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Total Capital

Period from January 1 to September 30, 2014

Statutory auditors' review report on the interim financial statements

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Membre de la compagnie
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Commissaire aux Comptes
Membre de la compagnie
régionale de Versailles

Total Capital

Period from January 1 to September 30, 2014

Statutory auditors' review report on the interim financial statements

To the Chief Executive Director,

In our capacity as statutory auditors of Total Capital and in accordance with your request, we have performed a review of the accompanying interim financial statements of Total Capital for the period from January 1 to September 30, 2014.

Management is responsible for the preparation and fair presentation of these interim financial statements. As they are not intended to be presented to the shareholders, they have not been approved by the board of directors. Our role is to express a conclusion on these financial statements based on our review.

We conducted our review in accordance with professional standards applicable in France. A review consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the interim financial statements do not give a true and fair view of the assets, liabilities and financial position of the company, and the results of its operations for the period ended September 30, 2014, in accordance with accounting rules and principles applicable in France.

Paris-La Défense, October 28, 2014

The statutory auditors
French original signed by

KPMG Audit

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Michel Piette

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**TOTAL CAPITAL
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**FINANCIAL STATEMENTS
AS OF 30 SEPTEMBER 2014**

TOTAL CAPITAL

- BALANCE SHEET AS OF 30 SEPTEMBER 2014
- INCOME STATEMENT AS OF 30 SEPTEMBER 2014
- CASH FLOW STATEMENT AS OF 30 SEPTEMBER 2014
- APPENDIX

TOTAL CAPITAL

**BALANCE SHEET
AS OF 30 SEPTEMBER 2014**

TOTAL CAPITAL

(in euros)

BALANCE SHEET AS OF 30 September 2014

ASSETS	30-Sep-14		31-Dec-13	LIABILITIES	30-Sep-14	31-Dec-13
	Gross	Amortizations and depreciations				
FIXED ASSETS				SHAREHOLDERS' EQUITY (note 4)		
FINANCIAL ASSETS (note 2)	12,404,654,245		13,187,927,425	Capital	300,000	300,000
Long-term loans after swaps	8,258,787,512		7,791,346,734	Reserves	645,871	551,061
Drawdowns on credit facilities	4,108,621,630		5,347,919,753	Legal Reserves	30,000	30,000
Accrued interests on long-term loans after swaps	29,276,043		36,929,852	Retained Earnings	615,871	521,061
Accrued interests on credit facilities	7,969,060		11,731,076	Income for fiscal year N-1		
				Income for fiscal year N	770,779	1,994,710
SUB TOTAL I	12,404,654,245		13,187,927,425	SUB TOTAL I	1,716,650	2,845,771
CURRENT ASSETS				PROVISIONS		
				SUB TOTAL II		
ACCOUNTS RECEIVABLE (note 3)	1,270,354,678		1,230,190,647	LIABILITIES		
Current accounts and inter-company loans	1,133,639,662		1,159,092,560	Debtenture loans and similar debt debentures (note 5)	12,403,753,319	13,186,962,865
Related accounts receivable	41,024		83,516	Debtenture loans after hedge swaps	12,367,409,142	13,139,266,487
Other receivables	403,957		870,084	Accrued interests on debtenture loans after swaps	36,344,177	47,686,368
Accrued income / dedicated swaps	136,235,930		70,134,367	Miscellaneous borrowings and financial debts (note 6)	1,268,172,539	1,228,072,724
Cash available	34,105		120	Commercial Papers		
				Security Deposits	1,130,700,000	1,157,150,000
				Creditor current accounts	980,349	617,378
				Related accounts payables / miscellaneous financial debts		170,989
				Accrued liabilities / dedicated swaps	136,492,190	70,134,356
				Dividends payable		
				Other payables		
				Operating Liabilities (note 7)	1,366,414	246,712
				Trade notes and accounts payable	1,366,414	76,506
				Tax and social liabilities		170,206
SUB TOTAL II	1,270,354,678		1,230,190,647	SUB TOTAL III	13,673,292,273	14,415,272,301
PREPAID EXPENSES III				PREPAID INCOME IV		
TOTAL (I+II+III)	13,675,008,923		14,418,118,072	TOTAL (I+II+III+IV)	EUR	14,418,118,072

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**INCOME STATEMENT
AS OF 30 SEPTEMBER 2014**

TOTAL CAPITAL

(in Euros)

INCOME STATEMENT AS OF 30 SEPTEMBER 2014

	30-Sep-14	31-Dec-13	30-Sep-13	INCOME	30-Sep-14	31-Dec-13	30-Jun-13
EXPENSES							
OPERATING EXPENSES (note 8)				OPERATING INCOME			
External expenses	3,091,276	4,262,112	3,240,172	Miscellaneous income			
Taxes	0	110,532	110,000				
SUB TOTAL I	3,091,276	4,372,644	3,350,172	SUB TOTAL I	0	0	0
FINANCIAL EXPENSES (note 9)				FINANCIAL INCOME (note 10)			
Interests on debenture loans after swaps	172,197,212	254,455,056	192,125,843	Interests on loans after swaps	60,072,268	78,451,689	59,486,094
Interests on commercial papers	368,319	1,335,453	1,240,480	Interests on long-term loans	89,859,161	112,618,069	83,563,714
Interests on Billets de Trésorerie				Interests on credit facilities	26,706,227	70,397,951	54,330,455
Interests on loans				Interests on inter-company loans			
Interests on current accounts	4,049	509	448	Interests on current accounts	1,767,647	2,856,367	2,313,870
Interests on deposits and security deposits	1,254,163	1,261,767	871,221	Interests on deposits and security deposits			
Interests on dedicated swaps	260,730,385	161,672,968	105,264,250	Income from dedicated swaps	260,474,220	161,694,293	105,223,608
Other financial expenses	254,914	366,296	275,524	Other interests and similar income	256,413	366,296	275,524
Foreign exchange loss	89,191		0	Foreign exchange income	9,741	53,475	37,065
Diverse financial expenses				Diverse financial interests		30,412	30,412
SUB TOTAL II	434,898,233	419,092,049	299,777,766	SUB TOTAL II	439,145,678	426,468,552	305,260,742
EXTRAORDINARY EXPENSES				EXTRAORDINARY INCOME			
SUB TOTAL III	0	0	0	SUB TOTAL III	0	0	0
INCOME TAX IV	385,390	1,009,149	715,512	NET LOSS FOR THE FISCAL YEAR			
NET INCOME FOR THE PERIOD	770,779	1,994,710	1,417,293	TOTAL	439,145,678	426,468,552	305,260,742

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**CASH FLOW STATEMENT
AS OF 30 SEPTEMBER 2014**

CASH FLOW STATEMENT

in thousands of euros

	30-Sep-14	31-Dec-13
<u>OPERATING CASH FLOW</u>		
Fiscal period income as of 31.12.2013		1,995
Fiscal period income as of 30.09.2014	771	
Minus (plus) working capital required	296	-91
Net Operating Cash Flow	1,067	1,904
<u>INVESTMENT CASH FLOW</u>		
Increase in long-term loans	-190,208	-859,626
Repayment of long-term loans	1,546,880	3,391,173
Net Investment Cash Flow	1,356,672	2,531,547
<u>FINANCING CASH FLOW</u>		
Dividends paid	-1,900	-3,200
Net loans issued	-1,507,518	-2,460,243
Changes in short-term financial liabilities	41,341	-750,650
Changes in short-term receivables	-40,710	751,754
Net Financing Cash Flow	-1,508,787	-2,462,339
Cash increase (decrease)	-151,048	71,112
Impact of foreign exchange fluctuations	151,048	-71,112
Cash at the beginning of the period	0	0
Cash at the end of the period	0	0

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APPENDIX

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SIGNIFICANT EVENTS

In the first nine months 2014, Total Capital continued its activity on debt capital markets through various debt issuance programmes, together with a management of interest rate risk.

For short-term borrowings, Total Capital can issue under Commercial Papers programmes (US CP, EURO CP, GBP CP and CAD CP) and under a *Billets de Trésorerie* programme.

For long-term borrowings, Total Capital can issue along with TOTAL S.A., Total Capital Canada and Total Capital International as issuer under the EMTN programme in Europe (guaranteed by TOTAL S.A.), under a US SEC Registered Shelf programme in the United States (guaranteed by TOTAL S.A.) and under an AMTN programme in Australia (guaranteed by TOTAL S.A.). Total Capital can also issue on a stand-alone basis (guaranteed by TOTAL S.A.) on the Swiss market.

In the first nine months 2014, Total Capital did not issue any debenture loan.

Total Capital's issue programmes have a long term and a short term ratings by Standard and Poor's: AA-/A-1+ with a stable outlook, and by Moody's: Aa1/P-1 with a negative outlook. These ratings were made possible thanks to TOTAL S.A.'s guarantee granted to these programmes.

In addition to its financial activities, Total Capital concluded currency and interest rate transactions, with TOTAL S.A. affiliates as well as with external counterparties.

Note 1: ACCOUNTING RULES

GENERAL PRINCIPLES

The balance sheet and income statement are established in accordance with the provisions of French law and in compliance with generally accepted accounting principles used by corporations.

ACCOUNTING RULES AND METHODS

The long- and medium-term financing transactions within the Total group are recorded as financial assets according to their face value.

✓ Currency transactions

Given Total Capital's financial activities and the significant amount of its foreign currency inflows and outflows, Total Capital uses multi-currency accounting, as financial institutions do.

TOTAL CAPITAL

Therefore, at closing, Total Capital does not use translation adjustment accounts but revaluates balance sheet and off-balance sheet entries whose impact is recorded in the income statement.

The revaluation of long-term off-balance sheet items in foreign currencies is recorded in the balance sheet as the financial derivative instruments with which they match (debenture loans).

The revaluation of short-term off-balance sheet items in foreign currencies is recorded under "revenue receivables from the revaluation of off-balance sheet foreign exchange positions" or "expenses payables for the revaluation of off-balance sheet foreign exchange positions."

The foreign exchange positions are converted into euros based on the exchange rate at the end of the fiscal year.

✓ Interest Rate and Currency Financial Instruments

Outstanding transactions involving forward financial instruments are recognized as off-balance sheet liabilities. They consist primarily of interest rate and currency swap agreements negotiated for hedging purposes in order to manage Total Capital's exposure to fluctuations in interest rates and foreign exchange rates.

The interest differentials along with the premiums or discounts associated with these swaps or forward contracts are recorded, prorated over the period, in the income statement as financial expenses or income over the life of the items that they match.

A provision will be booked for possible losses relating to transactions where the accounting standards for hedging are not respected.

✓ Debenture loans

Debenture loans converted into US dollars or euros through individually paired swaps are shown after swaps in the balance sheet and in the income statement. They are converted at the closing rate on the date of the account statement. The profits and losses resulting from the conversion at the closing rate of the currency borrowings and currency swaps are recorded as revenue under the heading: Foreign Exchange Profits and Losses.

✓ Presentation of interests on swaps hedging debenture loans

Interests on debenture loans are presented net of swaps. This presentation establishes consistency between the profit and loss statement and the balance sheet (Debenture loans were presented after their reevaluation for foreign exchange variations on associated swaps) and enables a direct assessment of the final cost of debt. On the balance sheet, accrued interests on debenture loans are also disclosed net of accrued interests on swaps.

Note 2: FINANCIAL ASSETS

Long-term investments are comprised of:

- drawdowns on credit facilities in euros with TOTAL S.A. for a nominal amount of € 4.109 billion,
- long-term loans in US dollars with Total S.A. for a nominal amount of € 1.987 billion,
- variable-rate long-term loans in US dollars with Total Treasury for a nominal amount of € 1.698 billion,
- fix-rate long-term loans in yuan with avec Total Treasury for a nominal amount of € 0.138 billion,
- long-term loans in euros and US dollars with Total Finance for a nominal amount of € 4.371 billion.

Loans in euros are presented after swaps.

They are fully backed to the debenture loans after taking into account the issue swaps.

a) Changes in financial assets

in thousands of euros

FINANCIAL ASSETS	POSITION AT THE OPENING OF FISCAL YEAR	INCREASES ACQUISITIONS CONTRIBUTIONS	DECREASES DISPOSALS	GROSS VALUE AT CLOSING
Long-term loans after swaps	7,791,347	726,170	258,730	8,258,788
Drawdowns on credit facilities	5,347,920		1,239,298	4,108,622
Accrued interests on long-term loans (1)	36,929	29,468	37,121	29,276
Accrued interests on credit facilities	11,731	7,969	11,731	7,969
TOTAL	13,187,927	763,607	1,546,880	12,404,654

b) Financial assets repayment schedule

in thousands of euros

	GROSS AMOUNT	LESS THAN A YEAR	BETWEEN 1 AND 5 YEARS	MORE THAN 5 YEARS
Long-term loans after swaps	8,258,788	1,566,223	3,448,994	3,243,571
Drawdowns on credit facilities	4,108,622	1,517,308	2,591,314	
Accrued interests on long-term loans (1)	29,276	29,276		
Accrued interests on credit facilities	7,969	7,969		
TOTAL	12,404,654	3,120,775	6,040,308	3,243,571

(1) including accrued interests net of swaps associated with loans

Note 3: RECEIVABLES

89% of the accounts receivable are loans with Total Treasury amounting to € 1.134 billion.

Detail of Accounts Receivable

in thousands of euros

	GROSS AMOUNT	LESS THAN A YEAR	BETWEEN 1 AND 5 YEARS	MORE THAN 5 YEARS
Current accounts and inter-company loans	1,133,640	1,133,640		
Accrued interest (inter-company loans, current accounts) (2)	41	41		
Other receivables	404	404		
Accrued income on swaps and forward transactions	136,236	136,236		
Cash available	34	34		
TOTAL	1,270,355	1,270,355		

(2) Swaps made for the account of Total Capital Canada and Total Capital International. Accrued income on swaps associated with debenture loans or long-term loans is related to the interests from these debentures and loans

Note 4: SHAREHOLDERS' EQUITY**a) Changes in Shareholders' Equity**

in thousands of euros

2013	POSITION AT THE OPENING OF FISCAL YEAR	NET INCOME APPROPRIATION 2012	POSITION AS OF 31 December 2013
Share capital	300		300
Legal reserve	30		30
Retained earnings	453	68	521
Income for fiscal year 2012	3,268	-3,268	0
Dividend distribution		3,200	
Income as of 31 December 2013			1,995
TOTAL SHAREHOLDERS' EQUITY	4,051	0	2,846

in thousands of euros

2014	POSITION AT THE OPENING OF FISCAL YEAR	NET INCOME APPROPRIATION 2013	POSITION AS OF 30 September 2014
Share capital	300		300
Legal reserve	30		30
Retained earnings	521	95	616
Income for fiscal year 2013	1,995	-1,995	0
Dividend distribution		1,900	
Income as of 30/09/2014			771
TOTAL SHAREHOLDERS' EQUITY	2,846	0	1,717

b) Structure of the Share Capital

Total Capital comprises 30,000 shares with face value of € 10 each, held as follows:

TOTAL SA	29,994	shares representing	99.98%
DIRECTORS	6	shares representing	0.02%

NOTE 5: DEBENTURE LOANS AND SIMILAR DEBT DEBENTURES

The debenture loans are shown below first before conversion into US dollars or euros mainly with floating rate. They are redeemed at maturity.

NOMINAL IN SPECIFIC CURRENCY	CURRENCY	AS OF 30-September-2014				AS OF 31-DEC-2013	
		IN THOUSAND OF EUROS	LESS THAN A YEAR in thousand of euros	BETWEEN 1 AND 5 YEARS in thousand of euros	MORE THAN 5 YEARS in thousand of euros	NOMINAL IN SPECIFIC CURRENCY	IN THOUSAND OF EUROS
600,000,000	AUD	415,455	311,591	103,864		750,000,000	486,287
	CAD					150,000,000	102,243
2,575,000,000	CHF	2,134,627	1,160,574	974,053		2,575,000,000	2,097,589
1,065,000,000	CNY	137,843		137,843		1,065,000,000	127,559
3,500,000,000	EUR	3,500,000	550,000	1,500,000	1,450,000	4,650,000,000	4,650,000
800,000,000	GBP	1,029,204		1,029,204		800,000,000	959,578
750,000,000	HKD	76,734		76,734		1,146,000,000	107,170
5,000,000,000	JPY	36,203	36,203			13,000,000,000	89,829
100,000,000	NZD	61,694	61,694			200,000,000	119,318
7,050,000,000	USD	5,602,797	1,192,085	2,622,586	1,788,127	7,050,000,000	5,112,030
TOTAL		12,994,557	3,312,147	6,444,283	3,238,127		13,851,600

Most of the debenture loans have been swapped from fixed to floating rate into USD or EUR in order to match financing needs resulting from long term loans and drawdowns on credit facilities. The impacts of revaluation of swaps are presented below.

	AS OF 30-September-2014				AS OF 31-DEC-2013	
	IN THOUSAND OF EUROS	LESS THAN A YEAR in thousand of euros	BETWEEN 1 AND 5 YEARS in thousand of euros	MORE THAN 5 YEARS in thousand of euros	NOMINAL IN SPECIFIC CURRENCY	IN THOUSAND OF EUROS
Total debenture loans before hedge swaps	12,994,557	3,312,147	6,444,283	3,238,127		13,851,600
Impact of revaluation of hedge swaps	-627,147	-627,147				-712,334
Total debenture loans after hedge swaps	12,367,409	2,684,999	6,444,283	3,238,127		13,139,266
Interest accrued / debenture loans after swaps (1)	36,344	36,344				47,686
TOTAL	12,403,753	2,721,343	6,444,283	3,238,127		13,186,952

(1) including interest accrued on swaps associated with debenture loans

Note 6: MISCELLANEOUS BORROWINGS AND FINANCIAL DEBTS**Repayment schedule for miscellaneous borrowings and financial debts**

in thousands of euros

	30-Sep-14	LESS THAN A YEAR	BETWEEN 1 AND 5 YEARS	INCLUDING MORE THAN 5 YEARS	31-Dec-13
Commercial Papers					
Banks and security deposits (1)	1,130,700	1,130,700			1,157,150
Current account receivable	980	980			617
Related accounts payables / miscellaneous financial debts					171
Accrued liabilities / dedicated swaps (2)	136,492	136,492			70,134
Dividends payable					
TOTAL LIABILITIES	1,268,173	1,268,173	0	0	1,228,072

(1) Deposits made by banks in relation to margin call agreements to limit counterparty risk. It mainly concerns swaps associated with debenture loans.

(2) Accrued liabilities on dedicated swaps made for the account of Total Capital Canada and Total Capital International.

Note 7: OPERATING LIABILITIES**Repayment schedule for operating liabilities**

in thousands of euros

	30-Sep-14	LESS THAN A YEAR	BETWEEN 1 AND 5 YEARS	INCLUDING MORE THAN 5 YEARS	31-Dec-13
Trade notes and accounts payable	1,366	1,366			77
Taxes and social obligations					170
TOTAL LIABILITIES	1,366	1,366	0	0	247

Note 8: OPERATING EXPENSES

in thousands of euros

	30-Sep-14			31-dec-13			30-Sep-13		
	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total
External expenses	1,183	1,908	3,091	3,961	301	4,262	2,970	270	3,240
Taxes					111	111		110	110
TOTAL	1,183	1,908	3,091	3,961	412	4,373	2,970	380	3,350

Note 9: FINANCIAL EXPENSES

in thousands of euros

	30-Sep-14			31-dec-13			30-Sep-13		
	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total
Interests on Debenture Loans after swaps (1)	0	172,197	172,197	2,464	251,991	254,455		192,126	192,126
Interests on Commercial Papers		368	368		1,335	1,335		1,240	1,240
Interests on Billets de Trésorerie									
Interests on Current Accounts	4		4						
Interests on deposits and security deposits		1,254	1,254		1,262	1,262		871	871
Interests on dedicated Swaps (1)	199,027	61,703	260,730	123,182	38,491	161,673	83,015	22,249	105,264
Other expenses and similar charges	255		255	366		366	276		276
Various financial expenses									
Net foreign exchange losses (2)		89	89						
TOTAL	199,286	235,612	434,898	126,012	293,079	419,091	83,291	216,486	299,778

Note 10: FINANCIAL INCOME

in thousands of euros

	30-Sep-14			31-dec-13			30-Sep-13		
	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total	Affiliated Corporations	Others	Total
Interests on loans after swaps (1)	60,072		60,072	78,452		78,452	59,486		59,486
Interests on long-term loans	89,859		89,859	112,618		112,618	83,564		83,564
Interests on credit facilities	26,706		26,706	70,398		70,398	54,330		54,330
Interests on inter-company loans									
Interests on current accounts	1,768		1,768	2,856		2,856	2,314		2,314
Interests on bank deposits and security deposits									
Income from dedicated swaps (1)	21,638	238,836	260,474	39,318	122,376	161,694	23,052	82,171	105,224
Other Interests and similar income	1	255	256		366	366		276	276
Various financial income		10	10		30	30		30	30
Net foreign exchange profits (2)					54	54		37	37
TOTAL	200,044	239,102	439,146	303,642	122,826	426,468	222,746	82,514	305,261

(1) Liabilities and incomes from swaps associated with debenture loans or long-term loans are related to interests from these debentures and loans. They are presented after netting. Liabilities and incomes on swaps are interests attached to swaps made for the account of Total Capital Canada and Total Capital International.

(2) The foreign exchange profits and losses break up as follows:

in thousands of euros

	30-Sep-14	31-Dec-13	30-Sep-13
Foreign exchange losses	-274,764	-633,733	-478,840
Foreign exchange profits	274,674	633,787	478,877
TOTAL	-89	54	37

Note 11: OFF-BALANCE SHEET COMMITMENTS**a) Portfolio of derivative financial instruments**

The off-balance sheet commitments for derivative financial instruments are shown below.

These amounts establish the notional commitment without reflecting an underlying loss or gain.

in thousands of euros

MANAGEMENT OF INTEREST RATE RISK	30-Sep-14						31-Dec-13
	TOTAL	2014	2015	2016	2017	2018 and beyond	TOTAL
Swaps / hedging fixed interest bond issues *							
Notional amount	11,068,587	843,980	3,501,306	1,437,425	685,951	4,599,925	13,592,542
Swaps / hedging floating interest bond issues *							
Notional amount	1,346,847		136,615	114,000		1,096,232	3,074,857
Long-term cross-currency swaps							
Fixed interest rate lending swaps	10,519,299			213,400	492,076	9,813,823	4,091,974
Variable interest rate lending swaps							
Notional amount	10,620,900			242,656	566,322	9,811,922	3,055,408
Interest rate swaps							
Fixed interest rate lending swaps							
Notional amount	9,337,996			993,404	2,384,169	5,960,423	5,800,884
Variable interest rate lending swaps							
Notional amount	9,337,996			993,404	2,384,169	5,960,423	5,800,884

* Cross-currency swaps and interest-rate swaps matched to bonds

in thousands of euros

MANAGEMENT OF FOREIGN EXCHANGE RISK	30-Sep-14						31-Dec-13
	TOTAL	2014	2015	2016	2017	2018 and beyond	TOTAL
Foreign exchange swaps							
Notional amount	256,000	16,000	32,000	32,000	32,000	144,000	272,000
Forward currency contracts							
Notional amount							

b) Market valuation of derivative financial instruments

As of 30 September 2014, the details of the market valuation of derivative financial instruments are as follows:

in thousands of euros

	30-Sep-14	31-Dec-13
Swaps hedging bond issues	1,054,064	1,019,862
Short-term interest rate swaps	*	*
Forward currency financial instruments		

(*) The market value of the swaps is "ex coupon".

c) Other off-balance sheet commitments

in thousands of euros

COMMITMENT CATEGORY	30-Sep-14		31-Dec-13	
	Affiliated corporations	Others	Affiliated corporations	Others
Commitments given				
- Credit facilities granted	15,100,000		15,100,000	
- Drawdowns on credit facilities	-4,108,622		-5,347,920	
- Non-utilised credit facilities	10,991,378		9,752,080	
Commitments received				
- Credit facilities allocated				
- Drawdowns on credit facilities				
- Non-utilised credit facilities				

NOTE 12 : CONSOLIDATION

Total Capital's accounts are fully consolidated into the financial statements of the TOTAL S.A. Group.

NOTE 13 : FISCAL INTEGRATION

A fiscal integration agreement was signed between Total Capital and TOTAL S.A.. Thus since 1 January 2000, Total Capital, a subsidiary of TOTAL S.A., is included in the fiscal integration of TOTAL S.A..

NOTE 14: STAFF AND MANAGEMENT BODIES

Total Capital benefits from the technical and administrative assistance of staff from TOTAL S.A. and does not pay any remuneration to the members of the Board of Directors.