CONSOLIDATED FINANCIAL STATEMENTS

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4.1 CONSOLIDATED STATEMENT OF FINANCIAL **POSITION**

(In Euro million) Notes		December 31, 2013 ^(a)	December 31, 2012 Restated ^{(a) (b)}	January 1, 2012 Restated ^{(a) (b)}
5	Goodwill	14,819	15,754	15,855
6	Value of purchased business in force (c)	2,382	2,685	3,074
7	Deferred acquisition costs and equivalent	19,351	19,047	18,624
8	Other intangible assets	3,159	3,349	3,382
	Intangible assets	39,710	40,835	40,935
	Investments in real estate properties	17,650	17,192	16,061
	Financial investments	426,203	441,469	418,765
	Assets backing contracts where the financial risk is borne by policyholders (d)	162,186	147,162	134,230
9	Investments from insurance activities	606,039	605,823	569,056
9	Investments from banking and other activities	37,360	35,199	35,264
10	Investments in associates – Equity method	1,387	1,312	1,139
14	Reinsurers' share in insurance and investment contracts liabilities	17,727	10,558	10,698
	Tangible assets	1,259	1,457	1,410
14	Deferred policyholders' participation assets	-	4	1,247
19	Deferred tax assets	2,245	3,060	3,355
	Other assets	3,505	4,522	6,012
	Receivables arising from direct insurance and inward reinsurance operations	14,137	14,968	13,346
	Receivables arising from outward reinsurance operations	711	746	671
	Receivables – current tax	1,885	1,855	2,347
	Other receivables	12,929	15,318	16,325
11	Receivables	29,663	32,887	32,689
	Assets held for sale including discontinued operations	164	181	360
12	Cash and cash equivalents	21,588	30,546	31,072
	TOTAL ASSETS	757,143	761,862	727,226

All invested assets are shown net of related derivative instruments impact.

⁽a) Before 2013, AXA Japan closed its full year accounts at September 30. Given significant movements in foreign exchange rates between September 30, 2011 and December 31, 2011, and between September 30, 2012 and December 31, 2012, balance sheet items were translated using respectively December 31, 2011 and December 31, 2012 exchange rates. Starting with 2013 annual accounts, AXA Life Japan aligned its closing date with the Group calendar year.

⁽b) As described in Note 1.2.1, comparative information related to previous period was retrospectively restated for the amendments to IAS 19.

⁽c) Amounts gross of tax.

⁽d) Also includes assets backing contracts where the financial risk is borne by policyholders with Guaranteed Minimum features.

(In E	uro million) es	December 31, 2013 ^(a)	December 31, 2012 Restated (a) (b)	January 1, 2012 Restated ^{(a) (b)}
	Share capital and capital in excess of nominal value	26,199	25,549	25,188
	Reserves and translation reserve	22,242	24,001	21,189
	Net consolidated income – Group share	4,482	4,057	n/a
	Shareholders' equity – Group share	52,923	53,606	46,377
	Minority interests	2,391	2,355	2,367
13	TOTAL SHAREHOLDERS' EQUITY	55,314	55,961	48,745
	Subordinated debt	7,986	7,317	7,108
	Financing debt instruments issued	1,568	2,514	2,506
	Financing debt owed to credit institutions	853	831	807
17	Financing debt	10,407	10,662	10,421
	Liabilities arising from insurance contracts	348,407	362,378	358,146
	Liabilities arising from insurance contracts where the financial risk is borne by policyholders (c)	125,593	113,921	104,642
	Total liabilities arising from insurance contracts	474,001	476,299	462,788
	Liabilities arising from investment contracts with discretionary participating features	33,850	36,350	37,858
	Liabilities arising from investment contracts with no discretionary participating features	99	251	380
	Liabilities arising from investment contracts with discretionary participating features and where the financial risk is borne by policyholders	4,243	4,080	3,621
	Liabilities arising from investment contracts with no discretionary participating features and where the financial risk is borne by policyholders	32,682	29,983	26,336
	Total liabilities arising from investment contracts	70,874	70,664	68,195
	Unearned revenue and unearned fee reserves	2,999	2,897	2,975
	Liabilities arising from policyholders' participation	26,271	31,357	17,944
	Derivative instruments relating to insurance and investment contracts	(1,086)	(2,053)	(2,056)
14	LIABILITIES ARISING FROM INSURANCE AND INVESTMENT CONTRACTS	573,058	579,165	549,847
15	Liabilities arising from banking activities	35,374	33,494	34,023
16	Provisions for risks and charges	10,393	11,952	10,891
19	Deferred tax liabilities	4,226	5,175	3,793
	Minority interests of consolidated investment funds	7,549	3,775	3,896
	Other debts instruments issued, notes and bank overdrafts (d)	3,713	4,510	6,272
	Payables arising from direct insurance and inward reinsurance operations	8,317	8,955	7,212
	Payables arising from outward reinsurance operations	12,227	5,352	5,179
	Payables – current tax	972	1,170	1,194
	Collateral debts relating to investments under a lending agreement or equivalent	20,909	24,397	27,509
	Other payables	14,684	17,296	18,056
18	Payables	68,371	65,454	69,317
	Liabilities held for sale including discontinued operations	-	-	189
	TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	757,143	761,862	727,226

⁽a) Before 2013, AXA Japan closed its full year accounts at September 30. Given significant movements in foreign exchange rates between September 30, 2011 and December 31, 2011, and between September 30, 2012 and December 31, 2012, balance sheet items were translated using respectively December 31, 2011 and December 31, 2012 exchange rates. Starting with 2013 annual accounts, AXA Life Japan aligned its closing date with the Group calendar year.

(b) As described in Note 1.2.1, comparative information related to previous periods was retrospectively restated for the amendments to IAS 19.

⁽c) Also includes liabilities arising from contracts where the financial risk is borne by policyholders with Guaranteed Minimum features.

⁽d) Amounts are shown net of related derivative instruments impact.

4.2 CONSOLIDATED STATEMENT OF INCOME

(In E	uro million, except EPS in Euro) tes	December 31, 2013 (a)	December 31, 2012 Restated (b)
	Gross written premiums	85,509	84,592
	Fees and charges relating to investment contracts with no participating features	323	334
	Revenues from insurance activities	85,832	84,926
	Net revenues from banking activities	518	460
	Revenues from other activities	4,900	4,741
21	Revenues (c)	91,249	90,126
	Change in unearned premiums net of unearned revenues and fees	(246)	(411)
	Net investment income (d)	11,671	14,982
	Net realized gains and losses relating to investments at cost and at fair value through shareholders' equity (e)	2,410	2,004
	Net realized gains and losses and change in fair value of investments at fair value through profit and loss $^{(\!0\!)}$	20,621	14,210
	of which change in fair value of assets with financial risk borne by policyholders (9)	22,180	14,186
	Change in investments impairment (h)	(744)	(634)
22	Net investment result excluding financing expenses	33,958	30,562
	Technical charges relating to insurance activities (9)	(96,530)	(93,326)
23	Net result from outward reinsurance	(1,160)	(1,323)
	Bank operating expenses	(108)	(134)
25	Acquisition costs	(9,996)	(9,574)
	Amortization of the value of purchased business in force	(409)	(188)
25	Administrative expenses	(9,628)	(9,538)
	Change in tangible assets impairment	-	19
	Change in goodwill impairment and other intangible assets impairment	(157)	(128)
	Other income and expenses	(234)	(351)
	Other operating income and expenses	(118,221)	(114,542)
	Income from operating activities before tax	6,740	5,735
10	Income arising from investments in associates – Equity method	131	119
24	Financing debts expenses®	(618)	(568)
	Net income from operating activities before tax	6,253	5,285
19	Income tax	(1,466)	(1,098)
	Net consolidated income after tax	4,786	4,187
	Split between:		
	Net consolidated income – Group share	4,482	4,057
	Net consolidated income – Minority interests	304	130
27	Earnings per share	1.76	1.61
	Fully diluted earnings per share	1.75	1.60

⁽a) AXA Life Japan aligned its closing date with the Group calendar year starting with 2013 annual accounts. Therefore, its contribution to the AXA consolidated result for the 2013 annual accounts exceptionally covered a period of fifteen months.

⁽b) As described in Note 1.2.1, comparative information related to previous period was retrospectively restated for the amendments to IAS 19.

⁽c) Gross of reinsurance.

⁽d) Net of investment management costs and including gains/losses from derivatives hedging variable annuities.

⁽e) Includes impairment releases on investments sold.

⁽f) Includes realized and unrealized forex gains and losses relating to investments at cost and at fair value through shareholders' equity.

⁽g) Change in fair value of assets with financial risk borne by policyholders is offset by a balancing entry in technical charges relating to insurance activities.

⁽h) Excludes impairment releases on investments sold.

⁽i) Includes net balance of income and expenses related to derivatives on financing debt (however excludes change in fair value of these derivatives).

4.3 CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(In Euro million)	December 31, 2013 ^(a)	December 31, 2012 Restated (b) (c)
Reserves relating to changes in fair value through shareholders' equity	(2,339)	6,215
Translation reserves	(2,453)	(634)
Employee benefits actuarial gains and losses	726	(745)
Net gains and losses recognized directly through shareholders' equity	(4,066)	4,837
Net consolidated income	4,786	4,187
Split between:		
Net consolidated income – Group share	4,482	4,057
Net consolidated income – Minority interests	304	130
TOTAL COMPREHENSIVE INCOME (CI)	721	9,024
Split between:		
Total comprehensive income – Group share	469	8,835
Total comprehensive income – Minority interests	252	189

⁽a) AXA Life Japan aligned its closing date with the Group calendar year starting with 2013 annual accounts. Therefore, its contribution to the AXA consolidated result for the 2013 annual accounts exceptionally covered a period of fifteen months.

Amounts are presented net of tax, policyholders' participation and other shadow accounting related movements. Tax, policyholders' participation and related effects are further detailed in the notes to the financial statements.

⁽b) Before 2013, AXA Japan closed its full year accounts at September 30. Given significant movements in foreign exchange rates between September 30, 2011 and December 31, 2011, and between September 30, 2012 and December 31, 2012, balance sheet items were translated using respectively December 31, 2011 and December 31, 2012 exchange rates. Starting with 2013 annual accounts, AXA Life Japan aligned its closing date with the Group calendar year.

⁽c) As described in Note 1.2.1, comparative information related to previous period was retrospectively restated for the amendments to IAS 19.

4.4 CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Sh	are Capi	tal		
(In Euro million, except for number of shares and nominal value)	Number of shares (in thousands)	Nominal value (in Euros)	Share Capital	Capital in excess of nominal value	Treasury shares	
Shareholders' equity opening January 1, 2013 Restated (b)	2,388,611	2.29	5,470	20,749	(364)	
Capital	29,254	2.29	67	-	-	
Capital in excess of nominal value	-	-	-	375	-	
Equity – share based compensation	-	-	-	46	-	
Treasury shares	-	-	-	-	176	
Others reserves – transaction on treasury shares	-	-	-	-	-	
Equity component of compound financial instruments	-	-	-	-	-	
Undated subordinated debt	-	-	-	-	-	
Financial expenses – Undated subordinated debt	-	-	-	-	-	
Others (including impact on change in scope) (c)	-	-	-	-	-	
Dividends paid	-	-	-	-	-	
Impact of transactions with shareholders	29,254	2.29	67	421	176	
Reserves relating to changes in fair value through shareholders' equity	-	-	-	-	-	
Translation reserves	-	-	-	-	-	
Employee benefits actuarial gains and losses (d)	-	-	-	-	-	
Net consolidated income (e)	-	-	-	-	-	
Total Comprehensive Income (CI)	-	-	-	-	-	
Shareholders' equity closing December 31, 2013	2,417,865	2.29	5,537	21,170	(188)	

Note: amounts are presented net of impacts of shadow accounting and its effects on policyholders' participation, deferred acquisition costs, and value of business in force.

⁽a) Mainly undated subordinated debts (TSS, TSDI), and equity components of compounded financial instruments (e.g. convertible bonds) (see Note 13.1.1).

⁽b) As described in the Note 1.2.1, comparative information related to previous periods was retrospectively restated for the amendments to IAS 19.

⁽c) Including changes in ownership interest in consolidated subsidiaries without losing control. Notably dilution impact from AllianceBernstein deferred compensation (€-97 million group share in 2013 and €+30 million in 2012, both offset in minority interests) and €-85 million in 2013 (€-185 million in 2012) from open-market purchase of AllianceBernstein holding units (€-54 million group share and €-31 million minority interests in 2013 and €-121 million group share and €-64 million minority interests in 2012).

⁽d) Actuarial gains and losses accrued since the opening as of January 1, 2013.

⁽e) AXA Life Japan aligned its closing date with the Group calendar year starting with 2013 annual accounts. Therefore, its contribution to the AXA consolidated result for the 2013 annual accounts exceptionally covered a period of fifteen months.

Attributable to shareholders

			Other reserves					
Minority interests	Shareholders' Equity Group share	Undistributed profits and other reserves	Translation reserves	Other ^(a)	Reserves relating to the change in fair value of hedge accounting derivatives (cash flow hedge)	Reserves relating to the change in fair value of financial instruments available for sale		
2,355	53,606	13,885	(2,889)	5,735	134	10,887		
-	67	-	-	-	-	-		
-	375	-	-	-	-	-		
-	46	-	-	-	-	-		
-	176	-	-	-	-	-		
-	(8)	-	-	(8)	-	-		
-	-	-	-	-	-	-		
-	252	-	-	252	-	-		
-	(284)	-	-	(284)	-	-		
(217)	(55)	(55)	-	-	-	-		
-	(1,720)	(1,720)	-	-	-	-		
(217)	(1,152)	(1,775)	-	(41)	-	-		
32	(2,371)	-	-	-	29	(2,399)		
(91)	(2,361)	-	(2,085)	(277)	-	-		
7	718	718	-	-	-	-		
304	4,482	4,482	-	-	-	-		
252	469	5,201	(2,085)	(277)	29	(2,399)		
2,391	52,923	17,310	(4,973)	5,418	162	8,488		

CONSOLIDATED FINANCIAL STATEMENTS 4.4 CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Sh	are Capi	tal		
(In Euro million, except for number of shares and nominal value)	Number of shares (in thousands)	Nominal value (in Euros)	Share Capital	Capital in excess of nominal value	Treasury shares	
Shareholders' equity opening January 1, 2012 Restated	2,357,198	2.29	5,398	20,471	(385)	
Capital	31,413	2.29	72	-	-	
Capital in excess of nominal value	-	-	-	230	-	
Equity – share based compensation	-	-	-	49	-	
Treasury shares	-	-	-	-	20	
Others reserves – transaction on treasury shares	-	-	-	-	-	
Equity component of compound financial instruments	-	-	-	-	-	
Undated subordinated debt	-	-	-	-	-	
Financial expenses – Undated subordinated debt	-	-	-	-	-	
Others (including impact on change in scope) (b)	-	-	-	-	-	
Dividends paid	-	-	-	-	-	
Impact of transactions with shareholders	31,413	2.29	72	278	20	
Reserves relating to changes in fair value through shareholders' equity	-	-	-	-	-	
Translation reserves	-	-	-	-	-	
Employee benefits actuarial gains and losses (c)	-	-	-	-	-	
Net consolidated income	-	-	-	-	-	
Total Comprehensive Income (CI)	-	-	-	-	-	
Shareholders' equity closing December 31, 2012 (d)	2,388,611	2.29	5,470	20,749	(364)	

Note: amounts are presented net of impacts of shadow accounting and its effects on policyholders' participation, deferred acquisition costs, and value of business in force.

⁽a) Mainly undated subordinated debts (TSS, TSDI), and equity components of compounded financial instruments (e.g. convertible bonds) (see Note 13.1.1).

⁽b) Including changes in ownership interest in consolidated subsidiaries without losing control. Notably dilution impact from AllianceBernstein deferred compensation (€+30 million group share in 2012 offset in minority interests) and €-185 million in 2012 from open-market purchase of AllianceBernstein holding units (€-121 million group share and €-64 million minority interests in 2012).

⁽c) Actuarial gains and losses accrued since the opening as of January 1, 2012.

⁽d) As described in the Note 1.2.1, comparative information related to previous periods was retrospectively restated for the amendments to IAS 19.



Attributable to shareholders

		Other reserves				
Minority interests	Shareholders' Equity Group share	Undistributed profits and other reserves	Translation reserves	Other ^(a)	Reserves relating to the change in fair value of hedge accounting derivatives (cash flow hedge)	Reserves relating to the change in fair value of financial instruments available for sale
2,367	46,377	12,244	(2,298)	6,059	50	4,838
-	72	-	-	-	-	-
-	237	7	-	-	-	-
-	49	-	-	-	-	-
-	20	-	-	-	-	-
-	(10)	-	-	(10)	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	(292)	-	-	(292)	-	-
(201)	(56)	(56)	-	-	-	-
-	(1,626)	(1,626)	-	-	-	-
(201)	(1,606)	(1,675)	-	(301)	-	-
83	6,133	-	-	-	84	6,049
(20)	(614)	-	(591)	(23)	-	-
(4)	(740)	(740)	-	-	-	-
130	4,057	4,057	-	-	-	-
189	8,835	3,316	(591)	(23)	84	6,049
2,355	53,606	13,885	(2,889)	5,735	134	10,887

4.5 CONSOLIDATED STATEMENT OF CASH FLOWS

(In Euro million)	December 31, 2013 ^(a)	December 31, 2012 Restated (a) (b)
Operating income before tax	6,253	5,285
Net amortization expense (c)	1,083	703
Change in goodwill impairment and other intangible assets impairment (d)	51	13
Net change in deferred acquisition costs and equivalent	(770)	(1,349)
Net increase/(write back) in impairment on investments and tangible assets	777	680
Change in fair value of investments at fair value through profit or loss	(24,910)	(16,671)
Net change in liabilities arising from insurance and investment contracts (e)	14,135	22,585
Net increase/(write back) in other provisions (f)	415	90
Income arising from investments in associates – Equity method	(131)	(119)
Adjustment of non cash balances included in the operating income before tax	(9,350)	5,931
Net realized investment gains and losses	1,818	418
Financing debt expenses	618	568
Adjustment for reclassification to investing or financing activities	2,436	986
Dividends recorded in profit or loss during the period	(3,451)	(2,970)
Investment income & expense recorded in profit or loss during the period (9)	(9,346)	(13,048)
Adjustment of transactions from accrued to cash basis	(12,797)	(16,018)
Net cash impact of deposit accounting	627	56
Dividends and interim dividends collected	3,792	3,309
Investment income (g)	12,556	16,130
Investment expense (excluding interests on financing and undated subordinated debts, margin calls and others)	(2,864)	(2,804)
Net operating cash from banking activities	(294)	459
Change in operating receivables and payables	6,496	514
Net cash provided by other assets and liabilities (h)	1,949	(135)
Tax expenses paid	(1,212)	(1,044)
Other operating cash impact and non cash adjustment	(2,299)	(2,152)
Net cash impact of transactions with cash impact not included in the operating income before tax	18,751	14,335
NET CASH PROVIDED/(USED) BY OPERATING ACTIVITIES	5,292	10,519
Purchase of subsidiaries and affiliated companies, net of cash acquired	(13)	(139)
Disposal of subsidiaries and affiliated companies, net of cash ceded	364	225
Net cash related to changes in scope of consolidation	352	86
Sales of debt instruments (h)	56,125	61,084
Sales of equity instruments and non consolidated investment funds (h) (i)	25,512	18,507
Sales of investment properties held directly or not (h)	1,467	967
Sales and/or repayment of loans and other assets (h) (i)	22,988	26,912

(In Euro million)	December 31, 2013 (a)	December 31, 2012 Restated (a) (b)
Net cash related to sales and repayments of investments (h) (i) (ii)	106,092	107,470
Purchases of debt instruments (h)	(60,919)	(62,841)
Purchases of equity instruments and non consolidated investment funds (h) (i)	(24,716)	(20,853)
Purchases of investment properties held direct or not (h)	(2,142)	(1,946)
Purchases and/or issues of loans and other assets (h) (i)	(27,126)	(27,679)
Net cash related to purchases and issuance of investments (h) (i) (i)	(114,904)	(113,319)
Sales of tangible and intangible assets	14	20
Purchases of tangible and intangible assets	(348)	(339)
Net cash related to sales and purchases of tangible and intangible assets	(334)	(319)
Increase in collateral payable/Decrease in collateral receivable	37,558	48,045
Decrease in collateral payable/Increase in collateral receivable	(40,250)	(49,437)
Net cash impact of assets lending/borrowing collateral receivables and payables	(2,692)	(1,392)
Other investing cash impact and non cash adjustment	-	-
NET CASH PROVIDED/(USED) BY INVESTING ACTIVITIES	(11,486)	(7,475)
Issuance of equity instruments	1,084	309
Repayments of equity instruments	(381)	(O)
Transactions on treasury shares	156	19
Dividends payout	(1,954)	(1,793)
Interests on undated subordinated debts paid	(425)	(449)
Acquisition/sale of interests in subsidiaries without change in control	(120)	(221)
Net cash related to transactions with shareholders	(1,640)	(2,136)
Cash provided by financial debts issuance	1,039	2
Cash used for financial debts repayments	(854)	(39)
Interests on financing debt paid (k)	(491)	(474)
Net interest margin of hedging derivatives on financing debt	27	-
Net cash related to Group financing	(279)	(510)
Other financing cash impact and non cash adjustment	-	-
NET CASH PROVIDED/(USED) BY FINANCING ACTIVITIES	(1,918)	(2,646)
CASH AND CASH EQUIVALENT AS OF JANUARY 1 (e)	30,101	30,042
Net cash provided by operating activities	5,292	10,519
Net cash provided by investing activities	(11,486)	(7,475)
Net cash provided by financing activities	(1,918)	(2,646)
Impact of change in consolidation method and of reclassifications as held for sale	(16)	(3)
Net impact of foreign exchange fluctuations and reclassification on cash and cash equivalents	(1,364)	(336)
CASH AND CASH EQUIVALENT AS OF DECEMBER 31 (e)	20,609	30,101

⁽a) AXA Life Japan aligned its closing date with the Group calendar year starting with 2013 annual accounts. Therefore, its contribution to the AXA consolidated result for the 2013 annual accounts exceptionally covered a period of fifteen months.

Cash and cash equivalents are presented in Note 12.

⁽b) Before 2013, AXA Japan closed its full year accounts at September 30. Given significant movement in foreign exchange rates between September 30, 2012 and December 31, 2012, balance sheet items were translated using December 31, 2012 exchange rate.

⁽c) Includes premiums/discounts capitalization and relating amortization, amortization of investment and owner occupied properties (held directly).

⁽d) Includes impairment and amortization of intangible assets booked during business combinations.

⁽e) Includes impact of reinsurance and change in liabilities arising from contracts where the financial risk is borne by policyholders.

⁽f) Mainly includes change in provisions for risks & charges, for bad debts/doubtful receivables and change in impairment of assets held for sale.

⁽g) Includes gain/losses from derivatives hedging variable annuities.

⁽h) Includes related derivatives.

⁽i) Includes equity instruments held directly or by consolidated investment funds as well as non consolidated investment funds.

⁽j) Includes sales/purchases of assets backing insurance & investment contracts where the financial risk is borne by policyholders.

⁽k) Includes net cash impact of interest margin relating to hedging derivatives on financing debt.

⁽I) Net of bank overdrafts.