

**Société Générale Effekten GmbH  
Frankfurt am Main**

**Management Report  
for the First Six Months of Fiscal Year 2013**

**Strategic orientation**

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

This activity has no influence on the issuer's economic situation, because some of the issues are placed with ultimate purchasers by Société Générale S.A., Paris.

**Business development**

The 2013 fiscal year was characterized by an increase in issue volume in the area of warrants compared to the prior year. On the other hand, the amount issued per product decreased significantly 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 avoids non-placement of the issue volume.

In fiscal year 2013, warrants were issued over a total of 17.440 issues (previous half-year: 9.250).

Furthermore, 6.718 classes of certificates were issued (previous half-year: 11.167) – mainly bonus and discount certificates.

**Net assets, financial position and results of operations**

Net assets

Total assets decreased by EUR 7.911 million to EUR 22.523 million compared to the last financial statement date as of 31.12.2012.

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 807 thousand at its disposal. The Company's equity increased by the net income earned for the half-year in the amount of EUR 55 thousand (previous half-year: EUR 52 thousand) to EUR 888 thousand (previous year as of 31.12.2012 EUR 833 thousand).

All receivables are owed by the sole shareholder. There was no risk of default outside the Société Générale Group.

### Results of operations

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

Personnel and other operating expenses are charged to Société Générale S.A., Paris, based on cost plus a surcharge. By design, the Company cannot suffer a net loss for the year independent of sales.

### Financial position

The nature and execution of the Company's business activities are oriented on ensuring that its financial position is always balanced. Cash transactions arise only with respect to personnel and other operating expenses as well as their being charged to Société Générale, 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.

### Counterparty risk

The Company is not exposed to settlement risk, since payments from the sale of issued securities always offset 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 risk

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

### Liquidity risk

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

### Operational risk

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 include in particular "Permanent Supervision" as well as the Business Continuity Plan (BCP). There are no operational risks.

### **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) include the basic principles, processes, and measures to ensure the effectiveness and efficiency of the accounting as well as to ensure compliance with the relevant legal provisions, and also the hedging of risks and the use of hedge accounting. It ensures that the assets and liabilities are recognized, presented, and measured appropriately in the financial statements.

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

The responsibilities of management and the audit committee

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

Management assures according to the best of its knowledge that the annual financial statements represent a true and fair view of the Company's net assets, financial position and results of operations in accordance with the applicable accounting principles.

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 Société Générale 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 entrusted with carrying out the accounting process. Despite all risk-mitigating measures established within the scope of the ICS and RMS, established systems and processes that are also adequate and functional cannot guarantee with absolute certainty that 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 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 management with respect to the accounting process, an Audit Committee was set up comprising three individuals (one salaried employee of Société Générale Effekten and two salaried employees of Société Générale at the Frankfurt branch office). 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.

#### 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.

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

The booking of suppliers' invoices is performed for the firm by Société Générale S.A., branch office Frankfurt, which outsourced the aforementioned accounting process to Société Générale Global Solution Centre Private Limited (99% subsidiary of Société Générale S.A., Paris). The costs for Société Générale S.A., branch office Frankfurt were recharged to Société Générale Effekten GmbH.

The services to be rendered are set forth for Société Générale Effekten 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 in Bangalore and allocated to an account; approval and release for payment are provided by employees of the Company.

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

Employees of the Company in Frankfurt carry out the daily monitoring of current cash accounts, thereby ensuring the supervision of outsourced activities. The information recorded in the accounting for business operations in general and for facts and circumstances related to accounting in specific is accessed online over 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 obligated to monitor this process. The technical consulting processes in the central advisory unit are regulated in the working instructions. The parent company is responsible for carrying out the security and filling of the application system databases. The statutory storage periods are adhered to. Contingency planning is updated and monitored by employees of the Company. The central data security systems for the mainframe computers as well as 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 as well as by processes to create the workstation profiles. The workstation profiles are issued to the individual back office departments in Paris as well as the employees of the service center in Bangalore and monitored by authorized individuals in the Company using a specially-developed system.

#### Documentation of the processes

As a subsidiary of Société Générale Paris, S.A., the documentation of the processes is specified. This is summarized in the "Accounting & Finance Manual". The main components of the documented processes are automatic controls which ensure the accuracy of data inputs.

#### Measures for continuous updating of the ICS and RMS

As part of the further development of the ICS and RMS, the Company intends to carry out additional projects and measures that contribute to strengthening the ICS and RMS. These include the review of processes related to the preparation of monthly results as well as recording them in a process cartography. Moreover, additional relevant processes are successively adopted and assessed and added to the standard process of the ICS and RMS based on the previously achieved process documentation basis.

Any changes in legal requirements and regulations with respect to the accounting 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 handling such reviews. Changes or new regulations that have a significant effect on the accounting process are added to the existing or as-yet incomplete process cartography, whereby all measures such as adjustments to electronic data processing, work processes, and rules for posting bookkeeping entries, among other things, are analyzed and implemented accordingly in the back office departments in Paris as well as in the service department in Bangalore and monitored and supervised by employees in the Company in Frankfurt.

#### **Supplementary report**

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

#### **Forecast report/Outlook**

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

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

Net income in fiscal years 2013 and 2014 will be positive, considering the strict risk hedging policy with respect to certificates and warrants.

Frankfurt am Main, August 30, 2013

Management

Société Générale Effekten GmbH

\_\_\_\_\_  
Jean-Louis Jégou

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Dr. Joachim Totzke

**SOCIÉTÉ GÉNÉRALE EFFETIEN GMBH, FRANKFURT AM MAIN**

Balance Sheet as of June 30, 2012

Appendix 2

	June 30, 2013	Dec. 31, 2012
	EUR	EUR
<b>A.S.S.E.T.S</b>		
<b>A. CURRENT ASSETS</b>		
I. Receivables and other assets		
1. Receivables from affiliated companies		
a) from the investment of issuing proceeds		
- of which with a remaining term of more than one year: EUR 7,192,599,431.74 (previous year: EUR 11,137,474,117.60)	11,125,831,504.93	17,494,894,657.67
b) Other receivables		
- of which with a remaining term of more than one year: EUR 0.00 (previous year: EUR 0.00)	1,446,553.62	1,377,615.91
2. Other assets		
- of which with a remaining term of more than one year: EUR 3,901,053,400.73 (previous year: EUR 5,562,479,125.71)	5,562,178,452.89	7,164,311,547.17
	<u>16,689,456,511.44</u>	<u>24,660,563,820.75</u>
<b>B. DEFERRED TAX ASSETS</b>		
	7,807.06	6,030.50
<b>C. TRUST ASSETS</b>		
Receivables		
- of which with a remaining term of more than one year: EUR 5,095,814,721.78 (previous year: EUR 5,096,724,378.16)	5,833,214,740.30	5,773,413,777.30
	<u>5,833,214,740.30</u>	<u>5,773,413,777.30</u>
<b>EQUITY &amp; LIABILITIES</b>		
<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 mid-year	55,313.12	215,467.04
	<u>887,827.09</u>	<u>832,513.97</u>
<b>B. PROVISIONS</b>		
I. Provisions for pensions and similar obligations	104,437.04	95,457.61
II. Provisions for taxes	4,000.00	74,025.27
III. Other provisions	347,620.10	258,308.10
	<u>456,057.14</u>	<u>427,790.98</u>
<b>C. LIABILITIES</b>		
I. Liabilities under issued certificates		
- of which, with a remaining term of up to one year: EUR 3,933,232,073.19 (previous year: EUR 6,357,420,540.07)	11,125,831,504.93	17,494,894,657.67
II. Trade payables	17,703.07	58,156.83
- of which, with a remaining term of up to one year: EUR 17,703.07 (previous year: EUR 58,156.83)		
III. Liabilities to affiliated companies	105,892.82	62,700.00
- of which, with a remaining term of up to one year: EUR 105,892.82 (previous year: EUR 62,700.00)		
IV. Other liabilities		
- of which, with a remaining term of up to one year: EUR 1,661,111,932.72 (previous year: EUR 1,581,834,906.09)	5,562,165,333.45	7,164,314,031.80
- of which taxes: EUR 2,584.18 (previous year: EUR 2,131.75)		
	<u>16,688,120,434.27</u>	<u>24,659,329,546.30</u>
<b>D. TRUST LIABILITIES</b>		
Certificates		
- of which, with a remaining term of up to one year: EUR 737,400,018.52 (previous year: EUR 676,689,399.14)	5,833,214,740.30	5,773,413,777.30
	<u>5,833,214,740.30</u>	<u>5,773,413,777.30</u>
	<u>22,522,679,058.80</u>	<u>30,434,003,628.55</u>

SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBHFRANKFURT AM MAININCOME STATEMENTFOR THE PERIOD FROM JANUARY 1, 2013, TO JUNE 30, 2013

	January 1, 2013 to June 30, 2013 EUR	January 1, 2012 to June 30, 2012 EUR
1. Income from option contracts	6,111,814,642.44	2,491,425,917.40
2. Expenses from option contracts	6,111,814,642.44	2,491,425,917.40
3. Income from the certificate business	2,188,568,293.58	2,347,190,303.99
4. Expenses from the certificate business	2,188,568,293.58	2,347,190,303.99
5. Other operating income	1,959,422.97	1,837,936.34
6. Personnel expenses		
a) Wages and salaries	78,375.24	79,452.60
b) Social security, post-employment and other employee benefit costs of which in respect of old age pensions EUR 8,979.43 (mid-year 2012: EUR 8,947.43)	19,836.34	19,763.35
7. Other operating expenses	1,777,354.00	1,660,147.02
8. Other interest and similar income	1,255.21	0.00
- of which from affiliated companies: EUR 0 (mid-year 2012: 0)		
9. Interest and similar expenses	2,467.33	2,782.64
- of which from affiliated companies: EUR 2,467.33 (mid-year 2012: EUR 2,782.64)		
10. Result from ordinary activities	<u>82,645.27</u>	<u>75,790.73</u>
11. Taxes on income	27,332.15	23,564.70
- of which from deferred tax assets: EUR 1,776.56 (mid-year 2012: EUR 1,772.73)		
12. Net income for the mid- /year	<u><u>55,313.12</u></u>	<u><u>52,226.03</u></u>



**Société Générale Effekten GmbH  
Frankfurt am Main**

**Notes to the Financial Statements  
for Fiscal Year 2013**  
Interim Financial Statements as of June 30, 2013

**Notes to the annual financial statements for the period ended June 30, 2013 and other disclosures**

The half-year financial statements of Société Générale Effekten GmbH for the period ended June 30, 2013, 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.

These interim financial statements were not audited or reviewed by an auditing firm.

**1. Accounting policies**

Receivables are recognized at nominal value plus accrued interest. Liabilities not covered by hedging transactions are recognized 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 as deferred tax assets in the amount of EUR 7.807,06 in the balance sheet based on pension provisions. 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 (1) sentence 2 HGB) based on actuarial principles taking into account the mortality tables 2005 G. They are discounted at an average market rate based on an estimated remaining term of 15 years (section 253 (2) sentence 2 HGB). The projected unit credit method is applied as the actuarial method of measurement. An actuarial interest rate of 5.06% (previous half-year: 5.13%), a benefits dynamic of 2.90% (previous half-year: 2.90%), and a pension dynamic of 1.90% (previous half-year: 1.90%) were used as parameters for the provisions for pension commitments.

Liabilities are recognized at their settlement amount (section 253 (1) sentence 1 HGB).

Option premiums are recorded 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 are payable. The issued certificates are offset by hedging transactions that are presented under receivables from affiliated companies.

Liabilities under issued certificates and warrants are recognized in the amount of the issuing proceeds. They are presented with the hedging transactions under receivables and other assets and summarized as hedges; they represent perfect micro-hedges. According to the net hedge presentation method (section 285 no. 19b and c HGB as well as section 285 no. 23 a and b HGB), the offsetting changes in value are not recognized. It was not necessary to recognize impairment allowances for 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. Balance sheet disclosures

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

**Receivables from affiliated companies** amount to EUR 11.127.278 thousand (previous half-year: EUR 26.090.634 thousand) owed by the shareholder.

**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 as well as auditing and consulting expenses.

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

**Issued Certificates denominated in foreign currencies** are presented under the liability item "Liabilities under issued certificates" and under the liability item "Trust liabilities". The hedging transactions are presented under the asset item "Receivables from the investment of issuing proceeds" and in the asset item "Trust assets" (respectively EUR 892.306 thousand from USD, EUR 830.659 thousand from GBP, EUR 22.786 thousand from SEK, EUR 8.969 thousand from CAD and EUR 489 thousand from CHF).

Issued Warrants denominated in foreign currencies are presented under the liability item "Other liabilities". The hedging transactions are presented under the asset item "Other assets" (respectively EUR 1,855,237 thousand from SEK and EUR 758 thousand from GBP).

These amounts were translated to euros at the mean rate of exchange prevailing on June 30, 2013.

**Maturities schedule of receivables and liabilities**

in EUR (000) as of June 30, 2013	Total amount	Remaining term up to 1 year	Remaining term 1 to 5 years	Remaining term more than 5 years
<b>Receivables</b>				
- from the investment of issuing proceeds	11,125,832	3,933,232	4,593,647	2,598,953
- other receivables	1,447	1,447	-	-
- from trust	5,833,215	737,400	4,242,042	853,773
Other assets	5,562,178	1,661,124	1,586,995	2,314,058
<b>Liabilities</b>				
- from issued certificates	11,125,832	3,933,232	4,593,647	2,598,953
- from trade payables	18	18	-	-
- to affiliated companies	106	106	-	-
- other liabilities	5,562,165	1,661,111	1,586,995	2,314,058
- from trust	5,833,215	737,400	4,242,042	853,773

**3. Income statement disclosures**

The income statement was prepared using the total cost (nature of expense) 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 costs associated with stock exchanges.

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

**4. Disclosures regarding new issue activities**

17.440 warrants and 6.718 certificates were issued in fiscal half-year 2013, whereby the issued certificates were listed in Germany, France, Luxembourg, Sweden, Great Britain, Spain and Italy.

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

The fee recognized as audit expenses for the first six months of fiscal year 2013 amounts to EUR 52 thousand.

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

The following individuals were appointed as managing directors in the first six months of fiscal year 2013:

Jean-Louis Jégou, trained banker, Frankfurt am Main  
Dr. Joachim Totzke, general counsel, Frankfurt am Main

The managing directors are salaried employees of Société Générale S.A., Frankfurt am Main branch office. Expenses totaling EUR 6 thousand were charged to Société Générale Effekten GmbH in the first six months of fiscal year 2013 as remuneration for the managing directors.

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

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

Peter Boesenberg (Chairman)  
Catherine Bittner  
Achim Oswald

**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 web at [www.socgen.com](http://www.socgen.com).

Frankfurt am Main, August 30, 2013

Management

Société Générale Effekten GmbH

Jean-Louis Jégou

Dr. Joachim Totzke

## Cash Flow Statement

	30.06.2013 EUR	31.12.2012 EUR
<b>1. Cash flow from operating activities</b>		
Net income/net loss for the fiscal year before extraordinary items	55,313.12	215,467.04
Decrease (-) / Increase (+) in provisions	28,266.16	115,330.24
Decrease (+) / increase (-) in trade receivables as well as other assets not attributable to investment or financing activities	7,911,326,346.31	12,725,077,718.48
Change in deferred taxes assets	-1,776.56	-1,944.50
Decrease (-) /increase (+) in trade payables as well as other liabilities not attributable to investment or financing activities	<u>-7,911,408,149.03</u>	<u>-12,724,936,655.34</u>
Cash flow from continuing operations	0.00	469,915.92
<b>2. Closing balance of cash funds</b>		
Change in cash funds	-469,915.92	469,915.92
Opening balance of cash funds	469,915.92	0.00
Closing balance of cash funds	<u>0.00</u>	<u>469,915.92</u>
<b>3. Composition of cash funds</b>		
Liquid assets	<u>0.00</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.
- 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, 2012</b>	25,564.59	591,482.34	617,046.93
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year	-	215,467.04	215,467.04
<b>Balance as of Dec. 31, 2012</b>	25,564.59	806,949.38	832,513.97
<b>Balance as of Jan. 1, 2013</b>	25,564.59	806,949.38	832,513.97
Distribution of dividends	-	-	-
Other changes	-	-	-
Net income for the year	-	55,313.12	55,313.12
<b>Balance as of June 30, 2013</b>	25,564.59	862,262.50	887,827.09