

Registre de Commerce et des Sociétés

Numéro RCS : B193992

Référence de dépôt : L160148721

Déposé et enregistré le 03/08/2016

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RCSL Nr. : B193992

Matricule : 2015 2200 480

eCDF entry date : 02/08/2016

BALANCE SHEET**Financial year from** ⁰¹ 16/01/2015 **to** ⁰² 31/12/2015 (in ⁰³ EUR)

JARNA ISSUANCE VEHICLE SA

287-289, Route d'Arlon

L-1150 Luxembourg

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101 _____	101 _____	102 _____
I. Subscribed capital not called	1103 _____	103 _____	104 _____
II. Subscribed capital called but unpaid	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____	109 310.433.550,00	110 _____
I. Intangible fixed assets	1111 _____	111 _____	112 _____
1. Research and development costs	1113 _____	113 _____	114 _____
2. Concessions, patents, licences, trade marks and similar rights and assets, if they were	1115 _____	115 _____	116 _____
a) acquired for valuable consideration and need not be shown under C.I.3	1117 _____	117 _____	118 _____
b) created by the undertaking itself	1119 _____	119 _____	120 _____
3. Goodwill, to the extent that it was acquired for valuable consideration	1121 _____	121 _____	122 _____
4. Payments on account and intangible fixed assets under development	1123 _____	123 _____	124 _____
II. Tangible fixed assets	1125 _____	125 _____	126 _____
1. Land and buildings	1127 _____	127 _____	128 _____
2. Plant and machinery	1129 _____	129 _____	130 _____

The notes in the annex form an integral part of the annual accounts

	Reference(s)	Current year	Previous year
3. Other fixtures and fittings, tools and equipment	1131 _____	131 _____	132 _____
4. Payments on account and tangible fixed assets under development	1133 _____	133 _____	134 _____
III. Financial fixed assets	1135 _____	135 <u>310.433.550,00</u>	136 _____
1. Shares in affiliated undertakings	1137 _____	137 _____	138 _____
2. Amounts owed by affiliated undertakings	1139 _____	139 _____	140 _____
3. Shares in undertakings with which the undertaking is linked by virtue of participating interests	1141 _____	141 _____	142 _____
4. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1143 _____	143 _____	144 _____
5. Securities and other financial instruments held as fixed assets	1145 _____ 4	145 <u>310.433.550,00</u>	146 _____
6. Loans and claims held as fixed assets	1147 _____	147 _____	148 _____
7. Own shares or own corporate units	1149 _____	149 _____	150 _____
D. Current assets	1151 _____	151 <u>53.204.851,36</u>	152 _____
I. Inventories	1153 _____	153 _____	154 _____
1. Raw materials and consumables	1155 _____	155 _____	156 _____
2. Work and contracts in progress	1157 _____	157 _____	158 _____
3. Finished goods and merchandise	1159 _____	159 _____	160 _____
4. Payments on account	1161 _____	161 _____	162 _____
II. Debtors	1163 _____	163 <u>4.879.194,06</u>	164 _____
1. Trade receivables	1165 _____	165 _____	166 _____
a) becoming due and payable within one year	1167 _____	167 _____	168 _____
b) becoming due and payable after more than one year	1169 _____	169 _____	170 _____
2. Amounts owed by affiliated undertakings	1171 _____	171 _____	172 _____
a) becoming due and payable within one year	1173 _____	173 _____	174 _____
b) becoming due and payable after more than one year	1175 _____	175 _____	176 _____
3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177 _____	177 _____	178 _____
a) becoming due and payable within one year	1179 _____	179 _____	180 _____
b) becoming due and payable after more than one year	1181 _____	181 _____	182 _____

	Reference(s)	Current year	Previous year
4. Other receivables	1183 _____	183 <u>4.879.194,06</u>	184 _____
a) becoming due and payable within one year	1185 _____ 5	185 <u>4.879.194,06</u>	186 _____
b) becoming due and payable after more than one year	1187 _____	187 _____	188 _____
III. Transferable securities and other financial instruments	1189 _____	189 <u>48.294.651,00</u>	190 _____
1. Shares in affiliated undertakings and in undertakings with which the undertaking is linked by virtue of participating interests	1191 _____	191 _____	192 _____
2. Own shares or own corporate units	1193 _____	193 _____	194 _____
3. Other transferable securities and other financial instruments	1195 _____ 6	195 <u>48.294.651,00</u>	196 _____
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	1197 _____	197 <u>31.006,30</u>	198 _____
E. Prepayments	1199 _____	199 _____	200 _____
TOTAL (ASSETS)		201 <u>363.638.401,36</u>	202 <u>0,00</u>

LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves	1301	31.000,00	
I. Subscribed capital	1303 <u>7</u>	31.000,00	
II. Share premium and similar premiums	1305		
III. Revaluation reserves	1307		
IV. Reserves	1309		
1. Legal reserve	1311		
2. Reserve for own shares or own corporate units	1313		
3. Reserves provided for by the articles of association	1315		
4. Other reserves	1317		
V. Profit or loss brought forward	1319		
VI. Profit or loss for the financial year	1321		
VII. Interim dividends	1323		
VIII. Capital investment subsidies	1325		
IX. Temporarily not taxable capital gains	1327		
B. Subordinated debts	1329		
1. Convertible loans	1413		
a) becoming due and payable within one year	1415		
b) becoming due and payable after more than one year	1417		
2. Non convertible loans	1419		
a) becoming due and payable within one year	1421		
b) becoming due and payable after more than one year	1423		
C. Provisions	1331	31.925,00	
1. Provisions for pensions and similar obligations	1333		
2. Provisions for taxation	1335 <u>2</u>	2.675,00	
3. Other provisions	1337	29.250,00	
D. Non subordinated debts	1339	363.575.476,36	
1. Debenture loans	1341	358.791.916,56	
a) Convertible loans	1343		
i) becoming due and payable within one year	1345		
ii) becoming due and payable after more than one year	1347		

	Reference(s)	Current year	Previous year
b) Non convertible loans	1349 _____	349 <u>358.791.916,56</u>	350 _____
i) becoming due and payable within one year	1351 _____	351 _____	352 _____
ii) becoming due and payable after more than one year	1353 _____ 9	353 <u>358.791.916,56</u>	354 _____
2. Amounts owed to credit institutions	1355 _____	355 _____	356 _____
a) becoming due and payable within one year	1357 _____	357 _____	358 _____
b) becoming due and payable after more than one year	1359 _____	359 _____	360 _____
3. Payments received on account of orders as far as they are not deducted distinctly from inventories	1361 _____	361 _____	362 _____
a) becoming due and payable within one year	1363 _____	363 _____	364 _____
b) becoming due and payable after more than one year	1365 _____	365 _____	366 _____
4. Trade creditors	1367 _____	367 _____	368 _____
a) becoming due and payable within one year	1369 _____	369 _____	370 _____
b) becoming due and payable after more than one year	1371 _____	371 _____	372 _____
5. Bills of exchange payable	1373 _____	373 _____	374 _____
a) becoming due and payable within one year	1375 _____	375 _____	376 _____
b) becoming due and payable after more than one year	1377 _____	377 _____	378 _____
6. Amounts owed to affiliated undertakings	1379 _____	379 <u>4.680.000,00</u>	380 _____
a) becoming due and payable within one year	1381 _____	381 <u>4.680.000,00</u>	382 _____
b) becoming due and payable after more than one year	1383 _____	383 _____	384 _____
7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests	1385 _____	385 _____	386 _____
a) becoming due and payable within one year	1387 _____	387 _____	388 _____
b) becoming due and payable after more than one year	1389 _____	389 _____	390 _____
8. Tax and social security debts	1391 _____	391 _____	392 _____
a) Tax debts	1393 _____	393 _____	394 _____
b) Social security debts	1395 _____	395 _____	396 _____

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	Reference(s)	Current year	Previous year
9. Other creditors	1397 _____	397 <u>103.559,80</u>	398 _____
a) becoming due and payable within one year	1399 _____	399 <u>103.559,80</u>	400 _____
b) becoming due and payable after more than one year	1401 _____	401 _____	402 _____
E. Deferred income	1403 _____	403 _____	404 _____
	TOTAL (LIABILITIES)	405 <u>363.638.401,36</u>	406 <u>0,00</u>

PROFIT AND LOSS ACCOUNT**Financial year from** ⁰¹ 16/01/2015 **to** ⁰² 31/12/2015 (in ⁰³ EUR)

JARNA ISSUANCE VEHICLE SA

287-289, Route d'Arlon

L-1150 Luxembourg

A. CHARGES

	Reference(s)	Current year	Previous year
1. Use of merchandise, raw materials and consumable materials	1601 _____	601 _____	602 _____
2. Other external charges	1603 _____ 10	603 _____ 132.268,50	604 _____
3. Staff costs	1605 _____	605 _____	606 _____
a) Salaries and wages	1607 _____	607 _____	608 _____
b) Social security on salaries and wages	1609 _____	609 _____	610 _____
c) Supplementary pension costs	1611 _____	611 _____	612 _____
d) Other social costs	1613 _____	613 _____	614 _____
4. Value adjustments	1615 _____	615 _____	616 _____
a) on formation expenses and on tangible and intangible fixed assets	1617 _____	617 _____	618 _____
b) on current assets	1619 _____	619 _____	620 _____
5. Other operating charges	1621 _____	621 _____	622 _____
6. Value adjustments and fair value adjustments on financial fixed assets	1623 _____	623 _____ 17.239.725,00	624 _____
7. Value adjustments and fair value adjustments on financial current assets. Loss on disposal of transferable securities	1625 _____	625 _____	626 _____
8. Interest and other financial charges	1627 _____	627 _____ 22.147.403,93	628 _____
a) concerning affiliated undertakings	1629 _____	629 _____	630 _____
b) other interest and similar financial charges	1631 _____ 11	631 _____ 22.147.403,93	632 _____

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	Reference(s)	Current year	Previous year
9. Share of losses of undertakings accounted for under the equity method	1649 _____	649 _____	650 _____
10. Extraordinary charges	1633 _____	633 _____	634 _____
11. Income tax	1635 _____	635 <u>3.210,00</u>	636 _____
12. Other taxes not included in the previous caption	1637 _____	637 _____	638 _____
13. Profit for the financial year	1639 _____	639 <u>0,00</u>	640 _____
TOTAL CHARGES		641 <u>39.522.607,43</u>	642 <u>0,00</u>

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B. INCOME

	Reference(s)	Current year	Previous year
1. Net turnover	1701 _____	701 _____	702 _____
2. Change in inventories of finished goods and of work and contracts in progress	1703 _____	703 _____	704 _____
3. Fixed assets under development	1705 _____	705 _____	706 _____
4. Reversal of value adjustments	1707 _____	707 _____	708 _____
a) on formation expenses and on tangible and intangible fixed assets	1709 _____	709 _____	710 _____
b) on current assets	1711 _____	711 _____	712 _____
5. Other operating income	1713 _____ <u>10</u>	713 _____ <u>135.478,50</u>	714 _____
6. Income from financial fixed assets	1715 _____	715 _____ <u>2.641.045,49</u>	716 _____
a) derived from affiliated undertakings	1717 _____	717 _____	718 _____
b) other income from participating interests	1719 _____ <u>12</u>	719 _____ <u>2.641.045,49</u>	720 _____
7. Income from financial current assets	1721 _____	721 _____	722 _____
a) derived from affiliated undertakings	1723 _____	723 _____	724 _____
b) other income from financial current assets	1725 _____	725 _____	726 _____
8. Other interest and other financial income	1727 _____	727 _____ <u>36.746.083,44</u>	728 _____
a) derived from affiliated undertakings	1729 _____	729 _____	730 _____
b) other interest and similar financial income	1731 _____ <u>13</u>	731 _____ <u>36.746.083,44</u>	732 _____
9. Share of profits of undertakings accounted for under the equity method	1745 _____	745 _____	746 _____
10. Extraordinary income	1733 _____	733 _____	734 _____
13. Loss for the financial year	1735 _____	735 _____ <u>0,00</u>	736 _____
TOTAL INCOME		737 _____ <u>39.522.607,43</u>	738 _____ <u>0,00</u>

Registre de Commerce et des Sociétés

Numéro RCS : B193992

Référence de dépôt : L160148721

Déposé le 03/08/2016

Jarna Issuance Vehicle S.A.

Société Anonyme

**ANNUAL ACCOUNTS AND REPORT OF
THE REVISEUR D'ENTREPRISES AGREE**

For the period from
January 16, 2015
(Incorporation date)
to December 31, 2015

287-289, route d'Arlon

L-1150 Luxembourg

R.C.S. Luxembourg: B 193992

Jarna Issuance Vehicle S.A.

The mains parties acting in Jarna Issuance Vehicle S.A. are:

Issuer	Jarna Issuance Vehicle S.A.
Dealer Agent	La Française Bank (hereafter « LFB »)
Custodian Bank	BNP Paribas Securities Services
Paying Agent	BNP Paribas Securities Services
Calculation agent	La Française Bank
Listing Bank	BNP Paribas Securities Services - Luxembourg Branch
Security Agent	BNP Paribas Securities Services
Corporate Service Provider	Structured Finance Management (Luxembourg) S.A.

Jarna Issuance Vehicle S.A.

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DIRECTORS' REPORT

Dear Sole Shareholder,

The Board of Directors is pleased to present the annual accounts of Jarna Issuance Vehicle S.A. (the "Company") for the financial year ended December 31, 2015.

General Information

The Company was incorporated in Luxembourg on January 16, 2015 for an unlimited duration as a "Société Anonyme" (S.A).

The corporate object of the Company is the securitisation (within the meaning of the Law of March 22, 2004 on securitisations) of assets of any type or nature.

Activity of the year

During 2015, the Company has entered into a note issuance programme for an aggregate amount of up to EUR 2 billion. With the proceeds from the note issuance the Company has invested in a portfolio of French and Italian Government Bonds and Swaps traded with La Française Bank.

The creation of compartments was approved for each series of notes to be issued by the Company, representing a separate and distinct part of the Company's estate. As at December 31, 2015, the total of number of new issuances was 6.

Future developments

In 2016, similar transactions are expected.

Acquisition of own shares

During the year ended December 31, 2015 the Company has not purchased any of its own shares.

Research and development activities

The Company was not involved in any kind of research or development activities during the year ended December 31, 2015.

Branches of the Company

The Company does not have any branches.

Subsequent events

The registered office of the Company has been transferred from 9B, Boulevard Prince Henri L-1724 Luxembourg to 287-289 Route d'Arlon, L-1150 Luxembourg with effective date February 29, 2016.

There are no other events occurring subsequent to December 31, 2015 that would have an impact on these annual accounts.

CORPORATE GOVERNANCE STATEMENT

The Company follows the Principles of Corporate Governance of the Luxembourg Stock Exchange.

Composition of the Board:

The Company is managed by Board of Directors composed of three members, represented by:

- Lara Nasato;
- Arnaud Sarfati;
- Pascal Le Bras.

Conflict of interest and business ethics rules

The Company expects undivided loyalty from its directors. The directors may not engage in any activities which could conflict with the Company's business interests. A Director must take no action on Company's behalf which the Director knows or suspects violate any applicable law or regulation.

Financial Reporting, Internal Control and Risk Management

The Board of Directors has overall responsibility for the Company's internal control and risk management, and the preparation of the annual accounts.

The Company has no own employees. Corporate and domiciliation services are provided by Structured Finance Management (Luxembourg) S.A. ("SFM"), a regulated service provider, which is supervised by the CSSF.

SFM is using a database where critical dates such as reporting to the CSSF, Stock Exchanges or other institutions are monitored by the management of the Company on a monthly basis.

SFM proceeds to due diligence for each arranger before accepting the clients.

Principal risks and uncertainties faced by the Company

The Directors are responsible for the Company's risk management systems which are designed to identify, manage and mitigate potential financial risks to the business of the Company. The principal risks and uncertainties facing the Company are grouped into external risks, which may occur in the markets or the environment in which we operate, and operational risks, which are related to internal activity linked to our own operations and internal controls.

Financial highlights

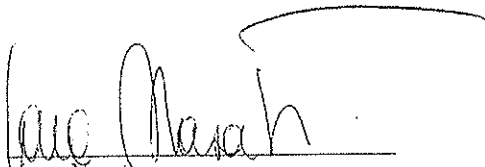
	2015 EUR
Total Assets	363.638.401
Notes Issued	358.791.917
Net Profit/(Loss) for the financial year	NIL
Compartments	6

CORPORATE GOVERNANCE STATEMENT (Continued)

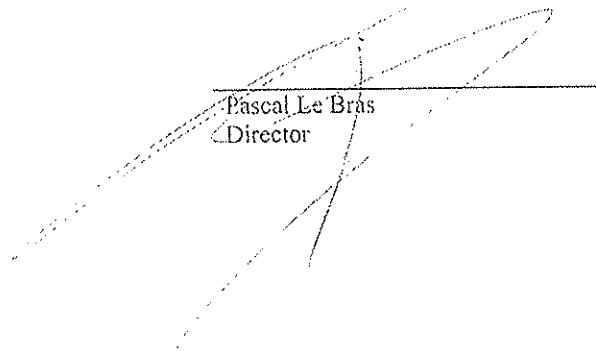
Statement of Directors' Responsibilities

The directors confirm that to the best of their knowledge:

- The annual accounts are prepared in accordance with the Luxembourg accounting standards. They give a true and fair view of the assets, liabilities, financial position and result of the Company.
- The summary of activities includes a fair review of the information required by the Disclosure and Transparency Rules of the CSSF.
- The Directors' report includes a fair review of the development and performance of the business and adequately describes the principal risks and uncertainties faced by the Company.



Lara Nasato
Director



Pascal Le Bras
Director

Deloitte

To the Sole Shareholder of
Jarna Issuance Vehicle S.A.
287 - 289 Route d'Arlon
L-1150 Luxembourg

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REPORT OF THE REVISEUR D'ENTREPRISES AGREE

Following our appointment by the Board of Directors, we have audited the accompanying annual accounts of Jarna Issuance Vehicle S.A., which comprise the combined balance sheet as at December 31, 2015 and the combined profit and loss account for the period from January 16, 2015 (date of incorporation) to December 31, 2015 and a summary of significant accounting policies and other explanatory information.

Responsibility of the Board of Directors for the annual accounts

The Board of Directors is responsible for the preparation and fair presentation of these annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

Responsibility of the réviseur d'entreprises agréé

Our responsibility is to express an opinion on these annual accounts based on our audit. We conducted our audit in accordance with International Standards on Auditing as adopted for Luxembourg by the Commission de Surveillance du Secteur Financier. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the annual accounts are free from material misstatement.

Deloitte

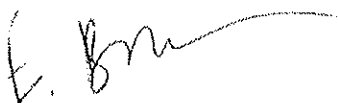
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts. The procedures selected depend on the réviseur d'entreprises agréé's judgement, including the assessment of the risks of material misstatement of the annual accounts, whether due to fraud or error. In making those risk assessments, the *réviseur d'entreprises agréé* considers internal control relevant to the entity's preparation and fair presentation of the annual accounts in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors, as well as evaluating the overall presentation of the annual accounts.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the annual accounts give a true and fair view of the financial position of Jarna Issuance Vehicle S.A. as of December 31, 2015, and of the results of its operations for the period then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the annual accounts.

For Deloitte Audit, *Cabinet de révision agréé*



Ekaterina Volotovskaya, *Réviseur d'entreprises agréé*
Partner

July 19, 2016

Jarna Issuance Vehicle S.A.
NOTES TO THE ANNUAL ACCOUNTS
- continued -

NOTE 1 - GENERAL INFORMATION

Jarna Issuance Vehicle S.A., (the “Company”) was incorporated as a “Société Anonyme” (S.A.) in Luxembourg on January 16, 2015 within the definition of the Luxembourg Law of August 10, 1915, as amended on commercial companies for an unlimited period of time. The Company has its address at 287-289, route d’Arlon, L-1150 Luxembourg and is registered at the Luxembourg Commercial Register under the number R.C.S n° B193992.

The financial year of the Company runs from January 1 until December 31 of each year except for the first financial year which started on January 16, 2015 (date of incorporation) and ended December 31, 2015.

The corporate objects of the Company are to enter into, perform and serve as a vehicle for, any securitisation transactions as permitted under the Securitisation Law 2004.

The Company may enter into any transaction by which it acquires or assumes, directly or indirectly or through another entity, risks relating to claims or assets, including loans, receivables, other assets or liabilities of third parties or inherent to all or part of the activities carried out by third parties. The acquisition or assumption of such risks by the Company will be financed by the issuance of securities by itself or by another securitisation entity the value or return of which depend on the risks acquired or assumed by the Company.

The Company may, within the limits of the Securitisation Act 2004 and in accordance with the provisions of the relevant issue documentation of the securities, assign or arrange for the assignment of the underlying assets and risks which guarantee the rights of the relevant investors.

Compartments

The Board of Directors of the Company may, in accordance with the terms of the Securitisation Law, and in particular its article 5, create one or more compartments within the Company. Each compartment shall, unless otherwise provided for in the resolution of the Board of Directors creating such compartment, correspond to a distinct part of the assets and liabilities in respect of the corresponding funding. The resolutions of the Board of Directors creating one or more compartments within the Company, as well as any subsequent amendments thereto, shall be binding as of the date of such resolutions against any third party.

Jarna Issuance Vehicle S.A.
NOTES TO THE ANNUAL ACCOUNTS

- continued -

NOTE 1 - GENERAL INFORMATION (Continued)

As between investors, each compartment of the Company shall be treated as a separate entity. Rights of creditors and investors of the Company that (i) relate to a compartment or (ii) have arisen in connection with the creation, the operation or the liquidation of a compartment are strictly limited to the assets of that compartment which shall be exclusively available to satisfy such creditors and investors. Creditors and investors of the Company whose rights are not related to a specific compartment of the Company shall have no rights to the assets of any such compartment.

Unless otherwise provided for in the resolution of the Board of Directors of the Company creating such compartment, no resolution of the Board of Directors of the Company may amend the resolution creating such compartment or to directly affect the rights of the creditors and investors whose rights relate to such compartment without the prior approval of the creditors and investors whose rights relate to such compartment. Any decision of the Board of Directors taken in breach of this provision shall be void.

Without prejudice to what is stated in the preceding paragraph, each compartment of the Company may be separately liquidated without such liquidation resulting in the liquidation of another compartment of the Company or of the Company itself.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1. Accounts preparation

The annual accounts have been prepared in accordance with generally accepted accounting principles and in agreement with the laws and regulations in force in the Grand-Duchy of Luxembourg.

Each compartment shall be treated as a separate legal entity when considering the rights and obligations of the noteholders of any specific collateralised debt transaction issued by the Company.

Accordingly, the annual accounts of the Company disclose the balance sheet and profit and loss account specific to each compartment as a single legal entity as well as the combined balance sheet and profit and loss account of the Company.

2.2 Formation expenses

The formation expenses of the Company are directly charged to the profit and loss account of the year in which they are incurred.

Jarna Issuance Vehicle S.A.
NOTES TO THE ANNUAL ACCOUNTS

- continued -

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Valuation

- Financial fixed assets

Securities held as financial fixed assets are valued at market value as at balance sheet date.

- Other investments

Other investments are composed of swaps, which are valued at market value as at balance sheet date.

- Debenture loans

The notes issued by the Company are initially recorded at issue price and subsequently adjusted based on the valuation of the related financial asset, the notes being economically linked to the performance of the underlying assets.

2.4 Other debtors

Other debtors are composed of interests recorded on accrual basis and other receivables due by LFB.

2.5 Provisions

Provisions are intended to cover losses or debts, the nature of which, is clearly defined and which, at the balance sheet date, are either likely to be incurred but uncertain as to their amount or as to the date on which they will arise.

2.6. Interest income and expenses

Interest income and expenses are recorded on accrual basis in the case of fixed coupon. A provision has been recorded based on EuroStoxx 50 value 31.12.2015 to comply with prudency principle for indexed coupon (income and expense).

2.7 Translation of foreign currencies

The Company maintains its accounts in Euro ("EUR") and the annual accounts are expressed in this currency. Amounts in foreign currencies are translated into EUR on the following basis:

- Assets and liabilities items denominated in a currency other than EUR are translated at the rate of exchange prevailing on the balance sheet date;
- Income and expenses denominated in a currency other than EUR are translated into EUR at the exchange rates effective at the time of the transaction

Jarna Issuance Vehicle S.A.
NOTES TO THE ANNUAL ACCOUNTS
 For the period from January 16, 2015 to December 31, 2015

(in EUR)

– continued –

NOTE 3 – BALANCE SHEET AND PROFIT AND LOSS ACCOUNT PER COMPARTMENTS

BALANCE SHEET

	Notes	Combined 31/12/2015	General Compt 31/12/2015	Compt 1 EUR 31/12/2015	Compt 2 EUR 31/12/2015	Compt 3 EUR 31/12/2015	Compt 4 EUR 31/12/2015	Compt 5 EUR 31/12/2015	Compt 6 EUR 31/12/2015
ASSETS									
C. Fixed assets									
III. Financial fixed assets									
5. Securities and other financial instruments held as fixed assets	4	310.433.550	-	40.828.925	40.828.925	81.657.850	40.828.925	40.828.925	65.460.000
D. Current assets									
II. Debtors									
4. Other receivables									
a) becoming due and payable in within one year	5	4.879.194	85.331	1.189.590	1.031.558	304.389	301.243	441.139	1.525.944
b) becoming due and payable after more than one year	6	48.294.651	-	8.458.000	8.449.500	8.618.000	5.310.600	7.039.475	10.419.076
IV. Cash at bank and in hand		31.006	30.984	-	-	23	-	-	-
TOTAL ASSETS		363.638.401	116.315	50.476.515	50.309.983	90.580.261	46.440.768	48.309.539	77.405.020
LIABILITIES									
A. Capital and reserves									
I. Subscribed capital	7	31.000	31.000	-	-	-	-	-	-
VI. Profit and loss for the financial year									
C. Provisions									
2. Provision for taxation	15	31.925	31.925	-	-	-	-	-	-
3. Other provision	15	2.675	2.675	-	-	-	-	-	-
		29.250	29.250	-	-	-	-	-	-
D. Non subordinated debts									
I. Debenture loans									
a) Non convertible loans									
ii) becoming due and payable after more than one year	9	358.791.917	-	49.286.925	49.278.425	90.339.566	46.139.525	47.868.400	75.879.076
6. Amount owed to affiliated undertaking		4.680.000	-	1.175.000	1.025.000	230.000	295.000	435.000	1.520.000
9. Other creditors									
a) becoming due and payable within one year		103.560	53.390	14.590	6.538	10.695	6.243	6.139	5.944
TOTAL LIABILITIES		363.638.401	116.315	50.476.515	50.309.983	90.580.261	46.440.768	48.309.539	77.405.020

Jarna Isstiance Vehicle S.A.
NOTES TO THE ANNUAL ACCOUNTS
 For the period from January 16, 2015 to December 31, 2015

(in EUR)

– continued –

NOTE 3 - BALANCE SHEET AND PROFIT AND LOSS ACCOUNT PER COMPARTMENTS (Continued)

PROFIT AND LOSS ACCOUNT

	Notes	Combined EUR	General Compt EUR	Compt 1 EUR	Compt 2 EUR	Compt 3 EUR	Compt 4 EUR	Compt 5 EUR	Compt 6 EUR
2. Other external charges	10	132.269	82.121	14.590	6.558	10.673	6.243	6.139	5.944
6. Value adjustments and fair value adjustments on financial fixed assets	4	17.239.725	-	1.571.075	2.541.925	9.782.150	3.148.575	-	196.800
8. Interest payable and similar charges	11	22.147.404	-	1.175.000	1.704.650	5.840.405	3.506.900	4.475.525	5.444.924
b) other interest and similar financial charges	11	22.147.404	-	1.175.000	1.704.650	5.840.405	3.506.900	4.475.525	5.444.924
11. Income tax	15	3.210	3.210	-	-	-	-	-	-
TOTAL CHARGES		39.522.607	85.331	2.760.665	4.253.133	15.633.228	6.661.718	4.481.664	5.646.868

I N C O M E

5. Other operating income	10	135.479	85.331	14.590	6.558	10.673	6.243	6.139	5.944
6. Income from financial fixed assets		2.641.045	-	-	-	732.120	-	1.908.925	-
b) other income from participating interests	12	2.641.045	-	-	-	732.120	-	1.908.925	-
8. Other interests and other financial income		36.746.083	-	2.746.075	4.246.575	14.890.434	6.655.475	2.566.600	5.640.924
b) other interest and similar financial income	13	36.746.083	-	2.746.075	4.246.575	14.890.434	6.655.475	2.566.600	5.640.924
TOTAL INCOME		39.522.607	85.331	2.760.665	4.253.133	15.633.228	6.661.718	4.481.664	5.646.868

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

- continued -

NOTE 4 - FINANCIAL FIXED ASSETS

The portfolio is composed of zero coupon bonds issued by the France and Italy as follows:

	ISIN	CCY	Maturity	Nominal	Purchase price	Cost	Market Value	Unrealised (loss)	Unrealised gain
Compt. 1	FR0010810218	EUR	25/04/2029	50.000.000	84,80%	42.400.000	40.828.925,00	(1.571.075)	-
Compt. 2	FR0010810218	EUR	25/04/2029	50.000.000	86,74%	43.370.850	40.828.925,00	(2.541.925)	-
Compt. 3	FR0010810218	EUR	25/04/2029	100.000.000	91,44%	91.440.000	81.657.850,00	(9.782.150)	-
Compt. 4	FR0010810218	EUR	25/04/2029	50.000.000	87,96%	43.977.500	40.828.925,00	(3.148.575)	-
Compt. 5	FR0010810218	EUR	25/04/2029	50.000.000	77,84%	38.920.000	40.828.925,00	-	1.908.925
Compt. 6	IT0004848443	EUR	01/11/2026	80.000.000	82,07%	65.656.000	65.460.000,00	(196.000)	-
						325.764.350	310.433.550	(17.239.725)	1.908.925

NOTE 5 - OTHER DEBTORS

Other debtors due and payable within one year are composed as follows:

Other receivables	135.479
Accrued interest on Swap	4.743.716
Balance as at December 31, 2015	4.879.195

Other receivables are composed of operating fees reimbursed by La Française Bank in connexion with the contract "Contrat d'arrangeur & d'agent payeur des frais".

NOTE 6 - OTHER INVESTMENTS

Other investments are composed of swaps (Equity Index-linked swaps). There is one swap per compartment and can be analysed as follows are as follows:

		Opening balance	Additions during the year	Value adjustments	Ending balance
Compt. 1	EUR	-	7.600.000	858.000	8.458.000
Compt. 2	EUR	-	9.129.150	(679.650)	8.449.500
Compt. 3	EUR	-	13.560.000	(4.942.000)	8.618.000
Compt. 4	EUR	-	8.522.500	(3.211.900)	5.310.600
Compt. 5	EUR	-	11.080.000	(4.040.525)	7.039.475
Compt. 6	EUR	-	14.344.000	(3.924.924)	10.419.076
Total	EUR	-	64.235.650	(15.940.999)	48.294.651

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

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NOTE 7 - SUBSCRIBED CAPITAL

As at December 31, 2015, the Company has issued and fully paid up capital of EUR 31.000 represented by 310 ordinary shares of a par value of EUR 100 each.

NOTE 8 - LEGAL RESERVE

Under Luxembourg law, the Company must appropriate at least 5% of its statutory net profit to a non-distributable reserve until the aggregate reserve reaches 10% of the subscribed share capital.

As at December 31, 2015, the result of the Company was NIL and therefore there was no allocation to the legal reserve account.

NOTE 9 - DEBENTURE LOANS

Debenture loans are recorded at Fair Value. The value of the debenture loans is directly linked to the value of financial fixed assets and value of "other investments" (swaps).

Interest expenses on notes are based on index hybrid coupon paid annually.

As at December 31, 2015, the Company has issued following notes per compartment:

	ISIN	CCY	Nominal	Maturity	Cost	Unrealised gain / (loss)	Fair Value as at 31.12.2015
Compt. 1	FR0012519635	EUR	50.000.000	09/05/2029	50.000.000	(713.075)	49.286.925
Compt. 2	FR0012598498	EUR	50.000.000	09/05/2029	52.500.000	(3.221.575)	49.278.425
Compt. 3	FR0012696227	EUR	100.000.000	09/05/2029	105.000.000	(14.660.434)	90.339.566
Compt. 4	FR0012750404	EUR	50.000.000	09/05/2029	52.500.000	(6.360.475)	46.139.525
Compt. 5	FR0012870020	EUR	50.000.000	09/05/2029	50.000.000	(2.131.600)	47.868.400
Compt. 6	FR0013046653	EUR	80.000.000	09/11/2026	80.000.000	(4.120.924)	75.879.076
					390.000.000	(31.208.083)	358.791.917

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

- continued -

NOTE 10 - OTHER EXTERNAL CHARGES AND OTHER OPERATING INCOME

As at December 31, 2015, other external charges and other operation income are composed as follows:

Other external charges

Legal fees	12.767
Accounting and audit fees	53.084
Custody fees	10.766
Listing fees	33.570
Pricing fees	2.915
Other fees	19.167
Total Balance	132.269

Other Operating income

Reimbursement of other external charges	132.269
Reimbursement of taxes	3.210
Total Balance	135.479

Following the agreement "Contrat d'arrangeur & d'agent payeur des frais" dated July 20, 2015; all the administrative and other expenses incurred by the Company are paid by La Francaise Bank.

NOTE 11 - INTEREST AND OTHER FINANCIAL CHARGES

As at December 31, 2015, interest and other financial charges are composed as follows:

Interest	5.348.382
Unrealised losses on swaps	16.798.999
Other financial charges	23
Total Balance	22.147.404

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

- continued -

NOTE 12 - INCOME FROM FINANCIAL FIXED ASSETS

As at December 31, 2015, income from financial fixed assets is composed as follows:

Interests on Assets	732.120
Unrealised gain on Assets	<u>1.908.925</u>
Total Balance	2.641.045

NOTE 13 - OTHER INTEREST AND OTHER FINANCIAL INCOME

As at December 31, 2015, other interest and other financial income are composed as follows:

		Unrealised gain on Swaps	Interest on Swap	Unrealised gain on Notes	Total
Compt. 1	EUR	858.000	1.175.000	713.075	2.746.075
Compt. 2	EUR	-	1.025.000	3.221.575	4.246.575
Compt. 3	EUR	-	230.000	14.660.434	14.890.434
Compt. 4	EUR	-	295.000	6.360.475	6.655.475
Compt. 5	EUR	-	435.000	2.131.600	2.566.600
Compt. 6	EUR	-	1.520.000	4.120.924	5.640.924
Total	EUR	858.000	4.680.000	31.208.083	36.746.083

NOTE 14 - OFF BALANCE SHEET1) Repo and Reverse Repo Agreements :

Based on the terms and conditions of the renewable Repo Agreement between the "Compartment 3 - Jarna TRI Equity Coupon" of the Company and Caisse Federale du Credit Mutuel Nord Europe (hereafter "CMNE") dated April 24, 2015*, it has been agreed that:

The Company on behalf of its Compartment 3 will give to CMNE:

Securities	ISIN code	Nominal	Value of securities
Government Bonds	FR0010810218	100.000.000 EUR	80.700.000 EUR

(*) as amended on June 19, 2015 and July 21, 2015

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

- continued -

NOTE 14 - OFF BALANCE SHEET (Continued)

CMNE will give to the Company:

Securities	ISIN code	Quantity of securities	Value of securities
CMNE Home Loans FCT	FR0011251727	variable	80.700.000 EUR

Cession and retrocession price :

- Initial Cession price: EUR 80.700.000
- Retrocession price: EUR 80.700.000 + interests

Final date of cession: April 22, 2019

Final date of retrocession: July 22, 2019

This exchange will generate the following interest income for the Company: Interest: Euribor 3 months + spread of 0.4%

Based on terms and conditions described above the flows of the operations will be compensated and netted. Each party agreed to compensate their pro-rata payment obligations under each Repo operation in the same currency of reference provided that such payments are made from the same reciprocal manner for each day of operation of the pension board.

In addition, the parties agree to compensate pro-rata payment obligations in the same currency of reference provided that such payments are made from the same day reciprocal way for this board and linked Repo. Linked pension means the confirmation of the pension by the board, dated June 22, 2015 entered between CMNE as transferee and Jarna as transferor and on whose final retrocession date will be July 22, 2019.

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

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NOTE 14 - OFF BALANCE SHEET (Continued)2) Swaps

As at December 31, 2015, the Company has entered into following's equity index linked swap transactions:

		Initial date	Termination date	Notional amounts
Compt. 1	EUR	06/02/2015	30/04/2029	50.000.000
Compt. 2	EUR	05/03/2015	30/04/2029	50.000.000
Compt. 3	EUR	28/04/2015	17/04/2029	70.000.000
Compt. 4	EUR	04/06/2015	09/05/2029	35.000.000
Compt. 5	EUR	11/06/2015	09/05/2029	42.500.000
Compt. 6	EUR	26/10/2015	09/11/2026	69.200.000
Total	EUR			316.700.000

The counterparty of the swaps is La Française Bank;
Terms and Conditions of swaps are linked to Terms and Conditions of the notes issued.

The underlying index is composed of EURO STOXX 50 (included index based on EUR/USD exchange rate for compartments 1 and 2)

3) Collateral received in the context of swaps

In the context of the Swap agreements, the Company receives securities in collateral to mitigate the counterparty risk. The amount of securities given varies accordingly to the value of the swap.

As at December 31, 2015 the quantities of collateral per Compartment are as follows:

Compartment	ISIN	Name of security received	Quantity
1	FR0119105809	BTAN 2.25% 25/02/16	8.973.264
1	FR0123283741	BTF 13/04/16	330.000
2	FR0119105809	BTAN 2.25% 25/02/16	8.705.340
2	FR0123283741	BTF 13/04/16	400.000
3	FR0119105809	BTAN 2.25% 25/02/16	8.114.325

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

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3	FR0123283741	BTF 13/04/16	440.000
4	FR0119105809	BTAN 2.25% 25/02/16	5.140.000
4	FR0123283741	BTF 13/04/16	290.000
5	FR0119105809	BTAN 2.25% 25/02/16	6.496.134
5	FR0123283741	BTF 13/04/16	720.000
6	FR0119105809	BTAN 2.25% 25/02/16	10.730.000
6	FR0123283741	BTF 13/04/16	690.000

NOTE 15 - TAX ON PROFIT AND LOSS

The Company is subject to all taxes applicable to commercial companies in Luxembourg incorporated under the Securitisation Law of March 22, 2004.

Jarna Issuance Vehicle S.A.

NOTES TO THE ANNUAL ACCOUNTS

For the period from January 16, 2015 to December 31, 2015

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NOTE 16 - EMPLOYEES

The Company did not employ any personnel during the year. No compensation has been paid, nor is due to be paid to the Directors.

NOTE 17 - SUBSEQUENT EVENTS

The registered office of the Company has been transferred from 9B, Boulevard Prince Henri L-1724 Luxembourg to 287-289 Route d'Arlon, L-1150 Luxembourg with effective date February 29, 2016.

There are no other events occurring subsequent to December 31, 2015 that would have an impact on these annual accounts.

NOTE 18 - PARENT COMPANY

The annual accounts of the Company are included in the consolidated financial statements of Groupe Crédit Mutuel Nord Europe, having its registered office 4 Place Richebé – 59000 Lille – France. The consolidated financial statements are available at the registered office of Crédit Mutuel Nord Europe.

The Company's ultimate parent company is Crédit Mutuel Nord Europe with its registered office at 4 Place Richebé – 59000 Lille - France.

The consolidated accounts of the ultimate parent company can be obtained from the corresponding address above.

Jarna Issuance Vehicle S.A.

II. ANNEX TO THE FINANCIAL STATEMENTS AS OF 31-12-2015

The members of the administration and management bodies have not received any payments or loans from the Company. Additionally, no guarantee of any kind has been made on behalf of the members of the administration of management bodies.

III. PUBLICATION OF THE ARTICLES

The Company has been incorporated by Notary Jean-Paul Meyers, residing in Rambrouch (Grand Duchy of Luxembourg) on January 16th, 2015. The publication has been made in the Memorial Recueil Special C N° 628 dated March 6th, 2015 page 30123.

IV. MANAGERS AS OF 31-12-2015

- Pascal Le Bras, Director, residing in Grand Duchy of Luxembourg
- Arnaud Sarfati, Director, residing in France
- Lara Nasato, Director, residing in Grand Duchy of Luxembourg

V. EXTERNAL AUDITOR AS OF 31-12-2015

- Deloitte Audit S.à r.l. with registered office in Luxembourg.

VI. Excerpt of the Annual General Meeting of Shareholders dated July 29th, 2016

Resolution:

The Meeting resolves to approve the balance sheet and profit and loss account for the financial year ended December 31st, 2015 and as the result for the financial year is zero no allocation will take place.