



*Commission de Surveillance  
du Secteur Financier*

**Certificate of Approval of a Prospectus  
in accordance with the Luxembourg Law on Prospectuses for Securities  
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

**To:**

Finanzmarktaufsicht (FMA) (Austria)  
Autorité des services et marchés financiers (FSMA) (Belgium)  
Autorité des Marchés Financiers (AMF) (France)  
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)  
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)  
Autoriteit Financiële Markten (AFM) (The Netherlands)

**From:**

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 25 June 2014.

**Name of Issuer(s):**

Exane Finance S.A.

**Registered Office(s)/Seat(s):**

Paris, France

**Type of Securities:**

Programme d'émission de Titres de Créance

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

V, VI, XI, XII, XIII, XX, XXII, XXX

**Guarantor(s) (if any):**

Exane Derivatives

We note that the approved document has been fully drawn up in French and also fully drawn up in English.

**Attachment(s):**

Prospectus (which includes the French translation of the summary)

Dutch translation of the summary

German translation of the summary

Italian translation of the summary

Ref.: C-15917

Luxembourg, 30 June 2014

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