BANQUE ACCORD
A Public Limited Company with a Board of Directors
With share capital of 29,003,200 euros
40 Avenue de Flandre F-59170 CROIX
Registered in the Trade and Companies Register of Metropolitan Lille under number B 546 380 197

MANAGEMENT REPORT ON THE ANNUAL CONSOLIDATED ACCOUNTS AS AT 31 DECEMBER 2014

I. THE ECONOMIC CLIMATE

The unemployment rate in the eurozone was 11.4% of the working population at the end of December 2014. The economic situation continues to be particularly critical in Spain and Greece, both of which have been badly hit by the crisis, with unemployment affecting one in four of the working population.

The International Monetary Fund has lowered its forecasts for the global economy in 2015 and 2016, believing that the drop in oil prices will not make up for the weakness of investment. Now the IMF is forecasting global growth of only 3.5% in 2015 and 3.7% in 2016, i.e. 0.3 points less than in its previous forecasts.

The OECD's growth forecasts for France are less than 1% for 2015.

Consumer credit in France continued to decline in 2014 (-0.2%), marking the sixth year of contraction since 2008, according to data published by the French Association of Finance Companies (*Association Française des Sociétés Financières* (ASF)).

II. HIGHLIGHTS AND ACTIVITY IN THE PERIOD

Refinancing:

- S&P rating:

  In April 2014, rating agency Standard & Poor’s reduced ONEY BANQUE ACCORD’s long-term and short-term ratings to A- and A-2 respectively. The ratings outlook was changed from “negative” to “stable” on this occasion. It also reconfirmed the Bank's status of “core business” with regard to the Auchan Group.

- Liquidity management:

  To cover its liquidity risk, ONEY BANQUE ACCORD has €1,135 M in confirmed banking credit lines (€205 M of which were drawn at 31 December 2014). Of these lines, €1,085 M matures after 31 December 2015.

  ONEY BANQUE ACCORD has access to REPO refinancing of €300 M, implemented by the ECB, via the self-held Common Securitisation Fund “Oneycord Compartiment 1”.

- Refinancing structure:

  As part of its implementation of Basel III ONEY BANQUE ACCORD is continuing to extend the maturity of its debt.

  ONEY BANQUE ACCORD set up new intragroup loans in 2014 (€100 M maturing in 2021 and €100 M maturing in 2019) with Auchan Coordination Services.

  The bank's outstanding refinancing bond issues total €700 M as at 31 December 2014.

Change in percentage of interest:

- Joias (Portugal) was added to the scope of consolidation, whose objective is to manage the marketing development of our commercial partners. This entity, in which the bank has a 33.33% stake, is consolidated under the equity method.

Activity and highlights

France obtained the approval of the CB Bank Cards Group for Flash'N Pay, validating its high level of security for payments over the Internet, and the consent of Auchan to roll the solution out to all its hypermarkets in France and Portugal. A range of flexible products to take the pressure off the end-of-month squeeze was launched. A new insurance product, which will be rolled out in 2015, was specially designed for Electro-Dépôt to protect all household appliances, replacing the warranty extension. After its launch in the Boulanger chain the electronic signature is now being offered in the Leroy Merlin and Alinéa chains, 187 stores in all. Finally, SELLSecure signed a partnership agreement with the website Boulanger.fr and will provide support to the retailer in order to protect it against cyber fraud.

Portugal, in partnership with Auchan Portugal, founded JOIAS (Joint Oney Intelligent Analytical Services) and is venturing into Data Consulting. Oney Portugal's ambition is to turn JOIAS into a pillar of development for ONEY BANQUE ACCORD in the area of Data and a centre of expertise for its retail partners. This new subsidiary enriches the CRM activity developed by Oney Italy, a specialist in Data Mining. Oney Portugal launched ClientBox, a CRM application aimed at deepening customer knowledge, personalising contacts and offers, and generally improving service quality.

In Spain Automatric was rolled out to the 33 petrol stations owned by Auchan and Simply, and starting from 2015 it will be introduced at 25 Auchan sites in Portugal.

Hungary designed a new Auchan card with enriched content that combines the best benefits in the Hungarian market.

Poland implemented a discount scheme for for holders of the Leroy Merlin Visa card with 80 partners (hairdressers, car rental companies, restaurants, clothing retailers, etc.), including 15 e-commerce businesses, distributed over 780 sales outlets across the country. In 2014, for the third year running, Oney Poland won the distinction “Investor in Human Capital”, a title awarded by a national organisation.

China is supporting RT Mart by managing all e-payment flows for the cards of the chain's hypermarkets thanks to its Payment Programme. Hence all bank cards (China Union Pay, Visa, MasterCard, Amex) and prepaid cards are accepted on the 21,000 Oney China payment terminals distributed across RT Mart's 300 stores. In addition, this programme has increased the acceptance of prepaid cards issued by third parties. As at the end of 2014, 15 prepaid programmes are now accepted in RT Mart stores via Oney China payment terminals

Russia is continuing the process of obtaining a full banking licence and is conducting a large number of marketing campaigns to increase the customer portfolio of the Auchan Card.

Romania completed the process of integrating the 20 Real stores that the Auchan Group acquired at the end of 2012. Its teams were strengthened and 17 Oney stands were set up in the hypermarkets. The range of products offered was enriched to meet the needs and expectations of the vast majority: bank cards with contactless technology, personal loans, conventional credit, online overdrafts, home insurance and car insurance, and warranty extensions.Oney Romania now has a presence in 28 hypermarkets, instead of 11.

Ukraine launched a warranty extension product in Auchan stores.

Malta is continuing to give its expert insurance guidance to all the subsidiaries.

Italy is continuing its business of exploiting and managing Auchan and Simply data.

Results and key figures for the group:

The key figures for ONEY BANQUE ACCORD as at 31 December 2014 are as follows:

- Net banking income of €383.2 M, up by 2.7% compared to 31 December 2013 (€373 M);
- Cost of risk amounting to €79.3 M in December 2014, down by 5.3% compared to 31 December 2013 (€83.7 M).
- Net income of €51.1 M, down by 6.8% compared to 31 December 2013 (€54.8 M), which included a capitalised asset gain of €10.7 M.
- Overall gross outstanding loans by the bank amounting to €2.7 billion (a 2.6% increase compared to December 2013).
- 37,631 new customers won in the 11 countries where the Bank has a presence (France, Portugal, Spain, Poland, Italy, Hungary, Russia, Malta, Romania, China and Ukraine), bringing their number to 7.7 million.

Events subsequent to close:

No events likely to have an impact on the consolidated financial statements of 31 December 2014 have occurred after the close.

III. OUTLOOK FOR 2015

The main uncertainties for 2015 are:

- The persistently unfavourable economic and financial environment in the eurozone and the international tensions, particularly in Ukraine and Russia.

- The fall in the price of household electric appliances.

- The tightening of regulatory constraints on selling credit and insurance in various European countries.

- The increasing financial impact of over-indebtedness in France.

The key projects for 2015 are:

- Retail: continue to support our partner chains.

- E-payment: deploy our expertise in France and Spain, then extend this to other countries.

- Innovation and digitalisation of the customer relationship: mobile payment and support for the customer's path-to-purchase (Flash'N Pay). - Anti-fraud products (SELLSecure). Recognition of customers by means of their car registration plate (Automatric). Biometric payment (Natural Security).

- The integration of Real: credit and insurance products and services in the former REAL stores in Poland.

- Insurance: ongoing development of insurance products in all countries.

- Proceeding to implement the various stages of Basel III.

IV. MAIN RISKS TO WHICH ONEY BANQUE ACCORD IS SUBJECT

Liquidity risk exposure:

In order to limit its liquidity risk ONEY BANQUE ACCORD has adopted a cautious refinancing policy:

- Diversification of bank counterparties making it possible to guarantee a satisfactory distribution of financing in accordance with the recommendations of the banking and financing regulatory committee.
- 100% coverage of the average refinancing need with resources drawn at more than one year and confirmed bank lines.

ONEY BANQUE ACCORD must comply with the conditions of a single covenant in order to maintain the refinancing lines provided under the Club Deal (a confirmed syndicated credit line of €500 M) and confirmed credit lines (totalling €255 M). The ratio is defined as follows: Total outstanding credit > Net financial debt (i.e. net financial debt means the debt towards credit institutions plus the debt securities less the credit balances of the bank accounts – cash, central banks and post office accounts –, less the investments and the debts with credit institutions and less the gross value of the assets in the HQLA category held for the purposes of satisfying the liquidity requirements of Basel III). As at 31 December 2014 this ratio was met.

Interest rate risk exposure:

The financial policy at ONEY BANQUE ACCORD aims to fortify the financial margin against future fluctuations of interest rates. It hedges all the interest rate risks from its outstanding fixed-rate loans.

As for hedging outstanding variable rate loans and given the possibility of passing on rate increases to customers, ONEY BANQUE ACCORD does not systematically hedge this risk.

Credit risk exposure:

The cost of risk in 2014 fell significantly in relation to 2013. Credit production was steady and closely-managed, despite a persistently tough economic environment.

However, regulatory changes and an increasingly harsh economic situation are strengthening ONEY BANQUE ACCORD’s determination to pursue its objective of reducing exposure to credit risk.

ONEY BANQUE ACCORD has implemented an approach involving the constant reviewing of its decision-making systems in order to continue to structurally reduce its cost of risk.

V. Equity management

In accordance with the banking prudential regulations transposing the European directives relating to “adequate equity of investment companies and credit institutions” into French laws, ONEY BANQUE ACCORD is required to comply with the solvency ratio and ratios related to liquidity, division of risks and balance sheet balancing.

ONEY BANQUE ACCORD's equity is managed to respect the prudential equity levels pursuant to Directive 2013/36/EU (the “CRD4”) and Regulation (EU) No 575/2013 (the “CRR”) published on 26 June 2013 and required by European regulations in order to hedge the weighted risks for credit risks, operating risks and market risks. In order to ensure that its solvency ratio is met ONEY BANQUE ACCORD projects its shareholders' equity once per year when the plan is established in a global manner and periodically monitors it with each quarterly close.
Up until 31 December 2013 the level of equity was monitored throughout the year using internal reporting systems based on Basel II regulations.
Starting from 2014 it is now based on Basel III regulations.

The order of 26 June 2013 transposes the CRD (Capital Requirements Directive) European system into French regulations (575/2013 and 2013/36/EU). The text defines the "equity requirements applicable to credit institutions and investment companies" and the methods for calculating the solvency ratio starting on 1 January 2014.
In accordance with these provisions BANQUE ACCORD has been integrating the impacts related to switching to the new European CRD directive into the management of equity and risks since 2014.
Shareholders' equity is broken down into two categories:

- Tier 1 equity, comprising:

  - core equity (Common Equity Tier 1 “CET 1”), corresponding to the group's shareholders' equity and restated particularly for unrealised gains and losses, and
  - additional equity (Additional Tier 1 “AT 1”), corresponding to perpetual debt instruments,
- Tier 2 equity, corresponding to subordinated debt.

LEVEL OF PRUDENTIAL SHAREHOLDERS' EQUITY CALCULATED IN ACCORDANCE WITH THE REGULATIONS:

In millions of euros	**2014**	**Pro forma 2013**
Consolidated shareholders’ equity – Group share	429.3	389.9
Distributable dividends	-8.3	-7.3
Reserves from cash flow hedge	+1.3	+1.2
IRBA	-15.7	-16.8
Intangible fixed assets and goodwill	-30.6	-30.4
Deferred taxes relating to tax losses	-4.5	-0.6
Deductions after deduction of the tax allowance	-8.0	+3.5
Adjustments relating to the transitional period	17.8	-13.3
TIER 1 EQUITY	**381.2**	**326.2**
Subordinated debt (excluding additional deductions)	4.9	9.2
IRBA excess	7.6	6.7
Adjustments relating to the transitional period	-9.5	
TIER 2 EQUITY	**3.1**	**15.9**

Statutory shareholders' equity at the end of December 2014 amounted to €384.3 M compared to €342.1 M in December 2013.
In 2014, as in 2013, BANQUE ACCORD complied with these regulatory requirements.

CONSOLIDATED RATIOS

	Basel 3 December 2014	**Basel 3 (pro forma) December 2013**	**Basel 2 December 2013**	**Basel 2 December 2012**
Ratio/Tier 1	13.6%	12.9%	13.8%	12.5%
Ratio/Tier 2	0.1%	0.3%	0.0%	0.5%
Basel solvency ratio	13.7%*	13.3%	13.8%	13.0%
Liquidity ratio	449	280	280	239

* The solvency ratio was 13.7 % in 2014 after the distribution of dividends planned for 2015. It was 14.0 % in 2014 before the distribution of dividends planned for 2015.

The Board of Directors

Consolidated financial statements at 31 December 2014

ASSETS (in €K)	IFRS-EU 31/12/2014		IFRS-EU 31/12/2013	
Cash, central banks and post office accounts		9,271		7,972
Held-for-trading financial assets		0		0
Available-for-sale financial assets		0		0
Financial assets at fair value through profit or loss		0		0
Derivatives		7,757		313
Loans and debts - Credit institutions		76,433		88,461
Demand loans	*37,483*		*41,143*	
Term loans	*38,951*		*47,318*	
Subordinated loan	*0*		*0*	
Loans and debts - Customers		2,159,406		2,095,695
Held-to-maturity financial assets		0		0
Equity securities		263		709
Tangible fixed assets		43,325		26,428
Intangible fixed assets		5,941		4,464
Goodwill		26,443		26,443
Deferred tax assets		37,043		32,320
Current tax assets		5,026		4,383
Other assets and accrual accounts		403,824		425,233
Unpaid subscribed capital		0		0
Non-current and group assets intended for disposal and classified as held for sale (IFRS 5 reclassification)				0
TOTAL ASSETS	**2,774,733**		**2,712,421**	

OFF-BALANCE SHEET	31/12/2014		31/12/2013	
COMMITMENTS RECEIVED		**1,191,064**		**1,166,059**
Financing commitments		**1,181,384**		**1,154,729**
received from credit institutions	930,000		903,250	
received from customers	251,384		251,479	
Guarantee commitments		**9,681**		**11,330**
received from credit institutions	8,269		9,919	
received from customers	1,411		1,411	

LIABILITIES (in €K)	IFRS-EU 31/12/2014		IFRS-EU 31/12/2013	
Central bank deposits		0		0
Held-for-trading financial liabilities		0		0
Financial liabilities at fair value through profit or loss		0		0
Financial liabilities measured at amortised cost		2,109,347		2,102,119
Debts with credit institutions	*559,693*		*444,835*	
Customer deposits	*461,846*		*399,111*	
Debt securities	*1,066,614*		*1,220,257*	
Subordinated liabilities	*21,195*		*37,917*	
Derivatives		2,109		2,253
Provisions		12,159		9,100
Technical provisions and Insurance debts		14,238		14,728
Technical provisions	*7,906*		*7,364*	
Debts with reinsurers	*6,332*		*7,364*	
Current tax liabilities		13,122		11,131
Deferred tax liabilities		106		380
Other liabilities and accrual accounts		191,378		178,063
Group shareholders' equity		429,270		390,326
Subscribed capital and share premium	86,265		85,995	
Subscribed capital	29,003		*28,981*	
Share premium	57,262		*57,013*	
Other shareholders' equity			0	
Revaluation reserves	0		0	
Reserves	294,052		250,869	
Net earnings	48,953		53,463	
Minority interests		3,004		4,322
Total shareholders' equity		432,274		394,647
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	**2,774,733**		**2,712,421**	

OFF-BALANCE SHEET	31/12/2014		31/12/2013	
COMMITMENTS GIVEN		**7,270,554**		**8,861,813**
Financing commitments		**7,243,142**		**8,830,716**
given to credit institutions				
given to customers	7,243,142		8,830,716	
Guarantee commitments		**15,854**		**16,754**
given to credit institutions	15,737		16,637	
given to customers	117		117	
Commitments on securities		**11,558**		**14,343**
securities to be received	11,558		14,343	

Income statement (in €K)	IFRS-EU 31/12/2014		IFRS-EU 31/12/2013	
FINANCIAL AND OPERATING INCOME AND EXPENSES				
Interest and similar income		238,175		235,592
Interest and similar income on transactions with credit institutions	2,477		1,481	
Interest and similar income on transactions with customers	235,681		234,099	
Interest from variable income securities	17		12	
Interest and similar expenses		28,258		24,820
Interest and similar expenses on transactions with credit institutions	5,917		3,199	
Interest and similar expenses on transactions with customers	8,049		7,027	
Interest and similar expenses on bonds and other fixed income securities	14,292		14,594	
Net interest margin		***209,918***		***210,772***
Commission (income)	148,060		151,786	0
Commission (expenses)	37,307		41,968	0
Commission margin		***110,753***		***109,819***
Net gains or assets on available-for-sale financial assets				
Net gains or assets on financial instruments at fair value through profit or loss		-2,824		-7,534
Gains on financial instruments	451		909	
Losses on financial instruments	3,274		8,443	
Net foreign exchange differences		-392		25
Income from other activities		70,560		65,142
Expenses from other activities		4,836		5,208
NET BANKING INCOME		**383,179**		**373,016**
General operating expenses		232,821		222,376
Personnel expenses	92,159		83,526	
Other administrative expenses	140,663		138,850	
Depreciation and amortisation of intangible and tangible fixed assets		8,340		9,574
Allocations to fixed asset depreciation	6,208		5,531	
Allocations net of reversals for provisions	2,133		4,042	
Allocations net of reversals for impairment	0			
GROSS OPERATING INCOME		**142,017**		**141,065**
Cost of risk		79,270		83,713
OPERATING INCOME		**62,747**		**57,352**
Share of net earnings of equity-method companies		-456		-593
Gains or losses on capital assets		-11		10,657
Change in value of goodwill		0		0
TOTAL EARNINGS FROM CONTINUING ACTIVITIES BEFORE TAXES		**62,280**		**67,415**
Tax expense (income) relating to earnings from continuing activities		11,230		12,619
TOTAL EARNINGS FROM CONTINUING ACTIVITIES AFTER TAXES				
Pre-tax earnings from activities discontinued or being sold (current IFRS 5)		0		0
TOTAL INCOME		**51,050**		**54,797**
Net earnings, Group share	48,953		53,463	
Interests of minority shareholders	2,098		1,334	
Number of shares	1,450,160		1,449,064	
Net earnings (Group share) per share	33.76		36.89	

Consolidated statement of comprehensive income

(in €K)	31/12/2014			31/12/2013		
	Before taxes	tax income (expense)	Net of taxes	Before taxes	tax income (expense)	Net of taxes
Profit or loss for the period (excluding earnings from activities discontinued or being sold)	**62,280**	**(11,230)**	**51,050**	**67,415**	**(12,619)**	**54,797**
Recyclable items						
- Foreign exchange differences resulting from foreign activities	(3,315)		(3,315)	(1,094)		(1,094)
- Change in fair value of financial instruments (cash flow hedges)	(87)	33	(54)	6,623	(2,517)	4,106
- Other items	(158)		(158)	(303)		(303)
Ultimately non-recyclable items on the income statement						
- Actuarial profits (losses) from defined-benefit schemes	(1,424)	541	(883)	66	(25)	41
Other comprehensive income for the period	**(4,984)**	**574**	**(4,409)**	**5,291**	**(2,542)**	**2,749**
Overall profit or loss for the period	**57,297**	**(10,656)**	**46,641**	**72,707**	**(15,161)**	**57,546**
Attributable to:						
owners of the parent company			46,015			58,087
minority interests			626			(541)
Overall profit or loss for the period			**46,641**			**57,546**

Cash flow statement

In thousands of euros			31/12/2014		31/12/2013	
Net income before taxes		**A**		**62,280**		**67,415**
Elimination of non-monetary items:		**B**		18,769		9,747
Depreciation and amortisation of intangible and tangible fixed assets			6,208		5,531	
Allocations net of reversals on outstanding customer debt			9,789		10,235	
Allocations net of reversals on provisions for contingencies and charges			2,308		4,046	
Capital gains/losses			11		-10,657	
Net earnings from discontinued activities						
Other movements			454		592	
Revenue from operating activities excluding non-monetary items		**A+B**		**81,049**		**77,163**
Increase in assets/decrease in liabilities (-)						
Decrease in assets/increase in liabilities (+)						
Cash flows generated by the operating activities						
Loans and advances to customers		**C**	-87,068		-25,249	
Receivables/payables with credit institutions		**C**	239,040		13,851	
Debt securities		**C**	-153,643		-46,623	
Financial assets and liabilities		**C**	-7,678		82	
Non-financial assets and liabilities		**C**	33,136		-20,944	
Taxes paid		**C**	-14,549		-7,459	
Other movements		**C**	65		-286	
Net cash flows relating to operating activities	**D=**	**A+B+C**		**90,353**		**-9,467**
Cash flows relating to investments						
Flows relating to intangible and tangible investments			-24,528		-21,792	
Flows relating to financial investments and equity interests			1,787		-18	
Other movements			32		13	
Change in scope			-68		10,256	
Net cash flows relating to investments		**E**		**-22,778**		**-11,541**
Cash flows relating to financing						
Dividends paid to shareholders			-7,266		-5,811	
Dividends paid to minority shareholders			-1,833		-1,881	
Capital increase			270		-2,313	
Other			-17,953		-3,270	
Net cash flows relating to financing		**F**		**-26,782**		**-13,275**
Net cash flows relating to operating activities		**D**		90,353		-9,467
Net cash flows relating to investments		**E**		-22,778		-11,541
Net cash flows relating to financing		**F**		-26,782		-13,275
Effects of exchange rates variations				-374		-262
Net change in cash				**40,419**		**-34,545**
Cash and cash equivalents, start of period				42,388		76,933
Cash and cash equivalents, end of period				82,807		42,388
Net change in cash				**40,419**		**-34,545**

Reconciliation of shareholders' equity

En milliers d'euros	Capital et réserves							
	Part du Groupe					Intérêts minoritaires		
	Capital	Prime	Réserves	Résultat	**Total**	Réserves	Résultat	**Total**
Situation au 31 décembre 2012	**28 888**	**55 902**	**216 846**	**35 103**	**336 739**	**3 699**	**1 167**	**4 866**
					-			**-**
Affectation du résultat de l'exercice 2012			35 103	- 35 103	**-**	1 167	- 1 167	**-**
					-			**-**
Augmentation de capital et émission	93	1 111			**1 204**			**-**
Impact du Cash flow Hedge			4 106		**4 106**			**-**
Réserve de conversion			- 857		**- 857**	- 541		**- 541**
Autres					**-**			**-**
Stocks options			- 1 323		**- 1 323**			**-**
divers - Retrocession crédit IS			2 883		**2 883**			**-**
divers - Natural Security			- 499		**- 499**			**-**
divers - Dividendes Auchan			- 5 811		**- 5 811**			**-**
divers - Augmentation de capital Géfirus					**-**	1 120		**1 120**
divers - PUT sur mino Hongrie			- 282		**- 282**	- 4 107		**- 4 107**
divers - Dividendes Hongrie					**-**	- 1 240		**- 1 240**
divers - Dividendes Pologne					**-**	- 641		**- 641**
divers - Ecart actuariel IFC			41		**41**			**-**
divers - Ajustement impôts Russie			- 590		**- 590**	- 380		**- 380**
divers - Quote-part minoritaires Hongrie			1 217		**1 217**	3 910		**3 910**
divers - Autres			34		**34**			**-**
					-			**-**
Résultat net au 31 décembre 2013				53 463	**53 463**		1 334	**1 334**
					-			**-**
Situation au 31 décembre 2013	**28 981**	**57 013**	**250 869**	**53 463**	**390 326**	**2 987**	**1 334**	**4 322**
					-			**-**
Affectation du résultat de l'exercice 2013			53 463	- 53 463	**-**	1 334	- 1 334	**-**
					-			**-**
Augmentation de capital et émission	22	248			**270**			**-**
Impact du Cash flow Hedge			- 54		**- 54**			**-**
Réserve de conversion			- 1 947		**- 1 947**	- 1 368		**- 1 368**
Autres					**-**			**-**
Stocks options			- 519		**- 519**			**-**
divers - Retrocession crédit IS			139		**139**			**-**
divers - Natural Security					**-**			**-**
divers - Dividendes Auchan			- 7 266		**- 7 266**			**-**
divers - Augmentation de capital Géfirus					**-**			**-**
divers - PUT sur mino Hongrie			282		**282**	- 110		**- 110**
divers - Dividendes Hongrie					**-**	- 1 318		**- 1 318**
divers - Dividendes Pologne					**-**	- 515		**- 515**
divers - Ecart actuariel IFC			- 883		**- 883**			**-**
divers - Ajustement impôts Russie					**-**			**-**
divers - Quote-part minoritaires Hongrie					**-**			**-**
divers - Autres			- 31		**- 31**	- 104		**- 104**
					-			**-**
Résultat net au 31 décembre 2014				48 953	**48 953**		2 098	**2 098**
					-			**-**
Situation au 31 décembre 2014	**29 003**	**57 262**	**294 052**	**48 953**	**429 270**	**907**	**2 098**	**3 004**

Notes to the consolidated financial statements as at 31/12/2014 prepared in accordance with the IFRS accounting standards adopted by the European Union

(Figures in thousands of euros – €K – or in millions of euros – €M)

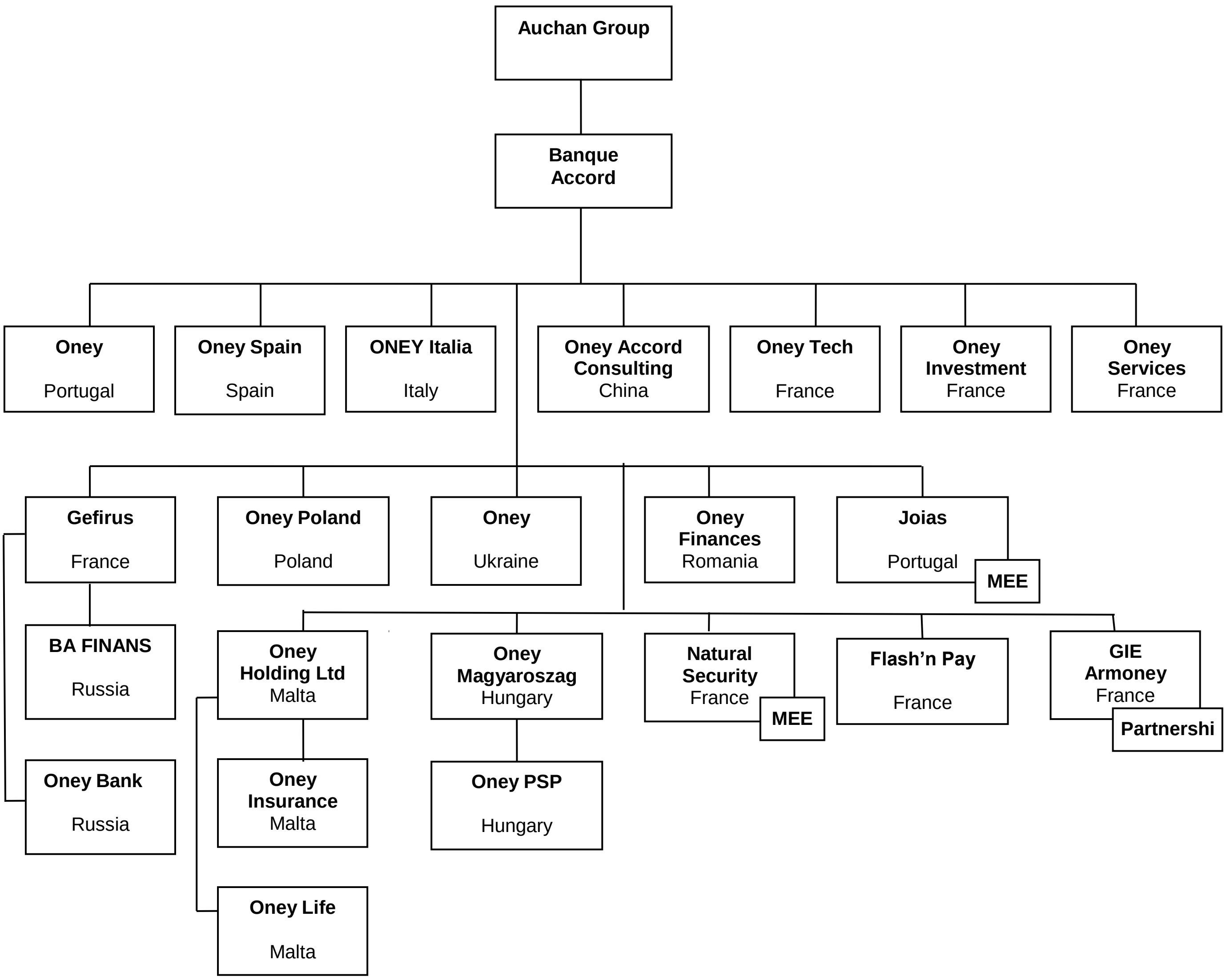
Note 1: Summary description of the group

1.1 Legal information about the bank

BANQUE ACCORD S.A., registered under number 546 380 197 00105, is a public limited company with a Board of Directors, domiciled in France at 40, avenue de Flandre in Croix (F-59170).
It specialises in all banking operations and operations relating to the banking business, including the receipt and transmission of orders on behalf of third parties, insurance brokerage and representing any and all insurance companies.

It is 97.1% held by Groupe Auchan S.A., a French public limited company with a Board of Directors, whose registered office is located at 40, avenue de Flandre in Croix (F-59170).

1.2 Simplified organisational chart of the BANK ACCORD GROUP



Note 2: Highlights and main changes in consolidation scope

HIGHLIGHTS:

- S&P rating:

In April 2014 rating agency Standard & Poor's reduced ONEY BANQUE ACCORD's long-term and short-term ratings to A- and A-2 respectively. The ratings outlook was changed from "negative" to "stable" on this occasion. It also reconfirmed the Bank's status of "core business" with regard to the Auchan Group.

- In France:

Banque Accord SA moved into its new head office in Croix during the second half of 2014. Banque Accord SA embarked on a plan to reorganise its commercial network in the Auchan stores and recorded a provision for contingencies and charges in connection with this.

CHANGES IN SCOPE:

- Additions to the group/Constitution of new companies:

Joias (Portugal) was added to the scope of consolidation, whose objective is to manage the marketing development of our commercial partners. This entity, in which the bank has a 33.33% stake, is consolidated under the equity method.

- Change in percentage of interest:

No change in percentage of interest during 2014.

- Exits from scope:

No exit from scope during 2014.

EVENTS SUBSEQUENT TO CLOSE

No events likely to have a significant impact on the consolidated financial statements as at 31 December 2014 have occurred after the close.

APPROVAL OF THE ACCOUNTS:

The financial statements were approved by the Board of Directors on 3 March 2015 and will be submitted for approval by the General Meeting of Shareholders to be held on 24 April 2015.

Note 3: Accounting rules and methods

3.1 Declaration of compliance

Pursuant to Regulation (EC) No 1606/2002, the consolidated financial statements of BANQUE ACCORD S.A. as at 31 December 2014 were prepared in accordance with the IAS/IFRS international accounting standards published by the IASB and the IFRIC interpretations as adopted by the European Union (version known as "carve out", therefore using certain exemptions from the application of IAS 39 for the accounting of macro-hedging).

This regulation has been supplemented, particularly by Regulation (EC) No 1725/2003 of 29 September 2003 on the application of international accounting standards and by Regulation (EC) No 2086/2004 of 19 November 2004 permitting the adoption of standard 39 in an amended format.
The order of the French Ministry of Finance of 20 December 2004 (no. 2004/1382) allows companies to opt for the IAS standard for the preparation of their consolidated financial statements from 1 January 2005 onwards, even if they do not issue securities on a regulated market. This option has been selected for all entities of the Auchan Group.

The new accounting standards, amendments and interpretations (besides the annual improvements to the accounting standards for 2010-2012 and 2011-2013) that must mandatorily be applied starting from the financial year beginning on 1 January 2014, are:

Accounting Standards, Amendments or Interpretations	Date of Publication by the European Union
IFRS 10 on consolidated financial statements	11 December 2012 (Reg. (EU) No 1254/2012)
IFRS 11 on joint arrangements	11 December 2012 (Reg. (EU) No

	1254/2012)
IFRS 12 on the disclosure of interest in other entities	11 December 2012 (Reg. (EU) No 1254/2012)
Amended IAS 27 on separate financial statements	11 December 2012 (Reg. (EU) No 1254/2012)
Amended IAS 28 on investment in associates and joint ventures	11 December 2012 (Reg. (EU) No 1254/2012)
Amendment to IAS 32 on the presentation of the offsetting of financial assets and financial liabilities	13 December 2012 (Reg. (EU) No 1256/2012)
Amendments to the transition guidance for accounting standards IFRS 10: Consolidated Financial Statements, IFRS 11: Joint Arrangements and IFRS 12: Disclosure of Interests in Other Entities	4 April 2013 (Reg. (EU) No 313/2013)
Amendment to IFRS 10 and IFRS 12 in relation to investment companies	20 November 2013 (Reg. (EU) No 1174/2013)
Amendment to IAS 36 on the impairment of non-financial assets	19 December 2013 (Reg. (EU) No 1374/2013)
Amendments to IAS 39 on financial instruments in respect of recognition and measurement for the novation of derivatives and continuing designation for hedge accounting	19 December 2013 (Reg. (EU) No 1375/2013)

Standards, amendments to the existing standards and interpretations adopted by the European Union, but whose application is not mandatory as at 1 January 2014, were not anticipated.

Furthermore, the financial statements presented here do not adopt the new standards, revisions of existing standards or interpretations published by the IASB but not adopted by the European Union as at the balance sheet date of the financial statements.

Standards, Amendments and Interpretations Not Adopted by the EU	Summary of the Standard	Impact on the Group
IFRS 9: Financial Instruments	The IASB published the final version of "IFRS 9: Financial Instruments" on 24 July 2014. IFRS 9 applies from 1 January 2018 onwards. The purpose of IFRS 9 is to overhaul IAS 39. IFRS 9 – Phase 1 defines the new rules for classifying and measuring financial assets and liabilities. There will also be two additional phases on the impairment methodology for credit risk associated with financial assets (IFRS 9 – Phase 2 currently being drafted by the IASB) and on the accounting treatment of hedging transactions (IFRS 9 – Phase 3, see below). Financial assets will be classified in three categories (amortised cost, fair value through profit and loss, and fair value through other comprehensive income) depending on the details of their contractual flows and the way the entity manages its financial instruments (business model). Debt instruments (loans, receivables or debt securities) will be recorded at their amortised cost, provided that they are held for the purpose of receiving contractual cash flows and they present standard characteristics (the cash flows must be solely payments of principle and interest on the principal outstanding). Otherwise, all other debt instruments will be measured at fair value through profit or loss. Equity instruments will be recognised at fair value through profit or loss unless there is an irrevocable option to measure them at fair value through equity (only if these instruments are not held for trading and classified as such under financial assets measured at fair value through profit or loss) without subsequent removal from equity followed by reclassification in the income statement. Embedded derivatives will no longer be recognised separately	The Banque Accord Group is currently evaluating the potential impact of applying this new standard to its consolidated financial statements.

	when their host contracts are financial assets and the hybrid instrument in its entirety will then be measured at fair value through profit or loss. The rules for classifying and measuring financial liabilities addressed by IAS 39 are retained without modification in IFRS 9, with the exception of financial assets which the entity has elected to measure at fair value through profit or loss (fair value option) for which revaluation differences associated with changes in the entity's own credit risk will be recognised as gains and losses taken directly to equity without subsequent removal from equity followed by recognition under profit or loss. The provisions of IAS 39 regarding derecognition of financial assets and liabilities will be retained without modification in IFRS 9.	
IRFS 15: Revenue from Contracts with Customers	IFRS 15 applies from 1 January 2017 onwards, with retroactive effect. The two accounting standard setters have identified five phases for recognising revenue: • Identification of the contract(s) with a customer, • Identification of the various distinct performance obligations of the contract, • Determination of the price of the transaction, • Allocation of the transaction price to the various performance obligations, • Recognition of the revenue when the performance obligations have been satisfied.	The Banque Accord Group is currently evaluating the potential impact of applying this new standard to its consolidated financial statements.

The interpretation of IFRIC 21, whose application is mandatory from 1 January 2015 onwards, clarifies the accounting for recognising duties, taxes and other deductions levied by a public authority that fall within the scope of IAS 37 “Provisions, contingent liabilities and contingent assets” (excluding fines and penalties ,and excluding taxes on companies governed by IAS 12). In particular it makes it possible to clarify:

- The date on which these duties and taxes must be recognised, and
- Whether or not they may be recorded gradually (staggered) throughout the financial year.

In light of these clarifications the implementation of IFRIC 21 will have the effect of changing the trigger for recognising certain duties and taxes (moving the date of the recording from one financial year to another and/or ending the staggering over the course of the financial year). In France this will affect the following main taxes in particular:

- Property tax,
- The company and social solidarity contribution.

The application of IFRIC 21 will not have a significant impact on the annual result or the net position.

3.2 Comparability and change of method

- Comparability:

The accounting methods applied by the Group to the consolidated financial statements are identical to those used in the consolidated financial statements for the financial year ended on 31 December 2013, with the exception of the new standards that must mandatorily be applied.

- Change of method:

IFRS 10, IFRS 11 and IFRS 12 apply from 1 January 2014, with retrospective application for IFRS 10 and IFRS 11.
The application of the new standards IFRS 10 and IFRS 11 did not have a significant impact on the Group's scope or methods of consolidation.
The new information that is required under IFRS 12 is covered in Note 8: Securities in the paragraphs “Investments in associates” and “Joint Arrangements”.

3.3 The use of estimates

The preparation of financial statements according to IFRSs requires making estimates and assumptions that may affect the book value of certain assets and liabilities, income and expenses, as well as the information given in the related notes. Actual values may be different to estimated values.

For ONEY BANQUE ACCORD's consolidated financial statements, the accounting estimates requiring the formulation of assumptions are used primarily for the following valuations:

- Depreciation of receivables:

The value of "Loans and trade receivables" is adjusted through depreciation related to the receivables when the risk of non-collection of these receivables is proven.
This depreciation, calculated on uniform sets of receivables and on a discounted basis, is estimated based on a certain number of factors and assumptions: number of unpaid debts, observed historical collection rates, status of receivables in the collection process, rate of loss, performance of outside litigation agencies, etc.
The depreciations recorded reflect the best estimates by Management, at the balance sheet date, of the future flows of these receivables.

- Provisions:

The valuation of provisions can also be the subject of estimates.
The assessment of the amount of the potential financial impact incorporates Management's discretion.

- Technical insurance provisions:

The calculation is based on the expected losses by using models and assumptions based on the history and the data of the current market.

- Financial instruments valued at their fair value:

The fair value of financial instruments is determined using interest rate curves, based on the market's interest rate, observed as at the closing date.

- Future retirement schemes and other fringe benefits:

Calculations related to charges associated with future retirement benefits and fringe benefits are established based on Management's assumptions about the discount rate, staff rotation rate, or changes in salaries and fringe benefits. If the actual figures differ from the assumptions used, the charge associated with the retirement benefits may increase or decrease during future financial years.

- Accounting for deferred tax assets:

A deferred tax debit is recorded for all deductible temporary differences, provided that it is deemed likely that a taxable profit, to which these deductible temporary differences can be charged, will be available. This likelihood is assessed in accordance with the methods described in Note 3.12.

3.4 Format and presentation of the financial statements

ONEY BANQUE ACCORD uses the formats of the summary documents (Balance Sheet, Income Statement, Comprehensive Income Statement, Statement of Changes in Shareholders' Equity and Cash Flow Statement) recommended by CNC recommendation no. 2009-R.04 of 2 July 2009, which supersedes and replaces CNC recommendation no. 2004-R.03 of 27 October 2004.

The Cash Flow Statement has been prepared by analysis of flows, using consolidated pre-tax profit as the starting point and using the indirect method.
The corporate purpose of BANQUE ACCORD forms the basis for determining the scope of consolidation with respect to operating activities, investment transactions and financing transactions.
Cash flows relating to the customer credit business and the debts refinancing this business are therefore included in the scope of consolidation linked to operating activities.

The definition of cash and cash equivalents corresponds to that set out in recommendation no. 2009-R.04, i.e.: Cash, central banks, post office accounts (assets and liabilities), accounts (assets and liabilities) and loans/borrowing to/from credit institutions as they appear in the consolidated balance sheet of ONEY BANQUE ACCORD for the financial years in question.

3.5 Scope and method of consolidation

The disclosures in the notes to the consolidated financial statements include all material information relevant to the fair appraisal of the Group's assets and liabilities, its financial position, the risks it assumes and its income.

These consolidated financial statements comprise the financial statements of BANQUE ACCORD and the main French and foreign entities comprising the ONEY BANQUE ACCORD Group. The financial statements for foreign subsidiary companies are prepared in accordance with local accounting regulations and have been adjusted and restated to comply with the IFRS accounting principles adopted by ONEY BANQUE ACCORD.

1) Scope of consolidation

Subsidiaries	% of capital held	Type of control	% control
ONEY IFIC (Portugal)	100%	Controlled	100%
Oney Spain (Spain)	100%	Controlled	100%
ONEY Italia (Italy)	100%	Controlled	100%
ONEY MAGYAROSZAG (Hungary)	60%	Controlled	100%
ONEY PSP (Hungary)	60%	Controlled	100%
GEFIRUS (France)	60%	Controlled	100%
BA Finans (Russia)	60%	Controlled	100%
ONEY BANK (Russia)	60%	Controlled	100%
Oney Poland (Poland)	60%	Controlled	100%
ONEY FINANCES (Romania)	100%	Controlled	100%
ONEY ACCORD Business Consulting (China)	100%	Controlled	100%
ONEY Services (formerly Oney Courtage – France)	100%	Controlled	100%
ONEY Holding Limited (Malta)	100%	Controlled	100%
ONEY Insurance (Malta)	100%	Controlled	100%
ONEY Life (Malta)	100%	Controlled	100%
ONEY UKRAINE (Ukraine)	100%	Controlled	100%
ONEY Investment (France)	100%	Controlled	100%
ONEY Tech (France)	100%	Controlled	100%
Flash'n Pay (France)	100%	Controlled	100%
Natural Security (France)	30.07%	Significant influence	30.07%
Joias (Portugal)	33.33%	Significant influence	33.33%
GIE Armoney (France)	50%	Joint	50%

Special purpose structure (sub-level of BANQUE ACCORD)	% of capital held	Type of control	% control
FCT Oneycord 1	100%	Controlled	100%

A securitisation operation was carried out in 2009 (creation of FCT Oneycord Compartment 1 on 22 September 2009). FCT Oneycord 1, which should normally be depreciated as from 15 October 2012, has been extended for three years, i.e. depreciation starting on 15 October 2015.
BANQUE ACCORD holds 100% of this fund. The transferred debts arise from revolving credit. The compartment will be topped up throughout its life by new eligible debts as well as by drawing on the debts that have already been securitised.
FCT Oneycord 1 is fully consolidated.

For more details on this securitisation operation and on an indication of the book value of the relevant assets and the associated liabilities refer to Note 7.4 Transferred assets not derecognised or derecognised with on-going involvement.

2) Concepts of control and consolidation methods

The consolidation methods are determined by IFRS 10, IFRS 11 and amended IAS 28 respectively.

IFRS 10 supersedes IAS 27 and SIC 12 and introduces a common framework for analysing control based on three cumulative criteria:

(1) the power held over the relevant activities of the investee,

(2) the exposure to or rights to variable returns and

(3) the ability to use the power over the investee to affect its returns.

The first ever application of IFRS 10 to the opening balance sheet of 1 January 2013 did not have any impact.

IFRS 11 supersedes IAS 31 and SIC 13. It outlines how joint control is exercised through two forms of arrangements: joint operation and joint venture.

In joint operations the parties have rights to the entity's assets, obligations in respect of its liabilities, and must recognise the assets, liabilities, income and expenses relating to their interest in the joint operation.

Conversely, joint ventures in which the parties share the rights to the net assets are no longer proportionally consolidated, but are accounted for under the equity method in accordance with amended IAS 28.

At 31 December 2014 *Banque Accord* was a joint venturer in one entity, GIE Armoney, which was previously proportionally consolidated.

The first ever application of IFRS 11 to the opening balance sheet of 1 January 2013 did not have any impact.

In compliance with international standards all entities under control, under joint control or under significant influence are consolidated.

<u>Controlled entities:</u>
Control over an entity is deemed to exist if *Banque Accord* is exposed to or has rights to variable returns as a result of its involvement with the entity, and if the power that it holds over the latter enables it to influence these returns... In order to assess the concept of power solely substantive (voting or contractual) rights are examined. Rights are considered substantive if the holder of the rights can in practice exercise them when decisions about the entity's relevant activities are made.

Banque Accord is deemed to control a subsidiary through voting rights when its rights give it the practical ability to direct the subsidiary's relevant activities. *Banque Accord* is generally considered to control a subsidiary when it holds more than half the existing or potential voting rights in an entity, whether directly or indirectly through subsidiaries, except when it can be clearly demonstrated that such ownership does not give it the power to direct the relevant activities. Control is also deemed to exist where *Banque Accord* holds half or less than half of the voting rights, including potential rights, in an entity but is only able in practice to direct the latter's relevant activities at its sole discretion, notably because of the existence of contractual arrangements, the size of its stake in the voting rights compared to those of other investors, or other reasons.

<u>Joint arrangements and joint ventures – Share of the assets, liabilities, expenses and income:</u>
Joint control is deemed to exist when there is a contractual division of control over an economic activity. Decisions affecting the entity's relevant activities require unanimous agreement of the joint controllers.

Entities under significant influence – Consolidated under the equity method

Significant influence is defined as the power to influence but not control a company's financial and operational policies. *Banque Accord* is presumed to have significant influence if it owns 20% or more of the voting rights in an entity, whether directly or indirectly through subsidiaries.

3) Consolidation of special purpose entities

Control of a structured entity is not assessed on the basis of the percentage of voting rights as these have, by nature, no effect on the entity's returns. When assessing control consideration is given not only to contractual arrangements in force, but also to whether *Banque Accord* was involved in creating the entity and what decisions it made at the time, what agreements were made at its inception and what risks are borne by *Banque Accord*, any rights under agreements that give the investor the power to direct relevant activities in specific circumstances only and any other facts or circumstances that indicate the investor can direct the entity's relevant activities. Where there is a management agreement it must be determined whether the manager is acting as an agent (with delegated powers) or as a principal (on their own account). Furthermore, when decisions on the entity's relevant activities are taken, the indicators used to assess whether an entity is acting as agent or principal are as follows: the extent of the decision-making powers compared to the powers over the entity delegated to the manager, the remuneration provided for under the contractual agreements, any substantive rights that may affect the decision-making capacity of other parties involved in the entity and the exposure to variable returns of other interests in the entity.

3.6 Foreign currency transactions (IAS 21)

The financial statements of companies whose presentation currency is not the euro are converted into euros using the closing rate method. Under this method all balance sheet items are converted at the exchange rate applicable on the balance sheet date.

All income statement items are converted at the average exchange rate for the period.

The portion of the resulting exchange rate differences, both with respect to balance sheet items and income statement items, that is attributable to shareholders is accounted for in shareholders' equity under "Exchange differences" whilst the portion attributable to third parties is accounted for under "Minority interests". In line with the option offered by IFRS 1 the Group nulled all exchange differences attributable to the Group and to minority interests in the opening balance sheet of 1 January 2004 by means of transfer to consolidated reserves

Goodwill and valuation differences resulting from the consolidation of companies with one activity whose functional currency is not the euro are considered as assets and liabilities of the subsidiary company. They are expressed in the functional currency of the acquired company then converted at the closing rate; the differences resulting from this conversion are accounted for in consolidated shareholders' equity.

In the event of liquidation or disposal of all or part of a holding in a foreign company the exchange rate difference appearing under shareholders' equity is transferred to the income statement in direct proportion to its significance as part of the total amount.
The foreign currency/euros translation rates for the currencies of the main countries are as follows:

Country	Currencies	Closing rate		Average annual rate	
		Dec. 2014	Dec. 2013	2014	2013
China…………	Yuan……….	0.132700	0.119773	0.122142	0.122484
Hungary…… …	Forint……….	0.003169	0.003367	0.003239	0.003367
Poland………	Zloty………...	0.234017	0.240714	0.238906	0.238270
Russia………..	Rouble……..	0.013824	0.022063	0.019608	0.023626
Romania …...	Lei…………..	0.223075	0.223664	0.225006	0.226275
Ukraine	Hryvna……...	0.052077	0.088063	0.063000	0.092315

3.7 Treatment of acquisitions and goodwill (revised IFRS 3)

Goodwill arising in a business combination is valued as the excess of (a) in relation to (b), i.e.:
a) the total of:

- i) the transferred consideration valued at fair value at the acquisition date;
- ii) the amount of equity interest not giving control in the company; and
- iii) in a business combination carried out in stages, the fair value at the date of acquisition of the equity interest previously held by the acquirer in the acquired company.

b) the net balance of the amount, as at the date of acquisition, of the identifiable assets and liabilities assumed, valued in accordance with IFRS 3.

In the event that the acquisition is carried out from a derivative (call, put[1], etc.), this derivative, in accordance with IAS 39, undergoes a separate valuation and is recorded in the income statement of ONEY BANQUE ACCORD as soon as there is a difference between the exercise price of the put (representing the purchase price of the company) and the fair value of the acquired company. In this case, the fair value of this derivative is included in the determination of goodwill.

Goodwill is booked as an asset for the purchaser if it is positive and is recognised as income if it is negative.

Goodwill is booked in the functional currency of the acquired company and converted at the exchange rate in force on the balance sheet date.

In accordance with Revised IFRS 3 – Business Combinations – positive goodwill is subject to an impairment test in the event of the existence of any indication of impairment and at least on an annual basis, during the second half of each financial year. The methods of performing these tests are described in Note 3.11 of the accounting rules and methods.

3.8 Non-current assets held for sale and discontinued operations (IFRS 5)

A non-current asset (or a group held for sale) is considered as held for sale if its book value is recovered mainly through a sale rather than through continued use.

For this to be the case, the asset (or group held for sale) must be available for immediate sale in its present condition and its sale must be highly likely.

The assets and liabilities in question are isolated in the balance sheet under the items “Non-current assets held for sale” and “Liabilities related to non-current assets held for sale”.

These non-current assets (or a group held for sale) classified as held for sale are valued either at their book value or their fair value, whichever is the lower, less the costs of disposal. In the event of an unrealised loss an impairment is booked in the income statement. Furthermore, they cease to be depreciated upon their decommissioning.

A discontinued operation refers to any component that the Group has disposed of, or is classified as held for sale and is in one of the following situations:

- it represents a line of business or a main, distinct geographical region;
- it is part of a single, coordinated plan to dispose of a business line or a main, distinct geographical region; or
- it is a subsidiary acquired exclusively for resale.

The following are presented on a separate line in the income statement:

- net income after tax from discontinued activities until the date of disposal;
- the profit or loss after tax resulting from the disposal or the valuation at fair value less the costs of sale of the assets and liabilities constituting the discontinued operations.

[1] The accounting method for puts on minority interests is presented in Note 17.

3.9 Financial instruments (revised IAS 32, IAS 39, and IFRS 7)

Financial assets and liabilities are accounted for in the consolidated annual financial statements in accordance with the provisions of IAS 39 as adopted by the European Commission on 19 November 2004, supplemented by Regulation (EC) No 1751/2005 of 25 October 2005 and Regulation (EC) No 1864/2005 of 15 November 2005 relating to the use of the fair value option.
At the time of initial recognition financial assets and financial liabilities are measured at fair value including trading costs (with the exception of financial instruments recognised at fair value through profit or loss). Subsequently financial assets and financial liabilities are measured according to their classification, either at fair value or at amortised cost based on the effective interest rate method.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction, carried out between market participants, at the measurement date.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to obtain the net carrying amount of the financial asset or financial liability.

For derivatives fair value incorporates:

- The Credit Value Adjustment (CVA) factors, which are intended to incorporate the credit risk associated with the counterparty (risk of non-payment of sums due in the event of default) in the valuation of the derivatives.
- The Debt Value Adjustment (DVA) factors, which are intended to incorporate the risk carried by our counterparties in the valuation of the derivatives.

3.9.1 Method for determining the fair value of financial instruments

The fair value hierarchy of the financial assets and liabilities, introduced by the amendment to IFRS 7, is broken down according to the general observability criteria of the valuation inputs, pursuant to the principles defined under IFRS 13.
These levels are as follows:
Level 1:
Level 1 of the hierarchy applies to the fair value of financial assets and liabilities quoted in active markets.
Level 2:
Level 2 of the hierarchy applies to the fair value of financial assets and liabilities with observable inputs. In particular this includes market data relating to interest rate risk or credit risk when the latter can be revalued based on Credit Default Swap (CDS) prices. The financial assets and liabilities with a component for which fair value is measured at unadjusted amortised cost are also included in level 2 of the hierarchy.
Level 3:
Level 3 of the hierarchy indicates the fair value of financial assets and liabilities for which there are no observable inputs or for which some data can be revalued using internal models based on historical data.

3.9.2 Loans and debts

Credits are allocated to the item “Loans and debts with credit institutions” and “Loans and debts with customers”. In accordance with IAS 39 they are initially valued at their fair value and ultimately at the amortised cost according to the effective interest rate method.
The effective interest rate includes discounts, income and integrated transaction costs (here, principally all the commission paid to business providers and partner brands in the context of the production of credit).

3.9.3 Impairment of loans and debts

Impaired debts are those that present an established risk that corresponds to one of the following situations:

- One or more instalments are unpaid;
- When the situation presents characteristics such that regardless of the existence of any unpaid debt it can be concluded that there is an established risk;
- Legal proceedings are in progress or the debt is being restructured.

At each balance sheet date ONEY BANQUE ACCORD determines whether there is objective evidence of impairment resulting from one or more events occurring after the initial recognition of the assets where such a loss-generating event (or events) has (have) a significant impact on estimated future cash flows, provided that the loss can be reliably estimated.

ONEY BANQUE ACCORD performs two successive impairment tests:

- An impairment test on packages of debts where there is clear evidence of loss (particularly debts that have been transferred to a debt collection agency for recovery and debts involved in over-indebtedness proceedings).
  In this case impairment is equal to the difference between the book value of the asset and the present value (at the original loan interest rate) of estimated recoverable future cash flows, taking into account the effect of any guarantees. The impairment loss is booked under “Cost of risk” in the income statement and the value of the financial asset is reduced by the constitution of an impairment. Impairment provisions and reversals are booked under “Cost of risk”.

- An impairment test on packages of debts where there is clear evidence of loss, but where at this stage the debts present only a probability of being subject to recovery or proceedings, or involved in over-indebtedness proceedings.
  In this case impairment is determined on the basis of the past likelihood of default, loss rates in the event of an established default and estimated future outstanding debts. The impairment loss is booked under “Cost of risk” in the income statement and the value of the financial asset is reduced by the constitution of an impairment. Impairment provisions and reversals are booked under “Cost of risk”.

Furthermore, for restructured loans (with one or more unpaid instalments) ONEY BANQUE ACCORD books the loss arising from any change in the loan terms and conditions in the income statement under "Cost of risk" when the estimated recoverable future cash flows discounted at the original effective interest rate result in an amount that is less than the amortised cost of the debt.
Furthermore, for restructured loans for which the last maturity date of the new depreciation plan represents a significant outstanding amount that is still due at the restructuring date (fixed term) this is subject to depreciation based on historical collection rates for debts with the same characteristics.

3.9.4 Available-for-sale financial assets

The “Available-for-sale financial assets” category includes financial instruments that do not fall under the categories “Loans and debts”, “Held-to-maturity financial assets” and “Assets and liabilities at fair value through profit or loss”.
Securities classified in this category are initially recognised at their purchase price, including the transaction costs.
At the closing date they are measured at their market value and any variations from this, included in shareholders' equity. At the time of disposal, these unrealised gains or losses, which were previously recognised in shareholders' equity, are recognised in the income statement.
Current or acquired revenues on fixed-income securities are entered under the item “Interest and similar income”. Revenues from variable-income securities are entered under the item “Net gains or losses on financial assets available for sale”.

Impairment is assessed where is an objective impairment index resulting from one or more events occurring after the initial recognition of the securities.
Objective evidence of loss corresponds to a prolonged or significant decline in the value of the security for equity securities or the appearance of significant deterioration in credit risk evidenced by a risk of non-recovery for debt securities.
For equity securities Banque Accord uses quantitative criteria as indicators of potential impairment. These quantitative criteria are mainly based on a loss of 30% or more of the value of the equity instrument over a period of six consecutive months. Banque Accord may also take account of other factors, such as financial difficulties of the issuer or short term prospects, etc.
Notwithstanding the above-mentioned criteria, Banque Accord recognises an impairment loss when there is a decline in the value of the equity instrument that is more than 50% or prolonged over three years.

Such impairment is recognised by the transfer of the amount of the aggregate loss from shareholders' equity to the income statement; in the event of subsequent recovery in the price of the securities the loss previously transferred to the income statement may be reversed when justified by circumstances for debt instruments.

3.9.5 Financial liabilities

IAS 39 recognises two categories of financial liability:

- Financial liabilities valued by type at fair value through profit or loss. Changes in the fair value of these financial liabilities are accounted for directly in the financial statements. However, note that ONEY BANQUE ACCORD does not use this fair value option on its financial liabilities.

- Other financial liabilities: this category covers all other financial liabilities. These are booked at their original fair value (including transaction costs and income) and are subsequently valued at their amortised cost using the effective interest rate method.

3.9.6 Costs of borrowing (IAS 23)

Borrowing costs are recorded as expenses when they are incurred, in accordance with the standard treatment under IAS 23.

Thus the initial costs relating to the creation of the FCT (Fond Commun de Titrisation – French securitised mutual fund), the ultimate purpose of which is to enable provision of securities on REPO to the European Central Bank, were attributed to the TIE of the financing obtained.

Similarly, commission expenses borne in connection with implementing financing and confirmed bank lines are included at the effective interest rate of the instrument over the expected life of the instrument.

3.9.7 Distinction between debts and shareholders' equity

The distinction between debt instruments and shareholders' equity is based on an analysis of the substance of the contractual terms.

A debt instrument constitutes a contractual obligation to:

- - deliver cash or another financial instrument; or
- - exchange instruments under potentially unfavourable conditions.

An equity instrument is a contract that offers a discretionary return, representing a residual interest in a company's net assets after deducting liabilities, and is not qualified as a debt instrument.

3.9.8 Derivatives

The Group uses futures or options qualified as derivatives within the scope permitted by IAS 39 to hedge its exposure to market risks (interest rate and currency risks). However, the derivatives used to hedge currency risk do not correspond to hedge accounting within the meaning of IAS 39.

Derivatives are recorded in the balance sheet at their fair value at the start of the transaction. At the end of each financial period these derivatives are valued at their fair value, regardless of whether they are held for trading or hedging purposes. The fair value is determined using internal valuation tools and compared to the valuations provided by banking counterparties.

The gain or loss arising from revaluation as recorded in the balance sheet is offset by a contra-entry in the income statement (except in the particular instance of cash flow hedges).

Hedge accounting:

The purpose of the fair value hedge is to reduce the risk of changes in fair value associated with a financial asset or liability. It can be implemented if it meets the eligibility criteria set out in the standard, i.e.:

- The hedge relationship is clearly defined and documented on its implementation date;

- The effectiveness of the hedge relationship is demonstrated from the outset and for its full duration.

The purpose of a cash flow hedge is to reduce the risk inherent in the variability of future cash flows of a financial asset or liability.
The revaluation of derivatives is booked as follows:

- **Fair value hedge:** the gain or loss from revaluation of the derivative is recorded in the income statement on a symmetrical basis with the gain or loss from revaluation of the hedged item up to the amount of the hedged risk and only appears in net profit as the potential inefficient portion of the hedge.

- **Cash flow hedge:** the revaluation of the derivative appears in the balance sheet as compensation for a specific equity account and the inefficient portion of the hedge is, if necessary, recorded in the income statement. Accrued interest on the derivative is recorded in the income statement on a symmetrical basis with the hedged transactions.

In the context of portfolio management by macro-hedging BANQUE ACCORD's approach is to document these hedging relationships based on future Group cash flows relating to assets and liabilities presenting the same interest rate exposure.

The justification for the effectiveness of macro-hedging relationships is done through quarterly comparison between the refinancing stock indexed on the present and forecast Eonia and the portfolio of hedging instruments. The effectiveness of these relationships is measured using prospective and retrospective tests.

The hedging instruments used by BANQUE ACCORD are caps and swaps.
Caps, which are used as cash flow hedges, are also subject to effectiveness tests. The effectiveness test is done by distinguishing the intrinsic value of the option and the time value. Changes in time value are systematically recorded in the income statement.

Under IAS 39 these instruments, which are intended to hedge the Group's exposure to interest rate risk, must be recorded in the balance sheet at their fair value.

Variations in the fair value of these instruments are always recorded in the income statement, except in the case of cash flow hedges.

For derivatives eligible for hedge accounting (Cash flow hedges) recognition as hedging instruments makes it possible to reduce the earnings volatility associated with changes in value of the derivatives concerned.

Most of the derivatives used by the Group are eligible for hedge accounting. Thus:

- For derivatives documented as hedges of assets and liabilities recorded in the balance sheet (fair value hedges) hedge accounting allows the change in the fair value of the derivative to be recorded in the income statement; this is offset by the impact on the income statement of the change in the fair value of the hedged item appearing in the balance sheet, with respect to the hedged risk.

- For derivatives documented as hedges of probable future cash flows, the changes in value of the derivative are recorded in the reserves (Cash Flow Hedge reserves) up to the effective portion of the hedge, while changes in value of the ineffective portion are recorded in the income statement.

For derivatives not documented as instruments eligible for hedge accounting, changes in value are recorded in the income statement.

Embedded derivatives:

An embedded derivative is the component of a hybrid contract that meets the definition of a derivative. Embedded derivatives must be booked separately from the host contract when the following three conditions are fulfilled:

- the hybrid contract is not measured at fair value through profit and loss;
- when separated from the host contract the embedded element possesses the characteristics of a derivative;
- the characteristics of the derivative are not closely related to those of the host contract.

Derivative financial instruments not designated as hedges

In order to meet a refinancing objective indexed to the Eonia ONEY BANQUE ACCORD can implement a swap to convert a portion of the debts issued on a Euribor index to the Eonia.
These conversion swaps, also known as basis swaps, have been booked at fair value through profit or loss. It has not been possible to document a hedging relationship for these instruments.

3.9.9 Financing commitments

Financing commitments that are not considered as derivatives under IAS 39 do not appear in the balance sheet when they are granted under normal conditions (otherwise, an asset or liability is recorded). Where applicable, they are subject to provisions in accordance with IAS 37.

3.9.10 Guarantee commitments

A financial guarantee is a contract that requires the issuer to make specific payments to reimburse the holder for a loss incurred due to the failure by a specified debtor to make a payment on the due date according to the original or amended terms and conditions of the debt instrument.
Financial guarantee contracts are initially measured at fair value and subsequently at the greater of:

- the value determined in accordance with the provisions of IAS 37 “Provisions, Contingent Liabilities and Contingent Assets” or
- the amount initially booked, less any amortisation recognised under IAS 18 “Revenue from Ordinary Activities”.

3.10 Treatment of fixed assets (IASs 16, 36, 38 and 40)

BANQUE ACCORD applies the component method when accounting for fixed tangible and intangible assets. In accordance with the provisions of IAS 16 the basis for depreciation reflects any residual value of the fixed assets.

The fixed assets are depreciated according to their estimated useful life using either the straight-line method or the declining balance method. The principles adopted are as follows:

Tangible fixed assets:

Constructions:	8 to 40 years
Fixtures, fittings and security systems:	6 2/3 years to 10 years
Other fixed assets:	3 to 5 years

Intangible fixed assets:
Purchased software is recorded under “Other intangible assets” and is amortised over three years.

Fixed assets are subject to impairment testing whenever there is an indication of loss in value and at least once a year in the case of intangible assets. In the event of a loss in value an impairment loss is recorded in the income statement under “Depreciation and provisions for depreciation of tangible and intangible assets”; this may be reversed if the conditions that led to its recognition are changed.

Capital gains or losses on disposals of operating assets are recorded under “Net gains or losses on other assets".

3.11 Impairment of assets (IAS 36)

IAS 36 – Impairment of assets – defines the procedures that a company must apply to ensure that the net book value of its assets does not exceed their recoverable amount, i.e. the amount that would be recovered by their use or sale.

The recoverable value of an asset is defined as the higher of the asset’s net selling price and its value in use. The net selling price is the amount that may be obtained from the sale of an asset in a transaction carried out under normal conditions of competition between fully informed and consenting parties, less the costs of disposal. The value in use is the present value of the future cash flows expected to be derived from the continued use of an asset and its disposal at the end of its useful life.

Cash flows after tax are estimated on the basis of 3-year business plans that have been approved by Management. Beyond this period cash flows are extrapolated by applying a constant growth rate over a period that corresponds to the estimated useful life of the tangible asset. For tests relating to goodwill the net income flows are extrapolated over an additional 6-year period with a terminal value calculated by discounting to infinity the data for the 9th year.

Country	France	Portugal	Spain	Italy	Poland	Hungary	Romania	Russia
Banking discount rate	9.98%	14.18%	11.98%	11.83%	11.32%	13.88%	12.67%	14.45%
Non-banking discount rate	7.94%			9.79%				12.41%
Growth rate	2%	2%	2%	2%	2%	2%	2%	2%

Flows are discounted at the discount rate plus a risk premium specific to each country. The discount rate is determined on the basis of the rate of return observed on the stock market in the banking sector for credit institutions and in the retail sector for companies providing business to banking partners.

The level of normative equity used in the analysis is 8%.

The recoverable amount of tangible and intangible fixed assets is tested whenever there is an indication of loss in value.

This test is also carried out once a year (at the year-end) for assets with an indefinite life, such as goodwill.

Identification of cash-generating units (CGUs)
A cash-generating unit is defined as the smallest group of assets generating cash inflows that are largely independent of cash inflows generated by other assets or another group of assets. ONEY BANQUE ACCORD has allocated all its activities to cash-generating units. This allocation is consistent with the organisation of the Group. It is regularly reviewed in order to take account of events that are likely to have an impact on the composition of a CGU.

Sensitivity analysis
In Spain and Portugal an increase in the discount rate of one point in the impairment tests would reduce the value by €7.4 M, but would not result in the impairment of these assets.
In Spain and Portugal a decrease in the discount rate of one point in the impairment tests would reduce the value by €5.2 M, but would not result in the impairment of these assets.

3.12 <u>Deferred taxes (IAS 12)</u>

This standard requires that deferred taxes be accounted for on all temporary differences observed between the book value of an asset or a liability and its tax base.
No deferred taxes are accounted for in respect of the following items:

(i) non-deductible goodwill,
(ii) the initial accounting of an asset or a liability in a transaction that is not a business combination and that does not affect either accounting income or taxable income and
(iii) temporary differences arising from investments in subsidiaries that are not expected to reverse in the foreseeable future.

The tax rates used for calculation of deferred taxes are those anticipated as being applicable when the asset is realised or the liability is settled, in so far as these rates have been fully adopted or adopted to some extent at the balance sheet date. The effect of any change in the tax rates is accounted for in the profit & loss account with the exception of changes relating to items accounted for directly in shareholders' equity.

Deferred tax assets and liabilities are offset at the level of each taxable entity. They are not discounted.

Tax losses and other temporary differences give rise to the recognition of a deferred tax asset if it is probable that they will be attributed to taxable income or when allocation to deferred tax liabilities is possible.
Two conditions are required for the application of this rule.
1/ The entity must have generated positive taxable income over the last two years (N and N-1);

2/ An analysis of the tax plan for the next 3 years is required to demonstrate that the tax losses that may be carried forward and the deferred tax assets on temporary differences can be recovered within a short period of 3 years, because of current profits.

3.13 Provisions (IAS 37)

Provisions other than those related to credit risks and employee benefits represent liabilities, the term or amount of which is not fixed. Their constitution is dependent upon ONEY BANQUE ACCORD having an obligation with regard to a probable third party that will require an outflow of resources in favour of this third party without at least equivalent compensation anticipated from the latter. This obligation may be legal, regulatory or contractual. These provisions are estimated according to their nature and on the basis of the most probable assumptions.
The amount of the obligation is discounted to determine the amount of the provision when this discounting represents a significant amount.

3.14 Employee benefits (revised IAS 19)

Employee benefits are grouped into four categories in accordance with the revised IAS 19:

- short-term benefits such as salaries, social security contributions, bonuses payable in the twelve months following the end of the financial period;

- long-term benefits (long-service awards, bonuses and remunerations payable twelve months or more after the end of the financial period);

- severance pay or retirement benefits;

- post-employment benefits, which in turn are classified in two categories described below: defined-benefit schemes and defined-contribution schemes.

Benefits after employment: Commitment relating to retirement, early retirement and retirement benefits – defined benefits schemes

ONEY BANQUE ACCORD contributes to the establishment of pensions for its staff according to the laws and practices applicable in each country.
In accordance with the revised IAS 19 – *Employee Benefits* – the Group registers and books all benefits granted to employees. The Group books actuarial losses and gains in other comprehensive income (OCI).

In France the company finances in advance almost all the commitment relating to retirement benefits for its employees via an insurance company. In addition a provision is recorded for the time-savings account.

3.15 Share-based payments (IFRS 2)

IFRS 2 – "Share-based payments" – requires that the value of transactions remunerated by payments in shares or similar instruments is accounted for in the company's profit & loss account and balance sheet. This standard, which applies to schemes introduced after 7 November 2002 and not yet vested as at 1 January 2005, relates to two scenarios:

- transactions for which the payment is based on shares and which are settled in equity instruments,
- transactions for which the payment is based on shares and which are settled in cash.

The valuation method applied to the options is based on the following criteria:

- Determination of the underlying value of the option on the date the option is granted decorrelated from all the conditions set out in the options scheme. This value is determined by application of the binomial model;
- The specific conditions are then taken into consideration by application of a coefficient of probability in the underlying value.

The underlying value of option is the value of a call determined by application of the binomial model based on the following:

- Duration of the option (determined by the option scheme);
- Strike price of the option;
- Interest rate (the rate applied is that of the 4-year French treasury bond);
- The share price at the time of allocation;
- The volatility of the market sector (when the underlying share is not listed).

The underlying value applied includes the impact of dividends paid during the vesting period.

Rights are accounted for as expenses under the heading “Employee-related expenses”. This expense item is offset by an entry recorded as a debt where the shares are acquired by the Group. The expense item is spread over the period during which the members of staff finally exercise their options.
When the underlying value of the option has been overestimated a reversal is carried out by means of shareholders' equity.

3.16 Minority shareholder put options

ONEY BANQUE ACCORD has granted put options to the minority shareholders of certain fully consolidated subsidiaries of the group. These buyback commitments are optional commitments (sales of put options). The strike price of these options was established according to a calculation formula agreed when the subsidiary was acquired or set up, based on that subsidiary's projected future business performance.

In accordance with the provisions set out in the revised IAS 32 the Group has recorded a liability with respect to the put options granted to minority shareholders in subsidiaries that it controls exclusively. This liability is accounted for at the present value of the estimated strike price of the put options.

This liability is offset as a reduction of minority interests underlying the options and, for the balance, as a deduction from the Group’s shareholders’ equity.
The value of the debt with respect to the put is adjusted at the end of each period according to the most likely change in the exercise price of the options.

3.17 Own shares

All control shares held by the Group are registered at their acquisition cost as a reduction in shareholders’ equity. Profits or losses net of tax resulting from the potential disposal of these control shares are attributed directly to shareholders' equity, such that the potential capital gains or losses resulting from the disposal do not affect the net profit for the financial year.

3.18 Insurance activities (IFRS 4)

The two companies (life and non-life) chiefly provide creditor insurance in France and Portugal.
50% of all insurance risks are covered by a reinsurance policy.
The technical provisions of life insurance and non-life insurance contracts are calculated by an external actuary in accordance with the methods defined by regulations; these comply with IFRSs. Furthermore, the technical provisions factor in a safety margin that depends on the lowness of the levels of historical claims and the economic environment of France and Portugal. They take the form of budgeted expenses to cover claims in the process of settlement, claims incurred but not reported (IBNR) and provisions for unpaid risks.
The insurance companies must comply with the capital adequacy ratio of Malta, where they are established. As a member of the EU, Malta follows the regulations in force within Europe.

3.19 Related party transactions

The related parties and sibling parties mentioned in the notes are the parent company Groupe Auchan SA. and the subsidiaries of Groupe Auchan SA. Only significant transactions are reported.

3.20 Income per share

The Group presents a base figure for income per share calculated on the basis of income from operating activities. This information is also broken down from net income.
The base figure for income per share is calculated by dividing the Group share of net income for the financial year by the average number of shares comprising the capital in circulation during the financial year.
The figure for the average number of shares in circulation during the financial year is arrived at by adding the number of shares issued during the financial year to the number of shares in circulation at the beginning of the financial year.
Given the number of options with remaining life as at 31/12/2014 the diluted income per share would not differ from the income per share.

3.21 Transfer of financial assets (amended IFRS 7)

The amendment to IFRS 7 stipulates the information that must be disclosed for:
- transferred financial assets that are not fully derecognised;
- transferred financial assets that are fully derecognised but in which the entity retains an on-going involvement; and
- the seasonal nature of transfers of financial assets for the purposes of identifying window dressing operations (for derecognised assets).

In 2014 ONEY BANQUE ACCORD carried out sales of impaired outstanding debt (cf. Note 7.4).

Note 4: Cash, central banks and post office accounts

(in thousands of euros)	31/12/2014	31/12/2013	Change
Central Bank.......……………………………………………..	636	359	277
Cash dispensers – In-store finance desks..................................	8,354	7,419	935
Other………………………………………………………	281	193	88
Total	**9,271**	**7,972**	**1,300**

Note 5: Derivatives

Operations on financial futures pertain to interest rates and totalled €2,387 M compared with €1,941 M at the end of 2013. The portfolio can be classified into a number of groups:

1. Hedging derivatives

➢ Amortisable fixed-rate debtor swaps are used to hedge against risks associated with fixed-rate loan financing.

2. Derivative financial instruments not designated as hedges

➢ Interest rate options (CAP – guaranteeing a maximum rate – and possibly FLOOR – guaranteeing a minimum rate) are used to hedge against increased variable-rate loan costs arising from a significant increase in interest rates.

➢ Cross-currency swaps are used to hedge against risks associated with refinancing subsidiary companies outside the eurozone.

The fair value of these instruments is shown in the table below:

HEDGING AND TRADING DERIVATIVE INSTRUMENTS (in thousands of euros)	31/12/2014		31/12/2013	
	Assets	Liabilities	Assets	Liabilities
DERIVATIVE FINANCIAL INSTRUMENTS NOT DESIGNATED AS HEDGES	**7,646**	**0**	**159**	**142**

Interest rate instruments:				
Firm instruments………………………………	7,646	0	159	142
Conditional instruments…………………………				
FAIR VALUE HEDGE	**111**	**8**	**154**	**98**
Interest rate instruments:				
Firm instruments………………………………	111	8	154	98
Conditional instruments…………………………				
CASH FLOW HEDGE	**0**	**2,100**		**2,013**
Interest rate instruments:				
Firm instruments………………………………	0	2,100		2,013
Conditional instruments…………………………				
Total	**7,757**	**2,109**	**313**	**2,253**

Note 6: Loans and debts with credit institutions

LOANS AND DEBTS (in thousands of euros)	31/12/2014	31/12/2013	Change
Demand debts with credit institutions:	**37,483**	**41,143**	**-3,661**
Term debts with credit institutions:	**38,951**	**47,318**	**-8,367**
Principal……………………………………...............	38,884	47,090	-8,206
Accrued interest…………………….....................	67	228	-161
Subordinated loans:	**0**	**0**	**0**
Principal………………………………………………...	0	0	0
Accrued interest……………………………………	0	0	0

Due dates

(in thousands of euros)	< = 3 months	3 months < D < = 1 year	1 year < D < = 5 years	> 5 years	31/12/2014
Term debts with credit institutions:	**38,951**				**38,951**
Principal……………………………………...............	38,884				38,884
Accrued interest…………………….....................	67				67
Subordinated loans:					
Principal………………………………………………...					
Accrued interest……………………………………					

(in thousands of euros)	< = 3 months	3 months < D < = 1 year	1 year < D < = 5 years	> 5 years	31/12/2013
Term debts with credit institutions:	**47,318**				**47,318**
Principal……………………………………...............	47,090				47,090
Accrued interest…………………….....................	228				228
Subordinated loans:					
Principal………………………………………………...					

Accrued interest……………………………………					

Note 7: Loans and trade receivables

1. Due dates

LOANS AND RECEIVABLES (in thousands of euros)	< = 3 months	3 months < D < = 1 year	1 year < D < = 5 years	> 5 years	31/12/2014
Customers' current account	**0**				**0**
Overall gross outstanding debt:	**512,307**	**684,579**	**1,310,796**	**172,421**	**2,680,103**
Sound outstanding debt:	**431,332**	**517,088**	**954,937**	**94,221**	**1,997,578**
Sound outstanding debt …………………………………………..	422,584	517,088	954,937	94,221	1,988,830
Accrued interest……………………………………	8,748				8,748
Impaired outstanding debt:	**80,975**	**167,491**	**355,859**	**78,200**	**682,525**

LOANS AND RECEIVABLES (in thousands of euros)	< = 3 months	3 months < D < = 1 year	1 year < D < = 5 years	> 5 years	31/12/2013
Customers' current account	**324**				**324**
Overall gross outstanding debt:	**560,952**	**672,543**	**1,225,592**	**152,210**	**2,611,297**
Sound outstanding debt:	**473,016**	**505,706**	**862,320**	**76,861**	**1,917,904**
Sound outstanding debt …………………………………………..	463,328	505,706	862,320	76,861	1,908,215
Accrued interest……………………………………	9,689				9,689
Impaired outstanding debt:	**87,936**	**166,837**	**363,271**	**75,349**	**693,393**

2. Impaired outstanding debt

(in thousands of euros)		31/12/2014	31/12/2013	Change
Sound outstanding debt…………………………………………..	+	1,988,830	1,908,215	80,615
Impaired outstanding debt…………………………………………..	+	682,525	693,393	-10,868
Impairment………………………………………………	-	520,696	515,926	4,770
Net debt:	=	**2,150,659**	**2,085,683**	**64,976**
Accrued interest.......…………………………....................	+	8,748	9,689	-941
Outstanding debt, end of period:	=	**2,159,406**	**2,095,371**	**64,035**
Significance of impaired debt/total debt:		25.47%	26.55%	-1.09%
Hedging rate of impaired outstanding debt:		**76.29%**	**74.41%**	**1.88%**

3. Variation in impairment on customer debts

CHANGE IN IMPAIRMENT (in thousands of euros)	31/12/2014	31/12/2013
Impairment, start of period:	**515,926**	**509,613**
Change in scope		

Allocations…………………………………………………..	27,988	34,583
Reversals…………………………………………………..	18,200	24,349
Reclassifications of discount of interest on impaired outstanding debt (1)………	-4,460	-3,793
Other reclassifications + translation differences	-558	-129
Impairment, end of period:	**520,696**	**515,926**

(1) Reclassifications of discount of interest are presented in the interest margin.

4. Transferred assets not derecognised or derecognised with on-going involvement

- Transferred assets that are not derecognised are loans to customers embedded within FCT Oneycord 1. As at 31 December 2014 the amount of the relevant assets net of the associated liabilities was €593 M and continued to be recognised in the balance sheet for the Group in the row "Loans and trade receivables".

- The amount of the derecognised assets with ongoing involvement is equal to sales of impaired outstanding debt for which ONEY BANQUE ACCORD continues to guarantee collection. As at 31 December 2014 the amount of the derecognised outstanding debts with ongoing involvement was €20.4 M.

Note 8: Equity securities

Joint arrangements/joint ventures accounted for under the equity method

As at 31 December 2014 BANQUE ACCORD has holdings in two companies under the equity method: Natural Security and Joias.

(in thousands of euros)	2014	2013
As at 1 January……………………………………………………	663	564
Capital increase…………………………………………………………	10	932
Disposal of securities……………………………………………		
Dilution/accretion………………………………………………		118
Reclassification of securities under the equity method ……………………..		-357
Share in income…………………………	-456	-593
As at 31 December	**217**	**663**

Significant joint ventures are shown in the table below:

31/12/2014	Value under the equity method	Dividends paid	Share of net income
Natural Security	207		-456

31/12/2013	Value under the equity method	Dividends paid	Share of net income
Natural Security	663		-950

Summary financial information for the significant joint ventures of Natural Security are presented below:
Income statement

31/12/2014	Turnover or NBI	GOI	Taxes	Net income
	256	-3,506	-328	-3,157

31/12/2013	Turnover or NBI	GOI	Taxes	Net income
	23	1,842	192	1,642

Balance sheet:

31/12/2014	Total assets	Of which cash	Total debts	Shareholders' equity

	1,221	82	533	688

31/12/2013	Total assets	Of which cash	Total debts	Shareholders' equity
	2,919	10	716	2,203

Non-consolidated investments

Recorded under "Available-for-sale financial assets", these securities are variable income securities representing a fraction of the capital of the companies that issued them and are intended to be held over the long term.

(in thousands of euros)	% held	2014	2013
Mastercard Int. Inc.	< 1%	46	46
Total			**46**

Joint arrangements

- **GIE Armoney:**

ARMONEY was established on 11 June 2010 in the form of an Economic Interest Group with a Supervisory Board and a Management Board in a joint arrangement between Crédit Mutuel Arkéa and Banque Accord. Each member has a share with no nominal value. This joint arrangement was entered into in relation to SEPA and in relation to the implementation of the directive on payment services. Its objective is to facilitate and develop the economic activity of its members in the area of payment and e-payment means and services. Its main place of establishment is 118, Avenue des Champs Elysées, F-75 008 Paris.

Note 9: Tangible and intangible fixed assets

INTANGIBLE FIXED ASSETS (in thousands of euros)	Goodwill	Licences, software	Other	TOTAL
Gross value 01/01/2014:	**26,443**	**21,230**		**47,672**
Acquisitions for the period…. ……………………………………		3,821		3,821
Disposals and scrapping………………………………………		111		111
Reclassifications/change in scope…..……………………………………				
Variation in exchange differences……………………..		-45		-45
Gross value 31/12/2014:	**26,443**	**24,895**		**51,337**
Accumulated Amortisation & Depreciation: 01/01/2014		**16,766**		**16,766**
Allocations to depreciation…………………………………………………..		2,320		2,320
Reversals of depreciation ………………………………………		111		111
Reclassifications/change in scope…..……………………………………				
Variation in exchange differences……………………..		-21		-21
Accumulated Amortisation & Depreciation 31/12/2014:		**18,954**		**18,954**
Net value 31/12/2014:	**26,443**	**5,941**		**32,384**
Net value 31/12/2013:	**26,443**	**4,464**		**30,907**

Goodwill is composed of:

- goodwill in Oney Portugal (dated 1 July 2000, initially amortised on the basis of a 20-year term up until 31 December 2003 and dated 1 January 2005 following the additional repurchase of the Oney Portugal shares held by Cofinoga). Its net value as at 31 December 2014 was €18,394 K;
- goodwill in Oney Spain (formerly Accordfin) of €8,049 K dated 3 July 2010 in connection with Santander Consumer Finance's exercise of its put option on the 49% stake that it held in Accordfin.

TANGIBLE FIXED ASSETS (in thousands of euros)	Construction	Office and computer equipment	Fixtures and fittings	In progress	Other	TOTAL
Gross value 01/01/2014:		**19,475**	**9,999**	**19,140**	**637**	**49,251**
Acquisitions for the period…. ……………………………………	16,985	2,912	758			20,707
Disposals and scrapping………………………………………		226				239
Reclassifications/change in scope…..……………………………………	19,002	28		-19,030		0
Variation in exchange differences………………………		221	-4	-1		204
Gross value 31/12/2014:	**35,987**	**22,410**	**10,753**	**109**		**69,922**
Accumulated Amortisation & Depreciation: 01/01/2014		**15,055**	**7,315**		**452**	**22,823**
Allocations to depreciation……………………………………………………..	603	2,443	785		57	3,888
Disposals and scrapping………………………………………		183			13	196
Reclassifications/change in scope…..……………………………………						
Variation in exchange differences………………………		94	-2		-9	83
Accumulated Amortisation & Depreciation 31/12/2014:	**603**	**17,410**	**8,097**		**487**	**26,597**
Net value 31/12/2014:	**35,384**	**5,000**	**2,656**	**109**		**43,325**
Net value 31/12/2013:		**4,419**	**2,684**	**19,140**	**185**	**26,428**

Note 10: Deferred taxes

This table explains the change in net position of deferred taxes (assets – liabilities)

(in thousands of euros)	01/01/2014	Movements recognised in earnings	Movements recognised in equity	Exchange differences/ Reclassification	31/12/2014
Non-deductible provisions……………………	23,873	435		-20	24,288
Regulated provisions……………………………	-266	36			-230
Financial instruments……………………………	781	-325	21		478
Other………………………………………………	7,551	4,652	371	-173	12,400
TOTAL:	**31,940**	**4,798**	**392**	**-193**	**36,936**

Due dates of non-capitalised deferred tax assets

Amount	<1 year	1 to 5 years	+ 5 years
27,719	1,433	9,150	17,136

These deferred taxes include a deferred tax on losses carried forward of €23 M that was not capitalised, given the uncertainty of its future allocation.

Note 11: Accrual accounts and other assets

(in thousands of euros)	31/12/2014	31/12/2013	Change
Values for collection……………………………………	333,077	337,062	-3,986
Prepaid expenses………………………	4,735	3,638	1,097
Accrued income……………………………………..	7,242	7,627	-383
Other accrual accounts…………………..	7,108	391	6,718

Other assets……………………………………………………………… ………	51,661	76,515	-24,854
Total	**403,824**	**425,233**	**-21,409**

Values for collection correspond to debits on customer accounts.

Note 12: Financial liabilities measured at amortised cost

(in thousands of euros)	31/12/2014	31/12/2013	Change
Debts towards credit institutions:	**559,693**	**444,835**	**114,859**
Demand loans………………………………	2,514	6,727	-4,213
Term loans……………………………………	557,179	438,108	**119,071**
Debts towards customers:	**461,846**	**399,111**	**62,735**
Demand loans………………………………	10,252	147,601	-137,349
Term loans……………………………………	451,594	251,510	200,084
Debt securities:	**1,066,614**	**1,220,257**	**-153,643**
Bond loans………………………………	701,369	851,786	-150,416
Other debt securities (medium-term notes and commercial paper)...	365,244	368,471	-3,226
Subordinated debt:	**21,195**	**37,917**	**-16,723**
TOTAL	2,109,347	2,102,119	7,228

Confirmed credit lines not used as at 31 December 2014 granted by banking institutions amounted to €930 million, including €880 M maturing after more than one year.

BOND LOANS

Borrowing company	Nominal interest rate	Effective interest rate	Issue date	Maturity	31/12/2014	31/12/2013
Banque Accord	3-month Euribor + 90bp	3-month Euribor + 90bp	July 2010	July 2014		150,000
Banque Accord	3-month Euribor + 100bp	3-month Euribor + 100bp	June 2011	June 2016	200,000	200,000
Banque Accord	3-month Euribor + 155bp	3-month Euribor + 155bp	June 2012	December 2016	200,000	200,000
Banque Accord	1.817%	1.817%	December 2012	November 2017	150,000	150,000
Banque Accord	2%	2%	April 2013	October 2018	150,000	150,000
TOTAL					700,000	850,000

SUBORDINATED DEBT

This item corresponds to four redeemable subordinated securities issued for:
€18 M in 10-year subordinated notes issued in November 2006 underwritten by Auchan Coordination Services;
€0.735 M in 10-year subordinated notes issued in November 2006 underwritten by the Santander Group;
€1,470 M in 10-year subordinated notes issued in June 2007 underwritten by the Santander Group;
€0,980 M in 10-year subordinated notes issued in December 2008 underwritten by the Santander Group;

All the issues may be redeemed early, in full or in part, at the borrower's initiative, subject to prior approval by the French Prudential Control and Resolution Authority or the Bank of Spain.

Offsetting of financial assets and financial liabilities

ONEY BANQUE ACCORD does not offset financial assets and financial liabilities in the balance sheet in accordance with the accounting standards for offsetting set out in the revised IAS 32.

Financial instruments given/received as collateral

ONEY BANQUE ACCORD has 7,470 A Bonds (corresponding to a fraction of the securitised outstanding credit) given as collateral to the European Central Bank for a total nominal amount of €373.5 M in connection with financing transactions.

Note 13: Provisions for contingencies and charges

(in thousands of euros)	01/01/2014	Allocations	Reversals	Reclassification/Capital	31/12/2014
Employee benefits…………………………………	887	262	125	1,417	2,441
Provisions for tax audits……………	1,579		1,579		0
Provisions for disputes……………………..….	6,634	7,343	3,593	-666	9,717
Sub-total	**9,100**	**7,605**	**5,297**	**751**	**12,159**

Note 14: Technical provisions for insurers and debts with reinsurers

(in thousands of euros)	01/01/2014	Allocations	Reversals	Reclassification /Capital	31/12/2014
Technical provisions - life……………………	1,264	157			1,421
Technical provisions - non-life…………………………	6,100	385			6,485
Total technical provisions	**7,364**	**542**			**7,906**

(in thousands of euros)	01/01/2014	Increase	Decrease	Reclassification/Capital	31/12/2014
Share of provisions related to reinsurers………	7,364		1,032		6,332
Total Share for reinsurers	**7,364**		**1,032**		**6,332**

Note 15: Other liabilities and accrual accounts

(in thousands of euros)	31/12/2014	31/12/2013	Change
Suppliers…………………...……………………..……………………	3,804	19,759	-15,955
Personnel expenses…………………...…………………….……………...	14,534	12,363	2,171
Duties and taxes…………………...……………………..…………………	2,870	2,457	413
Cash back + shopping vouchers + gift and prepaid cards………………	22,062	16,407	5,655
Other…………………...……………………..……………………………	17,225	15,991	1,234
Sub-total OTHER LIABILITIES	60,494	66,977	-6,483
Values for collection…………………...……………………..……..	25,398	24,927	471
Deferred income……………………………………..………	31,696	28,440	3,256
Accrued expenses……………………………………………………...………	59,245	56,583	2,662
Other………………..……………………………..…………..………	14,544	1,134	13,410
Sub-total LIABILITY ACCRUAL ACCOUNTS	130,883	111,085	19,799
TOTAL OTHER LIABILITIES AND ACCRUAL ACCOUNTS	**191,378**	**178,063**	**13,317**

Note 16: Shareholders' equity – Group share

16.1 Number of equity shares issued

	31/12/2014	31/12/2013
Start of period…………..……………………………………………	1,449,064	1,444,410
Share issues for cash……………………………………………..	1,096	4,654

End of period………………………………………………………	**1,450,160**	**1,449,064**

As at 31 December 2014, share capital totalled €29,003 K and was made up of 1,450,160 fully paid-up ordinary shares of €20 each.

16.2 Own shares

In 2014, while exercising options, BANQUE ACCORD disposed of 4,427 of its own shares then repurchased 4,222 shares.

16.3 Legal reserve

The legal reserve of BANQUE ACCORD S.A. totalled €2,898 K as at 31 December 2014.

16.4 Reserves detailed by type

Translation reserve

(in thousands of euros)	31/12/2014	31/12/2013
China…………………………………………	408	-163
Hungary…………………………………………	-838	-558
Poland…………………………………………	55	-357
Romania…………………………………………	8	-11
Russia………………………………………	-2,408	-629
Ukraine……………………………………..	-104	-12
TOTAL……………………………………	**-2,880**	**-1,730**

Cash flow hedge reserve (excl. deferred tax)

(in thousands of euros)	31/12/2014	31/12/2013
Start of period………….………………..	-2,013	-8,656
Change………………………………………	-87	6,643
End of period………………………………	**-2,100**	**-2,013**

16.5 Change in shareholders' equity (Group share)

(in thousands of euros)	Capital	Premium	Self-held securities	Reserves	Unrealised gains and losses	Profit or loss for the financial period	Translation gains or losses	Total Shareholders' Equity
2012 closing position	**28,888**	**55,902**	**-688**	**224,604**	**-5,736**	**35,103**	**-1,334**	**336,739**
Movements								
Allocation				35,103		-35,103		0
Profit or loss for the period						53,463		53,463
Capital increase	93	1,111						1,204
Net unrealised gains and losses from cash flow hedge					4,106			4,106
Stock options			-662	-661				-1,323
Translation reserve				-179			-678	-857
Net actuarial IFC gains or losses					41			41

Auchan dividends				-5,811				-5,811
Hungary put				-282				-282
Poland dividends								
Corporation tax credit retrocession				2,883				2,883
Natural Security				-499				-499
Deferred tax adjustment Russia				-590				-590
Share of minority interests Hungary				1,217				1,217
Other				34				34
2013 Closing Position	**28,981**	**57,013**	**-1,349**	**255,819**	**-1,589**	**53,463**	**-2,012**	**390,326**
Movements								
Allocation				53,463		-53,463		0
Profit or loss for the period						48,953		48,953
Capital increase	22	248						270
Net unrealised gains and losses from cash flow hedge					-54			-54
Stock options			-70	-448				-519
Translation reserve				-54			-1,947	-2,001
Net actuarial IFC gains or losses					-883			-883
Auchan dividends				-7,266				-7,266
Hungary put				282				282
Poland dividends								
Corporation tax credit retrocession				139				139
Natural Security								
Deferred tax adjustment Russia								
Share of minority interests Hungary								
Other				23				23
2014 Closing Position	**29,003**	**57,262**	**-1,420**	**301,957**	**-2,526**	**48,953**	**-3,959**	**429,270**

16.6 Dividends paid for the last 3 financial years

DIVIDENDS PAID (in euros)	**Amount**	**Dividend per share**
Cash dividends paid for financial year 2011………………………………………	9,048,601	€6.28
Cash dividends paid for financial year 2012………………………………………	5,810,559	€4.03
Cash dividends paid for financial year 2013………………………………………	7,266,444	€5.03

Note 17: Minority interests

(in thousands of euros)	
Position at 31 December 2012	**4,866**
Profit or loss for the period………………………………………………	1,334
Géfirus capital increase……………………………………………………………………	1,120
Put on Hungary minority interests……………………………………………...	-4,107
Hungary dividends …………………………………………………………	-1,240
Poland dividends …………………………………………………………...	-641

Russia deferred tax adjustment ………………………………………..	-380
Share of Hungary minority interests………………………………..….	3,910
Other (including translation gains or losses)………………………………………….	-541
Position at 31 December 2013	**4,322**
Profit or loss for the period………………………………………………………	2,098
Géfirus capital increase………………………………….………	
Put on Hungary minority interests……………………………………………...	
Hungary dividends ……………………………….………………………	-1,318
Poland dividends ……………………………….……………………....	-515
Russia deferred tax adjustment ………………………………………..	
Share of Hungary minority interests………………………………..….	-110
Other (including translation gains or losses)………………………………………….	-1,472
Position at 31 December 2014	**3,004**

Following the change to the accounting methods for puts on minority interests, implemented in 2013, the percentage of fully consolidated subsidiaries changed from 100% to 60% for Hungary. As a result of this method the share of Hungarian minority interests that was recognised in the opening balance sheet was €3,910 K.
In addition the Group opted to recognise the debt related to the put as compensation for the shareholders' equity portion of the minority interests.
At 31 December 2014 the share of Hungarian minority interests was €4,217 K for debt related to the put of €4,217 K.
Information regarding significant minority interests relates to Hungary. In the balance sheet, total outstanding credit less impairment losses of €34.4 M and a liability excluding shareholders' equity of €25.2 M were recorded. In the income statement, the NBI was €10.9 M, the cost of risk was €0.2 M and the net income finished at €4.1 M.

Note 18: Off-balance sheet commitments

Commitments received

COMMITMENTS RECEIVED (in thousands of euros)	31/12/2014	31/12/2013
Financing commitments……………………………………………………	**1,181,384**	**1,154,729**
Received from credit institutions and customers		
Guarantee commitments ………………………………………………………	**9,681**	**11,330**
Received from credit institutions and customers		
Total	**1,191,064**	**1,166,059**

Commitments given

COMMITMENTS GIVEN (in thousands of euros)	31/12/2014	31/12/2013
Financing commitments…………………………………………….	**7,243,142**	**8,830,716**
Given to credit institutions and customers		
Guarantee commitments ……………………………………………….	**15,854**	**16,754**
Given to credit institutions and customers		
Securities commitments…………………………………………………..	**11,558**	**14,343**
Securities receivable		
Total	**7,270,554**	**8,861,813**

Securities commitments are valued in accordance with the agreements described in the agreements signed with partners and are discounted at each close. These are call options that BANQUE ACCORD may choose to exercise or not.

Details of commitments given to customers by geographical region.

In millions of euros	31/12/2014		31/12/2013	
	Assets – 2 years	Global	Assets – 2 years	Global
France	2,248	6,062	2,603	7,667
Europe excl. France	1,163	1,181	926	1,164
Rest of the world				

Commitments to customers, including under the terms of the French Prudential Control and Resolution Authority for the calculation of the ratios, i.e. excluding customers inactive for more than 2 years, totalled €3,832 M.

Note 19: Interest income and expenses

(in thousands of euros)	31/12/2014		31/12/2013	
	Expenses	Income	Expenses	Income
Transactions with credit institutions …………………………….	5,917	2,477	3,199	1,481
Transactions with customers…………………………………………………	8,049	235,681	7,027	234,099
Transactions involving financial instruments………………………………………	14,292	17	14,594	12
Total	**28,258**	**238,175**	**24,820**	**235,592**

Note 20: Commission income and expenses

(in thousands of euros)	31/12/2014		31/12/2013	
	Expenses	Income	Expenses	Income
Transactions with credit institutions………………………………	11,135	6,419	10,814	7,190
Insurance transactions………………………………………………………...	4,339	43,067	3,401	40,558
Transactions with customers………………………………………………...	135	22,563	165	24,391
Financial services – including card fees……………………………	16,925	55,221	20,820	54,283
Other…………………………………………………………………………	4,772	20,790	6,767	25,364
Total	**37,307**	**148,060**	**41,968**	**151,786**

Note 21: Other banking operating income and expenses

(in thousands of euros)	31/12/2014		31/12/2013	
	Expenses	Income	Expenses	Income
Insurance expenses and income…………………………………………………	3,883	34,867	4,008	33,135
Operating expenses and income………………………………………………….	954	35,694	1,199	32,007
Total	**4,836**	**70,560**	**5,208**	**65,142**

Note 22: Personnel expenses

(in thousands of euros)	31/12/2014	31/12/2013
Wages and salaries..........	55,922	52,091
Social contributions..........	29,361	26,897
Tax expenses..........	-511	-138
Employee profit-sharing and bonus schemes..........	7,387	4,675
Total	**92,159**	**83,526**

Note 23: Other administrative expenses

(in thousands of euros)	31/12/2014	31/12/2013
Fees..........	5,039	4,430
Rentals..........	4,659	5,618
Interim compensation..........	15,418	14,422
Other..........	115,547	114,380
Total	**140,663**	**138,850**

Note 24: Cost of risk

COST OF RISK	31/12/2014		31/12/2013	
	Expenses	Income	Expenses	Income
Depreciation on transactions with customers..........	27,988	18,200	34,584	24,349
Losses on uncollectable debts covered by depreciation..........	82,356		98,934	
Collection on amortised debts..........		12,875		25,456
Total	**110,344**	**31,075**	**133,518**	**49,805**
Balance	**79,270**		**83,713**	

Note 25: Corporation tax

Tax expenses

Tax expense	31/12/2014	31/12/2013
Taxes payable..........	16,028	13,611
Change in deferred taxes	-4,798	-992
Total	**11,230**	**12,619**

Tax analysis

	Amount	2014 rate	2013 rate
Earnings before corporation tax under the equity method..........	62,736		
Standard rate..........		38.00%	38.00%
Theoretical corporation tax..........	23,840		
Permanent differences..........	298	0.48%	-5.05%
Unrecognised deferred taxes..........	658	1.05%	4.45%

Rate differential……………………………………...	-3,187	-5.08%	-6.01%
Tax credits………………………………… ;…….	-6,491	-10.35%	-9.64%
Other………………………………………….	-3,887	-6.20%	-3.30%
Effective total	**11,230**		
Effective rate		**17.90%**	**18.56%**

Note 26: Other

Workforce

In December 2014, there were 2,075 full-time equivalent employees in the consolidated companies (including all those employed by jointly controlled companies), compared with 1,977 as at 31 December 2013 on a like-for-like basis.

Executive compensation

Total compensation (including directors' fees) paid in 2014 to corporate officers of ONEY BANQUE ACCORD Group entities amounted to €2.2 M.

Expenses relating to post-employment benefits totalled €0.2 M.

Note 27: Employee benefits

According to the rules and practices in each country, Group employees enjoy long-term or post-employment benefits. These additional benefits take the form of either defined-contribution or defined-benefit schemes.

Defined-contribution schemes:

These schemes are characterised by regular contributions to external organisations that provide administrative and financial management. The contributions are recorded as expenses as they are incurred.

Defined-benefit schemes:

For the principal plans an actuarial valuation is performed annually by independent experts. These schemes involve retirement benefits in France.

Actuarial assumptions	2014	2013
Discount rate as at 1 January	3.50%	3.50%
Discount rate as at 31 December	2.00%	3.50%
Expected rate of return on assets, 1 January	3.50%	3.50%
Expected rate of increase in salaries	2.00%	2.25%

The change in the current value of the obligation with respect to defined-benefit schemes is as follows:

Change in €K	2014	2013
Current value of the obligation as at 1 January	1,737	1,553
Financial cost	66	59
Cost of services rendered during the financial year	136	131
Benefits paid		0
Actuarial losses (gains)	1,424	-6
Other		
Current value of the obligation as at 31 December	**3,363**	**1,737**

The change in the fair value of the assets of the defined-benefit schemes is as follows:

Change in €K	2014	2013
Fair value of assets as at 1 January	1,529	1,309
Expected return on assets	52	46

Contributions paid		149
Benefits paid		
Actuarial losses (gains)		24
Fair value of assets as at 31 December	**1,581**	**1,529**

The net provision recorded in the balance sheet has changed as follows:

Change in €K	2014	2013
Net liability as at 1 January	208	243
Expense recognised	150	144
Contributions paid		-149
Benefits paid by employer		
Actuarial losses (gains) recognised in Shareholders' equity	1,424	-30
Restatement of financial liability		
Net liability as at 31 December	**1,782**	**208**

The reconciliation of balance sheet data with the actuarial obligation of the defined-benefit schemes is as follows:

Reconciliation of net liability	2014	2013
Current value of the obligation	3,363	1,737
Fair value of assets	1,581	1,529
Net position	1,782	208
Net liability recognised in the balance sheet	**1,782**	**208**

Expenses recorded for defined-benefit schemes are broken down as follows:

In €K	2014	2013
Cost of services rendered during the financial year	136	131
Financial cost	66	59
Expected return on assets in the scheme	52	-46
Expense recognised	**150**	**144**

Note 28: Share-based payments

Characteristics of an options plan issued by BANQUE ACCORD

- Options may not be exercised within four years of the date on which they are granted.
- They may be exercised, depending on the plan, over the period from 23 June to 31 July in the year in which the plan matures.
- The exercise of options is conditional upon actual, continuous presence with the issuing company or one of its subsidiaries. Any contract suspension for any reason other than illness or maternity invalidates the right to options (as does any other any other condition specific to the issuing company).
- The exercise price takes the form of an ex-coupon price. In all cases options are deemed exercised following detachment of the coupon.
- The shares subscribed by option recipients are entered into the BANQUE ACCORD share register.

Change in the number of options and the weighted average price for financial years 2013 and 2014

	2014		2013	
	Exercise price	Number of options	Exercise price	Number of options
Options at start of financial year		11,947		20,224
Options issued during the financial year	335.13		303.91	0
Options exercised during the financial year		5,440		6,859
Options cancelled or lost		524		1,418
Options expired				
Options at end of financial year		5,983	259.48	11,947

Options exercisable at end of financial year

Parameters used to calculate the fair value of options

	2014	2013
Intrinsic value of options	€+88.42	€+45.12
Share price	335.13	303.91
Exercise price	335.13	303.91
Forecast volatility		
Option life	1.5 years	2.5 years
Forecast dividends		1.28%
Interest rate applied		
Type of model	binomial	binomial

Volatility has been established based on an analysis examining the inherent volatility of company shares relative to BANQUE ACCORD's activity over the 4-year period preceding the grant date.

Impact on the income statement

The annual impact is €252 K.

Note 29: Sector information

In accordance with IFRS 8 the information presented is based on internal reports used by the General Management for the strategic direction of BANQUE ACCORD, the assessment of performance and the allocation of resources to the identified operating sectors.

The operating sectors presented in the internal reports, corresponding to the businesses and geographical regions in which BANQUE ACCORD operates, are as follows:

1st level: businesses
- Consumer credit
- E-payment, Insurance, Savings, Payment Methods

2nd level: geographical sectors
- France
- Europe excl. France: Spain, Portugal, Italy and Malta
- Rest of the world: Poland, Hungary, China, Russia, Romania and Ukraine

As part of the sector information by geographical region the income and expenses as well as the assets and liabilities for the sector are broken down based on the location in which these operations are booked.

1st level

(in thousands of euros)	Credit		Other		Total	
	2014	2013	2014	2013	2014	2013
Sector income:						
External	394,951	393,180	62,324	60,511	457,275	453,691
Internal	0	0			0	0
Depreciation …...	6,154	5,479	54	52	6,208	5,531
Sector expenses……	147,493	152,527	19,218	17,434	166,711	164,795
Provisions…………	2,133	4,042			2,133	4,042
Cost of risk……..	79,270	83,713			79,270	83,713
Sector net earnings……..	159,902	152,584	43,052	43,025	202,954	195,609
Non-sector expenses					140,674	128,194
Tax expenses………					11,230	12,619
IFRS 5						
Net earnings					51,050	54,797
Sector assets…………	2,608,223	2,553,801	80,200	95,407	2,688,424	2,649,208
Sector liabilities……….	3,268,133	3,047,622	98,272	120,443	3,366,405	3,168,065
Investments………	47,389	30,293	1,877	599	49,266	30,892

2nd level:

(in thousands of euros)	France		Europe		Rest of the world		Total	
	2014	2013	2014	2013	2014	2013	2014	2013
Sector income……..	252,849	251,922	152,020	149,105	52,407	52,663	457,275	453,691
Sector assets…... …...	2,058,003	2,039,609	562,480	545,940	67,940	62,659	2,688,424	2,649,208
Investments………	42,527	24,682	4,324	3,179	2,415	3,031	49,266	30,892

Note 30: Fair value

Assets and liabilities are booked and valued in accordance with the provisions of IAS 39. In some cases market values are close to carrying amounts. This applies primarily to:

- assets or liabilities at variable rates for which interest rate changes do not have a significant influence on the fair value, since the rates on these instruments frequently adjust themselves to the market rates;

- short-term assets or liabilities where the redemption value is considered to be close to the market value.

The accounting methods used are as follows:

Cash assets, asset and liability accrual accounts, and other assets and liabilities
For these short-term assets or liabilities the redemption value is close to the market value.

Variable-rate loans and trade receivables
For these financial assets, for which interest rate changes do not have a significant influence on the fair value, the redemption value is close to the market value.

Fixed-rate loans and trade receivables
The fair value of fixed-rate outstanding credit corresponds to the discounting on the expected future flows of the outstanding amount through the depreciation curve (excluding interest).

Financial instruments
BANQUE ACCORD values its financial instruments using a standard method by discounting expected future flows on the financial instrument identified through the zero-coupon curve as at 31 December 2014.

Debt securities
With regard to variable-rate debt securities, for which interest rate changes do not have a significant influence on the fair value, the redemption value is close to the market value.
For fixed-rate debt securities the fair value of this debt as at 31 December 2014 corresponds to the discounting on the debt flows based on a EURO interest rate curve.

Credit and debts with credit institutions
These credits and debts are at a fixed rate. Interest rate changes do not have a significant influence on the fair value. In fact the redemption value is close to the market value.

Market value of assets and liabilities based on market data or valuation techniques:
(The definition is given in Note 3.9.1)

In thousands of euros	Market value		
	Level 1	Level 2	Level 3
Asset derivatives		7,757	
Liability derivatives		2,109	

The impact of the CVA/DVA calculation (IFRS 13) was €34 K as at 31 December 2014.

Market value of other assets and liabilities

In thousands of euros	2014		2013	
	Market value	Book value	Market value	Book value
Cash, bank, and post office accounts	9,271	9,271	7,972	7,972
Loans and trade receivables	2,097,378	2,159,406	2,033,830	2,095,695
Available-for-sale securities				
Current tax receivables	5,026	5,026	4,383	4,383
Other assets and accrual accounts	403,824	403,824	425,233	425,233
Debts with credit institutions	559,693	559,693	444,835	444,835
Debts with customers	461,846	461,846	399,111	399,111
Debt securities	1,093,427	1,066,614	1,233,418	1,220,257
Subordinated debt	21,195	21,195	37,917	37,917
Current tax payable	13,122	13,122	11,131	11,131
Other liabilities and accrual accounts	191,378	191,378	178,063	178,063

Note 31: Exposure and management of risks

During the normal course of its business activity the Group is exposed to interest rate, exchange rate and credit risks. It uses derivatives to mitigate interest rate risks.

Market risks are managed centrally at Group level.

31.1 Counterparty risk on derivatives

By virtue of the nature of its business ONEY BANQUE ACCORD is consistently in a net borrower position. Counterparty risk therefore mainly concerns off-balance sheet transactions. To cover this risk ONEY BANQUE ACCORD, acting through Auchan Coordination Services, deals only with leading banks for its financing and interest rate derivative transactions. Interest rate derivative transactions are conducted only with banking counterparties that are rated at least “A” by Moody’s, Standard and Poor’s or Fitch.
If, in one country, the sovereign rating is below A and a subsidiary needs to deal with a local bank, it is authorised to do business with a partner whose rating is equivalent to the country rating.

31.2 Interest rate risk

The financial policy at ONEY BANQUE ACCORD aims to fortify the financial margin against future fluctuations of interest rates. It hedges all the interest rate risks from its outstanding fixed-rate loans.

As for hedging outstanding variable rate loans and given the possibility of passing on rate increases to customers, ONEY BANQUE ACCORD does not systematically hedge this risk.

Exposure to interest rate risk

The table below principally presents the interest rate risk on financial assets linked to customers. All financial assets are presented.

In millions of euros	12/2014	12/2013
Fixed-rate financial assets	1,194	1,167
Fixed-rate financial liabilities	1,328	1,356
Variable-rate financial assets	1,058	1,210
Variable-rate financial liabilities	783	749

The schedules of financial assets are shown in Notes 6 and 7, and the schedules of financial liabilities in Note 31.4.

Sensitivity analysis method used
Assumptions adopted:

- Rate increases applying to variable-rate liabilities would be reflected in variable-rate assets three months later.
- Rate decreases applying to variable-rate liabilities would be reflected in variable-rate assets three months later.
- With the exception of the cash flow hedge reserve, there would be no equity exposure to interest rate risk.
- Only some fixed-rate assets would be hedged using variable-rate liabilities.

Fixed-rate assets and liabilities are scheduled by forecast due date and a variable-rate exposure gap calculated for a twelve-month period. The impacts on earnings have been calculated on the basis of upward and downward interest rate movements of 100bp.

With regard to impact on equity, the financial instruments used to provide cash flow hedging have been valued individually on the basis of upward and downward movements of 100bp.
The impact of swaps on equity has been calculated on the basis of the difference between the marked-to-market value on the balance sheet date and the new post-adjustment value.

Sensitivity analysis
Impact on the income statement
On the basis of our financial position at 31 December 2014, a 1% increase in interest rates across all currencies would result in a decrease of €3.2 M in our financial cost.
On the basis of our financial position at 31 December 2014, a 1% decrease in interest rates across all currencies would result in a rise of €2.99 M in our financial cost.

Impact on equity

On the basis of our financial position at 31 December 2014, a 1% increase in interest rates across all currencies would result in an increase of €8.74 M in our shareholders' equity, compared with €4.2 M at 31 December 2013.
On the basis of our financial position at 31 December 2014, a 1% decrease in interest rates across all currencies would result in a decrease of €9.02 M in our shareholders' equity, compared with €4.3 M at 31 December 2013.

31.3 Interest rate hedges

Cash flow hedges

Derivatives transactions described as cash flow hedges are swap transactions where BANQUE ACCORD is the fixed-rate borrower and the variable-rate lender. Their purpose is to fix interest rates on part of BANQUE ACCORD's forecast variable-rate debt issues in order to limit the possible volatility of future interest spreads over the next 1 to 5 years. No cash flow hedges cover periods of more than five years.

As at 31/12/2014

Derivative-based financial liabilities (in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	2,100	1,529	337	270	380	543	

As at 31/12/2013

Derivative-based financial liabilities (in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	2,056	2,492	1,005	468	750	269	

Hedging instruments

The following table shows the periods during which BANQUE ACCORD expects cash flows associated with hedging derivatives to occur.

As at 31/12/2014

Derivative-based financial assets (in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	111	52	-1	-2	-4	60	
Currency exchange swaps	7,646	4,956	-140	-212	-388	5,697	
Rate options							

Derivative-based financial liabilities (in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	8	8	8				
Currency exchange swaps							
Rate options							

As at 31/12/2013

Derivative-based financial assets (in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	154	154	154				
Currency exchange swaps	159	351	96	-10	143	122	
Rate options							

Derivative-based financial liabilities	Book value	Expected cash flows

(in thousands of euros)		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Interest rate swaps	197	197	197				
Currency exchange swaps							
Rate options							

The currencies of these transactions are EUR and HUF.

31.4 Liquidity risk

In order to limit its liquidity risk ONEY BANQUE ACCORD has adopted a cautious refinancing policy:

- Diversification of bank counterparties making it possible to guarantee a satisfactory distribution of financing in accordance with the recommendations of the banking and financing regulatory committee.
- 100% coverage of the average refinancing need with resources drawn at more than one year and confirmed bank lines.

ONEY BANQUE ACCORD must comply with the conditions of a single covenant in order to maintain the refinancing lines provided under the Club Deal (a confirmed syndicated credit line of €500 M) and some confirmed credit lines (totalling €255 M). The ratio is defined as follows: Total outstanding credit > Net financial debt (i.e. net financial debt means the debt towards credit institutions plus the debt securities less the credit balances of the bank accounts – cash, central banks and post office accounts –, less the investments and the debts with credit institutions and less the gross value of the assets in the HQLA category held for the purposes of satisfying the liquidity requirements of Basel III). As at 31 December 2014 this ratio was met.

Liquidity risk exposure

The remaining financial liability contract periods are broken down as follows and include interest payments:

As at 31/12/2014

(in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Debts with credit institutions (deposits)	2,514	2,514	2,514				
Debts with credit institutions	557,179	561,825	257,936	547	2,088	301,254	
Demand debts with customers	10,252	10,252	10,252				
Term debts with customers	451,594	466,444	2,089	252,172	1,015	108,768	102,399
Bond loans	701,369	730,010	1,357	1,393	8,425	718,835	
Debt securities	365,244	365,662	200,136	100,212	45,201	20,112	
Subordinated debt	21,195	21,470	31	32	61	21,347	
Trade payables	3,804	3,804	3,804				
Other debts	187,574	187,574	187,574				
Current tax payable	13,228	13,228	13,228				

As at 31/12/2013

(in thousands of euros)	Book value	Expected cash flows					
		Total	<3 months	<6 months	< 1 year	1 to 5 years	+ 5 years
Debts with credit institutions (deposits)	6,727	6,727	6,727				
Debts with credit institutions	438,108	442,270	79,250	575	52,534	309,911	
Demand debts with customers	147,601	147,601	147,601				
Term debts with customers	251,510	260,835	1,781	1,786	3,590	253,678	
Bond loans	851,786	897,780	1,956	2,029	159,317	734,478	
Debt securities	368,471	368,887	235,404	95,339	38,144		
Subordinated debt	37,917	38,837	79	82	16,879	21,797	
Trade payables	19,759	19,759	19,759				
Other debts	158,304	158,304	158,304				
Current tax payable	11,131	11,131	11,131				

Expected cash flows correspond to contractual cash flows.

Medium- and long-term credit lines granted and confirmed by banks but not used as at 31 December 2014 and 31 December 2013:

Amount in €K as at 31/12/2014	<1 year	1 to 5 years	+ 5 years
930,000	50,000	880,000	

Amount in €K as at 31/12/2013	<1 year	1 to 5 years	+ 5 years
903,250	78,250	825,000	

31.5 Currency risk

Banque Accord is exposed to exchange risk for loans denominated in currencies other than the euro and the value of net assets held by its subsidiaries in foreign currencies.
Cross-currency swap transactions hedge the exchange risk on the refinancing portion of the Hungarian subsidiary Oney Magyaroszag and the Russian subsidiary ONEY BANK.

31.6 Management of customer credit risk

1. General points

Credit risk concerns consumer credit (personal loans, revolving credit, etc.) granted to individuals.
This risk is spread over a large number of personal customers, each with a limited commitment.
With regard to off-balance sheet commitments the Group's policy restricts the granting of financial guarantees to subsidiaries and selected partner companies only.

2. Organisation of the Risk network

At ONEY BANQUE ACCORD credit risk is monitored and managed by the subsidiary and partner Risk Departments and the Group Risk Department; internal compliance is managed via the Risk Committees.
In France, Spain and Portugal these functions are performed by the local Risk Department.
In other countries the bank's partners are responsible for credit risk management (Poland, Hungary, Russia). Granting, risk monitoring, and collection are done on the basis of their processes and their information systems
In all cases the credit risk is monitored by the Group Risk Department.

The Risk Committees are responsible for managing credit risk and acting as project manager for those projects having an impact on these risks. They validate risk strategy, methodologies, and performance.

3. The process used to grant loans and credit and to set personal credit limits

The credit granting decision-making systems are based on a statistical evaluation and individual consideration of applications. They are tailored to suit all types of income levels and customers.
They include:

- Credit scoring
- Clearly-stated rules for declining applications
- A system of delegation and powers
- Rules governing the supporting documentation to be supplied
- Anti-fraud controls

Strict compliance with the decisions reached after applying the rules and credit scoring (very few exceptions are made) ensures a very precise control of the associated credit risks. The reasons for exceptions and those persons authorised to make them are defined by procedures, and are normally checked after they are granted: such exceptions are used mainly to enable personalised management of the process involved in granting larger amounts of credit and the management of targeted customer groups.

4. Granting of guarantees

The Group's policy restricts the granting of financial guarantees to subsidiaries and selected partner companies only.

5. Inside the Group

The financial policy at ONEY BANQUE ACCORD aims to fortify the financial margin against future fluctuations of interest rates. It hedges all the interest rate risks from its outstanding fixed-rate loans.

As for hedging outstanding variable rate loans and given the possibility of passing on rate increases to customers, ONEY BANQUE ACCORD does not systematically hedge this risk.

6. Aged balance of unpaid debts

If there is an unpaid debt, customer loans and debts are impaired as bad debt. As an exception, over-indebtedness plans presenting an unpaid instalment are not impaired. These outstanding debts amounted to €2.6 M as at 31 December 2014.

7. Restructured debts

Restructured or rearranged debts (whether internally or following a ruling by the French Consumer Over-indebtedness Commission) totalled €210 M as at 31 December 2014. These outstanding debts are impaired to €148 M as at 31 December 2014.

8. Maximum exposure

The maximum level of exposure to credit risk is €683 M as at 31 December 2014 compared to €693 M as at 31 December 2013. This exposure figure relates to impaired debts and over-indebtedness plans involving an unpaid instalment. The reserve granted to the customer becomes unavailable in the event of an unpaid instalment on an outstanding debt. Consequently, reserves relating to these outstanding amounts are not included in the risk base and are not subject to depreciation.

31.7 Insurance risk management

There are two main types of insurance risk:
- Those relating to rate setting and adverse claim trends;
- Those relating to the financial markets.

The first of these refers to variances between the assumptions made at the point where the risk is insured and the occurrence of subsequent claims in terms of frequency, timing, and severity.
For creditor insurance the cover offered is: death, accidental death, permanent total disability, temporary inability to work and redundancy. These are products offered on the basis of regular premium payments, with claim payouts capped at the amount of outstanding credit owed by the policyholder at the date of the claim.
For payment protection insurance the cover offered is: fraudulent use of payment means, theft of cash through mugging, loss or theft of keys and official documents, and the failure of online purchases to conform to the terms of delivery.
For provident reinsurance in Italy the reinsured cover is: temporary inability to work and job loss following an accident. The products offered specify capped or lump sum one-off or monthly compensation payments for predefined periods.

The Company also reserves the right to adjust the premiums (except for reinsurance, where the insurer retains the right to make such adjustments). This provides protection against any excess costs and the ability to adapt to the current economic climate. The insurance companies operate under “group” contracts (except for reinsurance). The diversity of the policyholder portfolio and the individual amounts allocated to each insurance product eliminates the risk of concentration. Lastly, the insurance companies are reinsured for 50% of premium income across all claim types for creditor insurance (95% of the turnover).

For the second type of risk all financial institutions and investment instruments are subject to Board approval prior to any investment of funds, and all counterparties must be rated at least “A” by Standard & Poor’s. These ratings are reviewed regularly.

Note 32: Related party transactions

As at 31/12/2014

In thousands of euros	Assets	Liabilities	Expenses	Income
Parent company				
Transactions with respect to customers			101	
Subordinated debts and related debts			122	
Other liabilities and accrual accounts		414		
Operating income and expenses			1,270	
Outside services			5,168	
Joint parent				
Subordinated debt and related debt				
Transactions with respect to credit institutions				
Operating income and expenses				
Associated companies				
Other assets and accrual accounts	277			
Transactions with respect to customers				
Subordinated debts and related debts				
Other liabilities and accrual accounts		519		
Operating income and expenses			2,633	1,152
Outside services				454
Other associated companies				
Other assets and accrual accounts	863			
Transactions with respect to customers		1,154,055	20,317	
Subordinated debts and related debts		18,008	116	
Other liabilities and accrual accounts		4,326		
Operating income and expenses			5,804	8,332
Outside services			2,487	9
TOTAL	**1,140**	**1,177,322**	**38,019**	**9,947**

As at 31/12/2013

In thousands of euros	Assets	Liabilities	Expenses	Income
Parent company				
Transactions with respect to customers			134	
Subordinated debts and related debts		15,004	123	
Other liabilities and accrual accounts	8,017	71		
Operating income and expenses				
Outside services			4,020	
Joint parent				
Subordinated debt and related debt				
Transactions with respect to credit institutions				
Operating income and expenses				
Associated companies				
Other assets and accrual accounts	413			
Transactions with respect to customers			62	
Subordinated debts and related debts				
Other liabilities and accrual accounts		538		
Operating income and expenses			2,366	
Outside services				
Other associated companies				
Other assets and accrual accounts	496			
Transactions with respect to customers	27	1,288,223	19,874	
Subordinated debts and related debts		18,010	111	
Other liabilities and accrual accounts		3,435		
Operating income and expenses			6,913	7,074
Outside services			2,129	
	8,952	**1,325,282**	**35,731**	**7,074**

Note 33: Proposed allocation

The draft resolutions presented to the General Meeting propose the payment of a dividend from reserves and the allocation of earnings to retained losses.

Note 34: Documents accessible to the public

In accordance with regulation no. 2014-07 this document is available on the website http://www.oney-banque-accord.com. Any person wishing to obtain further information about the ONEY BANQUE ACCORD Group may request documents without obligation:

- by post: ONEY/BANQUE ACCORD
  OZEA
  34, Avenue de Flandre
  F-59170 Croix, France
- by telephone: +33 (0)3 28 38 58 00

BANQUE ACCORD S.A.

Rapport des commissaires aux comptes sur les comptes consolidés

(Exercice clos le 31 décembre 2014)

PricewaterhouseCoopers Audit
63, rue de Villiers
92208 Neuilly-sur-Seine Cedex

KPMG AUDIT
Le Belvédère
1, cours Valmy
CS 50034
92923 Paris La Défense Cedex

Rapport des commissaires aux comptes sur les comptes consolidés

(Exercice clos le 31 décembre 2014)

Aux Actionnaires
BANQUE ACCORD S.A.
40, avenue de Flandre
BP139
59964 Croix Cedex

En exécution de la mission qui nous a été confiée par vos Assemblées Générales, nous vous présentons notre rapport relatif à l'exercice clos le 31 décembre 2014, sur :

- le contrôle des comptes consolidés de la société BANQUE ACCORD S.A., tels qu'ils sont joints au présent rapport ;
- la justification de nos appréciations ;
- la vérification spécifique prévue par la loi.

Les comptes consolidés ont été arrêtés par le Conseil d'Administration. Il nous appartient, sur la base de notre audit, d'exprimer une opinion sur ces comptes.

I - Opinion sur les comptes consolidés

Nous avons effectué notre audit selon les normes d’exercice professionnel applicables en France ; ces normes requièrent la mise en œuvre de diligences permettant d'obtenir l'assurance raisonnable que les comptes consolidés ne comportent pas d'anomalies significatives. Un audit consiste à vérifier, par sondages ou au moyen d’autres méthodes de sélection, les éléments justifiant des montants et informations figurant dans les comptes consolidés. Il consiste également à apprécier les principes comptables suivis, les estimations significatives retenues et la présentation d’ensemble des comptes. Nous estimons que les éléments que nous avons collectés sont suffisants et appropriés pour fonder notre opinion.

Nous certifions que les comptes consolidés de l’exercice sont, au regard du référentiel IFRS tel qu’adopté dans l’Union européenne, réguliers et sincères et donnent une image fidèle du patrimoine, de la situation financière, ainsi que du résultat de l'ensemble constitué par les personnes et entités comprises dans la consolidation.

Sans remettre en cause l’opinion exprimée ci-dessus, nous attirons votre attention sur la note 3.2 de l’annexe aux états financiers qui expose le changement de méthode comptable lié à l’ application des normes IFRS 10 (Etats financiers consolidés), IFRS 11 (Partenariats), IFRS 12 (Informations à fournir sur les intérêts détenus dans d’autres entités) et IAS 28 révisée (Participations dans des entreprises associées et des coentreprises) à compter du 1er janvier 2014.

II - Justification des appréciations

En application des dispositions de l'article L.823-9 du code de commerce relatives à la justification de nos appréciations, nous portons à votre connaissance les éléments suivants :

- Votre groupe constitue des dépréciations pour couvrir les risques de crédit inhérents à ses activités. Nous avons examiné le dispositif mis en place par la direction pour identifier et évaluer ces risques ainsi que pour déterminer le montant des dépréciations qu'elle estime nécessaires, et nous avons vérifié que les estimations comptables qui en résultent s'appuient sur des méthodes documentées conformes aux principes décrits dans la note 3.9.3 de l'annexe aux états financiers.

- Votre groupe procède systématiquement, à chaque clôture, à un test de dépréciation des écarts d'acquisition et des actifs à durée de vie indéfinie, selon les modalités décrites dans les notes 3.7 et 3.11 de l'annexe aux états financiers. Nous avons examiné les modalités de mise en œuvre de ces tests, ainsi que les principaux paramètres et hypothèses utilisés et nous avons vérifié que les notes de l'annexe donnent une information appropriée.

Les appréciations ainsi portées s'inscrivent dans le cadre de notre démarche d'audit des comptes consolidés, pris dans leur ensemble, et ont donc contribué à la formation de notre opinion exprimée dans la première partie de ce rapport.

III - Vérification spécifique

Nous avons également procédé, conformément aux normes d'exercice professionnel applicables en France, à la vérification spécifique prévue par la loi des informations données dans le rapport sur la gestion du groupe.

Nous n'avons pas d'observation à formuler sur leur sincérité et leur concordance avec les comptes consolidés.

Fait à Neuilly-sur-Seine et Paris La Défense, le 30 mars 2015

Les commissaires aux comptes

PricewaterhouseCoopers Audit	KPMG AUDIT *Département de KPMG S.A.*
Alexandre Decrand *Associé*	Francis Janssens *Associé*