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*Département de KPMG S.A.*  
Commissaire aux comptes  
Membre de la Compagnie de Versailles

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**ERNST & YOUNG Audit**  
Commissaire aux comptes  
Membre de la Compagnie de Versailles  
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**Total Capital International S.A.**

**Statutory Auditors' Review  
Report on the half-yearly  
financial information**

For the six-month period ended 30 June 2011  
Total Capital International S.A.  
2, place Jean Millier - La Défense 6  
92400 Courbevoie  
*This report contains 8 pages*  
Reference : JN-11-3-45

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*This is a free translation into English of the statutory auditors' review report issued in French and is provided solely for the convenience of English-speaking readers. This report should be read in conjunction with, and is construed in accordance with, French law and professional auditing standards applicable in France.*

### **Total Capital International S.A.**

Registered office: 2, place Jean Millier - La Défense 6  
92400 Courbevoie  
Share capital: €300,000

### **Statutory Auditors' Review Report on the half-yearly financial information**

For the six-month period ended 30 June 2011

To the Chairman of the Board of Directors,

In our capacity as statutory auditors and in accordance with the assignment entrusted to us by your Shareholders' general meetings and in accordance with article L. 451-1-2 III of the French Monetary and Financial Law ("Code Monétaire et Financier"), we hereby report to you on:

- our review of the accompanying half-year financial statements of Total Capital for the period from January 1 to June 30, 2011, and
- the verification of the information contained in the half-yearly management report.

These half-yearly financial statements are the responsibility of the Chairman of the Board of Directors. As they will not 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.

#### **1. Conclusion on the financial statements**

We conducted our review in accordance with professional standards applicable in France.

A review of interim financial information 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 the financial statements, taken as a whole, are free from material misstatements, as we would not become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

*Total Capital International S.A.*

*Statutory Auditors' Review Report on the half-yearly financial  
information  
28 July 2011*

Based on our review, nothing has come to our attention that causes us to believe that these half-yearly financial statements do not give a true and fair view of the assets and liabilities and financial position of Total Capital as at June 30, 2011 and of the results of its operations for the period then ended in accordance with French accounting principles.

## **2. Specific verification**

We have also verified the information provided in the half-yearly management report in respect of the half-yearly financial statements subject to our review.

We have no matters to report as to its fair presentation and consistency with the half-year financial statements.

Paris La Défense, July 28, 2011

**KPMG Audit**  
*A division of KPMG S.A.*

**ERNST & YOUNG Audit**

**Jay Nirsimloo**  
*Partner*

**Pascal Macioce**  
*Partner*

**TOTAL CAPITAL INTERNATIONAL  
2 PLACE JEAN MILLIER  
92400 COURBEVOIE  
R.C.S. 479 858 854**

**FINANCIAL STATEMENTS  
AS OF 30 JUNE 2011**

- BALANCE SHEET AS OF 30 JUNE 2011
- INCOME STATEMENT AS OF 30 JUNE 2011
- CASH FLOW STATEMENT AS OF 30 JUNE 2011
- APPENDIX

**BALANCE SHEET  
AS OF 30 JUNE 2011**

## TOTAL CAPITAL INTERNATIONAL

### BALANCE SHEET AS OF 30 June 2011

EUROS

ASSETS	30 June 2011			31 December 2010	LIABILITIES	30 June 2011	31 December 2010
	Gross	Amortizations and depreciations	Net				
<b>FIXED ASSETS</b>					<b>SHAREHOLDERS' EQUITY (note 4)</b>		
<b>FINANCIAL ASSETS (note 2)</b>					<b>Capital</b>	300 000	40 000
Long-term loans					<b>Reserves</b>	(41 309)	(34 864)
Drawdowns on credit facilities					Legal Reserves		
Accrued interests on long-term loans					Retained Earnings	(41 309)	(34 864)
Accrued interests on credit facilities					<b>Income for fiscal year</b>	(1 363)	(6 445)
<b>TOTAL I</b>					<b>TOTAL I</b>	257 328	(1 309)
<b>CURRENT ASSETS</b>					<b>PROVISIONS</b>		
<b>ACCOUNTS RECEIVABLE (note 3)</b>	257 328		257 328	4 707	<b>TOTAL II</b>		
Current accounts and inter-company loans	257 328		257 328	4 707	<b>LIABILITIES</b>		
Related accounts receivable					<b>Debenture loans and similar debt debentures (note 5)</b>		
Other receivables					Debenture loans after hedge swaps		
Accrued income / swaps					Accrued interests on debenture loans		
					<b>Miscellaneous borrowings and financial debts (note 6)</b>		
					Commercial Papers		
					Billets de Trésorerie		
					Surety deposits		
					Creditor current accounts		
					Related accounts payables / miscellaneous financial debts		
					Accrued liabilities / swaps		
					<b>Operating liabilities (note 7)</b>		6 016
					Trade notes and accounts payable		6 016
					Tax and social liabilities		
<b>TOTAL II</b>	257 328		257 328	4 707	<b>TOTAL III</b>		6 016
<b>PREPAID EXPENSES III</b>					<b>PREPAID INCOME IV</b>		
<b>GRAND TOTAL (I+II+III)</b>	EUR 257 328		257 328	4 707	<b>GRAND TOTAL (I+II+III+IV)</b>	EUR 257 328	4 707

**INCOME STATEMENT  
AS OF 30 JUNE 2011**



**TOTAL CAPITAL INTERNATIONAL**  
**INCOME STATEMENT AS OF 30 June 2011**

EUROS

EXPENSES	30 June 2011	31 Dec. 2010	INCOME	30 June 2011	31 Dec. 2010
<b>OPERATING EXPENSES (note 8)</b>			<b>OPERATING INCOME</b>		
External expenses	1 221	6 459	Miscellaneous income		
Taxes	500				
<b>TOTAL I</b>	<b>1 721</b>	<b>6 459</b>	<b>TOTAL I</b>	<b>0</b>	<b>0</b>
<b>FINANCIAL EXPENSES (note 9)</b>			<b>FINANCIAL INCOME (note 10)</b>		
Interests on debenture loans			Interests on long-term loans		
Interests on commercial papers			Interests on credit facilities		
Interests on Billets de Trésorerie			Interests on inter-company loans		
Interests on loans			Interests on current accounts	362	
Interests on current accounts	4		Interests on bank deposits		
Interests on bank deposits			Income from swaps		
Interests on swaps			Other interests and similar income		14
Other financial expenses			Foreign exchange income		
Foreign exchange loss					
<b>TOTAL II</b>	<b>4</b>	<b>0</b>	<b>TOTAL II</b>	<b>362</b>	<b>14</b>
<b>EXTRAORDINARY EXPENSES</b>			<b>EXTRAORDINARY INCOME</b>		
<b>TOTAL III</b>	<b>0</b>	<b>0</b>	<b>TOTAL III</b>	<b>0</b>	<b>0</b>
<b>INCOME TAX IV</b>					
<b>NET INCOME FOR THE PERIOD</b>			<b>NET LOSS FOR THE FISCAL YEAR</b>	<b>1 363</b>	<b>6 445</b>
<b>GRAND TOTAL</b>	<b>EUR 1 725</b>	<b>6 459</b>	<b>GRAND TOTAL</b>	<b>EUR 1 725</b>	<b>6 459</b>

**CASH FLOW STATEMENT  
AS OF 30 JUNE 2011**

# TOTAL CAPITAL INTERNATIONAL CASH FLOW STATEMENT

in euros

30 June 2011

31 Dec. 2010

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## OPERATING CASH FLOW

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Fiscal period income	2010		(6 445)
Fiscal period income	2011	(1 363)	
Minus (plus) working capital required			
<b>Net Operating Cash Flow</b>		<b>(1 363)</b>	<b>(6 445)</b>

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## INVESTMENT CASH FLOW

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Increase in long-term loans			
Repayment of long-term loans			
<b>Net Investment Cash Flow</b>		<b>0</b>	<b>0</b>

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## FINANCING CASH FLOW

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Paid dividends		260 000	
Net loans issued			
Changes in short-term financial liabilities		(6 016)	36
Changes in short-term receivables		(252 621)	6 409
<b>Net Financing Cash Flow</b>		<b>1 363</b>	<b>6 445</b>

Cash increase (decrease)		0	0
Impact of foreign exchange fluctuations		0	0
Cash at the beginning of the period		0	0
<b>Cash at the end of the period</b>		<b>0</b>	<b>0</b>

**APPENDIX**

## APPENDIX

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**Note 1: SIGNIFICANT EVENTS**

During the first half 2011, the corporate name of DAJA 56 was changed to Total Capital International.

The purpose of the Company is to raise funds, in any currency and any country, on every market and by any mean, in order to finance companies.

Total Capital's statutory capital was increased, by Total S.A., by 260 000 euros. The statutory capital is now fixed at 300 000 euros, divided into 30 000 shares with a face value of 10 euros each.

**Note 2: ACCOUNTING RULES****GENERAL PRINCIPLES, ACCOUNTING RULES AND METHODS**

The Company's financial statements have been prepared in accordance with the French Generally Accepted Accounting Standards ("French GAAS").

Texts have been applied in accordance with the principle of prudence, in compliance with the base assumptions : Continuity, Permanence of methods, Periodicity.

**Note 3: ACCOUNTS RECEIVABLE**

Accounts receivable included in the following balance sheet items (Assets)	June 30, 2011	December 31, 2010
Accrued Interests		
Other		
<b>TOTAL ACCOUNTS RECEIVABLE</b>	-	-

**Note 4: SHAREHOLDER'S EQUITY**

	POSITION AT THE OPENING OF THE FISCAL YEAR	INCREASE	DECREASE	POSITION AT THE CLOSE OF THE FISCAL YEAR
Share capital	40 000	260 000		300 000
Capital surplus				
Paid-in surplus				
Legal reserve				
Retained earnings	(34 864)		(6 445)	(41 309)
Income for fiscal year 2010	(6 445)		6 445	0
Income for fiscal year 2011				(1 363)
<b>TOTAL SHAREHOLDER'S EQUITY</b>	<b>(1 309)</b>	<b>260 000</b>	<b>0</b>	<b>257 328</b>

**Note 5: STRUCTURE OF THE SHARE CAPITAL**

	<b>TOTAL S.A.</b>	<b>DIRECTORS</b>	<b>CUMULATIVE AMOUNT</b>
Number of shares	29 994	6	30 000
<i>Percentage</i>	99,98%	0,02%	100,00%

Face value in EUR per share: 10,00

**Note 6: ACCOUNTS PAYABLE**

<b>Expenses payable included in the following balance sheet items (Liabilities)</b>	<b>June 30, 2011</b>	<b>December 31, 2010</b>
Bank loans and debts		
Miscellaneous loans and debts		
Trade notes and accounts payable		
Taxes and social liabilities		
Liabilities on fixed assets and attached		
Other debts	0,00	6 015,88
<b>TOTAL EXPENSES PAYABLE</b>	<b>0,00</b>	<b>6 015,88</b>

**Note 7: INCOME TAX - RETAINED LOSS**

The amount of retained fiscal loss is of 42,672 EUR as of 30/06/2011.

**Note 8: ACCOUNTS WITH AFFILIATES AND SUBSIDIARIES**

<b>BALANCE SHEET</b>	<b>Affiliates</b>	<b>Companies with which the Company is affiliated</b>
<b>ASSETS</b>		
Receivables from subsidiaries and affiliates		
Other current assets	257 328,00	
Accounts receivable		
Cash and cash equivalents		
Fiscal assets (TOTAL S.A. tax)		
<b>Total</b>	<b>257 328,00</b>	-
<b>LIABILITIES</b>		
Bank loans and debts		
Taxes and social obligations (TOTAL S.A. tax)		
Liabilities on fixed assets and attached		
Other debts		
<b>Total</b>	-	-
<b>INCOME STATEMENT</b>	<b>Affiliates</b>	<b>Companies with which the Company is affiliated</b>
<b>INCOME</b>		
Income from subsidiaries and affiliates		
Other interests and similar income	362,00	
<b>Total</b>	<b>362,00</b>	-
<b>EXPENSES</b>		
Operating expenses		
Interests on current accounts	4,00	
<b>Total</b>	<b>4,00</b>	-