1,083,000	20-Jun-14	214	15,550,000	21-Dec-12
	Express	2	18,000	15-Sep-15	-	-	-
	Leverage	4	2,700,000	open end	-	-	-
	Other	16	1,403,000	open end	15	3,830,000	open end
		<b>321</b>	<b>5,430,500</b>		<b>288</b>	<b>24,942,000</b>	
Fund certificates	Other	-	-	-	19	1,900,000	25-Jan-12
		<b>0</b>	<b>0</b>		<b>19</b>	<b>1,900,000</b>	
Futures certificates	Index	20	473,000	02-Jan-15	-	-	-
	Bonus	3	1,008,000	16-Apr-14	-	-	-
		<b>23</b>	<b>1,481,000</b>		<b>0</b>	<b>0</b>	
<b>TOTAL certificates</b>		<b>14,681</b>	<b>418,676,698</b>		<b>12,820</b>	<b>1,411,520,947</b>	
<b>Total certificates and warrants:</b>		<b>32,400</b>	<b>3,876,951,406</b>		<b>22,970</b>	<b>5,803,064,280</b>	

As a rule, the fair value of the financial derivatives and debt securities with embedded derivatives are calculated using market values; in the case of illiquid markets, they are measured based on internal models. These "in-house valuation models" are periodically tested by specialists from the risk department of Société Générale S.A., Paris. Derivative financial instruments similar in nature to options are measured by Société Générale S.A., Paris using generally accepted option price models.

If an active market exists, quoted prices from stock exchanges, brokers and price discovery agencies are used.

The type, scope, and fair values of the derivative hedging transactions as of the balance sheet date are as follows: The Company holds 7,060 OTC options with a market value of EUR 3,966 million to hedge equities and index warrants, 545 OTC options with a market value of EUR 437 million to hedge currency warrants and 3,790 OTC options with a market value of EUR 12,439 million to hedge warrants on commodities.

In addition, the Company holds 15,451 certificates with a market value of EUR 24,061 million, including trust transactions.

The carrying amount of the warrants presented herein for the period ended December 31, 2012, is EUR 7,164 million and is presented in the balance sheet under other liabilities. The carrying amount of the issued certificates for the period ended December 31, 2012, is EUR 23,268 million and is presented in the balance sheet under liabilities under issued certificates and under trust liabilities.

## **5. Disclosures regarding professional fees recognized as expenses in the fiscal year**

The professional fee for the 2012 audit recognized as an expense in the 2012 fiscal year amounts to EUR 50 thousand.

## **6. Disclosures regarding board members and employees**

The following individuals were appointed as managing directors in the 2012 fiscal year:

Mr. Jean-Louis Jégou, trained banker, Frankfurt am Main  
Dr. Joachim Totzke, general counsel, Frankfurt am Main  
Mr. Günter Happ, trained banker, Flieden (until November 27, 2012)

The managing directors are salaried employees of Société Générale S.A., Frankfurt am Main branch office. Expenses totaling EUR 12 thousand were charged to Société Générale Effekten GmbH in fiscal year 2012 as compensation for the managing directors.

The Company had an average of 1.5 employees during the fiscal year.

As a capital market-oriented company, an Audit Committee was set up in accordance with Section 264d HGB, comprising the following members:

Mr. Peter Boesenberg (Chairman) (from December 10, 2012)  
Ms. Catherine Bittner  
Mr. Achim Oswald  
Mr. Francis Repka (until August 1, 2012)  
Mr. Guido Zoeller (from August 1 to December 10, 2012)

## **7. Group affiliation**

The parent company of Société Générale Effekten GmbH, which prepares consolidated financial statements, is Société Générale S.A., Paris. The publication of the consolidated financial statements of Société Générale S.A., Paris, is announced in France in the "Bulletin des Annonces Légales Obligatoires (B.A.L.O.) in the section entitled "Publications Périodiques" (R.C.S: 552 120 222).

The consolidated financial statements are available on the company's website at [www.socgen.com](http://www.socgen.com).

Frankfurt am Main, March 13, 2013

Management

Société Générale Effekten GmbH

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Jean-Louis Jégou

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Dr. Joachim Totzke

# Cash Flow Statement

	2012 EUR	2011 EUR
<b>1. Cash flow from operating activities</b>		
Net income for the fiscal year before extraordinary items	215,467.04	102,598.88
Increase in provisions	115,330.24	74,593.87
Decrease in receivables as well as other assets not attributable to investment or financing activities	12,725,077,718.48	26,602,124,373.83
Increase deferred tax assets	-1,944.50	-2,992.76
Decrease in liabilities under issued certificates as well as other liabilities not attributable to investment or financing activities	<u>-12,724,936,655.34</u>	<u>-26,602,298,573.82</u>
Cash flow from continuing operations	469,915.92	0.00
<b>2. Closing balance of cash funds</b>		
Change in cash funds	469,915.92	0.00
Opening balance of cash funds	<u>0.00</u>	<u>0.00</u>
Closing balance of cash funds	<u><u>469,915.92</u></u>	<u><u>0.00</u></u>
<b>3. Composition of cash funds</b>		
Liquid assets	<u><u>469,915.92</u></u>	<u><u>0.00</u></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
<b>Balance as of Jan. 1, 2010</b>	<b>25,564.59</b>	<b>395,098.81</b>	<b>420,663.40</b>
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year		93,784.65	<b>93,784.65</b>
<b>Balance as of Dec. 31, 2010</b>	<b>25,564.59</b>	<b>488,883.46</b>	<b>514,448.05</b>
<b>Balance as of Jan. 1, 2011</b>	<b>25,564.59</b>	<b>488,883.46</b>	<b>514,448.05</b>
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year		102,598.88	<b>102,598.88</b>
<b>Balance as of Dec. 31, 2011</b>	<b>25,564.59</b>	<b>591,482.34</b>	<b>617,046.93</b>
<b>Balance as of Jan. 1, 2012</b>	<b>25,564.59</b>	<b>591,482.34</b>	<b>617,046.93</b>
Distribution of dividends			
Other changes			
Net income for the year		215,467.04	<b>215,467.04</b>
<b>Balance as of Dec. 31, 2012</b>	<b>25,564.59</b>	<b>806,949.38</b>	<b>832,513.97</b>

## **Auditors' Report**

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, 2012. 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 the 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 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 and in the management report 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 [German] 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 13, 2013

**Deloitte & Touche GmbH**

Wirtschaftsprüfungsgesellschaft (Public Audit Firm)

(signed)  
(Nemet)  
Wirtschaftsprüfer  
(German Public Auditor)

(signed)  
(Lange)  
Wirtschaftsprüfer  
(German Public Auditor)



Stamp:

Outer ring:

DELOITTE & TOUCHE GMBH  
Wirtschaftsprüfungsgesellschaft  
(Auditing firm)  
Munich  
Branch office Frankfurt am Main

Inner ring:

Wirtschaftsprüfungsgesellschaft  
(Auditing firm)  
Stamp

Frankfurt am Main, May 19, 2014

**Société Générale Effekten GmbH**

**Société Générale**

sign. Marita FIEDLER

sign. Marita FIEDLER

sign. Jeanette VOLLHARDT

sign. Jeanette VOLLHARDT