Reference document
Financial report
2008

SCOR

NOTICE

Certain statements contained in this registration document (the **"Registration Document"**) may relate to objectives of SCOR SE (**"SCOR"** or the **"Company"**) or of the SCOR group (the **"Group"**) or to forward-looking information, specifically statements announcing or corresponding to future events, trends, plans, or objectives, based on certain assumptions. These statements are typically identified by words or phrases indicating an anticipation, assumption, belief, continuation, estimate, expectation, forecast, intention, and possibility of increase or fluctuation and similar expressions or by future or conditional verbs. This information is not historical data and must not be interpreted as a guarantee that the stated facts and data will occur or that the objectives will be met. Undue reliance should not be placed on such statements, because, by nature, they are subject to known and unknown risks, uncertainties, and other factors, which may cause actual results, performance, achievements or prospects of SCOR to differ from any future results, performance, achievements or prospects explicitly or implicitly set forth in the Registration Document. In addition, such forward-looking statements bear no relation to "profit forecasts" in the sense of Article 2 of Regulation (EC) 809/2004 of the European Commission.

This document is a free translation in English for information purposes only of the "Document de Référence" drafted in French and filed with the AMF on 5 March 2009 under number D.09-0099.

PERSON RESPONSIBLE

PERSON RESPONSIBLE

1 PERSON RESPONSIBLE

1.1 Name and title of person responsible

Mr. Denis Kessler, Chairman of the Board of Directors and Chief Executive Officer of SCOR.

1.2 Declaration by person responsible

- I declare that, having taken all reasonable care to ensure that such is the case, the information contained in this Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

- I confirm that, to the best of my knowledge, the financial statements have been drawn up in accordance with applicable accounting standards and accurately show the position of the assets and liabilities, the financial position and the profit or loss of the company and of all businesses and firms included within the scope of the consolidated group, and that the management report, mentioned in Sections 3, 4, 7.1, 9, 10, 11, 15.1, 17, 18, 20.1, 21.1, Appendix A and Appendix C, accurately reflects the evolution of the business, the results and the financial position of the company and of all businesses and firms included within the scope of the consolidated group, and describes the main risks and contingencies which they are faced with. (1)

- I have obtained an audit completion letter from the statutory auditors, in which they indicate that they have verified the information concerning the financial situation and the accounts provided in this Registration Document, and have read the entire Registration Document.

- The historical financial information included in the Registration Document was certified by the auditors. Their reports are reproduced in Section 20.2 and Appendix A of this document, and incorporated by reference for financial years 2007 and 2006, in Sections 20.3.1.1 and 20.3.1.2 of the 2007 Registration Document and Sections 20.4.1.2 and 20.4.1.1 of the 2006 Registration Document. The audit reports on the 2008 Corporate Financial Statements and 2007 Consolidated Financial Statements include comments.

Chairman of the Board of Directors

Denis KESSLER

(1) By reason of a material error, this paragraph did not appear in the version of the Registration Document put on line between 5 March 2009 and 18 March 2009.

STATUTORY AUDITORS

STATUTORY AUDITORS

2 STATUTORY AUDITORS

2.1 Auditors

2.1.1 PRINCIPAL AUDITORS

Name	Date of first appointment	End of current appointment
MAZARS Represented by Messrs. Michel Barbet-Massin and Lionel Cazali Tour Exaltis – 61, rue Henri Regnault 92075 La Défense Cedex CRCC of Versailles	22 June 1990	On the date of the Shareholder's Meeting called to approve the financial statements of the financial year ending 31 December 2013
ERNST & YOUNG Audit Represented by Mr. Pierre Planchon Tour Ernst and Young 11, Faubourg de l'Arche 92037 Paris la Défense Cedex CRCC of Versailles	13 May 1996	On the date of the Shareholder's Meeting called to approve the financial statements of the financial year ending 31 December 2013

2.1.2 ALTERNATE AUDITORS

Name	Date of first appointment	End of current appointment
Mr. Charles Vincensini 71, avenue Mozart 75016 Paris CRCC of Paris	7 May 2008	On the date of the Shareholder's Meeting called to approve the financial statements of the financial year ending 31 December 2013
Picarle et Associés 11, allée de l'Arche 92037 Paris la Défense Cedex CRCC of Versailles	7 May 2008	On the date of the Shareholder's Meeting called to approve the financial statements of the financial year ending 31 December 2013

2.2 Resignation or non renewal of Auditors

Not applicable.

SELECTED FINANCIAL INFORMATION

SELECTED FINANCIAL INFORMATION

3 SELECTED FINANCIAL INFORMATION

3.1 Group key figures (under current consolidation scope)

In EUR millions	2008	2007 Adjusted (1)	2006
Consolidated SCOR Group			
Gross written premiums	5,807	4,762	2,935
Net earned premiums	5,281	4,331	2,634
Operating income(2)	348	576	408
Net income	315	407	314
Investment income (gross of expenses)	467	727	498
Investment yield (net of expenses)	2.3%	4.3%	4.6%
Return on equity	9.0%	14.0%	14.1%
Basic earnings per share(3) (in EUR)	1.76	2.78	3.26
Book value per share (in EUR)	19.01	20.11	19.49
Share price (in EUR)	16.37	17.50	22.40
Operating cash flow	779	611	158
Total Assets	26,534	25,734	18,636
Liquidity (4)	3,711	2,052	1,241
Shareholders' equity	3,416	3,648	2,261
Claims supporting capital(5)	4,201	4,434	3,312
SCOR Global P&C Division			
Gross written premiums	3,106	2,329	1,754
Combined ratio	98.6%	97.3%	96.4%
SCOR Global Life Division			
Gross written premiums	2,701	2,432	1,181
Life operating margin	6.0%	7.4%	7.5%

(1) In accordance with IFRS 3 "Business Combinations" the 2007 figures have been adjusted to reflect the finalisation of the intial accounting of Converium Holding AG ("Converium" 98.06% acquired on 8 August 2007) in 2008 and Revios Rückversicherung AG ("Revios" wholly acquired on 21 November 2006) in 2007 as described in Section 20.1.6.3 – Notes to the consolidated financial statements. Accordingly, the 2006 figures include approximately 41 days of results from Revios. A full year of Revios' earnings is included in the 2007 results whereas Converium is included in the consolidated financial statements as from 8 August 2007. The 2008 financial information includes a full year of results for the operations of Ex-Revios and Ex-Converium entities.
(2) Operating income is defined as result before financial expenses, share in results of associates, restructuring costs, negative goodwill and taxes.
(3) Earnings per share is calculated as net income divided by basic number of shares. The basic number of shares includes the average number of closing shares, shares issued during the period and time-weighted treasury shares.
(4) Liquidity is defined as cash and cash equivalents and short term investments comprised primarily of government bonds maturing less than 12 months from date of purchase.
(5) Claims supporting capital is defined as the sum of IFRS shareholders' equity, subordinated debt and debt securities.

RISK FACTORS

RISK FACTORS

4 RISK FACTORS

The risk factors described below must be considered together with the other information contained in the Registration Document, and specifically with:

- Appendix B - Report from the Chairman of the Board of Directors on the conditions for the preparation and organisation of the work of the Board of Directors and on the internal control procedures - Part II, which describes the internal control procedures set up by the Group to address the risk factors that it is exposed to;
- The consolidated financial statements of the Group that appear in Section 20.1 - Historical financial information: consolidated financial statements and in particular Note 27 - Insurance and financial risk.

Introduction

SCOR is focused on monitoring its critical risks through processes and procedures referred to as the ERM framework. The SCOR framework is based on the COSO II ERM framework which covers strategic, operational, reporting and compliance aspects of Risk Management. A fundamental strategic part of the framework is the risk appetite which for SCOR is defined as:

- To secure a ROE of 900 bps above risk free rate over the cycle;
- To provide an "A+" level of security to Group clients by 2010;
- To self-finance the current business plan of the Group.

The risk appetite is translated into practical operational measures (Risk Tolerances) which are designed to ensure that the Group respects the solvency and the return on capital objectives by limiting the amount of exposure to particular lines of business and extreme scenarios.

The outlook for the world economy in 2009 and beyond is extremely uncertain. The Group will continue to use all available risk management tools to manage the downside risks and also take advantage of opportunities that offer high returns in relation to risk.

However, the extremely uncertain economic outlook makes it impossible to predict all possible future outcomes, some of which may have a significant negative impact on the Group.

4.1 Risk related to the business environment

4.1.1 THE GROUP IS EXPOSED TO DIVERSE RISK FACTORS IN THE NON-LIFE AND LIFE REINSURANCE BUSINESSES

The principal risk the Group faces under insurance and reinsurance contracts is that the actual amounts of claims and benefit payments, or the timing thereof, differ from expectations. The frequency of claims, severity of claims, actual benefits paid, subsequent development of long-tail claims and external factors beyond the Group's control, including inflation, legal developments, etc have an influence on the principal risk faced by the Group. Additionally, the Group is subject to the quality of claims and other data provided by ceding companies and thus performs periodic audits at ceding companies. In spite of these uncertainties the Group seeks to ensure that sufficient reserves are available to cover its liabilities.

Generally, SCOR's ability to increase its portfolios in the Life and Non-Life reinsurance segments may be subject to external factors such as economic risks and political risks.

Non-Life reinsurance business represents approximately 53% of SCOR's business, compared to 47% for Life reinsurance business based on 2008 gross written premiums.

A. Non-Life reinsurance

(a) Property

The Property business underwritten by SCOR Global P&C is exposed to multiple insured losses arising from a single or multiple events, which can be catastrophic, being either caused by nature (e.g. hurricane, windstorm, flood, hail, severe winter storm, earthquake, etc.) or by the intervention of a man-made cause (e.g. explosion, fire at a major industrial facility, act of terrorism, etc.).

Any such catastrophic event can generate insured losses in one or several of SCOR's lines of business.

The same losses may be covered under various different lines of business within the Property branch such as fire, engineering, aviation, space, marine, energy and agricultural.

It can be also mentioned that specific retrocession programs are in place for Motor reinsurance (catastophic market loss) and Decennial.

(b) Casualty

For Casualty business, the frequency and severity of claims and the related indemnification payment amounts can be affected by several factors. The most significant factors are the changing legal and regulatory environment, including changes in civil liability law. Additionally, due to the length of amicable, arbitral and court procedures, the Casualty business is exposed to inflation risks regarding the assessment of claim amounts and potentially to so-called emerging risks, which are risks considered to be new or at least known but which are subject to constant evolution such as EMF (Electro Magnetic Fields).

(c) Cyclicality of the business

Non-Life insurance and reinsurance businesses are cyclical. Historically, reinsurers have experienced significant fluctuations in operating income due to volatile and unpredictable developments, many of which are beyond the control of the reinsurer including primarily, frequency or severity of catastrophic events, levels of capacity offered by the market and general economic conditions and to varying extents the price competition and capacity available.

The primary consequences of these structural factors are to reduce the volume of Non-Life reinsurance premiums on the market, to make the reinsurance market more competitive, and also to favour the operators who are most attentive to the specific needs of the cedents.

Beyond the general trends, the premium rate cycle is affecting certain geographic markets and/or certain lines of business in a differentiated fashion and independently of each other.

(d) Risk control

Underwriting guidelines, which specify maximum acceptable commitment per risk and per event, are in place within SCOR Global P&C. They are reviewed and updated annually by the Underwriting Management Department and approved by the CEO and Chief Risk Officer of SCOR Global P&C. Any request for deviations from the underwriting guidelines is subject to a two-tier referral process: the first tier is submitted by the Underwriting Department to the Underwriting Management Department and the second tier, for exposures exceeding certain thresholds or with specified characteristics are further submitted by the Underwriting Management Department to the Group Risk Management Department of SCOR SE.

Pricing guidelines and parameters are set to provide consistency and continuity across the organisation but also taking account of the differences between lines of business as well as the geographical location of the client and the risks insured. Parameters are revised at least once a year to consider, as the case may be, the latest market conditions and environment. Contracts that meet certain risk thresholds are subject to mandatory peer reviews that have to be performed and documented before the pricing is completed. SCOR Global P&C employs a data system which allows management to monitor and review the results from the pricing tools.

Underwriting cross-reviews are initiated by SCOR Global P&C Risk Management Department to evaluate the quality of underwriting of particular underwriting units or certain lines of business, to identify risks, to assess the appropriateness and effectiveness of controls and to propose risk-management actions, including mitigating actions.

Claims are processed and monitored within each SCOR Global P&C entity. Their claims activities are supported and controlled by the central SCOR Global P&C Claims Department which is also responsible for the direct management of large, contentious, serial and/or latent claims. Audits are conducted on ceding companies' claims management procedures.

The Group has a Large Claims Committee which meets on a regular basis. The main objectives of this committee are:

- to assess and review the impact, at the Group level, of large and/or strategic claims;
- to monitor the management of such claims among the various business lines and Group entities;
- to communicate the lessons learnt to management for potential changes in strategy and underwriting policy.

(e) Risk mitigation

Insurance risk exposure is mitigated by diversification across a large portfolio of insurance and reinsurance contracts as well as geographical areas. The volatility of risks is also reduced by careful business selection, implementation of underwriting guidelines, the use of retrocession and other risk transfer arrangements, proactive claims handling as well as underwriting, claims and administration audits at ceding companies.

In order to mitigate its Property exposure, SCOR retrocedes a portion of the risks it underwrites. Non-Life retrocession is generally limited to catastrophes and major Property risks. In particular, SCOR has global program, which is revised annually, and which provides partial coverage for up to three major catastrophic events within one occurrence year. The retrocession program includes both traditional retrocession as well as the use of capital market solutions (e.g. catastrophe bonds).

With regard to its Casualty business SCOR allocates less capacity to new business of this type than to Property. Furthermore, the underwriting guidelines restrict SCOR's shares of Casualty reinsurance programs and are particularly restrictive regarding certain areas (Florida, California, etc).

(f) Risk assessment and sensitivities

Property - The geographical accumulations by peril are analysed using external software and simulation tools. The principal tools used are World Cat Enterprise (WCE) developed by Eqecat, RiskLink by RMS and Catrader by AIR.

These tools enable the Group to quantify its exposure in terms of a probable maximum loss (PML) at various levels of probability for each peril and geographic location. The overall aggregate annual PML per peril, allowing for potential multiple events, provides the information required to determine the level of retrocession and other risk transfer mechanisms (e.g. catastrophe bond) that are needed to ensure that the net aggregate exposure remains within predefined tolerance limits.

The probabilistic catastrophe modelling approach captures the uncertainty related to the likelihood of a given event occurring (frequency uncertainty) as well as the uncertainty associated with the amount of loss, given that a particular event has occurred (severity uncertainty). A sound understanding of the uncertainties associated with the model's key parameters is essential for the interpretation of the model outcome and thus for decision-making. The model outcome describes a bandwidth of loss estimates and not a unique value. In order to identify and stress-test the key parameters, systematic sensitivity analyses are carried out.

Reserves for Property business are sensitive to rate that losses occur. However, given the short-tail nature of the business, the reserves are less sensitive to potential changes than reserves for Casualty business.

Casualty - The Group's current exposure to Casualty business can be measured using reserves for losses incurred but not yet reported and incurred but not enough reserved ("**IBNR Reserves**"). The method of evaluating reserves takes into account changes in the rate that losses incurred and current trends, in particular those arising from changes in law or from the estimated impact of inflation on losses.

Nevertheless, no guarantee that the Group is protected from unexpected changes in loss frequency or severity in Non-Life business shall be implied from the measures detailed above, including those relating to risk monitoring, mitigation and assessment.

B. Life reinsurance

The main categories of risk for life insurance and reinsurance are biometric, behavioural and catastrophe risks as well as credit risk (see Section 4.2 - Financial Markets and 4.2.4 - We are exposed to currency risk) and market risks (See section 4.2 - Financial Markets and 4.2.3 - We are exposed to other risks arising from our financial instruments).

(a) Biometric risks

The assessment of biometric risks is at the centre of underwriting risk in life reinsurance. These are risks which result from adverse developments in mortality, morbidity longevity and pandemic claims for direct insurers and reinsurers. These risks are evaluated by SCOR Global Life's medical underwriters and actuaries, who analyse and use information from SCOR Global Life's own portfolio experience, from the ceding companies as well as relevant information available in the public domain, such as mortality or disability studies and tables produced by various statistical organisations.

■ Mortality Risk

Mortality risk is the risk of loss arising due to higher than anticipated death rates (due to higher frequency of claims and/or an increased cost of claims under the insured portfolio) resulting from either a general volatility, an adverse long-term trend or a mortality shock event.

Morbidity Risk

Products such as critical illness, short-term and long-term disability or long term care, which all contain morbidity risk, are subject to among others the risk of negative trends in health (e.g. due to obesity, pollution, stress etc.) as well as improved medical diagnoses capabilities which increase the number of claims that otherwise would possibly have remained undetected.

Longevity Risk

Longevity risk refers to the risk of a loss arising due to the insured or annuitant living longer than expected. This risk exists within reinsured annuity and long-term care or within other longevity protection products.

Pandemic

In life reinsurance, a major risk lies in the occurrence of a pandemic. In the past century, three major outbreaks of influenza occurred and claimed millions of lives. The repetition of a similar event could cause large losses to the Group, due to an increased mortality far beyond the usual volatility. Experts monitor closely the H5N1 influenza virus strain (implicated in the outbreaks of avian flu) to see if it can be transmitted from human to human, which would make it a possible source for a pandemic. Other infectious diseases are also studied due to their potential for significant loss development. In general, however, better means of communication and increased public health measures, combined with progress in vaccine research, make the estimated impact less severe than those of the past.

(b) Behavioural risks

SCOR Global Life is also exposed to risks related to the policyholders' behaviour. This includes risks such as fraudulent applications, anti-selection at policy issue detrimental to the insurer, lapsation, or the exercise of early cancellation options by the policyholder varying from the rates expected.

Lapsation

Lapses refer to policies which are terminated by the assured before the maturity date of the policy. Depending on the product design, higher or lower policyholder lapses may reduce SCOR Global Life's expected future income. Lapses may differ from expected due to a changing economic environment or other reasons, such as changes in tax incentives for the reinsured policies, tarnished reputation of the cedent or from the introduction of more attractive products in the market, etc.

Anti-selection

Anti-selection refers to the problem of asymmetry of information between the insured and the insurer. An individual applying for life or health insurance cover usually has better knowledge about his or her own state of health than the insurer. The risk to the (re) insurer is of policyholders deliberately deciding to:

- take out a policy in the knowledge that either their chances of claiming is high or higher than average;
- terminate a policy in the knowledge that their chances of claiming are low or lower than average; or
- choose and exercise a policy option which allows to increase the policyholder's expected benefit.

(c) Catastrophe Risk

As previously indicated unexpected natural or man-made catastrophic events can provoke very significant material damage affecting the Non-Life activities of the Group. In addition such events could cause multiple deaths and serious injuries which could potentially seriously impact the Life activities of SCOR, particularly in instances of contracts covering groups of employees working for the same employer at the same location.

(d) Risks linked to the types of guarantee

Certain life insurance products include guarantees, most frequently with respect to premium rates, insurance benefits, and surrender or maturity values, or guarantees with regard to interest accrued on reserves or policyholder funds. Other guarantees may exist, for example with regard to automatic adjustments of benefits or options applied in deferred annuity policies.

Such guarantees may be explicitly or implicitly covered by the reinsurer under the reinsurance contract and if so do expose the reinsurer to the risk of adverse developments which increase the value of the guarantee and thereby necessitate respective increases in benefit reserves.

(e) Risk control

Mandates for underwriting Life reinsurance business are assigned to the market units on a mutually exclusive basis. Life reinsurance treaties are underwritten by Life reinsurance experts familiar with the specific features of their markets. The Life business is underwritten in line with market specific underwriting and pricing guidelines. In particular, these guidelines specify the type and the terms and conditions under which business is considered as acceptable. Furthermore, they set out the retention of SCOR Global Life for various risks and types of covers. Deviations from guidelines are subject to review by SCOR Global Life's Central Actuarial and Risk Management areas in order to ensure that the business respects risk tolerance limits and certain risk-adjusted return criteria.

Aggregate portfolio exposures are continually monitored. Through an accumulation control, risks which exceed SCOR Global Life's retention are identified and retroceded. The retention limits are revised each year based on SCOR Global Life's risk profile.

(f) Risk mitigation

Biometric risks, other than pandemic risk, are diversified on a geographic and a product basis with a claims experience following the laws of larger numbers. Peak mortality, disability and critical illness risks are covered either by surplus per life retrocession programs, or, in some cases, by excess of loss per life or per event. In 2008, SCOR Global life entered into a fully collateralised Mortality Swap arrangement with JP Morgan. The Mortality Swap reduces SCOR's exposure to major mortality shock events.

In order to ensure that SCOR Global Life is continually kept up-to-date with biometric trends and scientific developments SCOR Global Life has created four dedicated technical research centres within the Life Central Actuarial Department to analyse and assess the key factors underlying mortality/longevity, Long-Term Care and disability risks. The SCOR Global Life Research Centres provide recommendations for the implementation of the research results into the pricing, underwriting control and determination of exposure limits.

In order to mitigate potential behavioural risk, SCOR Global Life carries out a thorough assessment of the client, the client's target clientele, the market and the design of the insurance product. Anti-selection risks are mitigated through careful product design and a well-defined medical and financial underwriting selection process. SCOR mitigates lapse risk through appropriate reinsurance treaty clauses, as well as product, client and market diversification in which the lapse risk exposure is variable.

A significant part of the reinsured premium Disability Long-Term Care and Critical Illness products include premium adjustment clauses. In the case of Long-Term Care, the premium adjustments are designed to offset potentially improving longevity. In the case of Critical Illness, premium adjustments mitigate potential negative impacts on future claims patterns due to a general deterioration in health and improved medical diagnosis.

Nevertheless, no guarantee shall be implied from the measures detailed above, including those relating to risk monitoring, mitigation and assessment, to protect the Group from the risks in the Life reinsurance business.

C. Interdependence of the Non-Life and Life reinsurance business

The twin-engine activities of Non-Life and Life reinsurance take place in two different market environments. They are subject to heterogeneous external constraints, which generally have only very limited correlation with each other. The diversification and the overall balance between these two business areas within the Group represent stabilising factors. However, in some cases Non-Life and Life businesses are both connected to each other as well as to the financial markets. This exposes SCOR to accumulation and/or correlation risks which are difficult to quantify.

Unforeseen events, such as natural catastrophes or terrorist attacks, can cause significant damage. These types of risk primarily affect the Non-Life operations. However, in cases where we face a large number of casualties, the possibility of the losses also affecting Life reinsurance as well cannot be excluded. This mostly applies to Group reinsurance treaties covering people who work for the same employer at the same location.

In the event of a very large natural catastrophe with many victims, the losses generated in Life and Non-Life could potentially accumulate, with losses on financial assets related to the potential reaction of markets (e.g. interest rates, exchange rates and equity market prices). In the same way a major pandemic event may cause financial market turmoil and/or business interruptions.

SCOR takes into account the effect of the diversification between the two markets (Life and Non-Life) in its internal model, by setting parameters for the interdependence of the various lines of business.

Moreover, SCOR's ability to grow its portfolios in the Life and Non-Life reinsurance segments may be subject to correlated external factors, such as economic and political risks.

Economic risks are related to slowdowns in economic growth or recessions in the major markets. This may lead households to take out less insurance, to suspend certain premium payments, or to terminate the insurance policies underlying the existing treaties earlier than anticipated as much in Life as in Non Life.

SCOR mitigates this type of risk through diversification internationally and across products and markets.

Political risks, which are characterised by social and political instability in certain countries, are particularly significant in emerging markets for their commercial growth. In such countries, substantial changes in regulations, particularly tax or commercial regulations, are more probable than in more developed markets.

SCOR limits these risks by implementing a prudent policy of international expansion.

4.1.2 WE ARE EXPOSED TO LOSSES FROM CATASTROPHIC EVENTS

Like all other reinsurance companies, SCOR may be exposed to multiple insured losses to property or to the person arising from a single occurrence, whether a natural catastrophe such as a hurricane, windstorm, flood, hail, severe winter storm, earthquake, or a man-made catastrophe such as an explosion fire at a major industrial facility or an act of terrorism. Any such catastrophic event may generate insured losses in one or more of SCOR's lines of business.

In particular the Group's most significant exposure to natural catastrophes in Non-Life relates to earthquakes, especially in Japan, Taiwan, Canada, Portugal, Mexico, Israel, Chile, Italy, USA and Turkey, and storms, floods and other weather-related phenomena notably in Europe, Asia, the Caribbean and the United States.

The frequency and severity of such catastrophic events, particularly natural hazards, are by their nature unpredictable. The inherent unpredictability of these events makes forecasts and risk evaluations uncertain for any given year. As a result, our claims experience may vary significantly from one year to the next, which can have a significant impact on our profitability, and financial position. In addition, depending on the frequency and nature of losses, the speed with which claims are made and the terms of the policies affected, we may be required to make large claim payments within a short period. We may be forced to fund those obligations by liquidating investments in distressed market conditions, or by raising funds at unfavourable conditions.

We manage our exposure to catastrophes through selective underwriting practices, especially by limiting our exposure to certain events in certain geographic zones (as for example hurricanes which are now frequent in the Gulf of Mexico), by monitoring risk accumulation on a geographical basis and by retroceding a portion of those risks to other reinsurers (retrocessionaires) selectively chosen based on the information publically available confirming their solid financial strength. We evaluate our natural catastrophe exposure by means of the catastrophe modelling software World Cat Enterprise (EQECAT), RiskLink (RMS) and Catrader (AIR).

Different risk measures (such as value at risk or expected shortfall) per peril and region provide the information required to determine levels of retrocession and other risk transfer means (e.g. catastrophe bond) needed to ensure that the net aggregate exposure remains within the acceptable risk tolerance. The modelling strategy is based on two pillars, a sophisticated use and comparison of commercially available models with two models for peak regions (tier one regions) and the most appropriate model for second and third tier markets. The impact of non-modelled but probable loss potentials is considered taking into account sum of limits and maximum probable loss assumptions for each individual peril and region.

During 2008 the main accumulations tracked were:

- Asia Pacific - earthquake: Australia, Japan, New Zealand, Taiwan;
- Asia Pacific typhoon: Australia, Japan, South Korea, Taiwan;
- Canada - earthquake;
- Caribbean - hurricane, earthquake;
- Europe, Middle and Near East - earthquake: Austria, Spain, Greece, Israel, Italy, Jordan, Portugal, Romania, Switzerland, Turkey;
- Europe - wind: Ireland, United Kingdom, France, Belgium, The Netherlands, Luxembourg, Germany, Denmark, Sweden, and Norway;
- South and Central America - earthquake: Chile, Colombia, Mexico, Peru;
- United States - earthquake, hurricane, tornado / hail, winter storms.

In Life Reinsurance, maximum underwriting capacities are defined to limit the exposure of SCOR Global Life on the various types of treaties underwritten, proportional and non-proportional, covering individual or group policies. These capacities are revised each year, taking account of the capacities obtained by the retrocession coverage purchased by the Group. Amongst these limits are found: maximum commitment per life accumulated for all SCOR exposures, including prudential margins, maximum annual commitments for non-proportional cover per life or per event, maximum commitment per country for non-proportional exposures by event, a restrictive approach as regards terrorist or nuclear risks. Exposures by risk or by event, for the portfolio as a whole, are managed by aggregating SCOR's retention and by the capacity obtained through retrocession programs.

Nevertheless, no guarantee that the Group is protected against material catastrophic losses, or that retrocession will continue to be available in the future at commercially acceptable rates shall be implied from the measures detailed above, including those relating to the management of risks on a geographical basis or retrocessions. Although we attempt to limit our exposure to acceptable levels, it is possible that multiple concurrent catastrophic events could have a material adverse effect on our current and future revenues, net income, cash flow and financial position.

Refer to Section 4.1.6 - We may be adversely affected by the inability of our retrocessionaires and cedents or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercially acceptable terms or additional information on the Group's retrocession programs.

4.1.3 WE COULD BE SUBJECT TO LOSSES AS A RESULT OF OUR EXPOSURE TO TERRORISM

In the context of our business, we may be exposed to claims arising from the consequences of terrorist acts. These risks, the potential significance of which can be illustrated by the 11 September 2001 attack on the World Trade Center ("WTC") in the United States, can affect both individuals and property.

Refer to Section 20.1.6. - Notes to the consolidated financial statements, Note 28 - Litigation for a description of the situation in the WTC disputes.

After the attack of 11 September 2001, we adopted underwriting rules designed to exclude or limit our exposure to risks related to terrorism in our reinsurance contracts, in particular in those countries and/or for the risks expected to be most exposed to terrorism. However, it has not always been possible to implement these measures, particularly in our principal markets. For example, certain European countries do not permit the exclusion of terrorist risks from insurance policies. Due to these regulatory constraints, we have actively supported the creation of insurance and reinsurance pools involving insurance and reinsurance companies as well as public authorities in order to spread the risks of terrorist activity among the members of these pools. We participate in pools created in certain countries, such as France (GAREAT), Germany (Extremus), and the Netherlands (NHT), which allow us to have limited and known commitments. In the United States, the Terrorism Risk Insurance Act ("**TRIA**") passed in November 2002 for a period of three years, which was extended to 31 December 2007 by the Terrorism Risk Insurance Extension Act ("**TRIEA**"), was renewed for 7 years, until 31 December 2014 by the Terrorism Risk Insurance Program Reauthorisation Act ("**TRIPRA**"). It established a federal assistance program to help insurance companies cover claims related to terrorist acts. TRIPRA requires that terrorist acts be covered by insurers. Despite TRIPRA, and the federal aid that it provides, the U.S. insurance market is still exposed to some significant risks in this area. Therefore, the Group monitors very closely its exposure to the U.S. market, primarily because of the insurance obligation created by the law. In addition to the commitments described above, the Group does reinsure, from time to time, terrorist risks, usually limiting, by event and by year of insurance the coverage that ceding companies receive for damage caused by terrorist acts.

As a result, future terrorist acts, whether in the U.S. or elsewhere, could cause us significant claims payments and could have a significant effect on our current and future revenues, net income, cash flow and financial position.

4.1.4 WE COULD BE SUBJECT TO LOSSES AS A RESULT OF OUR EXPOSURE TO ENVIRONMENTAL POLLUTION AND ASBESTOS RELATED RISKS

Like other reinsurance companies, we are exposed to environmental pollution and asbestos related risks, particularly in the United States. Insurers are required under their contracts to notify us of any claims or potential claims that they are aware of. However, we often receive notices from insurers of potential claims related to environmental and asbestos risks that are not precise enough, as the primary insurer may not have fully evaluated the loss at the time it notifies us of the claim. Due to the imprecise nature of these claims, the uncertainty surrounding the extent of coverage under insurance policies and whether or not particular claims are subject to any limit, the number of occurrences and new developments regarding the insured and insurer liabilities, we can, like other reinsurers, only give a very approximate estimate of our potential exposure to environmental and asbestos claims that may or may not have been reported.

In 2008, SCOR reduced its exposure to asbestos-related risks and environmental risks specifically through large commutations of business. SCOR evaluates its exposure and its potential development notably using actuarial techniques and market practices, that allow opportunistic negotiation of the terms of commutation settlement. The Group intends to continue and expand its commutation policy in 2009 and thereafter. It is anticipated that this policy will affect settlement patterns to a limited degree in future years, but these changes in settlement patterns should progressively improve predictability and reduce the potential volatility of reserves.

Nonetheless, due to the changing legal environment, including changes in tort law and case-law, in the U.S. in particular, and equally with respect to scientific and medical progress the evaluation of the final cost of our exposure to asbestos related and environmental claims may be increasing in uncertain proportions. Diverse factors could increase our exposure to the consequences of asbestos-related risks, such as an increase in the number of claims filed or in the number of persons likely to be exposed to these risks. Evaluation of these exposures is all the more difficult since claims related are of a long tail nature. SCOR therefore relies on market assessments of survival ratios for funding our reserves although data currently available for the American market relates to old underwriting years for which we do not have any substantial exposure.

In addition, IBNR Reserves have been established to provide for additional reserves on both known and unknown claims. These reserves are reviewed and updated quarterly.

Taking account of the above, it is difficult to estimate the reserves required the losses arising from asbestos and environmental pollution and to guarantee that the estimated amount will be sufficient.

The reserve amount for these risks in addition to the number and the amount of losses are indicated in Paragraph 20.1.6 – Notes to the consolidated financial statement, Note 16 – Contract liabilities. Data related to the reserves arising from the risks related to asbestos and environmental pollution are also in Paragraph 4.1.5 – If our claims reserves prove to be inadequate, our net income, cash flow and financial position may be adversely affected.

As a result of these imprecisions and uncertainties, we cannot exclude the possibility that we could be exposed to significant environmental and asbestos claims, or have to increase our reserving level, which could have an adverse effect on our current and future revenues, net income, cash flow and financial position.

4.1.5 IF OUR CLAIMS RESERVES PROVE TO BE INADEQUATE, OUR NET INCOME, CASH FLOW AND FINANCIAL POSITION MAY BE ADVERSELY AFFECTED

We are required to maintain reserves to cover our estimated ultimate liability for losses and loss adjustment expenses with respect to reported and unreported claims, incurred as at the end of each accounting period, net of estimated related recoveries. Our reserves are established both on the basis of information we receive from our cedent insurance companies, particularly their own reserving levels, as well as on the basis of our knowledge of the risks, the studies we conduct and the trends we observe on a regular basis. As part of the reserving process, we review with the concerned insurers and co-insurers available historical data and try to anticipate the impact of various factors such as change in laws and regulations and judicial decisions that may tend to affect potential losses from claims, changes in social and political attitudes that may increase exposure to losses and trends in mortality and morbidity, or evolution in general economic conditions.

As stated before, our reserves and policy pricing are based on a number of assumptions and on information provided by third parties, which, if proven to be incorrect, could have an adverse effect on our results of operations. Despite the audits carried out by us on the companies with which we do business, and our frequent contacts with these companies, we are still dependent upon their evaluation of the risk with regard to the establishment of our own reserves.

As is the case for all other reinsurers, the inherent uncertainties in estimating our reserves are compounded by the significant periods of time that often elapse between the occurrence of an insured loss, the reporting of the loss to the primary insurer and ultimately to the reinsurer, and taking also into account the delay between the payment of a loss by the primary insurer and the indemnification by the reinsurer. In addition reserving practices may differ among ceding companies.

Another factor of uncertainty resides in the fact that some of our activities are "long-tail" in nature, in particular workers compensation, general liability or those linked to environmental pollution or asbestos. For these type of claims, it has, in the past, been necessary to revise our estimated potential loss exposure and, therefore, the related loss reserves.

Other factors of uncertainty, some of which have been mentioned above, are linked to changes in the law, regulations, case law and legal doctrine, as well as developments in class action litigation, particularly in the United States.

Internal actuaries annually review the reserves adequacy. If necessary, audits of our portfolios are performed. Centrally defined and tightly controlled reserving process, strong portfolio diversification, prudent reserving policy, sound reserving tools and top of the class level actuarial methods used by highly skilled professionals and high level of transparency, both internally and externally, tends to minimise the risk of an inadequate reserves.

However, we are subject to all of the factors of uncertainty mentioned above and in consequence are subject to the risk that our reserves are inadequate compared to our liabilities. As a consequence, if our claims reserves prove to be inadequate, our net income, cash flow and financial position may be adversely affected.

A. Non-Life business

SCOR regularly reviews and updates its methods for determining IBNR Reserves. However, it is difficult to accurately value the amount of reserves required, especially in view of changes in the legal environment, which could affect the reserve development.

When a claim is reported to the ceding company, its claims department establishes a reserve corresponding to the estimated amount of the ultimate settlement for the claim. The estimate is based on the cedent's own methods of evaluation. The ceding company reports the claim and its suggested reserve amount to the Group entity with which it concluded its contract of reinsurance. The Group records the ceding company's suggested reserve and is free to establish greater or smaller reserves based on the review and analysis by the Group's claims department and internal actuaries. Such greater or smaller potential reserves are based upon the consideration of many factors, including the level of the commitments, seriousness of the claims and the Group's assessment of the ceding company's claims' management.

Conforming to applicable regulatory requirements and in accordance with industry practices, the Group maintains in addition to outstanding claims reserves, IBNR Reserves. These reserves represent:

- the final amount that may be paid by the Group on losses or events that have occurred, but are not yet reported to the ceding company or to the SCOR entity concerned; and
- the estimated cost variation on claims already reported to the Group.

In determining the amount of its reserves, the Group generally uses actuarial techniques that take into account quantitative loss experience data, together with qualitative factors, where appropriate. The reserves are also adjusted to reflect reinsurance treaty terms and conditions, the variety of claims processing that may potentially affect the Group's commitment over time. With the exception of the reserves for worker's compensation in the USA and most of the reserves of Commercial Risk Partners ("**CRP**"), the Bermudan entity of the Group, which are discounted pursuant to American and Bermudan regulations, the Group does not discount Non-Life reserves.

A table showing changes in reserves for Non-Life claims is provided in Section 20.1.6 - Notes to the consolidated financial statements, Note 16 - Contract liabilities.

(a) Commutations

The Group pursued in 2008 the active commutations policy of its portfolios initiated in 2003, the main goals being to reduce the volatility of claims reserves, to reduce the administrative costs particularly the oldest, and to allow the reallocation of capital. This policy will be continued in 2009, by focusing efforts on the U.S. run-off activities, business exposed to Asbestos and Pollution risks, and some treaties written by the former Converium company acquired by SCOR.

(b) Risks arising from our American Non-Life subsidiaries

Our U.S. operations include both on-going and run-off business. The latter mainly consists of risks arising from various categories of contracts of insurance and reinsurance business underwritten between the end of the 1990's and 2002.

As a result of U.S. capital requirements, the long term capital base of the U.S. subsidiaries had to be strengthened in the past. Furthermore, our U.S. Non-Life Subsidiaries were reorganised. Finally, we have improved our underwriting policy that is now in line with overall Group objectives and set up a pro-active expense management program.

In January 2003, we have placed the operations of CRP in run-off and conforming to the strategic plan, "Back on Track", we have chosen to withdraw from certain lines of business in the U.S.. Since the end of 2004, these operations known as "Discontinued Business" and run-off business have been managed by a specialised team whose principal objective has been to control and commute these contracts and portfolios wherever possible.

For CRP, this proactive policy has permitted to reduce very significantly the remaining exposures.

Thanks to this active management of our U.S. run-off activities, the strengthening of the long term capital base of our U.S. subsidiaries which we have carried out in the past and their reorganisation in order to improve their underwriting policy that is now in line with overall Group objectives and the proactive expense management, at the end of 2008, the risks arising from our U.S. subsidiaries should not represent any greater risk than those associated with other entities of the Group. Nevertheless, due to the specific environment in which they operate, there can be no assurance that our U.S. Non-Life Subsidiaries will not face further financial difficulties in the future.

B. Life business

For our Life business, we are required to maintain adequate reserves for future policy benefits that take into account expected investment yields and mortality, morbidity, cancellation rates and other assumptions.

Reserves for policy claims are established on the basis of the Group's best estimates of mortality, morbidity, and investment income, with a provision for adverse deviations. In determining its best estimates, the Group takes into consideration its past experience, current internal data, external market indices and benchmarks and other relevant published information. The liabilities for future policy benefits established by the Group with respect to individual risks or classes of business may be greater or less than those established by ceding companies due to the use of different mortality tables or other assumptions. Reserves for policy claims include both claims in the process of settlement and claims that have been incurred but not yet reported. Actual events in a given period may be more costly than projected and, therefore, may adversely affect SCOR's operating results for such period.

A table showing changes in the mathematical reserves in Life reinsurance is provided in Section 20.1.6 - Notes to the consolidated financial statements, Note 16 - Contract liabilities.

As a consequence of the difficulties exposed above in connection with the correct reserving of risks and their annual revision in Life and Non-Life, there can be no assurance that the Group will not have to increase its reserves in the future, which could materially impact its current and future revenues, net income, cash flow and financial position.

4.1.6 WE MAY BE ADVERSELY AFFECTED BY THE INABILITY OF OUR RETROCESSIONAIRES AND CEDENTS OR MEMBERS OF POOLS IN WHICH WE PARTICIPATE TO MEET THEIR OBLIGATIONS AND BY THE AVAILABILITY OF RETROCESSION REINSURANCE ON COMMERCIALLY ACCEPTABLE TERMS

We transfer a part of our exposure to certain risks to other reinsurers through retrocession arrangements. Under these arrangements, other reinsurers assume a portion of our losses and expenses associated with losses in exchange for a portion of premiums received. When we obtain retrocession, we remain liable to our cedents for that part of the risk that is subsequently transferred to the retrocessionaire and must meet our obligation even if the retrocessionaire cannot meet its obligations to us.

We also assume financial risk linked to the possible non payment of premiums due by the cedents and or due to possible guarantees granted to the cedents providing security against our liability to them. Thus, the inability of our retrocessionaires or cedents to meet their financial obligations (in particular the payment of premiums, return of fund withheld, payment of losses) could negatively affect our revenues, net income, cash flow and financial position. We periodically review the financial position of our retrocessionaires and cedents notably before the conclusion of contracts. This does not preclude the possibility that our retrocessionaires or cedents may become financially unsound by the time they are called upon to pay amounts due, which may not occur many years after the contract was executed. Receivables for which a loss is deemed probable, are discounted in our accounts. In addition to the risks stated, we could be confronted with a systemic risk in as much that failures occurring in the (re)insurance sector are susceptible to affect all the participants in the sector.

Regarding more particularly the risk of failure of our retrocessionaires, we maintain a prudent selection policy in order to reduce this risk. Moreover, a portion of the accounts receivable due from our retrocessionaires is guaranteed by letters of credit or deposits.

We also seek to reduce our dependence on traditional retrocession by using alternative retrocession agreements. Accordingly, on 21 December 2006, we signed a multi-year catastrophe Property retrocession agreement with Atlas III, a dedicated vehicle (SPRV, Special Purpose Reinsurance Vehicle) organised pursuant to the laws of Ireland and financed by the issuance of a Cat Bond, the purpose of which is to provide EUR 120 million in additional retrocession coverage for SCOR and its subsidiaries in the context of a second or subsequent event such as Europe Storm or Japan Earthquake, the losses of which are determined by a model over a period running from 1st January 2007 to 31 December 2009. Continuing this strategy to diversify retrocession sources, SCOR issued two similar Cat Bonds, Atlas IV on 29 November 2007 for a term of three years and one month, providing EUR 160 million in additional retrocession coverage for SCOR and its subsidiaries for a first event such as Europe Storm or Japan Earthquake and Atlas V on 19 February 2009 for a term of three years providing USD 200 million in additional retrocession coverage for SCOR and its subsidiaries for an event such as U.S. and Puerto Rico Earthquake or Hurricane.

With the acquisition of Converium, the Group inherited the Helix Cat Bond that provides coverage of USD 100 million for a second or subsequent event such as Europe Storm, Japan Earthquake, U.S. Hurricane or Earthquake.

On 3 March 2008, SCOR announced that SCOR Global Life had signed a four-year mortality risk swap with JP Morgan which is fully collateralised. This agreement allows the Group to benefit from coverage of USD 100 million, plus EUR 36 million in the event of a significant rise in mortality following a major pandemic, a significant natural catastrophe or a terrorist attack, for the period 1st January 2008 to 31 December 2011.

In any event, we are exposed to the risk that in the future we will be unable to retrocede our exposures at commercially acceptable conditions.

Finally, we participate in various insurance and reinsurance pools in order to spread certain risks, (in particular terrorist risks), among the members of the pool. (For further details, refer to Section 4.1.3 - We could be subject to losses as a result of our exposure to Terrorism.) In case of the total failure of a member of a pool, we could be required to assume part of the liabilities and obligations of the failed member, which could affect our revenues, net income, cash flow and financial position.

4.1.7 WE OPERATE IN A HIGHLY COMPETITIVE SECTOR

Reinsurance is a highly competitive sector. As is the case for all other reinsurers, our position in the reinsurance market is based on several factors, such as our financial strength as perceived by the rating agencies, our underwriting expertise, reputation and experience in the lines written, the jurisdictions in which we operate, the premiums charged, as well as the quality of the proposed reinsurance structures, the services offered and the speed at which claims are paid. We compete for business in the European, American, Asian and other international markets with numerous international and domestic reinsurance companies, some of which have a larger market share than ours, greater financial resources and, in certain cases, higher ratings from the rating agencies. In 2006 and 2007, the Group strengthened its competitive position in its strategic markets through the acquisition of Revios in November 2006 and Converium in August 2007, so creating a leading Life and Non Life reinsurer.

We remain therefore exposed to the risk of losing our competitive advantage.

In particular, when available reinsurance capacity is greater than the demand from ceding companies, our competitors, some of which hold higher ratings than we do, may be better positioned to enter new contracts and gain market shares at our expense.

4.1.8 FINANCIAL RATINGS PLAY AN IMPORTANT ROLE IN OUR BUSINESS

Financial ratings are very important to all reinsurance companies, including SCOR, as ceding companies wish to reinsure their risks with companies having a satisfactory financial position. Our Life reinsurance activities and the Business Solutions (facultative) in Non-Life reinsurance are particularly sensitive to the way our existing and prospective clients perceive our financial strength notably through our ratings. This is also true for our reinsurance treaties business in Non-Life in the U.S. and British markets. Some of our reinsurance treaties contain termination clauses triggered by ratings. (Refer to Section 4.1.9 - A significant portion of our contracts contain provisions relating to financial strength which could have an adverse effect on our portfolio of contracts and our financial position).

In addition, certain stand-by letter of credit facilities would require collateralisation if the rating of the Group deteriorates.

The timing of any review of our financial ratings by the rating agencies is also very important to our business since our Non-Life contracts and treaties are renewed at various set times throughout the year.

In order to keep close control over our ratings and notably to prevent downgrades in our financial ratings and encourage and justify upgrades, we maintain close relationships with the main rating agencies. These relationships take the form of regular contacts during the financial year to present our results and our financial position to them and specific meetings before implementing strategic or financial projects, to assess their potential impact on our rating.

As a result of the above, a downgrade in the rating could however significantly impact our revenues, net income, cash flow and financial position.

SCOR has benefited during 2008 from a relative improvement to its rating by Moody's Investment Services (Moody's), Fitch and Standard & Poor's (S&P). Currently, the ratings granted by Standard & Poor's ("**S&P**"), A.M. Best ("**AM Best**"), Moody's Investor Services ("**Moody's**") and Fitch Ratings ("**Fitch**") are as follows:

	Financial position
Standard & Poor's 3 September 2008	A- (positive outlook)
AM Best 14 November 2008	A- (stable outlook)
Moody's 4 December 2008	A2 (stable outlook)
Fitch 21 August 2008	A (stable outlook)

4.1.9 A SIGNIFICANT PORTION OF OUR CONTRACTS CONTAIN PROVISIONS RELATING TO FINANCIAL STRENGTH WHICH COULD HAVE AN ADVERSE EFFECT ON OUR PORTFOLIO OF CONTRACTS AND OUR FINANCIAL POSITION

Many of our reinsurance treaties, notably in the United States and in Asia, and also increasingly in Europe, contain clauses concerning our financial strength, and provide for the possibility of early termination for our cedents if our rating is downgraded, or when our net financial position falls below a certain threshold, or if we carry out a reduction in share capital. Accordingly, such events could allow some of our cedents to terminate their contract commitments, which could have a material adverse effect on our revenues, net income, cash flow and financial position.

In the same way, many of our reinsurance treaties contain a requirement for SCOR to put in place letters of credit ("**LOC**") provisions whereby in the circumstances described in the previous Sections, the cedent has the right to draw down on a LOC issued by a bank in SCOR's name.

Banks providing such facilities usually ask SCOR to post collateral whose value is at least equal to the amount of the LOC facility.

In the case of a LOC being drawn down by a cedent, the bank has the right to request a cash payment from this collateral, up to the amount drawn down by the cedent. It enforces by offsetting the collaterals posted by SCOR.

In the case of a large number of LOCs being drawn down simultaneously, SCOR could encounter difficulties in providing the total amount of required cash (i.e. SCOR is also exposed to a liquidity risk).

Moreover, some of our facilities contain financial commitments and financial requirements which, if not met, constitute a default and result in the suspension of the use of current credit facilities and/or a prohibition on obtaining new lines of credit or result in the need to negotiate in adverse conditions new LOC facility, which could in some cases have an adverse effect on our revenues, net income, cash flow and financial position.

For more details about our lines of credit, refer to Section 22 - Important Contracts.

4.1.10 OPERATIONAL RISKS, INCLUDING HUMAN ERRORS OR COMPUTER SYSTEM FAILURE, ARE INHERENT IN OUR BUSINESS

Operational risks are inherent in all businesses including our own. Their causes are multiple and include, but are not limited to, poor management, employee fraud or errors, failure to document a transaction as required, failure to obtain required internal authorisations, non-compliance with regulatory or contractual obligations, IT system flaws, poor commercial performance or external events. We are also exposed to risks relating to the integration of the underlying data of newly acquired companies into our operating and financial accounting IT systems.

We believe our modelling, underwriting, price calculation and information technology and application systems are critical to the correct operation of our business. Moreover, our proprietary technology and applications have been an important part of our underwriting process and are a contributing factor to our competitiveness. We also use certain licensed systems and data from third parties. We cannot be certain that our technology or applications owned or licensed will continue to operate as intended, or that they will continue to be compatible with each other, or that we will have access in the future to these or comparable licensors or service providers. Our information technology system is subject to the risk of breakdowns and outages, disruptions due to viruses, attacks by hackers and theft of data. A major defect or failure in our internal controls or information technology and application systems could result in a loss of efficiency of our teams, harm to our reputation or increased expense or financial loss. Appropriate procedures to minimise the occurrence and the impact of the failures and defaults mentioned above are in place and appropriate, or are currently being formalised and deployed. Nevertheless, an operational risk failure, in particular the failure, always possible, of these internal control procedures, could have an adverse impact on our activities, current or future revenue, net income, cash flow and financial position.

4.1.11 WE ARE EXPOSED TO RISKS RELATED TO THE RECENT ACQUISITIONS

On 21 November 2006 SCOR completed the acquisition of Revios. On 8 August 2007, SCOR acquired the majority of the outstanding share capital of Converium Holding AG ("**Converium**") and its effective control. During 2007 and 2008, SCOR acquired the remaining shares still in circulation and on 5 June 2008, SCOR became the sole shareholder of Converium (which became SCOR Holding (Switzerland) AG). For more information on this acquisition, please see Sections 5.2.1.2 - Public offer upon the Converium shares and 5.2.1.3 – Cancellation of the shares of SCOR (Holding) Switzerland. The total consideration and the fair value of acquired net assets are detailed in Section 20.1.6 - Notes to the consolidated financial statements, Note 3 - Acquisitions.

SCOR recently acquired ReMark Group BV and Prevoyance Re. For more information on these acquisitions see Paragraph 20.1.6 – Notes to the Consolidated Financial Statements, Note 3 - Acquisitions.

Certain risks relating to recently acquired companies may not yet be known

Due notably to the size and complexities of recent acquisitions and despite pre-acquisition due diligence work carried out (SCOR not having always been granted a complete access to exhaustive data) and the integration work performed to date, there is a risk that all financial elements may not have been fully and or correctly evaluated or unknown or unexpected financial risks emerge, which may *inter alia* have significant consequences on the initially estimated impact of the relevant acquisition on the combined Group.

The integration of recently acquired companies may be more difficult than anticipated and the synergies may eventually be less than those anticipated

The success of recent business combinations will be assessed with regards to the success of the integration into the Group of the businesses acquired. Subsequently, as with any external growth transaction in the services sector in general, and reinsurance in particular, the integration of the activities of recently acquired companies may take longer and/or be more difficult than expected. The success of this integration will depend, notably, on the ability to maintain the client base to coordinate development efforts effectively, in particular at the operational and commercial levels, and to streamline and/or integrate the information systems and internal procedures and the ability to retain key employees. Difficulties encountered in the integration could entail higher integration costs and/or less significant savings or fewer synergies than expected.

We are also exposed to risks relating to the integration of the underlying data of newly acquired companies into our operating and financial accounting systems.

Nevertheless, the renewal of contracts at 31 December 2007 and at 31 December 2008 seem to show that the integration of the client bases of SCOR and Converium has been accomplished without losing market share, the administrative reorganisation of the Group has positively evolved.

Recently acquired companies may be party to certain litigation matters which, if the outcome is negative, could have a material adverse effect on the Group

SCOR has inherited and assumes the burden of the litigation matters of acquired companies. The costs of these litigation matters could have an adverse effect on the Group's future operating income and an unfavourable outcome to one or more of these litigation matters could have a material adverse effect on the Group's revenues, net income, cash flow and financial position. For further details, refer to Section 20.1.6 - Notes to the consolidated financial statements, Note 28 - Litigation.

4.1.12 OUR RUN-OFF GMDB PORTFOLIO INHERITED FROM CONVERIUM IS SENSITIVE TO CHANGES IN FINANCIAL MARKETS AND THE BEHAVIOUR OF POLICYHOLDERS.

SCOR Global Life inherited from Converium retrocession liabilities with regard to Guaranteed Minimum Death Benefit (GMDB) rider options attached to variable annuity policies written in the U.S. This type of business, which carries during financial crisis a specific economic risk is not within the usual scope of the SCOR Global Life underwriting policy. These treaties are all in run-off and cover in total approximately 0.9 million policies that were issued mainly in the late 1990's and which incorporate various benefit types. Claims occur in the event of death and if a policy is "in the money", which means that the GMDB exceeds the insured's account balance. Under these circumstances, the difference between the GMDB and the account balance or the GMDB and the cash surrender value becomes due, depending on the definition of the underlying reinsurance agreements.

Different types of Guaranteed Minimum Death Benefits are covered, including:

- Return of premium: The GMDB is the amount of total deposits adjusted for partial withdrawals, if any.

- Ratchet: After a given number of years, the GMDB is adjusted to the current account balance, if greater. Most common is a 1-year ratchet, meaning that the GMDB is adjusted annually on the policy's anniversary date.

- Roll-up: The GMDB increases each year from the initial premium adjusted for later deposits and partial withdrawals, as the case may be, by a fixed percentage. Rollup guarantees reinsured under SCOR Global Life's agreements grant an annual accumulation percentage between 3% and 7%. In many products, especially for higher rollup percentages, an upper limit applies (e.g. 200% of the paid policyholder premium adjusted for later deposits and partial withdrawals).

- Reset: After a given number of years, the GMDB is adjusted to the current account balance. This means that the GMDB can be reduced but often not below the paid-up premium (adjusted for later deposits and partial withdrawals.)

Guarantees that increase over the time are, for a majority of the assumed business, only applied up to a certain age. This implies that SCOR Global Life will be released from the risk when the beneficiary reaches this age limit.

SCOR Global Life does not hold any funds linked to this type of contract. These assets remain with the originating ceding companies.

The GMDB Liability is determined periodically based on the information provided to SCOR Global Life by its retrocedent companies. The current account value, the guaranteed death benefit and details of the covered benefit types are taken into consideration for the evaluation of the net amount at risk and the expected future liability. For the evaluation of the liabilities, SCOR Global Life uses an actuarial model that considers 1,000 investment performance scenarios.

There are some risks which are specific to the GMDB portfolio. Due to the nature of the product the remaining liability is influenced by developments on the financial markets, in particular changes in the price of equities, bonds, interest rates as well as the implied volatility on equity options. It is also dependant on policyholder behaviour, particularly on the exercise of partial withdrawal options, but also on other aspects, such as lapse behaviour and the use of options to choose the underlying funds. Being a retrocessionaire, SCOR Global Life is exposed to uncertainties concerning data received from its retrocedents and the original ceding companies and also due to the inherent reporting lag. SCOR Global Life is also exposed to risks inherent to the model used or the assessment of the liability under its portfolio.

As part of the finalisation of the accounting for the Converium acquisition, SCOR strengthened SCOR Global Life's GMDB run-off Life reserves (See Section 20.1.6 - Notes to the consolidated financial statements, Note 3 - Acquisitions).

4.1.13 WE ARE EXPOSED TO CREDIT RISKS

SCOR is mainly exposed to the following credit risks:

(a) Bond portfolios

We are exposed to risks related to the bond market. The deterioration of the financial situation of some issuers may result in the increased probability of default on coupons paid or even on the redemption of capital. This would lead to a drop in the value of these issuers' bonds, which would affect the value of our investment portfolio.

SCOR reduces this risk by implementing a policy of geographic and sector diversification, and by limiting exposure per bond issuer. The Group has a conservative investment policy and puts great importance on certain selection criteria notably the rating given by the rating agencies to the issuer, or liquidity. In addition the Group invests in corporate bonds benefiting from high ratings (AA) or very high ratings (AAA) while a large part of the Bond portfolio is invested in Government bonds, super national bonds and bonds guaranteed by a State which frequently have better financial ratings and lower risk profile than Corporate bonds.

For Bond investments which are managed externally, a specific investment framework is provided to the fund manager. Bond investments managed internally are monitored locally by each entity in conformity with the laid down management mandate. Whether managed internally or externally, each entity monitors directly or through the external managers the invested assets by issuer, by rating, by sector of activity and by geographical area, in order to assess the concentration risk of its portfolio.

In general, for all types of investments (including bonds), the Group's investment policy is defined and followed by the Investment Committee which meets at least on a monthly basis. It is presided over by the Group's Chief Executive Officer and is in particular made up of the Chief Financial Officer, the Group Chief Risk Officer, the Chief Economist, the Chief Investments Officer and the Chief Executive Officer of SCOR Global Investments SE ("**SCOR Global Investments**").

(b) Receivables from retrocessionaires

For retrocession arrangements, the Group transfers part of its risks to the retrocessionaires. The retrocessionaires then assume, in exchange for the payment of premiums by SCOR, the losses and charges associated with claims covered by the retrocession contracts. However, the Group remains liable to the cedent for the payment of all claims covered under the reinsurance contract, including the part retroceded to the retrocessionaires and even if the retrocessionaire does not fulfil its obligations under its contract with SCOR. We therefore carry a credit risk in the event that our retrocessionaires default.

To the extent that our retrocessionaires belong to the same business sector, unfavourable events affecting the sector are susceptible to affect all participants in the sector. In other words, risks to which we are exposed could also become systemic risks.

Such risks are described in more detail in Section 4.1.6 - We may be adversely affected by the inability of our retrocessionaires and cedents or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercially acceptable terms.

The Security Committee is in charge of analysing the financial security of each retrocessionaire and the amount which can be ceded to each retrocessionaire. The Security Committee meets regularly, with more frequent meetings during peak treaty renewal period, and decides on any action to be taken to limit SCOR's potential exposure to the risk of default by any of its retrocessionaires.

SCOR carries out a prudent policy for the selection of its retrocessionaires, in particular through:

- the analysis of the financial ratings of the retrocessionaires;
- the analysis of external studies prepared by the security departments of the main reinsurance brokers; in this regard SCOR meets the securities departments of two large reinsurance brokers at least twice a year to analyse the security of its retrocessionaires.

Also seeking to reduce the credit risk arising from its retrocessionaires, SCOR:

- requests that its retrocessionaires provide that all or a portion of the receivables from its retrocession contracts are guaranteed by collateral (cash deposits, letters of credit, pledging of securities etc.) in favour of SCOR;
- carries out an active commutation policy in Non-Life.

The Group's retrocession department monitors regularly its exposure to retrocessionaires by taking into account all relevant accounting balances (estimated and actual claims, premiums, reserves and deposits, pledges and security deposits).

In addition to the use of traditional retrocession, SCOR seeks to reduce its dependence on its retrocessionaires by using alternative retrocession agreements. Alternative retrocession agreements are described in more detail in Section 4.1.6 - We may be adversely affected by the inability of our retrocessionaires and cedents or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercially acceptable terms.

(c) Receivables and deposits with cedents

We are also exposed to a credit risk in the event of a payment default by the cedents of the premiums due under SCOR's acceptance of a portion of their risks as well as in the event of a default on the reimbursement by the cedents of the deposits paid by SCOR to secure its commitments thereto, for any reason (including contractual payment deadline, late payment, insolvency).

Credit risk may thus notably arise from amounts deposited with ceding companies should these deposits exceed SCOR's technical liabilities to the same ceding company, in particular when SCOR's right to offset the deposits against its technical liabilities could be voided or when its ability to recover the amount deposited is impaired.

SCOR periodically reviews the financial situation of its cedents. Thus, should their financial strength deteriorate between the time their financial commitment is made and the time it must be honoured (which may represent several years), an appropriate financial provision is established in SCOR's accounts corresponding to the liability for which a loss is considered probable.

Thus, the inability of our cedents to fulfil their financial obligations could affect our current and future revenues, net income, cash flow and financial position. Such risks are described in more detail in Section 4.1.6 - We may be adversely affected by the inability of our retrocessionaires and cedents or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercially acceptable terms.

(d) Cash deposits at banks

We are exposed to the risk of losing all or part of any cash deposited with a retail bank in the event of such a bank no longer being able to honour its commitments (e.g. following liquidation).

SCOR reduces this risk by spreading its cash deposits across a wide number of retail banks. These deposits are monitored regularly by bank, rating, assessment of default probability, and by geographical area. Following the financial crisis, an increasing number of banks finding themselves into difficulties are being provided with governments protections (e.g. guarantees of deposits, nationalisations). Deposits with such banks consequently benefit from these protections.

(e) Credit & Surety

SCOR is exposed to credit risk through its Credit & Surety portfolio. In effect, by reinsuring the commitments of its clients, which are credit insurers and insurers issuing sureties, SCOR must indemnify them for the portion that it reinsures in the event of the default of companies on which its ceding companies are exposed.

Most of this business is situated in Europe across a diverse range of activity sectors.

SCOR's Credit & Surety business does not cover either CDS ("*Credit Default Swap*") or real estate loans, notably in the U.S., nor is it exposed to the various U.S. credit "monoliners" or "guarantors".

SCOR's underwriting policy is particularly prudent in this area. SCOR specifically monitors its main exposures in this sector. In addition, SCOR benefits from the expertise of its specialised cedents in terms of risk prevention, as the cedents continuously adjust their own exposure levels based on changes in the financial strength of the debtors they are insuring.

(f) Future profits of Life reinsurance treaties

The payment of future profits expected under Life reinsurance contracts necessarily implies that the cedent is solvent: for this reason, SCOR risks a reduction in the value of its portfolio of Life contracts in the event of the insolvency of the cedent. In such a case, it is possible that the VOBA (Value Of Business Acquired) and DAC (Deferred Acquisition Costs) need to be written down. As a consequence, equity is reduced accordingly.

We are therefore exposed to a credit risk related to the insolvency of a cedent which, if it were to occur, could adversely impact our revenues, net income, cash flow and financial position.

In order to reduce such risks, SCOR's exposure on each cedent is limited through its underwriting policy defined each year.

Calculations are also made on the current treaties in order to verify the solidity of the value of future profits from the portfolio in question. This regular monitoring allows for a timely action to manage and mitigate the effects from any possible deviations of the actual results from the projections in the underwriting plan.

(g) Default of pool members

SCOR participates, for certain risk categories that are particularly heavy (particularly terrorist risks), in various groups of insurers and reinsurers ("pools") aimed at pooling the relevant risks among the members of each group. In the event of a total or partial default by one of the members of a group, SCOR could be required to assume, in the event of joint liability of the members, all or part of the commitments of the defaulting member. In such a case, SCOR's financial position could be affected.

These risks are described in more detail in Section 4.1.6 - We may be adversely affected by the inability of our retrocessionaires and cedents or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercially acceptable terms.

(h) Exposure to credit risk

The retrocessionaires part in the technical reserves split by retrocessionaire financial rating is included in the paragraph Section 20.1.6 - Notes to consolidated financial statements, Note 16 - Contract liabilities and Note 6 - Insurance business investments for the split of bond issuers by issuers rating.

4.2 Market risk

4.2.1 WE FACE RISKS RELATED TO OUR FIXED INCOME INVESTMENT PORTFOLIO

(a) Interest rate risks

Interest rate fluctuations have direct consequences on the market value of our fixed-income investments and therefore on the level of unrealised capital gains or losses of the fixed-income securities held in our portfolio. The return on the securities held also depends on changes in interest rates. Interest rates are very sensitive to a number of external factors, including monetary and budgetary policies, the national and international economic and political environment, and the risk aversion of economic agents.

During periods of declining interest rates, income from our investments is likely to fall due to investments of new premiums at rates lower than those of the existing portfolio (dilutive effect of new investments). In addition, in these periods of declining interest rates, our fixed-maturity securities are more likely to be redeemed early, where possible, as borrowers seek to borrow at lower interest rates. Consequently, we may be required to reinvest the proceeds at lower interest rates.

In general we hold bonds until maturity. Furthermore in the current period, we are reducing the duration of the bond portfolio.

Conversely, an increase in interest rates, as well as fluctuations in capital markets could also lead to changes in behaviour resulting in the unanticipated surrender and withdrawal of fixed annuities and other Life reinsurance products, including the fixed annuities of SCOR Global Life. This would result in cash outflows which might require the sale of assets at a time when the increase in interest rates has caused a fall in the market value of the fixed-maturity securities held in the portfolio. This could generate losses during the disposal of assets.

Interest rate risk is managed within the Group primarily at two levels. At the level of each entity, we take into account the asset-liability matching policy and congruence rules, as well as local regulatory accounting and tax constraints. At the central level, we conduct operations to consolidate all portfolios in order to identify the overall level of risk and return. Consequently, the Group uses analytical tools which guide both its strategic allocation and local distribution of assets.

The sensitivity to changes in interest rates is generally analysed on a monthly basis. The Group analyses the impact of a major change in interest rates on each of its portfolios and at the global level. Here, the Group identifies the unrealised capital loss that would result from a rise in interest rates. The instantaneous unrealised capital loss is measured for a uniform increase of 100 basis points in rates or in the event of a distortion of the structure of the yield curve. Portfolio sensitivity analysis to interest rate changes is an important risk measurement and management tool which may lead to decisions for reallocation or hedging.

The interest rate risk is monitored regularly also because of our primarily medium-term investment activity that is tied to the duration of liabilities resulting in moderate portfolio turnover. The average duration for the Group is relatively stable, which enables rapid risk assessment.

However, there can be no assurance that such measures, including the two-levels of interest rate risk management and sensitivity analysis will be sufficient to protect the Group against all the risks related to variations in interests rates.

For information on the maturities of financial assets and liabilities, related interest rates and sensitivities to interest rate fluctuations as well as the allocation of the bond portfolio by rating of the issuer, see Section 20.1.6 - Notes to the consolidated financial statements, Note 27 - Insurance and financial risk.

(b) Credit risks

We are also exposed to credit risks related to our bond investments. (See Section 4.1.13 - We are exposed to credit risks (a) Bond portfolio).

4.2.2 WE FACE RISKS RELATED TO OUR EQUITY-BASED PORTFOLIO

We are also exposed to equity price risk. A widespread and sustained decline in the equity markets would result in an impairment of our equity portfolio. Such an impairment could affect our net income.

Equity investments are considered as both a traditional and strategic asset class for the Group. The goal is to develop and manage a diversified portfolio of high-quality stocks that will appreciate over the medium term. We also seek stocks which offer high dividends. Stock selection is therefore predominantly based on an analysis of the underlying fundamentals.

Our exposure to the equity market results both from direct stock purchases and through certain (re)insurance products including Guaranteed Minimum Death Benefit (GMDB) business. See Section 4.1.12 - Our run-off GMDB portfolio inherited from Converium is subject to changes in financial markets and the behaviour of policyholders.

Equity prices are likely to be affected by risks which affect all of the market (uncertainty on economic conditions in general, such as changes in GDP, inflation, interest rates etc.) and/or by risks which influence a single asset or a small number of assets (specific or idiosyncratic risk).

Because equities are more volatile than bonds, this asset class is closely and regularly monitored. All equity positions (direct positions and mutual funds) are aggregated and valued on a regular basis. This approach allows us to monitor changes in the portfolio and to identify investments with higher-than-average volatility as soon as possible, using alert signals. It also facilitates arbitrage or portfolio re-allocation decisions.

The equity risk is controlled and measured:

- On a Group level, exposure is decided by senior management and reviewed regularly by the Investment Committee.
- The equity risk is also controlled by the definition of maximum exposures per stock or mutual fund and is reviewed regularly (exposure to large-cap stocks will generally be greater than exposure to mid-cap stocks). The control ratios on mutual funds are also reviewed regularly, based on the mutual fund's holdings.

To measure the risk, an assumed "equity" beta of 1 is generally used. This assumes that the whole portfolio varies homogeneously and with the same magnitude as the equity market, The Group therefore uses an instantaneous change in the equity market as a measure of the change in the unrealised capital gains or losses of the equity portfolio.

The impact of a uniform drop of 10% in equity markets is included in 20.1.6 - Notes to the consolidated financial statements, Note 27 - Insurance and financial risk.

In spite of the above, we are nevertheless exposed to a risk of capital losses on the shares we hold which – if it were to occur – could adversely impact our net income, cash flow and financial position.

4.2.3 WE ARE EXPOSED TO OTHER RISKS ARISING FROM OUR FINANCIAL INSTRUMENTS

(a) Valuation risk

Some financial instruments do not have a sufficient and recurrent number of transactions to allow valuation with reference to a market price and therefore need to be valued using an appropriate model. Two situations exist depending on whether parameters can be determined from observable market data or not. There is a risk that the price provided by the model is noticeably different from the price which would be observed in the event of rapid disposal of the financial instrument, which could have an adverse effect on our financial position.

(b) Market disruption

The financial markets are undergoing a particularly severe crisis and the unprecedented volatility of assets exposes SCOR to significant financial risks linked to changes in interest rates, credit spreads, equity markets, exchange rates and real estate securities but also to changes in the models used by the rating agencies. SCOR may also be faced with the deterioration of the financial strength or rating of some issuers due to the current economic and financial environment.

4.2.4 WE ARE EXPOSED TO CURRENCY RISK

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The following types of foreign exchange risk have been identified by SCOR:

(a) Transaction risk

Fluctuations in exchange rates can have consequences on our net income because of the conversion of the results expressed in foreign currencies and the lack of matching between monetary assets and liabilities in foreign currencies.

In order to reduce transaction risk, the Group's financial assets are primarily denominated in the same currencies as its insurance liabilities and financial contracts.

SCOR's current policy is to closely monitor the net currency positions and limit the effect of fluctuations in foreign exchange rates either through cash arbitrages or forward hedges. Forward sales and purchases of currencies are included in Section 20.1.6 - Notes to the consolidated financial statements, Note 8 – Derivatives instruments.

Events, such as catastrophes, can have an impact on the matching of assets and liabilities in a currency which can generate a temporary unmatched position which is not covered by currency contracts or hedges.

(b) Translation risk

We publish our consolidated financial statements in Euros, but a significant part of our income and expenses, as well as our assets and liabilities, are denominated in currencies other than the Euro. Consequently, fluctuations in the exchange rates used to convert these currencies into Euros may have a significant impact on our reported results of operations and net equity from year to year.

The main foreign entities of our Group are located in Switzerland, North America, Great Britain and Asia. The shareholders' equity of these entities are notably denominated in Swiss Francs, U.S. or Canadian dollars and Pounds Sterling.

As a result, changes in the exchange rates used to convert foreign currencies into Euros, particularly the fluctuation of the U.S. dollar against the Euro, have had and may have in the future, an adverse effect on our consolidated shareholders' equity. The Group does not actively hedge its exposure to this risk. The impact of the fluctuation in the exchange rates used to translate foreign currencies into Euros on the consolidated shareholders' equity of the Group is described in Section 20.1 - Consolidated financial statements.

For the consolidated net position of assets and liabilities by currency, and for an analysis of sensitivity to exchange rates, refer to Section 20.1.6 - Notes to the consolidated financial statements, Note 27 – Insurance and financial risk.

4.2.5 OUR SHAREHOLDERS EQUITY AND NET INCOME ARE SENSITIVE TO THE VALUATION OF OUR INTANGIBLE ASSETS AND DEFERRED TAX ASSETS

A significant portion of our assets consists of intangible assets the value of which depends on our expected future profitability and cash flow. The valuation of intangible assets also assumes that we are making subjective and complex judgments concerning items that are uncertain by nature. If a change were to occur in the assumptions underlying the valuation of our intangible assets (including goodwill, VOBA and DAC), we might be forced to reduce their value, in whole or in part, thereby reducing shareholders equity.

In order to evaluate any potential impairment of goodwill, an impairment test is performed annually.

Additionally at each reporting date SCOR assesses if there is any indication that an intangible asset may be impaired and if such indication exists SCOR completes an estimate of the recoverable amount which may or may not result in an impairment charge.

The assessment of the existence of an indication of impairment includes numerous internal and external sources of information in accordance with IAS 36.

Recognition of the deferred tax assets i.e. the likelihood of recovering these taxes in the future, depends on applicable tax laws and accounting methods as well as the performance of each entity concerned. Due to the losses incurred, we were forced to impair, in 2003, all deferred tax assets of SCOR U.S. Corporation, a portion of this impairment was reversed in 2007 and 2008 (Refer to Section 20.1.6 - Notes to the consolidated financial statements, Note 19 - Tax for details). The deferred taxes generated by the Group's other entities were maintained. Nevertheless, the occurrence of other events, such as changes in tax legislation or accounting methods, operational earnings lower than currently projected or losses continuing over a longer period than originally planned could lead to the loss of other deferred tax assets. All of these developments or each of them separately could have a significant adverse effect on our net income and financial position.

Acquisition costs, including commissions and underwriting costs, as well as the value of business acquired ("VOBA") for life reinsurance, are recognised as assets subject to the profitability of the contracts. They are amortised on the basis of the residual term of the contracts in Non-Life, and on the basis of the pattern of recognition of future margins for Life contracts. As a result, the assumptions considered concerning the recoverable nature of the deferred acquisition costs, are affected by factors such as operating results and market conditions. If the assumptions for recoverability of deferred acquisition costs or VOBA are incorrect, it would then be necessary to accelerate amortisation, which could have a substantial negative effect on our net income and financial position.

Information on intangible assets and related impairment testing policy is included in Section 20.1.6 - Notes to the consolidated financial statements, Note 1 - Accounting principles and methods.

Details of intangible assets and recent acquisitions are included in Section 20.1.6 - Notes to the consolidated financial statements, Note 3 - Acquisitions and Note 4 - Intangible assets.

4.3 Liquidity risk

4.3.1 WE FACE LIQUIDITY REQUIREMENTS IN THE SHORT TO MEDIUM TERM IN ORDER TO COVER, FOR EXAMPLE, CLAIMS PAYMENTS, OPERATIONAL EXPENSES AND DEBT REDEMPTIONS. IN THE CASE OF CATASTROPHE CLAIMS, IN PARTICULAR, WE MAY NEED TO SETTLE AMOUNTS WHICH EXCEED THE AMOUNT OF AVAILABLE LIQUIDITY

The main sources of revenue from our reinsurance operations are premiums, revenues from investment activities, and realised capital gains. The majority of these funds are used to pay out claims and related expenses, together with other operating costs.

Our operations generate substantial cash flows because most premiums are received prior to the date at which claims must be paid out.

These positive operating cash flows, together with the portion of the investment portfolio held directly in cash or highly liquid securities, have always enabled us to meet the cash demands generated by our operating activities.

However liquidity risk is increased in situations of market disruption as we may need to sell a significant portion of our assets quickly and at unfavourable terms.

In the current financial market environment, SCOR has decided to pursue a high liquidity policy.

It can be noted that the total amount of stand-by letter of credit facilities has been increased from USD 965 million in 2007 to USD 1,215 million in 2008; in parallel, the average level of collateralisation has been reduced from 60% to 40%, allowing the Group to improve the liquidity of its assets.

Furthermore in 2008, the Group did not issue or redeem any debt.

Our next bond redemption dates are:

- Redemption of a BMTN of EUR 10 million by SCOR on 5 May 2009, and
- Possible redemption of OCEANE bonds of EUR 200 million by SCOR on 1st January 2010. Refer to Section 20.1.6 - Notes to consolidated financial statements, Note 14 - Financial debt for more details about OCEANE.

Our other bonds are redeemable only at the discretion of SCOR, and not of their holders (except in the usual events of default applicable to this kind of bonds). Due to these features, these other bonds do not increase our exposure to the risk of short-term or medium-term cash payout. Our bonds are presented in Section 20.1.6 - Notes to the Consolidated Financial Statements, Note 14 - Financial debt.

Additional information on the timing of payments is included in Section 20.1.6 - Notes to the consolidated financial statements, Note 27 - Insurance and financial risk.

4.4 Legal risk

4.4.1 WE ARE EXPOSED TO RISKS RELATED TO LEGISLATIVE AND REGULATORY CHANGES AND POLITICAL, LEGISLATIVE, REGULATORY OR PROFESSIONAL INITIATIVES CONCERNING THE INSURANCE AND REINSURANCE SECTOR, WHICH COULD HAVE ADVERSE CONSEQUENCES FOR OUR BUSINESS AND OUR SECTOR

The operations of the Group and its subsidiaries are subject to regulatory requirements within the jurisdictions where they operate. Such regulations not only prescribe the approval and monitoring of activities, but also impose certain restrictive provisions (e.g. statutory capital adequacy) to meet unforeseen liabilities as these arise, in order to minimise the risk of default and insolvency.

As of this date, we are subject to comprehensive and detailed regulations and to the supervision of the insurance and reinsurance regulatory authorities in all countries in which we operate. Changes in existing laws and regulations may affect the way in which we conduct our business and the products we may offer or the amount of reserves to be posted, including on claims already declared. Insurance and reinsurance supervisory authorities have broad administrative power over many aspects of the reinsurance industry and we cannot predict the timing or form of any future regulatory initiatives. Furthermore, these authorities are concerned primarily with the protection of policyholders and policy beneficiaries, rather than shareholders or creditors. The diversity of the regulations to which we are subject has been substantially reduced by the implementation into French law of Directive n. 2005/68/EC dated 16 November 2005 by ordinance n. 2008-556 of 13 June 2008 and application decrees n. 2008-711 of 17 July 2008 and n. 2008-1154 of 7 November 2008 as well as a regulation (*arrêté*) of 7 November 2008. This Directive prescribes the application of a "single passport" and confers the supervision of EU reinsurance companies upon the supervisory authorities of the headquarters of the company. This should simplify and clarify the supervisory conditions applicable to our Group, in the European Union at least. Moreover this Directive, implemented into national law, establishes regulations relating to technical reserves and to the Life and Non-Life solvency margins applicable to the Group as of 2008 in France and in all European countries. The Directive defines minimal conditions common to all member States of the European Union, and gives national legislators the option to set more stringent requirements. The national provisions adopted for the implementation of this Directive and their interpretation, as well as other legislative or regulatory changes, increase the harmonisation of regulations governing reinsurers with the regulations governing insurers. These new regulations may increase our solvency margin obligations, thereby restricting our underwriting capacity.

The Reinsurance sector has been exposed in the past – and may be in the future – to involvement in legal proceedings, regulatory inquiries and actions by various administrative and regulatory authorities, as well as to regulation concerning certain practices used in the insurance sector. This involvement notably concerned agreements over the payment of "contingency commissions" by insurance companies to their agents or brokers and the consequences of such payments on competition between insurance operators, as well as the accounting of various alternative risk transfer products. Insurers appear to have put a stop to various commercial contingency commissions; a development which has spread to reinsurers in terms of the business they underwrite through brokers.

In addition to this, the public authorities in the United States and the rest of the world are closely examining the potential risks presented by the reinsurance sector as a whole, as well as their consequences on commercial and financial systems in general. The European Directive "Solvency II" on the solvency standards applicable to Insurers and Reinsurers, currently pending approval, stipulates in particular a "Pillar 2" which deals with risk assessment and control requirements in order to support the achievement of strategic, operational, reporting and compliance objectives of the companies in the sector. Although it is of course not possible to predict the nature of these requirements, nor their scope or scheduled implementation by the public authorities, it is very likely that risk management and control measures will be reinforced for reinsurers in the near future, which may restrict our underwriting capacity and increase our operating costs.

Adverse changes in laws or regulations or an adverse outcome of these proceedings could have adverse effects on our turnover, liquidity, financial position and operating income.

4.4.2 WE ARE EXPOSED TO CERTAIN LITIGATION MATTERS

We are involved in legal and arbitration proceedings in certain jurisdictions, particularly in Europe and the United States. Following the acquisition in 2007 of Converium (which became SCOR Holding (Switzerland)), SCOR assumes responsibility for Converium's litigation matters (for more information on this issue, refer to Section 20.1.6 - Notes to the consolidated financial statements, Note 28 - Litigation). An unfavourable outcome in one or more of the court or arbitration proceedings described above could have a material adverse impact on the revenues, net income, cash flow and financial position of the Group.

SCOR's legal department is systematically informed of any potential or proven risk of litigation by the two operating divisions SCOR Global P&C and SCOR Global Life and, at Group level, by the senior management, by the Group Executive Committee, or by the former Revios and Converium legal departments located respectively in Cologne and Zurich. Consequently, the Group Legal Department centralises and monitors all the litigation matters of the Group, except for claims litigations which are managed by the specialised lawyers in the Claims & Commutations Division at SCOR Global P&C and the operational entities. The procedures for reporting disputes and monitoring litigation matters are described in greater detail in Appendix B - Report of the Chairman of the Board of Directors on the conditions for the preparation and organisation of the work of the Board of Directors and the internal control procedures.

4.4.3 OUR POSITIONS ON TAX ACCOUNTS ARE SUBJECT TO AUDIT AND APPROVAL BY TAX AUTHORITIES

SCOR establishes tax accounts in accordance with applicable local laws and regulations. However, some tax positions may differ from the view taken by the relevant tax authorities. Additionally tax laws and regulations may change with retroactive impact.

4.5 General corporate insurance and risk coverage (excluding reinsurance activity) (1)

SCOR, both at the level of the parent company and the subsidiaries, operates a financial business. Therefore, it is not dependent, as industrial companies may be, on a production tool, and generates few physical risks for its immediate environment.

Some of SCOR's major assets include its IT network and its communication tools, which are regularly updated to reflect technological progress.

In these fields, emergency solutions have been organised off-site such as system duplication and data backup, to allow business continuity in the event of a major incident. Catastrophic scenarios that could affect SCOR's entire operational infrastructure have led to the revision of the business continuity plan ("**BCP**"). The BCP continues to be reviewed regularly.

The properties and other assets of SCOR and its subsidiaries are covered locally through property and fire damage and comprehensive IT risk policies. The levels of self-insurance depend on the risks insured (e.g., self-insurance level on the SCOR building in Paris at La Défense, is less than EUR 15,000 deductible per incident).

With the exception of a few policies purchased locally, liability risks are mostly covered at Group level for amounts deemed sufficient.

Civil liability risks related to the operation of the company caused by employees and real estate are insured for EUR 15.245 million. Professional liability risks are insured for EUR 50 million above a self-insurance retention of EUR 2 million. The Group has coverage against the civil liability risks of its directors and officers. It also has EUR 10 million in fraud coverage. All of these insurance policies are with high-quality insurers.

The management of the Group's property and liability insurance is subject to a validation procedure in which a steering committee composed of specialist staff is requested to issue an opinion. Assessment of strategies is performed by the Chief Risk Officer ("**CRO**").

4.6 Risks and litigation: reserving methods

Refer to Section 20.1.6 - Notes to the consolidated financial statements, Note 1 - Accounting principles and methods.

(1) Generally speaking, the amounts of insurance mentioned in this Section 4.5 are for purposes of illustrating the policy of transferring certain risks by the SCOR Group, subject to other provisions of corresponding policies or policy, specifically those regarding possible lower limits of coverage, particular deductibles, geographic coverage and/or particular exclusions.

INFORMATION ABOUT THE ISSUER

INFORMATION ABOUT THE ISSUER

5 INFORMATION ABOUT THE ISSUER

5.1 History and development of the issuer

5.1.1 LEGAL NAME AND COMMERCIAL NAME OF ISSUER

Legal name: SCOR S.E.

Commercial name: SCOR

5.1.2 PLACE AND REGISTRATION NUMBER OF ISSUER

R.C.S. number: Nanterre 562 033 357

A.P.E. Code: 6520 Z

5.1.3 DATE OF INCORPORATION AND LENGTH OF LIFE OF ISSUER

Incorporated: 16 August 1855 under the name Compagnie Impériale des Voitures de Paris; name changed to SCOR S.A. on 16 October 1989, to SCOR on 13 May 1996, then to SCOR S.E. on 25 June 2007.

Expiration: 30 June 2024 unless otherwise extended or previously dissolved.

5.1.4. DOMICILE AND LEGAL FORM OF ISSUER, LEGISLATION GOVERNING ITS ACTIVITIES, COUNTRY OF INCORPORATION, ADDRESS AND TELEPHONE NUMBER OF ITS REGISTERED OFFICE

5.1.4.1 Registered office and contact information of issuer

SCOR SE
1, avenue du Général de Gaulle
92800 PUTEAUX
France
Tel. +33 (0)1 46 98 70 00
Fax: +33 (0)1 47 67 04 09
www.scor.com
E-mail: scor@scor.com

5.1.4.2 Legal form and applicable legislation

(a) Corporate law

SCOR is a European Company (Societas Europaea) governed by the provisions of Council Regulation (EC) No. 2157/2001, dated 8 October 2001 on the Statute for a European Company (the "**SE Regulation**"), and that of the European Council Directive 2001/86/EC of 8 October 2001 supplementing the Statute for a European Company with regard to the involvement of employees, and by the provisions of French law relating to European Companies, as well as for all other matters partially covered or not covered by the SE Regulation, by the French corporate law provisions applicable to a *société anonyme*, where not contrary to the specific provisions applicable to European Companies.

On 24 May 2007, the annual General Shareholders' Meeting approved the conversion of the Company into a European Company or *Societas Europae*a, pursuant to Articles 1 §1, 2 §4 and 37 of the SE Regulation, and Article L.225-245-1 of the Commercial Code, thereby becoming, on 25 June 2007, the first French listed company to adopt the *Societas Europaea* statute.

Following approval of this conversion, SCOR is registered with the Nanterre Trade and Companies Register under the corporate name SCOR SE and has taken the form of a European company as of the date of such registration.

The conversion did not result in either the dissolution of SCOR or the creation of a new legal entity.

The conversion had no impact upon the rights of the Company's shareholders or bondholders who automatically became shareholders and bondholders of SCOR SE without any action being required on their part. They remain shareholders and bondholders in proportion to their rights acquired prior to the completion of the conversion. Thus, the financial liability of each shareholder of SCOR SE is limited to the amount of his subscription prior to the conversion. The proportion of the voting rights held by each shareholder in the Company has not been affected by the conversion into a European Company.

The conversion in itself did not have any impact on the value of the SCOR shares. The number of shares issued by the Company was not changed as a result of the conversion and the shares of the Company, at this stage, remain listed on the Eurolist market of Euronext Paris, on the SIX Swiss Exchange (formerly SWX Swiss Exchange) in Zurich since 8 August 2007 and tradable over-the-counter on the Frankfurt Stock Exchange. The Company's ADS which were listed on the New York Stock Exchange since 11 October 1996 were delisted on 14 June 2007 and the Company's securities were deregistered with the SEC on 4 September 2007.

(b) Insurance law

In Europe

Specific provisions apply to the reinsurance activity of SCOR. Under the reinsurance Directive 2005/68/EC date 16 November 2005, implemented into French law by ordinance n. 2008-556 of 13 June 2008 and application decrees n. 2008-711 of 17 July 2008, and n. 2008-1154 of 7 November 2008, as well as regulation (*arrêté*) of 7 November 2008, reinsurance companies and their subsidiaries situated in a country within the European Union, are subject to state control, under the conditions defined by Book III of the French Insurance Code. The directive also states rules for the offsetting of underwriting reserves by assets and the rules of acceptability of assets. The main provisions are:

- French companies, whose exclusive business is reinsurance, can only practise after having obtained an administrative license, issued by the Committee for Insurance Companies and published in the Official Journal. The licenses for SCOR, SCOR Global Life SE ("**SCOR Global Life**") and SCOR Global P&C SE ("**SCOR Global P&C**") were validated by virtue of the decision, dated 15 July 2008.
- the authorised reinsurers can thus operate in the European Union with free provision of service and in the European Economic Area ("EEA").
- European reinsurance companies are under an obligation to meet the defined regulatory solvency demand, to establish a guarantee fund and to put a permanent internal control policy in place.
- the obligation imposed upon reinsurers, to establish an adequate solvency margin, aims to protect the insurance companies, and hence, the consumers, in order to ensure that in the event of a decline in business or in investment income, the reinsurance companies have additional reserves, protecting those interests and consequently, the policy holders, while providing both executives and oversight and regulatory authorities with sufficient time to resolve the problems that have arisen. Our Swiss subsidiary is required to apply the federal law dated 17 December 2004, governing the oversight of insurance companies, which also governs reinsurance companies, which stipulates that an insurance company must have sufficient assets, free of any predictable commitment, for all its activities (solvency margin).
- reinsurers authorised in France and their branches are monitored by the *Autorité de Contrôle des Assurances et des Mutuelles* ("**ACAM**"). The role of this body is to ensure that at any point, these entities are able to conform to the commitments that they have entered into with reinsurance companies and that they fulfil the regulatory solvency margin demands.
- The ACAM is authorised to address prevention measures and to issue warnings to the monitored company or its executives.

In the United States

In the United States, the Group's reinsurance and insurance subsidiaries are regulated primarily by the insurance regulators in the state in which they are domiciled, but they are also subject to regulations in each state in which they are authorised or licensed. SCOR Reinsurance Company, the Group's main Non-Life subsidiary in the United States, is domiciled in the State of New York and SCOR Global Life U.S. Re Insurance Company, the Group's main Life insurance subsidiary in the United States, is domiciled in Texas. The Group's other subsidiaries in the United States are currently domiciled in Arizona, Delaware, Texas, and Vermont.

5.1.5 IMPORTANT EVENTS IN THE DEVELOPMENT OF THE ISSUER'S BUSINESS

SCOR was founded in 1970 at the initiative of the French government to create a reinsurance company of international stature. SCOR developed quickly in the various world markets, building up a substantial international portfolio.

At the beginning of the 1980s, the government's stake in the Company's share capital, held through the *Caisse Centrale de Réassurance*, was progressively reduced in favour of insurance companies that were active on the French market.

In 1989, SCOR and UAP Reassurances combined their Property & Casualty and Life reinsurance businesses as part of a restructuring of SCOR's share capital, and listed the Company on the Paris stock exchange. The withdrawal of Compagnie UAP, which held 41% of the share capital, was completed in October 1996 via an international public offering at the time of SCOR's listing on the New York Stock Exchange.

In July 1996, SCOR acquired the reinsurance portfolio of the American insurer Allstate Insurance Company, doubling the share of its U.S. business in the Group's total turnover.

While maintaining an active local presence in major markets and building up new units in fast-growing emerging countries, SCOR continued in the following years to streamline its structure and its organisation.

In 1998, SCOR and SOLAREH incorporated SOLAREH SA, which is now held equally by SCOR Global Life and SOLAREH International. Its corporate purpose is to facilitate the reintegration to society of the disabled by reeducation, prevention and training services granted to French insurers which are reinsured by the Group.

In 1999, SCOR purchased the 35% state held by Western General Insurance in the Bermudan company Commercial Risk Partners (CRP), thus raising its stake in this subsidiary to 100%.

In 2000, SCOR acquired Partner Re Life in the United States, thus providing it with a platform to expand its Life reinsurance business on the U.S. market.

In 2001, SCOR acquired SOREMA S.A. and SOREMA North America in order to increase its market share and take full advantage of the cyclical upturn in Property & Casualty reinsurance.

That same year, SCOR and a group of international investors formed a reinsurance company in Dublin, named Irish Reinsurance Partners Ltd ("**IRP**"), which has since become SCOR Global P&C Ireland Ltd, with a paid-up capital of EUR 300 million in order to strengthen the Group's total equity and increase its underwriting capacity to take advantage of the upturn in the reinsurance cycle. IRP has been principally used for the retrocession in quota share of 25% of the part of the Non-Life business underwritten or renewed by the Group during financial years 2002, 2003 and 2004.

In 2002, SCOR signed a cooperation agreement in the Life reinsurance business with the Legacy Marketing Group of California, for the distribution and management of annuity products. A number of Life offices were opened around the world to benefit from the growth potential of the Life reinsurance business.

In 2003, the Group reorganised its Life reinsurance business. The companies of the Group transferred to SCOR VIE and its subsidiaries all of the Group's Life reinsurance business throughout the world. SCOR VIE, whose corporate name was changed in 2006 to SCOR Global Life, and which became a European Company in 2007, along with its subsidiaries, are all directly or indirectly wholly-owned by SCOR.

In June 2005, SCOR acquired the minority interests of IRP, following the termination of the quota share treaties between IRP, SCOR and some subsidiaries of the Group effective 31 December 2004. All liabilities, rights and obligations of IRP under the quota share treaties were novated in favour of SCOR in October 2005. In 2007, IRP became SCOR Global P&C Ireland Ltd and co-reinsures especially British businesses, underwritten by Non-Life entities.

On 16 May 2006, SCOR transferred all of its Non-Life reinsurance business in Europe, including Property & Casualty Treaties (including Credit & Surety business), Large Corporate Accounts and Construction reinsurance to a company of the Group, Société Putéolienne de Participations, whose corporate name was changed to SCOR Global P&C, a French subsidiary wholly-owned by SCOR, effective retroactively to 1 January 2006. In 2007, SCOR Global P&C adopted the European Company statute via a merger by absorption of SCOR Deutschland Rückversicherungs AG and SCOR Italia Riassicurazioni SpA.

On 21 November 2006, the Group completed the acquisition of Revios, allowing it to create a top worldwide Life reinsurer. Based in Cologne, Revios is the former Life reinsurance unit of Gerling Global Re Group, and had successfully developed autonomously since 2002. Revios has since become one of the leading European reinsurers specialising in Life reinsurance, with offices in 17 countries. The combination of Revios and SCOR VIE created SCOR Global Life, an operating entity which, with an annual volume of gross written premiums of EUR 2,701 million at 31 December 2008 is one of the top 5 worldwide leaders in Life reinsurance, according to the rankings published in the Standard & Poor's Global Reinsurance Highlights (2008 Edition).

On 10 January 2007, SCOR increased the level of its investment (which stood at 10.2% since 1994) to 39.7% of the share capital and 40.2% of the voting rights of ReMark.

On 22 August 2007, SCOR Global Life announced that it held 98.67% of the share capital of ReMark, now part of the Market Unit 1 of SCOR Global Life. Established in 1984, ReMark is an important player in direct global marketing of Life insurance products business. On 8 August 2007, SCOR Global Life acquired 100% of Alfinanz Asia, another entity specialised in the direct marketing of products similar to those of ReMark.

Since 30 August 2007, SCOR has acquired control of Converium (which became SCOR Holding (Switzerland)) further to the market purchases of Converium shares, to the acquisition of blocks of Converium shares and to the Offer (for additional information on this takeover, refer to Section 5.2.1.2 - Public offer upon the Converium shares). In the context of this Offer, SCOR also listed its shares to trading in Swiss Francs on the SWX Swiss Exchange (which became the SIX Swiss Exchange) in Zurich, thereby enabling Converium shareholders, having brought their Converium shares to SCOR, to keep their assets in the same currency and on the same stock exchange.

Following the acquisition of SCOR Holding (Switzerland) (formerly Converium Holding) shares on the market, SCOR held, on 22 October 2007, more than 98% of SCOR Holding (Switzerland), enabling SCOR to seek, on 25 October 2007, a court-ordered procedure for the cancellation of the shares of SCOR Holding (Switzerland) not yet held by the Group.

Following this acquisition, the Group became the world's fifth-ranking global multi-line reinsurer [(2)], with leading positions in selected areas such as Life reinsurance, specialty lines and industrial high risk, according to the classifications appearing in Global Reinsurance Highlights 2008 of Standard & Poor's, in terms of *pro forma* gross written premiums issued in 2007 by the Group's entities.

On 7 January 2008, SCOR Holding (Switzerland) delisted its American Depositary Shares from the New York Stock Exchange. SCOR Holding (Switzerland) then requested the deregistration of its securities with the SEC. The deregistration of SCOR Holding (Switzerland) securities took place on 4 September 2008. Moreover, further to the request addressed by SCOR Holding (Switzerland), the SWX Swiss Exchange, by order dated 14 November 2007, delisted SCOR Holding (Switzerland)'s shares as from 30 May 2008.

Following the acquisition of Converium and Revios by SCOR, the integration of these companies has been implemented in the framework of an innovative approach, in accordance with the new global, multi-cultural dimension of the Group: the Hub Company.

This model has been designed around six structured platforms, around roles and not just by legal entities. Each platform is in charge of some of the local, regional and global responsibilities.

The Hubs have been progressively put in place:

- on 5 May 2008 for the Cologne Hub;
- on 20 May 2008 for the London Hub;
- on 16 June 2008 for the Asia Pacific Hub;
- on 18 June 2008 for the America Hub;
- on 27 January 2009 for the Zurich Hub;
- on 24 February 2009 for the Paris Hub.

On 8 January 2008, in keeping with its strategic policy for the development and growth of its presence in the African markets, notably English and Portuguese speaking, the Group created a subsidiary in South Africa, SCOR Global South Africa (Pty) Ltd. In addition, the Group created, on 21 April 2008, another subsidiary in South Africa, SCOR Africa Ltd (currently named Micawber 673 Proprietary Ltd), bound to operate Life and Non-Life activities.

On 31 July 2008, SCOR entered into an agreement with the Malakoff Médéric group, the leading group in the French social protection market, in order to acquire 100% of the share capital and voting rights of Prévoyance et Réassurance and its Life and Health reinsurance subsidiary, Prévoyance Ré. This agreement also includes the signature of a 5 year commercial agreement between SCOR and Malakoff Médéric. The transaction was signed on 24 October 2008 and gave rise to the contribution to the Malakoff Médéric group of SCOR treasury shares. In carrying out this acquisition, SCOR accentuates its leading role in the French Life and Health reinsurance market and the social protection field. The acquisition of Prévoyance Ré is described in more details in Section 5.2.1.4.

On 27 October 2008, SCOR Global Life incorporated in Spain SCOR Telemed, a wholly-owned subsidiary. The corporate purpose of this company is the carrying out of medical interviews by phone in the aim of Life insurance tele-underwriting.

On 29 October 2008, the Group announced its decision to create SCOR Global Investments, its portfolio management company and third operational entity within the Group along with SCOR Global P&C and SCOR Global Life. This new structure, incorporated on 2 February 2009, will carry the asset management of the whole investment portfolio of all Group companies and implement the investment strategy as determined by the Group's Investment Committee chaired by Denis Kessler. Its approval as a portfolio management company was filed with the AMF on 23 December 2008 and is currently under review by the appropriate departments of the AMF which shall notify its decision prior to 29 March 2009, subject to any adjournment due to additional information required by the AMF.

On 21 November 2008, SCOR announced its decision to incorporate a reinsurance subsidiary in Russia (Moscow) in order to develop both its Life and Non-Life business. This company, held by SCOR SE, was incorporated on 24 December 2008 under the corporate name SCOR Perestrakhovaniye.

(2) Excluding Llyods.

5.2 Investments

5.2.1 PRINCIPAL INVESTMENTS MADE OVER THE PAST THREE FINANCIAL YEARS

Refer to Section 4.2.1 - We face risks related to our fixed-maturity portfolio - and 4.2.2 - We face risks related to our equity-based portfolio, for a description of risk management connected with our investments in debt instruments and equity securities.

5.2.1.1 Acquisition of Revios

The SCOR Board meeting of 4 July 2006 approved the execution of an acquisition agreement between SCOR and GLOBALE Rückversicherungs-AG relating to the acquisition of Revios. This acquisition will enable the Group to create a top-tier worldwide Life reinsurer.

Based in Cologne, Revios is the former Life reinsurance unit of the Gerling Global Re group, which had successfully developed autonomously since 2002. Revios had since become the leading European reinsurer specialising in Life reinsurance, with offices in 17 countries.

The total purchase price for the acquisition of 100% of the equity capital of Revios was EUR 605 million in 2006. SCOR moreover reimbursed EUR 50 million of Revios' outstanding subordinated debt to GLOBALE Rückversicherungs-AG.

SCOR financed this acquisition through:

- a subordinated debt issue of EUR 350 million, launched on 28 July 2006 by the issue of deeply subordinated perpetual bonds (Tier 1),
- a share capital increase of EUR 377 million executed on 12 December 2006.

5.2.1.2 Public offer upon the Converium shares

On 19 February 2007, SCOR announced that it had irrevocably secured 32.94% of the capital of Converium. The acquisition of the 32.94% stake in Converium was achieved through market purchases (8.3%) and the acquisition of blocks of shares from Patinex AG ("**Patinex**") and Alecta pensionsförsäkring, ömsesidigt ("**Alecta**"), representing respectively 19.8% and 4.8% of Converium's share capital. These blocks were acquired by purchase and contributions in-kind pursuant to share purchase agreements (the "**Share Purchase Agreements**") and contribution treaties (the "**Contribution Treaties**") executed between SCOR and Patinex, on the one hand, dated 16 February 2007, and between SCOR and Alecta, on the other hand, dated 18 February 2007, with compensation consisting of 80% SCOR shares and 20% cash.

Under the terms of the Contribution Treaties, Patinex and Alecta committed to contribute to the Company 23,216,280 and 5,680,000 Converium shares respectively, i.e. a total of 28,896,280 Converium shares (the "**Contributions**"). A description of the contributions can be found in the document drawn up by SCOR, filed with the AMF on 10 April 2007 under number E. 07-032 and in an additional document filed with the AMF on 23 April 2007 under number E. 07-039 (the "**Document E**"), for the purpose of the Company's General Shareholders' Meeting, held on 26 April 2007, called to approve the contributions and to vote on issuance of new shares as compensation for the contributions (the "**Contributed Shares**").

On 16 February 2007, the Company published a pre-announcement of a mixed public offer in Switzerland (the "**Offer**") for all of the publicly-held registered shares comprising Converium's share capital, with a nominal value of 5 Swiss Francs per share, including all shares that may be issued prior to the expiration of the offer period (including all additional delays for accepting the Offer) and excluding those shares held by Converium or acquired in the future by Converium or its subsidiaries, as well as those Converium shares admitted to trading on the New York Stock Exchange (NYSE) through an American Depositary Shares program (the "**Converium Shares**"). The total number of Converium shares able to be contributed to the Offer was set at 106,369,112. Under the terms of the Offer, the Company offered Converium shareholders, in exchange for each share of Converium, (i) 0.5 share of SCOR; (ii) 5.50 Swiss francs and (iii) 0.40 euro in cash, equal to 50% of the amount of the per share dividend for financial year 2006 paid out by SCOR share and converted into Swiss francs on the basis of the euro/Swiss franc exchange rate in effect on the day the Offer is executed (the "**Counterpart of the Offer**"). The terms and conditions of the Offer are detailed in the Offer Prospectus which was published and filed with the Swiss takeover board ("TOB") on 5 April 2007 as amended on 12 June 2007 (the "**Offer Prospectus**").

SCOR's Extraordinary General Shareholders' Meeting, held on 26 April 2007, approved the sixth resolution regarding the decision to proceed with a capital increase by issuing (without preferential subscription rights) new shares of SCOR, attributed to Converium shareholders who have tendered their shares the Offer. The terms and conditions of this issue are described in the issue and eligibility prospectus approved by the AMF on 10 April 2007 under number 07-115, as amended by the first amendment approved by the AMF on 23 April 2007 under number 07-131 and by the second amendment approved by the AMF on 12 June 2007 under number 07-183 (the "**Issue and Eligibility Prospectus**").

Within the context of the Offer, opened from 12 June 2007 to 9 July 2007, with a supplementary acceptance period opened on

13 July 2007 and closed on 26 July 2007, 92,969,353 Converium shares were presented for acceptance of the Offer. The settlement/delivery of the Offer was executed according to the procedures appearing in the Offer Prospectus and SCOR proceeded to issue 46,484,676 new shares on 8 August 2007, with a unit price of EUR 18.79, including EUR 10.9130277 in issue premium and 7.8769723 Euro of face value; SCOR paid the Converium shareholders who contributed their shares to the Offer, a total amount of 511,331,441.50 Swiss francs as payment of 5.50 Swiss francs per Converium share contributed, and a total amount of EUR 37,187,741.20 as payment of 0.40 Euro per Converium share contributed, i.e. 61,400,679.50 Swiss francs after conversion into Swiss francs on the basis of the Euro/Swiss franc exchange in effect on the date the Offer was executed.

The cash portion of the Counterpart of the Offer, including the increase in the counterpart declared on 10 May 2007, was financed out of SCOR's own total equity.

5.2.1.3 Cancellation of the shares of SCOR (Holding) Switzerland

On 22 October 2007, SCOR announced that it held more than 98% of the voting rights of SCOR Holding (Switzerland) (formerly Converium) and thus that the Group met the conditions necessary for the filing of a cancellation action with respect to the remaining shares of SCOR Holding (Switzerland) not owned by the Group, in order for the Group to become the sole shareholder of SCOR Holding (Switzerland). Such cancellation procedure is a court procedure initiated in compliance with Swiss laws before a Swiss Court pursuant to which a shareholder holding more than 98% of the voting rights of a company may request the cancellation of the shares held by the minority shareholders in consideration for a counterpart strictly identical to that offered in the context of a previous public offer. Immediately after the cancellation of the shares, the same amount of shares is issued to the benefit of the majority shareholder.

The request for cancellation of the 2,840,816 shares of SCOR Holding (Switzerland) was filed on 25 October 2007 with the Business Court of the canton of Zurich (*Handelsgericht des Kantons Zürich*), the counterpart in cash and shares offered within the context of this cancellation proceedings being identical to the Counterpart of the Offer.

The order of the Commercial Court of Zurich was issued on 15 May 2008 and became effective on 20 May 2008. On 5 June 2008, the Board of Directors of SCOR decided, as a consideration for the 2,840,816 shares of SCOR Holding (Switzerland), to (i) issue 1,420,408 SCOR shares and (ii) to pay CHF 15,624,488 and (iii) EUR 1,136,326.40 corresponding to the dividend paid by SCOR for 2007 to be paid in Swiss francs at the exchange rate applicable on the day preceding the cancellation of the remaining shares, 5 June 2008 (i.e., EUR 1 = CHF 1.61630) (such amount being financed out of SCOR's own total equity).

5.2.1.4 Acquisition of all shares of Prévoyance Ré

On 31 July 2008, SCOR entered into an agreement with the Malakoff Médéric Group, the leading group in the French social protection market, to acquire 100% of the share capital and voting rights of Prévoyance et Réassurance, i.e., 1,650,000 shares and voting rights, and its Life and Health reinsurance subsidiary, Prévoyance Ré, i.e., 850,000 shares and voting rights.

Such acquisition has been completed on 24 October 2008, by transfer of:

- 2,673,173 SCOR treasury shares to Médéric Prévoyance;
- 257,701 SCOR treasury shares to the Institution Nationale de Prévoyance des Représentants; and
- 528,201 SCOR treasury shares to the URRPIMMEC (Union des Régimes de Retraites et de Prestations en cas d'invalidité et de maladie des Industries Métallurgiques, Mécaniques, Electriques et Connexes).

In addition, Malakoff Médéric Group, in accordance with its commitment, acquired on the market, as from November 2008, an additional number of SCOR shares enabling it to hold 3% of the share capital and voting rights of SCOR.

5.2.2 PRINCIPAL INVESTMENTS IN PROGRESS

As of the date of this Registration Document, no significant investment is in progress.

5.2.3 PRINCIPAL FUTURE INVESTMENTS

As of the date of this Registration Document, no significant investment is contemplated.

BUSINESS OVERVIEW

BUSINESS OVERVIEW

6 BUSINESS OVERVIEW

SCOR historical overview

At the end of 2002, SCOR reassessed its new "Back on track" strategic plan. This plan was implemented in order to shift the Property and Casualty underwritings towards:

- short-tail lines, which give a better forward-looking view of the activities, that do not involve the same level of risk on future results and which avoid the difficulty of calculating future results and the related required reserves for long-tail activities exposed to disputes and to claims inflation; and
- non-proportional activities, for which the prices are defined by SCOR underwriters and actuaries; these activities, which are independent of the prices given by ceding companies to their clients, are less sensitive to the negative effects that can result from the underwriting and rates of the ceding companies.

The "Back on Track" plan met its four major objectives by the end of 2004:

- strengthen the Group's reserves to the "best estimate" as of this date;
- restore its equity through two share capital increases of EUR 380 million and EUR 750 million;
- streamline the Group by reducing premiums underwritten in the Non-Life sector and the implementation of a new underwriting policy focused on short-tail activities and on less exposed markets, to the detriment of underwritings carried out in the United States, specifically with respect to general legal liability and industrial/occupational injuries treaties; and
- restructure the Group, particularly by appointing a new Board of Directors, new management and new procedures.

In 2004, the Company's Board of Directors adopted a new strategic plan "SCOR Moving Forward" for the period 2005-2007. The "SCOR Moving Forward" plan sets forth the means and methods to achieve a profitability goal of Return on Equity ("**ROE**") of 10% through an underwriting policy focused on profitability, by optimum allocation of capital throughout the business cycle, and by maintaining SCOR's customer base in Europe, Asia, North America and in emerging countries.

With premium revenues of EUR 2,407 million, 2005 was marked by stability in premiums in contrast to 2004, because of the continuation of strict underwriting rules and the renewal of the Non-Life treaties in January and April 2005 affected by a rating of BBB+ (Standard & Poor's) and B++ (AM Best), which were relatively unfavourable compared to our principal competitors. In August 2005, Standard & Poor's upgraded the SCOR rating to A- and on 8 September 2006, AM Best also raised its rating to A-.

SCOR VIE's acquisition of Revios on 21 November 2006 resulted in the creation of SCOR Global Life. This combination was part of the Group's strategy to balance out Life and Non-Life businesses. This "business mix" enabled the Group to improve its risk profile through diversification of its portfolio, to reduce the volatility of its result and to optimise the use of its capital depending on the divergent developments of Life and Non-Life reinsurance markets. The combination between SCOR and Revios allowed collaboration between highly complementary entities in northern and southern Europe and in Asia.

For more information on this acquisition, see Section 5.2.1.1 – Acquisition of Revios. In 2006, SCOR's turnover grew by 26.8% in Non-Life reinsurance and by 15.3% in Life reinsurance (1.7% excluding the portion of sales realised by Revios between the date of its acquisition by SCOR and the closing date), due in particular to regaining lost shares after the rating upgrades in August 2005 and September 2006. Renewals of 2006 Non-Life reinsurance treaties were considerably facilitated, and the Life business could recover under improved conditions.

Throughout 2007, SCOR finalised the implementation of the "SCOR Moving Forward" plan, which was aiming to regain market shares lost due to the lowering of its rating. Taking advantage of a still relatively buoyant market in terms of price where, despite the reorientation of reinsurance transfer policies, development opportunities and the technical quality of risks, made it possible to meet the written premium targets. Additionally, the business formerly underwritten by Converium contributed to achieve a sustained successful level of written premium.

The Dynamic Lift plan

The "SCOR Moving Forward" plan was followed by the strategic "Dynamic Lift" plan for the period 2007-2010, in which the Group set its three-year objectives, as approved on 3 April 2007 by the SCOR Board of Directors, based on balanced and profitable growth, centred around Europe and Asia.

On 10 May 2007, in the context of the amicable agreement reached by SCOR and Converium regarding the Offer, SCOR announced that the Converium and SCOR underwriting teams were preparing a common underwriting plan for the 2008 renewal campaign. SCOR took control of Converium on 30 August 2007. This acquisition allowed the creation of the "new" SCOR, one of the 5 largest multi-line reinsurance companies, on the basis of two business engines: Life and Non-Life. For more information on this acquisition, see Sections 5.2.1.2 – Public tender and exchange offer for Converium shares, and 20.1.6 – Notes to the consolited financial statements, Note 3 - Acquisitions.

The second version of the strategic plan, "Dynamic Lift V2", was presented on 4 September 2007 and is based on the results of the analyses of Converium's portfolios made possible since 8 August 2007. The acquisition and integration of Converium aimed to deliver the following objectives over the following 3 years:

- to secure a ROE of 900 bps above risk free rate over the cycle;
- to provide an "A+"level of security to clients by 2010;
- to self-finance the current business plan of the Group over the next 3 years;
- to return excess capital to shareholders through various means.

The combination of SCOR and Converium created a group organised as a network based on six platforms ("**hubs**") worldwide. Four hubs have been created in Europe (Paris, Zurich, Cologne and London), one in the USA (New York) and one for Asia- Pacific (in Singapore).

In the wake of the integration of Converium's teams, the 2008 renewals were successfully negotiated and the combination of the portfolios was performed in line with the assumptions set forth in "Dynamic Lift V2" and the corresponding estimates.

The Group, strengthened by the successive acquisitions of Revios and Converium, restored the balance in written premium in Life Reinsurance ("SCOR Global Life") and Non-Life Reinsurance ("SCOR Global P&C"), which are the basis of its diversification strategy. Within its Non-Life business activities, the complementary character of its SCOR and Converium portfolios and the contribution by Converium of Specialty Treaties and Joint Venture and Partnerships activities, resulted in significant improvement in SCOR's offerings.

Further strengthening of SCOR's organisational setup has been achieved through the acquisition of ReMark, offering direct global marketing of Life insurance products for financial institutions and serving over 200 clients in 33 countries.

The 2007 Full Year results showed that SCOR had entered a new global dimension in terms of earning power and business volume, with all business drivers producing solid results.

2008 developments

Throughout 2008, the Group continued to deliver on its "Dynamic Lift V2" path. The January 2008, then January 2009 Non-Life renewals demonstrated the effectiveness of the integration of Converium, with SCOR reaching its objective of consolidating two strong independent reinsurance groups into one leading franchise with minimum contract and client attrition levels.

With the acquisition of Prévoyance Ré from the Malakoff Médéric Group, SCOR has further complemented its Life and Health business. The transaction was signed on 24 October 2008. Prévoyance Ré's primary clients consist of provident institutions and other mutual insurance organisations. Prévoyance Ré will continue to provide its clients with high-level services, whilst fully benefiting from SCOR's recognised know-how in Life and Health.

On 29 October 2008, the Group announced the establishment of its dedicated investment management company, SCOR Global Investments. This is the Group's third operating unit alongside SCOR Global P&C and SCOR Global Life. This new entity will be in charge of managing the global investment portfolio of all the Group's legal entities. SCOR Global Investments will implement the Group's investment strategy as determined by the Group Investment Committee, headed by Group Chairman and CEO Denis Kessler. SCOR Global Investments will be regulated by the French Autorité des Marchés Financiers (AMF) and expects to receive authorisation before 29 March 2009, unless this deadline is extended further to a request for additional information.

6.1 Primary activities

6.1.1 THE REINSURANCE BUSINESS

6.1.1.1 Principles

Reinsurance is a contract under which a company, the reinsurer, agrees to indemnify an insurance company, the ceding company, against all or part of the primary insurance risks underwritten by the ceding company under one or more insurance contracts. Reinsurance differs from insurance, primarily because of its inherent complexity linked to the broader range of activities and its international nature. Reinsurance can provide a ceding company with several benefits, including a reduction in net liability on individual risks and catastrophe protection from large or multiple losses. Reinsurance also provides a ceding company with additional underwriting capacity by permitting it to accept larger risks and a greater number of risks than would be possible without a corresponding increase in share capital. Reinsurance however, does not discharge the ceding company from its liability to policyholders. Reinsurers themselves may feel the need to transfer some of the risks concerned to other reinsurers (known as retrocessionaires).

6.1.1.2 Functions

Reinsurance provides three essential functions:

1. it offers the direct insurer greater security for its equity and solvency, as well as stable results when unusual and major events occur, by covering the direct insurer above certain ceilings or against accumulated individual commitments;

2. reinsurance also allows insurers to increase their available capacity – i.e. the maximum amount they can insure for a given loss or category of losses, by enabling them to underwrite policies covering a larger number of risks, or larger risks, without excessively raising their administrative costs and their need to cover their solvency margin and, therefore, their shareholder's equity;

3. it makes substantial liquid assets available to insurers in the event of exceptional losses.

In addition, reinsurers also provide advisory services to ceding companies by:

a) defining their reinsurance needs and devising the most effective reinsurance program to better plan their capital needs and solvency margin;

b) supplying a wide array of support services, specifically in terms of technical training, organisation, accounting and information technology;

c) providing expertise in certain highly specialised areas such as the analysis of complex risks and risk pricing;

d) enabling ceding companies to build up their business even if they are temporarily under capitalised, particularly in order to launch new products requiring heavy investment.

6.1.1.3 Types of reinsurance

(a) Treaty and Facultative

The two basic types of reinsurance arrangements are treaty and facultative reinsurance.

In treaty reinsurance, the ceding company has a contractual obligation to cede and the reinsurer to accept, a specified portion of a type or category of risks insured by the ceding company. Reinsurers producing the treaties, as done by the Group, do not separately evaluate each of the individual risks assumed under the treaty. As a result, after reviewing the ceding company's underwriting practices, they depend on the coverage decisions made originally by the policy writers of the ceding company.

Such dependence subjects reinsurers in general, including SCOR, to the possibility that the ceding companies have not adequately evaluated the risks to be reinsured and, therefore, that the premiums ceded in connection therewith may not adequately compensate the reinsurer for the risk assumed. The reinsurer's evaluation of the ceding company's risk management and underwriting practices as well as claims settlement practices and procedures, therefore, will usually impact the pricing of the treaty.

In facultative reinsurance, the ceding company cedes and the reinsurer assumes all or part of the risk covered by a single specific insurance policy. Facultative reinsurance is negotiated separately for each insurance contract that is reinsured. Facultative reinsurance normally is purchased by ceding companies for individual risks not covered by their reinsurance treaties, for amounts in excess of the monetary limits of their reinsurance treaties and for unusual risks. Underwriting expenses and, in particular, personnel costs, are higher relative to premiums written on facultative business because each risk is individually underwritten and administered.

The ability to separately evaluate each risk reinsured, however, increases the probability that the underwriter can price the contract to more accurately reflect the risks involved.

(b) Proportional and Non-Proportional Reinsurance

Both treaty and facultative reinsurance can be underwritten on a proportional (or quota share) basis, or non-proportional (excess of loss) basis or on a stop-loss basis.

With respect to proportional or quota share reinsurance, the reinsurer, in return for a predetermined portion or share of the insurance premium charged by the ceding company, indemnifies the ceding company against the same predetermined portion or share of the losses of the ceding company under the covered insurance contract or contracts. In the case of reinsurance written on a non-proportional, or excess of loss basis or stop loss, the reinsurer indemnifies the ceding company against all or a specified portion of losses, on a claim by claim basis or with respect to a specific event or a line of business, in excess of a specified amount, known as the ceding company's retention or reinsurer's attachment point, and up to a negotiated reinsurance treaty limit.

Although the losses under a quota share reinsurance treaty are greater in number than under an excess of loss contract, it is generally simpler to predict these losses on a quota share basis and the terms and conditions of the contract can be drafted to limit the total coverage offered under the contract. A quota share reinsurance treaty therefore does not necessarily require that a reinsurance company assume greater risk exposure than on an excess of loss contract. In addition, the predictability of the loss experience may better enable underwriters and actuaries to price such business accurately in light of the risk assumed, therefore reducing the volatility of results.

Excess of loss reinsurance is often written in layers. One or a group of reinsurers accepts the risk just above the ceding company's retention up to a specified amount, at which point another reinsurer or a group of reinsurers accepts the excess liability up to a higher specified amount or such liability reverts to the ceding company. The reinsurer taking on the risk just above the ceding company's retention layer is said to write working layer or low layer excess of loss reinsurance. A loss that reaches just beyond the ceding company's retention will create a loss for the lower layer reinsurer, but not for the reinsurers on the higher layers. Loss activity in lower layer reinsurance tends to be more predictable than that in higher layers due to a greater historical frequency, and therefore, like quota share reinsurance, better enables underwriters and actuaries to more accurately price the underlying risks.

Premiums payable by the ceding company to a reinsurer for excess of loss reinsurance are not directly proportional to the premiums that the ceding company receives because the reinsurer does not assume a direct proportionate risk. In contrast, premiums paid by the ceding company to the reinsurer under a quota share contract are strictly proportional to the premiums received by the ceding company, and correspond to its share of the risk coverage. In addition, in a quota share reinsurance treaty, the reinsurer generally pays the ceding company a ceding commission. The ceding commission is usually based on the ceding company's cost of acquiring the business being reinsured (commissions, premium taxes, assessments and miscellaneous administrative expense) and also may include a profit ratio.

6.1.1.4 Retrocession

Reinsurers typically purchase reinsurance to cover their own risk exposure or to increase their capacity. Reinsurance of a reinsurer's business is called a retrocession. Reinsurance companies cede risks under retrocession agreements to other reinsurers, known as retrocessionaires, for reasons similar to those that cause primary insurers to purchase reinsurance: to reduce net liability on individual risks, protect against catastrophic losses and obtain additional underwriting capacity.

6.1.1.5 Brokered and direct reinsurance

Reinsurance can be written through professional reinsurance brokers or directly from ceding companies. A ceding company's selection of the market will be influenced by its perception of such advantages and disadvantages relative to the reinsurance coverage being placed. For example, broker coverages usually involve a number of participating reinsurers that have been assembled by a broker, each assuming a specified portion of the risk being reinsured. A ceding company may find it easier to arrange such coverage in a difficult underwriting environment where risk capacity is constrained and reinsurers are seeking to limit their risk exposure. In contrast, direct coverage is usually structured by ceding companies directly with one or a limited number of reinsurers. The relative amount of brokered and direct business written by the Group's subsidiaries varies according to local market practice.

6.1.2 BREAKDOWN OF THE GROUP'S BUSINESS

Our operations are organised into the following two business segments: Non-Life reinsurance and Life reinsurance. We underwrite different types of risks for each segment. Responsibilities and reporting within the Group are established on the basis of this structure, and our consolidated financial statements reflect the activities of each segment.

6.1.2.1 Non-Life reinsurance

The Non-Life segment is divided into four operational sub-segments:

- P&C Treaties;
- Specialty Treaties;
- Business Solutions (facultative); and
- Joint Ventures and Partnerships.

(a) P&C Treaties

This business sector underwrites proportional and non-proportional reinsurance treaties.

These contracts cover property damage, such as dwellings, industrial and commercial goods, vehicles, ships, stored or transported merchandise or operating losses caused by fires or other events, including accidents or natural catastrophes as well as damages caused to third parties under civil liability coverage. Accordingly, they include treaties covering automobile liability and general civil liability. Auto liability covers property damage, injuries and other risks arising from the coverage of both drivers and passengers in private vehicles and commercial fleets.

(b) Specialty Treaties

SCOR's main Specialty reinsurance activities includes Credit & Surety, Ten-Year Inherent Defects Insurance, Aviation, Space, Marine, Engineering, Agricultural Risks and Structured Risk Transfer. They include both treaties and facultative reinsurance.

Credit & Surety

The reinsurance of credit insurance, surety commitments and political risk is managed by teams primarily based in Europe. Under credit insurance, the insurer covers the risk of losses from the non-payment of commercial debts. Surety insurance is a contract under which a guarantor makes a commitment to a beneficiary to perform the obligation to ensure payment by or to pay the debt of the secured debtor. Political risk insurance covers the risk of losses due to measures taken by a government or similar entity which endangers the existence of a sales contract or commitment made by a public or private citizen of the country in which the covered operations are performed. These risks are underwritten through quota share (proportional and non-proportional) treaties as well as facultative.

Ten-Year Inherent Defects Insurance

According to French, Italian, Spanish laws as well as laws in other jurisdictions, ten-year inherent defects insurance covers major structural defects and the collapse of a building for ten years after completion. These risks are underwritten by proportional and non-proportional treaties as well as by facultative reinsurance.

Aviation

Aviation insurance covers damages caused to aircraft, injuries to persons transported and to third persons caused by aircraft or air navigation, as well as losses resulting from products manufactured by companies in the aerospace sector.

Space

Facultative and reinsurance treaties underwriten in the space sectors cover the launch preparation, the launch, and the orbital operation of satellites. This applies primarily to commercial telecommunication and earth observation satellites.

Shipping (Marine)

Insurance for shipping risks includes insurance for general property and liability for the ships and shipped merchandise as well as for ship construction.

Engineering

Engineering insurance, which is divided into Construction All Risks and Erection All Risks insurance, includes the basic Property and Casualty coverage and may be extended to the financial consequences of a delay in delivery (anticipated operating losses) caused by losses identifiable under the basic Property and Casualty coverage.

Agricultural Risks

In order to address the increased risk and the coverage needs associated with agriculture, SCOR has been strengthening its agricultural risks underwriting teams since 2006 to provide reinsurance solutions in the field of multiple peril crop insurance, aquaculture insurance, forestry insurance and livestock insurance.

Structured Risk Transfer

To cope with the broader reinsurance buyers 'needs in transferring risk and to benefit from these changes by broadening the SCOR's field of activity, SCOR employs a Global Head of Structured Risk Transfer who facilitates the knowledge transfer of structured products and associated risks throughout the SCOR's organisation.

(c) Business Solutions (facultative)

The Business Solutions (facultative) business covers all insurable risks during construction and operation of industrial groups and service companies. It primarily consists of facultative reinsurance underwriting performed by specialised teams organised in an international network around two major divisions, “Natural Resources” and "Industrial & Commercial Risks" covering five business sectors: (i) Energy & Utilities, (ii) Construction & Major Projects, (iii) Industry, (iv) New Technologies and (v) Finance & Services, completed by two "Market Units" responsible for facultative reinsurance for the Group's insurance company treaty clients and alternative solutions for the transfer and financing of risks for the Business Solutions (facultative) clients, respectively. Business Solutions (facultative) is aimed at professional buyers seeking global risk financing solutions. The risks shared with the ceding and/or captive companies are high-value industrially or technically complex risks insured for Property and Casualty, in the areas of petroleum or natural gas exploration and production, refining and petrochemicals, energy, mining, large manufacturing industries or semi-conductors.

(d) Joint Venture and Partnerships

This activity is dedicated to coverage underwritten through Joint Ventures and Partnerships, and, as of today, through Lloyd's syndicates, GAUM (Global Aerospace Underwriting Managers Limited) and MDU (Medical Defence Union).

6.1.2.2 Life Reinsurance

Reinsurance for individuals, commonly known as Life Reinsurance, includes life, health and medical insurance and personal insurance, such as accidents, disability, illness or incapacity.

The Life insurance business of SCOR Global Life is predominantly underwritten in the form of proportional treaties (quota share or surplus basis or a combination of both) and less frequently excess of loss per person basis or catastrophe excess of loss basis or stop loss basis.

The SCOR Global Life portfolio is a traditional portfolio with more than 50% of mortality reinsurance business.

The main other classes of Life business currently underwritten are:

Financing

SCOR Global Life's reinsurance services can also enable its clients to finance their development (e.g. product launching costs, portfolio acquisition). Thanks to its experience in prospective risk analysis, SCOR Global Life has the resources to combine risk acceptance and the management of financial variations in order to provide its clients with tailor-made, effective financing solutions over the medium or long term.

Disability

The purpose of Disability insurance is to mitigate the loss of income when the insured is totally or partially unable by reason of sickness or accident to follow his occupation or any occupation for which he is suited.

Long-term Care

Long-term care (LTC) insurance covers policyholders unable to perform predefined activities of daily living, and as a result, need the constant assistance of another person on every occasion of daily life. The loss of autonomy is permanent and irreversible. SCOR Global Life has been pioneering Long-term Care reinsurance solutions on the French market for about twenty years and has acquired sound practical experience in dealing with problems related to underwriting and managing risks. The two main private LTC insurance markets are the United States, representing over six million insured lives, and France which has established itself as the most dynamic market with over two million lives. On the French market SCOR Global Life enjoys a far leading position, while in the US, it recently launched an enhanced care rider. At the forefront of industry development, SCOR Global Life is now expanding its geographical scope in LTC by introducing it to several markets. It already enjoys strong positions in Korea and Israel.

Critical Illness

Critical Illness (CI) insurance pays a lump sum benefit, to be used at discretion, if the insured person suffers a serious condition and survives a defined period. The use and effectiveness of CI covers varies considerably between countries. SCOR Global Life is a market leader in Critical Illness in the UK. It leverages experience and expertise from the UK to cross-sell into selected markets, such as Taiwan, Korea and Sweden.

Health

Health represents a small proportion of SCOR Global Life's portfolio. It is written predominantly in the Middle East with a book inherited from Converium, and small volumes in markets such as France and Canada. The SCOR Global Life approach is selective, with a careful market entry strategy.

Annuities

SCOR Global Life is present on the fixed annuity market in the US, as a reinsurer of IIC, a member of the Group (IMSA certificate). The products provide either the performance of an index (often the S&P 500) with a zero percent floor or a fixed interest rate which are credited to the policyholder's account value.

Personal Accident

Personal accident is a cover provided by SCOR Global Life. A main source of business is ReMark, a subsidiary of SCOR, which provides direct distribution solutions to insurers, financial institutions and affinity partners. ReMark designs and executes direct marketing programs.

6.2 Principal markets

6.2.1 BREAKDOWN OF GROSS PREMIUMS BY BUSINESS SEGMENT

In EUR millions	2008		2007 (*)		2006	
By business segment						
Non-Life	3,106	53%	2,329	49%	1,754	60%
Life reinsurance	2,701	47%	2,432	51%	1,181	40%
Total	**5,807**	**100%**	**4,762**	**100%**	**2,935**	**100%**
By business sub-segment						
Non-Life (**)						
Treaties	1,612	52%	1,260	54.10%	1,055	60%
Business Solutions (facultative)	408	13%	361	15.50%	367	21%
Specialty Treaties	684	22%	514	22.07%	332	19%
Joint Ventures & Partnerships	402	13%	194	8.33%	0	0
Total Non-Life	**3,106**	**100%**	**2,329**	**100%**	**1,754**	**100%**
Life reinsurance						
Life	1,405	52%	1,313	54%		
Financing	486	18%	535	22%		
Critical illness	81	3%	97	4%		
Disability	189	7%	170	7%		
Long term care	108	4%	73	3%		
Annuities	108	4%	73	3%		
Health	189	7%	73	3%		
Personal accident	135	5%	97	4%		
Total Life	**2,701**	**100%**	**2,432**	**100%**	**1,181**	**100%**

(*) Published turnover, i.e., including Converium, prorated beginning on 8 August 2007.
(**) According to the new organisation of the SCOR Global P&C division.

6.2.2 DISTRIBUTION BY GEOGRAPHIC AREA

The following table shows the breakdown by gross volume of Life and Non-Life premiums written by geographic area based on the country in which the ceding company operates:

In EUR millions	Total			Life			Non-Life		
	2008	**2007 (*)**	**2006**	**2008**	**2007 (*)**	**2006**	**2008**	**2007 (*)**	**2006**
Europe	3,510	2,940	1,712	1,667	1,571	687	1,843	1,369	1,024
Americas	1,366	1,195	742	742	703	419	624	492	323
Asia-Pacific - Rest of World	931	626	481	292	158	74	639	468	406
Total	**5,807**	**4,762**	**2,935**	**2,701**	**2,432**	**1,181**	**3,106**	**2,329**	**1,754**

(*) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions.

6.3 Extraordinary events influencing the principal business and markets

Both in Life reinsurance and Non-Life reinsurance, the Group benefited from Fitch's decision on 21 August 2008 to upgrade SCOR SE's ratings to "A" on Insurer Financial Strength (IFS) and to "A" on its Long Term Issuer Default Rating (IDRs). The rating on the Junior Subordinated Debt moved to "BBB+". The outlook for the IFS rating and the Long-term IDRs remained stable. Previously, the ratings were "A-", "A-" and "BBB" respectively.

Standard & Poor's (S&P) announced on 3 September 2008 its change of statement to SCOR's Insurer Financial Strength rating to "A- positive outlook". S&P's senior debt rating for SCOR remains at "A-" and the subordinated debt rating at "BBB".

A.M. Best confirmed its "A- stable outlook" Insurer Financial Strength rating for SCOR on 14 November 2008. The senior debt rating for SCOR remains at "a-" and the subordinated debt rating at BBB+.

Moody's Investors Service announced on 4 December 2008 that it had upgraded the insurance financial strength rating (IFSR) of SCOR and various subsidiaries to A2 from A3, and SCOR's subordinated debt to Baa1 from Baa2. All ratings have a stable outlook.

6.3.1 NON LIFE REINSURANCE

With the acquisition of Converium (finalised in August 2007), and the rapid and efficient integration of the teams that followed, SCOR began the renewal campaign on 1 January 2008 with a substantially expanded and reinforced portfolio base, notably in terms of variety of branches handled and of markets covered. The contribution of the Converium teams and tools has proven particularly valuable all the more since the compatibility of policies and underwriting and the complementary of the portfolios was being proven as anticipated through renewals at the end of 2007.

LIFE REINSURANCE

In 2007, the acquisitions of Revios and Converium allowed SCOR Global Life to increase the total turnover generated by its business portfolio more than twice from 2006.

6.4 Dependency of the issuer with respect to patents or licenses, industrial, commercial or financial contracts and new manufacturing processes

Please refer to Section 4.1.6 – Our results may be affected by the inability of our cedants and retrocessionaires or members of pools in which we participate to meet their obligations and by the availability of retrocessional reinsurance on commercial acceptable terms, 4.2.1 – We face risks related to our fixed maturity portfolio, 4.2.2 – We face risks related to our equity-based portfolio, 4.1.9 – A significant portion of our contracts contains provisions relating to financial strength which could have an adverse effect on our portfolio of contracts and our financial position, 4.3 – Liquidity risks, 4.5 – Insurance and risk coverage (excluding reinsurance activity).

6.5 Information on SCOR's competitive position

Among the major reinsurance groups, SCOR pertains to the "traditional" or "continental" reinsurers as opposed to the so-called "Bermudan" model. The latter are characterised by the fact that they give priority to the underwriting of a type of risk and/or a geographic region – generally highly volatile natural catastrophe risks and to the American region. Conversely, SCOR is characterised by its strategic positioning aimed at underwriting risks so as to diversify exposure. To this end, the Group seeks to preserve:

(i) The diversification of its business by maintaining a balanced business segment split between Life and Non-Life reinsurance. The portfolio business volume split at the end of 2008 was approximately 47% for Life reinsurance and 53% for Non-Life reinsurance.

(ii) The geographic diversification of its business by operating in a large number of countries, both mature and emerging, and by maintaining its policy of positioning itself on strong-growth markets (opening of a representative office in India, opening of a branch in China, applying for an extension of the Non-Life Retakaful license in Malaysia; opening an office in South Africa and establishing an underwriting presence in Australia, operating as admitted reinsurer in Brazil following the deregulation of the market);

(iii) The diversification of underwritten risks (product lines): longevity, mortality, dependence, major illnesses in Life reinsurance; Property & Casualty (P&C) Treaties, Specialty treaties and facultative, large corporate Facultative risks and Joint Ventures and Partnerships in Non-Life reinsurance. In this respect, the Converium acquisition is a significant additional diversification factor by enlarging the Non-Life offer and portfolio of the Group to specialty lines of business in which the Group was not or barely offering.

6.5.1 NON-LIFE REINSURANCE

With regard to the Non-Life business segment, the 2007 balance sheet figures published by APREF place SCOR Global P&C, SCOR's Non-Life business entity, in 5th place among the top twenty Non-Life reinsurers for 2007.

Until the acquisition of Converium, completed in August 2007, the Non-Life underwriting and accounts year was in line with the plan, renewals in April and at mid-year confirming tendencies noted on 1 January 2007.

With the acquisition of Converium, the Group reached a new scale of operations. Beyond this new positioning, the Group appears to be one of the most diversified in its peer group, combining balance between its Life and Non-Life activities with the inherent balance of its Non-Life activities and the overall geographic distribution of risks.

The relative importance of its Specialty Treaties activities and its historic positions in developing economies and emerging markets, grant SCOR a solid background for pursuing a profitable expansion, despite the levelling off, if not the decline, in reinsurable matters and reinsurance premiums on the mature markets.

On 13 February 2008, SCOR confirmed that it reached its objective of successfully consolidating two strong independent reinsurance groups into one leading franchise. The January 2008 treaty renewals for SCOR Global P&C (SCOR's Non-Life division), at which 78% of the total Non-Life treaty premiums were up for renewal, confirmed SCOR's strong market position around the globe, enabling the Group to renew business with minimum attrition and to fulfil its targets as set out in its strategic three-year plan "Dynamic Lift V2" in terms of volume and expected profitability. The favourable outcome of the early 2008 renewals confirmed the compatibility of underwriting policies and methods and the complementary of SCOR's and Converium's portfolios in line with expectations.

As published on 13 February 2008, the renewals resulted in a combination of portfolios and of portions with a minimum attrition level, in line with the forecasts of the "Dynamic Lift V2" plan. The resulting portfolio preserved an overall identical profile, the transformation having been virtually seamless.

The highlights of the renewals were as follows:

- Efficient integration of SCOR and Converium portfolios.
- Enhancement of market positions and extended leadership on reinsurance programmes.
- EUR 1.742 billion of Non-Life treaty business renewed against EUR 1.755 billion up for renewal at constant exchange rates.
- Terms and conditions of renewed and new business in line with the net technical ratio objective for 2008 as set forth in "Dynamic Lift V2".

In a post-acquisition environment, the main underlying reasons for such outstanding renewals were:

- Two very strong complementary reinsurers combining forces.
- A highly efficient and swift integration process with regard to teams and systems.
- Access to new business with existing clients and enlargement of client base.
- Strict underwriting discipline and tight controls applied throughout the renewals; 12% of the Non-Life treaty business up for renewal cancelled and successfully replaced by new business.

Solid April 2008 P&C renewals in the Asia-Pacific region further demonstrated the successful integration of the ex-Converium lines whilst maintaining strict underwriting discipline and optimising the risk profile of the Group.

Positive July 2008 P&C renewals generated a premium increase of 22%; the July renewals (representing 6% of total treaty premiums) underline SCOR's highly valuable business franchise. The Group applies strict underwriting discipline, with a firmer pricing environment than expected. The 1 January 2009 renewals showed a further slight increase in premium volume; 3% rise in business volume at constant exchange rates, following a policy of increased profitability. For more detailed information please refer to Section 9 - Operating and financial review.

6.5.2 LIFE REINSURANCE

SCOR Global Life benefits from an established competitive position, strengthened by the acquisition in 2006 of Revios and in 2007 of Converium. Thanks to these two transactions, SCOR Global Life assured its strong presence in leading markets such as France, Italy, Spain and Portugal, and strengthened the position in Germany, Scandinavia and the United Kingdom.

In the Eastern European countries, SCOR further supported clients' developments throughout 2008, with a local presence in Russia and by introducing new products such as Disability and Long-Term Care covers.

In the Americas, SCOR Global Life has reached critical size in the U.S. mortality business with approximately USD 700 million of annual premium, and also has a seasoned portfolio of Fixed and Indexed-linked Annuities. SCOR Global Life has been expanding in Canada, at an average 10% growth over the last few years. In South America, SCOR Global Life is continuously building on its long-lasting local presence in key markets such as Chile, Peru or Mexico. With the opening of the Brazilian reinsurance market early in 2008, SCOR Global Life has established a local team in Sao Paulo as an authorised reinsurer offering its expertise and services to this growing market. Furthermore, SCOR Global Life is expanding its distribution platforms to gain share in the middle-sized markets across the Americas, ReMark playing a full part in the implementation of this strategy.

In Asia, SCOR Global Life showed notable developments and reinforced its market positions. The Group established a partnership with China Life Re, and sizeably grew its reinsurance revenue in this market. SCOR Global Life is building on its strong and long-standing presence in Asia with a network of seven offices. Robust growth has been achieved, through product innovation for the region, e.g. Long-Term Care, non selective whole life, preferred individual life, and by the close cooperation with ReMark.

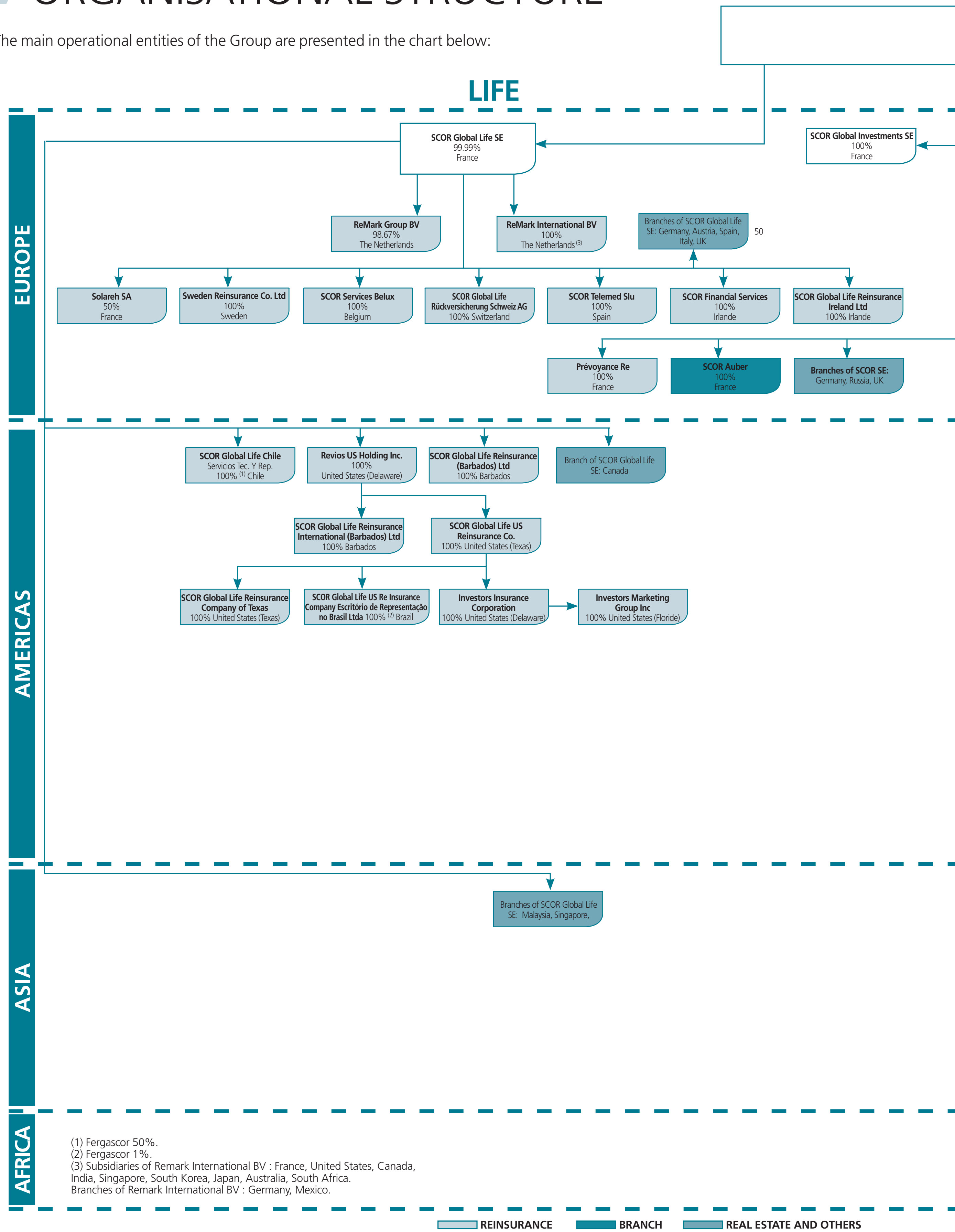
SCOR Global Life offers its clients full product and actuarial support, backed by advanced research centres. Its market development can build on four research centres. In 2008 the international Research and Development centre for Selection and Claims was launched, which adds to the Longevity and Mortality centres, the Long-Term Care centres and the Disability, Critical Illness and Unemployment centres.

ORGANISATIONAL STRUCTURE

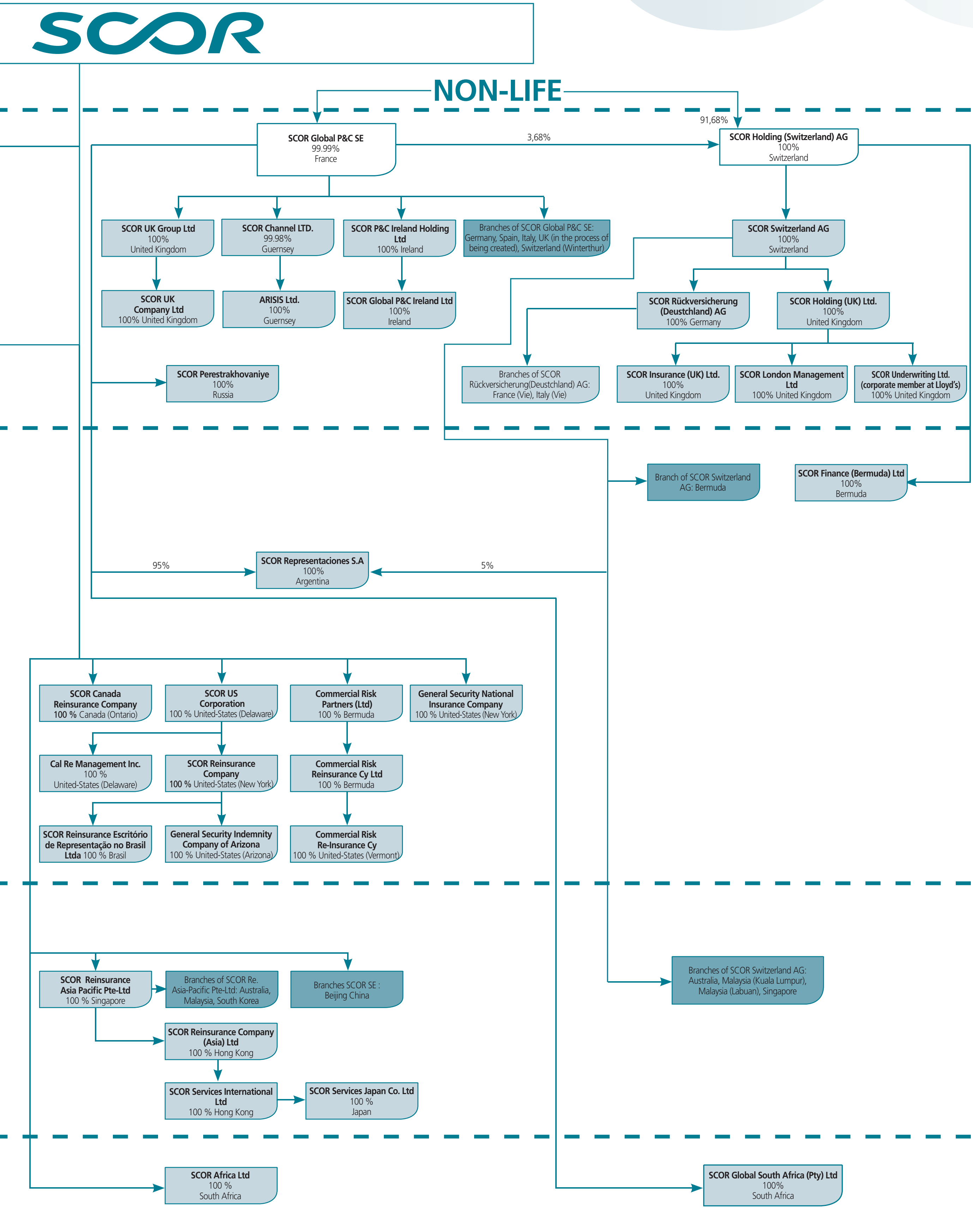
ORGANISATIONAL STRUCTURE

7 ORGANISATIONAL STRUCTURE

The main operational entities of the Group are presented in the chart below:



(1) Fergascor 50%.
(2) Fergascor 1%.
(3) Subsidiaries of Remark International BV : France, United States, Canada, India, Singapore, South Korea, Japan, Australia, South Africa.
Branches of Remark International BV : Germany, Mexico.


NON-LIFE
91,68%
3,68%
SCOR Global P&C SE
99.99%
France
SCOR Holding (Switzerland) AG
100%
Switzerland
SCOR UK Group Ltd
100%
United Kingdom
SCOR Channel LTD.
99.98%
Guernsey
SCOR P&C Ireland Holding Ltd
100% Ireland
Branches of SCOR Global P&C SE:
Germany, Spain, Italy, UK (in the process of being created), Switzerland (Winterthur)
SCOR Switzerland AG
100%
Switzerland
SCOR UK Company Ltd
100% United Kingdom
ARISIS Ltd.
100%
Guernsey
SCOR Global P&C Ireland Ltd
100%
Ireland
SCOR Rückversicherung (Deustchland) AG
100% Germany
SCOR Holding (UK) Ltd.
100%
United Kingdom
SCOR Perestrakhovaniye
100%
Russia
Branches of SCOR Rückversicherung(Deustchland) AG:
France (Vie), Italy (Vie)
SCOR Insurance (UK) Ltd.
100%
United Kingdom
SCOR London Management Ltd
100% United Kingdom
SCOR Underwriting Ltd.
(corporate member at Lloyd's)
100% United Kingdom
Branch of SCOR Switzerland AG: Bermuda
SCOR Finance (Bermuda) Ltd
100%
Bermuda
95%
SCOR Representaciones S.A
100%
Argentina
5%
SCOR Canada Reinsurance Company
100 % Canada (Ontario)
SCOR US Corporation
100 % United-States (Delaware)
Commercial Risk Partners (Ltd)
100 % Bermuda
General Security National Insurance Company
100 % United-States (New York)
Cal Re Management Inc.
100 %
United-States (Delaware)
SCOR Reinsurance Company
100 % United-States (New York)
Commercial Risk Reinsurance Cy Ltd
100 % Bermuda
SCOR Reinsurance Escritório de Representação no Brasil Ltda 100 % Brasil
General Security Indemnity Company of Arizona
100 % United-States (Arizona)
Commercial Risk Re-Insurance Cy
100 % United-States (Vermont)
SCOR Reinsurance Asia Pacific Pte-Ltd
100 % Singapore
Branches of SCOR Re. Asia-Pacific Pte-Ltd: Australia, Malaysia, South Korea
Branches SCOR SE : Beijing China
Branches of SCOR Switzerland AG:
Australia, Malaysia (Kuala Lumpur), Malaysia (Labuan), Singapore
SCOR Reinsurance Company (Asia) Ltd
100 % Hong Kong
SCOR Services International Ltd
100 % Hong Kong
SCOR Services Japan Co. Ltd
100 %
Japan
SCOR Africa Ltd
100 %
South Africa
SCOR Global South Africa (Pty) Ltd
100%
South Africa

7.1 Brief description of the Group and of the position of the issuer

7.1.1 GROUP OPERATING COMPANIES

The Group is a twin engine group driven by SCOR Global Life and SCOR Global P&C. Mobilisation of skills and expertise, a balance among teams from different entities of the Group, operating efficiency, simplicity of structures, and clarity of reporting lines were the principles that guided the Group's organisational choices.

The Group's Non-Life reinsurance activities are coordinated by SCOR Global P&C. SCOR Global P&C carries out its operations via the European, American and Asian subsidiaries and through its branches in Germany, Italy, Spain, Australia and China, each of them operating primarily in its regional or national market. The Group's Swiss, American, Canadian, and Asian Non-Life reinsurance subsidiaries, the shares of which are held by SCOR, report to SCOR Global P&C for their operations.

The Group's Life, accident, disability, health, unemployment, and long-term care operations are conducted by SCOR Global Life (formerly SCOR VIE). SCOR Global Life carries out its operations via its European and North American subsidiaries and through its branches in Germany, Italy, Spain, and Canada, and through SCOR Global Life U.S. Re Insurance Company.

SCOR Global Life is organised around four operating units with geographic responsibilities, based in France (Paris), Germany (Cologne), the United States (Dallas) and the UK (London). Each of these operating structures exercises its authority within a territory that may exceed its local market. Accordingly, the French unit controls underwriting in the Benelux countries, Southern Europe and Asia. The cross functions cover (i) actuarial technical functions, research and development and risk selection, (ii) risk management, and (iii) financial and accounting functions.

The corporate functions of SCOR Global Life, SCOR Global P&C and of the Group in Paris define the underwriting policies and monitor its standard application, control the changes in natural catastrophe risk accumulation and control claims.

The Group's subsidiaries and offices are connected through a backbone network, applications and data exchange platforms, which allow local access to centralised risk analysis, underwriting or pricing databases and also give access to information on local market conditions, to be shared among the Group's subsidiaries and offices. In addition, through regular exchanges of personnel between the Group's head offices in Paris and its non-French subsidiaries and branch offices, the Group encourages professional development and training across its various geographic markets and business lines.

On 29 October 2008, SCOR announced the creation of SCOR Global Investments, its new subsidiary in charge of managing the global investment portfolio of all the Group's legal entities. SCOR Global Investments will implement the Group's investment strategy as determined by the Group Investment Committee.

SCOR wholly owns its operating subsidiaries (excluding the shares held by Directors). SCOR also makes loans to its subsidiaries and issues them guaranties so that they can underwrite under favourable conditions, especially by letting them benefit from its financial ratings. SCOR provides support in actuarial, accounting, legal, administrative, systems, internal audit, investment, and human resources to Group subsidiaries. Finally, SCOR acts, as needed, as retrocessionaire for its two operational subsidiaries through quota share treaties renewed annually which form the instrument for internal control within the Group through the annual allocation of capital to the operating subsidiaries based on the profitability expected from their underwriting. The contracts that formalise the relationships between SCOR and its subsidiaries are presented in:

- Section 19 – Related Party Transactions, and in
- Appendix A – Notes to the Financial Statements – Note 4: Transactions with subsidiaries and affiliates.

7.1.2 THE GROUP'S RESTRUCTURING

The Group launched and completed several major restructuring projects in 2005, 2006, 2007 and 2008. The purpose and result of this reorganisation was to simplify the legal structure of the Group and clearly differentiate between the operations of subsidiaries that are dedicated respectively to Life reinsurance and Non-Life reinsurance, with a view towards optimal annual allocation of capital between the operations.

7.1.2.1 New SCOR

In connection with the implementation of the New SCOR project, which was announced in June 2005, SCOR transferred, by way of spin-off, all of its Non-Life reinsurance business in Europe, including Property & Casualty Treaties (Specialty Treaties, Business Solutions (facultative)) and Major Corporate Accounts to Société Putéolienne de Participations (the corporate name of which was changed to SCOR Global P&C), a French subsidiary wholly-owned by SCOR. This contribution was approved on 16 May 2006, by the Combined Shareholders' Meeting of the Company, effective retroactively on 1 January 2006.

In connection with the second phase of the New SCOR project, SCOR announced on 4 July 2006, the conversion of SCOR into a *Societas Europaea* and the formation of a *Societas Europaea* at the level of SCOR Global P&C, through the merger by absorption of SCOR Deutschland Rückversicherung AG and SCOR Italia Riassicurazioni SpA by SCOR Global P&C. At the same time, SCOR Vie became SCOR Global Life SE through the merger with SCOR Global Life Rückversicherung AG (formerly Revios Rückversicherung AG) by SCOR VIE. SCOR so became the first publicly traded French company to adopt the *Societas Europaea* form. Since the completion of the merger, SCOR Global P&C conducts its operations in Italy, Spain, Switzerland and Germany through its branches, as SCOR Global Life does. SCOR Global P&C and SCOR Global Life are thus the first subsidiaries of a company publicly traded in France to adopt the *Societas Europaea* statute through merger by absorption. SCOR Global P&C has been the first company in Europe to complete a tripartite merger involving three different jurisdictions in the formation of a *Societas Europaea*.

The adoption of the European Company statute by SCOR, SCOR Global P&C and SCOR Global Life, occurred respectively on 25 June, 3 August and 25 July 2007, the registration dates for each company as a *Societas Europaea* with the Nanterre Trade and Company Register. This registration occurred after: (i) the completion of the negotiations on the involvement of the employees in the various European companies, as stipulated by the legislation governing a European company, with the special negotiation group ("SNG") formed for this purpose in July 2006, and representing the employees of the Group; an agreement on the involvement of the employees within SCOR and SCOR Global P&C was signed with the SNG on 14 May 2007; and (ii) the approval by the Extraordinary Shareholders' Meeting of each of the companies of the adoption of the *Societas Europaea* statute.

The *Societas Europaea* statute enables SCOR to strengthen its European and transnational identity, facilitate acquisitions in Europe, improve flexibility in financial matters and capital allocation, simplify regulatory controls by using the possibilities offered by the European Directive on the control of reinsurance companies, and reduce its local structures, by giving preference to the use of branches, rather than local subsidiaries. The Group is thereby demonstrating its ambition to be a company with European roots and global reach. This legal flexibility is today demonstrated by the speed of the integration process for the European entities of Converium, which became SCOR Holding (Switzerland), in SCOR's European companies. SCOR Global Investments has also been incorporated as a *Societas Europaea*.

7.1.2.2 Implementation of a real estate hub

On 18 July 2006, the Group announced that it had consolidated its real estate investments within a single real estate company, SCOR Auber, a wholly-owned subsidiary of SCOR. This consolidation enables these investments to be more dynamically managed, simplifies the legal structures of the Group's real estate asset management, and reduces the management expenses, related to these investments. As at the date of this Registration Document, SCOR Auber holds 14 investment real estate properties, for office purposes in their great majority, in Paris and in the Ile-de-France region (suburbs adjacent to Paris), with a market value of approximately EUR 386 million as at 31 December 2008.

7.1.2.3 Reorganisation of the North American entities

On 8 September 2006, concurrent with the announcement of the upgrade of the rating of the Group's companies by AM Best, the Group announced a change in its Non-Life reinsurance structures in the United States. This change, which was completed on 31 December 2006, is two-fold: first, SCOR Reinsurance Company acquired 100% of the capital of GSINDA, a company specialising in underwriting "*surplus lines*", with a primary insurance license in the United States, from GSNIC and, secondly, SCOR acquired GSNIC, an entity entirely dedicated to run-off, from SCOR Reinsurance Company (a subsidiary indirectly wholly-owned by SCOR). In this restructuring, SCOR contributed USD 80 million to SCOR Reinsurance Company.

Following the acquisition of Revios by SCOR VIE on 21 November 2006, SCOR began restructuring the Life Reinsurance entities of SCOR VIE (whose corporate name was changed to SCOR Global Life) in the United States, at the same time as it merged the Revios and SCOR VIE offices in Asia and Europe. This restructuring was completed in November 2007 for the North American activities of SCOR Global Life, now regrouped in Dallas (Texas) and Montreal (Canada).

7.1.2.4 Structuring in "Hubs"

In 2008 and 2009, SCOR structured itself around six Hubs: Paris, Zurich, London and Cologne for Europe, Singapore for Asia and New York for the Americas.

The new structure is based on the principle that each Hub has local, regional and global responsibilities.

The Group's decision to opt for a "Hub" company structure follows the successful consolidation of Revios and Converium.

The acquisition of Converium in August 2007 led the Group's companies to launch a significant restructuring effort, the effects of which continued in 2008, including:

- the creation of a single structure for all the common support functions to the branches of the two operating companies SCOR Global Life and SCOR Global P&C in Cologne, Germany, in the form of a SCOR services branch;

- the creation of a SCOR services branch in London, in May 2008, which combines the personnel of SCOR Global Life and SCOR Global P&C based in London, branches of the Life and Non-Life reinsurance and direct insurance companies, the latter being subsidiaries of SCOR Global P&C. The reinsurance entities will become branches of SCOR Global P&C and of SCOR Global Life in the framework of the corporate form of *Societas Europaea*.

This structure has been implemented in Cologne on 5 May 2008, in London on 20 May 2008, in New York on 18 June 2008, in Singapore on 16 June 2008, in Zurich on 27 January 2009 and in Paris on 24 February 2009.

The current structure of the Group has been developed to facilitate access to local markets through a network of local subsidiaries, branches, and sales offices, to provide better identification of profit centres in each major reinsurance market, and to develop local management and underwriting expertise, in order to provide better customer service, maintain relationships with ceding companies, and to obtain a deeper understanding of the specific features of local risks.

7.2 List of issuer's significant subsidiaries

Refer to:

- Section 7 - Organisational structure chart;
- Appendix A – Notes to the Corporate Financial Statements – Note 2.3 - Subsidiaries and Affiliates;
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 25, Related party transactions;
- Section 25 – Information on Holdings;
- Section 7.1.1 – Group operating companies as concerns the role of SCOR towards its subsidiaries;
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 3, Acquisitions as concerns the financial equation of the acquisitions of entities in 2008;
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 3, Acquisitions as concerns the share of the entities acquired in 2008 income included in the Group's consolidated income;
- Section 14 – Administrative and management bodies as concerns the duties carried out in the subsidiaries by the Managers of the issuer;
- Section 7.1 – Brief description of the Group and of the position of the issuer as concerns the economic organisation of the Group;
- Section 19.3 – Special report of the Auditors on related party agreements and commitments as concerns the financial flows between the issuer and its subsidiaries and their nature; and
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 3, Acquisitions for a description of the operations, of the relevant interim management balances and of the strategic economic assets of the main subsidiaries.

PROPERTY, PLANT AND EQUIPMENT

PROPERTY, PLANT AND EQUIPMENT

8 PROPERTY, PLANT AND EQUIPMENT

8.1 Major existing or planned property, plant and equipment

KanAm's sale in 2006 to Mines de la Lucette, which has since become Compagnie la Lucette, of more than 30,000 m^2 of office space, where SCOR's head office is located at 1, avenue Général de Gaulle, 92074 Paris La Défense (district of Puteaux – 92800), did not result in any change in the terms of the lease that had been signed by SCOR and KanAm when the property was sold to KanAm in 2003. This lease was signed for a nine-year term and for an annual rent in 2009 equal to EUR 13.45 million based on the ICC index. Under this lease and in addition to the usual guarantees, KanAm requested financial guarantees based on the financial rating of SCOR and the term of the lease, the benefit of which was transferred to Compagnie la Lucette. For more information on these guarantees, refer to Appendix A – Notes to the Corporate Financial Statements, Note 15 - Analysis of commitments given and received.

The Group remains a tenant in its head office and also rents space separate from its head office for the purpose of safeguarding its data storage facilities in case of emergency. The Group also owns offices in Milan (Italy) and Singapore, where some of its local subsidiaries have their corporate head offices, and the remainder of the space is leased to third parties as part of its investment management business. The Group leases office space for its other business locations. SCOR believes that the Group's offices are adequate for its current needs but, as a result of the integration of Revios and Converium, has started to combine under one roof its various local entities in each of the countries in which the Group is present. Cologne's hub activities have all been gathered at the Médiapark site. SCOR also holds property investments as part of its asset management related to its reinsurance operations. For more information on the Group's real estate investments, refer to Appendix A – Notes to the Corporate Financial Statements, Notes 2.1 - Changes in investments and 2.2 - Schedule of investments, and Section 20.1.6 – Notes to the Consolidated Financial Statements, Note 5 - Real-estate investments.

8.2 Environmental issues that may affect the utilisation of property, plant and equipment

Refer to the environmental report in Appendix C.

OPERATING AND FINANCIAL REVIEW

OPERATING AND FINANCIAL REVIEW

9 OPERATING AND FINANCIAL REVIEW

The financial data of the SCOR Group is presented in Section 3 – Selected financial data and in Section 20.1 – Historical financial information: consolidated financial statements. The commentary below is based on the financial data presented in the aforementioned sections.

Refer also to Section 20.1.6 – Notes to the consolidated financial statements, Note 1 – Accounting principles and methods and Note 27 – Insurance and financial risks.

9.1 Financial position

The 2008 results and balance sheet strength demonstrate the effectiveness of SCOR's strategy which relies on high business and geographical diversification and focuses on traditional reinsurance activity with very limited exposure of reinsurance liabilities to economic activity risks and no material off balance sheet exposure. SCOR was well-positioned to benefit from an increase in renewal demand and an increase in premium rates in January 2009 (Refer to Section 12 – Trend information).

SCOR benefited from upgrades to its financial ratings in 2008. Refer to Section 4.1.8 – Financial ratings play an important role in our business, for a summary of the current financial strength ratings of the SCOR Group.

SCOR shareholders' equity increased by 1% to EUR 3,560 million at 31 December 2008, before foreign exchange rate impact and dividends. After dividends and changes in currency rates, shareholders' equity decreased from EUR 3,648 million at 31 December 2007 to EUR 3,416 million at 31 December 2008 (consolidated shareholders' equity was EUR 2,261 million at 31 December 2006).

For the year ended 31 December 2008, SCOR recorded foreign exchange rate translation adjustments to total consolidated shareholders' equity amounting to EUR (129) million as compared to EUR (185) million and EUR (57) million for the years ended 2007 and 2006, respectively.

In a challenging financial market environment, SCOR further reinforced its prudent asset management policy and maintains a strong focus on liquidity management. The Group's short term liquidity position, which is well diversified across a limited number of banks and placed in government securities and short-term investments with maturity less than 12 months, stands at EUR 3.7 billion at the end of 2008 up from EUR 2 billion at the end of 2007 (EUR 1.2 billion at 31 December 2006).

Positive operating cash flow amounted to EUR 779 million in 2008. Operating cash flows in 2007 of EUR 611 million allowed the Group not only to finance the cash component of the Converium Offer (as defined in Section 5.2.1) with its own cash but also to redeeem EUR 340 million of debt. (Refer to Section 20.1.6 – Notes to the consolidated financial statements, Note 14 - Financial debt).

Net invested assets including cash and cash equivalents, amounted to EUR 18.8 billion at 31 December 2008 as compared to EUR 19.0 billion and EUR 13.0 billion at 31 December 2007 and 2006, respectively.

Over the past four years, the Group has continually reduced its debt ratio and currently has a leverage position of 19% (18% and 32% at 31 December 2007 and 2006, respectively). SCOR currently has no refinancing needs with a first debt maturing in mid 2010.

Book value per share stands at EUR 19.01 at 31 December 2008 as compared to EUR 20.11 and EUR 19.4 at 31 December 2007 and 2006, respectively.

9.2 Operating results

This section includes comments on both the current year operating results as well as comparisons to prior years.

9.2.1 CONSOLIDATED OPERATING RESULTS

The operating results for 2008 reflect the successful integration of Converium and Revios into the Group as well as successful renewals.

Gross written premium

Gross written premium for the year ended 31 December 2008 amounted to EUR 5,807 million, an increase of 22% as compared to EUR 4,762 million for the same period in 2007 on an adjusted basis. Gross written premium in 2006 were EUR 2,935 million. The overall increase in gross written premium of EUR 1,145 million in 2008 is to due an increase for SCOR Global P&C of EUR 776 million SCOR Global Life of EUR 369 million.

The overall increase in gross written premium of EUR 1,827 million from 2006 to 2007 is to due to the acquisition by SCOR of Converium on 8 August 2007 and the acquisition of Revios on 21 November 2006.

Net earned premium

Net earned premium for the year ended 31 December 2008 amounted to EUR 5,281 million as compared to EUR 4,331 million and EUR 2,837 million for the years ended 31 December 2007 and 2006, respectively. The net earned premium in 2008 includes for the first time the full year impact of the ex-Converium group, acquired 8 August 2007.

The overall increase in net earned premium of EUR 1,902 million from 2006 to 2007 is due primarily to the acquisitions of Converium (consolidated from 8 August 2007) and Revios (consolidated from 21 November 2006).

Operating income

Operating income for the year ended 31 December 2008 amounted to EUR 348 million as compared to EUR 576 million and EUR 408 million for the years ended 31 December 2007 and 2006, respectively. The decrease in operating income from 2007 to 2008 reflects the decrease in net investment income which is mainly driven by impairments of equity and fixed income securities.

The overall increase in operating income of EUR 168 million from 2006 to 2007 is due to strong underlying profitability and positive contribution of the Converium and Revios acquisitions.

Investment income

Investment income for the year ended 31 December 2008 amounted to EUR 467 million as compared to EUR 727 million and EUR 498 million for the years ended 31 December 2007 and 2006, respectively.

The financial market turmoil affected the performance of SCOR's investment portfolio. The Group had average investments of EUR 18.8 billion in 2008 as compared to EUR 15.9 billion in 2007. The investment yield in 2008 on average assets was 2.3% compared to 4.3% in 2007. The return on net invested assets excluding funds withheld by ceding companies was 1.8% and 5.0% in 2008 and 2007, respectively. Of this ratio, net capital gains and losses on investments, net of write-downs was (1.6)% in 2008 (1.0% in 2007). The adverse developments in the financial markets in 2008 led to equity impairments of EUR 217 million and bond impairments of EUR 43 million as well as a charge of EUR 38 million in fair value through income. SCOR did not change its accounting policy to take advantage of the IASB revisions to IAS 39 in the final quarter of 2008.

Net income

SCOR generated net income of EUR 315 million in 2008, compared to EUR 407 million and EUR 314 million for the years ended 31 December 2007 and 2006, despite a challenging financial market environment and above-average natural catastrophe claims. The results benefit from a positive operating performance of SCOR Global P&C and SCOR Global Life as well as from a prudent asset management policy. SCOR's business model, which is based on high business and geographical diversification and focuses on traditional reinsurance, demonstrates its strength in a time of financial crisis, having also withstood major recent claims following hurricanes in the United States.

The Group recorded an increase of 92% in its net 2007 results, as adjusted, before profits from the acquisition of Revios (EUR 252 million) compared to 2006, and a 134% increase in net result for 2007 after profits from the acquisition of Revios (EUR 306 million).

Return on equity was 9.0%, 14.0%, and 16.9% for the years ended 31 December 2008, 2007 and 2006 respectively. Basic earnings per share was EUR 1.76, EUR 2.79 and EUR 3.26 for the same three periods, respectively.

9.2.2 SCOR GLOBAL P&C

SCOR Global P&C is a leading P&C reinsurer with a focus on European markets and a strong position in Latin America, the Asian markets and the Middle East.

The business comprises traditional reinsurance business; Treaty, Business Solutions, and Specialty Lines. SCOR Global P&C capitalizes on a long-standing franchise, experience, and an extensive data base comprising multi-line expertise.

SCOR Global P&C achieved successful 2008 renewals, paving the way for meeting the objectives of the Dynamic Lift plan. Overall, business profitability and growth are in line with objectives and were successfully achieved throughout the year and across all targeted segments.

For 2008, SCOR Global P&C achieved a net combined ratio of 98.6% compared to 97.3% in 2007. The deterioration in combined ratio was due to a larger number of Catastrophes during 2008 and also due to the fact that the two main catastrophes which have hit the 2007 accounting year have occurred before 8 August 2007, date of integration of Converium in the Group figures.

SCOR Global P&C successfully integrated Ex-Converium operations, and successfully completed the renewals throughout the year for P&C and Specialty Treaty business, with minimal attrition.

Gross premiums

The 2008 gross written premium of EUR 3,106 million represents an increase of 33.3% compared with the 2007 published gross written premium of EUR 2,329 million. This increase is primarily due to the inclusion of Converium within the 2008 consolidated result for the entire year. Whereas, for 2007 the Converium group was included within the consolidated accounts from 8 August 2007, its date of acquisition. This demonstrates the successful "post SCOR/Converium merger" renewals campaign, and strong complementary franchise of the merged portfolios. The gross premium earned closely follows the evolution of written premium.

Net combined ratio

The 2008 combined ratio of 98.6% compared to 97.3% for 2007. This deterioration was primarily due to a (4.1)% deterioration in the catastrophe ratio of 6.6% (2007: 2.5%) which was negatively impacted by a larger than usual number of catastrophes during 2008 and also due to the fact that the two catastrophes which impacted 2007 occurred before August 8th 2007, the acquisition date of Converium. The comparative catastrophe ratio for 2007 includes Converium only from 8 August 2007.

Impact of natural catastrophes

The following table highlights losses due to catastrophes for the years 2008, 2007, and 2006:

	at December 31		
	2008	2007	2006
Number of catastrophes occurred during the financial year [1]	10 [3]	2 [2]	-
In EUR millions			
Losses and claim management expenses due to catastrophes, gross	214	53	-
Losses due to catastrophes, net of retrocession [5]	189	53	-
Group net loss ratio [4]	70.5%	68.0%	67%
Group ratio of losses excluding catastrophes	63.9%	65.5%	67%

(1) SCOR defines a catastrophe as an event involving several risks and causing pre-tax losses, net of retrocession, totalling EUR 3 million or more.
(2) Storms Kyrill, and Gonu.
(3) Storm Emma, China Snowstorm, Australian Floods, China Earthquake, Maiunwetter Storm Germany, Indiana and Iowa Floods, Hurricanes Ike and Gustav, and Hail Storm Spain.
(4) Loss ratios are calculated on the basis of Non-Life claims, expressed as a percentage of Non-Life premiums earned.
(5). Net of recoveries and reinstatement premiums (assumed and retrocession) and immaterial development on prior year.

In 2008, SCOR was affected by the following which resulted in estimated losses greater than EUR 10 million as at 31 December 2008:

- Hurricane Ike hit the South East United States in September 2008. The original estimated loss net of retrocession and reinstatement premiums was USD 95 million (EUR 62.2 million). As at 31 December 2008 the revised estimated impact is USD 119 million (EUR 81.7 million).
- Heavy snowstorms affected China during February 2008 and as at 31 December 2008 the estimated loss is EUR 26.2 million.
- Australian floods occurred in January and February 2008. As at 31 December 2008 the estimated loss is USD 40 million (EUR 26.1 million).
- An earthquake occurred in China's Sichuan province on 12 May 2008. As at 31 December 2008 the estimated loss is EUR 10 million.

- The Maiunwetter Storm occurred in Germany in May 2008. As at 31 December 2008 the estimated loss is EUR 12.5 million.
- The Indiana Floods occurred in the United States in June 2008. As at 31 December 2008 the estimated loss is EUR 10.3 million.
- The remaining impact, of other various less significant natural catastrophe losses (below EUR 10 million) which occurred during 2008 is estimated at EUR 24.6 million as at 31 December 2008.
- In addition, other significant non catastrophe losses were incurred during 2008 for the Eurotunnel fire, for EUR 27.7million net of retrocession, and the Apache incident EUR 14.4 million.

In 2007, SCOR was affected by the following catastrophes which resulted in estimated losses greater than EUR 10 million. The respective losses at 31 December 2007 and 2008 for Kyrill and Gonu exclude losses incurred by Converium prior to 8 August 2007, the date of acquisition.

- In January 2007, the Kyrill storm struck Northern and Central Europe. The SCOR Group had an estimated a loss of EUR 36.5 million as at 31 December 2008.
- In June 2007, Cyclone Gonu hit the Persian Gulf. The SCOR Group estimated a loss of EUR 17 million at 31 December 2008.
- Two civil liability claims: Vioxx and Canadian Pacific Railway for which the losses were estimated at USD 25.3 million and USD 30 million, respectively, at 31 December 2007.
- Other large claims in 2007, although less extensive, arose from natural catastrophes (storm in Australia, floods in the United Kingdom, Switzerland and Mexico, an earthquake in Peru and cyclone Dean), industrial accidents and the loss of two satellites.

In 2006, SCOR suffered no major losses because of natural catastrophes. The largest loss was caused by a fire in a refinery located in Lithuania, costing an estimated amount of EUR 19.2 million and EUR 17.3 million as at 31 December 2007 and 2006, respectively.

9.2.3 SCOR GLOBAL LIFE

In a very competitive reinsurance market SCOR Global Life kept on growing profitably in 2008. It successfully further strengthened its long-term business relationships with existing clients and has gained many new business partners. Operations in our core markets have again been overall successful. In Europe SGL has maintained its strong market position. In Asia, the US and the Middle East, SGL has continued its outstanding performance. These non-European markets accounted for a large proportion of the growth during 2008.

Gross written premiums

The gross written premium development is driven by the long-term nature of in-force life reinsurance business and new business acquired in the reporting year. In 2008, SCOR Global Life's gross written premiums increased 11.1% to EUR 2,701 million, compared to EUR 2,432 million in 2007 (EUR 1,181 million in 2006). This increase was primarily achieved by new business acquired in non-European markets and by the acquisition of Converium.

Life operating margin

Life operating margin during 2008 was 6.0% compared to 7.4% in 2007. In 2008, technical components of the operating margin, driven by high share of European mortality business, remained strong, but these positive effects were partially offset by the unfavourable development of investment income.

9.2.4 RETROCESSION

In 2008 the Group successfully renewed its retrocession program post acquisition of Converium in alignment with the strategy determined in 2007. The increased needs and potentially volatile retrocession market lead to continued diversification strategy as evidenced by the Atlas III and IV structures and the mortality swap. The 2008 retrocession coverage was implemented at cost which was below initial budgeted amounts.

In 2007, the planned 2007 retrocession program was implemented in a retrocession market that had stabilised but still considered expensive. The overall retrocession coverage costs were practically identical to those of 2006 which had increase significantly following the hurricanes of 2005.

9.2.5 STRATEGY OR FACTORS OF GOVERNMENTAL, ECONOMIC, FISCAL, MONETARY OR POLITICAL CHARACTER WHICH HAVE HAD OR COULD HAVE A MATERIAL IMPACT ON THE OPERATIONS OF THE GROUP

Refer to Section 4.4.1 – We are exposed to risks related to legislative and regulatory changes and political, legislative, regulatory or professional initiatives concerning the insurance and reinsurance sector, which could have adverse consequences for our business and our sector.

Also refer to section 5.1.4.2 - Legal form and applicable legislation.

CAPITAL RESOURCES

CAPITAL RESOURCES

10 CAPITAL RESOURCES

10.1 Capital

Refer to Section 20.1.5 – Consolidated statement of changes in shareholders' equity and Section 20.1.6 – Notes to the consolidated financial statements, Note 13 – Information on share capital, shareholders' equity and capital management.

10.2 Cash flow

Refer to Section 20.1.4. – Consolidated statements of cash flows and Section 20.1.6. - Notes to the consolidated financial statements, Note 2 – Segment information for an analysis of principal cash flow statement items.

10.3 Borrowing conditions and financing structure

Refer to Section 20.1.6 – Notes to the consolidated financial statements, Note 12 – Cash and cash equivalents for information on the Group's cash positions.

Refer to Section 20.1.6 – Notes to the consolidated financial Statements, Note 14 - Financial debts for a description of the financial debts of the Group.

Refer to Section 19 – Related party transactions and Section 22 – Material contracts for information on the major stand-by letter of credit facilities of the Group.

FINANCIAL LEVERAGE

As at 31 December 2008, the Group's financial leverage was 19% as compared to 18% at 31 December 2007. This ratio is calculated as the percentage of debt securities issued and subordinated debt to total shareholders' equity. This ratio was 32% as at 31 December 2006. The improvement in 2007 is due primarily to the increase in capital of EUR 1,239 million and to the improvement in net income, net of dividends paid and other movements directly recorded in shareholders' equity.

Refer to Section 20.1.6 – Notes to the consolidated financial Statements, Note 14 - Financial debts for a description of the subordinated loans and bonds issued by SCOR.

The total liquidity of the Group of EUR 3.7 billion (comprised of cash and cash equivalents and short term investments) and the low financial leverage ratio reflects the Group's treasury and financing strategy to remain highly liquid.

10.4 Restrictions on the use of capital

For information on regulatory restrictions on the use of capital, refer to Section 5.1.4.2.

On 26 June 2007, the Swiss Federal Office of Private Insurance ("**FOPI**") approved the indirect acquisition of more than 50% (and up to 100%) of the capital and voting rights of Converium by SCOR. This authorisation was granted under the condition that all transactions having an impact on the solvency of Converium and any intra-group transaction or any transaction affecting the capital resources of Converium that exceed certain limits be submitted to the FOPI for approval.

In addition, the Group companies are subject to certain minimum net worth requirements and maximum debt levels under the terms of certain unsecured stand-by letter of credit agreements.

As at the date of this Registration Document, no material investment is contemplated and the property, plant and equipment described in Section 8.1 do not require additional financing.

10.5 Sources of financing relating to future investments by the Company and to its property, plant and equipment

As at the date of this Registration Document, no material investment is contemplated and the property, plant and equipment referred to in Section 8.1 – major existing or planned property, plant and equipment do not require any additional financing.

RESEARCH AND DEVELOPMENT, PATENTS AND LICENSES

RESEARCH AND DEVELOPMENT, PATENTS AND LICENSES

11 RESEARCH AND DEVELOPMENT, PATENTS AND LICENSES

11.1 Research and development activities

Due to the increase in life expectancy, longevity, mortality and long-term care cover can be subject to very uncertain trends. SCOR Research centres anticipate the evolution of these risks in many markets. They include:

- CERDALM (SCOR Global Life's R&D Centre for Longevity and Mortality Insurance): providing support in pricing assumptions for new products and specific mortality and longevity studies on life portfolios.
- CIRDAD (SCOR Global Life's International R&D Centre for Long-Term Care Insurance): providing support on the development of LTC products (definitions, pricing, guidelines) and the monitoring of LTC portfolios.
- CERDI (SCOR Global Life's R&D Centre for Disability Research): dedicated to the analysis of disability risk, a risk which analysis is complex due to various and multiple definitions, cover types and socio-economic environments.
- URDRA (SCOR Global Life's R&D Centre for Medical Selection): follow up of the new medical approaches to known and new pathologies, with their implications for insurance. Client support regarding the pricing of substandard risks.

11.2 Information technologies

SCOR was the first reinsurer to implement a uniform international information system. This policy has been reaffirmed when decided in 2007, to launch a comprehensive integration program over two years, for the back-office applications in 2008, and for the front-office ones in 2009. The objective is a rapid return to a single global system, and the works for migrating administrative systems of Revios and Converium toward the SCOR one, Omega, have been respectively completed in May and August 2008. The PeopleSoft accounting solution has been extended to Revios, before being generalised in 2009. Consolidation is entirely done in SAP Magnitude as from 2008. This systems integration implies the parallel adoption by all business teams of common rules for administration, accounting and result analysis in reinsurance. A training and change management program has already been started for this purpose.

The Central back-office system is a custom software package known as Omega. Omega was designed to allow the tracking of clients and policyholders within the Group, grant online authorisations throughout the world, track claims, analyse the technical profitability of contracts, and perform quarterly closings based on the latest estimated results.

The focus in 2009 will mainly be to strengthening the front office applications to improve risk selection, anticipation and reactivity in markets and products, and simulations of results. Projects have already been started in 2008. The monitoring system is modernising and expanding in order to strengthen visibility on the development of product lines and markets. Accounting forecasts are developed from underwriting plans and comparative analysis are produced in standard reports. New reserving and financial modelling tools are implemented. Non-Life pricing is closely managed using both Matrix and Mars tools, now feeding the same single Infocentre reporting facility. They integrate pricing based on standardised models, profitability analysis and full traceability of proportional and non-proportional business, on a fully global basis. Control of exposure to natural catastrophes has also been improved by implementing EQECAT, AIR and RMS market solutions. In the Life business, several projects are underway for harmonising and reinforcing substandard risks underwriting, accumulation process, calculation of retrocession and of embedded value. Finally, the SCOR Group works for extending and industrialising its Asset and Liability Management (ALM) tool.

The importance that SCOR places on risk control and on strategic planning has clearly been confirmed.

Along with its reinsurance system, in 2008 the Group has again generalised the deployment of unique and common tools for all "corporate" functions. After human resources, accounting and consolidation, have this year been added the preparation and follow-up of operating expenses budget, based on the SAP BPC solution, along with the centralisation of all investments portfolios of the Group, now performed in SimCorp Dimension. After Paris, all entities will gradually use Dimension for their Asset Management.

The Group is promoting a paperless environment. Internally, global document-sharing procedures have been set up for the P&C activity, before planned extension to Life. With its clients, the Group is able to process automatically reinsurance accounts and claims received electronically in the ACORD standards, without having to re-input them.

The SCOR technical environment is based on a new international secured network. Corporate technical standards have been implemented in all locations, both on PCs and servers. The Group has also implemented an ambitious security plan based on stronger physical and logic access controls, protection against unauthorised access, and restarts in the event of a disaster.

Mobility is covered by ongoing developments in line with changing business needs and in compliance with security standards.

The combination of the IT operations of SCOR, Revios and Converium has generated the definition of an extensive action plan at the level of the information systems governance, already materialised in 2008, by evolutions in the areas of budget preparation, of project portfolio and project follow-up, of technical standards, and of first elements of the IT internal control.

Information-sharing remains a priority. The portal, collaborative sites, and the use of the external information collected by SCORWatch, the Group's Competitive Intelligence solution, have been extended to the entire Group.

Finally, the study of SCOR's IT strategy for 2012, aligned with the Group's growth objectives, has been completed, to prepare for a medium-term transition to a new information system.

Additionally SCOR uses its expertise to develop expert IT solutions for its clients (including in the field of medical selection). Different solutions (sar@, GEM, scout) are already in place and widely used by ceding companies. Other initiatives are engaged in this field in order to reinforce the alignment of our services with market expectations. A tele-underwriting system is included in the 2009 development plan.

TREND INFORMATION

TREND INFORMATION

12 TREND INFORMATION

12.1 Most significant trends in production, sales, inventory, costs, and selling prices since the end of the last financial year

12.1.1 NON-LIFE

SCOR tapped the benefits of its ranking in the top five on the global reinsurance market during the 1 January 2009 reinsurance renewals season. In this period of financial turmoil and credit crisis, where the lack of financial flexibility for insurers was a major reason behind the increased demand for reinsurance, the Group maintained an extremely strict policy on technical underwriting. The annual negotiations with its clients enabled SCOR to optimise its portfolio and pursue diversification, whilst ensuring that its capital was allocated as profitably as possible, thereby demonstrating the Group's strength and confirming the success of the combination of the SCOR and Converium portfolios that was achieved in 2008. The renewals demonstrate the anti-cyclical nature of the reinsurance industry in a difficult economic and financial context.

12.1.1.1 A moderate increase but a clear improvement in the quality of the portfolio under-written

The financial and credit crisis, combined with the severity of the 2008 hurricanes and a high frequency of medium-sized losses in many markets worldwide (man-made and local natural hazards), had a noticeable impact on the demand for reinsurance, which is generally on the rise. SCOR worked this environment to its advantage by redirecting its Non-Life reinsurance portfolio towards greater technical profitability and further improved global business diversification. On average, SCOR saw a price improvement of 3.3%, with lower acquisition costs and stable exposure.

The total volume of Treaty premiums renewed in January 2009 reached EUR 1,708 million (P&C Treaties and Specialty Treaties), up 3% against 2008. For 2009, around EUR 392 million of additional premiums are expected from joint ventures and partnerships. Moreover, SCOR lost no clients during these renewals one year after the acquisition of Converium: the book is now fully integrated and consolidated.

A – Property and Casualty Treaties: This year, 75% of P&C Treaty premiums were up for renewal at 1 January 2009. The total volume of premiums renewed at 1 January 2009 was virtually flat at EUR 1,261 million, compared to EUR 1,257 million of premiums up for renewal. 19% (EUR 235 million) of P&C treaty premiums up for renewal were cancelled, demonstrating the high level of portfolio management. SCOR compensated this loss with new business acquired from existing clients (EUR 90 million) and from new clients (EUR 51 million). Higher prices led to an increase in premium volume of EUR 54 million and increased shares on existing programmes to a gain of EUR 44 million.

B – Treaties underwritten by the Specialty Business Unit: In Specialty Treaties, where a premium volume of EUR 396 million was to be renegotiated (i.e. 68% of the annual volume) SCOR's franchise was once again fully affirmed. This segment grew significantly, with premiums up by 13% to EUR 447 million, although 11% or EUR 45 million of business was cancelled. SCOR's teams managed to underwrite EUR 21 million of additional business with existing clients and EUR 17 million with new clients. New shares on existing programmes increased premium volume by EUR 19 million. Improved prices and market conditions led to an increase in premium income of EUR 39 million.

12.1.1.2 Partnership renewals identical in 2009

In 2009, SCOR will maintain its three joint ventures and partnerships, i.e. Lloyd's, GAUM (Global Aerospace Underwriting Managers Limited) and MDU (Medical Defence Union). The Group estimates that gross written premiums from this segment should amount to EUR 392 million in 2009.

12.1.1.3 Geographic rebalancing towards the Americas and Asia-Pacific in P&C Treaties

SCOR recorded a stable business volume in the EMEA zone (Europe, Middle East and Africa), with written premiums of EUR 1,025 million versus EUR 1,068 million last year. There were, however, some significant differences between the various countries and regions. In France, business declined by 22% to EUR 142 million. The main reasons for this shift stem from a decrease in reinsurance premiums generated by the market. In Northern Europe, on the other hand, business volume increased by 38% to EUR 132 million, with a significant increase in the number of lead underwriting positions.

Significant increases were also recorded in the United States, the Caribbean and Asia Pacific, albeit on more limited volumes as these markets renew later in the year. The natural catastrophe events of 2008 have created interesting opportunities in the Caribbean and the United States, which has led to a 30% increase in total premium volume across the whole of the Americas. Business volume increased from EUR 46 million to EUR 72 million in the U.S. market alone, with an increased contribution from regional business. 41% of Treaty business was up for renewal in the USA. In Asia, and more particularly in China, where prices were also up on the back of a year marked by heavy losses stemming from natural catastrophes, premium volume increased from EUR 52 million to EUR 60 million. However, in this region only around 27% of Global P&C Treaties were up for renewal at 1 January 2009, as Japan, Korea and India will renew their programmes on 1 April 2009.

12.1.1.4 Decrease in proportional volume due to a strict underwriting policy geared to improve profitability

Despite an increase in demand for proportional reinsurance, which was predictable and is beginning to emerge in response to the capital needs of insurers, premium volume generated from proportional Property & Casualty Treaty business saw a slight reduction from EUR 496 million to EUR 481 million. SCOR reduced the volume of this business by applying a disciplined underwriting policy in accordance with its profitability objectives. In particular the Motor portfolio was targeted for closer reviews that led to significant reductions and withdrawals.

The natural catastrophe-related Property book, which represented around 12% of SCOR's entire P&C Treaties volume, experienced a significant increase of around 19%, rising from EUR 152 million in 2008 to EUR 181 million in 2009. With over USD 200 billion worth of economic damage caused and insured losses rising to USD 45 billion in 2008 worldwide, rates generally went up and portfolios with exposures in the most affected areas in the USA and Asia-Pacific saw significant improvements in rates and conditions.

12.1.1.5 Active cycle management in Specialty Treaties

SCOR exercised a very active cycle management with regard to Specialty Treaties, taking advantage of the diversification benefits offered by this business segment. Credit & Surety business grew strongly from EUR 93 million to EUR 116 million, representing an increase of 25%. This segment has seen double digit pricing increases, which have largely offset the impact of the economic slowdown on insurance premiums, and has benefited from much reduced acquisition costs. With premiums amounting to EUR 93 million written in 2009, Engineering recorded an increase of 21%. Conversely, Inherent Defects reinsurance dropped by 20% to EUR 61 million. Transport & Marine and Agriculture recorded stable premium volumes. Aviation & Space (excluding GAUM) benefited from significantly better pricing and increased by 107% to EUR 29 million. The Business Solutions unit increased its business from EUR 68 million to EUR 78 million, focusing its new underwriting and share increases on the industry sectors where the hardening has really started and is already material.

12.1.1.6 Stable volume for Non-Life in 2009; expected net combined ratio below 98%

SCOR expects a continued trend reduction of the insurers capacities to retain risks, which should spur demand for reinsurance. As a leading player on the worldwide reinsurance market, SCOR will maintain its active approach to cycle management, concentrating on highly profitable reinsurance business and niche insurance business while further developing its long term and stable relationship with clients. The Group will also focus on diversification, in order to minimise the correlation between the various risks that it carries. This very strict focus on profitability should lead to an expected net combined ratio of less than 98%.

The Group expects its Non-Life total 2009 premium volume to increase by 4% to approximately EUR 3.2 billion. With an expected premium income of EUR 2.9 billion in the Life sector, SCOR anticipates a total 2009 premium volume of EUR 6.1 billion, representing an increase of 5% compared to 2008.

12.1.2 LIFE

Unlike the Non-Life reinsurance market, the Life reinsurance market is not characterised as an industry with annual renewals except in a few markets such as Spain, or in businesses such as Health or Group business. Upward or downward movements are gradual and volatility is low.

The deepening of the financial crisis in the course of 2008, is expected to affect the Life insurance market and therefore it poses various challenges to Life reinsurance players, such as SCOR.

In the midst of a worldwide serious economic downturn, with some major economies turning into recession, some covers, such as unemployment and to a certain extent Health covers, are expected to deteriorate sharply. In the context of a deteriorating labour market, disability claims can be expected to rise.

The vast majority of our portfolio is traditional individual life, subject largely to mortality risk. Furthermore, SCOR Global Life is not currently underwriting variable annuities and our exposure to unemployment is very small. The technical performance of our Life portfolio is therefore largely immune to the adverse effects resulting from the economic downturn. In addition, SCOR's prudent investment policy, has reduced significantly its exposure to the financial market turmoil.

As the economy slows down significantly and the housing market goes into reverse, mortgage-related Life insurance is expected to decline, with the UK and Spanish market being the most affected by the housing market downturn and the U.S. market to a lesser extent.

On the other hand, in the face of a gloomy economic situation, demand for income protection should be enhanced. Fixed annuities are expected to experience sustainable growth and improved margins as a result of the widening of corporate spreads.

SCOR sees opportunities in the current market environment. Due to significant impairments in their investment portfolios several primary insurers are facing issues relating to their solvency ratio. We expect these insurers to consider their financial options and to reach the conclusion that at a time when financial markets are offering very limited liquidity (both equity and debt), reinsurance is an attractive alternative to capital raising. We expect that the increased demand for financial reinsurance solutions will lead to considerably hardened market conditions.

12.2 Known trends, uncertainties, demands, commitments and events reasonably likely to have a material effect on the issuer's prospects

Not applicable.

PROFIT FORECASTS OR ESTIMATES

13 PROFIT FORECASTS OR ESTIMATES

Not applicable.

ADMINISTRATIVE AND MANAGEMENT BODIES

ADMINISTRATIVE AND MANAGEMENT BODIES

14 ADMINISTRATIVE AND MANAGEMENT BODIES

14.1 Information on the members of the Board of Directors and Senior Managers

14.1.1 INFORMATION CONCERNING THE MEMBERS OF THE BOARD OF DIRECTORS

According to the bylaws, Board members must be physical persons. There shall be no fewer than 9 and no more than 18 Board members. Their maximum term in office shall be 6 years. However, SCOR having decided to adopt the Corporate governance code of listed corporations of the AFEP-MEDEF of December 2008, the duties of the Directors are in fact limited to 4 years. Directors may not hold office after the age of 72. If a Director in office should exceed this age, his term will continue until the period established by the Shareholders' Meeting. The General Shareholders' Meeting may, in compliance with the provisions of the bylaws, appoint one to four Non-Voting Directors (*Censeurs*) to the Company. Non-Voting Directors serve for renewable two-year terms. If there are fewer than four non-voting Directors, the Board of Directors may appoint one or more non-voting Directors. The Directors and the Non-Voting Directors are proposed by the Board of Directors and appointed by the Ordinary General Shareholder's Meeting. When Directors and Non-Voting Directors are co-opted by the Board of Directors, their appointment is submitted for ratification to the next Ordinary General Shareholder's Meeting. The age limit for performing the functions of a Non-Voting Director is set at 72 years old. Non-Voting Directors are convened to meetings of the Board of Directors and participate in discussions in an advisory capacity only.

The Board of Directors of the Company had the following 14 members as of the date of this Registration Document:

- Chairman: Denis Kessler
- Directors: Carlo Acutis, Gérard Andreck, Antonio Borgès, Allan Chapin, Daniel Havis, Daniel Lebègue, André Lévy-Lang, Luc Rougé, Herbert Schimetschek, Jean-Claude Seys, Claude Tendil, Patrick Thourot, Daniel Valot;
- Non-Voting Director: Georges Chodron de Courcel.

The average age of members of the Board is 64 years.

The Board of Directors held on 3 March 2009 decided to propose to the Ordinary annual meeting of the Shareholders which will be held on 15 April 2009:

- the renewal of the duties as Director of Carlo Acutis;
- the renewal of the duties as Director of André Lévy-Lang;
- the renewal of the duties as Director of Jean-Claude Seys;
- the renewal of the duties as Director of Luc Rougé;
- the appointment of Peter Eckert as Director in replacement of Patrick Thourot;
- the appointment of Médéric Prévoyance as Director;
- the renewal of the duties as Non-Voting Director Georges of Chodron de Courcel.

The table below shows the positions held by the Directors as of the date of this Registration Document.

	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
Denis KESSLER (1) **Chairman and Chief Executive Officer** **Birth Date:** 25 March 1952 **Professional Address:** SCOR SE 1, avenue du Général de Gaulle 92800 Puteaux	**Offices and positions held in the Group** **Chairman and Chief Executive Officer:** - SCOR SE (France)* **Chairman of the Board:** - SCOR Global P & C SE (France) - SCOR Global Life SE (France) - SCOR Global Life U.S. Re Insurance Company (U.S.) - SCOR Reinsurance Company (U.S.) - SCOR U.S. Corporation (U.S.) - SCOR Holding (Switzerland) AG (Switzerland) - SCOR Global Life Re Insurance company of Texas (US) **Chairman of the Supervisory Board:** SCOR Global Investments SE (France) **Director:** - SCOR Global Life SE (France) - SCOR Canada Reinsurance Company (Canada) **Other offices and positions** **Director:** - BNP Paribas S.A. (France)* - Bolloré (France)* - Dassault Aviation (France)* - Invesco Ltd (U.S.)* - Dexia S.A. (Belgique)* - Fonds Stratégique d'Investissement (France) **Non-Voting Director:** - FINANCIERE ACOFI SA (France) - GIMAR FINANCE & CIE S.C.A. (France) **Member of the Supervisory Board:** - Yam Invest N.V. (The Netherlands)	**Chairman of the Board:** SCOR Life Insurance Company (U.S.) (formerly Republic Vanguard Life Insurance Company) Commercial Risk Partners Limited (Bermuda) Commercial Risk Reinsurance Company (U.S.) Commercial Risk Reinsurance Company Limited (U.S.) General Security Indemnity Company (U.S.) General Security Indemnity Company of Arizona (U.S.) General Security National Insurance Company (U.S.) Investors Insurance Corporation (U.S.) Investors Marketing Group Inc. (U.S.) SCOR Global Life (formerly SCOR VIE) SCOR Italia Riassicuriazioni S.p.A (Italy) **Member of the Supervisory Board:** CETELEM SAS (France) COGEDIM SAS (France) SCOR Deutschland (Germany) SCOR Global Life Rückversicherung AG (Germany) **Permanent Representative:** FERGASCOR in S.A. Communication et Participation

(1) Member of the Strategic Committee.
(2) Member of the Risk Committee.
(3) Member of the Accounting and Audit Committee.
(4) Member of the Compensation and Nominating Committee.
* Companies which shares are listed on a regulated or organised market.

	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
Carlo ACUTIS (1) **Director** **Birth Date:** 17 October 1938 **Professional address:** VITTORIA ASSICURAZIONI S.p.A. Via Don Minzoni, 14 I - 10121 Torino Italy	**Principal position:** Vice-Chairman of Vittoria Assicurazioni S.p.A. (Italy)* **Other positions:** ***Abroad*** **Director:** - Yura International B.V. (formerly Yura International Holding B.V.) (The Netherlands) - Pirelli & C. S.p.A. (Italy)* - Ergo Italia S.p.A. (Italy) - Ergo Assicurazioni S.p.A (Italy) - Ergo Previdenza S.p.A. (Italy)* - IFI S.p.A. (Italy)* - Comité Stratégique de CEA – Comité Européen des Assurances (Belgium) - Association de Genève (Switzerland) **Vice-Chairman:** - Banca Passadore S.p.A. (Italy) - Chairman's Council of the CEA Comité Européen des Assurances, the European insurance and reinsurance federation (Belgium) - Fondazione Piemontese per la ricerca sul cancro (Italy) - A.N.I.A. Associazione Italiana fra le Imprese di Assicurazione (Italy) **Member of the Supervisory Board:** - Yam Invest N.V. (The Netherlands)	***France*** **Director:** - SCOR VIE **Member of the Supervisory Board:** - COGEDIM S.A ***Abroad*** **Chairman:** - BPC Investimenti SGR S.p.A. (Italy) - Vittoria Capital N.V. (The Netherlands) **Director:** - Yura S.A. (The Netherlands) - Camfin S.p.A. (Italy)* **Member of the Board:** - Presidential Council Comité Européen des Assurances (Belgium) - Geneva Association (Switzerland)

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Gérard ANDRECK (1) **Director** **Birth Date:** 16 July 1944 **Professional address:** MACIF 2-4, rue de Pied de Fond 79000 Niort	**Principal position:** Chairman of the MACIF group **Other positions:** ***France*** **Chairman of the Board of Directors:** - SOCRAM - MACIF SGAM - MACIF Gestion - MACIF - CEMM SAS **Chairman and Chief Executive Officer:** - OFI Instit (formerly OFI Net Epargne) **Chairman:** - GEMA **Vice-Chairman:** - OFI Asset Management - IMA - GEMA **Member of the Board** - SIIL - MACIFIMO **Permanent Representative of MACIF:** - on the Board of Directors of Atlantis Seguros (Spain) - on the Board of Directors of Atlantis Vida (Spain) - on the Board of Directors of Foncière de Lutèce - on the Board of Directors of Euresa Holding - on the Board of Directors of Domicours Holding - on the Board of Directors of Compagnie Foncière de la MACIF - on the Board of Directors of MACIF Participations - on the Supervisory Board of Capa Conseil SAS - on the Supervisory Board of MUTAVIE - on the Board of GPIM - on the Board of OFI RES **Permanent Representative of OFI Instit:** - on the Board of Directors of OFIMALLIANCE **Director:** - SEREN - Etablissements Maurel & Prom* - MACIFILIA - Macif-Mutualité **Member of the Executive Committee:** - SIEM **Non-Voting Director:** - OFI Trésor - Altima ***Abroad*** **Member of the Supervisory Board:** - MACIF Zycie (Poland)	***France*** **Chairman of the Board of Directors:** - Macif-Mutualité - Mutuelle Santé **Chairman of Supervisory Board:** - IN SERVIO - Maurel & Prom* - Capa Conseil SAS **Chairman:** - OFI SMIDCAP **Vice-Chairman of the Supervisory Board:** - OFIVALMO Gestion **Permanent Representative of MACIF:** - on the Board of Directors of Domicours **Permanent Representative of MACIF Participations:** - on the Board of Directors of Compagnie Immobilière MACIF **Chief Executive Officer:** - MACIF - MACIF SGAM **Non-voting Director:** - Foncière de Lutèce - MACIFILIA - MUTAVIE - SOCRAM - Altima **Member of the Supervisory Board:** - OFIVALMO - GPIM - MACIF Gestion - IMA **Director:** - Atlantis Seguros (Spain) - Atlantis Vida (Spain) - Compagnie Foncière de la MACIF - MSACM - MACIFIMO - OFIVALMO - MACIF Participations - Caisse Centrale de Réassurance

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Antonio BORGÈS [(1) (2) (3)] **Director** **Birth Date:** 18 November 1949 **Professional address:** 2nd Floor 167 Fleet Street London EC4A 2EA United Kingdom	**Principal position:** Chairman of the Hedge Fund Standards Board **Other positions:** ***France*** Director - CNP Assurances* ***Abroad*** **Chairman:** - European Corporate Governance Institute (Belgium) **Director:** - Jérónimo Martins (Portugal)* - Caixa Seguros (Brazil) - Heidrick & Struggles (U.S.)* **Member of the Tax Committee:** - Banco Santander (Portugal)	***France*** **Director:** - SCOR VIE **Member of the Supervisory Board:** - CNP Assurances* ***Abroad*** **Member of the Tax Committee:** - Banco Santander de Negocios (Portugal) **Director:** - SONEAcom (Portugal)
Allan CHAPIN [(1) (4)] **Director** **Birth Date:** 28 August 1941 **Professional address:** COMPASS ADVISERS Compass Advisers LLP 825 3rd Avenue, 32nd Floor New York, NY 10022 United States of America	**Principal position:** Partner of Compass Advisers LLP (New York, USA) since June 2002 **Other positions:** ***France*** **Director:** - Pinault Printemps Redoute (PPR) ***Abroad*** **Chairman:** - American Friends of the Claude Pompidou Foundation (U.S.) **Director:** - SCOR Reinsurance Company (U.S.) - General Security National Insurance Company - French-American Foundation (U.S.) - CIFG Holding (Bermudes) - CIFG Guaranty	***France*** - SCOR VIE ***Abroad*** **Managing Partner of:** - Lazard Frères & Co LLC (U.S) **Member of the Advisory Board of:** - Lazard Canada (Canada) **"Advisory Director":** - Toronto Blue Jays (Canada): **Director:** - Taransay Investment Ltd. (Canada) - Interbrew SA (Belgium) - CALFP (U.K.) - SCOR U.S. Corporation; - General Security Indemnity Company (U.S.) - General Security Property and Casualty Company (U.S.) - InBev (Belgium)

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Peter ECKERT **Its appointment as Director will be proposed to the Ordinary annual meeting of the Shareholders of 15 April 2009** **Birth Date:** 14 February 1945 **Professional address** Clariden Leu AG Bahnhofstrasse 32 8070 Zurich Suisse	**Principal position:** Chairman of the Board of Directors of Banque Clariden Leu AG (Switzerland) **Other positions:** **Director:** - Deliciel AG (Switzerland) - Zurich Companhia de Seguros SA (Portugal) - Zurich Vida, Companhia de Seguros SA (Portugal) **Board member of the European advisory Board:** - Booz & Co (US) **Member of the advisory Board:** - Member of the advisory Board "Insurance Linked Securities" of Horizon 21 (Switzerland) **Member of the Board:** - Fondation "Avenir Suisse" (Switzerland)	**Chairman:** - Farmers Group (US) - Farmers New World Life (US) - Zurich Compagnie d'Assurances (Germany) - Zurich Deutsche Herold (Germany) - Zurich Kosmos (Austria) **Vice-Chairman of the Board:** - Deutsche Bank (Suisse) AG (Switzerland) **Vice-Chairman:** - FINMA (Switzerland) **Chief Operating Officer:** - Zurich Financial Services (Switzerland)* **Director:** - Sal. Oppenheim (Schweiz) AG (Switzerland) - Zurich Vie (Switzerland) - Zurich American Ins. Co. (US) **Member of the Management Board:** - Zurich Financial Services (Switzerland)* **Member of the Board:** - Economie Suisse (Switzerland) **Member:** - Banking Federal Commission (Switzerland)

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Daniel HAVIS (1) (2) **Director** **Birth Date:** 31 December 1955 **Professional address:** MATMUT 66, rue de Sotteville 76100 Rouen	**<u>Principal position:</u>** Chairman – Chief Executive Officer of MATMUT (Mutuelle Assurance des Travailleurs Mutualistes) **<u>Other positions:</u>** **Vice-Chairman:** - CEGES ***<u>Mutual Insurance Code</u>*** **Chairman of the Board of Directors:** - SMAC (Mutuelle Accidents Corporels) **Vice-Chairman:** - FNMF Fédération Nationale de la Mutualité Française - PREVADIES **Honorary Chairman:** - Union Nationale des Services Ambulatoires Mutualistes **Secretary General:** - MFSM (Mutualité Française de Seine Maritime) **Director:** - Harmonie Mutuelles - Fédération Nationale de la Mutualité Interprofessionnelle (FNMI) - MFSM **Other:** - Conseil Supérieur de la Mutualité (High Council on Mutual Insurance): member of the "Approval" Committee and member of the "General Affairs" Committee - Prévadies'representative to the Conseil des Mutuelles Santé (Council of Mutual Health Insurance Companies) - Member of the staff of the Fédération Nationale de la Mutualité Interprofessionnelle (FNMI) ***<u>Commercial Code</u>*** **Chairman and Chief Executive Officer:** - MATMUT ASSURANCES **Chairman:** - MATMUT DÉVELOPPEMENT - MATMUT IMMOBILIER - MATMUT LOCATION VÉHICULES **Vice-Chairman of the Board of Directors:** - MATMUT VIE - OFI INSTIT - ADI - AMF Assurances **Chairman of the Board of Directors:** - Matmut Protection Juridique - MATMUT ENTREPRISES **Chairman of the Supervisory Board:** - OFI ASSET MANAGEMENT **Director:** - MTG XV - Equasanté - Mutré SA	**Director:** - OFIVALMO - SCOR Vie - PHARCOMUT and non-voting director - AMF Assurances **Chairman of the Board of Directors:** - MUTRE - MDA **Chairman of the Supervisory Board:** - OFIVM - MUTRE and Vice-Chairman - OFI ASSET MANAGEMENT - ADI **Chairman:** - GEMA **Vice-Chairman of the Supervisory Board:** - OFIVALMO **Member of the Supervisory Board:** - ADI **Permanent Representative:** - SMAC on the Board of Directors of Mutations Ndie - SMAC on the Board of Directors of HANDIMUT - SMAC on the Board of Directors of OFI Convertibles - SMAC on the Board of Directors of OFI SMIDCAP - MATMUT on the Supervisory Board of IMA - MATMUT on the Board of Directors of MUTATIONS MEDICAL - OFI Asset Management on the Board of Directors of OFIVALMO NET EPARGNE **Other:** - Vice-Chairman of GEMA **Non-Voting Director:** - AMF Assurances - ADI - HANDIMUT

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	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
	Permanent Representative of Ofi Asset Management on the Board of Directors of: - OFIMALLIANCE **Permanent Representative of Ofi Asset Management on the Supervisory Board of:** - OFI MANDATS **Honorary Chairman:** - COOPTIMUT **Non-Voting Director:** - MUTATIONS NORMANDIE **Permanent Representative of Matmut on the Supervisory Board of:** OFI TRESOR IMA	
Daniel LEBEGUE (1) (2) (3) **Director** **Birth Date:** 4 May 1943 **Professional address:** Institut Français des Administrateurs 27, avenue de Friedland 75382 Paris Cedex 08	**Principal position:** Chairman of the *Institut Français des Administrateurs* (IFA, French Society of Directors) **Other positions:** **Director:** - Alcatel-Lucent* - Technip * **Chairman:** - Institut du Développement Durable et des Relations Internationales (IDDRI) (association) - Transparence-International France - Observatoire de la Responsabilité Sociétale de l'Entreprise (ORSE) **Co-Chairman:** - Eurofi (association)	**Chairman of the Board of Directors:** - Institut d'Études Politiques de Lyon **Director:** - Areva* - Gaz de France* - Thalès* - SCOR VIE - SCOR Reinsurance Company (U.S.) - General Security National Insurance Company (U.S.) - Crédit Agricole S.A.*
André LEVY-LANG (1) (2) (3) (4) **Director** **Birth Date:** 26 November 1937 **Professional address:** SCOR SE 1, avenue du Général de Gaulle 92800 Puteaux	**Principal position:** Associate Professor Emeritus at the University of Paris-Dauphine ***France*** **Member of the Supervisory Board:** - Paris-Orléans ***Abroad*** **Director:** - Dexia (Belgium) *	***France*** **Director:** - SCOR VIE - AGF (France) ***Abroad*** **Director:** - Schlumberger (U.S.)
Luc ROUGE **Director** **Birth Date:** 19 May 1952 **Professional address:** SCOR SE 1, avenue du Général de Gaulle 92800 Puteaux	**Principal position:** - Assistant Methods and Procedures, SCOR Global P&C SE	None

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	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
Herbert SCHIMETSCHEK (1) **Director** **Birth Date:** 5 January 1938 **Professional address:** UNIQA Versicherungen AG Untere Donaustrasse 21 A-1020 Vienna Austria	**Principal position:** **Chairman of the Management Board:** - Austria Versicherungsverein auf Gegenseitigkeit Privastiftung (Holding) (Austria) **Other positions:** ***Abroad*** **Business Manager:** - UNIQA Praterstraße Projekterrichtungs GmbH (Austria) **Vice-Chairman of the Supervisory Board:** - Donau Chemie Aktiengesellschaft (Austria) **Chairman of the Supervisory Board:** - Austria Hotels Liegenschaftsbesitz AG (Austria) - UNIQA Previdenza S.p.A. (Italy) - UNIQA Assicurazioni S.p.A. (Italy) - UNIQA Protezione S.p.A.,(Italy)	***France*** **Director:** - SCOR VIE ***Abroad*** **Chairman:** - Austrian National Bank (Austria) **Chairman of the Supervisory Board:** - UNIQA International Versicherungs Holding GmbH (Austria) - DIE ERSTE österreichische Sparkasse Privatstiftung, Wien (Austria) - UNIQA Assurances S.A. (Switzerland)) **Vice-Chairman of the Supervisory Board:** - Bauholding STRABAG SE (Austria) - Bank Gutmann AG (Austria) - UNIQA Versicherungen AG (Austria)*
Jean-Claude SEYS (1) (2) ** **Director** **Birth Date:** 13 November 1938 **Professional address:** MAAF ASSURANCES, MMA & COVEA 7, place des 5 martyrs du Lycée Buffon 75015 Paris	**Principal position:** Vice-Chairman and Deputy Director of COVEA (mutual insurance group company) **Other positions:** ***France*** **Chairman of the Board of Directors:** - Fondation MAAF Assurances - Savour Club SA (subsidiary of MAAF SA) **Director:** - MAAF Assurances (SA) **Deputy Director:** - MAAF Assurances (SAM) - MMA Coopérations (SA) - MMA IARD (SA) - MMA IARD Assurances Mutuelles (SAM) - MMA VIE (SA) - MMA Vie Assurances Mutuelles (SAM) **Permanent Representative:** - of COVEA (SGAM) on the Board of Directors of Azur GMF Mutuelles Assurances associés - of GMF Assurances on the Board of Directors of FIDELIA Assistance **Chairman of the Supervisory Board:** - EFI INVEST I (SCA) - OFIVALMO Partenaires S.A. **Member of the Supervisory Board:** - OFI REIM (SAS) **Manager:** - OFIDOMUS (SCI) (RP OFIVALMO) **Non-Voting Director** - Gimar (SA)	***France*** **Chairman and Chief Executive Officer:** - MAAF Assurances - MAAF S.A. - MMA IARD - MMA VIE - Covea **Chairman of the Board of Directors:** - Covéa Ré (formerly Océan Ré) - DAS (SAM) - MAAF Santé (Mutuelle 45) - Force et Santé (Union Mutualiste) - COSEM (Association) - SC Holding S.A.S. (Santéclair) - MMA IARD (SA) - MMA VIE (SA) - MMA Coopérations (SA) **Director:** OFIGEST (subsidiary of OFIVALMO) - GOBTP - OFIMALLIANCE S.AS (subsidiary of OFIVALMO) - OFI Asset Management (subsidiary of OFIVALMO) - Institut Sup. Métiers **Vice-Chairman of the Supervisory Board:** - ABP IARD (subsidiary of MAAF S.A.) **Chairman of the Executive Committee:** - Fondation MMA **Chairman of the Executive Committee:** - LMIH **Chairman of the SAS:** - Covéa Part - Covéa Technologies - Covéa Groupe

(1) Member of the Strategic Committee.
(2) Member of the Risk Committee.
(3) Member of the Accounting and Audit Committee.
(4) Member of the Compensation and Nominating Committee.
* Companies which shares are listed on a regulated or organised market.
** In connection with the Crédit Lyonnais/Executive Life case, Jean-Claude Seys entered into a transaction with the California State Prosecutor under the terms of which he is subject to five years probation, during which he may not go to the United States without special authorisation.

	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
	Chairman of the Management Board (association): - Ile-de-France Regional Development Agency (ARD) ***Abroad*** **Vice-Chairman:** - CASER (Spain) **Director:** - SCOR Holding (Switzerland) AG (Switzerland) - CASER (Spain) **Non Voting Director:** - Covea Lux (Luxemburg)	**Non Voting Director:** - SOCRAM ***Abroad*** **Director:** - Covéa Lux (Luxemburg) - Eurapco (Switzerland) - IMA Iberica Seguros (Spain) **Vice-Chairman of the Board of Directors:** CASER (Spain)
Claude TENDIL (1) (2) (4) **Director** **Birth Date:** 25 July 1945 **Professional address:** GENERALI FRANCE Chairman and Chief Executive Officer 7/9, boulevard Haussmann 75009 Paris	**Principal positions:** **Chairman and Chief Executive Officer:** - Generali France - Generali Vie - Generali IARD **Other positions:** ***France*** **Chairman of the Board of Directors:** - Europ Assistance Holding - Generali France Assurance ***Abroad*** **Chairman of the Board of Directors:** - Europ Assistance Italie (Italy) **Director:** - Assicurazioni Generali SpA (Italy)* **Permanent Representative:** - of Europ Assistance Holding on the board of Europ Assistance Espagne (Spain) **Member of the Supervisory Board:** - Generali Investments SpA (Italy)	**Chief Executive Officer:** - Generali France Holding - Generali Assurances Vie **Chairman of the Board of Directors:** - Assurance France Generali - Generali Assurances Iard - La Fédération Continentale - GPA Vie - GPA Iard **Director:** - L'Equité - Continent Holding - Continent IARD - SCOR VIE - Unibail Holding

(1) Member of the Strategic Committee.
(2) Member of the Risk Committee.
(3) Member of the Accounting and Audit Committee.
(4) Member of the Compensation and Nominating Committee.
* Companies which shares are listed on a regulated or organised market.

	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
Patrick Thourot [(1)] *** **Director** **Birth Date:** 2 December 1948 **Professional address:** SCOR SE 1, avenue du Général de Gaulle 92800 Puteaux	**Principal position:** Deputy to the CEO of SCOR SE* **Other positions:** ***France*** **Chairman and Chief Executive Officer:** - FERGASCOR - SCOR AUBER **Director:** - SCOR Global Life SE (formerly SCOR VIE) - SCOR Global P&C SE - Prévoyance Ré - SCOR SE* **Manager:** - SCOR Hanovre - SNC Immobilière Sébastopol ***Abroad*** **Chairman of the Board:** - Commercial Risk Re-Insurance Company (U.S.) - Commercial Risk Partners Ltd (Bermuda) - Commercial Risk Reinsurance Company Ltd (Bermuda) **Director:** - SCOR Reinsurance Company (U.S.) - SCOR U.S. Corporation (U.S.) - General Security National Insurance Company (U.S.) - ASEFA (Spain) - SCOR UK Company Limited (U.K.) - SCOR UK Group Limited (U.K.) - SCOR Reinsurance Asia-Pacific (Singapore)	***France*** **Chairman and Chief Executive Officer:** - EUROFINIMO - FINIMOFRANCE **Chairman of the Board:** - MUTRE S.A. **Chief Executive Officer:** - Zurich France **Deputy Chief Executive Officer:** SCOR SE* **Director:** - Prévoyance et Réassurance **Permanent Representative:** - of FERGASCOR to the Board of Directors of Société Putéolienne de Participations **Member of the Supervisory Board:** - Prévoyance Ré ***Abroad*** **Member of the Supervisory Board:** - SCOR Global Life Rückversicherung AG (Germany) **Chairman of the Board:** - SCOR Deutschland (Germany) - IRP Holdings Limited (Ireland) - Irish Reinsurance Partners Ltd (Ireland) - SCOR UK Group Limited (U.K.) - SCOR UK Company Limited (U.K.) - SCOR Reinsurance Asia-Pacific (Singapore) **Vice-Chairman of the Board** - SCOR Global Life Re Insurance Company of Texas (U.S.) (formerly Revios Reinsurance U.S. Inc) - SCOR Global Life US RE Insurance Co. (U.S.)

(1) Member of the Strategic Committee.
(2) Member of the Risk Committe
(3) Member of the Accounting and Audit Committee.
(4) Member of the Compensation and Nominating Committee.
* Companies which shares are listed on a regulated or organised market.
*** The renewal of the duties of Patrick Thourot will not be proposed to the Ordinary annual general meeting of the Shareholders of 15 April 2009.

	Other offices and positions held in any company in France and abroad as at the date of the Registration Document	Offices held during the last five years
Daniel VALOT (1) (2) (3) (4) **Director** **Birth Date:** 24 August 1944 **Professional address:** SCOR SE 1, avenue du Général de Gaulle 92800 Puteaux	***France*** **Director:** - CGG Veritas* ***Abroad*** **Director:** - Petrocanada (Canada)	***France*** **Chairman and Chief Executive Officer of Technip* until 27 April 2007 (retirement)** **Permanent Representative:** - of Technip: Technip France (until 27 April 2007) **Director:** - Institut Français du Pétrole - SCOR VIE ***Abroad*** **Chairman:** - Technip Italy (Italy) (until 27 April 2007) - Technip Far East (Malaysia) (until 27 April 2007) **Vice-Chairman:** - Technip Americas (U.S.) (until 27 April 2007)
Georges CHODRON de COURCEL (1) (4) **Non-Voting Director** **Birth Date:** 20 May 1950 **Professional address:** BNP PARIBAS 3, rue d'Antin 75002 Paris	**Principal position:** Chief Operating Officer of BNP Paribas* **Other positions:** ***France*** **Director:** - Bouygues S.A.* - Alstom* - Nexans S.A.* - Société Foncière Financière et de Participations (FFP)* - Verner Investissements SAS **Member of the supervisory board:** - Lagardère S.C.A.* **Chairman:** - Compagnie d'Investissement de Paris S.A.S. - Financière BNP Paribas S.A.S. both subsidiaries of BNP Paribas **Non-voting Director:** - SAFRAN * - Exane (Subsidiary of Verner) ***Abroad*** **Chairman:** - BNP Paribas Suisse S.A.(Switzerland) - BNP Paribas UK Holdings Limited (U.K.) **Director:** - Erbé S.A. (Belgium) - BNPP ZAO (Russia) SCOR Holding (Switzerland) AG (Switzerland)	***France*** **Member of the supervisory board:** - SAGEM **Director:** - Capstar Partners SAS **Non-voting Director:** - SCOR VIE **Chairman:** - BNP Paribas Emergis S.A.S. ***Abroad*** **Chairman of supervisory board:** - BNP Paribas Bank Polska (Poland) **Chairman:** - BNP U.S. Funding (U.S.) - BNP Paris Peregrine Ltd (Malaysia) **Director:** - BNP Paribas Canada - BNP Prime Peregrine Holdings Ltd (Malaysia) - BNP Paribas Securities Corp (U.S.) - BNP Paribas UK Holdings Ltd (U.K.) - Banca Nazionale del Lavoro (Italy)

(1) Member of the Strategic Committee.
(2) Member of the Risk Committee.
(3) Member of the Accounting and Audit Committee.
(4) Member of the Compensation and Nominating Committee.
* Companies which shares are listed on a regulated or organised market.

14.1.2 BIOGRAPHICAL INFORMATION ON MEMBERS OF THE BOARD OF DIRECTORS

The following list provides biographical information on the directors in office at the date of the Registration Document.

Denis Kessler

Denis Kessler, a French citizen, is a graduate of HEC business school (*Ecole des Hautes Etudes Commerciales*) and holds a PhD in economics and advanced degrees in economics and social sciences. He was Chairman of the *Fédération Française des Sociétés d'Assurance* (FFSA), CEO and member of the Executive Committee of the AXA Group and Executive Vice-President of MEDEF (Mouvement des Entreprises de France). He joined SCOR as Chairman and Chief Executive Officer on 4 November 2002.

Carlo Acutis

Carlo Acutis, an Italian citizen, is a Vice Chairman of Vittoria Assicurazioni S.p.A. He also serves as Chairman and member of the Boards of Directors of a number of companies. This specialist of the international insurance market was formerly Chairman and Vice Chairman of the Presidential Council of the CEA, *Comité Européen des Assurances,* and director of the Geneva Association.

Gérard Andreck

Gérard Andreck, a French citizen, has been Chairman of the MACIF group since June 2006. Andreck has a deep interest in the mutual company and insurance sector, and he served as President of CJDES (Centre des Jeunes Dirigeants de l'Economie Sociale) from 1991 to 1993. In June 1997, he became Chief Executive Officer of Macif and second-in-command to Jean Simonnet, who was Chairman at that time. Gérard Andreck was instrumental in the development of the close partnership between Caisses d'Epargne, Macif and Maif in October 2004, and he was appointed Chairman of the Management Board of the holding company that formalised this partnership in November 2005. On1 July 2008, he has been appointed Chairman of the Groupement des Entreprises Mututelles d'Assurances (GEMA) for three years.

Antonio Borgès

Antonio Borges, a Portuguese citizen, was Vice Chairman of Goldman Sachs International in London. He is a member of the Board of Directors of CNP Assurances and a member of the Tax Committee of Banco Santander Portugal. Antonio Borges was also Dean of the INSEAD business school. He is now the Chairman of the Hedge Fund Standards Board and Chairman of the European Corporate Governance Institute – ECGI.

Allan Chapin

Before becoming a partner at Compass Advisers LLP in New York in June 2002, Allan Chapin, a U.S. citizen, was a partner at Sullivan & Cromwell LLP and Lazard Frères in New York for several years. He also serves on the boards of directors for the Pinault Printemps Redoute Group (PPR) and a number of subsidiaries of SCOR in the U.S.

Peter Eckert

Peter Eckert, a Swiss citizen, has a broad international experience in Risk Management, General and Life Insurance, Asset Management, Banking and IT. He was a Board member of the Swiss Federal Banking Commission EBK since 1st July 2007 and Deputy Chairman of the Board of the new Swiss Financial Market Supervising Authority (FINMA) since 1st January 2008. Since 1st January 2009, he is Chairman of Bank Clariden Leu.

Daniel Havis

Daniel Havis, a French citizen, is Chairman and Chief Executive Officer of *Mutuelle Assurance des Travailleurs Mutualistes* (MATMUT) and was Chairman of GEMA until June 2008. He is Chairman of MutRé since 1st January 2009.

Daniel Lebègue

Daniel Lebègue, a French citizen, has been Chairman of the French National Treasury, Chief Executive Officer of BNP and Caisse des Dépôts et Consignations, Chairman of the Supervisory Board of CDC IXIS and Chairman of Eulia. He currently serves on the Boards of Directors for various companies and is the Chairman of the French Institute of Directors (*Institut Français des Administrateurs* – IFA).

André Lévy-Lang

André Lévy-Lang, a French citizen, has served as Chairman of the Management Board of Paribas from 1990 to 1999 and is now a Director of various companies and Professor Emeritus at the University of Paris-Dauphine.

Luc Rougé

Luc Rougé has 33 years of experience in reinsurance with SCOR SE in the management of treaties and claims, as well as in studies, reporting and controls. He was the Works Council representative on the Board of Directors in the 1980s. He then served as Secretary of the Works Council and as an employee director for nearly nine years. He is since 2007 the Director elected by the employees of the Group on a worldwide basis.

Herbert Schimetschek

From 1997 to 2000, Herbert Schimetschek, an Austrian citizen, was Chairman of the *Comité Européen des Assurances*, then until June 2000, Vice Chairman of the Austrian Insurance Companies Association, and from 1999 to 2001, Chairman of the Management Board and Chief Executive Officer of UNIQA Versicherung A.G.

Jean-Claude Seys

Jean-Claude Seys, a French citizen, has spent his career in the insurance and banking industry. He was Chairman and Chief Executive Officer of MAAF and of MMA in which he remains a Director. He is the Vice-Chairman and Deputy Director of COVEA (*société de groupe d'assurance mutuelle*).

Claude Tendil

Claude Tendil, a French citizen, began his career at UAP in 1972. He joined the Drouot group in 1980 as Chief Operating Officer; he was promoted in 1987 to Chief Executive Officer, and then was appointed Chairman and Chief Executive Officer of Présence assurances, a subsidiary of the Axa group. In 1989, he was appointed Director and Chief Executive Officer of Axa-Midi assurances, Chief Executive Officer of Axa from 1991 to 2000, then Vice-chairman of the management board of the Axa group until November 2001. During this same period, he is also Chairman and Chief Executive Officer of the Axa group's French insurance and assistance companies. Claude Tendil was appointed Chairman and Chief Executive Officer of the Generali group in France in April 2002 and Chairman of the Europ Assistance group in March 2003.

Patrick Thourot (1)

Patrick Thourot, a French citizen, graduated of the *Ecole Nationale d'Administration* and *Inspecteur Général des Finances*, was Chief Executive Officer of PFA (Athéna Group) and worked for AXA, where he was a member of the Executive Committee before he was appointed Chief Executive Officer of Zürich Financial Services in France. He was named Chief Operating Officer of the Group in January 2003, a position he held until 18 March 2008. He has been a Deputy to the CEO of SCOR since 4 September 2007.

Daniel Valot

A former student at the *Ecole Nationale d'Administration* and Chief Advisor to the French Accounting Office (*Cour des Comptes*), Daniel Valot, a French citizen, was also notably Chief Executive Officer of Total Exploration Production, then Chairman and Chief Executive Officer of Technip from September 1999 until 27 April 2007.

Georges Chodron de Courcel

Georges Chodron de Courcel, a French citizen, is Chief Operating Officer of BNP Paribas and holds various positions as Director in subsidiaries of the BNP Paribas Group.

14.1.3 EXECUTIVE COMMITTEE

Chairman and Chief Executive Officer Denis Kessler is assisted in his duties to define and implement the strategy for SCOR's business by an executive board, known as the Executive Committee (the **"COMEX"**), the members of which are employees of SCOR.

(1) The renewal of the duties as Director of Patrick Thourot will not be proposed to the Ordinary Annual General Meeting of the shareholders of 15 April 2009.

The following table presents the Company's executive officers who comprised the Executive Committee as at the date of the Registration Document and their positions with SCOR, as well as the first appointment dates as executive officers of SCOR.

Name	Age	Current position	Officer since	Other positions
Denis Kessler	56	Chairman-Chief Executive Officer of SCOR SE	2002	Refer to Section 14.1.1 - Information on the Members of the Board of Directors.
Jean-Luc Besson	62	Chief Risk Officer of SCOR SE	2003	**Director:** SCOR Global P&C SE (France) SCOR Global Life SE (France) SCOR Holding (Switzerland) AG (Switzerland) SCOR Africa Ltd (South Africa) (South Africa)
Benjamin Gentsch	48	Deputy Chief Executive Officer of SCOR Global P&C SE Chief Executive Officer of SCOR Switzerland.	2007 (1)	**Chairman of the Board of Directors:** SCOR Holding (UK) Ltd (UK) SCOR Insurance (UK) Ltd (UK) SCOR London Management Ltd (UK) **Chief Executive Officer:** SCOR Switzerland AG (Suisse) SCOR Holding (Switzerland) AG (Suisse) **Director:** SCOR Switzerland AG (Switzerland) SCOR Insurance (UK) Ltd (UK) SCOR London Management Ltd (UK) SCOR Holding (UK) Ltd (UK) **Chairman of the Supervisory Board:** SCOR Rückversicherung (Deutschland) AG (Germany)
Paolo De Martin	39	Group Chief Financial Officer	2007 (2)	**Chairman of the Board of Directors:** SCOR Switzerland AG (Switzerland) **Director:** SCOR Global Life SE (France) SCOR Global P&C SE (France) SCOR Switzerland AG (Switzerland)
Gilles Meyer	51	Chief Executive Officer of SCOR Global Life SE	2006	**Chairman of the Board of Directors:** SOLAREH S.A. (France) **Vice President of the Supervisory Board:** SCOR Global Investments SE **Permanent Representative:** of SCOR Global Life SE at MUTRE's Board (France) of SCOR SE with the French Federation of Insurance Companies **Statutory Director:** ReMark International BV (The Netherlands) **Director:** SCOR Holding (Switzerland) AG (Switzerland) SCOR Reinsurance Asia-Pacific PTE Ltd (Singapore) SCOR Global Life Re Insurance Company of Texas (US) SCOR Global Life US Re Insurance Company (US) **Managing Director:** Sweden Reinsurance Co. Ltd (Sweden)

(1) Benjamin Gentsch was previously an executive at Converium since 2002.
(2) Paolo De Martin had previously been an executive at Converium since 2006.

Name	Age	Current position	Officer since	Other positions
Victor Peignet	51	Chief Executive Officer of SCOR Global P&C SE	2004	**Director:** SCOR UK Company Ltd. (U.K) SCOR UK Group Ltd. (U.K) SCOR Channel Ltd. (Guernsey) Arisis Ltd. (Guernsey) SCOR US Corporation (U.S.) General Security Indemnity Company of Arizona (U.S.); General Security National Insurance Company (U.S.); SCOR Reinsurance Company (U.S.); SCOR Canada Reinsurance Company (Canada) SCOR Reinsurance Asia-Pacific Pte Ltd Singapore Finimo Realty Pte Ltd (Singapore) SCOR Reinsurance Company (Asia) Ltd (Hong Kong) SCOR Services International Ltd (Hong Kong) Arope Insurance SAL (Liban) SCOR Holding (Switzerland) AG **Permanent Representative:** SCOR SE at ASEFA S.A.'s Board (Spain). **Member of the Supervisory Board:** SCOR Global Investments SE
Norbert Pyhel	58	Deputy Chief Executive Officer of SCOR Global Life SE	2008	**Chairman of the Board of Directors:** Investors Insurance Corporation (US) SCOR Global Life Rückversicherung Schweiz AG (Switzerland) **Director:** SCOR Global Life Re Insurance Company of Texas (US) SCOR Global Life US Re Insurance Company (US) SCOR Financial Services Ltd (UK) SCOR Africa Ltd (South Africa) **Member of the Supervisory Board:** SCOR Rückversicherung (Deutschland) AG (Germany) **Managing Director:** SCOR Global Life Reinsurance Ireland Ltd (Ireland) Sweden Reinsurance Co. Ltd (Sweden)
François de Varenne	42	Chief Executive Officer of SCOR Global investments SE	2005	**Chairman and Chief Executive Officer:** SGF (France) (resignation in progress) **Member of the Supervisory Board:** SCOR Rückversicherung (Deutschland) AG (resignation in progress) Gimar Capital Investissements (France)

14.1.4 BIOGRAPHICAL INFORMATION ON THE MEMBERS OF THE EXECUTIVE COMMITTEE

Denis Kessler, 56, Chairman of the Board of Directors and Chief Executive Officer of SCOR SE

Refer to Section 14.1.2. – Biographical information on the members of the Board of Directors.

Jean-Luc Besson, 62, Chief Risk Officer of SCOR SE

Jean-Luc Besson is an actuary and holds a PhD in Mathematics. He has served as a Professor of Mathematics at the University level, then as Director of Research, Statistics and Information Systems at the FFSA. He was appointed Chief Reserving Actuary of the Group in January 2003 and has been Chief Risk Officer since 1 July 2004.

Benjamin Gentsch, 48, Deputy Chief Executive Officer of SCOR Global P&C SE and Chief Executive Officer of SCOR Switzerland

Benjamin Gentsch, a Swiss citizen, graduated with a degree in management from the University of St. Gallen, where he specialised in insurance and risk management. From 1986 to 1998, he held several positions at Union Reinsurance Company, where from 1990 to 1998 he directed treaty underwriting in Asia and Australia. In 1998, he joined Zürich Re as head of international underwriting responsible for strengthening the company's position in Asia, Australia, Africa and Latin America. He also served as head of the "Global Aviation" reinsurance department and developed the "Global Marine" department. In September 2002, Benjamin Gentsch was appointed Chief Executive Officer of Converium Zürich, then Executive Vice President in charge of Specialty Treaties. In September 2007, he was appointed

Chief Executive Officer of SCOR Switzerland and Deputy Chief Executive Officer of SCOR Global P&C SE.

Paolo De Martin, 39, Group Chief Financial Officer of SCOR SE

Paolo De Martin, an Italian national, graduated from Ca' Foscari University, Italy, with a degree in Business Economics. He subsequently spent two years in the optical business as founder and managing partner of an eyewear manufacturer. He joined the General Electric Company (GE) in 1995 as a finance trainee in London. In 1997, he joined GE's internal auditing & consulting group, charged with assignments in multiple GE businesses in the Americas, Europe and Asia-Pacific. In 2001, Paolo De Martin was promoted to Executive Manager for GE Capital Europe, before joining GE Insurance Solutions as Financial Planning and Analysis Manager for Global Property and Casualty Reinsurance.. As of 2003, he was appointed Chief Financial Officer of GE Frankona Group before becoming Chief Financial Officer of Converium in July 2006. In September 2007, Paolo De Martin was appointed Group Chief Financial Officer of SCOR.

Gilles Meyer, 51, Chief Executive Officer of SCOR Global Life SE

Gilles Meyer holds dual French and Swiss nationality and a degree from a French business school and an MBA from GSBA in Zürich. Gilles Meyer started his career as an underwriter at Swiss Re before managing the facultative department of La Baloise in Basel. After 23 years of experience in facultative and treaty reinsurance, Gilles Meyer was Chief Executive Officer of Alea Europe from 1999 to 2006, where he was in charge of property-casualty reinsurance and Life reinsurance, and from 2005 to 2006, he was Manager of group underwriting at Alea. He joined the Group in January 2006 and to date has managed the German-speaking markets of SCOR Global P&C based in Hanover, Basel, and Winterthur. He was named head of Business Unit 1 of SCOR Global Life and a member of the Group Executive Committee in November 2006, then Deputy Chief Executive Officer of SCOR Global Life SE in September 2007. In January 2008, he was appointed Chief Executive Officer of SCOR Global Life SE.

Victor Peignet, 51, Chief Executive Officer of SCOR Global P&C SE

Victor Peignet, a Marine Engineer and graduate of the Ecole Nationale Supérieure des Techniques Avancées (ENSTA), joined the Facultative Department of SCOR in 1984 from the offshore oil sector. From 1984 to 2001, he held various positions in underwriting Energy and Marine Transport risks at SCOR, first as an underwriter and then as Branch Director. He has led the Group's Business Solutions (facultative) division since it was created in 2000, as both Deputy Chief Executive Officer and then as Chief Executive Officer since April 2004. On 5 July 2005, Victor Peignet was appointed manager of all Property Reinsurance operations at SCOR Global P&C. He is currently Chief Executive Officer of SCOR Global P&C SE.

Norbert Pyhel, 58, Deputy Chief Executive Officer of SCOR Global Life SE

A German citizen, Norbert Pyhel holds a doctorate in mathematical statistics from the Technische Hochschule Aachen. He began his career in insurance with Gerling Globale Rückversicherungs-AG, where he was appointed Executive Director Life & Health for continental Europe in 1990 and Joint Managing Director of Gerling Life Reinsurance GmbH in Cologne in 2002. He was a member of the Executive Board of Revios, which then became SCOR Global Life. His most recent position was as Managing Director of SCOR Global Life in Germany. He is a member of the German Association of Actuaries (DAV) and the Swiss Association of Actuaries (ASA). In February 2008, he was named Deputy Chief Executive Officer of SCOR Global Life SE.

François de Varenne, 42, Chief Executive Officer of SCOR Global Investments SE

A French national, François de Varenne is a graduate of the Ecole Polytechnique, a civil engineer of the *Ponts et Chaussées* and holds a doctorate in economic sciences. He is graduated as an actuary from the Institut de Science Financière et d'Assurances (ISFA). François de Varenne joined the Fédération Française des Sociétés d'Assurances (FFSA) in 1993 as Manager of Economic and Financial Affairs. In London beginning in 1998, he served successively as Insurance Strategist with Lehman Brothers, Vice-President for asset management solutions and structured transactions, a specialist in insurance and reinsurance companies at Merrill Lynch, and then at Deutsche Bank. In 2003, he became Managing Partner of Gimar Finance & Cie. He joined the Group in 2005 as Director of Corporate Finance and Asset Management. On 3 September 2007, he was named Group Chief Operating Officer. On 29 October 2008, he was appointed Chief Executive Officer of SCOR Global Investments SE.

14.1.5 NEGATIVE DISCLOSURES ABOUT MEMBERS OF THE BOARD OF DIRECTORS AND SENIOR MANAGEMENT

To our knowledge, there are no family relationships between the directors and the members of the Company's senior management.

To our knowledge, during the last five years:

- no Director and no member of senior management has been convicted of fraud;
- no Director and no member of senior management has been associated with a bankruptcy, sequestration, or liquidation;

- no Director and no member of senior management has been the subject of an accusation or official public sanction issued by statutory or regulatory authorities; and
- no Director and no member of senior management has ever been prohibited by a court from acting as a member of an administrative, management, or supervisory body of an issuer or from participating in the management or business of an issuer.

14.2 Administrative, Management, and Supervisory Bodies and Senior Management conflicts of interest

No loans or guarantees have been granted or established in favor of the Directors by SCOR or by any other Group company.

There is no arrangement or agreement concluded with shareholders, clients, suppliers or others pursuant to which any member of the Board of Directors or any member of the senior management of the Company have been appointed.

To our knowledge, there are no conflicts of interest between the duties of the Directors and members of senior management with regard to SCOR and their private interests.

Also refer to Sections 14.1.5 - Negative disclosures about members of the Board of Directors and senior management, 16.4 – Corporate Governance regime and 19 – Related parties transactions.

REMUNERATION AND BENEFITS

REMUNERATION AND BENEFITS

15 REMUNERATION AND BENEFITS

15.1 Amount of remuneration paid and benefits in kind

15.1.1 DIRECTORS' FEES AS OF 31 DECEMBER 2008

The approved principles and rules for setting compensation and benefits granted to Board members are provided in Appendix B - Report of the Chairman of the Board of Directors on the terms and conditions for preparing and organizing the work of the Board of Directors and on internal control procedures in compliance with Article L.225-37 of the French Commercial Code – Part I – Conditions for preparing and organizing the work of the Company's Board of Directors – f) Approved principles and rules for setting compensation and benefits of any kind granted to company executives.

The shareholders meeting of the Company held on 31 May 2005 resolved that the annual maximum aggregate amount of Directors fees shall not exceed EUR 800,000. This amount has not been modified since then. Upon the proposal of the Compensation and Nomination Committee and within the limit of this amount, the Board of Directors set the terms and conditions of the allocation to encourage the presence of the Directors. It has been decided to allocate the Directors fees, which are payable to each Director or Non-voting Director, in one fixed sum of EUR 20,000, payable by quarter and a variable sum, depending on the presence of the Directors at the meetings of the Board of Directors and to its Committees, equal to EUR 1,700 per Board or Committee meeting at which they are present. The payment of the Directors fees is paid at the end of each quarter. Moreover, each Director receives the single sum of EUR 10,000 that must be used to purchase Company's shares, that the Director commits to keep until the end of his appointment.

Gross fees paid to directors for 2008 and 2007 are broken down as follows:

In EUR	2008	2007
Mr. Denis Kessler (1)	47,200	65,700
Mr. Carlo Acutis	37,000	35,250
Mr. Gérard Andreck (2)	23,500	NA
Mr. Antonio Borgès	50,600	44,175
Mr. Allan Chapin	47,200	48,000
Mr. Georges Chodron de Courcel	38,700	60,600
Mr. Daniel Havis	35,300	52,100
Mr. Helman le Pas de Sécheval (3)	NA	16,800
Mr. Daniel Lebègue	55,700	62,300
Mr. André Lévy Lang	55,700	70,800
Mr. Luc Rougé (4)	31,900	21,800
Mr. Herbert Schimetschek	38,700	32,700
Mr. Jean-Claude Seys	45,500	52,100
Mr. Jean Simonnet (5)	8,400	43,600
Mr. Claude Tendil	43,800	48,700
Mr. Patrick Thourot (6)	38,700	33,500
Mr. Daniel Valot	59,100	55,500
Total	**657,000**	**743,625**

(1) Pursuant to the decision made by the Board of Directors on 21 March 2006, the Chairman and Chief Executive Officer receives directors' fees along with the other members of the Board of Directors of the Company, based on the same conditions for distribution.
(2) Director whom appointment has been ratified by the Annual Ordinary General Meeting of the Shareholders of 7 May 2008.
(3) Director who resigned from office on 27 August 2007. His directors' fees were paid to GROUPAMA S.A.
(4) Director representing the employees elected by the Annual Shareholders' Meeting of 24 May 2007 as employee representative. His directors' fees are paid to the CFDT union.
(5) Mr. Jean Simonnet resigned from office on 18 March 2008.
(6) Mr. Thourot received a fixed remuneration of EUR 410,000 for his role as Deputy to the Chairman and Chief Executive Officer.

Moreover, certain SCOR directors participate, or have participated, on the Boards of Directors of the Group's subsidiaries and received directors' fees in 2008 and 2007 as follows:

	2008	2007
SCOR Reinsurance Company		
M. Allan Chapin	USD 27,000	USD 27,000
M. Daniel Lebègue	-	USD 18,900
SCOR Holding (Switzerland)		
Georges Chodron de Courcel	CHF 50,000	-
Jean-Claude Seys	CHF 50,000	-

15.1.2 REMUNERATION PAID TO EXECUTIVE COMMITTEE MEMBERS IN 2008

In 2008, total compensation paid to the Executive Committee members and to the Chairman and Chief Executive Officer as of the date of this Registration Document was EUR 6,762,038.

15.1.2.1 Remuneration to the Chairman and Chief Executive Officer

After having examined AFEP (Association of French Private-sector Companies) and MEDEF (French Business Confederation) recommendations of 6 October 2008 on the compensation of Corporate Executive Officers of listed companies at its meeting of 12 December 2008, the Board of Directors of SCOR considers that these recommendations are in line with the corporate governance principles of SCOR and has decided to apply them to the compensation of the Executive Corporate Officer.

In application of 3 July 2008 Act implementing the European Union Directive 2006/46/CE of 14 June 2006, SCOR shall thus refer to the AFEP-MEDEF governance code in preparing the report to be issued in accordance with article L.225-37 of the French commercial Code.

The approved principles and rules for setting compensation and benefits granted to the Chairman and Chief Executive Officer and the Chief Operating Officer for 2007 are provided in Appendix B - Report of the Chairman of the Board of Directors on the terms and conditions for preparing and organizing the work of the Board of Directors and on internal control procedures. Upon the proposal of the Compensation and Nomination Committee, the Board of Directors held on 12 December 2008, set the Chairman and Chief Executive Officer's fixed compensation at EUR 1,200,000 and his variable compensation to a maximum of EUR 1,000,000. The Compensation and Nomination Committee held on3 March 2009 decided that these new conditions will be effective retroactively as of 1 January 2008.

The following table presents a summary of the gross compensation and stock options and shares granted to the Executive and Corporate Officer for fiscal years 2008, 2007 and 2006:

Summary table of the gross compensation and stock options and shares granted to the Executive and Corporate Officer				
In EUR	Total cash compensation (details below)	Value of stock options granted (1)	Value of the free shares granted (1)	Total compensation
2008	2,128,550	331,500	1,027,500	3,487,550
2007	2,066,426	213,950	1,449,600	3,729,976
2006	1,523,600	223,711	829,950	2,577,261

(1) It should be noted that the figures stated above do not represent paid cash compensation but correspond to actuarial estimates in line with the AFEP/MEDEF governance code for listed companies. These grants are subject to presence conditions and, for some grants, to performance conditions.

The following table presents a summary of the cash compensation of the Executive and Corporate Officer for fiscal years 2008, 2007 and 2006:

Summary table of the cash compensation of the Executive and Corporate Officer				
In EUR	Fixed compensation	Variable compensation	Director's fees	Total cash compensation
2008	1,200,000	881,350	47,200	2,128,550
2007	800,726	1,200,000	65,700	2,066,426
2006	500,000	1,000,000	23,600	1,523,600

The following table presents the summary of cash compensation paid to the Executive and Corporate Officer during fiscal years 2008, 2007 and 2006:

Summary table of cash compensation paid to the Executive and Corporate Officer				
In EUR	Fixed compensation	Variable compensation	Director's fees	Total cash compensation
2008	1,000,000	1,200,000	57,100	2,257,100
2007	800,726	1,000,000	55,700	1,856,426
2006	500,000	694,550	23,600	1,218,150

Refer also Appendix A – Notes to the Corporate Financial Statements, Note 14 – Compensation of Corporate Officers.

In accordance with the AFEP/MEDEF corporate governance code of listed corporations, the following tables present for the Executive and Corporate Officer the stock options exercised during the fiscal year as well as the grants and performance shares vested during the fiscal year.

Subscription and share purchase options exercised by the Executive and Corporate Officer

Options exercised by the Executive and Corporate Officer (nominative list)	Number of options exercised during the period	Date of the plan	Exercise price
Denis Kessler	Nil	Not applicable	Not applicable

Performance shares granted to the Executive and Corporate Officer

Performance share granted during the period to the Executive and Corporate Officer by the issuer or by another company of the Group	Date of the plan	Number of shares granted during the period	Valuation of shares as per method used in the consolidated accounts In EUR	Acquisition date	Date of ownership transfer
Denis Kessler	7 May 2008	25,000	342,500	7 May 2010	7 May 2012

Performance shares acquired by the Executive and Corporate Officer

Performance share acquired during the period by the Executive and Corporate Officer by the issuer or by another company of the Group (nominative list)	Number of shares acquired during the period	Date of the plan	Conditions of acquisition
Denis Kessler	-	Not applicable	Not applicable

15.1.2.2 Remuneration to Executive Committee (COMEX) members other than the Chairman and Chief Executive Officer in 2008

For the other COMEX members, the Compensation and Nomination Committee determines the variable compensation in agreement with the Chairman. The variable portion of the compensation presented in the table below depends, on the one hand, on the achievement of individual objectives and, on the other hand, on the achievement of the Group's earnings objectives (based on the Group's Return on Equity or ROE). The total amount of the variable portion does not exceed 80% of the fix compensation.

The following table presents the gross compensation related to financial years 2007 and 2008 and paid in 2008 and in 2007 to the members of the Executive Committee.

Members of the Executive Committee – Total gross Compensation				
	2008		2007	
In EUR	Related to	Actual	Related to	Actual
Jean-Luc Besson	459,322	497,098	497,098	497,098
Benjamin Gentsch	613,522	640,900	631,453	731,326
Paolo de Martin	730,939	737,174	687,192	575,627
Gilles Meyer	738,143	686,752	536,653	506,030
Victor Peignet	797,024	803,743	723,432	536,697
Norbert Pyhel	571,617	561,837	432,660	356,660
François de Varenne	551,214	577,434	645,679	505,279
Members of the Executive Committee	**4,461,781**	**4,504,938**	**4,154,167**	**3,708,717**
Denis Kessler	2,128,550	2,257,100	2,066,426	1,856,426
Executive Committee (*)	**6,590,331**	**6,762,038**	**6,220,593**	**5,565,143**

(*) This amount includes an expatriation premium related to fiscal year 2008.
(**) This amount includes an expatriation premium related to fiscal year 2007 and paid in 2008.
(***) Compensation based on most recent payroll information.
(****) The amount has been estimated and become definitive after the shareholder meeting of 15 April 2009 and paid out in May 2009.

The following table presents the components of the gross compensation for financial year 2008 and financial year 2007 for the members of the Executive Committee (other than the Chairman and Chief Executive Officer).

	Year 2008					Year 2007				
In EUR	Fixed compen-sation	Variable compen-sation	Profit-sharing****	Premiums/ Allo-wances	Total cash compen-sation	Fixed compen-sation	Variable compen-sation	Profit-sharing	Premiums/ Allo-wances	Total cash compensation
Jean-Luc Besson	280,000	162,049	12,975	4,298	459,322	280,000	178,076	34,724	4,298	497,098
Benjamin Gentsch	369,825	221,124	-	22,573	613,522	360,378	248,502	0	22,573	631,453
Paolo de Martin	413,632	294,734	-	22,573	730,939	363,650	300,969	0	22,573	687,192
Gilles Meyer	391,368	253,059	12,975	80,741*	738,143	307,536	214,373	0	14,744	536,653
Victor Peignet	400,000	269,059	12,975	114,990*	797,024	320,000	285,276	34,724	83,432**	723,432
Norbert Pyhel	345,837	225,780	-	0	571,617	216,660***	216,000	0	0	432,660
François de Varenne	350,000	184,805	12,975	3,434	551,214	278,333	189,276	34,724	143,346	645,679

(*) This amount includes an expatriation premium related to fiscal year 2008.
(**) This amount includes an expatriation premium related to fiscal year 2007 and paid in 2008.
(***) Compensation based on most recent payroll information.
(****) The amount has been estimated and become definitive after the shareholder meeting of 15 April 2009 and paid out in May 2009.

The following table presents the components of the actual gross compensation paid in 2008 and 2007 to the members of the Executive Committee (other than the Chairman and Chief Executive Officer).

	Year 2008					Year 2007				
In EUR	Fixed compen-sation	Variable compen-sation	Incentives/ Profit-sharing	Premiums/ Allo-wances	Total cash compen-sation	Fixed compen-sation	Variable compen-sation	Incentives/ Profit-sharing	Premiums/ Allo-wances	Total cash compen-sation
Jean-Luc Besson	280,000	178,076	34,724	4,298	497,098	280,000	180,529	32,271	4,298	497,098
Benjamin Gentsch	369,825	248,502	-	22,573	640,900	360,378	348,375	-	22,573	731,326
Paolo de Martin	413,632	300,969	-	22,573	737,174	363,650	189,404	-	22,573	575,627
Gilles Meyer	391,368	214,373	-	80,741*	686,752	307,536	183,750	-	14,744	506,030
Victor Peignet	400,000	285,276	34,724	83,743**	803,743	320,000	180,529	32,271	3,897	536,697
Norbert Pyhel	345,837	216,000	-	-	561,837	216,660***	140,000	-	-	356,660
François de Varenne	350,000	189,276	34,724	3,434	577,434	278,333	51,329	32,271	143,346	505,279

(*) This amount includes an expatriation premium related to fiscal year 2008.
(**) This amount includes an expatriation premium related to fiscal year 2007 and paid in 2008.
(***) Compensation based on most recent payroll information.

The members of the Executive Committee also benefit from the use of a vehicle for business purposes; the Chairman and Chief Executive Officer has a company car with driver.

The benefits in kind and insurance services granted to the Chairman and Chief Executive Officer and to the Chief Operating Officer are presented in Appendix B – Report of the Chairman of the Board of Directors on the terms and conditions for preparing and organizing the work of the Board of Directors and on internal control procedures in compliance with Article L.225-37 of the French Commercial Code.

For details on stock options and free shares granted to members of the Executive Committee, refer to Sections 17.2.2 – Stock options held by members of the Executive Committee as at the date of the Registration Document and 17.2.3 – Free allocation of shares to COMEX members and other company officers as at the date of the Registration Document.

For pension benefits, refer to Section 17.4.

The members of the Executive Committee do not receive directors' fees for their directorships in companies in which SCOR holds more than 20% of the share capital. They are reimbursed for justified business expenses.

Certain members of the Executive Committee receive a housing allowance because of their dual duties in two geographically separated units.

15.1.3 REMUNERATION IN THE FORM OF OPTIONS AND SHARE ALLOCATION

Refer to Section 17.2. – Information on shareholdings and stock options or Company stock purchases by members of administrative and management bodies.

15.2 Total amounts set aside or accrued to provide pension, retirement, or similar benefits for financial year 2008

No retirement benefit (or commitment) has been paid to the directors.

Like all Group senior executives in France, members of the COMEX are entitled to a guaranteed capped pension plan conditioned on a minimum 5 years length of service with the Group, the payment of which is based on their average compensation over the last five years. The amount of the additional pension guaranteed by the Group varies from 20% to 50% depending on seniority acquired in the Group at retirement from 5 to 9 years.

The total amount set aside by the Group for defined benefit retirement plans for members of the COMEX members in France, Germany and Switzerland, in financial year 2008 was EUR 11.5 million, the total commitment of the Group being for pension plans EUR 166 million.

Refer also to Section 20.1.6 – Notes to the Consolidated Financial Statements, Note 25 – Related party transactions and Appendix A – Notes to the Corporate Financial Statements, Note 6 – Contingency reserves.

BOARD PRACTICES

BOARD PRACTICES

16 BOARD PRACTICES

16.1 Date of expiration of the current term of office

Name	Term in Office	Date of expiration	First appointment date	Duties the renewal of which will be proposed to the next Ordinary annual meeting of the Shareholders
Denis Kessler	Chairman of the Board of Directors and Chief Executive Officer	2011*	4 November 2002	NA
Carlo Acutis	Director	2009*	15 May 2003	Yes
Gérard Andreck	Director	2011*	18 March 2008 (1)	NA
Antonio Borgès	Director	2011*	15 May 2003	NA
Allan Chapin	Director	2011*	12 May 1997	NA
Daniel Havis	Director	2011*	18 November 1996 (2)	NA
Daniel Lebègue	Director	2009*	15 May 2003	Yes
André Levy-Lang	Director	2009*	15 May 2003	Yes
Luc Rougé	Director	2009*	24 May 2007	Yes
Herbert Schimetschek	Director	2011*	15 May 2003	NA
Jean-Claude Seys	Director	2009*	15 May 2003	Yes
Claude Tendil	Director	2011*	15 May 2003	NA
Patrick Thourot	Director	2009*	24 May 2007	No
Daniel Valot	Director	2011*	15 May 2003	NA
Georges Chodron de Courcel	Non-Voting Director	2009*	9 May 1994 (Director) 15 May 2003 (Non-Voting Director)	Yes

* The date of expiration is the day of the Ordinary General Shareholder's Meeting.
(1) Cooptation with ratification voted on by the Ordinary General Shareholders' Meeting of 7 May 2008.
(2) Cooptation with ratification voted on by the Joint General Shareholders' Meeting of 12 May 1997.

In addition, the appointment of Médéric Prévoyance and of Peter Eckert as Directors will be proposed to the next Ordinary annual meeting of the Shareholders which will be held on 15 April 2009.

16.2 Information on service contracts of members of administrative and management bodies

To our knowledge, there are no service agreements involving the members of the administrative or senior management bodies and the Company or one of its subsidiaries providing for benefits upon termination of such agreement.

16.3 Information on the Audit Committee and the Compensation and Appointment Committee

The information on these two committees can be found in the report from the Chairman of the Board of Directors in Appendix B (part I of the Report from the Chairman of the Board of Directors on the conditions for preparation and organisation of the work of the Board of Directors).

16.4 Corporate governance regime

Since SCOR's shares are listed on the Euronext, the provisions relating to corporate governance applicable to SCOR include French legal provisions, as well as rules dictated by its market authorities. SCOR believes that its application of corporate governance principles is appropriate and is in compliance with the best practices of corporate governance in effect in France in consideration with AMF/AFPE rules.

At its meeting of 12 December 2008, the Board of Directors of SCOR has examined the AFEP (Association of French Private-sector Companies) and MEDEF (French Business Confederation) recommendations of 6 October 2008 on the compensation of Corporate Executive Officers of listed companies.

The Board considered that these recommendations are in line with the corporate governance principles of SCOR and has decided to apply them to the compensation of the Executive Corporate Officer and decided that in application of 3 July 2008 Act implementing the European Union Directive 2006/46/CE of 14 June 2006, SCOR shall thus refer to the AFEP-MEDEF governance code relating to listed companies in preparing the report to be issued in accordance with article L.225-37 of the French commercial Code.

The AFEP-MEDEF governance code can be referred to on the Company's Internet site (www.scor.com) or on the MEDEF's Internet site (www.medef.fr).

Additional information on the system of corporate governance can be found in the report from the Chairman of the Board of Directors in Appendix B.

EMPLOYEES

EMPLOYEES

17 EMPLOYEES

17.1 Number of employees

The total number of employees decreased from 1,840 as at 31 December 2007 to 1,770 as at 31 December 2008. The distribution of personnel is uniform over the various geographical areas to meet strategic principles of the Group.

The following table shows the distribution of employees by geographic area and by entity [(1)]:

Distribution by geographic region

	2008	2007	2006
France	524	523	472
Europe excluding France	755	833	217
North America	289	282	226
Asia/Australia	145	159	232
Rest of world	57	43	64
Total	**1,770**	**1,840**	**1,211**

Distribution by entity

	2008	2007	2006
SCOR Global P&C	905	527	516
SCOR Global Life	517	469	203
ReMark [(2)]	154	164	-
Functional and financial sectors	194	206	194
Ex-Revios	0	0 [(3)]	298
Ex-Converium	0 [(4)]	474	-
Total	**1,770**	**1,840**	**1,211**

(1) The headcount is calculated based on the number of employees as at 31 December 2008.
(2) SCOR Global Life SE controls 98.67% of the capital of ReMark. Due to its specific activity, ReMark is managed independently of the group in terms of human resources.
(3) Employees of Revios are integrated in the Group in 2007.
(4) Employees of Converium are integrated in the Group in 2008.

17.2 Information on shareholdings and stock options or Company stock purchases by members of administrative and management bodies

17.2.1 NUMBER OF SHARES HELD BY DIRECTORS AND SENIOR MANAGERS

Article 10 ("Administration") of SCOR's bylaws requires that Directors own at least one share of the Company during the term of their directorship.

Directors and Officers	Number of shares as at 31/12/2008
Directors	
Mr. Denis Kessler	166,040
Mr. Carlo Acutis	7,934
Mr. Gérard Andreck	1
Mr. Antonio Borgès	1,051
Mr. Allan Chapin	1,000
Mr. Daniel Havis	1,460
Mr. Daniel Lebègue	200
Mr. André Lévy Lang	18,773
Mr. Luc Rougé	10
Mr. Herbert Schimetschek	1,846
Mr. Jean-Claude Seys	7,400
Mr. Claude Tendil	1,000
Mr. Patrick Thourot	69,531
Mr. Daniel Valot	3,973
Non voting Director Mr. Georges Chodron de Courcel	2,907
Total	**283,126**

17.2.2 STOCK OPTIONS HELD BY MEMBERS OF THE EXECUTIVE COMMITTEE AS AT THE DATE OF THE REGISTRATION DOCUMENT

The following table presents the stock option plans and stock purchase plans which benefit members of COMEX and company executives as at the *Document de Référence* date.

	Options exercised	Number of stock options underlying shares	Date of plans	Price (EUR)	Potential transaction volume (EUR)	Exercise period
Denis Kessler	None	38,135	28/02/2003	27.30	1,041,086	28/02/2007 to 28/02/2013
	None	16,783	03/06/2003	37.60	631,041	03/06/2007 to 03/06/2013
	None	39,220	25/08/2004	10.90	427,498	26/08/2008 to 25/08/2014
	None	46,981	16/09/2005	15.90	746,998	16/09/2009 to 15/09/2015
	None	57,524	14/09/2006	18.30	1,052,689	15/09/2010 to 14/09/2016
	None	55,000	13/09/2007	17.58	966,900	13/09/2011 to 12/09/2017
	None	75,000	22/05/2008	15.63	1,172,250	22/05/2012 to 21/05/2018
TOTAL		**328,643**			**6,038,462**	
Jean-Luc Besson	None	4,576	28/02/2003	27.30	124,925	28/02/2007 to 28/02/2013
	None	4,195	03/06/2003	37.60	157,732	03/06/2007 to 03/06/2013
	None	12,550	25/08/2004	10.90	136,795	26/08/2008 to 25/08/2014
	None	18,792	16/09/2005	15.90	298,793	16/09/2009 to 15/09/2015
	None	26,147	14/09/2006	18.30	478,490	15/09/2010 to 14/09/2016
	None	20,000	13/09/2007	17.58	351,600	13/09/2011 to 12/09/2017
	None	24,000	22/05/2008	15.63	375,120	22/05/2012 to 21/05/2018
TOTAL		**110,260**			**1,923,455**	
Benjamin Gentsch	None	50,000	13/09/2007	17.58	879,000	13/09/2011 au 12/09/2017
	None	24,000	22/05/2008	15.63	375,120	22/05/2012 au 21/05/2018
TOTAL		**74,000**			**1,254,120**	
Paolo de Martin	None	50,000	13/09/2007	17.58	879,000	13/09/2011 to 12/09/2017
	None	36,000	22/05/2008	15.63	562,680	22/05/2012 to 21/05/2018
TOTAL		**86,000**			**1,441,680**	
Gilles Meyer	None	12,550	14/09/2006	18.30	229,665	15/09/2010 to 14/09/2016
	None	30,000	13/09/2007	17.58	527,400	13/09/2011 to 12/09/2017
	None	36,000	22/05/2008	15.63	562,680	22/05/2012 to 21/05/2018
TOTAL		**78,550**			**1,319,745**	

	Options exercised	Number of stock options underlying shares	Date of plans	Price (EUR)	Potential transaction volume (EUR)	Exercise period
Victor Peignet	None	1,037	03/09/1998	216.90	224,925	04/09/2003 to 03/09/2008
	None	1,296	02/09/1999	177.40	229,910	03/09/2004 to 02/09/2009
	None	26	04/05/2000	185.10	4,813	05/05/2004 to 03/05/2010
	None	1,555	31/08/2000	173.50	269,793	01/09/2005 to 30/08/2010
	None	2,075	04/09/2001	185.10	384,083	04/09/2005 to 03/09/2011
	None	52	03/10/2001	131.10	6,817	04/10/2005 to 02/10/2011
	None	2,745	28/02/2003	27.30	74,939	28/02/2007 to 28/02/2013
	None	2,937	03/06/2003	37.60	110,431	03/06/2007 to 03/06/2013
	None	12,550	25/08/2004	10.90	136,795	26/08/2008 to 25/08/2014
	None	20,880	16/09/2005	15.90	331,992	16/09/2009 to 15/09/2015
	None	26,147	14/09/2006	18.30	478,490	15/09/2010 to 14/09/2016
	None	35,000	13/09/2007	17.58	615,300	13/09/2011 to 12/09/2017
	None	36,000	22/05/2008	15.63	562,680	22/05/2012 to 21/05/2018
TOTAL		**142,300**			**3,430,968**	
Norbert Pyhel	None	50,000	14/12/2006	21.70	1,085,000	15/09/2006 to 14/09/2016
	None	20,000	13/09/2007	17.58	351,600	13/09/2011 to 12/09/2017
	None	24,000	22/05/2008	15.63	375,120	22/05/2012 to 21/05/2018
TOTAL		**94,000**			**1,811,720**	
Patrick Thourot	None	7,627	28/02/2003	27.30	208,217	28/02/2007 to 28/02/2013
	None	6,293	03/06/2003	37.60	236,617	03/06/2007 to 03/06/2013
	None	18,825	25/08/2004	10.90	205,193	26/08/2008 to 25/08/2014
	None	20,880	16/09/2005	15.90	331,992	16/09/2009 to 15/09/2015
	None	26,147	14/09/2006	18.30	478,490	15/09/2010 to 14/09/2016
TOTAL		**79,772**			**1,460,509**	
François de Varenne	None	7,308	16/09/2005	15.90	116,197	16/09/2009 to 15/09/2015
	None	15,688	14/09/2006	18.30	287,090	15/09/2010 to 14/09/2016
	None	20,000	13/09/2007	17.58	351,600	13/09/2011 to 12/09/2017
	None	24,000	22/05/2008	15.63	375,120	22/05/2012 to 21/05/2018
TOTAL		**66,996**			**1,130,007**	
TOTAL GÉNÉRAL		**1,060,521**			**19,810,666**	

No options were exercised in 2005, 2006, and 2007. In 2008, 109,445 subscription rights of options were exercised. It concerns the stock option plan of 25 August 2004 and which expired on 26 August 2008.

No options have been granted by a related company as defined by Article L.225-180 of the French Commercial Code.

Stock options granted to the top ten non-officer employees and exercised by them during financial year 2005	Number of stock options underlying shares (New shares)	Price after reverse split (EUR)	Expiration date	Plan
Number of stock options underlying shares granted during the financial year by the issuer and by any company included in the option distribution scope to ten employees of the issuer and of any company included in such scope, whose number of options thus purchased or subscribed is the highest (aggregate information)	204,000	15.63	from 22 May 2012 to 21 May 2018	22 May 2008
Number of stock options underlying shares granted during the financial year by the issuer and by any company included in the option distribution scope to ten employees of the issuer and of any company included in such scope, whose number of options thus purchased or subscribed is the highest (aggregate information)	132,000	15.63	from 10 September 2012 to 09 September 2018	10 September 2008
Number of stock options underlying shares held on the issuer and on the companies referred to previously and exercised during the financial year by the ten employees of the issuer or these companies, whose number of options thus purchased or subscribed is the highest (aggregate information)	63,611	10.90	from 26 August 2008 to 25 August 2014	25 August 2004

For more information on the stock option plans or stock purchase plans, refer to Appendix A – Notes to the Corporate Financial Statements, Note 12 – Stock Options.

17.2.3 FREE ALLOCATION OF SHARES TO COMEX MEMBERS AND OTHER COMPANY OFFICERS AS AT THE DATE OF THE REGISTRATION DOCUMENT

The table below presents the share allocation plans awarded to the members of the Executive Committee on the date of the *Document de Référence*.

	Plan	Share award rights	Price per share (€)	Transaction (€)	Transfer date
Denis Kessler (1)	2004 Plan – Tranche A	18,750	14.40	270,000	10/01/2005
	2004 Plan – Tranche B	-		-	10/11/2005
	2004 Plan – Forfeiture – redistribution	26,250	17.97	471,713	01/09/2007
	2005 Plan	45,000	17.97	808,650	01/09/2007
	2006 Plan	55,000	14.88	818,400	05/07/2008
	2007 Plan	80,000		-	24/05/2009
	2008 Plan	75,000		-	08/05/2010
TOTAL		**300,000**			
Jean-Luc Besson	2004 Plan – Tranche A	7,500	14.40	108,000	10/01/2005
	2004 Plan – Tranche B	7,500	16.90	126,750	10/11/2005
	2004 Plan – Forfeiture – redistribution	-		-	01/09/2007
	2005 Plan	18,000	17.97	323,460	01/09/2007
	2006 Plan	25,000	14.88	372,000	05/07/2008
	2007 Plan	20,000		-	24/05/2009
	2008 Plan	24,000		-	08/05/2010
TOTAL		**102,000**			

(1) In the event that termination or change in the structure of the share capital of the Company markedly affects their responsibilities and makes pursuit of their activities and the normal exercise of their powers difficult, and in the event that their professional contracts are interrupted at their request, the Chairman and Chief Executive Officer will receive, in connection with the shares that would have been granted to them for free but from which they could not benefit, an indemnity including the loss of the right to the shares equal to the number of shares affected by the average price of SCOR shares on their respective departure dates.

	Plan	Share award rights	Price per share (€)	Transaction (€)	Transfer date
Benjamin Gentsch	2007 Plan	50,000		-	24/05/2009
	2008 Plan	24,000		-	08/05/2010
TOTAL		**74,000**			
Paolo de Martin	2007 Plan	50,000		-	24/05/2009
	2008 Plan	36,000		-	08/05/2010
TOTAL		**86,000**			
Gilles Meyer	2006 Plan	12,000	14.88	178,560	05/07/2008
	2007 Plan	30,000		-	24/05/2009
	2008 Plan	36,000		-	08/05/2010
TOTAL		**78,000**			
Victor Peignet	2004 Plan – Tranche A	7,500	14.40	108,000	10/01/2005
	2004 Plan – Tranche B	-		-	10/11/2005
	2004 Plan – Forfeiture – redistribution	10,500	17.97	188,685	01/09/2007
	2005 Plan	20,000	17.97	359,400	01/09/2007
	2006 Plan	25,000	14.88	372,000	05/07/2008
	2007 Plan	35,000		-	24/05/2009
	2008 Plan	36,000		-	08/05/2010
TOTAL		**134,000**			
Norbert Pyhel	2006 Plan	50,000	14.79	739,500	22/11/2008
	2007 Plan	20,000		-	24/05/2009
	2008 Plan	24,000		-	08/05/2009
TOTAL		**94,000**			
Patrick Thourot	Plan 2004 – Tranche A	9,000	14.40	129,600	10/01/2005
	Plan 2004 – Tranche B	-		-	10/11/2005
	2004 Plan – Forfeiture – redistribution	12,600	17.97	226,422	01/09/2007
	2005 Plan	20,000	17.97	359,400	01/09/2007
	2006 Plan	25,000		-	05/07/2008
TOTAL		**66,600**			
François de Varenne	2005 Plan	7,000	17.97	125,790	01/09/2007
	2006 Plan	15,000	14.88	223,200	05/07/2008
	2007 Plan	20,000		-	24/05/2009
	2008 Plan	24,000		-	08/05/2010
TOTAL		**66,000**			
GENERAL TOTAL		**1,000,600**			

Shares freely allocated to the top ten non-officer employees	Number of shares	Value of allocation (in EUR)	Date of allocation decision by Board of Directors of the Company	Duration of the acquisition period (1)	Duration of the holding period (2)
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	120,000	15.90	7 May 2008	2 years	2 years
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	84,000	15.90	7 May 2008	4 years	-
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	98,500	15.33	26 August 2008	2 years	2 years
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	110,000	15.33	26 August 2008	4 years	-
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	170,000	15.90	4 July 2006	2 years	2 years
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	1,000	12.50	7 November 2006	2 years	2 years
Rights to shares freely allocated during the financial year, by the Company and by any company included in its share allocation program, to the ten employees of the Company and of any company included in its consolidation, whose number of rights thus allocated is the highest (aggregate information)	292,000	14.79	21 November 2006	2 years	2 years

(1) Period of time during which the holder of a free share award may not transfer said right. This period is determined by the Extraordinary General Shareholders' Meeting.
(2) Period of time during which a person who has converted purchase rights into free shares is required to hold said shares.This period is determined by the Extraordinary General Shareholders' Meeting. There is no holding period for shareholders residing outside of France.

For more information on the provisions of the share allocation plans, refer to Section 17.3.2 below.

17.3 Plans providing employee participation in Company

Refer to Section 20.1.6 – Notes to the Consolidated Financial Statements, Note 17 – Provisions for employee-related benefits and Appendix A – Corporate financial statements, Note 13 – Employee shares ownership plans.

17.3.1 SHARE PURCHASE AND SHARE SUBSCRIPTION PLANS

The option plans for 1997 and 2003 to 2008 are share subscription option plans. The plans for 1998 to 2001 are share purchase option plans.

The General Shareholders' meeting of 7 May 2008, in its nineteenth resolution, authorizes the Board of Directors under the provisions of Articles L.225-177 to L.225-185 of the Commercial Code, to make on the proposal of the Compensation and Nominations Committee, all at once or for the benefit of members of staff and the corporate officers, or some, of the Company and companies or groups linked to it in terms of Article L.225-180 of the Commercial Code, options entitling to the subscription of new ordinary shares of the Company in issue as to increase its capital, as well as options entitling to purchase shares of the Company from acquisitions made by it as provided by law.

The General Shareholders' meeting decided that stock options granted under this authorisation will not be eligible for a total number of shares of the Company over three million (3,000,000) Shares and that the total nominal amount of capital increases likely to be conducted under this authorisation against the overall ceiling set in the twenty-second resolution of this Assembly.

17.3.1.1 Board of Directors of 7 May 2008

On 7 May 2008, in its nineteenth resolution, the General Shareholders' Meeting authorised the Company's Board of Directors to award stock options intended mainly for corporate officers and certain employees affecting a total of 279,000 options, granting rights to subscribe one share per option.

Insofar as the resolution of the Company's Board of Directors was taken during a black-out period related to the publication of SCOR's half-year consolidated financial statements on 7 May 2008, the Company's Board of Directors delegated to the Chairman and Chief Executive Officer full powers (i) to set the subscription price of the shares to be subscribed and (ii) to take note that the attribution of options was completed as of the date of the decision of the Chairman and Chief Executive Officer. On 22 May 2008, the Chairman and Chief Executive Officer, exercising that authority, set the subscription price of the shares to be subscribed at EUR 15.63 and took note that the awarding of options was completed.

The options can be exercised on one or more occasions from 22 May 2012 to 21 May 2018, inclusive. After the latter date, the purchase rights shall expire.

Conditions for exercising the options include a condition based on presence.

The Compensation and Nominations Committee has proposed to refer the acquisition of a third of the number of options awarded to the achievement of performance conditions.

The condition to continuously remain an employee of the Group until 22 May 2012 applies to options with or without performance conditions.

Conditions for the exercise of options included, in addition to the condition of presence, performance conditions outlined below are met:

- The S&P financial strength rating must be "A" on 8 May 2010;
- SCOR Global P&C's "net combined ratio" for the two financial years ending 31 December 2008 and 31 December 2009 must be less than or equal to 102%;
- The growth of SCOR Global Life's "Embedded Value" must be higher than or equal to 5% per annum for the financial years ending 31 December 2008 and 31 December 2009;
- The Group's average ROE for the financial years ending 31 December 2008 and 31 December 2009 must stand at 500 points above the risk-free rate.

The performance conditions will be deemed satisfied if at least three out of the four conditions listed above are met. The Compensation and Nominations Committee will observe whether or not the performance conditions have been met.

17.3.1.2 Board of Directors of 26 August 2008

In addition, the Board of Directors on 26 August 2008 decided to make an award of stock options governed by the provisions of the Commercial Code (Article L.225-177 sec) and intended primarily to certain category of employees, offering a total of 1,199,000 options granting the right to purchase an option. The Board of

Directors of the Company adopted the subscription price for the shares to be subscribed to EUR 15.63.

The options may be exercised in one or more occasion as of 10 September 2012 until 9 September 2018 inclusive. As of this date, the rights shall expire.

The conditions for the exercise of this plan are identical to the plan of 22 May 2008 (same performance conditions, the condition of presence is defined on 10 September 2012).

A table showing features of the SCOR stock option plans is found in Section 20.1.6 – Notes to the consolidated financial statements, Note 18 – Stock options and share awards.

Refer also to Section 20.1.6 – Notes to the Consolidated Financial Statements, Note 17 – Provisions for employee-related benefits.

17.3.1.3 Board of Directors of 3 March 2009

The Board of Directors of 3 March 2009 decided to submit to the vote of the Ordinary Annual and Extraordinary general meeting of the Shareholders a twenty-second resolution aiming at authorising the Board of Directors to grant options to subscribe to and/or purchase shares in favor of salaried employees and corporate representatives.

17.3.2 SHARE ALLOCATION PLANS

On 7 May 2008, in its twentieth resolution, the Shareholders' Meeting authorised the Company's Board of Directors to make, on one or more occasions, to the employees and directors and officers defined by law, or to some of them, of the Company and of companies or groups affiliated with it pursuant to Article L.225-197-2 of the French Commercial Code, free allotments of existing or yet-to-be-issued shares of the Company and resolved that the Board of Directors of the Company would determine the identity of the beneficiaries of the allotment and the conditions and criteria for the allotment of the shares.

The Shareholders' Meeting also decided that (i) the total number of free shares granted under this authorisation may not exceed 3,000,000 Shares of which 1,000,000 shares granted subject implementation of performance conditions set by the Board of directors on the proposal of the Compensation and Nominations Committee, (ii) the allocation of shares to their beneficiaries will be definitive only after a vesting period of a minimum set at two years for tax residents of France and a minimum of 4 years for beneficiaries not tax residents of France, (iii) the beneficiaries will be subject, where appropriate, an obligation to retain shares in a period of two years from the end of the vesting period for tax residents of France and that the retention period for beneficiaries not tax residents of France, and (iv) the Board of Directors of the Company will have the authority to increase the lengths of the acquisition period and the holding obligation period.

This authorisation was given for a period of eighteen months as of the date of the Shareholders' Meeting on 7 May 2008, and it canceled and replaced the authorisation given by the Shareholders' Meeting on 24 May 2007.

17.3.2.1 Board of Directors of 7 May 2008

On 7 May 2008, the Board of Directors of the Company, under the delegation of powers conferred by the General Meeting of shareholders on the proposal of the Compensation and Nominations Committee, adopted a plan of allocation of free shares to certain officers and certain employees of SCOR and its subsidiaries in France and abroad, under the statutory scheme provided for in Articles L.225-197-1 and following of the Code of Commerce. This plan consists of the allocation of shares of the Company and consequently does not entail any capital increase.

a- For beneficiaries French tax residents, two thirds of the shares will be transferred in full ownership to the beneficiaries at the end of a vesting period of two years to run from the date of grant, the 8 May 2010, subject to compliance with the requirement of the presence of the beneficiary in the Group on 30 April 2010.

The remaining shares will be transferred in full ownership to the beneficiaries at the end of a vesting period of two years to run from the date of grant, on 8 May 2010, under the condition (i) the beneficiary remains an employee in the Group on 30 April 2010 and (ii) the performance conditions mentioned below are met.

The performance conditions will be deemed satisfied if at least 3 of the 4 following conditions are met.

The Compensations and Nominations Committee see whether or not the performance conditions.

- The S&P financial strength rating must be "A" on 8 May 2010;
- SCOR Global P&C's "net combined ratio" for the two financial years ending 31 December 2008 and 31 December 2009 must be less than or equal to 102%;
- The growth of SCOR Global Life's "Embedded Value" must be higher than or equal to 5% per annum for the financial years ending 31 December 2008 and 31 December 2009;
- The Group's average ROE for the financial years ending 31 December 2008 and 31 December 2009 must stand at 500 points above the risk-free rate.

The period of non-securities is set at two years, until 7 May 2012.

b- For beneficiaries who are not French tax residents, the presence and performance are identical to the applicable conditions subject to French tax residents. However, the transfer of ownership of securities is made only after a period of 4 years, 8 May 2012. Non French tax resident beneficiaries are not subject to a period of unavailability.

17.3.2.2 Board of Directors of 26 August 2008

On 26 August 2008, the Board of Directors of the Company, under the delegation of powers conferred by the General Meeting of shareholders on the proposal of the Compensation and Nominations Committee, adopted a plan of allocation of free shares to certain employees of SCOR and its subsidiaries in France and abroad, under the statutory scheme provided for in Articles L.225-197-1 and following of the Code of Commerce. This plan consists of the allocation of shares of the Company and consequently does not entail any capital increase.

a- For beneficiaries French tax residents, two thirds of the shares will be transferred in full ownership to the beneficiaries at the end of a vesting period of two years to run from the date of grant, on 27 August 2010, subject to compliance with the requirement of the presence of the person in the Group on 15 August 2010.

The remaining shares will be transferred in full ownership to the beneficiaries at the end of a vesting period of two years to run from the date of grant, on 27 August 2010, under the condition of compliance (i) the status of the beneficiary's presence in the Group on 15 August 2010 and (ii) the performance conditions are fulfilled, they are identical to the performance conditions applicable to the plan of 7 May 2008.

b- For beneficiaries not French tax residents, the presence and performance conditions are identical to the applicable conditions subject to French tax residents. However, the transfer of ownership of securities is made only after a period of 4 years, on 27 August 2012. Non French tax resident beneficiaries are not subject to a period of unavailability.

The following table shows the free stock award plans currently in force within the Group:

Shareholders meeting and Board of Directors	Total number of shares allocated	Start of acquisition period / start of the holding period / duration of the holding period	Total number of beneficiaries	Allocation condition and criteria	Source of shares to be allocated
7 May 2008 26 August 2008	427,500	26 August 2008 26 August 2010 2 years	132	Requirement of presence at the Company as of 15 August 2010 Performance conditions	Treasury shares
7 May 2008 26 August 2008	771,500	From 26 August 2008 to 26 August 2012 included No holding period	244	Requirement of presence at the Company as of 15 August 2010 Performance conditions	Treasury shares
7 May 2008 7 May 2008	195,000	7 May 2008 8 May 2010 2 years	5	Requirement of presence at the Company as of 30 April 2010 Performance conditions	Treasury shares
7 May 2008	84,000	From 7 May 2008 to 7 May 2012 included No holding period	3	Requirement of presence at the Company as of 30 April 2010 Performance conditions	Treasury shares
24 May 2007	1,442,000	24 May 2007 25 May 2009 2 years	391	Requirement of presence at the Company as of 30 April 2009	Treasury shares

Refer also to Section 20.1.6 – Notes to the consolidated financial statements, Note 17 - Provisions for employee benefits.

17.3.2.3 Board of Directors of 3 March 2009

The Board of Directors of 3 March 2009 decided to submit to the vote of the Ordinary Annual and Extraordinary general meeting of the Shareholders a twenty-third resolution aiming at authorising the Board of Directors to attribute ordinary shares of the Company at no cost to salaried employees and Company representatives.

17.3.3 EMPLOYEE SAVINGS PLAN

Group employees (excluding directors and officers) may invest in the Employee Savings Plan. An agreement specifies the principle, financing, and conditions of the Plan. The Employee Savings Plan has four mutual investment funds, two of which are entirely dedicated to SCOR. An employer's contribution is expected on two funds. The funds may receive several types of deposits: sums received from profit-sharing plans, collective incentive plans, or any other voluntary contributions.

On 7 May 2008, the Combined Shareholders' Meeting of the Company delegated its authority to the Company's Board of Directors in order to increase the share capital by issuing shares reserved for employees of the Company and of French and foreign companies affiliated with it pursuant to Article L.225-180 of the French Commercial Code, who are participants in savings plans and/or any mutual funds, eliminating the preemptive right they have. This new authorisation replaces the authorisation granted by the General Shareholders' Assembly of 24 May 2007.

As of the date of the Registration Document, the Company's Board of Directors has not exercised this authorisation to increase the share capital. This authorisation was granted for a period of eighteen months as of the date of the Combined Shareholders' Meeting on 7 May 2008.

The Board of Directors of 3 March 2009 decided to submit to the vote of the Ordinary Annual and Extraordinary general meeting of the Shareholders a twenty-fourth resolution aiming at delegating to the Board of Directors its competence in order to carry out an increase in share capital by the issuance of shares reserved for the members of savings plans (*plans d'épargne*), with cancellation of the preferential subscription right to the benefit of such members.

17.4 Defined pension schemes

Les plans de retraites supplémentaires, à cotisations ou prestations définies dans le Groupe sont présentés dans ce qui suit.

17.4.1 DEFINED CONTRIBUTION PENSION SCHEMES

The following table provides an overview of the primary defined contribution pension schemes in place in the Group.

Country	Entity	Name of the plan	Number of plans	Benefits related description
Switzerland	SCOR Switzerland AG	Pension fund	1	Lump sum benefit, equal to the accrued savings account balance, but at least equal to the sum of the employee contributions.
United States	SCOR U.S. Group	Retirement Savings Plan (401k plan)	2	401(k) Plan Employer Matching Contribution
		Retirement Savings Plan (Defined Contribution Retirement Program)		Defined Contribution Retirement Program (Employer funding varies by employee depending on age and service)
United Kingdom	SCOR SE -UK Branch	Stakeholder Pension Scheme 1	5	Individual Funds accumulate from contributions and investment returns. At retirement it is possible to take a part of the fund as a tax free cash lump and the balance must be used to provide a pension.
		Stakeholder Pension Scheme 2		
		Personal Pension Scheme 1		
		Personal Pension Scheme 2		
		Personal Pension Scheme 3		

COMEX members benefit from collective pension plans that are in place in their own entity and do not have any specific scheme.

17.4.2 DEFINED BENEFITS PENSION SCHEMES

The following table provides an overview of the primary defined benefits pension schemes in place in the Group.

Country	Entity	Scheme Identification	Number of schemes	Benefit related description
France	All entities	"Indemnités de fin de carrière", "Indemnités Retraite", "Congés Fin de Carrière"	5	Pension defined according to conditions of seniority in the Company
	All entities	"Retraite chapeau"		Additional pension guarantying 20% to 50% of the last salary, based on seniority in the Group
Switzerland	SCOR Switzerland AG	Pension	2	Lump sum benefit, equal to the accrued savings account balance, payable until Normal Retirement, Waiver of employee contributions in case of disability
Germany	SCOR Global Life	Pension	3	Payment of the pension benefits is based on the duration of affiliation to the Pension Scheme.
	Former Converium	Pension	3	The pension schemes serve the purpose of supplying benefits to the employees in their retirement and in the event of occupational (Professional) disability, as well as of ensuring provisions in case of an employee`s death
United States	SCOR US/GL/IIC	Pension	6	The amount of annual benefit is paid at Normal Retirement Date in monthly instalments for life is 46% of Average Monthly Compensation, multiplied by a fraction, not exceed 1 and based on seniority upon retirement
United Kingdom	SCOR Global Life	Pension	1	The pension is equal to 1/60th of Final Pensionable Salary for each year of membership of the scheme up to Normal Retirement Date

COMEX members benefit from the collective pension schemes in place in their entity except and do not have any specific plan except for M. Paolo de Martin and M. Benjamin Gentsch who have been awarded a similar advantage than the one granted to the other COMEX members.

PRINCIPAL SHAREHOLDERS

PRINCIPAL SHAREHOLDERS

18 PRINCIPAL SHAREHOLDERS

18.1 Significant shareholders known to SCOR

Share capital structure and voting rights in the Company to the knowledge of SCOR (on the basis of a study of identifiable share bearers (titres aux porteurs identifiables – TPI) conducted by the Company as at 31 December 2008):

31/12/2008	Number of shares	% of capital	% voting rights [1]
Patinex AG [2]	14, 000, 000	7.60%	7.81%
Alecta Kapitalförvaltning AB [2]	10, 060, 800	5.46%	5.61%
Groupe Malakoff [2]	5, 529, 100	3.00%	3.08%
Marathon Asset Management, LLP [3]	4, 738, 900	2.57%	2.64%
Credit Suisse Asset Management [2]	4, 585, 700	2.49%	2.56%
Silchester International Investors [3]	4, 558, 500	2.48%	2.54%
Treasury shares	4, 904, 551	2.66%	0.00%
Employees	1, 400, 944	0.76%	0.78%
Others	134, 467, 942	72.98%	74.98%
Total	**184, 246, 437**	**100%**	**100%**

(1) The percentage of voting rights is determined on the basis of the number of shares at closure, excluding shares deprived of voting rights.
(2) Source: TPI and Ipreo.
(3) Source: TPI and Ipreo – shareholders via mutual funds and other investment funds.

To the Company's knowledge, there was no other shareholder than those indicated in the table above holding more than 2.5% of the share capital or voting rights of the Company as at 31 December 2008.

Share capital structure and voting rights in the Company to the knowledge of SCOR on the basis of a study of identifiable share bearers conducted by the Company as at 31 December 2007:

31/12/2007	Number of shares	% of capital	% voting rights [1]
Patinex AG [2]	12, 937, 100	7.08%	7.20%
Alecta Kapitalförvaltning AB [2]	11, 712, 800	6.41%	6.52%
Silchester	7, 953, 300	4.35%	4.42%
Crédit Agricole Asset Management	7, 050, 800	3.86%	3.92%
Amber capital	6, 107, 200	3.34%	3.4%
La Compagnie Financière Edmond de Rothschild	5, 739, 600	3.14%	3.19%
Marathon Asset Management	4, 496, 400	2.46%	2.5%
Treasury shares	2, 975, 633	1.63%	1.66%
Employees	1, 200, 944	0.66%	0.67%
Others	122, 553, 217	67.07%	66.52%
Total	**182, 726, 994**	**100%**	**100%**

(1) The percentage of voting rights is determined on the basis of the number of shares at closure, excluding shares deprived of voting rights.
(2) Source: TPI and Capital Bridge.

To the Company's knowledge, there was no other shareholder than those indicated in the table above holding more than 2.5% of the share capital or voting rights of the Company as at 31 December 2007.

The Company regularly conducts TPI searches to find out the number and identity of its bearer shareholders. The results of those analyses are presented in the following table:

TPI Date	January 2006	February 2007	December 2007	December 2008
Number of shareholders	34, 000	44, 757	36, 892	31, 000

No agreement or clause stipulating preferential terms for the sale or purchase of shares listed for trading on a regulated market, or for which an application for listing has been filed, and representing at least 0.5% of the Company's share capital or voting rights has been transmitted to the AMF.

To the Company's knowledge, there is no shareholders' agreement or action in concert. No transactions have taken place among senior managers, directors, or officers, and shareholders holding more than 2.5% of the share capital (or of the company controlling them) and the Company, on terms other than arm's length terms.

As at 31 December 2006, GROUPAMA was SCOR's leading shareholder, at which date GROUPAMA held 16.02% of the Company's share capital.

On 21 January 2007, GROUPAMA sold, off-market, 18,177,754 shares corresponding to 15.35% of the Company's share capital.

On 26 January 2007, HSBC Bank Plc, which is controlled by HSBC Holdings Plc, declared that it had exceeded on 22 January 2007, (i) directly and indirectly through the company HSBC Financial Products, on 22 January 2007, as the result of an off-market acquisition of stock, the thresholds of 5% of the capital and voting rights of SCOR, and held directly and indirectly 9,097,266 shares representing 90,972,660 voting rights, which is 7.68% of the capital and voting rights in SCOR, (ii) that it exceeded on 22 January 2007, directly and indirectly through the company HSBC Financial Products, on 22 January 2007, as the result of an off-market acquisition of stock, the thresholds of 5% of the capital and voting rights of SCOR, and held directly and indirectly 9,097,266 shares representing 90,972,660 voting rights, which is 7.68% of the capital and voting rights in SCOR, and that, on 22 January 2007, it had dropped (iii) directly or indirectly through HSBC Financial Products, following a stock placement with qualified investors, below the thresholds of 5% of the capital and voting rights in SCOR, and that it held directly or indirectly 2,810,388 shares representing 28,103,880 voting rights, i.e., 2.37% of the capital and voting rights in SCOR.

On 26 January 2007, UBS AG declared that it had (i) exceeded on 22 January 2007, directly or indirectly through UBS Securities LLC, following an acquisition of stock, the thresholds of 5% of the capital and voting rights in the SCOR company, and that it held directly or indirectly 9,544,987 shares representing 95,449,870 voting rights, or 8.06% of the capital and voting rights in SCOR and that, on 22 January 2007, (ii) it dropped, directly or indirectly through UBS Securities LLC, following a placement of shares with qualified investors, below the thresholds of 5% of the capital and voting rights in SCOR, and that it held directly or indirectly 3,055,663 shares representing 30,556,630 voting rights, or 2.58% of the capital and voting rights in SCOR.

On 27 April 2007, Alecta pensionsförsäkring, ömsesidigt declared that, on 26 April 2007, following a contribution of Converium stock to SCOR and the resulting SCOR capital increase, it had exceeded the thresholds of 5% of the capital and voting rights in SCOR and that it held 9,206,173 shares representing 92,061,730 voting rights, or 6.76% of the capital and voting rights in SCOR.

On 27 April 2007, Patinex AG declared that on 26 April 2007 it had exceeded, following a contribution of Converium shares to SCOR by Patinex AG and the subsequent SCOR capital increase reserved for Patinex AG, the thresholds of 5% and 10% of the capital and voting rights in SCOR and that, on 26 April 2007, it had fallen (ii), following the sale of 1,388,017 SCOR shares, below the thresholds of 10% of the capital and voting rights in SCOR, and that it held 12,943,020 shares representing 129,430,200 voting rights, or 9.50% of the capital and voting rights in SCOR.

The contributions of Converium shares to SCOR are more fully described in Section 5.2.1.2 –Public offer upon the Converium shares.

On 2 July 2007, Morgan Stanley & Co. International Plc, which is controlled by Morgan Stanley, declared that, on 27 June 2007, it had exceeded the thresholds of 5% of the capital and voting rights in SCOR and that it held 6,954,285 shares representing 69,233,910 voting rights, or 5.10% of the capital and voting rights of SCOR.

On 26 July 2007, Morgan Stanley & Co. International Plc, which is controlled by Morgan Stanley, declared that it had, on 24 July 2007, (i) dropped below the thresholds of 5% of the capital and voting rights in SCOR and that it held 6,717,111 shares representing 67,171,110 voting rights, or 4.93% of the capital and voting rights in SCOR and that (ii) on 25 July 2007, it had exceeded the thresholds of 5% of the capital and voting rights in SCOR and that it held 6,817,675 shares representing 68,176,750 voting rights or 5.0041% of the capital and voting rights in SCOR.

On 3 August 2007, Morgan Stanley & Co. International Plc, which is controlled by Morgan Stanley, declared that: (i) on 26 July 2007, it had fallen below the thresholds of 5% of the capital and voting rights in SCOR and that it held 6,773,444 shares representing 67,734,440 voting rights, or 4.97% of the capital and voting rights in SCOR and that (ii) on 27 July 2007, it had exceeded the thresholds of 5% of the capital and voting rights in SCOR and that it held 7,663,469 shares representing 76,634,690 voting rights, or 5.62% of the capital and voting rights in SCOR.

On 16 August 2007, Morgan Stanley & Co. International Plc, which is controlled by Morgan Stanley, declared that, on 8 August 2007, it had fallen below the thresholds of 5% of the capital and voting rights in SCOR and that it held 6,948,672 shares representing 69,486,720 voting rights, or 3.80% of the capital and voting rights in SCOR.

On 28 October 2008, Malakoff Médéric declared that, on 24 October 2008, it had exceeded the registered thresholds of 2.5% of the capital and voting rights in SCOR and that it held 5,258,103 shares representing 52,581,030 voting rights, or 2.86% of the capital and 2.98% of voting rights in SCOR.

On 26 November 2008, Malakoff Médéric declared that, on 19 November 2008, it had exceeded the registered thresholds of 3% of the capital and voting rights in SCOR and that it held 5,529,075 shares representing 55,290,750 voting rights, or 3% of the capital and 3.09% of voting rights in SCOR.

On 10 December 2008, Edmond de Rothschild Asset Management declared it had fallen below the registered thresholds of 2.5% of the capital and voting rights in SCOR and that it holds 4,398,813 shares representing 43,988,130 voting rights, or 2.39% of the capital and 2.45% of voting rights in SCOR.

As at 31 December 2008:

- SCOR held 4,904,551 treasury shares ;
- the total number of voting rights amounted to 1,842,464,370 (including the voting rights attached to treasury shares).

18.2 Negative statement as to the absence of differences between the voting rights of various shareholders

Until 3 January 2009, pursuant to Article 8 ("Rights attached to each share") of the bylaws, for two years after the Company's reverse stock split, as decided by the Company's Combined Shareholders' Meeting on 16 May 2006 in its seventeenth resolution, each share with a par value of EUR 0.78769723 entitled the holder to one vote and each share with a par value of EUR 7.8769723 entitled the holder to ten votes, so that the number of votes attached to the shares remains proportional to the percentage of share capital they represent.

Since 3 January 2009 and the completion of the Company's reverse stock split, no further shares with a par value of EUR 0.78769723 are in existence and each share with a par value of EUR 7.8769723 of entitles the holder to one vote.

The bylaws moreover make no provision for shares giving dual voting rights. In addition, there is no limitation on voting rights in the bylaws.

Therefore, there is no difference among the voting rights of SCOR's various shareholders.

18.3 Direct or indirect control by one shareholder

Not applicable.

18.4 Agreement which could result in a subsequent change in control

Not applicable.

RELATED PARTY TRANSACTIONS

RELATED PARTY TRANSACTIONS

19 RELATED PARTY TRANSACTIONS

19.1 Related party transactions entered into in 2008 as defined articles L.225 – 38 et seq. of the French Commercial Code

- **Authorisation prior to the signature of a cash-pooling contract with BNP Paribas**

At its meeting of 13 November 2007, the Board of Directors authorised the signature of an agreement with BNP Paribas to establish a notional cash-pooling between SCOR and the European entities of the Group.

This agreement between SCOR and BNP Paribas was signed on 20 October 2008. It gave rise to the payment by SCOR SE to BNP Paribas of non material amounts.

The director concerned by this agreement was Mr. Denis Kessler.

- **Contract between SCOR SE and its subsidiaries participating in the notional *cash-pooling* agreement**

The Board of Directors' meeting held on the 18 March 2008 and the 26 August 2008 authorised the signature by its Chief Executive Officer, pursuant to Article L.225-38 of the French Commercial Code, with the power of delegation, the conclusion of legal documentation relating to the notional *cash-pooling* agreement and in particular, the Intragroup Cash Management Agreement contract signed on 20 October 2008, by which participating companies give the power to SCOR SE for the management of *cash-pooling*.

The following entities of the Group have been authorised to participate in the *cash-pooling* scheme during a first phase:

- SCOR SE,
- SCOR Global P&C SE,
- SCOR Global Life SE,
- SCOR Auber,
- GIE Informatique,
- SCOR Global Life Deutschland (branch),
- SCOR Global P&C Deutschland (branch),
- SCOR Rückversicherung AG,
- SCOR Global Life Rappresentanza generale per l'Italia (branch),
- SCOR Global P&C Rappresentanza Generale per l'Italia (branch),
- SCOR Global Life Iberica Sucursal (branch),
- SCOR Global P&C Iberica Sucursal (branch),
- SCOR Global Life Reinsurance UK Ltd (devenue SCOR Global Life SE – UK Branch) (branch),
- SCOR Global Life Reinsurance Services UK Ltd,
- SCOR Global Life Reinsurance Ireland Ltd,
- SCOR Global P&C Ireland Ltd.

With regard to the notional cash-pooling scheme, each participating entity receives remuneration from BNP Paribas of its account's positive balance, under the terms and conditions negotiated for the Group and otherwise, pays interest to BNP Paribas on the negative balance of their account, at an agreed rate for the Group.

This agreement gave rise to the payment by SCOR SE to BNP Paribas of non material amounts.

The Directors concerned by this agreement are Denis Kessler, Patrick Thourot, Allan Chapin, Daniel Lebègue and Jean-Claude Seys.

- **The parent company guarantee conferred by SCOR SE to the benefit of the reinsurance subsidiaries, pursuant to the insurance and reinsurance contracts finalised by the latter.**

At its meeting of 18 March 2008, the company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the payment of existing parent company guarantees, drawn up by SCOR SE or of those which could be drawn up in accordance with the agreement granted by the Board of Directors of 28 August 2007, at a rate of 1 for one thousand, based on the amount of the Company's shareholder's equity, of which the agreements are guaranteed from the 1 January 2008.

The concerned subsidiaries are as follows:

In Europe: SCOR Global Life SE; SCOR Global P&C SE; Irish Reinsurance Partners Ltd; SCOR Channel; SCOR Financial Services Ltd; SCOR U.K. Company Ltd;

In the United States and Canada: SCOR Reinsurance Company Ltd (US); General Security Indemnity Company of Arizona; General Security National Insurance Company; Investors Insurance Corporation; SCOR Global Life U.S. Re Insurance Company; SCOR Canada Reinsurance Company; Commercial Risk Re-Insurance Company.

In Bermuda: Commercial Risk Reinsurance Company.

In Asia: Asia-Pacific Pte Ltd; SCOR Reinsurance Company (Asia) Ltd.

The Directors concerned by this agreement are Messrs. Denis Kessler and Patrick Thourot.

- **Authorisation of the agreement concerning the payment of parental guarantee compensation of SCOR Global P&C SE and SCOR Global Life SE**

At its meeting of 18 March 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the payment of existing upstream parent company guarantees (granted by SCOR Global P&C SE and SCOR Global Life SE) or those which could be drawn up in accordance with the authorisation granted by the Board of Directors of 28 August 2007, at a rate of 1 for one thousand, based on the amount of the Company's shareholder's equity, of which the agreements are guaranteed from the 1 January 2008.

These parent company guarantees, drawn up by SCOR Global P&C SE and SCOR Global Life SE, regard SCOR SE's engagements, pursuant to the insurance contracts, reinsurance contracts and financial contracts.

The Directors concerned by this agreement are Messrs. Denis Kessler and Patrick Thourot.

- **SCOR SE's new rule concerning retirement pensions pursuant to Article 39**

At its meeting of 18 March 2008, the Company's Board of Directors authorised, conforming to the article L.225-38 of the French Commercial Code, the signature of the company's supplementary pension scheme which has been signed on 15 May 2008.

The aim of this plan is to specify the terms and conditions for the application of an additional pension scheme, put into place by the Company, for the benefit of:

- the Executive Managers, by virtue of the professional agreement of 3 March 1993, who demanded their activity within the Group, from the day that the beneficiary plan of measures of this additional pension scheme took effect;
- the Senior Managers of the Group, who do not have an employment contract but who nevertheless fall within the ARRCO and the AGIRC general social security scheme and supplementary pension schemes, that are in operation in SCOR, from the day that the present scheme takes effect.

The wage taken into account, in order to calculate the rights, is the average wage of the last five professionally active years, adjusted on the date of departure, according to the development of INSEE's annual average index of the consumer price.

The participant who leaves the Company, in order to enter into retirement, will have the right to a supplemented pension if he/she fulfils the following criteria on the date of his/her departure, and notably:

- they have acquired a seniority of at least 5 years from their date of departure,
- they have successfully obtained the settlement of their pensions with regard to the obligatory retirement schemes.

The Directors concerned by this scheme are Messrs. Denis Kessler and Patrick Thourot.

- **Agreement with Compass Partners**

At its meeting of 18 March 2008, the Company's Board of Directors approved the implementation of services by the company Compass Partners. These provisions ended on 31 July 2008.

The Director concerned by this agreement is Mr. Allan Chapin.

- **Parent company guarantees from SCOR SE to the benefit of SCOR Switzerland AG for reinsurance commitments**

At its meeting of 5 June 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the parent company guarantee's signature for the reinsurance commitments of SCOR Switzerland AG.

Only SCOR Switzerland AG's commitments, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

This guarantee's grant of no limited amount is the subject of the same remuneration for SCOR SE, as those of other guarantees, previously granted by the Company.

The Directors concerned by this agreement, as Members of the Board of Directors of SCOR Holding (Switzerland), are Denis Kessler and Jean-Claude Seys.

- **Authorisation to finalise an engagement letter between BNP Paribas and SCOR SE with regard to the acquisition of the company, Prévoyance Ré**

At its meeting of 26 August 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to the acquisition of the company Prévoyance et Réassurance and its subsidiary, Prévoyance Ré, of the engagement letter concerning a financial advisory assistance by BNP Paribas, for a 9 months duration. The commission paid by virtue of this engagement letter amounts to EUR 150,000 euros tax excluded, of intervention commission and to EUR 600,000 euros tax excluded, of execution commission.

The Director concerned by this agreement is Mr. Denis Kessler.

- **Opening contract for accessible credit through the issue of a credit letter with BNP Paribas**

At its meeting of 26 August 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature of the agreement (the **"Facility Agreement"**), finalised with BNP Paribas, for the issue of stand-by letters of credit (**"SBLC"**), with regard to the Group's insurance and reinsurance activity for a maximum amount up to USD 400,000,000.

This Facility Agreement has been executed on 23 December 2008.

The companies parties to this agreement are SCOR SE, SCOR Global P&C SE and SCOR Global Life SE. The other companies within the Group could equally benefit from this agreement with approval of BNP Paribas.

Under the terms of the Credit Agreement, BNP Paribas made a credit line available to the above mentioned companies, under the conditions stipulated in the Facility Agreement, in a maximum principal amount of USD 400,000,000 to be made available through the issuance of SBLC or counter-guarantees intended to allow the concerned company to guarantee the execution of its commitments under its insurance and reinsurance operations, for a period of use running from 2 January 2009 to 31 December 2011.

In order to guarantee its obligations under the terms of the Credit Agreement, each Group companies which is a party to the Facility Agreement granted/will grant a senior pledge on a financial instruments account to BNP Paribas under the terms of a pledge agreement entered/to be enter into with BNP Paribas (and the related pledge declaration) and pledged/will pledge (i) on the date of the signature of the pledge agreement, a number of OATs for a minimum amount equal to EU 5,000; (ii) on 2 January 2009, an additional number of OATs for an amount equivalent to the value in euros of 55% of the SBLCs (corresponding to the letters of credit issued under the old credit agreement and assumed and extended by BNP Paribas); and (iii) to pledge before each new utilisation a number of OATs for an amount equivalent to the value in euros of 55% of the amount of the new utilisation.

The bank fees stipulated under the Facility Agreement are as follows:

- Non-utilisation commission: 0.15% per annum as at 1 January 2009, calculated on the unused and uncanceled amount of the facility and payable quarterly when due;
- Utilisation commission: depending on the grade granted by Standard & Poor's to the Company and, as of today, 0.40% per annum as at 1 January 2009, calculated on the basis of the credit outstanding and payable monthly in advance;

Other fees:

- flat fee of USD 400 or EUR 110 for each SBLC issued;
- flat fee of USD 100 or EUR 60 for each SBLC amendment;
- flat fee of USD 100 for each SBLC annual extension;
- up-front commission of 0.03% of the used amount of the facility.

This Facility Agreement did not give rise to any payment by SCOR SE to BNP Paribas in 2008.

The Director concerned by this agreement is Mr. Denis Kessler.

- **Authorisation to execute an engagement letter between SCOR SE and BNP Paribas**

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to a contemplated acquisition (the **"Operation"**) of the engagement letter with the Corporate Finance Department of BNP Paribas (the **"Financial Advisor"**).

The role assigned under this commission to the Financial Advisor consisted generally of assisting SCOR SE in all phases of negotiations with the shareholders of the company in which the Transaction was planned, its corporate officers and executives, and providing assistance in all phases of the Transaction until it was concluded.

This mission did not give rise to any payment in 2008.

The Director concerned by this agreement is Mr. Denis Kessler.

- **Authorisation to execute an engagement letter between SCOR SE and BNP Paribas**

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to the issuance of catastrophy bonds by Atlas V, a special purpose vehicle incorporated in Ireland, the purpose of which is to provide USD 200 million in additional retrocession coverage for SCOR SE and its subsidiaries (the **"Operation"**) of the engagement letter as joint-book runner and joint lead manager with the London branch of BNP Paribas (the **"Financial Advisor"**).

This agreement has been concluded on 19 December 2008 and did not give rise to any payment in 2008.

The Director concerned by this agreement is Mr. Denis Kessler.

Parent company guarantee from SCOR SE in favour of Prévoyance Ré for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature of a parent company guarantee by SCOR SE for the reinsurance commitments of Prévoyance Ré.

Only Prévoyance Ré's commitments, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

The granting of this unlimited guarantee is subject of the same remuneration for SCOR as that given for the other parental guarantees previously granted by the Company.

This parent company guarantee did not give rise to any remuneration in 2008.

The Director concerned by this agreement is Mr. Patrick Thourot.

Parent company guarantee from SCOR SE in favour of SCOR Africa Ltd for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature of a parent company guarantee by SCOR SE for the reinsurance commitments of SCOR Africa Ltd.

Only SCOR Africa Ltd's commitments, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

The granting of this unlimited guarantee is subject of the same remuneration for SCOR as that given for the other parental guarantees previously granted by the Company.

This parent company guarantee did not give rise to any remuneration in 2008.

Parent company guarantee from SCOR SE in favour of SCOR Perestrakhovaniye for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature of a parent company guarantee by SCOR SE for the reinsurance commitments of SCOR Perestrakhovaniye.

Only SCOR Perestrakhovaniye's commitments, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

The granting of this unlimited guarantee is subject of the same remuneration for SCOR as that given for the other parental guarantees previously granted by the Company. This parent company guarantee did not give rise to any remuneration in 2008.

The Director concerned by this agreement is Mr. Denis Kessler.

Acquisition of 100% of the shares of SCOR P&C Ireland Holding Limited by SCOR Global P&C SE from SCOR SE

At its meeting of 26 August 2008, the Company's Board of Directors authorised the sale by SCOR SE to SCOR Global P&C SE of 100% of the share capital and voting rights of SCOR P&C Ireland Holding Ltd.

This transaction has been completed on 23 December 2008 for a price of USD 113,477.10.

The Directors concerned are Mr Denis Kessler and Mr Patrick Thourot.

Commitments for the benefit of Denis Kessler

The Board of Directors, at its meeting of 24 May 2007, in accordance with articles L.225-38 and L.225-42-1 of the French Commercial Code, and at the recommendation of the Compensation and Nomination Committee, renewed commitments for the benefit of the Chairman and Chief Executive Officer as defined by the Board on 21 March 2006 and as amended by the Board on 12 December 2008, which are described in Appendix B – Report of the Chairman of the Board of Directors on the conditions for the preparation and organisation of the work of the Board of Directors and the internal control procedures compliant with Article L.225-37 of the French Commercial Code – Part I – Conditions for the preparation and organisation of the work of the Board of Directors of the Company – f.

The Director concerned by this agreement is Mr. Denis Kessler.

19.2 Agreements approved in past years, which were continued or terminated in the 2008 financial year

- **Approval of the proposed amendment No. 1 to the stand-by letter of Credit Facility Agreement, dated 25 November 2005**

At its meeting of 9 May 2007, the Board of Directors of the Company, pursuant to Article L.225-38 of the French Commercial Code, authorised and approved the signing of the amendment to the stand-by letter of Credit Facility Agreement (**"Credit Agreement"**) entered into on 25 November 2005, between SCOR SE and BNP Paribas.

Under the terms of the Credit Agreement, BNP Paribas made a credit line available to SCOR SE, under the conditions stipulated in the Credit Agreement, in a maximum principal amount of USD 85,000,000 to be made available through the issuance of stand-by-letters of credit (**"SBLC"**) or counter-guarantees intended to allow SCOR SE to guarantee the execution of its commitments under its reinsurance operations, for a period of use running from 4 January 2006 to 31 December 2008.

In order to guarantee its obligations under the terms of the Credit Agreement, SCOR SE granted a senior pledge on a financial instruments account to BNP Paribas under the terms of a pledge agreement entered into with BNP Paribas (and the related pledge declaration) and pledged (i) on the date of the signature of the pledge agreement, a number of OATs for a minimum amount equal to EUR 5,000; (ii) on 30 December 2005, an additional number of OATs for an amount equivalent to the value in euros of 105% of the SBLCs (corresponding to the letters of credit issued under the old credit agreement and assumed and extended by BNP Paribas); and (iii) to pledge before each new utilisation a number of OATs for an amount equivalent to the value in euros of 105% of the amount of the new utilisation.

The bank fees stipulated under the Credit Agreement are as follows :

- Non-utilisation commission: 0.05% per annum as at 1 January 2006, calculated on the unused and un-cancelled amount of the facility and payable quarterly when due;
- Utilisation commission: 0.10% per annum as at 1 January 2006, calculated on the basis of the credit outstanding and payable monthly in advance;

Other fees:

- flat fee of USD 400 for each SBLC issued;
- flat fee of USD 100 for each SBLC amendment;
- flat fee of USD 100 for each SBLC annual extension.

As at 9 May 2007, the total amount of the SBLCs issued by BNP Paribas under the Credit Agreement was USD 79,336,800.89 so that the maximum borrowing amount of the credit facility has almost been reached.

The signing of this amendment to the Credit Agreement concluded on 9 May 2007 increases the maximum amount of the Credit Agreement to USD 235,000,000 and allows the use of the available amount of USD 150,000,000 following this increase primarily for the purpose of issuing a counter-guarantee related to Property & Casualty insurance policy CLP 3001140 issued for the WTC towers by Allianz Insurance Company, which is reinsured by the Company.

This amendment did not give rise to any payment by SCOR SE in 2008.

The Director concerned by this agreement is Mr. Denis Kessler.

- **Approval of proposed amendment No. 1 to the Senior Pledge Agreement of a financial instruments account dated 25 November 2005**

The Board of Directors of the Company, at its meeting on 9 May 2007, authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of amendment No. 1 to the Senior Pledge Agreement of a financial instruments account (the **"Pledge Agreement"**) signed on 25 November 2005, between SCOR SE and BNP Paribas (the **"Bank"**).

To guarantee its obligations under the Credit Agreement described above, SCOR SE signed the Pledge Agreement with BNP Paribas, under the terms of which the Company agreed to grant a senior pledge of a financial instruments account in favour of the Bank and to pledge the following:

- on the date of signature of the Pledge Agreement, a number of OATs for a minimum amount equal to EUR 5,000 (Five Thousand euros),
- no later than 30 December 2005, an additional number of OATs for an amount equal to the equivalent value in euros of 105% of the initial SBLCs (corresponding to the letters of credit issued under the old credit facility agreement and assumed and extended by the Bank); and

- before each new utilisation, a number of OATs for an amount equal to the equivalent value in euros of 105% of the amount of the new utilisation.

On 25 November 2005, pursuant to the Pledge Agreement, the Company granted an OAT pledge in favor of the Bank on its financial instruments account No. 00828438.136/95, which was opened with the Bank to guarantee the sums owed by the Company under the Credit Agreement. The OAT pledge was transferred to SCOR Global P&C SE as part of the contribution of the Company's Property & Casualty activities to its subsidiary SCOR Global P&C SE on 6 July 2006. Under the terms of the Contribution Agreement for this transaction, certain contractual commitments of the Company were expressly excluded from the contribution, including the Company's reinsurance commitments for the Property and Casualty insurance policy No. CLP 3001140, which was issued for the WTC towers by Allianz Insurance Company, and the Credit Agreement.

The Bank agreed to increase the maximum amount of the Credit Agreement, primarily for the issuance of a counter-guarantee intended to cover the Company's reinsurance commitments under the Property and Casualty insurance policy described above, provided that it obtained from the Company an additional OAT pledge and the modification of the documentation governing the OAT pledge already made.

At the time of the signature of amendment No. 1 to the Pledge Agreement, SCOR SE issued to BNP Paribas an additional amended and restated declaration of pledge of a financial instruments account attached to said amendment.

The Director concerned by this agreement is Mr. Denis Kessler.

- **Amendment to the retrocession agreement signed by SCOR and SCOR Global Life on 4 July 2006**

In 2006, despite SCOR's spin-off of its Non-Life reinsurance operations to SCOR Global P&C, SCOR remained a reinsurance company because of the retrocessions established between SCOR Global Life and SCOR Global P&C as the retroceding companies, and SCOR as the retrocessionaire. These retrocessions back the Group's debt carried by SCOR for maintaining the aggregate Group's solvency and confirming its rating.

The retrocessions also meet the requirements of the ratings agencies, primarily because the retrocession rate can be modulated based on capital needs in terms of business cycles. The rating agencies confirmed that they are maintaining their rating with regard to this new organisation of the Group.

The signature of the retrocession framework agreement between SCOR and SCOR Global Life (then named SCOR Vie) was authorised by the Board on 16 May 2006, pursuant to the provisions of Article L.225-38 of the French Commercial Code. The contract was signed on 4 July 2006 with retroactive effect on 1st January 2006.

On 25 July 2007, SCOR Global Life adopted the form of Societas Europaea (SE) at the time of the merger absorption of its wholly owned subsidiary SCOR Global Life Rückversicherung AG (formerly named Revios Rückversicherung AG).

Due to the completion of this merger on 25 July 2007, (but retroactive to 1 January 2007, under the terms of the merger agreement), the contracts underwritten by its German branch fall under the scope of the retrocession agreement (which was not the case when the contracts were underwritten by the subsidiary). As a result, there is a significant increase in the volume of retrocessions to SCOR SE.

In order to optimize the balance in the balance sheet of the new company SCOR Global Life SE, it has been decided to modify the scope of the internal retrocession agreement with SCOR SE (termination of the agreement in Singapore and in Canada).

SCOR Global Life SE and SCOR SE signed amendment No. 2 to the retrocession agreement dated 4 July 2006, for the purpose of excluding from the retroceded business, with retroactive effect as at 1 January 2007, the policies underwritten by the German, Canadian and Singapore branches.

At its meeting of 13 November 2007, the Board of Directors of the Company authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of the amendments to the retrocession contracts signed by SCOR SE and its subsidiaries SCOR Global Life SE and Global P&C SE on 4 July 2006.

The Directors concerned by this agreement are Messrs. Denis Kessler and Patrick Thourot.

- **Amendment to the retrocession agreement signed by SCOR and SCOR Global P&C on 4 July 2006**

In 2006, despite SCOR's spin-off of its Non-Life reinsurance operations to SCOR Global P&C, SCOR remained a reinsurance company because of the retrocessions established between SCOR Global Life and SCOR Global P&C as the retroceding companies, and SCOR as the retrocessionaire. These retrocessions back the Group's debt carried by SCOR for maintaining the Group's aggregate solvency and confirming its rating.

The retrocession also meets the requirements of the ratings agencies, primarily because the retrocession rate can be modulated based on capital needs in terms of business cycles.

The signature of the retrocession framework agreement between SCOR and SCOR Global Life (then named SCOR Vie) was authorised by the Board on 16 May 2006, pursuant to the provisions of

Article L.225-38 of the French Commercial Code. The contract was signed on 4 July 2006, as part of the reorganisation of the Group through the creation, via spin-off, of the subsidiary SCOR Global P&C.

Pursuant to this agreement, SCOR Global Life retroceded a portion of its activities and reserves to SCOR.

This retrocession allows the requirements of the rating agencies with regard to the Group's rating to be addressed. In effect, the retrocession rate is adjusted based on capital needs with regard to activity cycles. The rating agencies confirmed that they are maintaining their rating with regard to this new organisation of the Group.

On 3 August 2007, SCOR Global Life adopted the form of *Societas Europaea* (SE) at the time of the merger absorption of its wholly owned subsidiaries SCOR Italia Riassicurazioni SpA and SCOR Deutschland.

Due to the completion of this merger on 3 August 2007, (but retroactive to January 1 pursuant to the terms of the merger agreement), the contracts underwritten by its German subsidiary fall under the scope of the retrocession agreement which resulted in a significant increase in the volume of retrocessions from SCOR Global P&C SE to SCOR SE.

As a result, SCOR Global P&C SE and SCOR SE signed amendment No. 2 to the retrocession agreement they signed on 4 July 2006, in order to exclude from the retroceded business, as of 1 January 2007, the contracts underwritten by the German branch.

The Board of Directors of the Company, at its meeting of 13 November 2007, authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of the amendments to the retrocession agreements signed by SCOR SE and its subsidiaries SCOR Global Life SE and Global P&C SE on 4 July 2006.

The Directors concerned by this agreement are Messrs. Denis Kessler and Patrick Thourot.

Agreement of financial cover of U.S. regulations "Triple X"

At its meeting of 2 November 2005, the Board of Directors of the Company authorised, pursuant to Article L.225-38 of the French Commercial Code, the issuance of a parent company letter of guarantee intended to cover the financial obligations of SCOR Global Life (formerly SCOR VIE) under the terms of an agreement to issue letters of credit that would be signed by SCOR Global Life, SCOR Financial Services Limited (**"SFS"**) and CALYON ("SFS-CALYON Letter of Credit Facility Agreement") dated 13 December 2005 (for the purposes of this Section, the **"Agreement"**).

This Agreement and this parent company guarantee were part of a transaction intended to provide SCOR Global Life U.S. Re (**"SGLR"**) with additional financial resources so that it could meet the financial coverage requirements stipulated by the American "Triple X" prudential regulations.

Under the terms of the Agreement, CALYON made a commitment to issue or cause the issue to SGLR of one or more letters of credit for a period of five years for a total commitment equal to the smaller of the following two amounts: (a) USD 250 million or (b) the sum equal to the difference between (i) the so-called Triple X reserves and (ii) 150% of the amount of the reserves required in the accounting plan (net of deferred acquisition costs).

The transaction was submitted to the Department of Insurance of the State of Texas (United States of America) insofar as it requires a certain number of amendments to the retrocession treaty (Automatic Coinsurance Retrocession Treaty) executed on 31 December 2003, between SGLR and SFS. In a letter dated 30 September 2005, the competent authorities of the State of Texas indicated they had no comments on the amendments which would be made to such agreement. The Irish administrative authorities (IFSRA) were also informed of the transaction and indicated they had no objection.

The transaction was finalised at the end of December 2005.

At its meeting of 7 November 2006, the Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the extension (i) of the term of the parent company guarantee dated 19 December 2005, issued by SCOR to ten years; and (ii) the amount of the SCOR's guarantee to USD 400 million, in line with the new term of coverage by the letter of credit and the new amount of the CALYON global commitment under the terms of the Agreement.

The Director concerned by this agreement is Mr. Denis Kessler.

19.3 Special report of the auditors on related party agreements and commitments

Ladies and Gentlemen,

In our capacity as the auditor of your company, we are submitting to you our report on related-party agreements and commitments.

Related-party agreements and commitments during the financial year:

Pursuant to Article L.225-40 article of the French Commercial Code, we have been advised of the agreements and commitments that received prior authorisation from your Board of Directors.

We are not required to ascertain whether any other agreements exist but to inform you, on the basis of the information provided to us, of the terms and conditions of the agreements of which we were notified. It is not our role to determine whether they are beneficial or appropriate. It is your responsibility, under the terms of Article R.225-31 of the French Commercial Code, to assess the benefits arising from the execution of these agreements and commitments for the purpose of approving them.

We performed our work in accordance with the professional standards applicable in France. These standards require that we perform the work to verify the consistency of the information provided to use with the basic documents forming the sources of that information.

Authorisation prior to the signature of a cash-pooling contract with BNP Paribas

At its meeting of 13 November 2007, the Board of Directors authorised the signature of an agreement with BNP Paribas to establish a notional cash-pooling between SCOR and the European entities of the Group.

This agreement between SCOR and BNP Paribas was signed on 20 October 2008. It gave rise to the payment by SCOR SE to BNP Paribas of non material amounts.

The director concerned by this agreement is Denis Kessler.

Contract between SCOR SE and its subsidiaries participating in the notional cash-pooling agreement

The Board of Directors' meeting held on the 18 March 2008 and 26 August 2008 authorised the signature by its Chief Executive Officer, pursuant to Article L.225-38 of the French Commercial Code, with the power of delegation, the conclusion of legal documentation relating to the notional cash-pooling agreement and in particular, the Intragroup Cash Management Agreement contract signed on 20 October 2008, by which participating companies give the power to SCOR SE for the management of cash-pooling.

The following entities of the Group are participating in the cash-pooling scheme: SCOR SE, SCOR Global P&C SE, SCOR Global Life SE, SCOR Auber, GIE Informatique, SCOR Global Life Deutschland (branch), SCOR Global P&C Deutschland (branch), SCOR Rückversicherung AG, SCOR Global Life Rappresentanza Generale per l'Italia (branch), SCOR Global P&C Rappresentanza Generale per l'Italia (branch), SCOR Global Life Iberica Sucursal (branch), SCOR Global P&C Iberica Succursal (branch), SCOR Global Life Reinsurance UK Ltd, SCOR Global Life Reinsurance Services UK Ltd, SCOR Global Life Reinsurance Ireland Ltd, SCOR Financial Services, Sweden Reinsurance Co Ltd, SCOR Holding Switzerland AG, SCOR Switzerland AG.

The Group entities taking part in the cash pooling, during the second phase, are: SCOR UK Company Ltd, SCOR UK Group Ltd, SCOR Holding UK Limited, SCOR London Management Ltd, Converium Insurance Uk Ltd, SCOR Underwriting Ltd, SCOR Global Life Schweiz AG, SCOR Global Life SE Belgique, SCOR Global Life Austria, SCOR Global P&C Ireland Ltd.

With regard to the notional cash-pooling scheme, each participating entity receives remuneration of its account's positive balance, under the terms and conditions negotiated for the Group and otherwise, pays interest on the negative balance of their account, at an agreed rate for the Group. The generated profit by the notional cash-pooling scheme is allocated to SCOR SE, in exchange for (i) the management of the notional cash-pooling scheme by the former, as well as (ii) the fact that SCOR SE alone, bears the indemnity paid to BNP Paribas, in the cases when the participating companies' global negative balance exceeds EUR 50,000,000.

This agreement gave rise to the payment by SCOR SE to BNP Paribas of non material amounts.

The Directors concerned by this agreement are Denis Kessler, Patrick Thourot, Allan Chapin, Daniel Lebègue and Jean-Claude Seys.

The parent company guarantee granted by SCOR SE to the benefit of the reinsurance subsidiaries, pursuant to the insurance and reinsurance contracts finalised by the latter.

At its meeting of 18 March 2008, the company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the payment of existing parent company guarantees, drawn up by SCOR SE or of those which could be drawn up in accordance with the agreement granted by the Board of Directors of 28 August 2007, at a rate of 1 for one thousand, based on the amount of the Company's shareholder's equity, of which the agreements are guaranteed from the 1 January 2008. The concerned subsidiaries are as follows:

In Europe: SCOR Global Life, SCOR Global P&C, Irish Reinsurance Partners Ltd, SCOR Channel, SCOR Financial Services Ltd, SCOR U.K. Co. Ltd.

In the United States of America (USA) and in Canada: SCOR Reinsurance Company Ltd (US), General Security Indemnity Company of Arizona, General Security National Insurance Company, Investors Insurance Corporation., SCOR Life Insurance Company, SCOR Life U.S. Re Insurance Company, SCOR Canada Reinsurance Company.

In Bermudas: Commercial Risk Reinsurance Company, Commercial Risk Re-Insurance Limited.

In Asia: SCOR Asia-Pacific Pte Ltd, SCOR Reinsurance Company (Asia) Ltd.

The Directors concerned by this agreement are Denis Kessler and Patrick Thourot.

Authorisation of the agreement concerning the payment of parental guarantee compensation of SCOR Global P&C SE and SCOR Global Life SE

At its meeting of 18 March 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the payment of existing upstream parent company guarantees (granted by SCOR Global P&C SE and SCOR Global Life SE) or those which could be drawn up in accordance with the authorisation granted by the Board of Directors of 28 August 2007, at a rate of 1 for one thousand, based on the amount of the Company's shareholder's equity, of which the agreements are guaranteed from the 1 January 2008.

These parent company guarantees, drawn up by SCOR Global P&C SE and SCOR Global Life SE, regard SCOR SE's engagements, pursuant to the insurance contracts, reinsurance contracts and financial contracts.

The Directors concerned by this agreement are Denis Kessler and Patrick Thourot.

SCOR SE's new rule concerning retirement pensions pursuant to Article 39

At its meeting of 18 March 2008, the Company's Board of Directors authorised, conforming to the article L.225-38 of the French Commercial Code, the signature of the company's supplementary pension scheme which has been signed on 15 May 2008.

The aim of this plan is to specify the terms and conditions for the application of an additional pension scheme, put into place by the Company.

The wage, taken into account, in order to calculate the rights, is the average wage of the last five professionally active years, adjusted on the date of departure, according to the development of INSEE's annual average index of the consumer price.

The participant who leaves the Company, in order to enter into retirement, will have the right to a supplemental pension if he/she fulfils some criteria on the date of his/her departure.

The Directors concerned by this scheme are Denis Kessler and Patrick Thourot.

Agreement with Compass Partners

At its meeting of 18 March 2008, the Company's Board of Directors approved the implementation of services by the company Compass Partners. These provisions ended on 31 July 2008.

The Director concerned by this agreement is Allan Chapin.

Parent company guarantees from SCOR SE to the benefit of SCOR Switzerland AG for reinsurance commitments

At its meeting of 5 June 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the parent company guarantee's signature covering the reinsurance engagements of SCOR Switzerland AG.

Only SCOR Switzerland AG's commitments, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

This illimited guarantee's grant is the subject of the same remuneration for SCOR SE, as those of other guarantees, previously granted by SCOR SE.

The Directors concerned by this agreement, as Members of the Board of Directors of SCOR Holding (Switzerland), are Denis Kessler and Jean-Claude Seys.

Authorisation to finalise an engagement letter between BNP Paribas and SCOR SE with regard to the acquisition of the company Prévoyance Ré

At its meeting of 26 August 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to the acquisition of the company Prévoyance et Réassurance and its subsidiary, Prévoyance Ré, of the engagement letter concerning a financial advisory assistance by BNP Paribas, for a 9 months duration. The commission paid by virtue of this engagement letter amounts to EUR 150,000 euros tax excluded, of intervention commission and to EUR 600,000 euros tax excluded, of execution commission.

The Director concerned by this agreement is Denis Kessler.

Opening contract for accessible credit through the issue of a credit letter with BNP Paribas

At its meeting of 26 August 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature of the agreement, finalised with BNP Paribas, for the issue of stand-by letters of credit, with regard to the Group's insurance and reinsurance activity for a maximum amount up to USD 400,000,000.

This Facility Agreement has been executed on 23 December 2008.

The companies parties to this agreement are SCOR SE, SCOR Global P&C SE and SCOR Global Life SE. The other companies within the Group could equally benefit from this agreement.

This agreement has been signed on 23 December 2008 and did not give rise to any payment by SCOR SE to BNP Paribas in 2008.

The Director concerned by this agreement is Denis Kessler.

Authorisation to execute an engagement letter between SCOR SE and BNP Paribas

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to a contemplated acquisition, of the engagement letter with the Corporate Finance Department of BNP Paribas.

The role assigned under this commission to the Financial Advisor consisted generally of assisting SCOR SE in all phases of negotiations with the shareholders of the company in which the Transaction was planned, its corporate officers and executives, and providing assistance in all phases of the Transaction until it was concluded.

The mission did not give rise to any payment in 2008.

The Director concerned by this agreement is Denis Kessler.

Authorisation to execute an engagement letter between SCOR SE and BNP Paribas

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the signature by SCOR SE, with regard to a contemplated issuance of catastroph bonds by Atlas V, a special purpose vehicle incorporated in Ireland, the purpose of which is to provide a USD 200 million additional retrocession coverage for SCOR SE and its subsidiaries, of the engagement letter as joint-book runner and joint lead manager with the London branch of BNP Paribas.

This agreement has been concluded on 19 December 2008 and did not give rise to any payment in 2008.

The Director concerned by this agreement is Denis Kessler.

Parent company guarantee from SCOR SE to the benefit of Prévoyance Ré for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the parent company guarantee's signature by SCOR SE for the reinsurance engagements of Prévoyance Ré.

Only Prévoyance Ré's engagements, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

This guarantee's grant of no limited amount is the subject of the same remuneration for SCOR SE, as those of other guarantees, previously granted by SCOR SE.

The parent company guarantee did not give rise to any remuneration in 2008.

The Director concerned by this agreement is Patrick Thourot.

Parent company guarantee from SCOR SE to the benefit of SCOR Africa Ltd for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the parent company guarantee's signature by SCOR SE for the reinsurance engagements of SCOR Africa Ltd.

Only SCOR Africa Ltd's engagements, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

This guarantee's grant of no limited amount is the subject of the same remuneration for SCOR SE, as those of other guarantees, previously granted by SCOR SE.

The parent company guarantee did not give rise to any remuneration in 2008.

Parent company guarantee from SCOR SE to the benefit of SCOR Perestrakhovaniye for reinsurance commitments

At its meeting of 13 November 2008, the Company's Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the parent company guarantee's signature by SCOR SE for the reinsurance engagements of SCOR Perestrakhovaniye.

Only SCOR Perestrakhovaniye's engagements, pursuant to the insurance and/or reinsurance contracts, are covered by this parent guarantee.

This guarantee's grant of no limited amount is the subject of the same remuneration for SCOR SE, as those of other guarantees, previously granted by SCOR SE.

The Director concerned by this agreement is Denis Kessler.

Commitments for the benefit of Denis Kessler

The Board of Directors, at its meeting of 24 May 2007, in accordance with articles L.225-38 and L.225-42-1 of the French Commercial Code, and at the recommendation of the Compensation and Nomination Committee, renewed commitments for the benefit of the Chairman and Chief Executive Officer as defined by the Board on 21 March 2006, and as amended by the Board on 12 December 2008, which are described in the Report of the Chairman of the Board of Directors on the conditions for the preparation and organisation of the work of the Board of Directors and the internal control procedures compliant with Article L.225-37 of the French Commercial Code.

The Director concerned by this agreement is Denis Kessler.

Acquisition of 100% of the shares of SCOR P&C Ireland Holding Limited by SCOR Global P&C SE from SCOR SE

At its meeting of 26 August 2008, the Company's Board of Directors authorised the sale by SCOR SE to SCOR Global P&C SE of 100% of the share capital and voting rights of SCOR P&C Ireland Holding Limited.

This transaction has been completed on 23 December 2008 for a price of USD 113,477.

The Director concerned by this agreement are Denis Kessler and Patrick Thourot.

Agreements approved during previous financial periods, the enforcement of which continued or ended during the year:

Moreover, pursuant to the French Commercial Code, we have been advised that the following agreements and commitments, approved in previous years, were continued for the last year.

Approval of the proposed amendment No. 1 to the stand-by letter of Credit Facility Agreement, dated 25 November 2005

The Board of Directors, at its meeting of 9 May 2007, authorised and approved, pursuant Article L.225-38 of the French Commercial Code, the signing of the amendment No.1 to the stand-by letter of Credit Facility Agreement entered into on 25 November 2005, between SCOR and BNP Paribas.

Under the terms of the Credit Agreement, BNP Paribas made a credit line available to SCOR, under the conditions stipulated in the Credit Agreement, in a maximum principal amount of USD 85,000,000 to be made available through the issuance of stand-by letters of credit or counter-guarantees intended to allow SCOR to guarantee the execution of its commitments under its reinsurance operations, for a period of use running from 4 January 2006, to 31 December 2008.

The signing of this amendment to the Credit agreement increases the maximum amount of the Credit Agreement to USD 235,000,000 and allows the use of the available amount of USD 150,000,000 following this increase primarily for the purpose of issuing a counter-guarantee related to the Property & Casualty insurance policy CLP 3001140 issued for the WTC towers by Allianz Insurance Company, which is reinsured by the Company.

This amendment did not give rise to any payment by SCOR SE in 2008.

The director concerned by this agreement was Denis Kessler.

- **Approval of the proposed amendment No. 1 to the Senior Pledge Agreement of a financial instruments account dated 25 November 2005.**

The Board of Directors, at its meeting of 9 May 2007, authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of the amendment No. 1 to the Senior Pledge Agreement of a financial instruments account signed on 25 November 2005, between SCOR SE and BNP Paribas.

At the time of the signature of amendment No. 1 to the Pledge Agreement, SCOR issued to BNP Paribas an additional, amended and restated declaration of pledge of a financial instruments account attached to said amendment.

The director concerned by this agreement was Denis Kessler.

- **Retrocession agreement signed by SCOR and SCOR Global Life on 4 July 2006**

In 2006, at the time of SCOR SE's spin-off of its non-Life reinsurance operations to SCOR Global P&C SE, the Group was reorganised for better transparency and SCOR SE remained a reinsurance company because of the retrocessions established between SCOR Global Life SE and SCOR Global P&C SE as the retroceding companies, and SCOR SE as the retrocessionaire.

These retrocessions back the Group's debt, carried by SCOR for better solvency and, therefore, a better rating.

The signature of the retrocession framework agreement between SCOR SE and SCOR Global Life SE (then named SCOR Vie) was authorised by the Board on 16 May 2006, pursuant to the provisions of Article L.225-38 of the French Commercial Code. The contract was signed on 4 July 2007.

At its meeting of 13 November 2007, the Board of Directors of the Company authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of the amendments to the retrocession contracts signed by SCOR and its subsidiaries SCOR Global Life SE and Global P&C SE on 4 July 2006.

The Directors concerned by this agreement were Denis Kessler and Patrick Thourot.

- **Retrocession agreement signed by SCOR and SCOR Global P&C on 4 July 2006**

In 2006, at the time of the SCOR SE spin-off its Non-Life reinsurance operations to SCOR Global P&C SE, SCOR SE was reorganised for better visibility and SCOR SE remained a reinsurance company because of the retrocessions established between SCOR Global Life SE and SCOR Global P&C SE as the retroceding companies, and SCOR SE as the retrocessionaire.

These retrocessions back the Group's debt, carried by SCOR for better solvency and, therefore, a better rating.

The signature of the retrocession framework agreement between SCOR SE and SCOR Global P&C SE was approved by the Board on 16 May 2006, pursuant to the provisions of Article L.225-38 of the French Commercial Code. The contract was signed on 4 July 2007, as part of the reorganisation of the Group through the creation via spin-off of the subsidiary SCOR Global P&C SE.

At its meeting of 13 November 2007, the Board of Directors of the Company authorised and approved, pursuant to Article L.225-38 of the French Commercial Code, the signature of the amendments to the retrocession contracts signed by SCOR and its subsidiaries SCOR Global Life SE and Global P&C SE on 4 July 2006.

The Directors concerned by this agreement are Denis Kessler and Patrick Thourot.

- **Project Triple X**

At its meeting of 2 November 2005, the Board of Directors of the Company authorised, pursuant to Article L.225-38 of the French

Commercial Code, the issuance of a parent company letter of guarantee intended to cover the financial obligations of SCOR Global Life (formerly SCOR VIE) under the terms of an agreement to issue letters of credit that would be signed by SCOR Global Life, SCOR Financial Services Limited and CALYON *(SFS-CALYON Letter of Credit Facility Agreement)* dated 13 December 2005.

This Agreement and this parent company guarantee were part of a transaction intended to provide SCOR Global Life U.S. Re with additional financial resources so that it could meet the financial coverage requirements stipulated by the Amercian "Triple X" prudential regulations.

The transaction was finalised at the end of December 2005.

At its meeting of 7 November 2006, the Board of Directors authorised, pursuant to Article L.225-38 of the French Commercial Code, the extension (i) of the term of the parent company guarantee dated 19 December 2005 issued by SCOR to ten years; and (ii) the amount of the SCOR guarantee to USD 400 million, in line with the new term of coverage by the letter of credit and the new amount of the CALYON global commitments under the terms of the Agreement.

The Directors concerned by this agreement are Denis Kessler and Patrick Thourot.

Paris-La Défense, 4 March 2009

Statutory Auditors

MAZARS
Michel BARBET-MASSIN
Lionel CAZALI

ERNST & YOUNG AUDIT
Pierre PLANCHON

FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

20 FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

20.1 Historical financial information: consolidated financial statements

In application of article 28 of the EC Commission Regulation No. 809/2004, the following information is incorporated by reference in this Registration Document:

(i) The consolidated financial statements as at 31 December 2007 are included from pages 185 to 289 and the auditors' report on these consolidated financial statements as at 31 December 2007 is included from pages 292 to 295 of the Registration Document filed with the Autorité des Marchés Financiers on 28 March 2008 under Number D. 08-0154;

(ii) The consolidated financial statements as at 31 December 2006 are included from pages 171 to 240 and the auditors' report on these consolidated financial statements as at 31 December 2006 is included from pages 242 to 245 of the Registration Document filed with the Autorité des Marchés Financiers on 10 April 2007 under Number D. 07-0294.

The consolidated financial statements for the year ended 31 December 2008 are presented below:

20.1.1 CONSOLIDATED BALANCE SHEETS

ASSETS In EUR million		YEAR ENDED 31 DECEMBER 2008	2007 adjusted (1)
Intangible assets	**Notes 3, 4**	**1,464**	**1,575**
Goodwill	Note 4	787	777
Value of business acquired	Note 4	607	705
Other intangible assets		70	93
Tangible assets		**29**	**26**
Insurance business investments		**16,982**	**16,971**
Real estate investments	Note 5	285	290
Available-for-sale investments	Note 6	7,220	9,099
Investments at fair value through income	Note 6	153	175
Loans and receivables	Note 7	9,309	7,380
Derivative instruments	Note 8	15	27
Investments in associates	**Note 9**	**53**	**70**
Share of retrocessionaires in insurance and investment contract liabilities	**Note 16**	**1,251**	**1,293**
Other assets		**4,972**	**3,746**
Deferred tax assets	Note 19	446	248
Assumed insurance and reinsurance accounts receivable	Note 10	3,217	2,195
Receivables from ceded reinsurance transactions	Note 10	113	261
Taxes receivable		85	4
Other assets		360	382
Deferred acquisition costs	Note 11	751	656
Cash and cash equivalents	**Note 12**	**1,783**	**2,052**
TOTAL ASSETS		**26,534**	**25,734**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

LIABILITIES AND SHAREHOLDERS' EQUITY		YEAR ENDED 31 DECEMBER	
In EUR million		2008	2007 adjusted (1)
Group shareholders' equity	**Note 13**	**3,410**	**3,614**
Share capital		1,451	1,439
Additional paid-in capital		952	1,017
Revaluation reserves		(251)	(13)
Retained earnings		904	715
Net income for the year		315	407
Equity based instruments		39	49
Minority interests		**6**	**34**
Total shareholders' equity		**3,416**	**3,648**
Financial debt	**Note 14**	**936**	**904**
Subordinated debt		583	579
Debt instruments issued		201	206
Other financial debt		152	119
Contingency reserves	**Note 15**	**99**	**137**
Contract liabilities		**20,240**	**19,401**
Insurance contract liabilities	Note 16	20,029	19,219
Investment contract liabilities	Note 16	211	182
Other liabilities		**1,843**	**1,644**
Deferred tax liabilities	Note 12	215	236
Derivative instruments	Note 8	10	1
Assumed insurance and reinsurance payable	Note 10	140	306
Accounts payable on ceded reinsurance transactions	Note 10	946	817
Taxes payable		192	31
Other liabilities		340	253
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**26,534**	**25,734**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.2 CONSOLIDATED STATEMENTS OF INCOME

In EUR million		FOR THE YEAR ENDED 31 DECEMBER 2008	2007 adjusted (1)
Gross written premiums	Note 2	5,807	4,762
Change in unearned premiums		(48)	(23)
Gross earned premiums		**5,759**	**4,739**
Other operating revenues		11	19
Investment income	Note 20	467	727
Total operating income		**6,237**	**5,485**
Gross benefits and claims paid	Note 16	(4,101)	(3,360)
Gross commission expense		(1,293)	(1,059)
Net results of retrocession	Note 21	(140)	(169)
Investment management expenses		(36)	(38)
Acquisition and administrative expenses	Note 22	(192)	(183)
Other current operating expenses	Note 22	(124)	(99)
Other current operating income		-	-
Total current operating income (expense), net		**(5,886)**	**(4,908)**
CURRENT OPERATING RESULTS		**351**	**577**
Other operating expenses		(4)	(1)
Other operating income		1	0
OPERATING RESULTS		**348**	**576**
Financing expenses	Note 14	(61)	(74)
Share in results of associates		9	22
Negative goodwill		6	-
Corporate income tax	Note 12	44	(114)
Restructuring costs, net of tax	Note 23	(28)	-
CONSOLIDATED NET INCOME		**318**	**410**
Minority interests		(3)	(3)
GROUP NET INCOME		**315**	**407**
In EUR			
Earnings per share	Note 24	1.76	2.78
Earnings per share (Diluted)	Note 24	1.68	2.62

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.3 CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

In EUR million	FOR THE YEAR ENDED 31 DECEMBER 2008	2007 adjusted (1)
Revaluation of assets available for sale	(390)	(55)
Shadow accounting, gross	90	45
Effect of changes in foreign exchange rates	(105)	(185)
Actuarial gain/losses not recognised in income	(13)	4
Taxes recorded directly in or transferred to equity	57	3
Treasury shares	(14)	(26)
Share-based payments	(10)	25
Other changes	(41)	19
Net income recognised in shareholders' equity	**(427)**	**(170)**
Consolidated net income	318	410
Net comprehensive income	**(109)**	**240**
Attributable to:		
Shareholders	(82)	206
Minority interests	(27)	34

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.4 CONSOLIDATED STATEMENTS OF CASH FLOWS

In EUR million		FOR THE YEAR ENDED 31 DECEMBER 2008	2007 adjusted (1)
Net cash flow provided by (used in) operations	**Note 12**	**779**	**611**
Acquisitions of consolidated entities, net of cash acquired		(71)	(354)
Cash flow provided by (used in) changes in scope of consolidation		**(71)**	**(354)**
(Acquisitions)/disposals of real estate investments		6	26
(Acquisitions)/ disposals or reimbursements of other insurance business investments		(689)	1,271
Cash flows from (acquisition)/ disposals and reimbursements of investments		**(683)**	**1,298**
(Acquisitions) of tangible and intangible assets		(15)	(18)
Cash flows from(acquisitions)/ disposals of tangible and intangible fixed assets		**(15)**	**(18)**
Cash flows provided by (used in) investing activities		**(769)**	**926**
Treasury share transactions		(46)	(26)
Dividends paid		(144)	(92)
Cash provided by (used in) transactions with shareholders		**(190)**	**(118)**
Cash generated by issuance of financial debt		35	18
Cash used to reimburse financial debt		(10)	(413)
Interest paid on financial debt		(54)	(81)
Cash flows provided by (used in) Group financing activities		**(29)**	**(476)**
Cash flows generated by (used in) financing activities		**(220)**	**(594)**
Cash and cash equivalents at 1st January		**2,052**	**1,241**
Net cash flows from operations		779	611
Net cash flows from investing activities		(769)	926
Net cash flows from financing activities		(220)	(594)
Effect of change in foreign exchange rates on cash and cash equivalents		(59)	(131)
Cash and cash equivalents at end of year		**1,783**	**2,052**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.5 CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

In EUR million	Share capital	Additional paid-in capital	Consolidated reserves (including net income)	Revaluation reserves	Treasury shares	Translation adjustment	Share-based payments	Other reserves	Total Group share	Minorities	Total consolidated
Shareholders' equity at 31 December 2006	**933**	**349**	**1,044**	**(6)**	**(43)**	**(24)**	**24**	**(14)**	**2,261**		**2,261**
Available-for-sale investments	-	-	-	(55)	-	-	-	-	(55)	-	(55)
Shadow accounting, gross of tax	-	-	-	45	-	-	-	-	45	-	45
Effect of change in foreign exchange rates	-	-	-	-	-	(185)	-	-	(185)	-	(185)
Taxes recorded directly in/ transferred to equity	-	-	-	3	-	-	-	-	3	-	3
Share-based payments	-	-	-	-	-	-	25	-	25	-	25
Other changes	-	-	-	-	(26)	-	-	(8)	(34)	31	(3)
Net revenue recognised in shareholders' equity	**-**	**-**	**-**	**(7)**	**(26)**	**(185)**	**25**	**(8)**	**(201)**	**31**	**(170)**
Consolidated net income for the year	-	-	407	-	-	-	-	-	407	3	410
Net comprehensive income	**-**	**-**	**407**	**(7)**	**(26)**	**(185)**	**25**	**(8)**	**206**	**34**	**240**
Capital transactions	507	732	-	-	-	-	-	-	1,239	-	1,239
Dividends paid	-	(64)	(29)	-	-	-	-	-	(92)	-	(92)
Shareholders' equity at 31 December 2007 (1)	**1,439**	**1,017**	**1,422**	**(13)**	**(69)**	**(209)**	**49**	**(22)**	**3,614**	**34**	**3,648**
Available-for-sale investments	-	-	-	(390)	-	-	-	-	(390)	-	(390)
Shadow accounting, gross of tax	-	-	27	63	-	-	-	-	90	-	90
Effect of change in foreign exchange rates	-	-	-	-	-	(105)	-	-	(105)	-	(105)
Taxes recorded directly in/ transferred to equity	-	-	(9)	90	-	(24)	-	-	57	-	57
Share-based payments	-	-	-	-	-	-	(10)	-	(10)	-	(10)
Other changes	-	-	(11)	-	(14)	-	-	(13)	(38)	(30)	(68)
Net revenue recognised in shareholders' equity	**-**	**-**	**7**	**(237)**	**(14)**	**(129)**	**(10)**	**(13)**	**(397)**	**(30)**	**(427)**
Consolidated net income for the year	-	-	315	-	-	-	-	-	315	3	318
Net comprehensive income	**-**	**-**	**322**	**(237)**	**(14)**	**(129)**	**(10)**	**(13)**	**(82)**	**(27)**	**(109)**
Capital transactions	12	9	-	-	-	-	-	-	21	-	21
Dividends paid	-	(74)	(69)	-	-	-	-	-	(143)	-	(143)
Shareholders' equity 31 December 2008	**1,451**	**952**	**1,675**	**(251)**	**(83)**	**(338)**	**39**	**(35)**	**3,410**	**6**	**3,416**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.6 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20.1.6.1 NOTE 1 – ACCOUNTING PRINCIPLES AND METHODS

(A) GENERAL INFORMATION

SCOR SE (**"SCOR"** or **"the Company"**) is a European Company (Societas Europaea) domiciled in France and governed by the provisions of French law relating to European Companies as well as by the French corporate law provisions applicable to *société anonyme* where not contrary to the specific provisions applicable to European Companies. SCOR's shares are publicly traded on the Eurolist by Euronext Paris stock market and on the SIX Swiss Exchange (formerly known as the SWX Swiss Exchange). The Company and its subsidiaries (**"the Group"**) are engaged in Life and Non-Life reinsurance.

The consolidated financial statements were presented by Group Management to the Accounting and Audit Committee. The Management and the Audit Committee report to the Board of Directors, which approved the consolidated financial statements on 3 March 2009.

The consolidated financial statements will be presented for approval at the Annual General Meeting which will take place on 15 April 2009.

(B) BASIS OF PRESENTATION

SCOR's consolidated financial statements are prepared in accordance with International Financial Reporting Standards and interpretations as adopted by the European Union ("EU") and effective at 31 December 2008.

Reclassifications

Certain reclassifications have been made to prior year financial information to conform to the current year presentation. Additionally, in accordance with IFRS 3, where the initial accounting for an acquisition has been determined provisionally the prior period has been presented as if the initial accounting had been completed from the acquisition date.

As noted in our 2008 half year report, during 2008 following the completion of the Revios acquisition and the successful transfer of their technical accounting information into existing SCOR systems, certain balance sheet items were reclassified. This one time reclassification did not have any impact on the income statement or shareholders equity. The 2007 consolidated comparatives have not been adjusted in respect of these reclassifications. The impact on key 2008 balance sheet amounts, if presented on the same basis as the 2007 accounts, is as follow:

	Balance as at 31 December 2008		
In EUR million	Amount under new presentation	Reclassification	Amount as if no change had been made
Insurance business investments	16,983	202	16,781
Share of retrocessionaires in insurance and financial liabilities	1,251	134	1,117
Assumed insurance and reinsurance accounts receivable	3,217	486	2,731
Accounts receivable from ceded reinsurance transactions	113	10	103
Total assets		**832**	
Contract liabilities	20,240	688	19,552
Retrocession accounts payable	946	144	802
Total liabilities		**832**	

SCOR adopted IFRS as from 1st January 2005. In compliance with IFRS 1 "First-time adoption" certain standards may not have been retroactively applied.

Allocation of expenses by function

In conformity with IAS 1, the Group has opted to present its expenses by function on the income statement. The costs are allocated to five categories (acquisition costs, claims settlement expenses, administrative expenses, investment portfolio management expenses and other underwriting expenses) based on allocation keys which are to management's judgment.

Following the acquisition of Converium, the Group is required to account for the year end figures relating to its participations at Lloyds for the first time in 2008 and consequently adds the following accounting policy:

Participations at Lloyd's: Participations in syndicates operating at Lloyd's of London are accounted for on an annual accounting basis with a delay due to the transmission of information from syndicates that it does not control. The Company recognises its proportionate share of the syndicates insurance and reinsurance premiums as revenue over the policy term, and claims, including an estimate of claims incurred but not reported. On the closure of an underwriting year, typically three years after its inception, syndicates reinsure all remaining unsettled liabilities into the following underwriting year, a mechanism known as Re-Insurance To Close ("RITC"). If the Company participates on both the accepting and ceding years of Account and has increased its participation, RITC paid is eliminated, as a result of this offset, leaving an element of the RITC receivable. This reflects the fact that the Company has assumed a greater proportion of the business of the syndicates. If the Company has reduced its participation from one year of account to the next, the RITC receivable is eliminated, leaving an element of RITC payable. This reflects the reduction in the Company's exposure to risks previously written by the syndicates. The Company recognises Lloyds RITC in claims and policy benefits to ensure consistency with similar transactions recognised in accordance with IFRS and, present a true and fair view, rather than an adjustment to gross written premium as per Tech 1/99 (UKGAAP).

(C) BASIS OF CONSOLIDATION

All companies, in which SCOR owns directly or indirectly more than 50% of outstanding voting rights or has otherwise power of control are fully consolidated. Control is the authority to direct financial and operational policies in order to obtain benefits from their operations.

Subsidiaries are consolidated from the time the Group takes control until the date control is transferred outside the Group or control is ceased.

The Group's investment in an associated company is recorded using the equity method. Associated entities are companies in which the Group exercises significant influence but not control. Significant influence is generally determined when the Group owns, directly or indirectly, between 20 percent and 50 percent of the outstanding voting rights. Joint ventures, where there is joint control, are accounted for using the equity method.

The financial statements of the material subsidiaries are prepared for the same accounting period as that of the parent company. All material intra-group balances and transactions including internal results of intra-company transactions are eliminated.

The Group's consolidated financial statements are presented in Euros (EUR) and all values are rounded to the nearest EUR million except where stated otherwise. The other key currencies in which the Group conducts business and the exchange rates used for the preparation of the 2008 financial statements are as follows:

Currency	Ending rate 2008	Average rate – 2008
USD	0.71128814	0.68458636
GBP	1.08867236	1.25463723
CAD	0.58809692	0.64022315

(D) IFRS STANDARDS ADOPTED EARLY AND ACCOUNTING STANDARDS AND INTERPRETATIONS PUBLISHED BUT NOT YET EFFECTIVE

The 2008 consolidated financial statements do not include any impacts from standards and interpretations which were adopted during the period for which application is not mandatory as at 31 December 2008.

The following accounting Standards, Amendments and Interpretations have been published but are not effective at 31 December 2008:

- IFRS 8 "Operating Segments", published in November 2006 and applicable as from 1 January 2009, replaces IAS 14 "Segment Reporting". The new Standard requires that the identification of the operating segments used in published financial information be based on the segments used in internal reports that are regularly reviewed by the Chief Operating Officers in order to allocate resources to the segments and assess their performance. The Standard requires disclosures concerning the methods used to identify segments. Segment balances must also be reconciled to the amounts disclosed in the consolidated balance sheet and income statement. The application of this Standard is not expected to result in any material impacts on the Group'sconsolidated financial statements, and notably in relation to how the Group identifies its operating segments.

- Amendment to IAS 23 "Borrowing Costs", published on 29 March 2007 and applicable as from 1 January 2009, stipulates that borrowing costs must be capitalised and prohibits immediate expensing of borrowing costs. Financial assets measured at fair value are excluded from the scope of this Amendment. The application of this Amendment is not expected to result in any impacts on the Group's consolidated financial statements.

- Revised IAS 1 "Presentation of Financial Statements", published on 6 September 2007 and applicable as from 1 January 2009, concludes the first phase of the IASB's project to overhaul the presentation of financial statements. The revised standard requires an entity to i) present all non-owner changes in equity either in one statement of comprehensive income for the period or in two statements; and ii) present a statement of financial position (balance sheet) as at the beginning of the earliest comparative period in a complete set of financial statements when the entity applies an accounting policy retrospectively or makes a retrospective restatement. It also requires disclosure of income tax relating to each component of other comprehensive income as well as reclassification adjustments relating to components of other comprehensive income. Finally, IAS 1 changes the title of financial statements. The application of this revised Standard is only expected to have a limited impact on the Group's consolidated financial statements.

- Revised IFRS 3 "Business Combinations", and related revisions to IAS 27 "Consolidated and Separate Financial Statements", published on 10 January 2008 and applicable for accounting periods beginning on or after 1 July 2009 (early adoption is allowed) represents the second phase of the IASB's project to review the accounting treatment of business combinations. Revised IFRS 3 introduces certain changes in the accounting treatment of business combinations that may impact the amount of goodwill recognised, or the amount of profit in the acquisition period or in subsequent periods. The related revisions to IAS 27 require that a change in the interest held in a subsidiary must be accounted for as an equity transaction and no impact is recognised in goodwill or in profit. They also introduce changes in the accounting treatment of losses generated by subsidiaries and of the loss of control of a subsidiary. These changes must be applied on a prospective basis to new acquisitions and transactions with minority shareholders that occur after the application date.

- Amendment to IFRS 2 "Share-Based Payment", published on 17 January 2008 and applicable as from 1 January 2009, makes vesting contingent on service conditions and performance conditions only. Other features of a share-based payment are not vesting conditions. The Amendment also stipulates that all cancellations, whether by the entity or by other parties, should receive the same accounting treatment. The application of this Amendment is not expected to result in any material impacts on the Group's consolidated financial statements.

- Amendments to IAS 32 "Financial Instruments: Presentation" and to IAS 1 "Presentation of Financial Statements – Puttable Shares and Obligations Arising Only on Liquidation", published on 14 February 2008 and applicable as from 1 January 2009, include the following respective requirements i) certain puttable shares and obligations arising only on liquidation will be classified as equity in certain circumstances; and ii) additional disclosures concerning said instruments must be provided. The application of these Amendments is not expected to result in any material impacts on the Group's consolidated financial statements.

- Unless stated otherwise, the improvements to International Financial Reporting Standards, published on 22 May 2008 and applicable as from 1 January 2009, comprise non-urgent, minor amendments to Standards. They are presented in a single document rather than as a series of isolated changes. They include both amendments that result in accounting changes for presentation, recognition or measurement purposes, and amendments that are terminology or editorial changes only, expected to have no or minimal effect on accounting. The application of these amendments is not expected to result in any material impacts on the Group's consolidated financial statements.

(E) FOREIGN CURRENCY TRANSLATION AND TRANSACTIONS

Where the functional currency of an entity is not the same as the reporting currency used to present the Group's consolidated financial statements, assets and liabilities of the entity are translated using the exchange rate at the balance sheet date and the income statement is translated using the average exchange rate for the period. Translation differences are recognised directly in shareholders' equity as "translation adjustments". Transactions denominated in foreign currencies (currencies other than the functional currency) are translated into the functional currency at the rate of exchange at the date of the transaction (for practical purposes, an average rate is used).

At each period end, the entity must translate the items on its balance sheet which are denominated in a foreign currency into the functional currency, using the following procedures:

- monetary items are translated at end of period exchange rates and the resulting gains and losses are recorded in the income statement,

- non-monetary items are translated:

  - at the exchange rates in effect on the transaction date for items valued at historical cost, or

- at end of period exchange rates if they are valued at fair value. Any gain or loss is directly recorded in shareholders' equity for available for sale equity securities. Exchange differences resulting from the conversion of these items are also directly recorded in shareholders' equity.

- the gains and losses resulting from the translation of net foreign investment hedges are recorded in shareholders' equity. They are recognised in the income statement upon the disposal of the net investments.

(F) USE OF ESTIMATES

The preparation of the consolidated financial statement requires management to make certain judgements, assumptions and estimates. These effect the reported amounts of revenue, expenses, assets and liabilities, the disclosure of contingent assets and liabilities at the reporting date. Management reviews these estimates and assessments periodically, based on past experience and other factors. The actual outcome and results could differ substantially from estimates and assumptions made. The most material financial statement captions for which the Group uses estimates and assumptions are reinsurance reserves, receivables and liabilities relating to reinsurance operations, the fair value and impairment of financial instruments, intangible assets, retirement and other defined benefit plans and deferred taxes.

Reinsurance reserves

The Group maintains reserves to cover its estimated ultimate liability for claims related to known events or events incurred but not yet reported (IBNR). The reserves are reviewed by management during the year, using new information as soon as it is available and the reserves are adjusted if necessary. Management considers many factors when establishing reserves, including:

- information from ceding companies;
- historical developments, such as reserve patterns, claims payments, number of claims to be paid and product mix;
- internal methods to analyse the Group's experience;
- most recent legal interpretations concerning coverage and commitments;
- economic conditions;
- biometric developments such as mortality and morbidity and;
- socio-economic factors such as policyholder behaviour.

Reinsurance reserves are presented gross excluding shares retroceded to our reinsurers and measured on the level of individual reinsurance contracts or homogeneous segments of contracts.

Non-Life business

In determining the amount of its reserves, the Group generally uses actuarial techniques that take into account quantitative loss experience data, together with qualitative factors, where appropriate. The reserves are also adjusted to reflect the volume of business underwritten, reinsurance treaty terms and conditions, and diversity in claims processing that may potentially affect the Group's commitment over time.

However, it is difficult to accurately value the amount of reserves required, especially in view of changes in the legal environment, including civil liability law, which may impact the development of reserves. While this process is complicated and subjective for the ceding companies, the inherent uncertainties in these estimates are even greater for the reinsurer, primarily because of the longer time period between the date of an occurrence and the request for payment of the claim to the reinsurer, the diversity of contract development schemes, whether treaty or facultative, dependence on the ceding companies for information regarding claims, and differing reserve practices among ceding companies. In addition, trends that have affected development of liabilities in the past may not necessarily occur or affect liability development to the same degree in the future. Thus, actual losses, and policy benefits may deviate, perhaps significantly, from estimates of reserves reflected in the Group's consolidated financial statements.

Claim reserves for losses and loss adjustment expenses are recognised for payment obligations from reinsurance losses that have occurred but have not yet been settled. They are recognised for reserves for reinsurance losses reported before the reporting date and reserves for reinsurance losses that have already been incurred but not yet reported (IBNR).

Unearned premium reserves are related to written premiums receivable but allocated to future risk periods.

Share of retrocessionaires in insurance and investment contract liabilities are calculated according to the contractual conditions on the basis of the gross technical reserves. Allowances are established for any specific expected credit risks.

Life business

In Life Reinsurance policy linked liabilities include mathematical reserves, unearned premium reserves and claim reserves.

Mathematical reserves are calculated underwriting reserves relating to guaranteed claims and benefits of ceding companies in life reinsurance. Mathematical reserves are determined using actuarial methods on the basis of the present value of future payments to cedents less the present value of premium still payable by cedents. The calculation includes assumptions relating to mortality, disability, lapses and the expected future interest rates. Actuarial principles used allow an adequate safety margin for the risks of change, error and random fluctuation. They correspond to those used in the premium calculation and are adjusted if the original safety margins are no longer considered sufficient.

Claim reserves for losses and loss adjustment expenses are recognised for payment obligations from reinsurance losses that have occurred but have not yet been settled. They are recognised for reserves for reinsurance losses reported before the reporting date and reserves for reinsurance losses that have already been incurred but not yet reported (IBNR).

Unearned premium reserves are related to written premiums receivable but allocated to future risk periods.

Shares of our retrocessionaires in the insurance and investment liabilities are calculated according to the contractual conditions on the basis of the gross technical reserves. Allowances are established for estimated credit risks.

Contracts not meeting risk transfer criteria

Reserves for investment contract liabilities are recognised for reinsurance contracts, either life or non-life, that do not meet the risk transfer criteria described in IFRS 4 (refer to paragraph (N) Accounting principles and methods specific to reinsurance activities).

Pension benefit obligations

The Group has defined benefit pension plans and other post-employment plans. In assessing the Group's liability for these plans the Group uses external actuarial valuations which involve critical judgments and estimates of mortality rates, rates of employment turnover, disability, early retirement, discount rates, expected long-term rates of return on plan assets, future salary increases and future pension increases. These assumptions may differ from actual results due to changing economic conditions, higher or lower withdrawal rates or longer or shorter life spans of participants. These differences may result in variability of pension income or expense recorded in future years.

Income taxes

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available to utilise net operating losses carried forward. Management makes assumptions and estimates related to income projections to determine the availability of sufficient future taxable income. To the extent that net operating losses carried forward cannot be utilised or expire, there may be deferred income tax expenses recorded in the future.

Intangible assets

Business combinations and goodwill

Business combinations are accounted for using the purchase method of accounting which requires that the assets acquired and liabilities assumed be recorded at the date of acquisition at their respective fair values.

Goodwill is initially measured at cost being the excess of the cost of the business combination over the fair value of the Group's share of the net assets of the acquired company and is included in intangible assets. The squeeze-out of minority interests is recorded using the parent-entity extension method whereby the difference between the cost of the additional interest in the subsidiary and the minority interests' share of the assets and liabilities reflected in the consolidated balance sheet at the date of acquisition of the minority interest is reflected as goodwill.

Goodwill arising on companies accounted for under the equity method is included within the carrying value of those investments.

Negative goodwill is generated when the fair value of the net assets acquired by the Group exceeds the acquisition price and is recognised in the income statement from the date of acquisition.

After initial recognition, goodwill is measured at cost less any accumulated impairment.

Intangible Assets

The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortised over the expected useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for intangible assets with finite useful life are reviewed annually at each financial year end. Changes in the expected useful life or the expected pattern of future economic benefits are accounted for by changing the amortisation period or method as appropriate and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the income statement in the expense category consistent with the intangible asset.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash generating unit level. Such intangibles are not amortised. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether the indefinite life assumption continues to be appropriate. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Gains or losses arising from the de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the income statement when the asset is derecognised.

Value of business acquired (VOBA) in life business

The VOBA refers to life reinsurance portfolios acquired in a business combination. VOBA is capitalised as the present value of the stream of expected future cash flows These estimates include the future technical result, the future investment income less deductions for future administration expenses. The present value calculations are based on assumptions and risk discount factors relevant at the date of acquisition. The VOBA is amortised over the lifetime of the underlying reinsurance portfolio and is subject to impairment testing.

VOBA also includes the intangible asset related to the ReMark acquisition to reflect the substance of the guaranteed future income stream and to ensure mirror accounting for the contracts SCOR has sourced from ReMark as well as consistency with amounts used in embedded value calculations.

Other intangible assets

Other intangible assets consist primarily of customer related intangibles arising from non-life business combinations and purchased or development related to software.

(G) REAL ESTATE INVESTMENTS

Investment properties

Real estate currently held by the Group is classified as investment property. Some buildings may be partially occupied by entities of the Group.

Properties, including properties used by the Group, are recognised at cost, net of accumulated depreciation and impairment losses. Depreciation is recorded on a straight-line basis over the useful lives of the assets as follows:

Category	Useful life
Land	Indefinite (not depreciated)
Buildings	
Building structure and exterior	30 – 80 years
Insulation	30 years
Technical installations	20 years
Fixtures and fittings	10 to 15 years

Borrowing costs, repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred. All costs directly associated with purchases or constructions of properties are capitalised. All subsequent value enhancing capital expenditures are capitalised when it is probable that future economic benefits related to the item will flow to the Group.

Annually each building is subject to an in-depth analysis of its market value or “fair value” by an independent appraiser. The fair value is calculated using a discounted cash flow model and considering rental status, completeness of construction and renovation work, as well as recent developments within the local real estate market. If the fair value is below the carrying amount, the related impairment losses are recognised in the income statement. If the market value of a building appears lower than its net book value, an impairment provision is recorded equal to the difference between its utility value and the net book value. With regard to investment properties, their utility value is considered a long-term investment based primarily on the sum of estimated future cash flows that are discounted on the basis of current market assumptions. SCOR has not retained any residual value.

Finance leases

Investment properties acquired through financial lease agreements are recorded on the balance sheet as assets based on the present value of future rental payments and the purchase option. Subsequent to the initial recognition they are accounted for like investment properties at cost, net of accumulated depreciation and impairment losses.

The corresponding debt is recorded under "financial liabilities" and is amortised based on the effective interest rate method.

Rental income

Rental income from investment properties is recorded on a straight-line basis over the term of the current rental agreements.

(H) FINANCIAL INSTRUMENTS

Financial investments

The Group classifies its financial assets in the following categories: available for-sale, fair value through income, loans and other accounts receivable and derivative instruments. There are currently no assets classified as held-to-maturity. Sales and purchases of assets are recorded on the settlement date. Once it has been initially recorded, an asset is measured according to its asset category, determined according to the methods set forth below. Financial assets are derecognised when the contractual rights to the cash flow of the financial asset expire or are transferred, and when the Group has substantially transferred the risks and rewards inherent to the ownership of the financial asset.

Categories of financial assets

Available-for-sale financial assets

Available-for-sale assets include non derivative assets that are either classified as available for sale or not allocated to another category.

Available-for-sale financial assets are recorded at their fair value. Unrealised gains and losses and the respective foreign exchange resulting from variations in the fair value of a financial available-for-sale monetary asset are recorded directly in shareholders' equity.

When an asset is sold, the accumulated gains and losses included in equity are transferred to realised gains and losses from the sale of investments on the income statement, net of any amounts previously recorded through income.

Interest on debt instruments is calculated in accordance with the effective interest method, which includes the amortisation of premiums/discounts and is recorded in the income statement.

Dividends on equity instruments are recorded on the income statement when the Group's right to receive payment has accrued.

Financial assets at fair value through income

This category includes financial assets held for trading purposes and those designated at fair value by income upon initial recognition in the financial statements. Gains and losses from changes in the fair value of financial assets classified under this category are recognised in the income statement in the period in which they occur.

Loans and accounts receivable

This category includes funds held by ceding companies as collateral for underwriting commitments included at the amount deposited.

Non-derivative financial assets where payment is fixed or determinable and which are not listed on an active market are also included within this category and these are recognised at amortised cost using the effective interest rate method.

Loans and accounts receivable include short-term deposits or investments with a maturity of more than three months at the date of purchase or deposit.

Loans and accounts receivable include a provision for recoverability if deemed necessary.

Cash and cash equivalents

Cash and cash equivalents comprise cash, net bank balances and short-term deposits or investments with a maturity less than or equal to three months at the date of purchase or deposit.

Reclassifications between categories

SCOR does not make material reclassifications of financial instruments into or out of the fair value through income category while they are held or issued.

If, as a result of a change in intention or ability or in the circumstance that a reliable measure of fair value is no longer available, it comes appropriate to carry a financial instrument at cost or amortised cost, then the last reliable fair value available is taken as the new cost or amortised cost, as applicable.

Financial debt

Financial liabilities, with the exception of liabilities arising from reinsurance transactions, are classified as financial debts, financial instruments and other liabilities.

Subordinated financial debts or debt securities

These items comprise the various subordinated or unsubordinated bonds issued by the Group. These loans are classified as financing debts, in accordance with paragraph 25 of IAS 32.

At initial recognition, all borrowings are recorded at fair value less directly attributable transaction cost. After initial recognition, they are measured at amortised cost using the effective interest rate method.

Embedded derivative instruments which are included within the borrowings have been separated from the host borrowing contract and recognised separately. The portion that relates to the equity component, determined on the date of issue, is reflected in shareholders' equity. It is not subsequently reassessed.

Interest on financial debt is included within financing expenses.

Other financial debt

This caption includes primarily debt relating to the acquisition of real estate and financial lease agreements. Debt under financial lease contracts is recorded at fair value less directly attributable transaction costs. After initial recognition, they are measured at amortised cost using the effective interest rate method where this method has a significant impact compared to the nominal contractual rate method.

Interest on financial debt is included within financing expenses.

Derivative instruments and hedging instruments

Derivative instruments are recorded and classified at fair value through income (designated at inception) unless they are designated as hedging instruments.

All derivatives are carried as assets when the fair values are positive and as liabilities when the fair values are negative.

The accounting method varies according to whether or not the derivative instrument is designated as a hedging instrument, as described below in "Hedging Instruments."

When the Group has not designated the derivative as a hedging instrument, gains and losses resulting from the change in the fair value of the instrument are recorded in the income statement in the period in which they occur. The Group uses the following derivative instruments to reduce its exposure to various risks: swaps based on interest rates, mortality indices and real estate indices, foreign currency forward purchase and sale contracts, caps and floors, puts and calls.

Embedded derivative instruments

An embedded derivative is a component of a hybrid instrument which includes a non-derivative host contract, which causes part of the hybrid instrument's cash flow to vary in the same way as that of a freestanding derivative.

A material embedded derivative is separated from the host contract and is recognised as a derivative:

- when its economic features and risks are not closely linked to the economic features of the host contract,
- where the embedded instrument has the same conditions as a separate derivative instrument, and
- where the embedded instrument is not assessed at fair value through the income statement.

Where an embedded derivative has been separated from its host contract, it is recognised in accordance with the guidance relating to the accounting for derivative financial instruments.

Where the embedded derivative represents a significant part of the instrument and cannot be separated from the host contract, the hybrid instrument is treated as an instrument held for trading. Gains and losses resulting from variations in the fair value of the hybrid are recognised in the income statement in the period during which they occur.

The Group has embedded derivatives included in its convertible debt securities. These embedded derivatives are not separated from the host contracts and the entire instrument has been recorded at fair value through income.

Hedging instruments

A hedging instrument is a designated derivative instrument or, in the case of a single foreign currency hedge, a designated non-derivative asset or liability for which the fair value or cash flows offset variations in the fair value or cash flows of the hedged item.

The hedged item may be an asset, a liability, a firm commitment, a highly probable scheduled transaction or a net investment in a foreign operation exposing the Group to fluctuations in fair value or future cash flows, and which is designated as being hedged.

Hedge effectiveness is monitored periodically by comparing changes in the fair value or cash flows of the hedged item to the changes in the fair value or cash flows of the hedge instrument in order to determine the degree of compensation.

Hedges of net investments in a foreign operation are recorded as follows:

- the portion of gains or loss on the hedging instrument considered as the effective portion of the hedge is recorded directly in shareholders' equity;
- the ineffective portion of the hedge is recognised in the income statement.

The Group's primary hedging instruments comprise foreign currency forward purchases and sales.

The Group currently has no financial instruments which are recorded using hedge accounting.

Valuation of financial assets

The fair value of financial instruments that are actively traded in organised financial markets is determined by reference to quoted market bid prices, at the close of business on the balance sheet date. If quoted market prices are not available, reference can also be made to broker or dealer price quotations.

For units in unit linked-trusts, shares in open-ended investment companies and derivative financial instruments (including real estate, interest rate and mortality swaps, options, etc.), fair value is determined by reference to either published bid-values, or modelled values which incorporate market inputs within the valuation assumptions.

The fair value of floating rate and overnight deposits with credit institutions is their carrying value.

If the fair value cannot be measured reliably, the financial instruments are measured at cost, which is the consideration paid for the acquisition of the investment, including transaction costs.

Impairment of financial assets

At each balance sheet date, the Group assesses whether there is any evidence of impairment. The amount of impairment is recorded by asset category, as set forth below.

For available-for-sale equity securities which are listed on an active market, a line-by-line analysis is performed when there has been a fall in fair value as compared to the initial purchase price of more than 30%, or a consistent unrealised loss over a period of more than twelve months. The different factors considered in this analysis include the existence or not of significant adverse changes in the technological, market, economic or legal environment in which the issuer operates. After consideration of these factors if a security remains unimpaired the Company ultimately considers objective evidence of impairment, as per IAS 39, by reference to three further key criteria being the existence or not of:

- a consistent decline of more than 30% for twelve months; or
- a magnitude of decline of more than 50%; or
- a duration of decline of more than twenty-four months.

For unlisted equity instruments, fair value is determined according to commonly used valuation techniques and impairment assessed using a similar approach to listed equities.

For debt instruments, and loans and accounts receivable, an objective indicator of impairment relates primarily to proven credit risk.

For financial instruments where the fair value cannot be measured reliably and they are measured at cost a regular analysis is completed to determine if this remains appropriate given the nature of the investment and factors such as amounts realised and the appearance or re-appearance of a market or reliable value. Impairment assessments are completed dependant on the underlying nature of the investment and the expected future cash flow.

If a financial asset is impaired, the impairment is computed as the difference between the cost of the asset (net of any principle repayment and amortisation) and its current fair value, less any impairment previously recognised in the statement of income, is transferred from equity to the statement of income.

Any impairment reversals in respect of equity instruments classified as available-for-sale are not recognised in the statement of income. Reversals of impairment losses on debt instruments classified as available-for-sale are reversed through the income statement if the increase in fair value of the instrument can be objectively related to an event occurring after the impairment losses were recognised in the statement of income.

(I) RESTRUCTURING COSTS

Restructuring costs other than those that may be recognised on the balance sheet of an acquired company on the acquisition date are recorded when the group has a present obligation as evidenced by a binding sale agreement or a detailed formal restructuring plan of which main features are announced to those affected or to their representatives.

(J) CONTINGENCY RESERVES

Provisions are recognised when the group has a present legal, contractual or constructive obligation as the result of past events, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made.

Where the group expects the provision to be reimbursed for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is probable.

Contingent liabilities are disclosed if there is a possible future obligation as a result of a past event, or if there is a present obligation as a result of a past event but either a payment is not probable or the amount cannot be reliably estimated.

(K) SHARE CAPITAL AND SHAREHOLDERS' EQUITY

Share capital

Ordinary shares are classified in shareholders equity when there is no contractual obligation to transfer cash or other financial assets to the holders.

Share issue costs

Incremental external costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax from the proceeds of the issue.

Treasury shares

Treasury shares and any directly related costs are recorded as a deduction from shareholders' equity When treasury shares are subsequently sold or reissued any consideration received is included in consolidated shareholders equity net of any directly related costs and tax effects, accordingly there is no related income, gain or loss recognised in the income statement.

Dividends

The final dividend on ordinary shares is recognised as a liability when it has been approved by shareholders at the annual general meeting.

(L) EARNINGS PER SHARE

Basic earnings per share is calculated by dividing net income available to ordinary shareholders by the weighted average number of ordinary shares in issue during the year, excluding the average number of ordinary shares purchased by the group and held as treasury shares.

For the diluted earnings per share the weighted average number of shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares such as convertible debt and share options granted to directors and employees.

Potential or contingent share issuances are treated as dilutive when their conversion to shares would decrease net earnings per share.

(M) SUBSEQUENT EVENTS

Subsequent events relate to events that occur between the balance sheet date and the date when the financial statements are approved for issue:

- Such events lead to an adjustment of the consolidated financial statements if they provide evidence of conditions that existed at the balance sheet date.
- Such events result in additional disclosure if indicative of conditions that arose after the balance sheet date, and if relevant and material.

(N) ACCOUNTING PRINCIPLES AND METHODS SPECIFIC TO REINSURANCE ACTIVITIES

Classification and accounting of reinsurance contracts

The reinsurance contracts assumed and retroceded by the Group are subject to different IFRS accounting rules depending on whether they fall within the scope of IFRS 4 or IAS 39.

Assumed and ceded reinsurance transactions are those contracts that transfer significant insurance risk at the inception of the contract. Reinsurance risk is transferred when the group agrees to compensate a cedent if a specified uncertain future event (other than a change in financial variable) adversely affects the cedent. Any contracts not meeting the definition of a reinsurance contract under IFRS 4 are classified as investment contracts or derivative contracts as appropriate.

Assumed and ceded reinsurance transactions that do not transfer significant risk are recognised in the accounts in accordance with IAS 39, which means that amounts collected are no longer recognised as premiums, and technical reserves and deferred acquisition expenses recorded as assets or liabilities on the balance sheet are reclassified as "financial contract liabilities" and "financial contract assets". These deposits are assessed only on the basis of financial flows and no longer on the basis of estimated ultimate results as required by accounting principles applicable to insurance transactions.

Income from these transactions is equal to SCOR's net fee or spread and is recorded under "other operating income" on the income statement.

Cedent accounts

The reinsurance entities of the Group record accounts transmitted by ceding companies upon receipt. At year end, estimates are made for those accounts not yet received from ceding companies. Under this method, the amounts recorded in the financial statements reflects as closely as possible the actual reinsurance commitments of the Group. This method relates to the majority of the contracts signed during the current and previous fiscal year.

Premium estimates

Non Life gross premiums written and earned are based upon reports received from ceding companies, supplemented by the Company's own estimates of premiums written and earned for which ceding company reports have not yet been received. Differences between such estimates and actual amounts are recorded in the period in which the estimates are changed or the actual amounts are determined. The difference between ultimate estimated premiums, net of commissions, and premiums reported by ceding companies, is recorded under accounts receivable arising from assumed reinsurance transactions. Premiums are earned on a basis that is consistent with the risks covered under the terms of the reinsurance contracts, which is generally one to two years. For certain U.S. and Japanese catastrophe risks and certain other risks, premiums are earned commensurate with the seasonality of the underlying exposure. The reserve for unearned premiums represents the portion of premiums written that relate to the unexpired terms of contracts and policies in force. Such reserves are computed by pro-rata methods based on statistical data or reports received from ceding companies. Reinstatement premiums are estimated after the occurrence of a significant loss and are recorded in accordance with the contract terms based upon paid losses and case reserves reported in the period. Reinstatement premiums are earned when written.

For Life reinsurance contracts qualifying as "insurance contracts", the estimation method consists of estimating ceding companies' missing accounts for the current year in addition to information actually received and recorded.

Claim reserves

In Non-Life reinsurance, SCOR is required to maintain its reserves at a sufficient level to cover the estimated amount of its direct commitments and adjustment expenses for reported and unreported claims, at the end of each fiscal year (net of estimates of recovery and subrogation). These reserves, which pertain to all incurred claims, whether reported or not yet reported, are calculated on the basis of their ultimate cost, undiscounted, except for workers' compensation claims which are discounted in the U.S. and in Bermuda. Ultimate claims expense is estimated using statistical experience for similar policies. Claim reserves including estimated claims paid are calculated based on expected earnings and supplement the information communicated by ceding companies.

In Life reinsurance, estimates based on experience and information supplied by the underwriters and based on the actuarial analysis are added to mathematical reserves reported by the ceding companies.

Acquisition expenses of reinsurance activities (Deferred acquisition costs or "DAC")

In reinsurance, the costs associated with the acquisition of new contracts, mainly comprising commissions, are recorded as assets on the balance sheet, to the extent that contracts are profitable. They are amortised on the basis of the residual term of the contracts in Non-Life, and on the basis of the recognition of future margins for Life contracts and subject to impairment testing conducted within the liability adequacy test.

Liability adequacy test

Assets and liabilities relating to reinsurance contracts are subjected each year to a liability adequacy test under IFRS 4.

For the Non-Life segment, the test is performed in the even the ultimate combined ratio is in excess of 100% to the unearned premium reserve, net of deferred acquisition costs.

The liability adequacy test for the life segment compares the carrying value of the technical reserves less deferred acquisition costs and value of business acquired with the fair value of the liabilities from the reinsurance portfolio recognised. The fair value is calculated as the present value of the projected future cash flow using current actuarial assumptions and parameters. In case of deficiency SCOR would impair deferred acquisition costs and value of business acquired and increase the technical reserves.

The liability adequacy test conducted at year end 2008 did not detect any deficiencies for either the Non Life or Life segment for the year ended 31 December 2008.

Reinsurance ceded

Premiums payable in respect of reinsurance ceded are recognised in the period in which the reinsurance contract is entered into and includes estimates where the amounts are not determined at the balance sheet date. Ceded premiums are expensed over the period of the reinsurance contract in the same manner as assumed business.

A reinsurance asset is recognised to reflect the amount estimated to be recoverable under the reinsurance contracts in respect of the outstanding claims reported under reinsurance liabilities assumed. The amount recoverable from reinsurers is initially valued on the same basis as the underlying claims provision except in the case of non proportional retrocession whether by risk or by event, where it is SCOR policy to only recognise case or IBNR recoveries upon confirmation of the occurrence of a loss booked to an amount on the assumed side which triggers the retrocession contract.

The amount of recoverable is reduced in the form of a bad debt provision when there is an event arising that provides objective evidence that the group may not receive all amounts due under the contract and the event has a reliably measurable impact on the expected amount that will be recovered from the reinsurer.

Shadow accounting

For the measurement of deferred acquisition costs, value of business acquired and technical reserves recognised for different insurance portfolios, SCOR applies the shadow accounting principles stipulated in IFRS 4. As the amortisation of DAC (for Life) and VOBA is calculated using expectations for estimated revenues from investments and the measurement of reserves is based on the discount rate reflecting directly the performance of assets, relevant parts of the recognised unrealised gains and losses from investments available for sale are considered as shadow DAC, shadow VOBA and shadow reserves and offset directly in equity.

Impairment of shadow DAC and shadow VOBA for the life business is included within the liability adequacy testing conducted by SCOR Global Life.

Embedded derivatives

IFRS 4 provides for the separation of embedded derivatives in insurance contracts, particularly when these hybrid contracts are not assessed at fair value through income and when the features of the embedded derivatives are not closely linked with the features and risks of the host contract, and when the embedded derivative meets the definition of a derivative instrument. Embedded derivatives which meet the definition of an insurance contract are not separated. SCOR has identified no embedded derivatives in its contracts.

(O) PROVISIONS FOR EMPLOYEE BENEFITS

Pension liabilities

The Group provides retirement benefits to its employees, in accordance with the laws and practices of each country. The main plans are in France, Switzerland, the United States and Germany. Group employees in certain countries receive additional pension payments, paid as an annuity or in capital upon retirement. The benefits granted to Group employees are either in the form of defined contribution or defined benefit plans. Plan assets are generally held separately from the Group's assets.

For defined contribution plans the employer pays fixed contributions into a separate entity, with no legal or constructive obligation to pay further contributions. As a result, only contributions paid or due for the financial year are charged to the Group's income statement as administrative expenses.

Defined benefit plans are those where a sum is paid to the employee upon retirement, which is dependent upon on one or several factors such as age, years of service and salary. Defined benefit obligations and contributions are calculated annually by independent qualified actuaries using the projected unit credit method. The obligation recognised on the balance sheet represent the present value of the defined benefit obligation at the balance sheet date, less the market value of any plan assets, where appropriate, both adjusted for actuarial gains and losses and unrecognised past service cost.

Actuarial gains and losses arising from experience adjustments and the effects of changes in actuarial assumptions are reflected in shareholders' equity.

Past service costs generated at the adoption or modification of a defined benefit plan are recorded as an expense, on a straight-line basis over the average period until the benefits become vested. When benefit rights are acquired upon the adoption of a plan or its modification, past service cost is immediately recognised as an expense.

Other long-term benefits

In some countries, the Group rewards employees for length of service by granting them a lump sum after certain periods of service. The primary country providing this benefit is France. For France, the present value of the obligation is calculated annually by an independent actuary using the projected unit credit method and is recognised on the balance sheet.

Termination benefits

Employees may be entitled to termination benefits when the Group makes one or more employees redundant, or encourages voluntary departures. The Group records this expense when it is formally committed by means of a detailed plan for termination, which it could not realistically retract. Benefits payable more than twelve months after the closing date are discounted.

(P) SHARE-BASED PAYMENTS

The Group offers stock option plans to its employees. The fair value of the services received in exchange for the granting of options is recognised as an expense. The total amount that is recognised over the vesting period is established by reference to the fair value of options granted, excluding conditions of attribution that are not linked to market conditions. (ROE, for example). These conditions are taken into account when determining the probable number of options which will be acquired by the beneficiaries. At each balance sheet date, the Company reviews the estimated number of options which will be acquired. Any impact is then recorded in the income statement with the offsetting entry in shareholders' equity for the remaining vesting period.

The Group also grants shares to its employees. These grants are recorded in expenses over the vesting period with the offset recorded as an increase in shareholder's equity.

The dilutive effect of outstanding options is reflected in the calculation of the diluted earnings per share.

(Q) TAXES

Deferred taxes are recognised using the balance sheet liability method, for all temporary differences at the balance sheet date between the tax base of assets and liabilities and their carrying value on the balance sheet.

The main temporary differences arise from the revaluation of certain financial assets and liabilities including derivative contracts, certain insurance contract liabilities, provisions for pensions and other post-retirement benefits and tax losses carried forward and in relation to acquisitions, on the difference between the fair values of the net assets acquired and their tax base. Deferred tax is provided on temporary differences arising from investments in subsidiaries, associates and joint ventures, except where it is probable that the difference will not reverse in the foreseeable future.

Deferred taxes are not provided in respect of temporary differences arising from the initial recognition of goodwill, or from goodwill for which amortisation is not deductible for tax purposes, or from the initial recognition of an asset or liability in a transaction which is not a business combination and affects neither accounting profit nor taxable profit or loss at the time of the transaction.

Deferred tax on the adjustment of the capitalisation reserves of the French entities is recorded without including the probability of capital losses from asset disposals of securities subject to taxes from these reserves.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Taxes relating to items recorded directly in shareholders' equity are recorded directly in equity and not in the income statement.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets and liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets and liabilities are assessed at the tax rate applicable in the fiscal year in which the asset will be realised or the liability settled, based on the tax rates (and tax regulations) that have been enacted or substantially enacted at the balance sheet date.

(R) SEGMENT INFORMATION

The Group's business is divided into two distinct segments: SCOR Global P&C which refers to the activities included in and under the responsibility of the management of the SCOR Global P&C Division (also referred to as "Non-Life") and SCOR Global Life which refers to all operations included in and under the responsibility of the management of the SCOR Global Life Division (also referred to as "Life").

Each segment offers different products and services, which are marketed via separate channels. Given their specific nature, these segments constitute the primary level of segment information.

Management evaluates the performance of these segments and allocates resources to them in accordance with various performance indicators. The amount of inter-segment transactions, primarily in relating to gross written premiums, is not significant.

20.1.6.2 NOTE 2 - SEGMENT INFORMATION

The following tables set forth the operating income for each of the Group's business segments as well as certain assets and liabilities for the financial years ended 31 December 2008 and 2007.

In EUR million	A SAT AND FOR THE YEAR ENDED							
	31 December 2008				31 December 2007 (1)			
	SCOR Global Life	SCOR Global P&C	Intra-egment	Total	SCOR Global Life	SCOR Global P&C	Intra-egment	Total
Gross written premiums	2,701	3,106	-	5,807	2,432	2,329	-	4,762
Change in unearned premiums	(10)	(38)	-	(48)	5	(27)	-	(23)
Gross earned premiums	**2,691**	**3,068**	**-**	**5,759**	**2,437**	**2,302**	**-**	**4,739**
Other operating revenues	3	28	(20)	11	14	16	(11)	19
of which other income excluded from combined ratio calculation	-	*(7)*	-	*(7)*	-	*(3)*	-	*(3)*
Investment income	324	377	-	701	310	290	-	601
Realised gains/(losses) on investments	6	81	-	87	12	106	-	117
Change in fair value of investments	(42)	(3)	-	(45)	8	5	-	13
Change in investment impairment	(25)	(258)	-	(283)	-	(11)	-	(11)
Foreign exchange gains/(losses)	(4)	11	-	7	-	7	-	7
Net investment income	**259**	**208**	**-**	**467**	**330**	**397**	**-**	**727**
Total income from ordinary activities	**2,953**	**3,304**	**(20)**	**6,237**	**2,780**	**2,716**	**(11)**	**5,485**
Gross benefits and claims paid	(1,992)	(2,109)	-	(4,101)	(1,865)	(1,495)	-	(3,360)
Gross commission expense	(656)	(637)	-	(1,293)	(577)	(482)	-	(1,059)
Ceded gross written premiums	(266)	(220)	-	(486)	(247)	(159)	-	(406)
Change in ceded unearned premiums	4	4	-	8	1	(4)	-	(2)
Ceded earned premiums	(262)	(216)	-	(478)	(246)	(163)	-	(408)
Ceded claims	159	106	-	265	155	43	-	199
Ceded commissions	67	6	-	73	44	(4)	-	40
Net result from retrocession	**(36)**	**(104)**	**-**	**(140)**	**(46)**	**(123)**	**-**	**(169)**
Investment management expenses	(1)	(35)	-	(36)	(1)	(36)	-	(38)
Acquisition and administrative expenses	(68)	(132)	8	(192)	(77)	(106)	-	(183)
Other current operating expenses	(55)	(81)	12	(124)	(52)	(58)	11	(99)
Other current operating income	-	-	-	-	-	-	-	-
Total other current income and expenses	**(2,808)**	**(3,098)**	**20**	**(5,886)**	**(2,618)**	**(2,300)**	**11**	**(4,908)**
CURRENT OPERATING RESULTS	**145**	**206**	**-**	**351**	**162**	**415**	**-**	**577**
Other operating expenses	-	(4)	-	(4)	-	(1)	-	(1)
Other operating income	1	-	-	1	-	-	-	-
OPERATING RESULTS	**146**	**202**	**-**	**348**	**162**	**414**	**-**	**576**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

GROSS WRITTEN PREMIUMS BY GEOGRAPHIC REGION

The distribution by geographic region, based on subsidiary location, is as follows:

	For the year ended 31 December			
	SCOR Global Life		SCOR Global P&C	
In EUR million	2008	2007 (1)	2008	2007 (1)
Gross written premiums	**2,701**	**2,432**	**3,106**	**2,329**
Europe	2,071	1,852	2,489	1,822
Americas	594	563	367	316
Asia Pacific / Rest of world	36	17	250	191

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

The distribution by geographic region, based on the **location** of the ceding company, is as follows:

	For the year ended 31 December			
	SCOR Global Life		SCOR Global P&C	
In EUR million	2008	2007 (1)	2008	2007 (1)
Gross written premiums	**2,701**	**2,432**	**3,106**	**2,329**
Europe	1,667	1,572	1,843	1,369
Americas	742	703	624	492
Asia Pacific / Rest of world	292	157	639	468

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

ASSETS AND LIABILITIES BY SEGMENT

Key balance sheet captions by segment are estimated as follows:

	Ast at 31 December					
	2008			2007 (1)		
In EUR million	SCOR Global Life	SCOR Global P&C	Total	SCOR Global Life	SCOR Global P&C	Total
Insurance business investments	7,423	9,559	**16,982**	7,035	9,936	**16,971**
Share of retrocessionaires in insurance and investment contract liabilities	745	506	**1,251**	656	637	**1,293**
Total assets	11,257	15,277	**26,534**	10,109	15,625	**25,734**
Contract liabilities	(9,832)	(10,408)	**(20,240)**	(8,777)	(10,623)	**(19,401)**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

ASSETS AND LIABILITIES BY GEOGRAPHIC REGION

Assets and liabilities by geographic zone are based on the location of the subsidiary.

	As at 31 December							
	2008				2007 (1)			
In EUR million	Europe	North America	Asia and rest of the world	Total	Europe	North America	Asia and rest of the world	Total
Insurance business investments	14,382	2,398	**202**	**16,982**	14,404	2,346	221	**16,971**
Share of retrocessionaires in insurance and investment contract liabilities	950	295	**6**	**1,251**	959	330	4	**1,293**
Total assets	23,500	2,486	**548**	**26,534**	22,842	2,512	380	**25,734**
Contract liabilities	(16,615)	(3,178)	**(447)**	**(20,240)**	(16,027)	(3,080)	(294)	**(19,401)**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

CASH FLOWS BY SEGMENT

The cash flows, by segment, are presented as follows:

	For the year ended 31 December			
	2008		2007	
In EUR million	SCOR Global P&C	SCOR Global Life	SCOR Global P&C	SCOR Global Life
Cash and cash equivalents at 1st January	1,413	639	660	581
Net cash flows from operations	602	177	455	155
Net cash flows from investing activities	(543)	(226)	985	(59)
Net cash flows from financing activities	(226)	6	(594)	-
Effect of changes in foreign exchange rates	(39)	(20)	(93)	(38)
Cash and cash equivalents at 31 December	1,207	576	1,413	639

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.6.3 NOTE 3 - ACQUISITIONS

The following section describes acquisitions which either occurred or for which the purchase accounting was finalised in 2008.

ACQUISITION OF CONVERIUM HOLDING AG

During 2007, SCOR acquired 98.06% of the capital and voting rights of Converium Holding AG (**"Converium"**). On 19 February 2007 SCOR announced that it had acquired 32.94% of Converium's capital through open market purchase as well as specific acquisitions of blocks of shares. Additional shares were acquired through a mixed public offer in Switzerland (the "Offer") which occurred over the period from 12 June 2007 to 26 July 2007. The settlement and delivery of the shares acquired in the Offer was executed on 8 August 2007 at which date SCOR held 96.32% of the capital and voting rights of Converium.

During 2008, SCOR completed a "squeeze out" of the remaining shareholders of 1.94% of SCOR Holding Switzerland Ltd ("SHS" previously, Converium Holding AG).

At 31 December 2008 and 2007, SCOR held 100% and 98.06%, respectively, of the capital and voting rights of Converium.

Further details relating to the business combination are included in this Registration Document in Section 5.2.1.1 "Mixed public offer to acquire the Converium shares" and Section 5.2.1.2 "Squeeze out on the shares of SCOR Holding Switzerland".

Acquisition date

The business combination is recorded as from 8 August 2007. For simplification purposes and given its immaterial impact, the additional 1.74% ownership interests acquired between 8 August 2007 and 31 December 2007 are also consolidated as from this date. The acquisition of Converium by SCOR has not been recorded as a "step acquisition" as this would not materially change the fair value calculations of the assets and liabilities acquired or the resulting goodwill.

Determination of purchase price

SCOR acquired the 98.06% interest in Converium for EUR 1,888 million (EUR 1,876 million, excluding expenses) as follows:

In EUR million	Total
Shares acquired in 2006	5
Open market share purchases in 2007 prior to the announcement of the Offer	138
Shares acquired from Patinex and Alecta	
- Issuance of 17,837,210 new shares	375
- Cash	106
Tender Offer	
- Issuance of 46,484,676 new shares	873
- Cash	347
Open market purchases after the Offer period	32
Purchase price, excluding expenses	**1,876**
Expenses directly attributable to the acquisition	12
Total cost of 98.06% interest in Converium at 31 December 2007	**1,888**

Provisional and final allocation of purchase price

The initial fair value of assets and liabilities acquired at 8 August 2007 are as follows:

In EUR million	As reported at 31 December 2007 (1)	Final accounting
Assets		
Intangible assets	315	211
Tangible assets	9	9
Investments	6,004	6,004
Investment in associates	36	36
Share of retrocessionaires in insurance and investment contract liabilities	276	276
Other assets	1,001	1,020
Cash and cash equivalents	366	366
Total assets	**8,007**	**7,922**
Liabilities		
Financial debt	150	150
Contract liabilities	5,802	5,870
Other liabilities	505	553
Total liabilities	**6,457**	**6,573**
Fair value of net assets	**1,550 (2)**	**1,349**

(1) As initially reported in the consolidated financial statements as at 31 December 2007.
(2) Includes the IFRS net assets acquired (EUR 1,536 million) and the Converium earnings from 1st July to 8 August 2007 (EUR 14 million).

In accordance with IFRS 3, the initial accounting for an acquisition can be reviewed within a period of twelve months from the acquisition date. This concerns both the fair value of acquired assets and liabilities and the cost of the business combination. The initial accounting for the business combination with Converium, which occurred on 8 August 2007, had initially been determined on a provisional basis. The accounting was finalised in 2008.

As at 31 December 2008, the total amount of expenses directly attributable to the business combination is EUR 15 million (EUR 12 million in the initial accounting at 31 December 2007).

The movement in the goodwill during the year ended 31 December 2008, including the impact of the finalisation of the accounting on the 31 December 2007 published information is as follows:

Goodwill calculation in relation to 98.06% interest acquired on 8 August 2007					
In EUR million	Initial accounting	Adjustments	Initial accounting as at 31 December 2007 (1)	Adjustments	Final accounting as at 31 December 2008
Purchase price	1,868	8	1,876	-	1,876
Acquisition costs	11	1	12	3	15
Total cost of investment	**1,879**	**9**	**1,888**	**3**	**1,891**
IFRS net assets acquired	1,513	23	1,536	(201)	1,335
2007 earnings contribution under equity method, net of dividends received	(5)	-	(5)	-	(5)
Earnings 1st July 2007 to 8 August 2007	12	2	14	-	14
Minority interests in net assets acquired	(36)	5	(31)	4	(27)
Fair value of net assets acquired on 8 August 2007	**1,484**	**30**	**1,514**	**(197)**	**1,317**
Goodwill on 98.06%	**395**	**(21)**	**374**	**200**	**574**

(1) As published in the SCOR consolidated financial statements for the year ended 31 December 2007.

The initial accounting for the acquisition of Converium was finalised effective 8 August 2008. During the finalisation of the accounting for the acquisition, the fair value of the net assets acquired initially increased EUR 23 million from 8 August 2007 to 31 December 2007 and were subsequently reduced by EUR 201 million between 31 December 2007 to 8 August 2008. The adjustments made during 2008 include the de-recognition of the Non Life customer relationship intangible asset of EUR 78 million. The Group concluded that due to the nature of the insurance market and the successful integration of Converium that such asset does not meet the control and separability criteria to follow recognition under IFRS 3. The adjustments also included the strengthening of the GMDB reserves following a detailed review of the model and the refined of assumptions which increased goodwill by EUR 67 million. The class action settlement and other adjustments, including tax impacts amounted to EUR 56 million.

The squeeze-out of minority interests has been recorded using the parent entity-extension method whereby the difference between the cost of the additional interest in the subsidiary and the minority interests' share of the assets and liabilities reflected in the consolidated balance sheet at the date of acquisition of the minority interest is recorded as goodwill.

The details relating to the squeeze-out of minority interests are as follows:

In EUR million	Squeeze-out of 1.94% minority interests 6 June 2008 Total
Issuance of 1,420.408 new SCOR shares	20
Cash	12
Expenses directly attributable to the acquisition	2
Total cost of 1.94% interest in SCOR Holding Switzerland	**34**
Fair value of net assets acquired	29
Goodwill on 1.94% squeeze out of minority interests	**5**
Goodwill on 98.06% acquisition	**574**
Total goodwill relating to the acquisition of Converium	**579**

The fair value of the SCOR shares issued in payment of the acquisition was determined based on the market price of SCOR shares from 15 April 2008 to 21 April 2008 of EUR 14.972 less EUR 0.80 for the 2007 dividend.

The total goodwill resulting from the acquisition of 100% of Converium shares, after squeeze-out of remaining minority interests, amounts EUR 579 million.

Share of Converium income included in the Group's consolidated income

The table below details the key figures for Converium included for the period from 8 August 2007 to 31 December 2007 in the Group results for the year ended 31 December 2007:

In EUR million	Converium income statement for the period from 8 August to 31 December 2007 (1)
Gross written premiums	**533**
Of which Life	82
Of which Non-Life	451
Operating results	**145**
Financing expenses	(7)
Corporate income tax	(28)
Consolidated net income	**110**
Minority interests	(2)
Group net income	**108**

(1) Adjusted for the completion of the initial acquisition accounting.

Furthermore, for the period between 26 April and 8 August 2007 (the acquisition date for consolidation purposes), 32.94% of Converium results were accounted for according to the equity method in the SCOR consolidated financial statements for the year ended 31 December 2007. Earnings of EUR 10 million, before EUR 5 million elimination of dividends distributed by Converium, has consequently been recorded as income from associated companies during 2007. The results of the former Converium Group are fully consolidated for the year ended 31 December 2008.

ACQUISITION OF THE REMARK GROUP BV

The acquisition of ReMark Group BV (**"ReMark"**) for consideration of EUR 65 million was recorded on 30 June 2007 in the balance sheet of SCOR Global Life SE following a series of stock acquisitions from existing shareholders during the first half of 2007.

At 30 June 2007, SCOR Global Life SE held 98.67% of ReMark shares and 100% of the total voting rights. This acquisition gives SCOR the ability to develop its activities in reinsurance in partnership with a company specialised primarily in direct individual accident insurance.

As from the acquisition date of 30 June 2007, ReMark Group BV was fully consolidated by SCOR.

The provisional goodwill was estimated at EUR 42 million.

In accordance with IFRS 3, the accounting of a business combination can be reviewed within twelve months from the acquisition date. On 30 June 2008, the final purchase price allocation was completed and led to the recognition of an intangible asset for the value of business acquired of EUR 62 million and related deferred tax liabilities of EUR 20 million.

SCOR has classified the intangible asset related to the ReMark acquisition as value of business acquired ("VOBA") to reflect the substance of the guaranteed future income stream and to ensure mirror accounting of the contracts that SCOR has sourced from ReMark as well as consistency with amounts used in embedded value calculations.

The finalisation of the initial accounting of ReMark Group BV, completed on 30 June 2008, was recorded as follows:

	Fair value of assets and liabilities acquired at 30 June 2007		
In EUR million	2007 Provisional	2008 Adjustments	2008 Final
Assets			
VOBA	-	62	62
Other assets	21	-	21
Cash and cash equivalents	5	-	5
Total assets	**26**	**62**	**88**
Liabilities			
Other liabilities	3	-	3
Deferred tax liabilities	-	20	20
Total liabilities	**3**	**20**	**23**
Fair value of net assets	**23**	**42**	**65**
Consideration	65	-	65
Goodwill	**42**	**(42)**	**-**

As a result of the finalisation of the purchase accounting at 30 June 2008 there is no goodwill arising from the acquisition of ReMark.

ACQUISITION OF LA COMPAGNIE PARISIENNE DE PARKING ("CPP")

On 20 February 2007, SCOR Auber acquired 75% of the shares of "la Compagnie Parisienne de Parking" for EUR 17 million, settled in cash. The provisional goodwill was estimated at EUR 2 million.

The accounting for this acquisition was finalised on 20 February 2008 and there were no changes made to the amounts determined provisionally.

ACQUISITION OF PRÉVOYANCE RÉ

On 24 October 2008, SCOR announced that it had acquired 100% of the share capital and voting rights of Prévoyance Ré and its Life and Health reinsurance subsidiary Prévoyance et Réassurance from the Malakoff Médéric group, the leading group in the French social protection market. Prévoyance Ré's primary clients consist of provident institutions and other mutual insurance organisations. Prévoyance Ré will continue to provide its clients with high-level services, whilst fully benefiting from SCOR's recognised know-how in Life and Health.

Additional details on the acquisition are included in this Registration Document in Section 5.2.1.3 Acquisition of all shares of Prévoyance Ré.

Determination of purchase price

SCOR acquired the 100% interest in Prévoyance Ré for EUR 40 million (EUR 39 million, excluding expenses) as follows:

In EUR million	Total
Open market purchases of 3,459,075 SCOR shares	53
Change in share price to 24 October 2008	(14)
Fair value of SCOR shares at acquisition date	39
Expenses directly attributable to the acquisition	1
Total cost of 100% interest in Prévoyance Ré as at 31 December 2008	**40**

Provisional allocation of purchase price

The initial accounting of the business combination, included in the consolidated financial statements of the Group at 31 December 2008 has been determined on a provisional basis. This is due to the fact that for certain items, the information necessary in order to make a final determination of fair value was still provisional.

The purchase price has therefore been allocated based on a preliminary estimate of the fair value of assets acquired and liabilities assumed at the date of acquisition determined in accordance with IFRS 3 "Business Combinations". The provisional allocation requires significant assumptions and the use of external expertise. Therefore, it is possible that the preliminary estimates will change as the purchase price allocations are finalised.

The provisional fair value of assets and liabilities acquired on 24 October 2008 is as follows:

Prévoyance Ré: fair value of assets and liabilities acquired as at 24 October 2008 In EUR million	Provisional
Assets	
VOBA	21
Investments	160
Share of retrocessionaires in contract liabilities	132
Other assets	4
Cash and cash equivalents	12
Total assets	**329**
Liabilities	
Contract liabilities	272
Other liabilities	11
Total liabilities	**283**
Fair value of net assets	**46**
Consideration	40
Negative goodwill	**6**

Value of business acquired

The value of business acquired ("VOBA") has been estimated at EUR 21 million based on an estimate of expected future income and using a discount rate including an appropriate risk premium. This intangible asset will be amortised over the lifetime of the underlying treaties, in line with expected emergence of income.

20.1.6.4 NOTE 4 - INTANGIBLE ASSETS

In EUR million	Goodwill	Value of business acquired	Other	Total
At 1 January 2007				
Gross value	381	679	19	1,079
Amortisation– cumulative	-	(51)	(4)	(55)
Impairment-cumulative	(181)	-	-	(181)
"Shadow accounting"	-	(6)	-	(6)
Net book value at 1 January 2007	**200**	**621**	**15**	**837**
Effect of foreign exchange rate movements	-	(14)	(3)	(17)
Increases	-	-	4	4
Change in scope of consolidation	577	179	79	835
Amortisation for the year	-	(84)	(2)	(86)
Impairment for the year	-	-	-	-
"Shadow accounting"	-	3	-	3
At 31 December 2007(1)	**777**	**705**	**93**	**1,575**
Gross value	958	857	99	1,914
Amortisation – cumulative	-	(149)	(6)	(155)
Impairment – cumulative	(181)	-	-	(181)
"Shadow accounting"	-	(3)	-	(3)
Net book value at 31 December 2007 (1)	**777**	**705**	**93**	**1,575**
Effect of foreign exchange rate movements	0	(11)	(13)	(24)
Increases	7	-	(3)	4
Change in scope of consolidation	3	21	0	24
Amortisation for the year	-	(131)	(7)	(138)
Impairment for the year	-	-	-	0
"Shadow accounting"	-	23	-	23
At 31 December 2008	**787**	**607**	**70**	**1,464**
Gross value	968	862	84	1,914
Amortisation – cumulative	-	(278)	(14)	(292)
Impairment – cumulative	(181)	-	-	(181)
"Shadow accounting"	-	23	-	23
Net book value at 31 December 2008	**787**	**607**	**70**	**1,464**
By Segment as at 31 December 2008				
SCOR Global P&C	742	-	67	809
SCOR Global Life	45	607	3	655
TOTAL	**787**	**607**	**70**	**1,464**
By Segment as at 31 December 2007 (1)				
SCOR Global P&C	736	-	88	824
SCOR Global Life	41	705	5	751
TOTAL	**777**	**705**	**93**	**1,575**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

GOODWILL

Goodwill, which represents the excess of the cost of each business combination over SCOR's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities acquired, was EUR 787 million as at 31 December 2008 and EUR 777 million as at 31 December 2007. During 2008 the Group finalised the initial accounting in respect of the 2007 acquisition of Converium which resulted in goodwill of EUR 579 million, including EUR 5 million regarding the squeeze-out of minority interests.

For the purposes of impairment testing, goodwill acquired in a business combination is allocated by SCOR to the groups of cash generating units (CGUs) that are expected to benefit from the synergies of the business combination. SCOR groups its CGU's by its primary segments, SCOR Global P&C and SCOR Global Life. This is consistent with the way that SCOR now manages and monitors its business and cash flows.

The level at which the goodwill impairment test has been conducted in 2008 has changed from 2007 representing the change in organisational and management structure of the Group. If the same approach had been used in 2007, there would not have been a material impact on the conclusions reached.

In order to estimate the fair value of SCOR Global P&C and SCOR Global Life for purposes of impairment testing, SCOR uses a discounted cash flow model comprised of an earnings model, which considers forecasted earnings, and other financial ratios of the reportable segment based on board approved business plans which incorporates key drivers of the underwriting results. Business plans include assessments of gross and net premium expectations, expected loss ratios and expected expense ratios over a 3 year time horizon together with actuarial assumptions such as the coefficient of variation on ultimate net reserves together with assumptions as to mean time to payment of existing reserves and future business. SCOR uses Euro risk free interest rates and the estimated SCOR Global cost of capital (10.38%) as derived from the Capital Asset Pricing Model ("CAPM") for discounting purposes. SCOR also uses conservative growth rate assumptions in its valuation models for the calculation of net premium value ad infinitum.

In addition for Life, goodwill this is tested for impairment by analysis using inputs and the methodology that SCOR applies in calculating the Life Embedded Value. This approach utilizes discount rates of between 6.4% and 8.8% depending on currency and duration and including an average risk margin of 3.1%.

As part of the impairment testing, SCOR assesses whether the current fair value of operating units is at least equal to the fair value used in the determination of goodwill. If it is determined that an impairment exists, the carrying value of goodwill is adjusted to its fair value. Any impairment charge is recorded in income in the period in which it is determined.

The annual goodwill impairment tests conducted for both the Global P&C segment and the Global Life segment show a fair value in excess of the carrying value. In light of the rapidly changing economic environment SCOR updated and reviewed the validity of its impairment test findings at 31 December 2008.

The result of the goodwill impairment tests is that no goodwill impairment charges were recognised for the years ended 31 December 2007 or 31 December 2008.

Effective 24 October 2008 the Group acquired 100% of the share capital of Prévoyance Ré. Based on the provisional initial accounting for this acquisition the SCOR Global Life segment has recorded EUR 6 million in provisional negative goodwill ("badwill") as at 31 December 2008.

VALUE OF BUSINESS ACQUIRED

VOBA at 31 December 2008 and 2007 relates to the following:

In EUR million	For the year ended 31 December 2008	2007 (1)
Revios Group, acquired in 2006	457	535
Converium Life portfolio acquired in 2007	78	112
Remark acquired in 2007	52	58
Prévoyance Ré acquired in 2008 (provisional)	20	-
Total VOBA	**607**	**705**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

The IFRS 4 liability adequacy testing which includes VOBA recoverability, showed no indicators of impairment for the years ended 31 December 2008 or 2007. Shadow VOBA amounted to EUR 23 million and EUR (3) million at 31 December 2008 and 2007, respectively.

OTHER INTANGIBLE ASSETS

Other intangible assets at 31 December 2008 were EUR 70 million compared with EUR 93 million at 31 December 2007.

Other intangible assets with finite useful lives at 31 December 2008 were EUR 56 million compared with EUR 67 million at 31 December 2007. The largest component of this balance is the intangibles with finite lives generated from the separate joint venture agreements, GAUM and MDU, acquired through the Converium business combination. The Group amortises its other intangibles with a finite life over a 3 to 10 year period dependent on the specific circumstances of each arrangement.

The Group conducted its annual assessment of the amortisation period and amortisation method of these finite life intangible assets at year end and has concluded that both the amortisation period and existing amortisation methodology are appropriate and in line with current contractual agreements.

The amortisation charge associated with other intangibles with finite lives was EUR 7 million and EUR 2 million for the years ended 31 December 2008 and 2007 respectively.

Other intangible assets also include indefinite life intangible assets associated with Lloyds syndicate participations acquired through the Converium business combination. The Lloyds intangibles are deemed to have an indefinite life due to the ability to realise cash for these contractual rights through the Lloyds auction process. The rights to one Lloyds syndicate participation were sold during the year for a gain on disposal of EUR 0.5 m while on another Lloyds syndicate the contractual nature of the agreement was changed giving rise to a gain on sale of EUR 5 million together with a reduction of the useful life from an indefinite period to a 10 year period. Other intangible assets having an indefinite useful life at 31 December 2008 were EUR 17 million compared with EUR 26 million at 31 December 2007.

Intangible assets with an indefinite life are tested for impairment annually. The price of the Lloyds syndicate participations from the Lloyds auction process are key inputs to the impairment tests conducted which demonstrated that there are no indicators of impairment. Accordingly no impairment charges were recognised for the year ended 31 December 2008 or the year ended 31 December 2007.

20.1.6.5 NOTE 5 – REAL ESTATE INVESTMENTS

All properties held by the Group are considered investment property. They consist of office or housing buildings which the Group owns and leases and office buildings and warehouses capitalised under finance lease contracts.

The movements in the real estate investments is analysed as follows:

In EUR million	Real estate investments	Finance Leases	Total
Gross value at 31 December 2006	**274**	**106**	**380**
Foreign exchange rate movements			
Additions	24	-	24
Disposals	(24)	(15)	(39)
Change in scope of consolidation	21	-	21
Gross value at 31 December 2007	**294**	**91**	**385**
Foreign exchange rate movements			
Additions	15	-	15
Disposals	(14)	-	(14)
Change in scope of consolidation	-	-	-
Gross value at 31 December 2008	**295**	**91**	**386**
Cumulative depreciation and impairment at 31 December 2006	**(77)**	**(17)**	**(94)**
Depreciation for the period	(1)	(2)	(3)
Impairment for the period	2		2
Other	(3)	3	-
Cumulative depreciation and impairment at 31 December 2007	**(79)**	**(16)**	**(95)**
Depreciation for the period	(3)	(3)	(6)
Impairment for the period	-	-	-
Other	1	-	1
Cumulative depreciation and impairment at 31 December 2008	**(80)**	**(21)**	**(101)**
Carrying value as at 31 December 2006	**197**	**89**	**286**
Carrying value as at 31 December 2007	**215**	**75**	**290**
Fair value as at 31 December 2007	338	106	444
Carrying value as at 31 December 2008	**215**	**70**	**285**
Fair value as at 31 December 2008	329	99	428

The minimum expected rental income on investment properties and finance leases are presented in Note 26 - Commitments given and received.

In December 2003, the Group sold its headquarters but will remain a tenant of this building until December 2012. The owner of the building has a bank guarantee based on SCOR's rating. SCOR has pledged assets for the same value with the bank that issued this guarantee.

20.1.6.6 NOTE 6 - INSURANCE BUSINESS INVESTMENTS

The insurance business investments of the Group can be analysed as follows:

Analysis by financial investment category

In EUR million		Net book value (1) As at 31 December 2008	2007 (2)
Real estate investments	Note 5	285	290
Equities		1,127	1,354
Fixed income		6,093	7,745
Available-for-sale investments		**7,220**	**9,099**
Equities		37	70
Fixed income		116	105
Investments at fair value through income– designated upon initial recognition		**153**	**175**
Loans and receivables	Note 7	9,309	7,380
Derivative instruments	Note 8	15	27
Total insurance business investments		**16,982**	**16,971**

(1) Net book value is equal to fair value except for real estate investments for which the fair value is included in Note 5 and certain loans and receivable as detailed in Note 7.
(2) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

At 31 December 2008, Prévoyance Ré contributed EUR 160 million to insurance business investments comprised of EUR 122 million available-for-sale fixed income securities, EUR 30 million available-for-sale equities and EUR 8 million loans and receivables.

VALUATION METHODS

Analysis of insurance business investments and financial liabilities carried at fair value by valuation method

In EUR million	Total	FV based on prices published in an active market	FV determined using valuation technique based on observable market data	FV determined using valuation technique not (or partially) based on market data	Cost or amortised cost
Real estate	**285**	**-**	**-**	**-**	**285**
Equities	1,127	690	301	18	118
Fixed income	6,093	5,142	943	8	-
Available-for-sale investments	**7,210**	**5,832**	**1,244**	**26**	**118**
Equities	37	37	-	-	-
Fixed income	116	116	-	-	-
Investments at fair value through income	**153**	**153**	**-**	**-**	**-**
Loans and receivables	**9,309**	**1,929**	**-**	**-**	**7,380**
Derivative instruments - assets	**16**	**(2)**	**18**	**-**	**-**
Total insurance business investments	**16,983**	**7,913**	**1,262**	**26**	**7,783**
Cash and equivalents	**1,783**	**1,783**	**-**	**-**	**-**
Investments and cash	**18,766**	**9,696**	**1,262**	**26**	**7,783**

(1) Excluding real estate investments which are carried at cost net of accumulated depreciation and impairment (see note 5) and financial debt which is recorded at amortised cost (see note 14).

Investments at fair value determined using valuation techniques not (or partially) based on market data

The Group has certain investments which are valued based on models prepared by external third parties using market inputs. These primarily comprise structured products, other than agencies for which the market which is considered active, as well as hybrid, tier 1 and tier 2 corporate debt and hedge funds. Similarly, the Group values certain derivative investments, namely the mortality and real estate swaps and S&P options, using internal valuation techniques based on observable market data.

The fair value adjustment recognised in the income statement during the year for financial assets at fair value through income estimated using a valuation technique is EUR (35.2) million (2007: EUR 5 million).

Available-for-sale investments measured at cost

Available for sale investments included approximately EUR 118 million which are measured at cost. These investments include primarily unlisted equity securities.

During 2008, there were no material gains and realised losses realised on the disposal of available for sale investments which were previously carried at cost.

Available-for-sale investments

Movements in unrealised gains (losses)

The change in the valuation of the available-for-sale portfolio affecting shareholders' equity is as follows:

In EUR million	2008	2007
Net unrealised losses (net of tax) 1 January	**(13)**	**(6)**
Transferred to consolidated net income during the period	42	-
Change in unrealised gains and losses (including investments purchased during the period)	(277)	(5)
Impact of foreign exchange	-	4
Change in scope and other	(3)	(6)
Net unrealised losses (net of tax) 31 December	**(251)**	**(13)**

At 31 December 2008, the unrealised gains and losses on available-for-sale investments can be analysed as follows:

In EUR million	Unrealised gains	Unrealised losses	Net unrealised gains (losses)
Equities	27	(279)	(252)
Bonds	113	(339)	(226)
Unrealised gains and losses on available-for-sale investments (gross of tax)	**140**	**(618)**	**(478)**

Total impairment losses recorded in 2008 amounted to EUR 260 million of which EUR 218 million relating to the equity portfolio and EUR 42 million on fixed-income securities (EUR 21 million and EUR 1 million, respectively in 2007).

Unrealised losses – equity securities

The Group analyses its unrealised losses on equity securities as follows:

In EUR million	As at 31 December 2008 Duration of decline in months			
Magnitude of decline	**< 12**	**12-18**	**> 18**	**Total**
31-40%	(84)	(39)	(13)	(136)
41-50%	(23)	(51)	(8)	(82)
≥ 51%	(2)	(2)	-	(4)
Total unrealised losses on available-for-sale equity securities analysed on a line-by-line basis	**(109)**	**(92)**	**(21)**	**(222)**
Unrealised loses < 30%				(22)
Hedge funds				(21)
Unrealised gains and other [(1)]				13
Net unrealised loss				**(252)**

(1) Other also includes one listed investment with an unrealised loss of EUR 14 million which the Group did not impair given the high volatility observed in the last two months of the year and the strategic nature of the investment.

Unrealised losses – fixed income securities

SCOR considers payment default events as the primary indicator that an investment in a fixed income security may be impaired rather than the duration and magnitude of the unrealised loss.

The following table summarises the fixed income securities and unrealised losses by class of fixed income security :

In EUR million	Book value	Net of unrealised gains/(losses)of
Corporate bonds	2,423	(163)
Government bonds	2,805	67
Structured products	981	(130)
Total fixed income securities	**6,209**	**(226)**

Credit ratings – fixed income securities

An analysis of the credit ratings of fixed income securities is as follows:

In EUR million	AAA	AA	A	BBB	< BBB	Not rated	Total
As at 31 December 2008							
Available-for-sale	4,136	453	1,054	254	24	172	6,093
Fair value through income	55	28	29	3	2	-	116
Total fixed income securities as at 31 December 2008	**4,191**	**481**	**1,083**	**257**	**25**	**172**	**6,209**
As at 31 December 2007							
Available-for-sale	5,594	728	960	306	19	139	7,745
Fair value through income	42	27	16	4	3	14	105
Total fixed income securities as at 31 December 2007	**5,637**	**754**	**976**	**309**	**21**	**153**	**7,850**

AGING OF INSURANCE BUSINESS INVESTMENTS

The aging of the insurance business investments is included with the analysis of the aging of all financial assets in Note 27.

20.1.6.7 NOTE 7 - LOANS AND RECEIVABLE

In EUR million	2008	2007 (1)
Funds held by ceding companies	7,202	7,186
Short term investments	1,929	47
Loans secured against collateral	34	35
Other loans maturing in more than one year	77	28
Deposits	68	84
Impairment allowance	(1)	(1)
Total	**9,309**	**7,380**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

Loans and receivables include primarily receivables from cash deposits made at the request of ceding companies as collateral for commitments (insurance contract liabilities), short term investments and related accrued interest. Short term investments includes government bonds, certificates of deposit (CDs) and treasury bills (T-bills) maturing between 3 and 12 months from the date of purchase. CDs and T-maturing in more than 12 months from date of purchase are included in "other loans maturing in more than one year".

The increase of EUR 1,929 million in loans and receivables is due to increases in short term investments.

Short term investments are carried at fair value. Other loans and receivables are carried at cost which approximates the fair value at 31 December 2008 and 2007.

20.1.6.8 NOTE 8 - DERIVATIVE INSTRUMENTS

Derivative financial instruments include the following items:

In EUR million	Derivative assets 2008	Derivative assets 2007	Derivative liabilities 2008	Derivative liabilities 2007	Fair value through income 2008	Fair value through income 2007
Mortality swap	10	-	-	-	1	-
Real estate swap	3	-	1	-	3	
S&P 500 Index options	5	29	-	-	(39)	10
Interest rate swaps	-	1	-	-	(1)	
Forward currency contracts	(3)	(3)	9	1	(9)	(3)
Total	**15**	**27**	**10**	**1**	**(45)**	**7**

MORTALITY SWAP

Effective 1st January 2008, SCOR Global Life SE concluded a four-year mortality swap with JP Morgan, under the terms of which it will receive up to USD 100 million and EUR 36 million in the event of a significant rise in mortality. The agreement which runs from 1 January 2008 to 31 December 2011 will compensate SCOR notably for a rise in mortality rates due to major pandemics, natural catastrophes or terrorist attacks.

The swap is indexed against a weighted combination of U.S. and European population mortality, measured over two consecutive calendar years. According to the structure of the arrangements, a payment will be triggered if, at any time during the period covered, the index exceeds 115%. At any index level between the trigger point of 115% and the exhaustion point of 125%, JP Morgan will pay to SCOR a pro-rata amount of the notional swap amount of USD 100 million plus EUR 36 million, so that for example at an index level of 120%, 50% of the total amount becomes payable and at an index level of 130%, the full amount will be paid out. The mortality risk swap is fully collateralised by JP Morgan in favour of SCOR and thus SCOR bears no credit risk exposure.

Additionally, SCOR deposited USD 850,000 as collateral in relation to this swap.

Valuation

The mortality swap asset is measured as the difference between the present value of expected cash flow based on the contractual spread (205 bps) and the current estimated spread.

REAL ESTATE SWAP

SCOR has entered into two real estate swap contracts, with ABN AMRO. The two separate swaps are calculated and settled annually:

- SCOR swaps the French offices return for 1Y Euribor + 2.20%.
- SCOR swaps 1Y Euribor + 2.20% for the German all properties return.

The objective of this transaction is to:

- Hedge SCOR's direct economic exposure to the Paris commercial real estate market;
- Diversify SCOR's real estate direct allocation to other real estate sectors, especially residential, with geographical diversification through other country exposures.

This dual-swap transaction has been concluded for 5 years commencing in 2007 and running until 2011. The swaps are settled annually in April of each year.

The indices used to measure the considered real estate returns are those issued by an independent third party company. These indexes are obtained by the analysis of the appraised market values on 31st December of each year and rental incomes of the real estate portfolios of institutional investors using the independent third party provider. The indices are therefore derived from a large and diversified data base.

The notional exposure for each of the four legs of the transactions is EUR 30 million.

Valuation

Due to the lack of liquidity in the property derivatives market, SCOR values these swaps using an internal model based on market inputs.

EQUITY INDEX ANNUITY HEDGING OPTIONS

S&P 500 index options are purchased as part of the overall asset/liability duration management strategy for the Equity Indexed Annuity product line. For annuity products where policyholder values are credited based on the performance of a specified index, over the counter options are purchased as investments to provide the income needed to fund the index credits.

These options are valued based on the Black & Scholes model using December 2008 financial date including the appropriate indexes, volatility measures and yield rates. The notional amount at 31 December 2008 was USD 734 million (EUR 522 million) for which the cost of the option was USD 31 million (EUR 22 million) and the fair value adjustment recorded at 31 December 2008 amounted to USD 23 million (EUR 16 million) to reduce the options to their fair value of USD 8 million (EUR 6 million). The total decrease in fair value for these contracts in 2008 recorded through income amounted to USD 57 million (EUR 39 million).

The underlying indexed annuity contracts contain caps (limits) on the percentage increase in the underlying index that SCOR contractually must credit to the policyholders' accounts. The average cap on the portfolio is about 6%. Our maximum total exposure at 31 December 2008 associated with the USD 734 million notional amount including recognition of the caps if counterparties fail to pay is USD 76 million.

INTEREST RATE SWAPS

SCOR enters into interest rates swaps to cover its exposure to financial debt with variable interest rates. The fair value of these swaps is obtained from the banking counterparty. The total notional amount relating to these swaps is EUR 111 millions at 31 December 2008. Net interest paid under these swaps amounted to EUR 4 million in 2008 (2007: nil).

FORWARD CURRENCY CONTRACTS

SCOR enters into forward currency purchase and sales contracts to reduce its overall exposure to balances held in currencies other than the functional currencies of its subsidiaries. The contracts are recorded at their net fair value. The outstanding contracts at 31 December 2008 and 2007, converted into EUR at the closing rates, were as follows:

	Forward sales		Forward purchases	
In EUR million	Notional	Fair Value	Notional	Fair Value
31 December 2008	519	529	851	830
31 December 2007	410	411	667	664

20.1.6.9 NOTE 9 - INVESTMENTS IN ASSOCIATES

The Group holds investments in associated companies. The following table provides a summary of the financial information for these companies expressed in local standards.

In EUR million	Control %	Country	Total assets	Total liabilities excluding equity	Turnover	Net income at 100%	Net book value (in SCOR)
ASEFA	40%	Spain	890	850	171	13	20
Mutre	33%	France	462	429	-	1	11
GAUM	30%	United Kingdom	133	116	222	8	32
SCOR CHANNEL	100%	Guernsey	16	11	21	1	1
SCOR Gestion financière	100%	France	5	-	-	-	5
Total 2007 (1)							**70**
ASEFA	40%	Spain	1,011	948	156	23	28
Mutre	33%	France	489	439	93	2	19
SCOR CHANNEL	100%	Guernsey	14	13	15	-	1
SCOR Gestion financière	100%	France	5	-	-	-	5
Total 2008 (2)							**53**

(1) Based on 2006 accounts except ASEFA which is based on 2007 accounts.
(2) Based on 2007 accounts except ASEFA which is based on 2008 accounts.

During 2008, following EU approval SCOR completed the sale of its 30.1% equity stake in GAUM to Munich Re and Northern States Agency Inc, a subsidiary of Berkshire Hathaway, for an amount equal to the fair value of its investment in GAUM determined during the acquisition accounting of Converium and accordingly there was no realised gain or loss on disposal of this investment.

20.1.6.10 NOTE 10 - ACCOUNTS RECEIVABLES AND DEBTS WITH CEDENTS AND RETROCESSIONAIRES

In EUR million	2008 SCOR Global Life	2008 SCOR Global P&C	2008 Total	2007 SCOR Global Life	2007 SCOR Global P&C	2007 Total
Gross receivables from ceding companies	150	448	598	162	272	433
Provision for bad debts	(2)	(17)	(19)	(4)	(12)	(16)
Estimated premiums receivable from cedents, net of commission	1,682	956	2,638	915	863	1,777
Assumed insurance and reinsurance accounts receivable	**1,831**	**1,386**	**3,217**	**1,072**	**1,123**	**2,195**
Amount due from reinsurers	82	37	119	138	131	269
Provision for bad debts	0	(6)	(6)	(1)	(7)	(8)
Receivables from ceded reinsurance transactions	**82**	**31**	**113**	**137**	**124**	**262**
Assumed insurance and reinsurance accounts payable	**(68)**	**(72)**	**(140)**	**(127)**	**(179)**	**(306)**
Liabilities for cash deposits from retrocessionaires	(543)	(113)	(656)	(491)	(122)	(612)
Amount due to reinsurers	(82)	(48)	(130)	(71)	(18)	(89)
Estimated premiums payable to retrocessionaires, net of commission	(115)	(45)	(160)	(91)	(24)	(115)
Accounts payable on ceded reinsurance transactions	**(740)**	**(206)**	**(946)**	**(653)**	**(164)**	**(817)**

Accounts receivable from and payable to cedents and retrocessionaires are mostly due in less than one year. A complete aging of financial assets is included in Note 27.

20.1.6.11 NOTE 11 - DEFERRED ACQUISITION COSTS

In EUR million	2008 SCOR Global Life	2008 SCOR Global P&C	2008 Total	2007 SCOR Global Life	2007 SCOR Global P&C	2007 Total
Gross value at 1st January	**722**	**230**	**952**	**555**	**108**	**663**
Accumulated amortisation and impairment losses	(296)	-	(296)	(200)	-	(200)
Net value at 1st January	**426**	**230**	**656**	**355**	**108**	**463**
Capitalisation of new contracts for the period	91	257	348	152	102	254
Change in scope of consolidation and contract portfolio exchanges	-	(29)	(29)	(7)	131	123
Amortisation for the year	(90)	(231)	(321)	(64)	(111)	(175)
Capitalised interest	18	-	18	15	-	15
Impairment losses during the year	-	-	-	-	-	-
Amortisation and impairment losses	1	-	1	(6)	-	(6)
Foreign exchange rate movements	3	(8)	(5)	(23)	(4)	(26)
Other changes (including change in shadow accounting)	75	8	83	3	3	6
Gross value at 31 December	**912**	**227**	**1,139**	**722**	**230**	**952**
Accumulated amortisation and impairment losses	(388)	-	(388)	(296)	-	(296)
Net value at 31 December	**524**	**227**	**751**	**426**	**230**	**656**

20.1.6.12 NOTE 12 - CASH AND CASH EQUIVALENTS AND CASH FLOWS

Cash and cash equivalents

In EUR million	2008	2007
Cash on hand and cash equivalent	620	1,057
Short-term deposits or investments	1,163	995
Cash and cash equivalents	**1,783**	**2,052**

Cash earns interest based on daily deposit interest rates. Short term deposits and investments mature in less than three months from the date of the initial investment and earn interest based on the rates for short term deposits.

Bank overdrafts amount to EUR 41 million and EUR 1 million at 31 December 2008 and 2007, respectively and are included in financial debt (see note 14) and are thus excluded from the cash and cash equivalents balances.

NET CASH FLOW FROM OPERATIONS

The following table reconciles consolidated net income to net cash flow provided by (used in) operations as presented on the statement of cash flows:

In EUR million	For the year ended 31 December 2008	2007 [1]
Consolidated net income	**315**	**407**
Realised gains and losses on investment disposals	(89)	(109)
Change in accumulated amortisation and other provisions	331	101
Changes in deferred acquisition costs	(27)	(80)
Net increase in contract liabilities	721	550
Change in fair value of financial instruments recognised at fair value through income	46	(13)
Other non-cash items included in operating results [2]	(877)	61
Net cash flow provided by (used in) operations, excluding changes in working capital	**420**	**917**
Change in loans and accounts receivable [2]	346	(293)
Cash flows from other assets and liabilities		(14)
Net taxes paid	13	1
Net cash flow provided by (used in) operations	**779**	**611**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.
(2) Classification aligned in 2008 for Revios, Converium and ReMark following the transfer of their technical accounting information into existing SCOR systems. See Note 1 to the consolidated financial statements.

20.1.6.13 NOTE 13 - INFORMATION ON SHARE CAPITAL, CAPITAL MANAGEMENT, REGULATORY FRAMEWORK AND SHAREHOLDERS' EQUITY

SHARE CAPITAL

Authorised share capital

The authorised share capital of the Company at 31 December 2008 was 184,246,437 shares with a nominal value of EUR 7.8769723 each compared with authorised share capital of 182,726,994 shares of the same nominal value at the end of 2007.

Issued share capital

The number of ordinary shares which were issued and fully paid in circulation as at 31 December 2008 and 2007 were as follows:

Share capital	2008	2007
As at 1st January	**182,726,994**	**118,405,108**
Share capital increase – 26 April 2007		17,837,210
Share capital increase – 8 August 2007		46,484,676
Share capital increase – 5 June 2008	1,420,408	
Share capital increase – 31 December 2008 (exercise of stock options)	99,035	
As at 31 December	**184,246,437**	**182,726,994**
Average nominal price per share in EUR	7.8769723	7.8769723
Share capital in EUR	**1,451,304,081**	**1,439,335,470**

The increases in 2007 and 2008 were due to the purchase of Converium and the squeeze-out of the minority shareholders as described in Note 3 – Acquisitions. The shares issued in 2008 were issued at a nominal price of EUR 7.8769723 per share.

Treasury shares

The number of shares held as treasury shares by the Company or its subsidiaries at 31 December 2008 amounted to 4,904,551 compared to 2,975,633 shares at the end of 2007.

These treasury shares are not entitled to dividends.

Convertible debt

At 31 December 2008 the Group has outstanding debt (OCEANE) of EUR 200 million maturing in 2010 which is convertible to shares at the rate of 1.047 shares per EUR 20 par value bond. The terms of this loan are described more fully in Note 14 – Financial debt. Under the terms of conversion the number of shares issued would be 10,470,000 and 10,470,000 at 31 December 2008 and 2007, respectively.

CAPITAL MANAGEMENT POLICY, OBJECTIVES AND APPROACH

The Group's capital management policy is to optimise the utilisation of its capital and debt structure in order to maximize the short term and long term profitability to shareholders while at the same time providing its customers with an adequate level of security as measured by internal capital allocation models, rating agencies and national regulators.

The Groups' capital management objectives are:

- To match the profile of its assets and liabilities, taking account of the risks inherent in the business;
- To maintain strong credit ratings and healthy capital ratios in order to support its business objectives and maximise shareholder value;
- To retain financial flexibility by maintaining strong liquidity and access to a range of capital markets;
- To allocate capital efficiently and support the development of business by ensuring returns on capital employed meet the requirements of the regulators and stakeholders; and
- To manage exposures to movements in exchange rates.

The Group seeks to optimise the structure and sources of capital to ensure that it consistently maximises returns to the shareholders.

An important aspect of the Group's overall capital management process is the setting of target risk adjusted rates of return for business units, which are aligned to performance objectives and ensure that the Group is focused on the creation of value to shareholders.

In this regard the Group aims to achieve the following objectives over the next three years:

- To secure a return on equity ("ROE") of 900 basis points above the risk free rate over the cycle;
- To provide a Standard and Poor's A+ level of financial security to clients by 2010;
- To self-finance the current business plan of the Group;
- To return excess capital to shareholders.

The primary source of capital used by the Group is equity shareholders' funds and borrowings.

The Group also considers alternative sources of capital including reinsurance and securitisation, as appropriate when assessing its deployment and usage of capital.

The objective of the capital management policy is sustained and ensured through regular updates of forecasts and an annual strategic and financial planning process. The capital management process is ultimately subject to approval by the board.

Claims supporting capital managed is comprised of the following:

In EUR million	At 31 December 2008 Book value	Fair value	At 31 December 2007 Book value	Fair value
Subordinated debts	583	416	579	539
Debt instruments issued	201	214	206	247
Shareholders' equity	3,416	3,416	3,648	3,648
Total claims supporting capital	**4,200**	**4,046**	**4,434**	**4,434**

It should be noted that regulatory filings in the majority of counties in which we operate are not prepared on an IFRS GAAP basis. The statutory basis of accounting in various countries is very often different from IFRS giving rise to potential differences between IFRS GAAP capital and statutory capital.

REGULATORY FRAMEWORK

Regulators are primarily interested in protecting the rights of policyholders. At the same time regulators are also interested in ensuring that the group maintains an appropriate solvency position to meet unforeseen liabilities arising from economic shocks or natural disasters.

The operations of the Group are subject to regulatory requirements within the jurisdictions where it operates. Such regulations not only prescribe approval and monitoring of activities, but also impose certain restrictive provisions (e.g. capital adequacy) to minimise the risk of default and insolvency on the part of the reinsurance companies and insurance companies to meet unforeseen liabilities as they arise.

The Company actively monitors the regulatory capital requirements of each of its operating subsidiaries within this capital management framework. The Group is subject to applicable government regulation in each of the jurisdictions in which we conduct business, particularly in France, Switzerland, the United States, the United Kingdom, Ireland and Germany. Regulatory agencies have broad supervisory and administrative powers over many aspects of the insurance and reinsurance industries. Government regulators are concerned primarily with the protection of policyholders rather than shareholders or creditors. Failure of an operating company to meet the local regulatory capital requirements of the jurisdiction in which it operates could therefore lead to regulatory supervision or administration of the affairs of the operating company.

The Group aims to achieve full compliance in respect of all regulatory and solvency requirements in the jurisdictions in which it operates.

Group solvency

Under the European Directive relating to reinsurance, as adopted in France in late 2008, the Group is now subject to the solvency for which the first report is due in April 2009. SCOR has completed an initial estimate of Group solvency based on consolidated IFRS financial statements (which will be final adjusted for certain French GAAP requirements) which indicate that the Group expects to meet these requirements. SCOR was previously subject to Insurance Group solvency control according with Directive 98/78/EC of the European Parliament and of the Council of 27 October 1998 on the supplementary supervision of insurance groups.

INFORMATION ON RESERVES INCLUDED IN THE STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

Revaluation reserves

The asset revaluation reserves are used to account for the changes in fair value of the available-for-sale financial assets adjusted to reflect the effects of "shadow accounting", if any.

Translation adjustment

The translation adjustment caption records the differences in exchange rates resulting from the conversion of the financial statements of foreign subsidiaries.

The movement in the translation adjustment is primarily due to the translation of accounts of the subsidiaries using the U.S. dollar as the functional currency. The Group does not currently hedge its net investments in subsidiaries denominated in foreign currencies.

Share-based payments

The caption "Share-based payments" is used to offset the cost of services received in exchange for the granting of shares, stock options or for employee stock purchase plans.

A breakdown of the movements in the various reserves is provided in Section 20.1.4 – Statement of changes in shareholders' equity.

Information relating to dividend distribution

At the Annual General Meeting of 7 May 2008, the Board of Directors proposed and the shareholders approved a dividend of EUR 0.80 per share. The dividend was fully paid in cash on 14 May 2008 for a total amount of EUR 143 million.

In 2007 following approval at the General Shareholders' Meeting on 24 May 2007, SCOR SE proceeded with the payment of EUR 0.80 per share dividend, for a total amount of EUR 92 million.

INFORMATION RELATING TO DIVIDEND RESTRICTIONS

Certain group entities are subject to local regulatory requirements in the jurisdiction in which they operate which could limit their ability to pay dividends in the future.

MINIMUM NET WORTH UNDER STAND-BY LETTER OF CREDIT FACILITIES

In accordance with the terms of its stand by letter of credit facilities, the Company must meet certain minimum requirements relating to net worth. The Company currently meets all such requirements.

20.1.6.14 NOTE 14 - FINANCIAL DEBT

In EUR million	Maturity	2008 Net book value	2008 Fair value	2007 Net book value	2007 Fair value
Subordinated debt					
USD 100 millions	06/06/2029	71	71	68	68
EUR 100 millions	05/07/2020	102	102	102	102
EUR 50 millions	Perpetual	51	51	50	50
EUR 350 millions	Perpetual	359	192	359	319
Total subordinated debt		**583**	**416**	**579**	**539**
Debt instruments issued					
EUR 200 million Oceane	01/01/2010	191	204	196	237
Medium-term notes		10	10	10	10
Total debt instruments issued		**201**	**214**	**206**	**247**
Other financial debt					
Financial leases		67	67	71	71
Other		85	85	48	48
Total other financial debt		**152**	**152**	**119**	**119**
Total financial debt		**936**	**782**	**904**	**905**

SUBORDINATED DEBT

USD 100 million

A 30-year subordinated note totalling USD 100 million was issued on 7 June 1999. This note is redeemable by SCOR quarterly as from the tenth year. These floating-rate bonds bear interest indexed on the 3-month Libor rate plus (i) 0.80% for the first ten years and (ii) 1.80% thereafter.

EUR 100 million

The Company issued, on 6 July 2000, EUR 100 million in 20-year subordinated bonds, redeemable by SCOR each quarter as from the tenth year (i.e. 2009) following their issuance. These floating-rate bonds bear interest indexed on the 3-month Euribor plus (i) 1.15% for the first ten years, and (ii) 2.15% thereafter.

EUR 50 million

EUR 50 million Perpetual Step-Up subordinated notes were issued on 23 March 1999. These notes are redeemable after 15 years, and at a 5-year interval, beyond the 15 years. The floating-rate notes bear interest indexed on the 6-month Euribor plus (i) 0.75% for the first fifteen years of the issue, and (ii) 1.75% beyond the 15 years.

Beyond the control of the issuer, this loan allows for anticipated reimbursement in the following circumstances:

- A change in legislation or tax law which would deprive the bondholders of all or part of the interest payments stipulated in the initial "operating note".
- A change in the accounting of the instrument on the basis of accounting principles in France or the U.S., or changes in methods used by rating agencies which become unfavourable for SCOR.
- The liquidation or the complete sale of the Company, a merger or a takeover by a third party which would render, under certain circumstances, the complete redemption of the debt mandatory.

EUR 350 million

On 28 July 2006 SCOR issued a perpetual super-subordinated debt security (Tier 1 type) for an amount of EUR 350 million to finance the acquisition of Revios Rückversicherung AG. The bond issue, comprised of last-rank subordinated bearer certificates with a face value of EUR 50,000 bearing interest at an initial rate of 6.154% per annum then a floating rate indexed on the 3-month EURIBOR plus a margin of 2.90%, payable quarterly. There is no fixed redemption date but SCOR reserves the right to redeem, in part or in whole, the bonds as from 28 July 2016.

The debt includes a clause for mandatory settlement in cash if regulatory authorities or applicable legislation modify their ability to cover the solvency margin or equivalent. If this clause becomes applicable, the issuer must pay interest in cash even if no dividend has been paid, or proceed with the reimbursement of the notes in cash. Accordingly, the entire issue is considered as a financial debt.

DEBT INSTRUMENTS ISSUED

This category is comprised of bonds issued by the Group as follows:

OCEANE Borrowing EUR 200 million:

On 21 June 2004, the Board of Directors approved the issuance of a bond represented by SCOR OCEANE bonds, as approved at the Combined Shareholders' General Meeting on 18 May 2004, and delegated to its Chairman the authority required to carry out such transactions. Issued on 2 July 2004, the nominal value of this bond issuance is EUR 200 million represented by 10 million OCEANE's with a nominal value of EUR 20 each. The bonds earn interest at a rate of 4.125% payable upon maturity on 1st January of each year. The loan has a term of 5 years and 183 days.

In accordance with the accounting principles described in Note 1, this loan has been separated from its shareholders' equity component.

After separation of the shareholders' equity portion, the gross effective yield of the OCEANE bond is 6.265%. Amortisation is as follows:

- Normal amortisation: the bonds will be fully amortised on 1st January 2010 at a price of EUR 20 per bond.
- Anticipated amortisation: by purchase, on or off the stock market or public offer and under other conditions approved by the AMF under Visa No. 04-627 on 24 June 2004.

After separation of the components, the loan has been classified as financial debt, in accordance with paragraph 25 of the IAS 32 standards, due to the fact that SCOR has a contractual obligation to reimburse it on the maturity date, at the latest.

At any time from 2 July 2004 until the seventh day preceding the normal or early redemption date, bondholders may request conversion or exchange of the bonds for shares at the rate of 1.047 shares for one bond. The Company may choose to provide new shares to be issued and/or existing shares.

The fair-value of the Oceane security debt amounts to EUR 204 million as at 31st December 2008 (compared to EUR 237 million at 31 December 2007).

Debt reimbursements

On 21 June 2007, SCOR reimbursed at maturity an unsubordinated bond totalling EUR 200 million, issued in 2002.

On 24 December 2007, SCOR Holding (Switzerland) AG had its Luxemburg subsidiary Converium Finance S.A. redeem all of the 8.25% guaranteed subordinated notes due 2032, totalling an aggregate principal amount of USD 200,000,000. This redemption, in addition to the reduction in future financing costs, enabled SCOR Holding (Switzerland) to take steps towards the deregistration of its securities and the termination of its reporting requirements under the U.S. Securities Exchange Act of 1934. For more information on this subject, see Section 5.1.5 of this Registration Document.

OTHER FINANCIAL DEBT

Other financial debt relates primarily to the acquisition of investment properties through financial leases and other bank loans.

FINANCE COSTS

Finance costs for 2008 and 2007 were incurred as follows:

In EUR million	2008	2007
Financing expenses	(10)	(10)
Expenses for long-term borrowings	(51)	(64)
TOTAL	**(61)**	**(74)**

MATURITY

The maturity profiles of financial debt is included in Note 27 – Insurance and financial risk.

20.1.6.15 NOTE 15 – CONTINGENCIES

In EUR million	Reserves for post employment benefits	Other reserves	Total
At 1st January 2007	**35**	**28**	**63**
Acquisition of a subsidiary	22	61	83
Current year provision	3	6	9
Used/released reserves	-	(6)	(6)
Reversal of unused reserves	-	-	-
Foreign exchange rate movements	(3)	-	(3)
Adjusted discount rate	-	-	-
Others	6	(15)	(9)
At 31 December 2007 (1)	**63**	**74**	**137**
Acquisition of a subsidiary			
Current year provision	8	37	45
Used/released reserves	(13)	(103)	(116)
Reversal of unused reserves	0	-	-
Foreign exchange rate movements	1	-	-
Adjusted discount rate	18	-	18
Others	(2)	17	16
At 31 December 2008	**74**	**25**	**99**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium acquisition. See Notes 1 and 3 to the consolidated financial statements.

Retirement employee benefit: These benefits amount to EUR 74 million and EUR 63 million at 31 December 2008 and 2007, respectively and include post-employment benefits such as pension plans EUR 69 million (EUR 59 million in 2007) and Long service awards provisions EUR 4 million (EUR 4 million in 2007).

Other reserves: The other reserves include mainly provision for restructuring cost (EUR 15 million), real-estate repairs (EUR 2 million) and other provisions related to employee (EUR 6 million).

On the finalisation of the purchase accounting exercise SCOR increased its estimate on the settlement of the class action law suit by EUR 59 million. See Note 28 – Litigation for further details on the class action settlement.

20.1.6.16 NOTE 16 - CONTRACT LIABILITIES

In EUR million	SCOR Global Life 2008	SCOR Global Life 2007 (1)	SCOR Global P&C 2008	SCOR Global P&C 2007 (1)	Total 2008	Total 2007 (1)
Gross contract liabilities						
Gross claim reserves	2,714	1,914	9,127	9,325	11,841	11,239
Mathematical reserves	6,964	6,546	-	-	6,964	6,546
Unearned premium reserves	125	324	1,099	1,110	1,224	1,434
Total gross insurance contract liabilities	**9,803**	**8,783**	**10,226**	**10,435**	**20,029**	**19,219**
Reserves for financial contracts	29	(6)	182	188	211	182
Total gross contract liabilities	**9,832**	**8,777**	**10,408**	**10,623**	**20,240**	**19,401**
Reinsurance recoverable						
Ceded claims reserves & claims expense reserves	(137)	(63)	(467)	(598)	(604)	(661)
Ceded mathematical reserves	(599)	(563)	-	-	(599)	(563)
Ceded unearned premium reserves	(9)	(30)	(39)	(39)	(48)	(69)
Ceded contract liabilities	**(745)**	**(656)**	**(506)**	**(637)**	**(1,251)**	**(1,293)**
Contract liabilities, net	**9,087**	**8,121**	**9,902**	**9,987**	**18,989**	**18,108**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium acquisition. See Notes 1 and 3 to the consolidated financial statements.

Underwriting reserves, or contract liabilities, are subject to the use of estimates. Payments linked to these reserves are not usually fixed, either by amount or by due date. Liquidity information related to contract liabilities is included in Note 27.

An analysis of the credit rating of the reinsurance recoverable asset from ceded reinsurance together with an aging analysis of the reinsurance asset is also included in Note 27 – Insurace and financial risk.

SCOR Global P&C

The table below is a reconciliation of the beginning and ending liability for unpaid claims reserves and unpaid claims expenses of SCOR Global P&C for the years ended 31 December 2008 and 2007.

In EUR million	2008	2007 (1)
Gross claims reserves and claims estimates as at 1st January	9,325	5,791
Ceded claims reserves and claims estimates as at 1st January	(598)	(490)
Net claim reserves and claims estimates as at 1st January	8,727	5,301
Revaluation of opening balance at current year end exchange rates	(233)	(182)
Net claims reserves and claims estimates as at 1st January – revalued	**8,494**	**5,119**
Net claims expense relating to the current underwriting year	1,239	910
Net claims expense for prior underwriting years	753	400
Total net claims expenses	**1,992**	**1,310**
Net claims settlements for the current underwriting year	(40)	(129)
Net claims settlements for prior underwriting years	(1,766)	(1,026)
Total net claim settlements	**(1,806)**	**(1,155)**
Change in scope of consolidation (1)	-	3,444
Effect of other foreign exchange rate movements	(20)	9
Net claim reserves and claims estimates as at 31 December	**8,660**	**8,727**
Ceded claims reserves and claims estimates as at 31 December	**(467)**	**(598)**
Gross claims reserves and claims estimates as at 31 December	**9,127**	**9,325**

(1) The reserves of Converium as well as changes in segment allocation (to align to the segments as defined in note 1), are included in "change in scope of consolidation".

The analysis of the balance sheet reserve movements of SCOR Global P&C, net of retrocession is presented as follows:

In EUR million	2001	2002	2003	2004	2005	2006	2007 (1)	2008 (1)
Gross claims reserves & estimates - end of year (2)	8,402	8,244	7,045	6,135	6,310	5,791	9,325	9,127
Ceded claims reserves & estimates - end of year (2)	1,462	1,313	691	533	554	490	598	467
Net claims reserves & estimates - end of year (2)	6,940	6,930	6,353	5,602	5,755	5,301	8,727	8,660
Net paid losses (3) (4)								
1 year later	2,514	2,627	1,425	896	1,000	1,026	1,766	-
2 years later	4,496	3,735	2,119	1,569	1,657	1,626	-	-
3 years later	5,425	4,557	2,666	2,075	2,092	-	-	-
4 years later	6,309	5,029	3,119	2,455	-	-	-	-
5 years later	6,591	5,436	3,456	-	-	-	-	-
6 years later	6,913	5,740	-	-	-	-	-	-
7 years later	7,154	-	-	-	-	-	-	-
Net incurred losses (3)								
1 year later	8,161	8,191	6,776	5,917	5,987	5,701	9,480	-
2 years later	8,832	8,133	6,762	5,989	6,262	5,765	-	-
3 years later	8,927	8,418	6,866	6,243	6,312	-	-	-
4 years later	9,117	8,543	7,145	6,306	-	-	-	-
5 years later	9,273	8,853	7,205	-	-	-	-	-
6 years later	9,568	8,901	-	-	-	-	-	-
7 years later	9,615	-	-	-	-	-	-	-
Gross cumulative inception to date incurred losses as at 31 December 2008 (2)	11,904	10,717	8,087	7,088	6,985	6,176	10,111	-
Ceded cumulative inception to date incurred losses as at 31 December 2008 (2)	2,289	1,816	882	782	673	411	631	-
Net cumulative inception to date incurred losses as at 31 December 2008 (2)	9,615	8,901	7,205	6,306	6,312	5,765	9,480	-
Unearned premium reserve (UPR)								
Gross UPR – end of year	1,664	1,617	1,124	978	637	575	1,108	1,099
Ceded UPR – end of year	253	130	76	40	24	18	39	39
Net UPR - end of year	1,411	1,487	1,048	938	613	557	1,069	1,060
Deferred acquisition costs (DAC)								
Gross DAC – end of year	232	204	129	132	137	108	230	227
Ceded DAC – end of year	49	25	5	3	2	-	2	1
Net DAC - end of year	183	179	124	129	135	108	228	226

(1) The table includes balance sheet reserves for Converium for 2007 and 2008 only. Figures for 2007 reflect the completion of the initial accounting of the business combination with Converium. Figures for 2007 and 2008 align to the segments as defined in Note 1. Alignment to segment definition has not be applied to 2006 and prior year figures.
(2) At period end exchange rates.
(3) At average exchange rates.
(4) Includes net cumulative payments for all underwriting years as at each balance sheet date.

The table above shows the movement in the net reserves for unpaid losses and loss expenses of SCOR Global P&C. The table begins by showing the initial reported year-end gross and net reserves, including IBNR, recorded at the balance sheet date at the exchange rates applicable at each balance sheet date.

The next section of the table shows the portion of the initial year-end net reserves that was paid (claims paid) as of the end of subsequent calendar year. Claims paid are converted to EUR at the average foreign exchange rates during the year of payment and are not revalued at the initial rates at which the reserves were established.

Additionally payments include losses covered by unearned premium reserves in addition to those covered by the initial claims reserves.

The net incurred losses section is the sum of the paid claims and the change in claims reserves and IBNR at the average exchange rate of the period.

A significant portion of SCOR Global P&C reserves relate to liabilities payable in currencies other than the EUR. The fluctuations of the EUR to those currencies are included in the data in the above table.

Analysis of Asbestos & Environmental IBNR reserves and claims paid

	Year ended 31 December			
	Asbestos (1)		Environment (1)	
In EUR million	2008	2007	2008	2007
Gross reserves, including IBNR reserves	128	147	28	32
% of Non-Life gross reserves	1.2%	1.4%	0,3%	0,3%
Claims paid	19	19	5	3
Net% of Group Non-Life claims paid	1.0%	1.1%	0,3%	0,2%
Actual Number of claims notified under non-proportional and facultative treaties	9,135	9,051	7,971	7,335
Average cost per claim (1) (in EUR)	13,954	12,520	3,693	4,033

(1) Does not include claims which result in no ultimate cost and claims notified only for precautionary reasons for which the amount is not evaluated.

SCOR Global Life

The change in Life mathematical reserves for the years ended 31 December 2008 and 2007 was as follows:

In EUR million	2008	2007 [1]
Gross mathematical reserves as at 1st January	**6,546**	**6,233**
Change in scope of consolidation	83	437
Net premiums	1,498	1,618
Claims expense	(1,127)	(1,487)
Technical result and other	(28)	18
Change in "shadow accounting"	2	(6)
Impact of foreign exchange movements	(10)	(267)
Gross mathematical reserves as at 31 December	**6,964**	**6,546**
Reinsurance Recoverable	-	-
Ceded mathematical reserves as at 1st January	**(563)**	**(624)**
Change in scope of consolidation	(27)	(8)
Net premiums	24	(69)
Claims expense	(5)	127
Technical result and other	(23)	(23)
Impact of foreign exchange movements	(5)	34
Ceded mathematical reserves as at 31 December	**(599)**	**(563)**
Net mathematical reserves as at 1st January	**5,983**	**5,609**
Net mathematical reserves as at 31 December	**6,365**	**5,983**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

GUARANTEED MINIMUM DEATH BENEFIT (GMDB)

SCOR Global Life inherited from Converium retrocession liabilities with regard to Guaranteed Minimum Death Benefit (GMDB) rider options attached to variable annuity policies written in the US. This type of business, which carries during financial crisis a specific economic risk is not within the usual scope of the SCOR Global Life underwriting policy. These treaties are all in run-off and cover in total approximately 0.9 million policies that were issued mainly in the late 1990's and which incorporate various benefit types. Claims occur in the event of death and if a policy is "in the money", which means that the GMDB exceeds the insured's account balance. Under these circumstances, the difference between the GMDB and the account balance or the GMDB and the cash surrender value becomes due, depending on the definition of the underlying reinsurance agreements.

Different types of Guaranteed Minimum Death Benefits are covered, including:

- Return of premium: The GMDB is the amount of total deposits adjusted for partial withdrawals, if any.
- Ratchet: After a given number of years, the GMDB is adjusted to the current account balance, if greater. Most common is a 1-year ratchet, meaning that the GMDB is adjusted annually on the policy's anniversary date.
- Roll-up: The GMDB increases each year from the initial premium adjusted for later deposits and partial withdrawals, as the case may be, by a fixed percentage. Rollup guarantees reinsured under SCOR Global Life's agreements grant an annual accumulation percentage between 3% and 7%. In many products, especially for higher rollup percentages, an upper limit applies (e.g. 200% of the paid policyholder premium adjusted for later deposits and partial withdrawals).
- Reset: After a given number of years, the GMDB is adjusted to the current account balance. This means that the GMDB can be reduced but often not below the paid-up premium (adjusted for later deposits and partial withdrawals.)

Guarantees that increase over the time are, for a majority of the assumed business, only applied up to a certain age. This implies that SCOR Global Life will be released from the risk when the beneficiary reaches this age limit.

SCOR Global Life does not hold any funds linked to this type of contract. These assets remain with the originating ceding companies.

The GMDB Liability is determined periodically based on the information provided to SCOR Global Life by its retrocedent companies. The current account value, the guaranteed death benefit and details of the covered benefit types are taken into consideration for the evaluation of the net amount at risk and the expected future liability. For the evaluation of the liabilities, SCOR Global Life uses an actuarial model that considers 1,000 investment performance scenarios.

As part of the finalisation of the accounting for the Converium acquisition, SCOR strengthened SCOR Global Life's GMDB run-off Life reserves (See Note 3 – Acquisitions).

SHARE OF RETROCESSIONAIRES IN INSURANCE AND INVESTMENT CONTRACT LIABILITIES

An analysis of the share of retrocessionaires in the Group's insurance and investment contract liabilities by rating of the retrocessionaires at 31 December 2008 and 2007 is as follows:

In EUR million	AAA	AA	A	BBB	< BBB	Not rated	Total
31 December 2008	126	188	588	14	8	327	1,251
31 December 2007	15	382	478	29	11	378	1,293

As part of the retrocession programs, SCOR and its subsidiaries have received approximately EUR 93 million (EUR 68 million in 2007) in securities pledged from retrocessionaires and hold EUR 645 million (EUR 610 million in 2007) in deposits. In addition, SCOR's retrocessionaires have issued letters of credit amounting to EUR 125 million (EUR 87 million in 2007) in favour of SCOR. Of the total collateral of EUR 863 million, EUR 183 million is related to retrocessionaires which are not rated.

20.1.6.17 NOTE 17 - PROVISIONS FOR EMPLOYEE BENEFITS

The post-employment benefits granted by the Group vary based on legal obligations and local requirements. Group employees are entitled to short term benefits (holiday pay, sick leave and profit sharing) and long-term benefits (service awards, loyalty bonus and seniority bonus) and post-employment benefits classified as defined benefit or defined contribution plans (termination benefit, pension).

The short-term benefits granted are recognised as an expense for the period by the different entities of the Group.

DEFINED CONTRIBUTION PLANS

Defined contribution plans include plans whereby an employer makes periodic contributions to an external plan which manages all administrative and financial aspects. These external plans relieve the employer of all future obligations and manage the payment to employees of all amounts which are due (e.g. National insurance pension scheme, complementary pension scheme (AGIRC/ARRCO), defined contribution retirement plans).

The payments made by the Group are expensed during the period in which the expense was incurred.

The amounts paid under defined contribution plans were EUR 6 million and EUR 5 million for the years ended 31 December 2008 and 2007, respectively.

TERMINATION BENEFIT

These plans call for the payment of a lump sum, calculated by reference to the employee's length of service within the Group and the salary level at the time of departure. These plans relate primarily to employees of the French and Italian entities.

DEFINED BENEFIT PLANS

An employer's obligation under a defined benefit plan is to provide the agreed amount of benefits to current and future beneficiaries.

If the defined benefit plans is not wholly funded, provisions are recognised.

The discounted obligation is calculated based on the projected unit credit method by taking into consideration actuarial assumptions, salary increase, retirement age, mortality, turnover and discount rates. Assumptions defined are based on the macro economic environment of each country in which the Group operates.

Modifications to actuarial assumptions or differences between these assumptions and actual amounts give rise to actuarial differences which are recorded in shareholders' equity during the period in which they occur, in accordance with Group accounting principles.

Pension plans

The main pension plans relate to Switzerland, North America and France. These locations represent 41%, 19% and 20%, respectively, as at 31 December 2008, (42%, 19%, and 17%, respectively, at 31 December 2007), of the Group's obligation under defined benefit plans.

These plans are pre-financed via payments to external organisations which are separate legal entities.

Actuarial assumptions

Actuarial assumptions used for the year end evaluations are as follows:

	US	Canada	Switzerland	UK	Euro zone
Assumptions as at 31 December 2008					
Discount rate	6.30%	4.55%	3.25%	6.80%	5.50%
Expected return on assets as at 31 December 2008	7.50%	4.00%	4.60%	6.40%	4.50%
Expected return on assets as at 1 January 2008	7.50%	6.00%	5.00%	6.00%	4.50%
Salary increase	N/A	N/A	2.00%	3.80%	2.50%
Assumptions as at 31 December 2007					
Discount rate	6.50%	5.50%	3.50%	6.00%	5.00% à 5.50%
Expected return on assets at 31 December 2007	7.50%	6.00%	5.00%	6.00%	4.50%
Expected return on assets at 1 January 2007	7.50%	6.00%	5.00%	5.60%	4.50%
Salary increase	N/A	3.50%	2.00%	4.50%	1.75%

Discount rates are defined with respect to high quality long term government bond (rated AA or AAA) with a duration in line with the duration of the obligations evaluated.

Expected returns on assets are determined plan by plan. They depend on asset allocation and expected performance.

An increase or decrease in the discount rate of 0.5 would result in an increase or decrease in the estimated pension liability of approximately EUR 11 million with the offsetting impact recorded in equity.

Defined benefits pension cost

In EUR million	Total 2008	Europe	Switzer-land	North America	Total 2007	Europe	Switzer-land	North America
Service cost	7	4	3	0	6	3	2	1
Interest cost	7	3	2	2	6	2	1	3
Expected return on assets	(6)	(1)	(3)	(2)	(4)	(1)	(1)	(2)
Amortisation of actuarial gains and losses	-	-	-	-	-	-	-	-
Amortisation of past service cost	-	-	-	-	-	-	-	-
Settlement / curtailment	(1)	(1)	-	-	-	-	-	-
Total pension cost	7	5	2	-	8	4	2	2

Balance sheet amounts

The following schedule reconciles the movements in the balance sheet amounts for the years ended 31 December 2008 and 2007:

In EUR million	Total 2008	Europe	Switzer-land	North America	Total 2007	Europe	Switzer-land	North America
Reconciliation of defined benefit obligation								
Obligation as at 1st January	154	52	64	38	86	43	0	43
Service cost	7	4	3	-	6	3	2	1
Interest cost	7	3	2	2	6	2	1	3
Employee contributions	2	-	2	-	1	1	-	-
Plan amendment	5	4	1	-	-	-	-	-
Curtailments	(1)	(1)	-	-	-	-	-	-
Settlements	-	-	-	-	-	-	-	-
Acquisition / Divestiture	-	-	-	-	75	11	64	0
Benefit payments	(12)	(2)	(8)	(2)	(6)	(2)	(2)	(2)
Liability (gains)/losses due to change in assumptions	3	(2)	4	1	(8)	(7)	2	(3)
Liability (gains)/losses due to experience	(2)	2	(4)	-	(2)	1	-	(3)
Effect of foreign exchange	3	(1)	4	-	(4)	-	(3)	(1)
Obligation as at 31 December	**166**	**59**	**68**	**39**	**154**	**52**	**64**	**38**
Reconciliation of fair value of plan assets								
Fair value of assets as at 1st January	92	11	51	30	39	9	0	30
Expected return on plan assets	6	1	3	2	4	1	1	2
Employer contributions	13	5	5	3	6	2	2	2
Employee contributions	2	-	2	-	-	-	-	-
Settlements	-	-	-	-	-	-	-	-
Acquisition / Divestiture	-	-	-	-	52	1	51	-
Benefit payments	(11)	(1)	(8)	(2)	(6)	(2)	(2)	(2)
Asset (gains)/losses due to experience	(16)	(2)	(8)	(6)	-	-	-	-
Effect of foreign exchange	2	-	2	-	(3)	-	(1)	(2)
Fair value of assets as at 31 December	**88**	**14**	**47**	**27**	**92**	**11**	**51**	**30**
Reconciliation of funded status								
Funded obligation as at 31 December	143	38	68	37	134	32	64	38
Fair value as at 31 December	88	14	47	27	92	11	51	30
Funded status as at 31 December-deficit	**55**	**24**	**21**	**10**	**42**	**21**	**13**	**8**
Unfunded obligation as at 31 December	23	21	-	2	20	20	-	-
Total funded status as at 31 December-deficit	78	45	21	12	62	41	13	8
Unrecognised past service costs	(3)	(1)	(2)	-	-	1	-	(1)
Asset ceiling limitation	-	-	-	-	-	-	-	-
Accrued / (Prepaid)	75	44	19	12	62	42	13	7

The following table summarises the movements in accrued (prepaid) balances recorded in the consolidated balance sheets as at 31 December 2008 and 2007:

In EUR million	Total 2008	Europe	Switzer-land	North America	Total 2007	Europe	Switzer-land	North America
Accrued / (Prepaid) as at 1st January	62	42	13	7	47	34	-	13
Total pension cost	7	5	2	-	8	4	2	2
Benefits paid by employer	-	-	-	-	-	-	-	-
Employer contribution	(13)	(5)	(5)	(3)	(6)	(2)	(2)	(2)
Acquisitions/divestitures	-	-	-	-	21	11	11	(1)
Actuarial (gains)/losses immediately recognised in SORIE	18	3	8	7	(8)	(7)	2	(3)
Effect of foreign exchange	1	(1)	1	1	-	2	-	(2)
Accrued / (Prepaid) as at 31st December	74	44	19	12	62	42	13	7

Plan assets

The following table includes the allocation of plan assets as at 31 December 2008 and 2007:

In EUR million	Switzerland	North America	UK
2008			
Equities	14%	52%	70%
Bonds	54%	44%	29%
Other	32%	4%	1%
2007			
Equities	15%	57%	75%
Bonds	51%	41%	24%
Other	34%	2%	1%

Employer contributions for 2009 are expected to amount to EUR 9 million.

20.1.6.18 NOTE 18 – STOCK OPTIONS AND SHARE AWARDS

The Group grants its employees options or share subscription plans under the following terms:

Plan	Date of award by the board	Options exercisable on	Date of expiration of plan	Exercise price	New shares issued subject to option plans
1999	2 September 1999	3 September 2004	2 September 2009	177.4	76,991
2000	4 May 2000	5 May 2004	3 May 2010	185.1	13,286
2000	31 August 2000	1 September 2005	30 August 2010	173.5	62,461
2001	4 September 2001	4 September 2005	20 October 2011	185.1	93,462
2001	3 October 2001	4 October 2005	2 October 2011	131.1	31,148
2003	28 February 2003	28 February 2007	27 February 2013	27.3	111,034
2003	3 June 2003	3 June 2007	2 June 2013	37.6	143,233
2004	25 August 2004	26 August 2008	25 August 2014	10.9	486,251
2005	16 September 2005	16 September 2009	16 September 2015	15.9	623,269
2006	14 September 2006	15 September 2010	14 September 2016	18.3	795,771
2006	14 November 2006	15 December 2010	14 December 2016	21.73	394,500
2007	13 September 2007	13 September 2011	13 September 2017	17.58	1,417,000
2008	22 May 2008	23 May 2012	22 May 2018	15.63	279,000
2008	10 September 2008	11 September 2012	10 September 2018	15.63	1,199,000

The stock options are available after 4 or 5 years if the employee is still actively employed by the Group.

The table below presents the changes and the current stock option plans at the end of the year along with the average corresponding exercise price.

	2008		2007	
	Number of options	Average exercise price in EUR per share	Number of options (1)	Average exercise price in EUR per share
Outstanding options at January (1)	4,328,383	31.73	2,960,937	41.24
Options granted during the period	1,478,000	15.63	1,417,000	17.58
Options exercised during the period	109,445	10.90	-	-
Options expired during the period	79,977	216.90	-	-
Options cancelled during the period	461,674	18.32	49,554	27.36
Outstanding options at December 31	**5,155,287**	**25.89**	**4,328,383**	**31.73**

(1) After the increase of share capital on 26 December 2006 and the stock consolidation of shares in January 2007.

The average remaining life of the options and the average exercise price for 2008 are presented below.

		Outstanding options	
Range of exercise prices in EUR	Average weighted exercise price in EUR	Average weighted residual life	Number of outstanding options
(EUR)			
from 10 to 50	17.48	8.12	4,879,291
from 51 to 100	-	-	-
from 101 to 150	131.10	2.75	30,160
from 151 to 200	179.74	1.75	245,836
from 201 to 250	-	-	-
from 10 to 250	25.89	7.78	5,155,287

The fair value of options and share subscription are estimated by using the binomial method which takes into account the terms and conditions under which the options were granted. The following table lists the characteristics used at the end of 2008 and 2007:

	2008 10 September Plan	2008 22 May Plan	2007 13 September Plan
Price of the SCOR share	15.85	16.52	18.02
Exercise price	15.63	15.63	17.58
Expected life	4 years	4 years	4 years
Historical volatility	30.73%	29.54%	29.05%
Dividend	4.87%	4.87%	0,91%
Risk-free interest rate	4%	4.20%	4.23%

The Group also awards bonus shares to its employees under the following terms:

Date of grant	Date of vesting	Number of shares originally granted	Estimated price on grant date
22 September 2004	10 January 2005	1,962,555	EUR 1.20
7 December 2004	10 January 2005	2,434,453	EUR 1.41
7 December 2004	10 November 2005	2,418,404	EUR 1.41
7 November 2005	1 September 2007	8,471,998	EUR 1.584
4 July 2006	5 July 2008	8,030,000	EUR 1.638
7 November 2006	8 November 2008	666,000	EUR 1.988
21 November 2006	22 November 2008	2,760,000	EUR 2.108
24 May 2007	24 May 2009	1,442,000	EUR 20.85
7 May 2008	8 May 2010	195,000	EUR 15.63
7 May 2008	8 May 2012	84,000	EUR 15.63
26 August 2008	27 August 2010	427,500	EUR 15.16
26 August 2008	27 August 2012	771,500	EUR 15.16

20.1.6.19 NOTE 19 - TAX

DEFERRED TAX

Deferred tax assets and liabilities and the related expense or benefit as at and for the years ended 31 December 2008 and 2007 were generated by the following items:

In EUR million	Balance sheet as at 31 December 2008	2007 (1)	Income statement for the year ended 31 December 2008	2007 (1)
Deferred tax liabilities				
Deferred acquisition costs	(75)	(104)	(13)	26
Unrealised revaluations and temporary differences on investments	-	(34)	12	(8)
Equalisation reserves	(46)	(38)	34	(9)
Value of business acquired	(152)	(140)	29	17
Goodwill	-	(6)	-	-
Financial instruments	-	-	-	-
Claims reserves	(44)	(11)	(49)	-
Capitalisation reserve	(45)	(45)	(3)	-
Other temporary differences	(71)	(208)	7	(81)
Elimination of internal capital gains	-	(3)	(9)	-
Total	**(433)**	**(589)**	**8**	**(55)**
Deferred tax assets				
Unrealised revaluations and temporary differences on investments	125	18	8	-
Retirement scheme	4	6	1	2
Net operating losses available for carryforward	489	374	50	3
Financial instruments	14	-	7	-
Claims reserves	74	11	-	7
"Shadow accounting"	1	2	-	-
Other temporary differences	70	358	6	(7)
Elimination of internal capital gains	8	21	-	10
Total	**785**	**789**	**72**	**15**
Valuation allowance	**(121)**	**(199)**	**56**	**-**
Net deferred tax asset (liability)	**231**	**1**		
Deferred taxes benefit (expense)			**136**	**(40)**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

TAX EXPENSE

The main components of income taxes for the years ended 31 December 2008 and 2007 are presented below:

In EUR million	2008	2007 (1)
Amounts reported in the consolidated statements of income		
Current tax – current year	(104)	(74)
Current tax – true-up of prior years	12	-
Deferred taxes due to temporary differences	85	(24)
Deferred taxes from loss carry-forward	59	(16)
Changes in deferred taxes due to changes in tax rates	(8)	
Income tax (expense)/benefit	**44**	**(114)**
In consolidated reserves		
Revaluation of AFS assets	92	9
Other	(11)	-
Income tax (expense) benefit reported in equity	**81**	**(105)**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

RECONCILIATION OF EXPECTED TO ACTUAL TAX EXPENSE

A reconciliation of the corporate income tax, obtained by applying the French tax rate of 34.43% for 2008 and 2007 to income (losses) before taxes, minority interest and income (losses) from associated companies consolidated under the equity method, to the actual charge recorded in the income statement (effective rate of (15.85)% and 21.88% in 2008 and 2007, respectively), is presented in the table below.

The main variances are due to the difference between local tax rate of each entity and the Group tax rate, permanent differences reported by each entity, reduced rates and specific items.

In EUR million	2008	2007
Income before corporate income tax	**274**	**521**
Theoretical tax at 34.43%	(95)	(180)
Reconciling items to actual tax (expense) / benefit:		
Non-taxable income	9	21
Unused tax losses	(4)	-
Net capitalised losses brought forward from previous financial periods	38	(10)
Reversal of impairment of deferred tax assets	66	18
Changes in tax rates	1	15
Differences between French and local tax rates	48	12
Non-taxable revenue and non-deductible charges	(19)	10
Actual tax (expense)/benefit	**44**	**(114)**

The standard tax rates for the primary locations in which the Group has operations are as follows:

	2008	2007
France	34.43%	34.43%
Switzerland	21.17%	21.33%
Germany	31.58%	31.58%
United Kingdom	28.00%	28.00%
United States	35.00%	35.00%
Group effective tax rate	**(15.85)%**	**21.88%**

EXPIRATION OF LOSSES AVAILABLE FOR CARRY-FORWARD

The net operating losses available for carryforward expire as follows:

In EUR million	Gross	Tax effected	Deferred tax asset
Indefinite	808	278	278
2009	-	-	-
2010	-	-	-
2011	1,633	204	113
2012	-	-	-
2013	-	-	-
Thereafter	718	221	98
TOTAL	**3,159**	**703**	**489**

The net operating losses which have not been activated as deferred tax assets relate primarily to subsidiaries in Switzerland and the United States.

20.1.6.20 NOTE 20 – INVESTMENT INCOME

The tables below show the break down by type of investment income and break down by category of financial assets:

BREAK-DOWN BY TYPE

In EUR million	2008	2007 (1)
Rental income from real estate investments	29	28
Dividends	38	17
Interest income on investments	347	334
Other income (mainly cash and cash equivalent)	93	61
Ordinary investment income	**506**	**440**
Realised gains and losses on investments	87	117
Unrealised gains and losses on investments	(45)	14
Investment impairment (2)	(270)	(3)
Real estate depreciation	(13)	(8)
Other investments expenses	(20)	(9)
Net investment income excluding deposit and currency items	**244**	**551**
Interest income on funds withheld and contract deposit	233	194
Interest expense on funds withheld and contract deposit	(18)	(25)
Currency gains (losses)	7	7
Total investment income	**467**	**727**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.
(2) Includes EUR 10 million relating to Groupama.

BREAK-DOWN BY CATEGORY OF FINANCIAL ASSET

In EUR million	2008	2007
Real estate investments	30	34
Available for sale investments	126	429
Investments at fair value through income	(10)	5
Loans and receivables	245	219
Derivative instrument	3	11
Other (mainly cash and cash equivalents), net of other investment expenses	73	29
TOTAL	**467**	**727**

AGREEMENT WITH GROUPAMA

On 7 May 2008, SCOR announced that it had reached a settlement with Groupama regarding the definitive amount of a guarantee relating to the acquisition of SOREMA SA and SOREMA NA and their subsidiaries (**"SOREMA"**) by SCOR in 2001. At the time, SOREMA was the reinsurance division of Groupama. The guarantee contemplated that Groupama would indemnify SCOR in the event of negative developments concerning the technical reserves of SOREMA entities for all underwriting years up to and including 2000. The parties agreed on a payment of EUR 240 million which occurred on 1 June 2008. SCOR's 2007 accounts included a recoverable of EUR 250 million. Consequently, the net income for the 2008 year includes a charge of EUR 10 million, (EUR 7 million net of tax), in respect of the settlement agreement.

20.1.6.21 NOTE 21 – RESULTS OF RETROCESSION

The table below shows the net results of retrocession:

In EUR million	2008 SCOR Global Life	2008 SCOR Global P&C	2008 Total	2007 SCOR Global Life	2007 SCOR Global P&C	2007 Total
Ceded written premiums	(266)	(220)	(486)	(247)	(159)	(406)
Changes in unearned premiums	4	4	8	1	(4)	(2)
Ceded earned premiums	(262)	(216)	(478)	(246)	(163)	(408)
Ceded claims expense	159	106	265	155	43	199
Ceded commissions	67	6	73	44	(4)	40
Net results from retrocession	**(36)**	**(104)**	**(140)**	**(46)**	**(123)**	**(169)**

20.1.6.22 NOTE 22 – OTHER OPERATING AND ADMINISTRATIVE EXPENSES

In EUR million	2008	2007
Staff costs	(207)	(164)
Taxes other than income taxes	(18)	(19)
External charges for services	(149)	(169)
OTHER OPERATING AND ADMINISTRATIVE EXPENSES	**(374)**	**(352)**

The increase in expenses in 2008 is due to the acquisitions of Converium and ReMark.

The audit fees paid by Group to the Auditors are detailed below:

In EUR thousand	Ernst&Young Amount (excluding taxes) 2008	2007	% 2008	2007	Mazars Amount (excluding taxes) 2008	2007	% 2008	2007
SCOR	690	926	14%	15%	629	476	26%	21%
Fully consolidated subsidiaries	3,454	4,442	71%	71%	1,650	1,460	67%	65%
Related missions								
SCOR	571	229	12%	4%	-	306	-	14%
Fully consolidated subsidiaries	-	42	-	1%	146	-	6%	-
Sub-total	**4,715**	**5,639**	**97%**	**91%**	**2,425**	**2,242**	**99%**	**100%**
Other								
Legal. tax. social security	145	574	3%	9%	14			
Other								
Sub-total	**145**	**574**	**3%**	**9%**	**14**	**-**	**1%**	**-**
TOTAL	**4,860**	**6,213**	**100%**	**100%**	**2,439**	**2,242**	**100%**	**100%**

The 2008 audit and related fees includes incurred 2007 year end statutory audit fees for former auditors whereas for 2008 all Group and statutory audit work is completed by Ernst & Young and Mazars.

	PWC				KPMG				Total			
	Amount (excluding taxes)		%		Amount (excluding taxes)		%		Amount (excluding taxes)		%	
	2008	2007	2008	2007	2008	2007	2008	2007	2008	2007	2008	2007
									1,319	1,402	17%	14%
	207	1,640	100%	100 %		277		69%	5,311	7,819	69%	74%
									571	535	7%	5%
					202	49	85%	12%	348	91	4%	1%
	207	**1,640**	**100%**	**100 %**	**202**	**326**	**85%**	**81%**	**7,549**	**9,848**	**97%**	**94%**
						74		19%	159	648	2%	6%
					37	2	15%	-	37	2	1%	-
	-	**-**	**-**	**-**	**37**	**76**	**15%**	**19%**	**196**	**650**	**3%**	**6%**
	2,961	**1,640**	**100%**	**100%**	**239**	**402**	**100%**	**100%**	**7,745**	**10,498**	**100%**	**100%**

20.1.6.23 NOTE 23 – RESTRUCTURING COSTS

In June 2008 after meetings with and submissions to the main personnel representative authorities, M. Denis Kessler, CEO and Chairman of SCOR, advised all staff of the main features and objectives of the "R3 plan". The main objective of the "R3 plan" is to make the Group more efficient, more responsive and more competitive in its cost structure.

The "R3 plan" is expected to allow the Group to implement all the required synergies previously announced and estimated at EUR 68 million before tax on an annual basis. The estimated cost of the programme is EUR 49 million and implementation commenced during June 2008 with completion expected during the 2nd half of 2009.

The Company considers that the restructuring provisions and charges are material and consequently require separate disclosure on the face of the income statement. The amount of the restructuring provision that meets the relevant accounting criteria as at 31 December 2008 was as follows:

In EUR million	Gross of Taxation			
As at 31 December 2008	**Expenses per R3 Plan**	**Expenses Incurred**	**Expense Provision**	**Future Expenses**
Personnel expenses	(26)	(12)	(14)	-
Other restucturing costs	(23)	(15)	(1)	(7)
Total restructuring costs	**(49)**	**(27)**	**(15)**	**(7)**

InEUR million	Net of Taxation			
As at 31 December 2008	**Expenses per R3 Plan**	**Expenses Incurred**	**Expense Provision**	**Future Expenses**
Personnel expenses	(18)	(8)	(10)	-
Other restructuring costs	(16)	(11)	-	(5)
Total restructuring costs	**(34)**	**(19)**	**(10)**	**(5)**

The Company incurred expenses of EUR 10 million that either (i) do not meet the accounting definition of restructuring costs, mainly IT, or (ii) were incurred prior to meeting the accounting recognition criteria. It is expected that the remaining costs of the "R3 plan" of EUR 7 million, which either do not meet the accounting definition of restructuring costs, will be recognised during the ongoing implementation of the plan.

20.1.6.24 NOTE 24 – EARNINGS PER SHARE

Basic and diluted earnings per share are calculated as follows for the years ended 31 December 2008 and 2007, respectively:

	At 31 December 2008			At 31 December 2007		
In EUR million	Net income (numerator)	Shares (1) (2) (denominator) (thousands)	Net income per share (EUR)	Net income (3) (numerator)	Shares (1) (2) (denominator) (thousands)	Net income per share (EUR)
Net income	315			407		
Earnings per share						
Net income attributable to ordinary shareholders	315	178,486	1.76	407	146,249	2.78
Diluted earnings per share						
Dilutive effects						
Stock options and share-based compensation		1,166			566	
Convertible bonds	5	10,470	(0.08)	6	10,470	(0.16)
Net income attributable to ordinary shareholders and estimated conversions	320	190,122	1.68	413	157,285	2.62

(1) Average number of shares during the period. See Note 1 of the consolidated financial statements.
(2) After stock consolidation on 3 January 2007: 1 new share equals 10 old shares.
(3) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

20.1.6.25 NOTE 25 - RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to directly or indirectly control the other party or exercise significant influence over the other party in making financial or operational decisions.

The Group's related parties include:

- Key management personnel, close family members of key management personnel, and entities which are controlled, significantly influenced by, or for which significant voting power is held by key management personnel or their close family members.
- Subsidiaries, joint ventures and associates.
- Post employment benefit plans for the benefit of SCOR employees.

The Group has several business relationships with related parties. Transactions with such parties are made in the ordinary course of business and on substantially the same terms and conditions including interest rates and collateral as those prevailing at the time for comparable transactions with other parties.

SCOR SE is the ultimate parent of the Group.

As noted above transactions between SCOR and its subsidiaries meet the definition of related party transactions. Where these transactions are eliminated on consolidation they are not disclosed in the group's financial statements. A list of the Group's subsidiaries, associates and joint venture is shown below.

TRANSACTIONS WITH KEY MANAGEMENT PERSONNEL

Key management personnel are those individuals having responsibility and authority for planning directing and controlling the activities of the group. The group considers that the members of the COMEX and the board constitute key management personnel for the purposes of IAS 24.

The total compensation of key management personnel for 2008 and 2007 is outlined in Section 15 of the 2008 Registration Document which includes these consolidated financial statements.

PROVISION OF SERVICES AND BENEFITS

SCOR SE provides services and benefits to its subsidiary companies operating in France and worldwide as follows:

- Provision of technical support in relation to risk management information technology and reinsurance services. Services are charged for annually on an arms length basis.
- Issue of share options and share awards to employees of subsidiaries. Costs are charged for annually based on the underlying value of the awards granted calculated in accordance with the guidance set out in IFRS 2. See Note 18 – Stock options and share awards for further details.

PARENT COMPANY GUARANTEES

SCOR SE provides parental guarantees to a number of operating subsidiaries. Under the terms of these parental guarantees contracts of insurance or reinsurance between clients and the Group companies are covered so that clients benefit from the additional financial security of SCOR SE.

Effective 6 June 2008, SCOR SE granted a parental guarantee to SCOR Switzerland AG which had similar terms and conditions to those issued by SCOR SE to other legal entities within the SCOR Group. Under the terms of this guarantee, contracts of insurance and/or reinsurance between clients and SCOR Switzerland AG will be covered so that clients can benefit from the additional financial security offered by SCOR SE.

LOANS

SCOR provides loans to Group companies in the normal course of business.

SUBSIDIARIES, INVESTMENTS IN ASSOCIATES AND JOINT VENTURES

Reinsurance – Insurance Businesses	Country	2008 Percentage Control	2008 Percentage Interest	2007 Percentage Control	2007 Percentage Interest	Consolidation method
SCOR SE	France	100.00	100.00	100.00	100.00	Parent
SCOR Global P&C SE	France	100.00	100.00	100.00	100.00	Full
SCOR Global Life SE	France	100.00	100.00	100.00	100.00	Full
SCOR Financial Services	Ireland	100.00	100.00	100.00	100.00	Full
SCOR Global Life U.S. Re Insurance Company	United States	100.00	100.00	100.00	100.00	Full
SCOR Life Insurance Company	United States	-	-	100.00	100.00	Full
Investors Insurance Corporation	United States	100.00	100.00	100.00	100.00	Full
SCOR Holding (Switzerland) AG	Switzerland	100.00	100.00	98.06	98.06	Full
SCOR Switzerland AG	Switzerland	100.00	100.00	98.06	98.06	Full
Converium Finance SA	Luxemburg	100.00	100.00	98.06	98.06	Full
SCOR PCC Ltd	United Kingdom	100.00	100.00	98.06	98.06	Full
SCOR Rückversicherung (Deutschland) AG	Germany	100.00	100.00	98.06	98.06	Full
SCOR Holding (UK) Ltd	United Kingdom	100.00	100.00	98.06	98.06	Full
SCOR Insurance (UK) Ltd	United Kingdom	100.00	100.00	98.06	98.06	Full
SCOR London Management Ltd	United Kingdom	100.00	100.00	98.06	98.06	Full
SCOR Underwriting Ltd	United Kingdom	100.00	100.00	98.06	98.06	Full
SCOR Finance (Guernsey)	Guernsey	100.00	100.00			Full
Converium IP Management Ltd, merged with SCOR Switzerland AG	Switzerland	-	-	98.06	98.06	Full
SCOR Finance (Bermuda) Ltd	Bermuda	100.00	100.00	98.06	98.06	Full
Remark Group BV	Netherland	98.67	98.67	98.67	98.67	Full
ReMark International BV	Netherland	98.67	98.67	98.67	98.67	Full
SCOR (UK) Group Limited	United Kingdom	100.00	100.00	100.00	100.00	Full

Reinsurance – Insurance Businesses	Country	Control	2008 Percentage Interest	Control	2007 Percentage Interest	Full Full Full
SCOR UK Company Limited	United Kingdom	100.00	100.00	100.00	100.00	Full
SCOR P&C Ireland Holding Limited	Ireland	100.00	100.00	100.00	100.00	Full
SCOR Global P&C Ireland	Ireland	100.00	100.00	100.00	100.00	Full
SCOR Reinsurance Asia Pacific Pte Limited	Singapore	100.00	100.00	100.00	100.00	Full
SCOR Reinsurance Company (Asia) Ltd	Hong Kong	100.00	100.00	100.00	100.00	Full
SCOR Canada Reinsurance Company	Canada	100.00	100.00	100.00	100.00	Full
SCOR U.S. Corporation	United States	100.00	100.00	100.00	100.00	Full
Cal Re Management Inc.	United States	100.00	100.00	100.00	100.00	Full
SCOR Reinsurance Company	United States	100.00	100.00	100.00	100.00	Full
General Security National Insurance Company	United States	100.00	100.00	100.00	100.00	Full
General Security Indemnity Company of Arizona	United States	100.00	100.00	100.00	100.00	Full
Commercial Risk Partners Ltd	Bermuda	100.00	100.00	100.00	100.00	Full
Commercial Risk Reinsurance Company	Bermuda	100.00	100.00	100.00	100.00	Full
Commercial Risk Re-insurance Company	United States	100.00	100.00	100.00	100.00	Full
Revios Canada Holding Corp. Ltd.	Canada	100.00	100.00	100.00	100.00	Full
Revios U.S. Holdings Inc.	United States	100.00	100.00	100.00	100.00	Full
SCOR Global Life Reinsurance International (Barbados) Ltd., Bridgetown	Barbados	100.00	100.00	100.00	100.00	Full
SCOR Global Life Reinsurance (Barbados) Ltd., Bridgetown	Barbados	100.00	100.00	100.00	100.00	Full
SCOR Global Life Reinsurance Ireland Limited	Ireland	100.00	100.00	100.00	100.00	Full
SCOR Global Life Reinsurance UK Limited	United Kingdom	-	-	100.00	100.00	Full
SCOR Global Life Re Insurance Company of Texas	United States	100.00	100.00	100.00	100.00	Full
Sweden Reinsurance Co. Ltd	Sweden	100.00	100.00	100.00	100.00	Full
Revios Reinsurance Canada Ltd	Canada	100.00	100.00	100.00	100.00	Full
SCOR Global Life Rückversicherung Schweiz AG	Switzerland	100.00	100.00	100.00	100.00	Full
SCOR Global Life Reinsurance Services (UK) Limited	United Kingdom	100.00	100.00	100.00	100.00	Full
Commercial Risk Services	United States	-	-	100.00	100.00	Full
ALFINANZASIA	Singapore	100.00	100.00			Full
SCOR Perestrakhovaniye	Russia	100.00	100.00			Full
Prévoyance Ré	France	100.00	100.00			Full
Real Estate Businesses						
FERGASCOR	France	100.00	100.00	100.00	100.00	Full
SCOR Auber	France	100.00	100.00	100.00	100.00	Full
SCOR Hanovre	France	100.00	100.00	100.00	100.00	Full
Finimo Realty Pte Ltd	Singapore	100.00	100.00	100.00	100.00	Full
Financial Activity						
Europe MidCap	Luxembourg	100.00	100.00	100.00	100.00	Full
SCOR Picking	Luxembourg	100.00	100.00	100.00	100.00	Full
Avance	Allemagne	100.00	100.00	100.00	100.00	Full
Associates and Joint Ventures						
ASEFA SA Seguros y reaseguros	Spain	39.97	39.97	39.97	39.97	Equity interest
MUTRE SA	France	33.33	33.33	33.33	33.33	Equity interest
SCOR Channel Limited	Guernsey	99.86	99.86	99.86	99.86	Equity interest
SCOR Gestion Financière	France	100.00	100.00	100.00	100.00	Equity interest

20.1.6.26 NOTE 26 – COMMITMENTS RECEIVED AND GRANTED

The general reinsurance regulatory environment requires that underwriting liabilities be collateralised by pledged assets, cash deposits or letters of credit.

Reinsurance commitments are recognised as liabilities within underwriting reserves and are offset by assets which are maintained for the settlement of claims. When the liabilities are not offset by cash deposited with the ceding companies, the underwriting reserves may be covered by pledged securities or letters of credit granted to ceding companies which disclosed within off-balance sheet commitments.

Commitments received include available but unused credit lines granted by various banks in a total amount of EUR 666 million. In 2007 the Group also holds letters of credit received for a total amount of EUR 310 million.

In EUR million	2008	2007 (1)
Commitments received		
Credit institutions (Unused Credit Lines)	666	435
Letters of credit – bank facilities	310	735
Letters of credit – received from retrocessionaires	125	87
Endorsements and deposits	19	21
Other commitments received	1	2
TOTAL COMMITMENTS RECEIVED	**1,121**	**1,280**

In EUR million	2008	2007 (1)
Commitments granted		
Letters of credit	1,403	1,572
Pledged securities	2,708	2,923
Endorsements and deposits	28	32
Other commitments granted	80	78
TOTAL COMMITMENTS GRANTED	**4,219**	**4,605**

(1) Adjusted for the completion of the initial acquisition accounting of the Converium and ReMark acquisitions. See Notes 1 and 3 to the consolidated financial statements.

Letters of credit granted were EUR 1,403 million which includes guarantees given to ceding insurers and reinsurers to cover the underwriting reserves on the assumed business.

In order to guarantee the letters of credit granted to us by financial institutions, assets which have been pledged to them including investment securities ("OAT"), real estate and shares in associates for a total amount of EUR 2,708 million.

Minimum payments under operating lease commitments are included in Note 27: Insurance and financial risk.

RENTAL INCOME

As part of its real estate investment activities (see Note 5 – Real estate investments), SCOR leases or subleases its investment buildings and warehouses. The leases generally conform to the local market conditions and have annual indexation clause for the rental payments.

The estimated minimum rental income is as follows:

In EUR million	2008 Minimum rents	2007 Minimum rents
Less than one year	23	29
From one to five years	36	55
More than five years	6	6
TOTAL MINIMUM PAYMENTS	**65**	**90**

OTHER – CATASTROPHE PROTECTION

In 2004 Converium (which has since become SHS) announced the successful private placement of USD 100.0 million of floating rate notes issued by Helix 04 Limited (**"Helix"**), a Bermuda special purpose exempted company. By means of a counterparty contract with the issuer, the transaction provides SCOR Switzerland with fully collateralised second and subsequent event protection for North Atlantic hurricane, U.S. earthquake, Japanese earthquake and European windstorm property catastrophe exposures. The notes pay only for second and subsequent events in any of the four peril regions during the five-year term of the transaction expiring 23 June 2009.

Payments from Helix to SHS are based on modeled reinsurance losses on a notional portfolio. The Helix 04 contract is first triggered when modeled losses to the notional portfolios reach USD 154.8 million. The second trigger is hit when modeled losses reach USD 176.2 million. It then pays out according to a sliding scale of modeled losses up to USD 276.2 million.

The Helix counterparty contract is a risk mitigation non exchange traded derivative whose fair value is closely referenced to the Insurance Linked Securities market pricing of the bond. In the absence of a first qualifying event the fair value of the contract is approximately equal to the unexpired cost of the contract. At 31 December 2008 and 31 December 2007 the fair value of the counterparty contract was EUR 2 million and EUR 6 million respectively and is included in other assets on the balance sheet.

20.1.6.27 NOTE 27 – INSURANCE AND FINANCIAL RISK

FRAMEWORK

The risk management framework and governance of the Group is described in the introduction to Section 4 – Risk factors of the 2008 Registration Document which incorporates these consolidated financial statements.

INSURANCE RISKS – NON-LIFE

Insurance risk for the Non-Life and the sensitivity of the Group to that risk is described in the 2008 Registration Document Section 4.1.1 – The Group is exposed to divers risk factors in the non-life and life reinsurance businesses.

Geographic concentration

Concentrations of gross written premium by geographical location, both based on subsidiary location and the location of the ceding company, is included in Note 2 – Segment Information.

Concentrations of Non-Life reinsurance risks are included in the 2008 Registration Document in Section 4.1.2 – We are exposed to losses from catastrophic events.

Other concentrations

Information on exposures to asbestos and environmental claims is included in Note 16 – Contract liabilities.

INSURANCE RISKS – LIFE

Insurance risks and the related sensitivities of the Life business to these risks is described in the 2008 Registration Document Section 4.1.1 – The Group is exposed to divers risk factors in the non-life and life reinsurance businesses.

Geographic concentration

Concentrations of gross written premium by geographical location, both based on subsidiary location and the location of the ceding company, is included in Note 2 – Segment Information.

CREDIT RISK

Credit risk is the risk that one party to a financial instrument or other asset (such as estimated retrocession balances) will cause a financial loss to the other party by failing to discharge an obligation.

Credit risks identified by SCOR is described in the 2008 Registration Document in Section 4.1.13 – We are exposed to credit risks.

Concentration

The carrying amounts of the Group's financial assets exposed to credit risk by counterparty credit quality, excluding consideration of collateral held or other credit enhancements is included in Note 6 – Insurance business investments (for fixed income securities) and Note 16 – Contract liabilities (for the share of retrocessionaires in insurance and financial liabilities).

Aging of financial assets

The following table provides an overall analysis of the aging of financial assets as at 31 December 2008:

31 December 2008 In EUR million	Current	1-12 months	12-24 months	24-36 months	> 36 months	Total
Available-for-sale investments	7,220	-	-	-	-	7,220
Fair value through income	153	-	-	-	-	153
Derivative instruments	16	-	-	-	-	16
Loans and receivables	8,868	438	-	-	2	9,309
Reinsurance assets	1,228	23	-	-	-	1,251
Insurance receivables	3,113	136	25	7	50	3,330
Taxes receivable	85	-	-	-	-	85
Other accounts receivable	339	8	12	-	-	359
Cash and cash equivalents	1,783	-	-	-	-	1,783
TOTAL	**22,806**	**605**	**37**	**9**	**50**	**23,506**

The following table provides an overall analysis of the aging of financial assets as at 31 December 2007:

31 December 2007 In EUR million	Current or no maturity	1-12 months	12-24 months	24-36 months	> 36 months	Total
Available-for-sale investments	9,099	-	-	-	-	9,099
Fair value through income	175	-	-	-	-	175
Derivative instruments	27	-	-	-	-	27
Loans and receivables	7,374	1	-	-	5	7,380
Reinsurance assets	1,293	-	-	-	-	1,293
Insurance receivables	2,149	258	8	2	39	2,456
Taxes receivable	4	-	-	-	-	4
Other accounts receivable	382	-	-	-	-	382
Cash and cash equivalents	2,052	-	-	-	-	2,052
TOTAL	**22,555**	**259**	**8**	**2**	**44**	**22,868**

Impairment information relating financial assets is included in Note 6, – Investments, Note 7 – Loans and receivables, and Note 10 – Accounts receivables and debts with cedents and retrocessionaires and Note 20 – Investment income.

LIQUIDITY RISK

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial instruments. SCOR does not face liquidity issues in the short term due to limited obligations related to financial instruments and the significant level of cash and short term investments, EUR 3.7 billion at 31 December 2008.

Liquidity risk is described in the 2008 Registration Document in Section 4.3.1– We face liquidity requirements in the short to medium term.

Maturity profiles

SCOR Global P&C

The technical reserves of SCOR Global P&C are established on an undiscounted basis (except workers compensation in the USA and CRP. The table below includes the estimated maturity profiles of the Non-Life insurance liabilities based on payment patterns derived from historical data.

Non-Life insurance liabilities In EUR million	1-5 years	6-10 years	> 10 years	Total
As at 31 December 2008	7,813	1,912	501	10,226
As at 31 December 2007	7,998	1,958	479	10,435

The analysis of the balance sheet reserve movements, including net paid losses is included in Note 16 – Contract liabilities.

SCOR Global Life

The cash flows of the life business have been prepared on a best estimates basis. The amounts below represent the estimated timing of the net cash flows resulting from recognised insurance liabilities. For long term life reinsurance, benefit payments are typically settled net of premiums (for treaties with periodic premium payments). Where reserves are deposited with the client, the settlement normally also includes certain other account items, primarily the release of the deposits. For contracts where deposits may be used to offset the amounts settled between SCOR and its cedents, the cash flows have been projected on a net basis.

The table below reflects net cash outflows.

Life Insurance liabilities In EUR million	1-5 years	6-10 years	> 10 years
As at 31 December 2008	231	402	1,842
As at 31 December 2007	60	311	1,721

The amount of gross deposits which have been netted against expected life benefits are EUR 3,978 million and EUR 4,035 million in 2008 and 2007, respectively.

Financial debt

Maturity profiles have been prepared based on undiscounted contractual maturities and include contractual interest payments. In the case of perpetual debt, or debt which is subject to multiple redemption dates, the analysis below assumes such debt is redeemed on the first possible redemption date. Of the amounts below, EUR 263 million (2007: EUR 288 million) relates to variable rate debt.

At 31 December 2008		Debt maturity profiles			
In EUR million	Interest rate ranges	Less than 1 year	Between 1 to 5 years	Greater than 5 years	Total
Subordinated debt	2.27% - 7.48%	33	276	459	767
Convertible debt	4.12% - 4.65%	19	200	0	219
Other financial debt	4.23% - 5.93%	54	88	27	168
TOTAL		**105**	**565**	**485**	**1,155**

At 31 December 2007		Debt maturity profiles			
In EUR million	Interest rate ranges	Less than 1 year	Between 1 to 5 years	Greater than 5 years	Total
Subordinated debt	5.47% - 6.15%	34	284	482	801
Convertible debt	4.13% - 4.65%	9	219	0	227
Other financial debt	4.23% - 5.44%	20	100	29	149
TOTAL		**63**	**602**	**511**	**1,177**

At 31 December 2008, based on the actual maturity dates of the debt, the first principal payments are due in 2010 for EUR 200 million (OCEANE debt). The 2008 table is based on the IFRS 7 disclosure requirement and does does not represent the intention of the Company to call the debt back before maturity.

The Group holds a finance lease which contains an option to purchase an investment property at the end of the lease term. The amount of the minimum payments and their discounted values are as follows:

FINANCIAL LEASE CONTRACTS

	2008		2007	
In EUR million	Minimum payments	including principal payments	Minimum payments	including principal payments
Less than one year	8	5	8	4
From one to five years	13	7	21	12
More than five years	-	-	-	-
Total minimum payments	21	12	29	16
Less interest expenses	(9)		13	0
Discounted value of minimum payments	12	12	16	16
Less current (< 1 year) portion of financial lease contracts	(5)	(5)	(4)	(4)
Outstanding liability of financial lease contracts	7	7	12	12

OPERATING LEASE CONTRACTS

In addition, various entities in the Group rent their office headquarters. The largest lease contract is by SCOR Paris for its headquarters located at La Défense with a remaining lease term of 4 years. The minimum payments are as follows:

In EUR million	2008 Minimum payments	2007 Minimum payments
Less than one year	15	14
From one to five years	51	57
More than five years	3	1
TOTAL MINIMUM PAYMENTS	**69**	**71**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and price risk.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. This risk is more fully described in the 2008 Registration Document in Section 4.2.4 – We are exposed to currency risk.

Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating rate instruments expose the Group to cash flow interest risk, whereas fixed interest rate instruments expose the Group to fair value interest risk.

Investments

The Group's objective is to maintain an appropriate mix of fixed and variable rate instruments. It also manages the maturities of interest bearing financial assets. Interest rate risk relating to investments is more fully described in the 2008 Registration Document.in Section 4.2.1 – We face risks related to our fixed maturity investment portfolio.

Financial debt

Financial debt is not carried at fair value. For the Group, interest rate risk is limited to the interest paid on variable rate debt.

Insurance liabilities

The Group has certain life insurance contracts which are sensitive to fluctuations in interest rates.

Life

Although in general all long term liabilities are discounted, in most cases there is no immediate accounting impact from a 100 basis point change in interest for the following reasons:

- For the German, Italian, Swiss and Austrian markets, valuation interest rates are typically locked-in at the minimum interest rate guaranteed by the ceding on the deposited assets covering the liabilities.
- For the business written in the United Kingdom, Scandinavia, United States (traditional, non-savings products) and France (excluding Long Term Care), valuation interest rates are locked-in based on a prudent estimate of the expected rate earned on assets held less a provision for adverse deviation.

The life products with guaranteed minimum death benefits (GMDB) are not materially sensitive to 100 basis point decrease in interest rates. An increase in interest rates would not result in a decrease in the level of reserves as the interest rates are locked-in.

The liabilities recorded for the annuity business would not change materially to a 100 basis point change in interest rates as they are linked to account values. However, the shadow accounting would be impacted.

For Long Term Care products in France, ceding companies use valuation interest rates established by French regulators which are linked to some extent, to market rates. Reserve movements reported by ceding companies are influenced by numerous factors, including interest assumptions, where are not distinguished separately. SCOR does not actively revise the valuation interest rates during its reserving process. Due to lack of direct data, the interest rate sensitivity cannot be precisely analysed.

Non-Life

The Group does not consider that it is interest rate sensitive if the interest rates are fixed by local regulators. Additionally, there are no discounted reserves in the Non-Life portfolio which would result in interest sensitivities. Finally, for lines of business where there are interest sensitivities at the level of the ceding company and for which no direct information on these sensitivities is submitted to SCOR level (e.g. the bodily injury portion of automobile), SCOR considers that the information provided by the ceding company is not necessarily representative of the evolution in interest rates. The IBNR calculations performed by SCOR using methods other than the loss ratio method do not represent a material portion of the recorded reserves and therefore the sensitivity is not considered material.

Equity price risk

Equity price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Group's equity prices exposure relates to financial assets and financial liabilities whose values will fluctuate as a result of changes in market prices, principally investments in equity securities.

Investments

The majority of the Group's investments are in debt securities. For investments made in equity securities, the Group's objective is to develop and manage a high-quality diversified portfolio seeking shares with high dividend payouts. The equity portfolio is continually monitored.

All investments, whether held directly or in mutual funds, are aggregated and valued on a daily basis. This approach allows for the monitoring of changes in the portfolio and the identification of investments with higher than average volatility. The Group's exposure is reviewed at regular Investment Committee meetings.

Additional information is included in the 2008 Registration Document in Section 4.2.2 – We face risks related to our equity-based portfolio.

Life

In general, equity movements have no impact on the reported liabilities of the life business as the underlying policies and reinsurance contracts are typically unrelated to equity prices. For some risk premium treaties (where the underlying insurance policies are unit-linked or universal life) the sums at risk and thus the expected claims, vary with the movement of the underlying assets. However, under almost all reinsurance programs, premiums are also linked to the sums at risk such that the liability would not materially change.

The premiums on the Guaranteed Minimum Death Benefit (GMBD) business underwritten by the SCOR Group in the U.S. market vary with the value of the underlying assets rather than the sum at risk. Thus, premiums would decrease under a decline of the equity values whereas the expected claims would increase thus leading to an increase in the liability. However, included in the reserve calculation is a prudent margin for this fluctuation. Accordingly, the level of reserves recorded for this business would remain unchanged in the event of a 10% decrease in equity values. As the valuation assumptions are locked-in, an increase in equity values, resulting in a decrease in the economic liability, would not impact the level of reserves recorded in the financial statements.

Non-Life

The Non-Life business is not sensitive to equity price risk.

Sensitivity to market risk

The following table summarises the accounting sensitivity of the Group's consolidated income and consolidated equity (on a pre-tax basis) to market risks based on reasonably possible movements in key variables with all other variables held constant. The assumptions included are:

Interest

The interest sensitivities include the movements on the debt security portfolio, cash and cash equivalents, structured notes, the impact of changes in interest rates on variable rate financial debt and the GMDB and annuity business of the life operations in the US.

Equity price

SCOR conducted an analysis of the sensitivity of the impairment of equity securities, by applying the accounting policy and application rules set out in 20.1.6.1 (H) to theoretical future market value changes. SCOR estimates that, excluding any impairment arising to duration, a further uniform decline of 10% from 31 December 2008 market values would generate a potential future further impairment of equity securities of EUR (65) million, net of tax. It should be noted that this figure should not be scaled up or down as the impairment rules are not a linear function of market value. For example a scenario with a market value decline of 20% would not double the potential further equity impairment.

As previously mentioned, the Life and Non-Life business are not sensitive to equity price movements.

The market sensitivities of the Group are estimated as follows:

	31 December 2008 (1)		31 December 2007	
In EUR million	Income (5)	Equity (4) (5)	Income (4)	Equity (4) (5)
Interest +100 basis points (2)	(2)	(188)	15	(182)
% of Equity	(0.1)%	(5.5)%	0.4%	(5.0)%
Interest – 100 basis points (2)	2	220	(17)	181
% of Equity	0.1%	6.4%	(0.5)%	5.0%
Equity markets +10% (3)	3	62	38	119
% of Equity	0.1%	1.8%	1.0%	3.3%
Equity markets -10% (3)	(65)	(62)	(25)	(119)
% of Equity	(1.9)%	(1.8)%	(0.7)%	(3.3)%

(1) The sensitivity analyses have been improved in 2008 to include a more detailed analysis of the investment sensitivities.
(2) The impact of interest rate sensitivity on income relates to financial debt at variable rates.
(3) Excludes investments in hedge funds which normally do not have a uniform correlation to equity markets and securities where SCOR has a strategic investment including where the company has a substantial shareholding but does not meet the "significant influence" criteria in IAS 28.
(4) The reduction in equity represents the estimated net asset impact independently to the amount of impairment recognised in the profit and loss account.
(5) Net of tax estimated at 25%.

Currency

The Groups' existing policy is to actively minimise all foreign currency transaction risk wherever possible by entering into foreign currency contracts. Therefore there is minimal sensitivity to transaction risk. The Group recognised a net foreign exchange gain of EUR 7 million for the year ended 31 December 2008.

For currency translation risk, the following sensitivity analysis considers the impact in equity of a 10% movement in the exchange rates of the Group's two largest translation risk currency exposures; USD and GBP relative to EUR.

		Equity impact	
In EUR million	Currency movement	2008	2007 adjusted (1)
USD/EUR	+10%	186	147
% of Equity		5.4%	4.1%
USD/EUR	-10%	(186)	(147)
% of Equity		(5.4%)	(4.1%)
GBP/EUR	+10%	28	25
% of Equity		0.8%	0.7%
GBP/EUR	-10%	(28)	(25)
% of Equity		(0.8%)	(0.7)%

(1) Figures for 2007 are adjusted and estimated following the same methodology as 2008 and based on improved visibility given new processes, systems and the completion of the initial accounting of Converium acquisition.

20.1.6.28 NOTE 28 – LITIGATION

The following litigation matters shall be mentioned:

In the United States:

- In August 2006, Highfields Capital LTD, Highfields Capital I LP and Highfields Capital II LP (the **"Highfields Funds"**), as former minority shareholders of IRP Holdings Limited, a company incorporated in Ireland, commenced an action against SCOR in the Superior Court of the Commonwealth of Massachusetts (the **"Highfields Lawsuit"**). The complaint in the Highfields Lawsuit, which was served upon SCOR on 18 October 2006, included claims for common-law fraud, negligent misrepresentation and violations of a Massachusetts consumer protection statute arising out of the Highfields Funds' purchase of an equity interest in IRP Holdings Limited in December 2001, and the conditions for setting the price at which the Highfields Funds subsequently sold their interest to SCOR in 2005, a transaction which was highly profitable to the Highfields Funds. The Highfields Lawsuit is similar to a previous lawsuit filed by the Highfields Funds in March 2004 before the U.S. District Court for the District of Massachusetts and which was dismissed for lack of subject matter jurisdiction on 16 August 2006. On 21 March 2007, the Superior Court of the Commonwealth of Massachusetts granted SCOR's motion to dismiss the Highfields Funds' claims under the Massachusetts consumer protection law but denied SCOR's motion to dismiss the remaining claims. On 10 April 2007, the Court denied SCOR's Motion for Summary Judgment on Statute of Limitations Grounds, and on 17 September 2007, the Court denied SCOR's Motion for Partial Summary Judgment seeking dismissal of the Highfields Funds' claim for negligent misrepresentation.

  The current fact discovery deadline in the Highfields Lawsuit is in principle 17 April 2009. No proceedings beyond that date are presently scheduled. Discovery is now under way.

  SCOR maintains that Highfields' action is without merit and intends to continue to defend itself vigorously. At this stage of the proceedings, we cannot estimate the likelihood or potential amount of any adverse judgment.

- In July 2001, leaseholders of the WTC (**"Silverstein Parties"**) purchased a USD 3.55 billion property insurance program covering the World Trade Center (**"WTC"**). SCOR underwrote a 10% quota share of that program as a 100% fronted reinsurer of Allianz Global Risks U.S. Insurance Company (**"Allianz"**). Beginning in October 2001, various claims were brought in U.S. Federal District Court in New York to resolve whether the 11 September 2001 WTC attack constituted one or two occurrences, as well as other coverage disputes (**"WTC Litigation"**). Allianz, as SCOR's 100% fronting company, was a named party to the WTC Litigation. SCOR, as the financially interested reinsurer, associated in the defence and control of the claim against Allianz. On 6 December 2004, a jury determined that the 11 September 2001 WTC attack constituted two occurrences under the terms of the property insurance policy issued by Allianz. On 18 October 2006, the U.S. Court of Appeals for the Second Circuit affirmed the jury's verdict. The two-occurrence verdict against Allianz did not determine the amount of damages owed by Allianz under its policy. That determination was the subject of the ongoing coverage litigation, as well as a separate court-supervised appraisal proceeding.

In April 2006, the Silverstein Parties announced their intent to transfer certain WTC reconstruction rights to The Port Authority of New York and New Jersey (**"Port Authority"**) thereby extinguishing the Silverstein Parties' right to recover replacement costs for the transferred rights pursuant to the terms of Allianz's coverage. After Allianz refused to waive Allianz's rights under its policy, the Silverstein Parties and the Port Authority initiated a separate lawsuit against Allianz and other insurers in New York state court disputing that the partial transfer extinguished the insurers' obligation to pay replacement costs for the transferred rights. In September 2006, the New York state court ordered all parties to take part in a global settlement mediation in an effort to resolve the claim.

On 23 May 2007, over SCOR's stated objection as the 100% fronted reinsurer, Allianz accepted a final settlement with the Silverstein Parties and the Port Authority resolving all pending litigation. Under the settlement, Allianz agreed to pay two full limits of coverage, USD 710 million, with the unpaid balance payable in increments through 2010, and conceded a number of valuation and coverage positions that Allianz had been advancing on SCOR's behalf under the Allianz policy, including Allianz's position that any prior or future transfers of development rights by the Silverstein Parties extinguished potential replacement cost claims for the transferred rights. In objecting to the settlement, SCOR advised Allianz that the settlement, by waiving critical coverage and valuation positions under the Allianz policy and foreclosing SCOR from obtaining a merits-based resolution of the claim, did not comply with the terms and conditions of the reinsurance certificate between SCOR and Allianz and contained *ex gratia* components.

On 27 September 2007, SCOR initiated claims against Allianz in an arbitration proceeding challenging both Allianz's issuance of a policy prior to the loss that did not conform to the terms of coverage agreed by SCOR, as well as Allianz's 23 May 2007 settlement of the claim over SCOR's objection. The arbitration is underway and expected to be completed in 2009. The arbitration will determine SCOR's total indemnity obligation in connection with this claim, which amount could be significantly greater or less than SCOR's current gross reserve of USD 550 million (USD 247 million net). Shortly before its 23 May 2007 settlement, Allianz unilaterally increased its reserves to assume a total incurred loss of USD 710 million, plus an additional USD 39 million in expenses, and thereby obtained from SCOR increased letters of credit securing those reserves, as provided in the SCOR-Allianz fronting arrangement. During the pendency of the arbitration, Allianz has drawn on SCOR's letters of credit to cover settlement payments made by Allianz to the Silverstein Parties and the Port Authority, as well as alleged loss adjustment expenses incurred by Allianz. As at 31 December 2008, the total amount of letters of credit outstanding was USD 250 million. SCOR continues to assess on an ongoing basis the amount of its reserves in light of developments regarding the WTC claim, including with respect to the pending arbitration against Allianz.

- On 29 April 2006, a fire occurred at Huntsman Corporation's Aromatics and Olefins Plant. Huntsman Corporation (**"Hunstman"**) was insured by its "captive" insurer, International Risk Insurance Company (**"IRIC"**), and IRIC was 100% reinsured by various reinsurers, including SCOR UK Company. On 30 August 2007, certain reinsurers, including SCOR UK Company, brought suit in Federal Court in the Southern District of Texas (**"Reinsurers Action"**) seeking to compel Huntsman and IRIC to arbitrate their disputes regarding certain coverage and quantum issues that had arisen with reinsurers, and alternatively seeking a declaratory judgment from the Court regarding these issues. Both Huntsman and IRIC filed motions to dismiss the Reinsurers Action. Huntsman later filed suit in Texas State Court against IRIC (**"Huntsman Action"**), who then filed a third-party action against reinsurers in the same matter. Reinsurers sought to remove the Huntsman Action from State Court to Federal Court in the Eastern District of Texas. On 21 September 2007, reinsurers were then successful in getting the Huntsman Action transferred to the Federal Court in the Southern District of Texas (where the Reinsurers Action is now pending). On 4 February 2008, Huntsman filed a motion to have the Huntsman Action sent back to State Court. On 26 September 2008, the Court denied Huntsman and IRIC's motions to dismiss the Reinsurers Action and refused to send Huntsman Action back to State Court. Arbitrability *discovery* has been ordered and will be conducted absent an agreed resolution of the arbitrability issue.

- The Group is involved in one legal proceeding concerning past environmental claims in Texas. Based on information available to us as at the date of the consolidated financial statements, the Group believes the provisions it has reserved are sufficient to cover this matter.

In addition, as a result of its acquisition of Converium (which has since become SCOR Holding (Switzerland)), SCOR now assumes the burden of the following litigation matters:

- On 4 October 2004, the first of several putative securities class action complaints was filed in the United States District Court for the Southern District of New York (the **"Court"**) against Converium and several of its officers and directors. The complaints were subsequently consolidated and Public Employees' Retirement System of Mississippi and Avalon Holdings Inc. were appointed lead plaintiffs (the **"Lead Plaintiffs"**).

  On 23 September 2005, the lead plaintiffs filed a consolidated amended class action complaint (the **"Complaint"**). In addition to Converium and certain of its officers and directors, the Complaint also names as defendants Zurich Financial Services (**"ZFS"**); UBS AG; and Merrill Lynch International. The Complaint generally alleges that a class of shareholders who purchased shares of Converium between 11 December 2001 and 1st September 2004 were damaged because Converium did not establish adequate loss reserves to cover claims by policyholders; Converium announced reserve increases prior to 20 July 2004 that were insufficient; and, as a result of the foregoing, Converium's earnings and assets were materially overstated. The Complaint asserts claims for violations of Section 10(b) and Section 20(a) of the Securities Exchange Act of 1934 (the **"Exchange Act"**) and Sections 11, 12 and 15 of the Securities Act of 1933 (the **"Securities Act"**). The Complaint seeks unspecified monetary damages and other relief.

  On 23 December 2005, the defendants moved to dismiss the Complaint and on 21 April 2006, Lead Plaintiffs moved for leave of Court to file a proposed Consolidated Second Amended Class Action Complaint, to amend their complaint to add, among other things, Securities Act claims based on Converium's 1st March 2006 restatement of its financial accounts from 1998 through 2005.

On 28 December 2006, the Court issued an Opinion and Order granting in part and denying in part defendants' motions to dismiss the Complaint. The Court dismissed the claims against all defendants alleging violations of Sections 11, 12 and 15 of the Securities Act as well as claims asserting violations of Sections 10(b) and 20(a) of the Exchange Act based upon allegations that Converium misrepresented and omitted material information in its 11 December 2001, initial public offering (the **"IPO"**) prospectus and registration statement. The Court denied the motion to dismiss those claims against Converium and its former officers alleging that those defendants violated Section 10(b) and Section 20(a) of the Exchange Act by misrepresenting and omitting material information in various public disclosures following Converium's IPO. In addition, the Court denied Lead Plaintiffs' motion to amend their complaint.

On 12 January 2007, Lead Plaintiffs filed a motion for reconsideration of the Court's 28 December 2006 order. On 9 April 2007, the Court granted Lead Plaintiffs' motion for reconsideration in part and denied it in part. The Court granted Lead Plaintiffs' motion to reconsider its dismissal of Exchange Act claims arising out of the IPO. The Court denied Lead Plaintiffs' motion to reconsider the dismissal of the Securities Act claims, as well their motion to file a Consolidated Second Amended Class Action Complaint.

On 24 August 2007, Lead Plaintiffs filed a Motion for Preliminary Approval of Proposed Settlement with ZFS. Under the terms of the Proposed Stipulation of Settlement, ZFS is to pay USD 30 million in cash for the benefit of a Settlement Class. The Settlement Class includes persons who purchased American Depositary Shares and Swiss shares purchased on the Swiss Stock Exchange, including persons who reside abroad, during the period 11 December 2001 through 2 September 2004.

On 4 September 2007, the Court preliminarily approved the settlement. If the settlement obtains final approval, it would resolve the claims of the Settlement Class asserted against ZFS (and against certain other defendants as set forth in the Stipulation of Settlement, including all of Converium's former directors). A fairness hearing on the settlement has not yet been scheduled.

On 14 September 2007, the Court issued an opinion rejecting certain additional arguments raised by Converium and the officer defendants in their motion to dismiss with regard to Lead Plaintiffs' Exchange Act claims that it had not ruled on in its initial decision or its reconsideration decision.

By Orders dated 6 March and 19 March 2008, the Court certified a class of plaintiffs consisting of all U.S. residents who purchased Converium Securities on the SWX Swiss Exchange and all persons who purchased Converium or in the American Depository Shares (**"ADSs"**) on the New York Stock Exchange (NYSE) from 7 January 2002 through 2 September 2004 (the **"Class"**). The Court specifically excluded from the Class all non-US purchasers of Converium Securities on the SWX Swiss Exchange.

On 20 March 2008, Lead Plaintiffs filed a motion for reconsideration of the ruling of the 6 March and 19 March 2008 Orders.

On 26 March 2008, Lead Plaintiffs moved for leave to file a second amended complaint.

On 6 May 2008, following several mediation sessions before the Honorable Daniel Weinstein (Ret.), a Memorandum of Understanding was entered to pursuant to which the Lead Plaintiffs and SCOR Holding (Switzerland) will settle the claims and/or potential claims of the certified Class before the U.S. Court and the claims of non-U.S. purchasers of Converium securities in a proceeding in the Netherlands for an aggregate amount of USD 115 million (pre tax and before D&O recoveries).

On 19 May 2008, SCOR Holding (Switzerland) commenced arbitration proceedings in Switzerland against its D&O carriers. On 11 July 2008, a resolution of SCOR Holding (Switzerland)'s claims with certain of its D&O carriers was agreed to and pursuant to which it will receive the aggregate amount of CHF 65 million. Arbitration proceedings remain pending against the remaining D&O carriers.

On 25 July 2008, SCOR Holding (Switzerland) executed a definitive settlement agreement in the U.S. class action. On 12 December 2008, the U.S. Court issued an Order and Final Judgment approving the settlements as fair, reasonable and adequate and dismissing with prejudice all claims against the defendants in the action, including those asserted against SCOR Holding (Switzerland) and certain of its former officers and directors.

On 9 January 2009, plaintiff Michael Rubin filed an appeal with the Second Circuit Court of Appeals of (i) that portion of the District Court's 28 December 2006 Order dismissing plaintiffs' Securities Act claims as untimely; (ii) that portion of the District Court's 28 December 2006 Order denying plaintiffs' motion to amend the complaint; and (iii) the Districts Court's 12 December 2008 Order and Final Judgment. Because Rubin has appealed the District Court's 12 December 2008 Order and Final Judgment, the settlement with the Class is not yet final.

SCOR Holding (Switzerland) is in the process of negotiating a definitive agreement for the settlement of the claims of non-U.S. purchasers of Converium securities.

On 11 December 2008, SCOR announced that an agreement had been reached with the SEC to resolve a long-running investigation of Converium related to non-traditional insurance and reinsurance products and the restatement of its financial statements. In connection with the settlement, the SEC issued an administrative cease-and-desist order by consent (the "Order"). In the Order, the SEC found that Converium had violated the anti-fraud, financial reporting, books-and-records and internal control provisions of the Exchange Act and related rules and regulations of the SEC thereunder and prohibited Converium from committing any future violations of those provisions. The Order found that all of the conduct that gave rise to the SEC proceeding took place prior to Converium being acquired by SCOR.

SCOR Holding (Switzerland) consented to the issuance of the Order without admitting or denying any wrongdoing. There were no fines, disgorgement payments or financial remedies associated with the settlement.

An unfavorable outcome of one or more of the class action lawsuits or regulatory investigations involving entities of the former Converium Group described above could have a material adverse effect on the Group's financial condition and results of operations.

In Europe:

- SCOR Global Life (formerly SCOR VIE), as the reinsurer of an insurance company, is involved in a lawsuit in connection with a life insurance policy in the amount of approximately EUR 4.5 million. The beneficiary of the policy was killed in 1992. In June 2001, a Spanish court ordered the ceding company to pay approximately EUR 16 million under the policy, which amount included accumulated interest since 1992 as well as damages. Following this decision, SCOR VIE booked a technical provision of EUR 17.7 million in its accounts for the 2001 financial year. In May 2002, the Barcelona Court of Appeals found in favor of the ceding company. The representatives of the deceased have now appealed the case to the Spanish Supreme Court. In June 2007, the Spanish Supreme Court confirmed the decision by the Court of Appeals in favor of the cedent and, as a result, SCOR decided to re-absorb the provision booked for this litigation. However, the beneficiaries of the insurance policy filed a "recours d'amparo" (individual protection claim) before the Spanish Constitutional Court. The cedent has therefore decided to maintain its provision.

- The French Autorité des Marchés Financiers (the "**AMF**") initiated an investigation on 21 October 2004 in connection with the financial information and market transactions surrounding the issuance of OCEANEs in July 2004. The AMF also initiated an investigation on 5 October 2005 on the market for SCOR shares after 1st June 2005. As at the date of the financial statements herein, the Company has received no additional information concerning these investigations.

- Starting February 2005, SCOR was the subject of a tax accounting audit covering the period 1st January 2002 through 31 December 2003, which ended with a final adjustment notice on 15 January 2008. This tax audit resulted in the base for corporate income tax being raised by EUR 101,067,063, as well as long term unrealised losses by EUR 68,880,000. These various adjustments have no financial consequence in the form of additional tax paid to the French Treasury. They concern the premiums and fees pertaining to proportional treaties and in excess of loss covers granted by SCOR to its subsidiary SCOR U.S. Corporation and the provisioning of equity investments with said subsidiary. Since some adjustments create "discrepancies" and since compensation is made during the year following the audited period, the decrease in net loss carry-forwards is EUR 64,492,071, corresponding to taxation of EUR 22,206,769 attributable to deferred taxes carried over and without effect on the cash of the Company.

  In addition, the accounting audit led to an adjustment (taxes and interest for late payment) of EUR 70,915 in relation to tax on salaries.

- Concerning the Swiss Federal Banking Commission's decision dated 13 July 2007, confirming the position expressed by the Swiss Takeover Board in its Recommendation IV dated

9 June 2007, according to which Mr. Martin Ebner, Patinex and BZ Bank AG had acted in concert with SCOR in connection with the Offer, SCOR refutes this characterisation and reaffirms that such physical person and legal entities did not act in concert with SCOR in connection with the Offer. On 13 September 2007, SCOR has filed an appeal against this decision before the Federal Administrative Court *(Bundesverwaltungsgericht)* in accordance with applicable legal and regulatory provisions.

In its decision dated 23 December 2008, the Federal Administrative Court concluded that it did not have to decide in the merits, as the Offer had been consummated and the period for the application of the best price rule had expired on 26 January 2008. In its report dated 22 April 2008 (with supplement dated 13 May 2008), the independent review body Ernst & Young had confirmed that SCOR had complied with all its obligations in connection with the Offer even if Martin Ebner and the persons directly or indirectly controlled by him had been deemed to be acting in concert with SCOR. Accordingly, the appeal was written off without judgment on the merits due to the interests in the appeal having fallen away during the procedure and the appeal therefore having become abstract. None of the parties filed an appeal against this decision of the Federal Administrative Court.

- In October 2007, SCOR received an arbitration notice from the "captive" of a British pharmaceuticals laboratory. SCOR contests the validity of the presentation of this claim. Documents are being exchanged and no decision should be expected before the beginning of the year 2010. A mediation has been proposed.

- On 14 January 2008, SCOR Global Life received notification of a tax accounting audit for the period 1st January 2005 through 31 December 2006. The tax audit started in early 2008 and is still going on at present. In order to avoid the statute of limitation for fiscal year 2005, the tax administration has sent an interim assessment notice for fiscal year 2005. Up to now, the contemplated assessments arrived at consist most significantly in timing differences and, due to the tax loss position of the French tax Group in France, they will not lead to a significant impact on the consolidated results of the Group.

- On 29 January 2008, the Spanish competition authority (*Comisión Nacional de la Competencia*, the "**CNC**") opened a sanctioning procedure against SCOR Global P&C SE Ibérica Sucursal, a branch of SCOR Global P&C, and a number of other insurance and reinsurance companies for alleged antitrust practices to set the commercial conditions applied to customers in relation to the decennial insurance to construction that could result in an infringement of Article 1 of Law 15/2007, of 3 July 2007, on Competition (the *"Competition Act"*) (which prohibits agreements and concerted practices that may have as an object or effect the restriction of competition in the market).

  After an initial investigatory phase, the Directorate of Investigation of the CNC has confirmed its initial accusation and has sent the file to the Council of the CNC for a final decision. The Council must issue its decision on the file before 29 June 2009.

  At present, it is difficult to predict the outcome of the procedure, since the alleged infringement under investigation is considered to be serious under the Competition Act.

SCOR and its subsidiaries are involved in legal and arbitration proceedings from time to time in the ordinary course of their business. Nevertheless, other than the proceedings mentioned above, to the knowledge of SCOR, as at the date of the financial statements herein, there are no other litigation matters likely to have a material impact on the financial position, business or operating income of SCOR.

20.1.6.29 NOTE 29 – SUBSEQUENT EVENTS

On 19 February 2009, SCOR announced having closed the three series of its cat bonds which provides the Group with protection of USD 200 million for exposures to earthquakes and hurricanes in the USA and Puerto Rico. It consists in multi-year property catastrophe (**"CAT"**) agreements between Atlas V Capital Limited (**"Atlas V"**) and SCOR Global P&C.

Atlas V is a special-purpose company incorporated under the laws of Ireland. The agreement in place with SCOR Global P&C SE in the form of a derivative is fully funded by the proceeds of Atlas V. The Atlas V notes were placed with institutional investors around the world. Events are covered for the risk period from 20 February 2009 to 19 February 2012.

The USD 200 million cat bond is divided into three series of notes: USD 50 million Series 1 (rated B+ by Standard & Poor's), USD 100 million Series 2 (B+) and USD 50 million Series 3 (B). The notes collectively offer blended coverage for subsequent events.

With regard to the finalisation of the reverse stock-split that was initiated in 2007, the terms of which are, ten existing shares being exchangeable for one new share, the new shares corresponding to the existing shares, a reverse stock-split of which had not been requested by their shareholders on 3rd January 2009, were sold by SCOR on the stock exchange, resulting in the voidance of the corresponding existing shares.

20.2 Auditing of historical consolidated financial information

In application of the EC Commission Regulation No. 809/2004, the following information is included by reference in this Registration Document:

(i) The report from the Statutory Auditors on the consolidated financial statements for the financial year ending 31 December 2007 published pages 292 to 295 of the registration document filed with the *Autorité des marchés financiers* on 28 March 2008 under Number D.08-0154.

(ii) The report from the Statutory Auditors on the consolidated financial statements for the financial year ended 31 December 2006 published pages 243 to 245 of the registration document filed with the *Autorité des marchés financiers* on 10 April 2007 under Number D.07-0294.

The report from the Statutory Auditors on the consolidated financial statements for the financial year ended 31 December 2008 is reproduced below:

Report of the Statutory Auditors on the consolidated financial statements

This is a free translation into English of the statutory auditors' report issued in the French language and is provided solely for the convenience of English speaking readers. This report includes information specifically required by French law in all audit reports, whether qualified or not, and this is presented below the opinion on the financial statements. This information includes explanatory paragraphs discussing the auditors' assessments of certain significant accounting matters. These assessments were made for the purpose of issuing an opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the consolidated financial statements. The report also includes information relating to the specific verification of information in the group management report.

This report, together with the statutory auditors' report addressing financial and accounting information in the Chairman's report on internal control, should be read in conjunction with, and is construed in accordance with French law and professional auditing standards applicable in France.

Statutory Auditors' Report on the consolidated financial statements

To the Shareholders,

In compliance with the assignment entrusted to us by your Annual General Meeting, we have audited the accompanying consolidated financial statements of SCOR for the year ended 31 December 2008.

These consolidated financial statements have been approved by the Board of Directors at their meeting on 3 March 2008. Our role is to express an opinion on these financial statements, based on our audit.

I. Opinion on the consolidated financial statements

We conducted our audit in accordance with the professional standards applicable in France, those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes verifying, by audit sampling and other selective testing procedures, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used, the significant estimates made by the management, and the overall financial statements presentation. We believe that the evidence we have gathered in order to form our opinion is adequate and relevant.

In our opinion, the financial statements give a true and fair view of the assets, liabilities, financial position and results of the consolidated group in accordance with the accounting rules and principles applicable under IFRS, as adopted by the European Union.

II. Justification of our assessments

Accounting estimates used to prepare the consolidated financial statements as at 31 December 2008 have been assessed in a high market volatility and an uncertain economic future environment. In this context, and in accordance with the requirements of Article L.823-9 of the French Commercial Code (Code de Commerce), we have performed our own assessments that we bring to your attention on the following matters:

- Part 20.1.6.1 "real estate investments", "financial instruments" and Notes 5, 6 and 8 to the financial statements describe the principles and methods used to estimate the valuation and impairment of investments and derivative instruments.

  In the specific context of the financial crisis, we examined the control system in place, detailed in Note 27 to the financial statements, relative to the inventory of direct and indirect exposures, and the system in place for their assessment, as well as the valuation methods and write-down policies applicable to certain financial instruments. We have obtained assurance that the information provided in the aforementioned notes is appropriate, and that the approaches and policies described were properly applied by the Group.

- Part 20.1.6.1 "intangible assets" and "corporate combinations and goodwill" and Note 3 and 4 to the financial statements describe the principles and methods used to assess the valuation of goodwill and the value of business acquired for the Life and Non-Life reinsurance portfolios. The methods used to carry out these annual impairment tests are described in Note 4 to the financial statements.

  We have examined the approaches used in the impairment tests, the future cash flows and the consistency of the assumptions used. We have verified that the information described in note 4 to the consolidated financial statements is appropriate.

- Part 20.1.6.1, "Taxes" and notes 19 to the consolidated financial statements describe the principles and methods used to perform the valuation of deferred tax assets as well as the deferred tax assets impairment test.

  We have assessed the approaches used in this impairment test, the forecasted cash flows and the assumptions made. We have verified that the information described in part 20.1.6.1 "Taxes" is appropriate.

- As stated in part 20.1.6.1 "Use of estimates" and "Accounting principles and methods specific to reinsurance business", and notes 7, 10, 11 and 16 to the consolidated financial statements, the technical accounts specific to reinsurance are estimated on the basis of reinsurance commitments or on statistical and actuarial bases, particularly in the case of accounts not received from cedents accounted for under the receivable caption, technical reserves, and deferred policy acquisition costs. The methods used to calculate these estimates are described in the Notes to the consolidated financial statements.

  Our audit work consisted in assessing the data and assumptions on which the estimates are based, reviewing the company's calculations, in comparing estimations from prior periods with actual outturns, and in examining senior management's procedures for approving these estimates.

- Part 20.1.6.3 "Acquisition of Prévoyance et Réassurance" describes the methods and assumptions used for the provisional valuation of net assets, and by comparison with the acquisition price, of the negative goodwill following the acquisition of Prévoyance et Réassurance and its subsidiary Prévoyance Ré. Part 20.1.6.3 "Acquisition of Converium Holding AG" and "Acquisition of ReMark Group BV" describes the methods and assumptions used to determine the final net assets, and by comparison with the acquisition price, the goodwill recorded following the acquisition of Converium Group and ReMark Group BV.

  Our audit consisted in assessing the reasonableness of the assumptions used by the management and in verifying calculations leading to the company valuation.

- Part 20.1.6.28 "Litigation" describes the uncertainties relating to the potential litigation encountered by the Group.

  We examined the Group's procedures to identify these risks, to evaluate and reflect them in the financial statements.

- Part 20.1.6.1 "pension obligations and related benefits" and Notes 15 to the financial statements specify the valuation methods applied to pension obligations and other related obligations.

  Our work consisted in assessing the data and assumptions used, reviewing the company's calculations and verifying that the information in part 20.1.6.1 "pension obligations and related benefits", and Notes 15 to the consolidated financial statements are appropriate.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole and therefore served in forming our audit opinion expressed in the first part of this report.

III. Specific verification

We have also verified the information given in the group management report as required by French law.

We have no matters to report regarding its fair presentation and conformity with the consolidated financial statements.

Fait à Paris-La Défense, 4 March 2009

Statutory Auditors

MAZARS
Michel BARBET-MASSIN
Lionel CAZALI

ERNST & YOUNG AUDIT
Pierre PLANCHON

Other information audited by the legal controllers

The Registration Document as a whole is the subject of an audit completion letter sent by the statutory auditors to SCOR.

The Report by the Chairman of the Board of Directors on the conditions for the preparation and organisation of the work of the Board of Directors and on internal control procedures, pursuant to Article L.225-37 of the French Commercial Code, featured in Appendix B, has been the subject of a report by the SCOR statutory auditors, which is also included in Appendix B.

The third-party agreements executed in 2007 or continued during 2007, as defined by Articles L.225-38 and following of the French Commercial Code, listed in Section 19.3, have been the subject of a specific report by the statutory auditors.

The SCOR corporate accounts for the financial periods ending 31 December 2008, 2007 and 2006, featured respectively in Appendix A of this Registration Document, at pages 147 to 185 of the registration document filed with the Autorité des marches financiers on 28 March 2008 under the number D. 08-0154 and at pages 138 to 166 of the registration document filed with the Autorité des marches financiers on 10 April 2007 under the number D. 07-0294, have been the subject of reports by the statutory auditors, featured respectively in Appendix A of this Registration Document, at pages 289 to 292 of the registration document filed with the Autorité des marches financiers on 28 March 2008 under the number D. 08-0154 and at pages 240 to 242 of the registration document filed with the Autorité des marches financiers on 10 April 2007 under the number D. 07-0294.

20.3 Sources of financial information not extracted from the audited financial statements of the issuer and indication of such absence of audit

Not applicable.

20.4 Date of most recently audited financial information

31 December 2008.

20.5 Interim and other financial information

Not applicable.

20.6 Dividend distribution policy

The resolution to be presented to the Annual General Meeting to approve, during the first half of 2009, the accounts for the financial year 2008, sets out the distribution of a dividend of EUR 0.80 per share for the financial year 2008.

The statute of limitations for dividends is 5 years. Dividends whose payment has not been requested shall be allocated to the *administration de domaines*.

See also Section 20.1.6 – Notes to the consolidated financial statements, Note 24 – Net earnings per share.

20.7 Litigation and arbitration procedures

Please see Section 20.1.6.28 – Note 28 – Litigation.

20.8 Material change in financial or commercial situation

No material change has occurred in the Group's financial or commercial situation since the end of the financial year 2008.

ADDITIONAL INFORMATION

ADDITIONAL INFORMATION

21 ADDITIONAL INFORMATION

21.1 Share capital

21.1.1 AMOUNT OF ISSUED CAPITAL AND ADDITIONAL INFORMATION

Date	Amount of capital subscribed (In EUR)	Number of shares outstanding
5 June 2008	1,450,523,984.67	184,147,402
31 December 2008	1,451,304,080.62	184,246,437
3 March 2009	1,450,523,984.67	184,147,402

All SCOR shares outstanding are fully paid up.

In accordance with the decision of the Combined Shareholders' Meeting on 16 May 2006 in its seventeenth resolution, to consolidate the shares comprising the share capital of SCOR in the ratio of one new share with a par value of EUR 7.8769723 (the **"New Shares"**) for 10 existing shares with a par value of EUR 0.78769723 per share (the **"Old Shares"**) and the decision of the Board of Directors of the Company on 7 November 2006, the Chairman and Chief Executive Officer noted on 15 December 2006 and 3 January 2007:

- that the reverse stock-split of SCOR shares would take place on 3 January 2007; and
- that prior to the reverse stock-split, the share capital would be reduced by a nominal amount of EUR 3, corresponding to the nominal amount of 4 SCOR shares (as a result of the cancellation of 4 treasury shares in order to obtain a number of outstanding Old Shares in circulation that was a multiple of 10).

The reverse stock-split took place on 3 January 2007 by an automatic exchange of ten (10) Old Shares for one (1) New Share. A residual proportion of the share capital, corresponding to the fractional Old Shares in the respective portfolios of the shareholders, initially continued to be listed and traded on the Eurolist by Euronext Paris S.A. market in the form of Old Shares to enable holders of Old Shares to sell or obtain a whole number of shares. The corresponding New Shares were held by the Company and could be exchanged on request by holders of Old Shares until 3 January 2009. The Old Share listing line was closed on 3 July 2007. The New Shares corresponding to the Old Shares the combination of which had not been requested by their holders on 3 January 2009 have been sold on the market by SCOR, and the corresponding Old Shares have been cancelled.

Pursuant to the fourth resolution passed by the Extraordinary Shareholders' Meeting of the Company on 18 May 2004, which decided to authorize the Board of Directors to grant officers and employees of the Company options carrying the right to subscribe to new shares in the Company, or to purchase existing shares of the said Company and granting the Board with the powers to note where applicable, at its first meeting from the close of the Company's financial year, the number and amount of new shares issued during the said fiscal year as a result of the exercise of options, the Board of Directors of SCOR noted, on 3 March 2009, the capital increase of SCOR of EUR 1,020,375.11 through the issue of 129,539 new shares, each with a par value of EUR 7.8769723.

Pursuant to the eighteenth resolution passed by the Extraordinary Shareholders' Meeting of the Company on 7 May 2008, which decided to authorize the Board of Directors to reduce the share capital by cancellation of treasury shares, the Board of Directors of SCOR, on 3 March 2009, decided to reduce the share capital of SCOR of EUR 1,020,375.11 through the cancellation of 129,539 treasury shares, each with a par value of EUR 7.8769723.

As a result, on the date of the Registration Document, the share capital of SCOR was EUR 1,450,523,984.67 divided into 184,147,402 shares each with a par value of EUR 7.8769723.

To the Company's knowledge, there is no significant pledge on the SCOR's shares.

Refer to Section 20.1.6.26 – Note 26 – Commitments received and granted for a description of the pledges on the Company's assets.

Number of shares authorised for convertible securities and under stock option plans

	At 31 Dec. 2007	At 31 Dec. 2008	On the date of the Registration Document		
OCEANE				**Interest-bearing date of the OCEANE**	**Normal amortisation date**
	10,470,000	10,470,000	10,470,000	2 August 2004	1 January 2010
Stock option plans				**Date of availability of options**	**Expiration date**
28 Feb 2003	111,034	101,577	101,577	28 Feb 2007	27 Feb 2013
03 June 2003	143,233	132,311	132,311	3 June 2007	2 June 2013
25 Aug 2004	486,251	345,432	215,893	26 Aug 2008	25 Aug 2014
16 May 2005	623,269	578,377	578,377	16 Sept 2009	16 Sept 2015
14 Sept 2006	795,771	734,594	734,594	15 Sept 2010	14 Sept 2016
14 Dec 2006	394,500	371,000	371,000	15 Dec 2010	14 Dec 2016
13 Sept 2007	1,417,000	1,138,000	1,138,000	13 Sept 2011	13 Sept 2017
22 May 2008	-	279,000	279,000	22 May 2012	21 May 2018
10 Sept 2008	-	1,199,000	1,199,000	10 Sept 2012	9 Sept 2018
Total	**14,441,058**	**15,349,170**	**15,219,752**		

	- Number initially authorised (date of the Shareholder's Meeting) - Outstanding number at the date of the Registration Document
Delegation of powers granted by the Shareholders' Meeting of 7 May 2008	
13th resolution (Delegation of powers to the Board of Directors for the purpose of deciding upon the incorporation of profits, reserves or premiums into the share capital)	25 390 466 shares (7 May 2008) 25 390 466 shares (Date of the Registration Document)
14th resolution (Delegation of authority granted to the Board of Directors for the purpose of deciding on the issuance of shares and/or of securities granting access to capital or giving entitlement to a debt instrument, without cancellation of preferential subscription rights)	76 171 399 shares (7 May 2008) 76 171 399 shares (Date of the Registration Document)
15th resolution (Delegation of authority granted to the Board of Directors for the purpose of deciding on the issuance of shares and/or of securities granting access to capital or giving entitlement to a debt instrument, with cancellation of preferential subscription rights)	36 816 176 shares (7 May 2008) 36 816 176 shares (Date of the Registration Document)
17th resolution (Authorisation granted to the Board of Directors for the purpose of the issuance of shares and/or securities granting access to the Company's capital or giving entitlement to a debt instrument, as remuneration for shares contributed to the Company in the context of any public exchange offer launched by the Company or of any contributions in kind within a limit of 10% of the share capital)	36 816 176 shares (7 May 2008) 35 395 768 shares (Date of the Registration Document)
Authorisations for share issues granted by the Shareholders' Meeting of 7 May 2008	
16th resolution (Authorisation granted to the Board of Directors for the purpose of increasing the number of shares issued in the event of over-subscription to the share capital increase, with or without cancellation of preferential subscription rights)	16,948,136 actions (7 may 2008) 16,948,136 shares (Date of the Registration Document)
19th resolution (Authority to issue shares for stock option plans)	3,000,000 actions (7 may 2008) 1,522,000 shares (Date of the Registration Document)
20th resolution (Authority to issue shares under free share allotment plans)	3,000,000 actions (7 may 2008) 1,522,000 shares (Date of the Registration Document)
21st resolution (Share capital increase reserved for employees of the Group)	3,000,000 actions (7 may 2008) 3,000,000 shares (Date of the Registration Document)
22nd resolution (Aggregate ceilings of the capital increases)	110,561,865 actions (7 may 2008) 106,185,457 shares (Date of the Registration Document)
Total	**110 561 865 shares (7 May 2008) 106 185 457 shares (Date of Registration Document)**

The delegations of powers granted by the Shareholders' Meeting of 7 May 2008 are each granted for a twenty-six (26) months duration as from the date of the Shareholders' Meeting, i.e. until 7 July 2010, date on which it will be deemed expired if the Board of Directors did not use it.

The authorisations granted by the Shareholders' Meeting of 7 May 2008 are each granted for an eighteen (18) months duration as from the date of the Shareholders' Meeting, i.e. until 7 November 2009, date on which it will be deemed expired if the Board of Directors did not use it.

The total number of shares authorised at the date of the Registration Document, including the shares (i) to be issued in connection with the implementation of stock option plans and the subscription of OCEANEs or (ii) that could be issued under current authorisations is 121,405,209.

21.1.2 EXISTENCE OF NON-EQUITY SHARES

Not applicable.

21.1.3 NUMBER AND VALUE OF DIRECTLY OR INDIRECTLY HELD TREASURY SHARES

The description of the stock buyback program implemented under the 6th resolution of the Annual Shareholders' Meeting of 7 May 2008 was published by the Company on 19 May 2008. The report of the Board of Directors of the Company to the Annual Shareholders' Meeting to be held in the first half of 2009 on the use of the 6th resolution will be made available to SCOR shareholders under the conditions set forth by law.

Moreover, SCOR reactivated on 3 October 2008 the liquidity agreement concluded with Exane BNP Paribas and allocated to this agreement 200,000 SCOR's shares and EUR 3,000,000 (in liquid assets). As at 31 December 2008, 250 385 SCOR SE's shares and EUR 2,858,054 were allocated to the liquidity agreement.

In the context of the above mentioned buyback program and this liquidity agreement were as follows: SCOR proceeded, during the financial year 2008, to:

- the purchase of 7,489,852 treasury shares,
- the sale of 4,542,613 treasury shares,
- the transfer of 1,701,321 treasury shares.

On 31 December 2008, SCOR held 4,904,551 shares compared with 2,911,194 shares at 31 December 2007. The par value of these treasury shares is EUR 38,633,012.37 and their book value is EUR 83,051,649.61.

The tables hereunder detail the evolution of the trading rates of the operations on treasury shares as well as the allocation by objectives.

Month	Average monthly trading rate for purchases In EUR	Average monthly trading rate for sales In EUR	Total monthly amount of trading fees In EUR	Number of shares purchased	Number of shares sold
January 2008	15.294	NA	4,577	250,000	0
February 2008	NA	NA	NA	0	0
March 2008	14.304	NA	74,708.64	433,000	0
April 2008	NA	NA	NA	0	0
May 2008	16.323	NA	19,472.15	1,000,000	0
June 2008	14.878	NA	7,691.33	435,000	0
July 2008	15.000	NA	57,119.79	3,165,000	0
August 2008	NA	NA	NA	0	0
September 2008	14.940	NA	5,616.59	314,334	0
October 2008	11.930	12,396	10,494.750	1,490,470	3,886,934
November 2008	14.026	13,418	2,624.61	478,553	397,389
December 2008	13.173	14,076	2,194.86	606,495	258,290

Objective	Number of shares as at 31/12/2008	Reallocation during the financial year	Nominal value In EUR	Percentage of share capital
1. Stimulation of the secondary market or the liquidity of the Company's shares by an investment services provider through a liquidity agreement compliant with a professional ethics charter recognised by the Financial Markets Authority	231,063	-	1,820,076.85	0.13%
2. Implementation of any stock option plan of the Company within the framework of the provisions of Articles L.225-177 et seq. of the French Commercial Code	-	-	-	-
3. Free allotment of shares to employees and/ or company representatives	4,673,488	294,621 shares initially allocated to objective n. 5 have been reallocated to objective n. 3	36,812,935.52	2.54%
4. Allotment of shares to employees and, where applicable, company representatives for the purpose of participating in the results of the company's expansion and implementing any company savings plan, under the conditions specified by law, in particular within the framework of Articles L.443-1 et seqq. of the French Labour Code	-	-	-	-
5. Purchasing of shares for keeping and later remittal for exchange or as payment within the framework of possible external growth operations	-	294,621 shares initially allocated to objective n. 5 have been reallocated to objective n. 3	-	-
6. Remittal of shares during the exercise of rights attached to securities giving access to the capital	-	-	-	-
7. Cancellation of the shares bought back in this way, within the limits established by law	-	-	-	-

21.1.4 AMOUNT OF CONVERTIBLE SECURITIES, EXCHANGEABLE SECURITIES OR SECURITIES WITH SUBSCRIPTION WARRANTS

On 21 June 2004, the Board of Directors of the Company approved an issue, represented by bonds convertible and/or exchangeable for new or existing shares of SCOR (OCEANEs), on the authority granted by the Combined Shareholders’ Meeting of 18 May 2004, and sub-delegated to its Chairman the powers required for this purpose. Issued on 2 July 2004, on the decisions of the Chairman-Chief Executive Officer on 23 and 24 June 2004, the nominal amount of this issue was EUR 200 million, represented by 10 million OCEANEs with a par value of EUR 20. The bonds bear interest at 4.125% payable on 1 January of each year. The issue has a term of 5 years and 183 days.

The gross actuarial yield is 4.125% on the date of payment. Amortisation is as follows:

- Normal amortisation: the bonds will be fully amortised on 1 January 2010 at the price of EUR 20 per bond;
- Early amortisation: by purchase on or off the stock market or public offering, under other conditions detailed in the offering circular approved by the AMF under No. 04-627 on 24 June 2004.

At any time since 2 July 2004, holders of OCEANEs may, up to the seventh day prior to the normal or early amortisation date, request the allotment of new and/or existing Company shares, at the Company’s discretion, and which shall be paid and/or settled by set-off for their bond claim, at the rate of one share per bond. Any bond holder who has not exercised his right to the allocation of shares before said date shall receive an amount equal to the redemption price of the bonds.

The share allocation ratio was initially one share per OCEANE. Following the capital increase of 12 December 2006 and the reverse stock-split of 3 January 2007 at a ratio of 1 new share with a par value of EUR 7.8769723 for 10 existing shares with a par value of EUR 0.78769723; this ratio was adjusted and now equals 0.1047 share per OCEANE. The conversion of all OCEANEs into shares would result in the creation of 10,470,000 shares.

In order to exercise the share allotment right, bondholders must forward their request through the intermediary which holds their securities accounts. These transactions are cleared by BNP Paribas Securities Services.

Any request for exercise of the share allotment right which reaches BNP Paribas Securities Services in its capacity as clearing agent during a calendar month shall take effect (i) on the last business day of said calendar month or (ii) the seventh business day preceding the date set for redemption. Bond holders shall receive delivery of the shares on the seventh business day following the exercise date.

The terms and conditions of the OCEANEs are described in detail in the prospectus registered with the AMF under number 04-627 and available on the SCOR website (www.scor.com) and on the internet site of the AMF (www.amf-france.org).

There has been no conversion of OCEANEs since their issue.

Refer also to Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 14: Financial debt.

21.1.5 INFORMATION ABOUT AND TERMS OF ANY ACQUISITION RIGHTS AND/OR OBLIGATIONS OVER AUTHORISED BUT UNISSUED CAPITAL OR AN UNDERTAKING TO INCREASE THE CAPITAL

Refer to:

- Section 15.1.3 – Compensation in the form of options or freely allocated shares plans,
- Section 17.2 – Information on equity interests and stock options for members of the administrative and management bodies,
- Section 17.3 – Agreements providing for employee shareholding,
- Appendix A – Notes to the Corporate Financial Statements – Note 12 - Stock Options,
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 17 - Costs of employee-related benefits, and
- Section 21.1.1 – Amount of issued capital and additional information.

21.1.6 INFORMATION ABOUT ANY CAPITAL OF ANY MEMBER OF THE GROUP WHICH IS UNDER OPTION OR AGREED CONDITIONALLY OR UNCONDITIONALLY TO BE PUT UNDER OPTION AND CHARACTERISTICS OF SUCH OPTIONS

Refer to:

- Section 15.1.3 – Compensation in the form of options or freely allocated shares plans,
- Section 17.2 – Information on equity interests and stock options for members of the administrative and management bodies,
- Section 17.3 – Agreements providing for employee shareholding,
- Appendix A – Notes to the Corporate Financial Statements – Note 12 - Stock Options,
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 17 - Costs of employee-related benefits, and
- Section 21.1.1 – Amount of issued capital and additional information.

The shares of Group's companies other than SCOR are neither under option nor agreed to be put under option.

21.1.7 HISTORY OF THE COMPANY'S SHARE CAPITAL FOR THE PERIOD COVERED BY THE HISTORIC FINANCIAL INFORMATION

Dates	Change in capital	Changes				Successive amounts of capital	Cumulative number of shares
		New Shares (1)					
		Issue price (in EUR)	Number	Share capital (en EUR)	Additional paid-in capital (in EUR)	(in EUR)	(in New Shares)
31/12/2005						**763,096,713.00**	**96,876,907**
	Exercise of subscription options	-	None	None	None		
	Conversion of OCEANE	-	None	None	None		
	Capital increase (2)	17.50	21,528,201	169,577,046.1	207,166,478.4		
31/12/2006						**932,673,759.00**	**118,405,108**
	Exercise of subscription options	-	None	None	None		
	Conversion of OCEANE	-	None	None	None		
	Reverse stock split (3)			(3)			
	Capital increase (4)	21	14,331,037	112,885,181.48	188,066,597.50		
	Capital increase (5)	21	3,506,173	27,618,027.60	46,011,602.24		
	Capital increase (6)	18.79	46,484,676	366,158,505.20	507,288,556.80		
31/12/2007						**1,439,335,470.20**	**182,726,994**
	Conversion of OCEANE	-	None	None	None		
	Capital increase (7)	11.31	1,420,408	11,188,514.47	8,941,508.01		
	Exercise of subscription options	10.90	99,035	780,095.95	299,385.85		
31/12/2008						**1,451,304,380.43**	**184,246,437**
	Exercise of subscription option	10.90	30,504	240,279.16	92,214.44		
	Cancellation of treasury shares		129,539	1,020,375.11	None		

(1) The amounts in New Shares indicated for the periods prior to 3 January 2007 are amounts adjusted on the basis of the corresponding amounts for Existing Shares in order to reflect the impact of the reverse stock split described in Section 21.1.1 of the Registration Document, as if the split had taken place prior to the period covered by the information provided in this table, as the SCOR capital was entirely represented by Existing Shares prior to 3 January 2007. The adjustment was made by dividing the corresponding amount expressed in Existing Shares; the result was rounded off to the next lowest whole number.
(2) This capital increase was essentially intended to finance with equity a portion of the acquisition by SCOR VIE, a wholly owned subsidiary of SCOR, of 100% of the stock of Revios Rückversicherung AG (**"Revios"**), a German company, from GLOBALE Rückversicherungs-Aktiengesellschaft – For more information on this acquisition, refer to Section 5.2.1.1 –Acquisition of Revios. This issue was described in an offering circular approved by the AMF on 16 November 2006 under number 06-406.
(3) On 3 January 2007, SCOR executed a reverse stock split. In a decision on 2 January 2007, the Chairman and Chief Executive Officer of SCOR noted share capital of EUR 932,673,756 versus EUR 932,673,759 until that date because of the adjustment to fractional shares.
(4) This capital increase was intended to remunerate the in-kind contribution made to the Company by PatinexAG, a Swiss joint stock company, of 23,216,280 registered shares of Converium Holding AG stock. – For more information on this in-kind contribution of stock, refer to Section 5.2.1.2 - Public offer upon the Converium shares. This contribution was described an E document registered by the AMF on 10 April 2007 under number E.07-032 and a supplemental E document registered by the AMF on 23 April 2007 under number E.07-039.
(5) This capital increase was intended to remunerate the in-kind contribution made to the Company by the pension fund Alecta pensionsförsäkring, ömsesidigt ("Alecta"), a Swedish pension fund, of 5,680,000 registered shares of stock in Converium Holding AG – For more information on this in-kind contribution of securities, refer to Section 5.2.1.2 - Public offer upon the Converium shares. This contribution was described in an E document registered by the AMF on 10 April 2007 under number E.07-032 and a supplemental E document registered by the AMG on 23 April 2007 under number E.07-039.
(6) This capital increase was intended to issue and list for trading the shares of the Company to be remitted in exchange for the shares of Converium Holding AG stock tendered in the combined tender/exchange offer made by the Company for the registered shares of Converium Holding AG stock held by the public. This capital increase was performed pursuant to Swiss legal and regulatory provisions and was described in an offering prospectus published and filed with the Swiss Commission des Offres Publiques d'Acquisition ("COPA") on 5 April 2007 – For more information on this capital increase, refer to Section 5.2.1.2 - Public offer upon the Converium shares. This capital increase was described in (i) an offering notice approved by the AMF on 10 April 2007 under number 07-115, (ii) a supplemental notice approved by the AMF on 23 April 2007 under number 07-131, and (iii) a second supplemental notice approved by the AMF on 12 June 2007 under number 07-183.
(7) This capital increase was intended to pay the contribution in kind of the SCOR Holding (Switzerland) AG's shares to SCOR by the minority shareholders in the framework of the cancellation proceedings of the SCOR Holding (Switzerland) AG's shares not held by the Group – For more information on this operation and this cancellation proceedings, refer to Section 5.2.1.3 - Cancellation of the shares of SCOR Holding (Switzerland).

21.2 Charter and Bylaws

21.2.1 CORPORATE PURPOSE OF THE ISSUER (ARTICLE 3 OF THE BYLAWS)

The purpose of the Company, either directly or indirectly, in all countries, is as follows:

a. insurance, reinsurance, cession or retrocession of business of any nature in all classes and in all countries, the assumption in any form of reinsurance contracts or liabilities of any French or foreign company, organisation, entity or association, and creation, acquisition, rental, lease, installation and operation of any undertaking related to these activities;

b. the construction, lease, operation or purchase of any and all properties;

c. the acquisition and management of all securities and other equity rights by any means including but not limited to subscription, transfer or acquisition of shares, bonds, corporate rights, partnerships and other equity rights;

d. acquisition of equity investments or interests in any industrial, commercial, agricultural, financial, securities or real estate companies, the formation of any company, participation in any capital increases, mergers, demergers and spin-offs;

e. administration, management and control of any company or other undertaking, direct or indirect participation in all transactions carried out by such companies or undertakings by any means including, but not limited, to participation in any company or equity investment;

f. implementation and management of centralised cash resource management within the group and the provision of services, to any group company concerned, relating to the management and operations of centralised cash resources;

and generally all such industrial, commercial and financial transactions, or transactions involving moveable property and real estate, as may pertain directly or indirectly to the above stated corporate purpose or as may be related to or facilitate the implementation or pursuit thereof.

21.2.2 SUMMARY OF THE BYLAWS AND INTERNAL REGULATIONS OF THE COMPANY CONCERNING THE MEMBERS OF ITS ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

Refer to the report of the Chairman of the Board of Directors in Appendix B of the Registration Document.

21.2.3 RIGHTS, PRIVILEGES AND RESTRICTIONS ATTACHED TO EXISTING SHARES

Dividend rights

The Shareholders' Meeting may decide to offer shareholders a choice between payment of the dividend in cash or in shares for all or a portion of the dividend or interim dividend to be distributed, in compliance with applicable law and regulatory provisions. Dividends will be deemed forfeited after the legally prescribed period (i.e. after five years) and revert to the French government.

Dividends paid to non-residents are in principle subject to withholding tax.

Voting rights

The voting right attached to shares is proportional to the portion of share capital they represent. During a period of two years from the reverse stock-split of the Company's shares implemented on 3 January 2007, any Old Share shall give the right to one vote and any New Share to ten votes, so that the number of votes attached to the shares shall remain proportional to the portion of share capital they represent.

The remaining Old Shares have been cancelled on 3 January 2009 and since then subject to applicable laws, all the shares of the Company give right to one voting right.

At all meetings, each shareholder has as many votes as the number of shares he holds or represents without limitation other than those which may result from legal requirements and the stipulations above. The difference between the distribution of share capital and the distribution of voting rights arises from the existence of treasury shares with no voting rights.

Where the shares are held by a beneficial owner, the voting rights attached to those shares belong to the beneficial owner at ordinary shareholders' meetings, and to the bare owner at extraordinary shareholders' meetings.

Failure to observe the legal and statutory obligations concerning thresholds may be sanctioned by the removal of voting rights for those shares or rights exceeding the undeclared fraction.

Statutory distribution of earnings (Art. 20 of the bylaws)

After approval of the financial statements and recognition of the existence of distributable funds consisting of the earnings for the fiscal year, less prior losses and plus, if applicable, any profit carried forward, the Shareholders' Meeting shall distribute them as follows:

1/ The profit available for distribution comprises the net profit for the financial year, less prior-year losses and all sums transferred to reserves pursuant to the law, plus any retained earnings;

2/ All or part of the profit available for distribution may be transferred by the Shareholders' Meeting to any discretionary, ordinary or extraordinary reserves or carried forward, as deemed appropriate;

3/ Any remaining balance shall be distributed on all the shares in proportion to their unredeemed paid-up value, it being stipulated that during a period of two years starting from the reverse split operation on the shares of the Company, pursuant to the seventeenth resolution of the Ordinary and Extraordinary Shareholders' Meeting of 16 May 2006, shares which have been subject to the reverse split shall be entitled to an amount ten times greater than the amount to which shares which have not been subject to the reverse split shall be entitled.

The Shareholders' Meeting may distribute all or part of the discretionary reserves in the form of a full or partial dividend or as an exceptional distribution; in this case, the resolution shall expressly indicate the sums to be deducted from each reserve.

The Ordinary Shareholders' Meeting may validly take all decisions necessary to give each shareholder the option of receiving all or part of a dividend or interim dividend in the form of shares in the Company, in accordance with the terms and conditions set forth by law.

Share buy-back or conversion clause

The bylaws stipulate no share buy-back or conversion clause.

Pre-emptive subscription rights for securities of the same class

Under current French regulations, and in particular Article L.225-132 of the French Commercial Code, any cash capital increase gives a pre-emptive right for shareholders to subscribe to new shares which is proportional to the amount of their shares.

The Shareholders' Meeting which decides or authorizes a capital increase may, under Article L.225-135 of the French Commercial Code, eliminate the pre-emptive subscription right for the entire capital increase or for one or more segments of said increase and may allow or not allow a priority subscription period for shareholders. When the issue is carried out through a public offering without pre-emptive subscription rights, the issue price must be set according to Article L.225-136 of the French Commercial Code.

In addition, the Shareholders' Meeting which decides on a capital increase may reserve it for named persons or categories of persons corresponding to specific characteristics, in application of Article L.225-138 of the French Commercial Code.

The Shareholders' Meeting may also reserve it for shareholders of another company that is the target of a public exchange offer initiated by the Company pursuant to Article L.225-148 of the French Commercial Code or for certain persons in the context of contributions in kind in application of Article L.225-147 of the French Commercial Code.

Jointly held shares

Subject to legal provisions concerning voting rights in meetings and the right to communication conferred on shareholders, shares are not divisible with regard to the Company, so that joint co-owners are required to be represented with the Company by one of said co-owners or by a single agent, appointed by the Court in the event of disagreement.

21.2.4 ACTIONS REQUIRED TO MODIFY SHAREHOLDERS' RIGHTS

The rights of shareholders are set forth in the bylaws of the Company. Under Article L.225-96 par. 1 of the French Commercial Code, amendments to the bylaws must be approved by the Extraordinary Shareholders' Meeting, by a majority vote of two-thirds of the shareholders present or represented.

21.2.5 CONDITIONS FOR CALLING ANNUAL SHAREHOLDERS' MEETINGS AND EXTRAORDINARY SHAREHOLDERS' MEETINGS (ARTICLES 8 AND 19 OF THE BYLAWS)

Shareholders' Meetings shall be called and conducted in accordance with French law. They shall consist of all shareholders, regardless of the number of shares held.

The bylaws make no provision for shares with double voting rights.

Meetings are held at corporate head offices, or elsewhere as indicated in the notice of meeting.

All shareholders may attend the Meetings, in person or through an agent, with proof of identity and of the ownership of shares, either in the form of registration in his name or a certificate from an authorised intermediary designated as account holder.

The Board of Directors of the Company determines the time period during which formalities for the immobilisation of bearer shares must be completed. This period is 24 hours under ordinary circumstances.

Subject to the terms and conditions set forth by the legal and regulatory provisions in force, shareholders may send their proxy voting forms or remote voting forms concerning any Shareholders' Meeting either in paper format or, if approved by the Board of Directors, by an electronic means of communication. For instructions issued by shareholders via electronic means including proxy instructions or for electronic remote voting forms, the capture and electronic signature of the shareholder may be carried out directly, if applicable, on the dedicated website set up by the Company, by any reliable identification process that safeguards the link between the signature and the form as determined by the Board of Directors and in accordance with the conditions defined by the legal and regulatory provisions in force.

The deadline for the return of remote voting forms and proxies shall be determined by the Board of Directors. Such deadline cannot be less than one day before the date of the Shareholders' Meeting. However, if authorised by the Board of Directors, electronic remote voting forms and instructions given by electronic methods involving a proxy or a power of attorney may validly be received by the Company up until 3 p.m. (Paris time) on the day preceding the Shareholders' Meeting.

The Board of Directors of the Company may also determine that shareholders may participate in and vote at any Shareholders' Meeting by videoconference or by any other mode of telecommunication permitting the identification and effective participation of the shareholders, under the conditions set forth by the legal and regulatory provisions in force.

21.2.6 PROVISIONS THAT COULD DELAY, DEFER OR PREVENT A CHANGE IN CONTROL

Not applicable.

21.2.7 DECLARATION THRESHOLDS

In addition to the information required by law from all shareholders who, acting alone or in concert, hold either directly or indirectly a given fraction of the share capital or of the voting rights of the Company, any natural person or legal entity, acting alone or in concert, which comes to hold or ceases to hold, either directly or indirectly, a fraction of the share capital or of the voting rights of the Company equal to or greater than 2.5%, or 5%, or 10%, or 15%, must inform the Company by registered letter, return receipt requested, addressed to the registered office, within five trading days of the date of the crossing of such threshold, of the total number of shares and/or of securities giving access to share capital held either directly or indirectly or in concert by such natural person or legal entity. The failure to comply with this requirement is sanctioned, upon request of one or more shareholders holding at least 2.5% of the Company's share capital, noted in the minutes of the Shareholders' Meeting, by the suspension of voting rights from all shares in excess of the non-declared fraction for any Shareholders' Meeting that may take place during a period of two years following the date of the regularisation of the notification.

21.2.8 CONDITIONS GOVERNING MODIFICATIONS TO THE SHARE CAPITAL (OTHER THAN LEGAL PROVISIONS)

Not applicable.

MATERIAL CONTRACTS

22 MATERIAL CONTRACTS

Refer to:

- Section 20.1.6 – Notes to Consolidated Financial Statements Note 26, Commitments received and granted and Note 27: Insurance and financial risk.

- Sections 19.1 and 19.2 – Related Party Transactions.

Triple X – SCOR Global Life Rückversicherung AG (formerly Revios) Transaction

Like all Life reinsurers in the U.S. market, SCOR Global Life Rückversicherung AG (formerly Revios) has utilised offshore retrocession agreements in order to better manage its capital requirements, especially those imposed by the so-called Triple X regulations. When a U.S. ceding entity retrocedes risks to a non-U.S. reinsurance entity, U.S. legislation requires that a guarantee be provided for the benefit of the U.S. ceding company in order for it to reduce its statutory reserve liabilities. In the past, Revios has relied on the use of short term Letters of Credit (**"LoC"**) for this purpose.

It has been an objective of the Revios Group to reduce its reliance on short term LoC in favour of a longer term solution, not only as a prudent course of action, but also in order to garner more favourable treatment from the rating agencies. For this purpose, in 2005 Revios put in place a Funding Arrangement (**"FA"**). This FA is in the form of a reinsurance agreement with two third party reinsurers, London Life and Union Hamilton. London Life acts as an intermediary for the retrocession of Revios business to its offshore companies. Under the FA, funds are placed in trust for the benefit of London Life, which reduces the LoC requirement on a dollar-for-dollar basis.

The FA is supported by the profitability of a large portfolio of in force life reinsurance contracts. Under the FA, Revios is able to cover under the guarantee approximately 90% of the excess of US statutory reserves over IFRS liabilities, up to the facility's maximum of USD 225 million.

The cost of the FA is competitive with long term LoC facilities and is guaranteed for 15 years. It also has the benefit of being non-recourse to Revios.

The FA was launched in two phases. In the first phase, effective 31 December 2005, USD 105 million was placed in trust in lieu of letters of credit. In the second phase, an additional USD 96 million of funding was placed in trust effective 30 September 2006.

In order to anticipate the increasing requirements of the Triple X regulations, the FA provided regulatory guarantees of approximately USD 215 million as at 31 December 2006, USD 226 million as at 31 December 2007 and USD 224.75 million as at 31 December 2008.

Parent company guarantees issued by SCOR Global Life Rückversicherung AG (formerly Revios) to its subsidiaries

SCOR Global Life Rückversicherung AG issued parent company guarantees for the following of its European subsidiaries: SCOR Global Life Reinsurance UK Limited (United Kingdom), SCOR Global Life Reinsurance Ireland Limited (Ireland), Sweden Reinsurance Co Ltd (Sweden), and SCOR Global Life Rückversicherung Schweiz AG (Switzerland).

Under these guarantees, which took effect on 22 November 2005 for SCOR Global Life Reinsurance Ireland Limited and on 25 November 2005, for the other subsidiaries concerned, SCOR Global Life Rückversicherung AG will unconditionally assume the commitments of the aforesaid subsidiaries with regard to reinsurance contracts agreed by them upon a payment default remaining uncured for more than 30 days.

Stand-by letter of credit facility agreement executed on 25 June 2007, between SCOR Switzerland AG (formerly Converium AG) a bank syndicate comprised of ABN AMRO Bank N.V., Niederlassung Deutschland, Bayerische Hypo Und Vereinsbank, Deutsche Bank AG, Luxembourg Branch, Commerzbank, Crédit Suisse, Barclays Bank, and JP Morgan Chase Bank

A credit facility agreement dated 25 June 2007, was executed between SCOR Switzerland AG (formerly Converium AG) and a bank syndicate comprised of ABN AMRO Bank N.V., Niederlassung Deutschland, Bayerische Hypo Und Vereinsbank, Deutsche Bank AG, Luxembourg Branch, Commerzbank, Crédit Suisse, Barclays Bank, and JP Morgan Chase Bank. The purpose of the agreement is to guarantee the performance of the obligations of SCOR Switzerland under its reinsurance transactions. This revolving stand-by letter of credit agreement for up to USD 1,500 million was executed for a period of use from 25 June 2007, to 25 June 2010, with an option to be extended to 25 June 2012.

By an amendment dated 30 October 2007, Crédit Suisse and Barclays Bank withdrew from the bank syndicate and the amount of the facility was reduced to USD 1,070 million.

Collateralised swap executed on 22 February 2008 between SCOR Global Life SE and JP Morgan Ventures Corporation

SCOR Global Life SE has signed on 22 February 2008 a four-year mortality swap with JPMorgan Ventures Corporation, under the terms of which it will receive up to USD 100 million and EUR 36 million in the event of a significant rise in mortality. The agreement runs from 1 January 2008 to 31 December 2011 and will compensate SCOR notably for a rise in mortality rates due to major pandemics, natural catastrophes or terrorist attacks.

The risk swap is indexed against a weighted combination of US and European population mortality, measured over two consecutive calendar years. According to the structure of the arrangement, a payment will be triggered if, at any time during the period covered, the index exceeds 115%. At any index level between the trigger point of 115% and the exhaustion point of 125%, JPMorgan Ventures Corporation will pay to SCOR Global Life SE a pro-rata amount of the notional swap amount of USD 100 million plus EUR 36 million.

The risk swap is fully collateralised.

Stand-by letter of credit facility agreements executed on 23 October 2008 between SCOR SE, SCOR Global Life SE and SCOR Global P&C SE on one side and Deutsche Bank on the other side

SCOR, SCOR Global Life SE and SCOR Global P&C SE on one side and Deutsche Bank on the other side executed, on 23 October 2008, a stand-by letter of credit facility agreement.

Deutsche Bank agreed to issue Stand-By Letters of Credit ("SBLCs") in a form acceptable to the American National Association of Insurance Commissioners (**"NAIC"**) as guarantee for commitments undertaken by SCOR, SCOR Global Life SE and SCOR Global P&C SE in the context of their reinsurance activities. The maximum face value of the letters of credit under this agreement is USD 325,000,000, as from 1 January 2009 until 31 December 2011.

The issuance of SBLCs pursuant to this agreement is subject to the execution of (i) a pledge over a financial instruments account to the benefit of Deutsche Bank, composed of U.S. treasury bills under the terms and conditions required by the agreement and of (ii) a first demand guarantee to the benefit of Deutsche Bank up to a maximum amount of USD 162,500,000.

Stand-by letter of credit facility agreements executed on 23 October 2008, between SCOR SE, SCOR Global P&C SE, SCOR Global Life SE, SCOR Switzerland AG and SCOR Rückversicherung (Deutschland) AG on one side and Natixis on the other side

A stand-by letter of credit facility agreements dated 23 October 2008, was executed between SCOR, SCOR Global P&C SE, SCOR Global Life SE, SCOR Switzerland AG and SCOR Rückversicherung (Deutschland) AG on one side and Natixis on the other side. Natixis agreed to issue SBLCs to guarantee the reinsurance activities of the above mentioned companies up to a maximum of USD 200,000,000 in a form acceptable to the NAIC, as from 23 October 2008 until 16 October 2011.

Stand-by letter of credit facility agreements executed on 23 December 2008 between BNP Paribas on one side and SCOR SE, SCOR Global Life SE and SCOR Global P&C SE on the other side

A stand-by letter of credit facility agreement dated 23 December 2008, was executed between BNP Paribas on one side and SCOR SE, SCOR Global Life SE and SCOR Global P&C SE on the other side. The purpose of these contracts is to guarantee the execution of the commitments of the above mentioned companies and some of SCOR SE's subsidiaries under their re-insurance operations. These credit facilities are made available through the issuance of revolving letters of credit and/or counter-guarantees (stand-by letters of credit or SBLC) up to a maximum of USD 100,000,000 for SCOR SE, USD 40,000,000 for SCOR Global P&C SE and USD 250,000,000 for SCOR Global Life SE, under a global ceiling of USD 400,000,000 as from 2 January 2009 until 31 December 2011.

Stand-by letter of credit facility agreements executed on 19 December 2008, between SCOR SE, SCOR Global P&C SE, SCOR Global Life SE, SCOR Switzerland AG on one side and CALYON on the other side

Under the terms of an agreement with SCOR, SCOR Global P&C SE, SCOR Global Life SE and SCOR Switzerland AG on one side and CALYON on the other side, CALYON has agreed to issue SBLCs to guarantee the reinsurance activities of the above mentioned companies up to a maximum of USD 200,000,000 in a form acceptable to the NAIC, as from 1 January 2009 until 31 December 2011.

The issuance of SBLCs under the terms of these agreements is subject to the execution by each entity of a pledge over a financial instrument account consisting of OATs or U.S. Treasury bills representing at least 50% of the amount of the SBLC.

THIRD-PARTY INFORMATION AND STATEMENTS BY EXPERTS AND DECLARATIONS OF ANY INTEREST

THIRD-PARTY INFORMATION AND STATEMENTS BY EXPERTS AND DECLARATIONS OF ANY INTEREST

23 THIRD-PARTY INFORMATION AND STATEMENTS BY EXPERTS AND DECLARATIONS OF ANY INTEREST

23.1 Expert's report

Not applicable.

23.2 Information from third parties

The Company certifies that all the following information stated in this Registration Document and received from third parties has been accurately reproduced and that as far as the Company is aware and is able to ascertain from information published by such third party, no facts have been omitted, which would render the reproduced information inaccurate or misleading:

- Data issued from the Standard & Poor's Global Reinsurance Highlights (2008 Edition) and relating to the ranking on reinsurance market participants quoted in Sections 5.1.5;
- Ratings issued by the Standard & Poor's, Fitch Ratings, AM Best and Moody's rating agencies quoted in Sections 4.1.8, and 6.3.

DOCUMENTS ON DISPLAY

24 DOCUMENTS ON DISPLAY

Throughout the period of validity of the Registration Document, the bylaws and any other document required by law may be consulted and are freely available upon request from the registered office of the Company at 1 avenue du Général de Gaulle, 92800 Puteaux.

The document referred to in Article 222-7 of the general regulation of the AMF is incorporated in the Registration Document and is shown in Section 28 – Published Information. The information quoted therein is available for downloading from the following sites:

- Autorité des Marchés Financiers (AMF): http://www.amf-france.org
- Bulletin des Annonces Légales Obligatoires (BALO): http://balo.journal-officiel.gouv.fr
- SCOR: http://www.SCOR.com/
- L'info financière: http://www.info-financiere.fr/search.php

INFORMATION ON HOLDINGS

INFORMATION ON HOLDINGS

25 INFORMATION ON HOLDINGS

As concerns the holdings held directly by SCOR, refer to:

- Section 7 – Management chart,
- Appendix A – Notes to the Corporate Financial Statements Note 2.3 – Subsidiaries and affiliates, and
- Section 20.1.6 – Notes to the Consolidated Financial Statements – Note 25 – Information on related parties.

As at 31 December 2008, SCOR held, however indirectly, shares or units in the following companies, which represent at least 10% of the consolidated net assets or generate at least 10% of the consolidated net profit or loss:

	Business Area	% Capital	Share capital issued	Reserves (in millions of euros)	Operating income after tax (in millions of euros)	Value of holding (in millions of euros)	Amount remaining for the purchase of the shares (in millions of euros)	Amount of dividends received (in millions of euros)	Amount of liabilities due to SCOR (-) and by SCOR (+) (in millions of euros)
SCOR US Corporation (US)	Reinsurance	100%	USD 196 m	289	6	1,211	-	-	(1)
SCOR Switzerland AG (Switzerland)	Reinsurance	100%	CHF 400 m	1,044	185	1,826	-	-	1
TOTAL				**1,333**	**191**	**3,037**	**-**	**-**	**-**

25.1 Increase of the stake in the capital of Prevoir Vietnam Life Insurance Company

On 17 December 2007, SCOR Global Life subscribed for USD 1,300,000 to the capital increase in the amount of USD 13,000,000 of Prévoir Vietnam Life Insurance Company Limited (**"Prévoir Vietnam"**), a company governed by Vietnamese law.

On 5 August 2008, SCOR Global Life subscribed for USD 1,450,000 to the capital increase in the amount of USD 14,500,000 of Prévoir Vietnam, thus preserving its 10% ownership interest in the share capital and voting rights of this company.

The Prévoir group (**"Groupe Prévoir"**) comprises a holding company including two insurance companies, Prévoir-Vie and Prévoir-Risques divers, and a portfolio management company, Société de Gestion Prévoir.

Groupe Prévoir was distinguished with the Trophée International Assurance et Prévoyance for its dynamic growth in Europe and Asia, awarded on 6 February 2006, by Mrs. Christine Lagarde, at this time French Vice-Minister of Foreign Trade. Since February 2006, Groupe Prévoir started its business activity under a partnership between its subsidiary Prévoir Vietnam and Vietnam Postal Services. This exclusivity agreement executed for a ten year term enables the distribution of Life insurance products in 3,000 post offices in the country. The sale of these products started on 10 February 2006, in Hanoi initially, and then in the 64 provinces of Vietnam. During 2006, the entire population of Vietnam had access to the products of Prévoir Vietnam. At the end of 2007, the market share of Prévoir Vietnam was 5.6% with 25,000 new contracts signed in 2007. The number of Prévoir Vietnam contracts signed in 2007 rose 150% compared to 2006 and the new insurance premiums collected rose by more than 65% year-on-year.

25.2 Increase of a stake in the share capital of GECIMED (formerly SOFCO)

On 28 December 2006, SCOR Global P&C entered into an agreement subject to conditions precedent relating to the acquisition from GECINA of shares representing 10.05% of SOFCO's (now GECIMED) share capital, for an amount of EUR 16,204,700. The transfer was completed, after the lifting of conditions precedent, on 30 January 2007.

GECIMED is a listed subsidiary of GECINA specialised in the holding of private clinic and hospital structures. SCOR Global P&C stake acquisition occurred as part of a private placement with a number of institutional investors in order to support GECINA in the development of this health market real estate company which has decided to remain a Société d'Investissement Immobilier Cotée (SIIC) statute as from the year started 1 April 2007.

On 29 December 2008, GECINA concluded with ISM a share purchase agreement on 9.40% of the share capital of GECIMED, thus increasing the holdings of GECINA from 38.6% à 48%. In this occasion of the selling of the whole holding of ISM in GECIMED, SCOR Global P&C SE also concluded with ISM a share purchase agreement on 2,714,758 GECIMED's shares, i.e. 4.61% of the share capital of GECIMED, within the same terms and conditions as those of the purchase made by GECINA, by over the counter transactions.

GECINA, SCOR Global P&C and RBS CBFM Netherlands BV (which also acquired GECIMED's shares to ISM) declared that they are not acting in concert in GECIMED.

NON FINANCIAL INFORMATION

26 NON FINANCIAL INFORMATION

Not applicable.

FEES PAID BY THE GROUP TO THE AUDITORS

27 FEES PAID BY THE GROUP TO THE AUDITORS

Refer to Section 20 – Consolidated financial statements, Note 22 – Other operating and administrative expense for the detail of audit fees.

PUBLISHED INFORMATION

PUBLISHED INFORMATION

28 PUBLISHED INFORMATION

28.1 Information published on the Autorité des Marchés Financiers (AMF) website (www.amf-france.org)

Date	Subject
28 January 2009	Disclosure of trading in own shares by the Company
12 December 2008	Disclosure of trading in own shares by the Company
2 December 2008	Disclosure of trading in own shares by the Company
4 September 2008	Disclosure of trading in own shares by the Company
21 July 2008	Disclosure of trading in own shares by the Company
30 June 2008	Disclosure of trading in own shares by the Company
28 April 2008	Disclosure of trading in own shares by the Company
22 April 2008	Disclosure of trading in the Company's shares by members of the Board of Directors (Georges Chodron de Courcel)
18 April 2008	Disclosure of trading in own shares by the Company
8 April 2008	Disclosure of trading in the Company's shares by members of the Board of Directors (Daniel Valot)
28 March 2008	Registration document

28.2 Information published in the Bulletin des Annonces Légales Obligatoires (BALO) [Bulletin of required legal notices publications] (www.journal-officiel.gouv.fr/balo/index.php)

Date	Subject
22 September 2008	Periodical publications – Half year financial statement as at 30 June 2008
29 August 2008	Periodical publications – Consolidated turnover and quarterly financial statement as at 30 June 2008
20 June 2008	Periodical publications – Approval of the financial statements for the financial year 2007 by the Ordinary Annual General Meeting of the Shareholders held on 7 May 2008 and certification of the auditors
19 May 2008	Other notices – Voting rights
14 May 2008	Periodical publications – Consolidated turnover and quarterly financial statement as at 31 Mars 2008
23 April 2008	Periodical publications – Corporate and consolidated financial statements for the financial year ended on 31 December 2007
21 April 2008	Notices of meeting – Notice of convening of the shareholders and securities holders to the Ordinary and Extraordinary General Meeting of the Shareholders of 7 May 2008
2 April 2008	Notices of meeting – Notice of meeting of the shareholders and securities holders to the Ordinary and Extraordinary General Meeting of the Shareholders of 7 May 2008
15 February 2008	Periodical publications – Consolidated turnover as at 31 December 2007

28.3 Information published on the Securities and Exchange Commission (SEC) website (www.sec.gov)

28.3.1 FOR SCOR SE

Date	Subject
27 May 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 4 (SCOR Holding (Switzerland) Ltd.)
18 April 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 3 (SCOR Holding (Switzerland) Ltd.)
11 March 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 2 (SCOR Holding (Switzerland) Ltd.)
29 January 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 1 (SCOR Holding (Switzerland) Ltd.)
25 January 2008	Schedule 13E - 3 – Going private transaction by certain issuers (SCOR Holding (Switzerland) Ltd.)

28.3.2 FOR SCOR HOLDING (SWITZERLAND) AG

Date	Sujet
27 May 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 4 (SCOR Holding (Switzerland) Ltd.) Press Release
2 May 2008	Prospectus – Post effective amendment NO. 1 to the Form 6
18 April 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 3 (SCOR Holding (Switzerland) Ltd.)
11 March 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 2 (SCOR Holding (Switzerland) Ltd.)
29 January 2008	Schedule 13E – 3 – Going private transaction by certain issuers, amendment No. 1 (SCOR Holding (Switzerland) Ltd.)
25 January 2008	Schedule 13E - 3 – Going private transaction by certain issuers (SCOR Holding (Switzerland) Ltd.)
7 January 2008	15F-12B Securities registration termination of foreign private issuers

28.4 Information published on SCOR's company website (www.scor.com)

All press releases and offering circulars published on the AMF site (point A.) are simultaneously published on SCOR's website. In addition, the following were published on the SCOR's website:

Date	Subject
4 March 2009	SCOR records solid results with a net income of EUR 315 million, supported by an outstandind liquidity position of EUR 3,7 billion – Press release
24 February 2009	SCOR implements the Paris Hub – The Hub: an innovative concept becomes a reality – Press release
24 February 2009	Information relating to the total number of voting rights and shares comprising the share capital (Article L.233-8-II of the French Commercial Code and 223-16 of the General Regulation of the Autorité des Marchés Financiers) – Update
19 February 2009	SCOR reopens market for catastrophe bonds, setting new innovative standard with its USD 200 million cat cover – Press release
19 February 2009	Information relating to the total number of voting rights and shares comprising the share capital in compliance with Article L.233-8-II of the French Commercial Code and 223-16 of the General Regulation of the Autorité des Marchés Financiers – Press release
11 February 2009	SCOR records strong 2009 Non-Life renewals and optimises its portfolio with a view to greater profitability and predictability – Press release
5 February 2009	Prestigious Redmayne report recognises SCOR with three awards in Life and Protection reinsurance in the United Kingdom and Ireland – Press release
27 January 2009	SCOR sets up Zurich Hub – Press release
19 January 2009	SCOR wins Risk Magazine's – Press release
19 January 2009	Shareholders having declared owning more than 2.5% of the registered capital and shareholders represented to the Board of Directors – Update
13 January 2009	Disclosure of trading in own shares – from 1st to 31st December 2008
13 January 2009	Half-yearly review of SCOR SE's liquidity contract with the company EXANE BNP Paribas – Press release
9 January 2009	SCOR comments on decision of the Swiss Federal Administrative Tribunal dated 22 December 2008 – Press release
30 December 2008	Shareholders having declared owning more than 2.5% of the registered capital and shareholders represented to the Board of Directors – Update
30 December 2008	Disclosure of trading in own shares – from 3 to 28 November 2008
29 December 2008	Frieder Knüpling promoted to SCOR Deputy Chief Risk Officer position – Press release
22 December 2008	SCOR receives Life Retakaful licence – Press release
16 December 2008	SCOR adopts the AFEP-MEDEF recommendations on the remuneration of Executive Officers – Press release
11 December 2008	SCOR SE comments on settlement of administrative proceeding with SEC relating to historical conduct at Converium
11 December 2008	Shareholders having declared owning more than 2.5% of the registered capital and shareholders represented to the Board of Directors – Update
5 December 2008	SCOR reasserts its commitment to actuarial research in Europe: a record number of applicants for the 2008 Actuarial Awards – Press release
4 December 2008	Moody's upgrades SCOR to "A2" – Press release
28 November 2008	SCOR establishes reinsurance subsidiary in Moscow – Press release
14 November 2008	SCOR generates net income of EURO 280 million in the first nine months of 2008 with a liquidity position strongly increasing to EUR 3.2 billion – Press release
6 November 2008	Disclosure of trading in own shares – From 3 to 29 October 2008
4 November 2008	Shareholders having declared owning more than 2.5% of the registered capital and shareholders represented to the Board of Directors – Update
29 October 2008	SCOR establishes SCOR Global Investments
24 October 2008	SCOR finalises purchase of Prévoyance Ré in France
6 October 2008	Disclosure of trading in own shares – From 1st to 23 July 2008 – Correction
29 September 2008	Disclosure of trading in own shares – 23 September 2008
17 September 2008	SCOR celebrates official opening of Property & Casualty branch in China – Press release

Date	Sujet
4 September 2008	Denis Kessler is elected "Personality of the year" for the reinsurance sector – Press release
27 August 2008	SCOR records net income of EUR 225 million in the first Half of 2008, confirming its profitability track record – Press release
21 August 2008	Fitch upgrades SCOR to "A" – Press release
1 August 2008	Disclosure of trading in own shares – From 24 to 29 July 2008
31 July 2008	SCOR acquires Prévoyance Ré in France – Press release
24 July 2008	Disclosure of trading in own shares – From 1st to 23 July 2008
8 July 2008	Disclosure of trading in own shares – From 13 to 30 June 2008
27 June 2008	SCOR established Asia-Pacific Hub – Press release
27 June 2008	SCOR is admitted as a Life reinsurer in Brazil – Press release
18 June 2008	SCOR establishes its Hub for the Americas – Press release
10 June 2008	Information on the number of shares and the number of voting rights of the Company
10 June 2008	Disclosure of trading in own shares – From 19 to 30 May 2008
5 June 2008	SCOR donates USD 200,00 to help in earthquake-battered Sichuan province and cyclone-ravaged Myanmar – Press release
4 June 2008	SCOR Global Life Embedded Value rises to EURO 1.64 billion; strong business outlook – Press release
23 May 2008	SCOR completes cancellation action of SCOR Holding (Switzerland) Ltd.'s shares – Press release
20 May 2008	SCOR releases structure for London Hub – Press release
19 May 2008	2008-2009 Shares buy back program
7 May 2008	SCOR's releases strong net income of EUR 124 million in the first quarter 2008, up 63% despite a challenging financial environment – Press release
7 May 2008	SCOR's Combined General Meeting adopts all of the proposed resolutions by a wide majority – Press release
5 May 2008	SCOR rolls-out hub structure in Cologne – Press release
21 April 2008	SCOR proposes a dividend of EUR 0.80 per share – Press release
21 April 2008	Notice of convening to the 2008 Shareholders' General Meeting (7 May 2008)
10 April 2008	SCOR is admitted to the Brazilian reinsurance market – Press release
9 April 2008	Disclosure of trading in own shares – From 26 to 27 March 2008
1 April 2008	Notice of meeting to the 2008 Shareholders' General Meeting
19 March 2008	Record 2007 results – SCOR enters a new global dimension with net income reaching EUR 407 million – Press release
3 March 2008	SCOR enters fully collateralised USD 100 million and EUR 36 million mortality risk swap – Press release – Press release
18 February 2008	SCOR appoints Gilles Meyer as new CEO of SCOR Global Life and optimizes organisational structure – Press release
13 February 2008	SCOR records excellent 2008 January Non-Life renewals, demonstrating the successful integration of Converium– Press release
5 February 2008	SCOR launches Property & Casualty branch in China– Press release
21 January 2008	SCOR Group has no material exposure to the monoliner crisis – Press release
17 January 2008	Disclosure of trading in own shares – From 10 to 11 January 2008
10 January 2008	Swiss subsidiary of SCOR delisted its American Depositary Shares from the NYSE on 7 January 2008 – Press release
7 January 2008	SCOR renews strategic alliance for medical malpractice business with the MDU in the United Kingdom – Press release
3 January 2008	SCOR opens representative office in South Africa – Press release

28.5 Information published on NYSE-Euronext’s web site (www.euronext.com)

All press releases and offering circulars published on the AMF site (point 1.1) and on SCOR’s web site (point 1.4) are simultaneously published on NYSE-Euronext’s website. In addition, the following were published on the NYSE-Euronext’s website:

Date	Subject
6 October 2008	SCOR: Amendment of the means allocated to the liquidity agreement
11 September 2008	SCOR: Disclosure of the 2008 half year financial report
10 June 2008	SCOR: Information relating to the total number of voting rights and shares

28.6 Information published on the Info-Financieres web site (www.info-financiere.fr/search.php.com)

All press releases and offering circulars published on the AMF site (point 1.1) and on SCOR’s web site (point 1.4) are simultaneously published on the Info-Financières’ website. No other information has been published on the Info-Financières’ website.

APPENDIX A: UNCONSOLIDATED CORPORATE FINANCIAL STATEMENTS OF SCOR SE

APPENDIX A: UNCONSOLIDATED CORPORATE FINANCIAL STATEMENTS OF SCOR SE

APPENDIX A: UNCONSOLIDATED CORPORATE FINANCIAL STATEMENTS OF SCOR SE

1. Historic financial information – corporate financial statements

Pursuant to Article 28 of Regulation (EC) No. 809/2004 of the European Commission, the following information is included by reference in this Registration Document:

(i) The corporate financial statements for the year ended 31 December 2007 and the Auditors' Report pertaining thereto published on pages 147 to 185 and 289 to 292, respectively, of the registration document filed with the Autorité des marchés financiers on 28 March 2008 under number D. 08-0154.

(ii) The corporate financial statements for the year ended 31 December 2006 and the Auditors' Report pertaining thereto published on pages 138 to 166 and 240 to 242, respectively, of the registration document filed with the *Autorité des marchés financiers* on 10 April 2007 under number D. 07-0294;

SCOR's corporate financial statements for the financial year ended 31 December 2008 are shown below:

1.1 Significant events of the year

"Significant events of the year" are an integral part of the notes to the corporate financial statements.

This year SCOR SE (**"SCOR"**) carried out the following transactions:

- Acquisition of the remaining shares of Converium Holding AG (**"Converium"**).

In 2007, the Group acquired 98,06% of the share capital and voting rights of Converium (renamed SCOR Holding Switzerland).

In October 2007, SCOR filed a request with the Business Court of the canton of Zurich for the cancellation of the shares of SCOR Holding (Switzerland) not yet held by the Group (i.e. 1.94% of SCOR Holding (Switzerland)'s share capital), which was authorised by the Court on 15 May 2008 and became effective as of 5 June 2008. Following this cancellation, as at 31 December 2008, SCOR held 100% of SCOR Holding (Switzerland)'s share capital.

- Acquisition of Prévoyance et Réassurance and its Life and health reinsurance subsidiary Prévoyance Ré on 24 October 2008.

On 31 July 2008, SCOR entered into an agreement with the Malakoff Médéric group, in order to acquire 100% of the share capital and voting rights of Prévoyance et Réassurance and of its Life and health reinsurance subsidiary Prévoyance Ré.

Accordingly, on 24 October 2008, SCOR acquired 100% of the share capital and voting rights of Prévoyance et Réassurance and (directly and indirectly) of Prévoyance Ré, for an amount of EUR 53 million, paid by delivery of SCOR treasury shares.

On 28 December 2008, following the termination without liquidation ("dissolution sans liquidation") of Prévoyance et Réassurance, resulting in the transfer of all its assets and liabilities ("Transmission Universelle de Patrimoine") to SCOR, SCOR directly became the sole shareholder of Prévoyance Ré's share capital.

- SCOR SE completed a transfer, on 23 December 2008, of 100% of SCOR P&C Ireland Holding Limited's shares (previously named IRP Holding Limited) to SCOR Global P&C SE for an amount of EUR 113 million.

1.2 Balance sheets

1.2.1 BALANCE SHEET – ASSETS

In EUR million		Gross amount	Impairment and provisions	2008 Net	2007 Net
Intangible assets	**Note 3**	**5**	**1**	**4**	**0**
Investments	**Note 2 & 4**	**5,354**	**975**	**4,379**	**4,336**
Real estate investments		159	2	157	160
Investments in associates		5,046	970	4,076	4,073
Other investments		149	3	146	103
Cash deposited with ceding companies					
Investments representing unit-linked contracts	**Note 2**				
Share of retrocessionaires in underwriting reserves	**Note 4**	**6**		**6**	**77**
Reinsurance reserves (Life)					
Loss reserves (Life)					
Unearned premiums reserves (Non-Life)					
Loss reserves (Non-Life)		6		6	77
Other underwriting reserves (Non-Life)					
Accounts receivable	**Note 4**	**288**		**288**	**314**
Accounts receivable from reinsurance transactions		58		58	141
Other accounts receivable		230		230	173
Other assets	**Note 3**	**149**	**8**	**141**	**147**
Current property, plant and equipment		41	8	33	46
Bank accounts and cash		25		25	43
Treasury stock		83		83	58
Accrued income and deferred charges	**Note 4**	**1,211**		**1,211**	**1,212**
Accrued and earned interest and rents		1		1	3
Deferred acquisition costs – Acceptance (Non-Life)		32		32	43
Reinsurance estimates –Acceptance		1,172		1,172	1,158
Other accruals		6		6	8
Redemption premiums for bonds					
Net translation adjustment					
TOTAL		**7,013**	**984**	**6,029**	**6,086**

1.2.2 BALANCE SHEET – LIABILITIES

In EUR million		2008	2007
Shareholders' equity and reserves [1]	**Note 5**	**2,361**	**2,521**
Share capital		1,451	1,439
Additional paid-in capital		923	988
Re-valuation reserves			
Unavailable reserve			
Other reserves		22	20
Capitalisation reserve			
Retained earnings		24	45
Net income		(64)	28
Regulated reserves		5	1
Other capital base		410	410
Gross underwriting reserves	**Note 4**	**1,705**	**1,529**
Reinsurance reserves (Life)		308	259
Loss reserves (Life)		124	116
Unearned premiums reserves (Non-Life)		163	211
Loss reserves (Non-Life)		793	652
Other underwriting reserves (Non-Life)		317	291
Equalisation reserves (Non-Life)		-	-
Underwriting reserves for unit-linked contracts		-	-
Contingency reserves	**Note 6**	**50**	**61**
Liabilities for cash deposits received from retrocessionaires	**Note 4**	-	-
Other liabilities	**Note 4**	**1,503**	**1,564**
Liabilities arising from reinsurance operations		16	5
Convertible bond issue		200	208
Debts to credit institutions		10	-
Negotiable debt securities issued by the company		10	11
Other loans, deposits and guarantees received		1,171	1,296
Other liabilities		96	44
Accrued liabilities	**Note 4**	**-**	**-**
Deferred commissions received from reinsurers (Non-Life)		(1)	(1)
Estimate of reinsurance – Retrocession		(7)	1
Other accruals		8	-
Net translation adjustment		-	1
TOTAL		**6,029**	**6,086**

(1) The data for financial years 2007 and 2008 are before appropriation of earnings.

1.3 Income statements

In EUR million	Gross transactions	Retroceded transactions	2008 net transactions	2007 net transactions
UNDERWRITING ACCOUNT, NON-LIFE				
Premiums earned	597	(5)	592	701
Premiums	550	(5)	545	775
Change in unearned premiums	47		47	(74)
Allocated investment income	(2)		(2)	(11)
Other technical income	59		59	11
Claims expenses	(443)	2	(441)	(174)
Benefits and costs paid	(320)	91	(229)	(212)
Claims reserve expense (1)	(123)	(89)	(212)	38
Expenses for other underwriting reserves (1)	(25)		(25)	(292)
Acquisition and administration costs	(172)	(1)	(173)	(187)
Acquisition costs	(157)	(1)	(158)	(181)
Administration costs	(15)		(15)	(4)
Commissions received from reinsurers				(2)
Other underwriting expenses	(55)		(55)	(42)
Change in equalisation reserve				
Change in liquidity reserve				
NON-LIFE UNDERWRITING RESULTS (LOSS)	**(41)**	**(4)**	**(45)**	**6**

(1) Other underwriting reserve expense corresponds to the reserve for increasing risks.

In EUR million	Gross transactions	Retroceded transactions	2008 net transactions	2007 net transactions
UNDERWRITING ACCOUNT, LIFE				
Premiums	431		431	296
Investment revenues	18		18	16
Investment income	16		16	6
Other investment income	1		1	8
Realised gains	1		1	2
Unit-linked policy adjustments (capital gain)				
Other technical income				
Claims expenses	(283)		(283)	(250)
Benefits and costs paid	(278)		(278)	(227)
Claims reserve expense	(5)		(5)	(23)
Expenses for Life reinsurance and other underwriting reserves	(47)		(47)	43
Life reinsurance reserves	(47)		(47)	43
Unit-linked contract				
Other underwriting reserves				
Acquisition and administration costs	(120)		(120)	(92)
Acquisition costs	(113)		(113)	(91)
Administration costs	(7)		(7)	(1)
Commissions received from reinsurers				
Investment expenses	(18)		(18)	(20)
Internal and external investment management costs and interest expense	(14)		(14)	(10)
Other investment expenses	(1)		(1)	(2)
Realised losses from investment	(3)		(3)	(8)
Unit-Linked policy adjustments (capital loss)				
Other underwriting expenses	(19)		(19)	(17)
Change in liquidity reserve				
UNDERWRITING RESULTS (LOSS)	**(38)**		**(38)**	**(24)**

In EUR million	2008 net transactions	2007 net transactions
NON-UNDERWRITING ACCOUNT		
Non-Life underwriting result	(45)	6
Life underwriting result	(38)	(24)
Investment revenues	152	154
Investment income	134	63
Other investment income	6	72
Realised gains	12	19
Investment expenses	(156)	(192)
Internal and external investment management costs and interest expense	(118)	(97)
Other investment expenses	(6)	(16)
Realised losses from investments	(32)	(79)
Gains from transferred investments	2	11
Other non-underwriting gains		
Other non-underwriting expenses		
Non-recurring gains	12	(2)
Employee profit sharing	(1)	(2)
Income taxes	11	77
FINANCIAL YEAR RESULTS	**(64)**	**28**
NET EARNINGS PER SHARE (in EUR)	**(0.35)**	**0.19**

1.4 Table of consolidated off-balance sheet commitments

In EUR million		Related companies	Other	2008	2007
COMMITMENTS RECEIVED	**Note 15**		673	673	766
Rate swaps			92	92	35
Asset swap					
Index default swap					
Caps and floors			75	75	75
Commercial paper					
Confirmed credits					
Foreign currency forward purchases			187	187	153
Performance bond					
Mortgages					
Leases from leased buildings					
Letters of credit			310	310	494
Endorsements and sureties			9	9	9
COMMITMENTS GIVEN	**Note 15**		585	585	691
Endorsements, sureties and credit guarantees given			192	192	321
Endorsements, sureties			8	8	8
Letters of credit			184	184	313
Securities and assets acquired with commitment for resale					
Other commitments on securities, assets or revenues			167	167	110
Rate swaps			92	92	35
Caps and floors			75	75	75
Asset swaps					
Underwriting commitments					
Other commitments given			226	226	260
Securities pledged with ceding companies			24	24	
Marketable securities pledged with financial institutions					80
Investments in subsidiaries and affiliates pledged to financial institutions					
Mortgages					
Other guarantees given to financial institutions			1	1	24
Contract termination indemnities			5	5	3
Foreign currency forward sales			196	196	153
Real estate lease					
COLLATERAL RECEIVED FROM RETROCESSIONAIRES			-	-	-

1.5 Notes to the Corporate Financial Statements

NOTE 1 - ACCOUNTING POLICIES

The financial statements for the 2008 financial year are presented in accordance with the European Directive of 19 December 1991, the French Decree 94-481 of 8 June 1994, and the Order of 20June 1994 as amended by the Order of 28 July 1995, whose application has been extended to include reinsurance companies. The income statement was split between the Non-Life underwriting statement, the Life underwriting statement and the non-underwriting statement. In addition to reinsurance operations, the underwriting accounts include general expenses and income from investments relating to reinsurance activities. Income from invested shareholders' equity is recorded in the non-underwriting account.

Impact of new branches (SCOR Beijing, SCOR Direktion, and SCOR UK)

Three new branches have been created by SCOR SE this year, SCOR Beijing (Non-Life reinsurance activities) SCOR Direktion (Germany) and SCOR UK (Service Company) branches with a retroactive effect as from 1st January 2008.

The detail of the impact of these branches can be analysed as follows for the Balance sheet and the Net income:

ASSETS (EUR million)	SCOR Beijing	SCOR Direcktion	SCOR UK	Total Net assets
Other accounts receivable and assets	21	35	3	59
Other accruals	1	0	0	1
TOTAL ASSETS	**22**	**35**	**3**	**60**

LIABILITIES (EUR million)	SCOR Beijing	SCOR Direcktion	SCOR UK	Total Net liabilities
Net income	0	1	0	1
Gross underwriting reserves	1			1
Contingency reserves		19		19
Other accruals	21	15	3	39
TOTAL LIABILITIES	**22**	**35**	**3**	**60**

NET INCOME (EUR million)	SCOR Beijing	SCOR Direcktion	SCOR UK	Total
Net premium earned				
Net claims expenses				
Net acquisition and administration costs				
UNDERWRITING RESULT	**0**	**0**	**0**	**0**
Other current income	0	37	10	47
Other current expenses	0	(36)	(10)	(46)
Financial result	0	0	0	0
Non recurring result	0	0	0	0
Income tax	0	0	0	0
NET RESULT	**0**	**1**	**0**	**1**

1.1 - INTANGIBLE ASSETS

Intangible assets consist of software acquired or created by the Company which is capitalised and amortised over a period ranging from 1 to 5 years.

1.2 - INVESTMENTS

Investments are recorded at historical cost, excluding expenses. Investments are valued based on the asset category and the length of time over which they are expected to be held.

1.2.1 - Investments in associates

The fair value of investments in associates is assessed as their value in use, which is based on the utility of the investment for the Company as well as its share price, revalued shareholders' equity, results and future prospects.

For active reinsurance companies, the fair value is estimated as the consolidated net assets, excluding goodwill and before elimination of shares, increased by unrealised capital gains or losses and by the Embedded Value of Life Reinsurance and forecasts of future profits from Non-life Reinsurance, net of tax. It does not include the value of future business of Life companies.

At each balance sheet date, if the carrying value of an investments in associated is less than its historical cost, an analysis is conducted in order to determine if it must be impaired The assumptions and conclusions of this analysis, conducted as at 31 December 2008, are detailed in Section 2.1.

For real estate and financial (holding) companies, the fair value is calculated as the pro rata of the net assets increased for unrealised gains, net of tax. An impairment provision is recorded on a line-by-line basis when these values are less historical cost.

1.2.2 - Shares and other variable-income securities

Shares and other variable income securities are recorded at cost, excluding expenses. The realisable value as at the balance sheet date is determined according to article R.332-20 of the French Insurance Code, and for listed securities, corresponds to the share price on the balance sheet date. For unlisted securities; the fair value is based on net assets.

When the realisable value is more than 30% below the initial cost for more than six consecutive months, a detailed line-by-line analysis performed to determine whether the impairment is permanent. In accordance with the Notice of 18 December 2002 (amended of 15 December 2008) issued by the Emergency Committee of the French National Accounting Commission, an impairment provision is recorded on a line-by-line basis for securities which are considered permanently impaired.

1.2.3 - Bonds and other fixed-income securities

Bonds and other fixed-income securities are recorded at cost, excluding accrued interest. In compliance with article R.332-19 of the French Insurance Code, the difference between cost and redeemable par value is amortised to income over the remaining period until maturity using the effective interest rate method.

No impairment is recognised for differences between net book value, as decreased or increased by the amortisation of any premium or discount, and the realisable value. An impairment provision is recorded only in the event of default of the issuer.

Upon disposal, any the realised gain or loss is allocated to the capitalisation reserve.

1.2.4 - Other assets

An impairment provision is recorded for loans or other accounts receivable due in more than one year if the fair value is less than historical cost.

1.2.5 - Provision for liquidity risk on underwriting commitments

A liquidity risk reserve is recorded for the possible need to liquidate assets in order to make immediate payment on major claims. This reserve is included in underwriting reserves and is recorded when the total net book value of assets, excluding bonds and other fixed income securities (investments valued according to article R.332-19 of the French Insurance Code), exceeds their fair value. The fair value corresponds to the market price for listed shares, the net asset value for unlisted shares the net realisable value for investments in subsidiaries as described in 2.1.

Based on the calculations performed, no such reserve was recorded in the financial statements for 2007 and 2008.

1.3 - CURRENT PROPERTY, PLANT AND EQUIPMENT

Items included in this caption are recorded at their historical cost.

Equipment, furniture and fixtures are depreciated on a straight-line or sliding scale basis depending on their estimated useful lives:

Office equipment and furniture	5 to 10 years
General fixtures	10 years
Transport equipment	4 to 25 years

Deposits and security deposits relate primarily to rented facilities.

1.4 - ACCOUNTS RECEIVABLE

An allowance for bad debts relating to accounts receivable from reinsurance transactions and other receivables is recorded when recoverability is uncertain.

1.5 - RETIREMENT COMMITMENTS AND SIMILAR BENEFITS

The Company records all liabilities relating to employee benefits on its balance sheet.

- End of career indemnities (IFC) and retirement indemnities (IDR): employees benefit from additional retirement benefits paid in full upon retirement. The evaluation of these indemnities depends on several factors such as age, number of year's service and salary.
- Senior management pension obligations (Article 39): The valuation of the reserve for senior management pension obligations is based on the following actuarial assumptions:
  - Discount rate: 5.50% for the IBoxx Corporate AA bonds 10Y+ rates at 31 December 2008.
  - Updated mortality tables for the various plans, with turnover data for managers and salary increases.
- Long-service awards: The CNC Notice 2004-05 dated 25 March 2004 requires the recognition of a provision for long-service awards as from 2004.
- In Opinion n° 2008-17 dated 6 November 2008 relating to the accounting of stock option and share purchase and plans and free share allotment plans, the CNC redefined the accounting of such benefits granted to employees and the accounting for impairment of treasury shares held for such plans. In the event of the delivery of already existing shares, the expense should be recognised over the vesting period if the attribution of shares is based on the employee remaining with the company over the vesting period. As such, at each period end, a provision for risk is recorded for the pro rata of the estimated cost (calculated as the difference between the cost to acquire the shares and nil to which the pro rata of the expired period since the date of attribution to the entire vesting period is applied).

  The impact of this change in method, as applied at the beginning of the accounting period and recorded to retained earnings was EUR 31 million before tax and EUR 21 million after tax.

1.6 - FINANCIAL BORROWINGS

This financial statement caption includes the various subordinated or unsurbordinated bonds issued by the Company as described in Note 4.

Issuance expenses on loans are amortised over the duration of the respective loans. Interest on financial debt is included in financing expenses.

1.7 - RECORDING OF REINSURANCE TRANSACTIONS

Assumed reinsurance transactions

Assumed reinsurance is recorded upon receipt of accounts transmitted from ceding companies.

Pursuant to the provisions of article R.332-18 of the French Insurance Code, accounts not yet received from ceding companies at the end of the financial year are estimated, in order to better reflect SCOR's reinsurance commitments in the financial statements. This method is used for the majority of the contracts signed during the current and previous financial years.

Estimates of premiums and commissions not yet received from ceding companies at period end are recorded in the income statement and included on the balance sheet in the account "Estimates of reinsurance assumed".

Overall, the premiums recorded for the year (premiums reported in the accounts received from cedents and estimated premiums) correspond to the estimated premium expected at the time the policy was underwritten.

Estimated claims expenses are recorded in loss reserves.

Retrocession

The retroceded portion of assumed reinsurance, determined in accordance with the treaty terms, is recorded separately from the assumed reinsurance transaction.

The retrocessionaires' share in estimates of assumed premiums and commissions is included on the balance sheet in the liability account, entitled "Estimates of reinsurance retrocessions."

Cash deposits received from retrocessionaires are recorded as liabilities on the balance sheet.

Securities pledged as collateral by reinsurers to guarantee their commitment are included in off- balance sheet accounts at their fair value.

1.8 - TECHNICAL/UNDERWRITING RESERVES

Non-Life Activity

An unearned premium reserve is calculated either pro rata temporis on a contract-by-contract basis, or using a statistical method when the results do not differ significantly from the contract-by-contract method.

SCOR determines the amount of loss reserves at the end of the ear at a level which covers the estimated amount of its commitments as well as estimated claims management costs for both reported and unreported claims (net of estimated recovery and subrogation). These reserves, which pertain to all claims, reported or unreported, are evaluated on the basis of their undiscounted "ultimate" cost. Ultimate claims expense for a contract is estimated based on statistical experience for similar policies.

Loss reserves, including estimated claims paid, are calculated based on expected results and supplement the information communicated by ceding companies.

Life Activity

The mathematical reserves for the Life reinsurance are submitted by ceding companies and completed by estimates calculated by Life actuaries using l statistics based on historical date and information provided by underwriters.

Additionally, estimated claims are included in the provisions for claims payable.

The Company is required to have adequate reserves to cover its commitments after consideration of estimated investment returns, mortality, morbidity, and apse rates, and other assumptions.

An provision for increased risk ("risque croissant") is recorded for long term care and disability. This risk increases with the age of the insured although the premiums are typically constant. It is equale to the difference between the discounted values of respective commitments of the insured and insurer.

1.9 - ACQUISITION COSTS OF REINSURANCE OPERATIONS

The costs associated with the acquisition of new contracts, essentially commissions, are recorded as assets within the limits of contract profitability. They are amortised over the duration of the Non-Life contracts.

1.10 - TRANSACTIONS CONDUCTED IN FOREIGN CURRENCIES

Pursuant to the provisions of article R.341-7 of the French Insurance Code, foreign currency transactions of the Company are recorded in their original currency. For purposes of financial statement presentation, balance sheet amounts are converted into Euros using the end of period exchange rates or the rate of the closest date immediately prior to the end of the period.

As from 1st January 2008, SCOR applies the new rules relating to the accounting of transactions in foreign currencies by entities subject to the rules of the Insurance Code as required by the CNC in its opinion n° 2007-02 dated 4 May 2007.

Balance sheet positions in foreign currencies

At each balance sheet date, items in foreign currencies are converted into Euro by allocating the underlying transactions as follows:

- transactions relating to assets and liabilities generating a "structural" foreign currency position primarily investments in subsidiaries and related provisions;
- other transactions generating an "operational" foreign currency position.

Differences relating to the conversion of structural positions are recorded on the balance sheet whereas conversion differences relating to operational positions are recorded in income.

Off-balance sheet positions in foreign currencies

The foreign currency differences on off-balance sheet positions (forward financial instrument contracts – "IFT") and the related off -balance sheet account represent unrealised foreign currency gains or losses. These differences are recorded on the balance sheet in the accounts "exchange differences" and "regularisation of forward financial instrument contracts", based on the underlying strategy.

The objective of the « exchange differences » account on the balance sheet is to ensure symmetrical treatment with the accounting of the exchange difference generated by the underlying instrument:

- when the IFT is linked to a structural element, the "exchange differences" account is maintained on the balance sheet until the structural element has been realised;
- when the IFT relates to a strategic investment, the "exchange differences" account is maintained until the date of the investment;
- when the IFT is related to an operational item, in the context of a strategic divestiture or investment, or the is linked to a non-structural financial debt, the "exchange differences" account is recorded in income.

The foreign currency hedge strategy is described in Note 9.

Interest differences relating to forward contracts are amortised to interest expense or income over the effective life of the hedged operation.

Impact of change in accounting method

Previously, the accounting method for completed transactions included recording exchange differences in income. For unsettled transactions, the differences were recorded in "exchange differences" on the balance sheet as either an asset or liability. Any net asset position was subject to a provision for foreign exchange loss.

The impact of the change in accounting method was calculated retrospectively at the beginning of the period and recorded directly to retained earnings. The impact of the change in method on opening balances has been estimated at EUR 1 million.

1.11 - PRINCIPLES RELATING TO FINANCIAL STATEMENT PRESENTATION

Allocation of expenses by function

In accordance with the Decree of 8 June 1994 and the Order of 20 August 1994 which set forth the rules and accounting principles for reinsurance companies, general expenses, previously recorded by type, are allocated to the following five functions: acquisition costs, claims settlement expenses, administrative expenses, investment portfolio management expenses, and other underwriting expenses.

Portfolio entries / cessions

Premium portfolio entries based on the accounts of ceding companies offset the risk on accounts managed by accounting year. Premium portfolio entries represent the portion of unearned premiums paid at the start of the contract and the financial year while the risk relates to previous years. Likewise, premium portfolios ceded represent the portion of unearned premium at the end of the financial year and of the contract. Premium portfolio entries and withdrawals are included in the premium written and are an integral part of premium income. Portfolio movements are recorded as premium and claim portfolio entries or cessions.

1.12 - FINANCIAL INSTRUMENTS RECEIVED AND GIVEN

The use of and accounting financial instruments comply with the French General Statement of Accounting Principles ("Plan Comptable Général") of 1982 and French Decree 2002-970 dated 4 July 2002, relating to the use of forward financial instruments by French insurance companies.

Such instruments may include foreign currency and interest rate swaps; caps and floors; forward currency contracts; puts and calls on equity securities and other rate options.

Income and losses in the form of interest or premiums are recorded on a pro rata basis over the life of the contract. Commitments given and received recorded at the balance sheet date reflect the nominal amount of open transactions. Any unrealised loss positions on swaps are recorded in the financial statements.

ANALYSIS OF KEY BALANCE SHEET ITEMS

NOTE 2 - INVESTMENTS

2.1 - CHANGES IN INVESTMENTS

GROSS VALUES In EUR million	Gross values at the start of the financial year	Exchange effect on opening	Acquisitions creations	Transfers and placement out of service	Gross amounts at the end of the financial year
Land					
Buildings	1				1
Shares in and advances to land and real estate companies	161		8	11	158
Equity interests (1)	4,408		203	125	4,486
Cash deposited with ceding companies (related & associated companies)					
Loans (related and associated companies)	625	2	178	245	560
Other investments	106		184	141	149
Cash deposited with other ceding companies					
TOTAL	**5,301**	**2**	**573**	**522**	**5,354**

(1) EUR 78 million increase in equity interests including:
- EUR 36 million relating to the cancellation squeeze out of minority interests in SCOR Holding Switzerland (formerly Converium).
- EUR 40 million relating to the acquisition of the shares of Prévoyance Réassurance, after the "transmission universelle de patrimoine" (TUP) described in 3.1.
- Cession of IRP Holding Ltd (EUR 15 million) and capitalised loan (EUR 83 million) to SCOR Global P&C for EUR 113 million.
- Creation of new subsidiaries: SCOR Moscow (EUR 6 million) and SCOR Africa (EUR 11 million).

DEPRECIATION AND IMPAIRMENT In EUR million	Depreciation/ allowances at beginning of the financial year	Exchange effect on opening	Increases in allowances for the financial year	Reversals during the financial year	Depreciation and allowances at the end of the financial year
Land					
Buildings	1				1
Shares in and advances to land and real Estate companies	1				1
Equity interests	943		4		947
Loans (related and associated companies)	17	1	5		23
Other investments	3				3
TOTAL	**965**	**1**	**9**		**975**

Loans

- The CRP loan is USD 62 million against which an allowance of USD 32 million has been recorded based on the negative net assets of the company.
- The advance granted by SCOR to SCOR Global Life for the financing of the Revios acquisition is EUR 505 million at 31 December 2008 compared to EUR 502 million in 2007.
- The loan to IRP Holdings Ltd was capitalised prior to the cession of the shares to SCOR Global P&C.

Equity interests

- At 31 December 2008, provisions against equity investments can be analysed as follows:

  - SCOR U.S. Corporation: EUR 585 million ;

  - CRP: EUR 358 million.

- The shares held in SCOR U.S. Corporation were valued using the following methods and assumptions:

  - Enterprise value was assessed based on revaluated net assets increased for the creation of future value determined using Discounted Cash Flows (DCF).

  - For the DCF method, 2009-2011 projected income was used.

- CRP securities are 100% impaired.
- Analyses performed for other equity investments did not result in other impairment provisions.

2.2 - SCHEDULE OF INVESTMENTS

In EUR million	Gross value	Net book value	Realised value
1 - Real estate investments and real estate investments in process	159	157	232
2 - Shares and other variable-income securities (other than mutual fund shares)	4,492	3,542	5,390
3 - Mutual fund shares (other than those in 4)			
4 - Mutual fund shares exclusively invested in fixed-income securities	3	3	3
5 - Bonds and other fixed-income securities	108	108	109
6 - Mortgage loans			
7 - Other loans and similar bills	592	569	569
8 - Deposits with ceding companies			
9 - Cash deposits (other than those in 8) and security deposits			
10 - Assets representative of unit-linked policies			
Sub-total	**5,354**	**4,379**	**6,303**
11 - Other forward instruments			
- Investment or divestment strategy			
- Anticipation of investment			
- Yield strategy			
- Other transactions	355	355	355
- Amortisation premium/discount			
12 - Total lines 1 to 11	**5,708**	**4,734**	**6,658**
a) including:			
- investments valued according to article R.332-19	108	108	109
- investments valued according to article R.332-20	5,245	4,271	6,194
- investments valued according to article R.332-5			
- Forward instruments	355	355	355
b) including:			
- investments and IFT OECD	5,296	4,679	6,472
- investments and IFT excluding OECD	412	55	186

2.3 -SUBSIDIARIES AND AFFILIATES

As at 31 December 2008, loans and advances granted by SCOR to its subsidiaries totalled EUR 564 million (including EUR 505 million to SCOR Global Life and EUR 44 million to CRP), compared to EUR 635 million as at 31 December 2007.

Loans granted to SCOR by its subsidiaries totalled EUR 995 millions (including EUR 868 million from SCOR Global P&C and EUR 96 million from Fergascor) compared to EUR 1,125 million as at 31 December 2007.

For 2008, SCOR recognised EUR 26 million in financial income from loans and EUR 48 million in interest on borrowings with related companies.

NAME (Amounts in million)	Original currency (OC)	Share capital (OC)	Reserves (OC)
A- RELATED ENTITIES: DETAILED INFORMATION			
- SCOR GLOBAL LIFE (1) 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	250	282
- SCOR GLOBAL P&C 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	310	586
- FERGASCOR (France) 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	38	53
- SCOR REINSURANCE ASIA-PACIFIC (Singapore) 143 Cecil Street HEX 20-01 GB Building SINGAPORE 069542	USD	49	34
- COMMERCIAL RISK PARTNERS (Bermuda) The Waterfront 96 Pitts Bay Road P.O.Box HM 440 - HAMILTON	USD	1	-28
- SCOR U.S. CORP (Etats-Unis) 199 Water Street, NEW YORK, NY 10038-3526 USA	USD	196	398
- SCOR CANADA REINSURANCE (Canada) BCE Place 161 Bay Street TORONTO Ontario M5J 2S1	CAD	50	121
- SCOR AUBER (France) 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	47	102
- GSNIC 199 Water Street, NEW YORK, NY 10038-3526 USA	USD	5	111
- SCOR Holding Switzerland AG General Guisan-Quai 26, 8002 Zurich	USD	555	1,004
- ASEFA C. Orense, 58 Planata 7A, 28020 Madrid	EUR	0	43
- SCOR GESTION FINANCIERE 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	4	2
- PREVOYANCE RE 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	40	6
- SCOR HANOVRE 1, Avenue du Général de Gaulle 92800 PUTEAUX	EUR	2	0
- SCOR P.O. MOSCOW 10 Nikolskaya Street, 109012, MoscoW, Russian Federation	EUR	6	0
- SCOR AFRICA LTD 2nd Floor,West Tower, Maude Street, Nelson Mandela Square, Sandton 2196	ZAR	150	0
Total A			
B. ENTITIES WITH EQUITY INTEREST			
- In France			
- Other than France			
Total B			
TOTAL GÉNÉRAL			

(1) Temporary datas.
(2) SCOR guarantees in full, without amount limits, the underwriting liabilities of its subsidiaries pertaining in particular to their obligations relative to the payment of claims.

Share of capital	Gross book value (euro)	Net book value (euro)	Loans and advances (euro)	Receivables against issuers (euro)	Guarantees and pledges given [2] (euro)	Turn over (OC)	Net income (OC)	Dividends received (euro)
100.00%	370	370	505	81		1,879	125	30
100.00%	471	471		107		1,512	4	83
100.00%	85	85		3		0	3	
100.00%	48	48	5	0		170	2	0
100.00%	358	0	44	1		0	-7	0
100.00%	1,211	626	0	1		433	75	0
100.00%	39	39		0		111	20	
100.00%	149	149	6	14		17	9	
100.00%	52	52		0		-1	-7	
91.68%	1,782	1,782		0		0	41	
39.97%	6	6		0		0	28	3
100.00%	6	6		0		0	0	0
100.00%	41	37		0		15	0	
100.00%	2	2	3	0		0	0	
100.00%	6	6		0		0	0	
100.00%	11	11		0		0	0	
	4,635	**3,688**	**564**	**207**	**0**			**116**
	0	0						
	0	0	3					
	0	**0**	**3**	**0**				**0**
	4,635	**3,688**	**566**	**207**				**116**

NOTE 3 – OTHER ASSETS

3.1 - TANGIBLE AND INTANGIBLE ASSETS

In EUR million	Values at the start of the financial year	Acquisitions/ creations	Transfers and placement out of service	Values at the end of the financial year
VALUES				
Intangible gross assets	**1**	**4**	**0**	**5**
Goodwill	0	4		4
Set-up costs	0			0
Other intangible assets	1			1
Tangible assets	**52**	**9**	**20**	**41**
Deposits and security bonds	38		20	18
Equipment, furniture, fittings and fixtures	14	9		23
DEPRECIATION AND ALLOWANCES	**6**	**2**	**0**	**8**
Other intangible assets (excluding goodwill)	1			1
Equipment, furniture, fittings and fixtures	5	2	0	7

All the assets and liabilities of Prévoyance et Réassurance were transferred to SCOR by way of a "transmission universelle de patrimoine" or "TUP" on 28 December 2008. This transfer resulted in the elimination of the shares of Prévoyance et Réassurance (EUR 26 millions) and the recording of all assets and liabilities of the company in the accounts of SCOR. A badwill of EUR 3.7 million was recorded in connection with this transaction.

3.2 - TREASURY STOCK

As at 31 December 2008, the number of shares held as treasury stock amounted to 4,904,551 shares (i.e., 2.66% of capital) for a total of EUR 83,051,650. These shares were acquired in the context of anticipated awards to Company employees and officers as part of share allotment plans.

In EUR million	Values at the start of the financial year	Acquisitions/ creations	Transfers and placement out of service	Values at the end of the financial year
Treasury stock				
Number	2,975,633	8,172,852	6,243,934	4,904,551
Amount	57,877,231	59,588,017	34,413,599	83,051,649

NOTE 4 - TRANSACTIONS WITH SUBSIDIARIES AND AFFILIATES

In EUR million	2007				2008			
	Related companies	Other Affiliates	Other	Total	Related companies	Other Affiliates	Other	Total
ASSETS (Gross)								
Investments	**5,190**	**1**	**110**	**5,301**	**5,195**	**6**	**153**	**5,354**
Real estate	158		4	162	155		4	159
Shares other than variable income securities and bonds	4,407	1	83	4,491	4,480	6	117	4,603
Loans	625		23	648	560		32	592
Cash deposits with ceding companies								
Share of retrocessionaire's in underwriting reserves	**77**			**77**	**6**			**6**
Accounts receivable	**289**		**25**	**314**	**248**		**39**	**288**
Accounts receivable from reinsurance transactions	141			141	44		14	58
Other accounts receivable	148		25	173	204		26	230
Others assets	**58**		**95**	**153**	**83**		**67**	**150**
Accrued income and deferred charges	**1,201**		**11**	**1,212**	**1,211**			**1,211**
Deferred acquisition costs	43			43	32			32
Other assumed reinsurance transactions	1,158			1,158	1,179		(7)	1,172
Other accruals			11	11			7	7
LIABILITIES								
Other equity			**410**	**410**			**410**	**410**
Gross underwriting reserves	**1,452**		**77**	**1,529**	**1,698**		**8**	**1,705**
Contingency reserves	**61**			**61**	**50**			**50**
Liabilities for cash deposits								
Other liabilities	**1,144**		**420**	**1,564**	**1,002**		**501**	**1,503**
Liabilities arising from reinsurance operations			5	5	5		11	16
Financial liabilities	1,126		389	1,515	994		397	1,391
Other creditors	18		26	44	3		93	96
Accrued liabilities				**0**	**(7)**		**8**	**1**
Deferred acquisition costs - retrocession			(1)	(1)			(1)	(1)
Other retrocession reinsurance transactions,			1	1	(7)			(7)
Other accruals							9	9

4.1 – FINANCIAL LIABILITIES

Long-term financial debt includes:

- EUR 50 million in Perpetual Step-Up subordinated notes issued on 23 March 1999. These notes are callable by after 15 years, and at five-yearly intervals thereafter. The floating-rate notes bear interest based on the 6-month Euribor plus (i) 0.75% for the first fifteen years of the issue, and (ii) 1.75% thereafter.

- USD 100 million 30-year subordinated bonds issued on 7 June 1999, callable by SCOR quarterly as from the tenth year. These floating-rate bonds bear interest based on the 3-month Libor rate plus (i) 0.80% for the first ten years of the issue, and (ii) 1.80% thereafter.

- EUR 100 million 20-year subordinated bonds, issued on 6 July 2000 callable by SCOR quarterly as from the tenth year following their issuance. These floating-rate bonds bear interest basedon the 3-month Euribor plus (i) 1.15% for the first ten years, and (ii) 2.15% thereafter.

- EUR 200 million loan represented by SCOR OCEANEs issued on 2 July 2004 as authorised by the Combined Shareholders' General Meeting of 18 May 2004. This loan is represented by 10 million OCEANEs with par value of EUR 20 each. The bonds earn interest at the rate of 4.125% payable 1st January each year. The loan has a term of 5 years and 183 days. At any time after 2 July 2004 and until the seventh day preceding the normal or early redemption date, bondholders may request conversion or exchange of the bonds for shares at the rate of 1,047 shares for one bond [(1)]. The Company may, at its discretion, provide newly issued shares and/or existing shares.

- EUR 350 million undated deeply subordinated notes (Tier 1 type) issued on 28 July 2006 in connection with the financing of the acquisition of Revios Ruckversicherung AG. The bond issuance is represented by last-rank subordinated bearer notes with a par value of EUR 50,000 each bearing interest at an initial rate of 6.154% per annum, a floating rate indexed on the 3-month EURIBOR plus a margin of 2.90%, payable quarterly. No fixed redemption date is set but SCOR reserves the right to redeem the bonds in full or in part as from 28 July 2016.

(1) The Chairman and Chief Executive Officer of SCOR, acting, in accordance with the provisions of Articles L.225-129-4 et seq. of the French Commercial Code, by virtue of the powers conferred thereon by the Board of Directors at its meeting of 7 November 2006, decided, on 13 November 2006, to increase the share capital of the Company by a nominal amount of EUR 169,577,046.10 by issuing 215,282,014 new shares with a par value of EUR 0.78769723. To protect the rights of OCEANE bondholders, the share allocation ratio was adjusted in accordance with the provisions of Article 2.6.7.3 of the offering circular (note d'opération) registered with the Autorité des marchés financiers on 24 June 2004 under number 04-627. OCEANE bondholders were informed by notice published in the BALO of 13 December 2006 that the new conversion and/or exchange ratio of the options with conversion and/or exchange for new or existing shares is now 1.047 share for one OCEANE bond.

4.2 – GROSS UNDERWRITING RESERVES

In EUR million	2007	2008
Reinsurance reserves (Life)	259	308
Loss reserves (Life)	116	124
Unearned premiums reserves (Non-Life)	211	163
Loss reserves (Non-Life)	652	793
Other underwriting reserves (Non-Life)	291	317
Gross underwriting reserves	**1,529**	**1,705**

The reinsurance activity of SCOR is comprised of two treaties: a quota share with SCOR Global P&C and SCOR Global Life and a facultative contract with Allianz which is 100% retroceded to SCOR Global P&C.

4.3 – MATURITY OF ASSETS AND LIABILITIES

The maturity of debt at 31 December 2008 is as follows:

In EUR million	Less than 1 year	1-5 years	+5 years	Total
Pepetual debt (other equity)	10		400	410
Convertible debt		200		200
Bank debt	10			10
Negotiable instruments	10			10
Other loans and deposits received	1,000		171	1,171
TOTAL	**1,030**	**200**	**571**	**1,801**

The maturity of investments, debt, (other than financial debt), and receivables is less than one year.

NOTE 5 - SHAREHOLDERS' EQUITY

The share capital, comprising 184 246 437 shares with par value of EUR 7.8769723 totalled EUR 1,451,304,080 as at 31 December 2008.

In EUR million	2007 shareholders' equity before allocation	Income allocation	Other movements during the period	2008 shareholders' equity before allocation
Share capital	1,439		12	1,451
Additional paid-in capital	988	(74)	9	923
Re-valuation reserves	-			
Other reserves				
Retained earnings	20	1		21
Net income	45	(45)	24	24
Regulated reserves	28	(28)	(64)	(64)
Provisions réglementées	1		4	5
TOTAL	**2,521**	**(146)**	**(14)**	**2,361**

- The profit for 2007, i.e., EUR 28 million, was allocated to the legal reserve in the amount of EUR 1 million, the remaining balance plus a portion of additional paid-in capital (EUR 74 million) and EUR 45 million of retrained earnings were paid out as dividends in the amount of EUR 146 million (i.e., EUR 0.80 per share).

- The capital increase of EUR 20 million on 5 June 2008 and issuance of shares relating to the exercise of options for a total of EUR 1 million on 31 December 2008 were allocated to the share capital of the Company for EUR 12 million and to additional paid-in capital for EUR 9 million.

- These share capital increases resulted in the issuance of 1,420,408 new shares relating to the cancellation of the minority interests in Conveirum and the exercise of options resulted in the creation of 99 035 shares.

- The impacts on opening balances of the change in accounting principles relating to foreign currency (EUR 1 million- see 1.10) and from the change in accounting for share allotment plans (EUR 21 millions- see 1.5) were recorded in retained earnings.

- All new shares were issued with voting rights.

NOTE 6 - CONTINGENCY RESERVES

GROSS VALUES In EUR million	Total at the beginning of the financial year	Increases	Decreases	Total at the end of the financial year
Tax litigation	1	-	-	1
Restructuring	-	3	-	3
Retirement provisions	6	19	1	24
Free share allotment plans	52	-	32	20
Long-term awards	2	-	-	2
TOTAL	**61**	**22**	**33**	**50**

The contingency reserves amount to EUR 50 million, of which:

- EUR 20 million for free share allotment plans: the application of the change in accounting method at the beginning of the period was recorded directly in retained earnings for EUR 31 million pre-tax (EUR 21 million, net of tax).

- EUR 3 million in provisions for restructuring expenses,

- EUR 0.8 million in tax provisions,

- EUR 6 million in reserves for post-employment benefits: retirement provisions (EUR 1.3 million), severance pay (EUR 1.5 million), supplementary retirement (EUR 2.1 million) and long-service awards (EUR 1.3 million).

- EUR 19 million for retirement provisions of the German branch.

NOTE 7 - ASSETS - LIABILITIES BY CURRENCY

CURRENCY In EUR million	Assets 2008	Liabilities 2008	Surplus 2008	Surplus 2007
Euro	5,748	(5,557)	191	75
US Dollar	257	(439)	(182)	(64)
Pounds sterling	9	(31)	(22)	(13)
Swiss francs	2	0	2	2
Canadian Dollar	-	-	-	-
Yen	-	-	-	-
Australian Dollar	-	-	-	-
Other currencies	13	(2)	11	-
Total	**6,029**	**(6,029)**	**0**	**0**

ANALYSIS OF THE KEY INCOME STATEMENT ITEMS

NOTE 8 - BREAKDOWN OF PREMIUMS AND COMMISSIONS

8.1 - BREAKDOWN OF PREMIUMS BY GEOGRAPHIC REGION (COUNTRY WHERE CEDENT IS LOCATED)

In EUR million	2007	2008
France	315	341
North America	155	146
South America	22	27
Asia	24	29
Europe	460	332
Rest of world	99	106
Total	**1,076**	**981**

SCOR premiums are the result of the implementation of two internal retrocession treaties entered into jointly with SCOR Global P&C and SCOR Global Life.

8.2 - CHANGE IN PORTFOLIO

In EUR million		2007			2008	
	Ex ante	Ex 2007	Total	Ex ante	Ex 2008	Total
Premiums	15	1,080	1,095	79	879	958
Portfolio entry	12	90	102	195	4	199
Portfolio cessions	(96)	(25)	(121)	(160)	(16)	(176)
Movements	(84)	65	(19)	35	(12)	23
Total	**(69)**	**1,145**	**1,076**	**114**	**867**	**981**

8.3 – CHANGE IN COMMISSIONS

In EUR million	2007	2008
Commissions - assumed	260	236
Commissions - retroceded	1	1
TOTAL	**261**	**237**

NOTE 9 - ANALYSIS OF INVESTMENT INCOME AND EXPENSES BY KIND

In EUR million	2007			2008		
	Related companies	Other	Total	Related companies	Other	Total
Revenues from securities	26		26	116	0	116
Revenues from real estate investments	1		1			
Revenues from other investments	33	4	37	26	5	31
Other revenues	75	37	112	0	4	4
Realised gains				15	2	17
Total investment income	**135**	**41**	**176**	**157**	**11**	**168**
Management and financial costs	36	55	91	48	54	102
Other investment expenses	16	12	28	6	3	9
Realised losses	75	12	87		35	35
Total investment expenses	**127**	**79**	**206**	**54**	**92**	**146**

Dividends received from subsidiaries total EUR 115.7 million (SCOR Global P&C EUR 82.5 million, SCOR Global Life EUR 30 million and ASEFA EUR 3.2 million).

The loan to CRP was written down to the subsidiary's total negative net asset position, i.e., EUR 23 million.

Results from transactions involving financial instruments (rate swaps, interest-rate options, real estate swap) were posted to financial income in the net amount of EUR -4.1 million in 2008 compared to EUR -0.2 million in 2007.

FOREIGN CURRENCY TRANSACTIONS

Currency losses were EUR -4 million in 2008 compared to a gain of EUR 20 million in 2007.

The impact of the change in accounting method for currency transactions is described in 1.10 and had an impact of EUR 1 million on opening retained earnings.

FOREIGN CURRENCY HEDGING STRATEGY

The corporate financial statements are prepared in original currencies converted to euros. Fluctuations in the exchange rates used to convert the accounts might generate a significant foreign exchange impact. To limit the exchange rate fluctuation risk, forward foreign currency hedges are entered into at the beginning of the year to cover the main currency surplus in the balance sheet at the beginning of the year and adjusted during the year for material arbitrage transactions involving currencies. Hedges include spot trades of foreign currencies, forward trades of foreign currencies and option strategies.

NOTE 10 - ANALYSIS OF GENERAL EXPENSES BY KIND AND NON RECURRING RESULT

General expenses by kind

In EUR million	2007	2008
Salaries	16	44
Retirement	2	3
Benefits	4	5
Other	2	3
Total personnel expenses	**24**	**55**
Other general expenses	54	113
TOTAL GENERAL EXPENSES BY KIND	**78**	**168**
Workforce		
Executives- Paris	166	163
Employees/ Supervisors -Paris	38	29
Employees/ branches	-	343
TOTAL CURRENT WORKFORCE	**204**	**535**

Non-recurring result

The exceptional result of EUR 12 millions was generated by the following:

- Estimated recovery, under a D&O policy, of fees paid relating to the litigation with Highfield amounting to EUR 23 million.
- Retructuring expenses of EUR 11 million.

NOTE 11 – ANALYSIS OF INCOME TAX

The SCOR Group in France is consolidated for tax purposes with SCOR as the parent company of the Group, and SCOR Global P&C, SCOR Global Life, SCOR Gestion Financière, FERGASCOR, and SCOR Auber as subsidiaries. Under the tax agreement, SCOR benefits from the deficits of its subsidiaries, and tax benefits are transferred back to the individual subsidiary concerned, if the entity becomes profitable in the future.

Total tax losses or the consolidated French tax Group were EUR 807 million as at 31 December 2008.

SCOR, as an individual has a tax deficit company (in the absence of a tax consolidation the tax charge would be nil) and therefore the corporate tax gain of EUR 11 million relates to the contribution of the subsidiaries which are consolidated for tax purposes of which EUR -1 million relates to 2007.

NOTE 12 - STOCK OPTIONS

The table below summarises the status of the various stock option plans for 2008:

Plan	Date of General Meeting	Date of Board of Directors Meeting	Date of availability of options	Plan expiration date	Number of beneficiaries	Number of options initially granted
1998	12/05/1998	03/09/1998	04/09/2003	03/09/2008	134	498,000
1999	06/05/1999	02/09/1999	03/09/2004	02/09/2009	145	498,500
2000	06/05/1999	04/05/2000	05/05/2004	03/05/2010	1,116	111,600
2000	06/05/1999	31/08/2000	01/09/2005	30/08/2010	137	406,500
2001	19/04/2001	04/09/2001	04/09/2005	02/10/2011	162	560,000
2001	19/04/2001	03/10/2001	04/09/2005	02/10/2011	1,330	262,000
2003	18/04/2002	28/02/2003	28/02/2007	27/02/2013	65	986,000
2003	18/04/2002	03/06/2003	03/06/2007	02/06/2013	1,161	1,556,877
2004	18/05/2004	25/08/2004	26/08/2008	25/08/2014	171	5,990,000
2005	31/05/2005	31/08/2005	16/09/2009	16/09/2015	219	7,260,000
2006	16/05/2006	28/08/2006	14/09/2010	14/09/2016	237	8,030,000
2006	16/05/2006	07/11/2006	14/12/2010	14/12/2016	55	2,525,000
2007	24/05/2007	28/08/2007	13/09/2011	13/09/2017	391	1,417,000
2008	07/05/2008	07/05/2008	22/05/2012	22/05/2018	8	279,000
2008	07/05/2008	26/08/2008	10/09/2012	10/09/2018	376	1,199,000
				Total as at 31 December 2008		
				Valorisation		

By application of Articles L.225-181 and R.225-137 of the French Commercial Code, the Company adjusted the price of the shares corresponding to options granted and the number of shares linked to options following the capital increases of 31 December 2002, 7 January 2004 and 12 December 2006. Thus, according to the provisions of Article R.228-91 of the French Commercial Code, the adjustment applied rounds, to the nearest hundredth of a share, the value of shares that will be received if the rights attached to share subscription and purchase options are exercised after the capital increase of the Company decided on 13 November 2006, while retaining the preferential subscription right and the value of the shares that would have been obtained had those rights been exercised prior to the capital increase.

These calculations were performed individually and plan by plan, and rounded up to the nearest unit. The new basis for exercising the rights attached to the share subscription and purchase option plans has been calculated after consideration of the value of the preferential subscription right and the value of the share excluding this right, determined based on the average of the opening prices for all trading days included in the subscription period.

Number of which to Group directors	Of which top ten attributions	Subscription or purchase price	Number of options remaining at 31/12/2007	Number of options cancelled during 2008	Number of options exercised during 2008	Number of options remaining at 31/12/2008
130,000	71,000	216.90	79,977	79,977	-	-
130,000	71,000	177.40	76,991	-	-	76,991
600	1,000	185.10	13,286	364	-	12,922
110,000	63,000	173.50	62,461	-	-	62,461
150,000	77,000	185.10	93,462	-	-	93,462
1,200	2,000	131.10	31,148	988	-	30,160
450,000	170,000	27.30	111,034	9,457	-	101,577
288,750	122,100	37.60	143,233	10,922	-	132,311
1,335,000	920,000	10.90	486,251	31,374	109,445	345,432
1,650,000	1,290,000	15.90	623,269	44,892	-	578,377
1,900,000	1,550,000	18.30	795,771	61,177	-	734,594
1,000,000	1,470,000	21.73	394,500	23,500	-	371,000
311,500	276,500	17.58	1,417,000	279,000	-	1,138,000
279,000	279,000	15.63	-	-	-	279,000
-	132,000	15.63	-	-	-	1,199,000
			4,323,383	**541,651**	**109,445**	**5,155,287**
				8,455,815	**1,192,951**	**133,451,140**

In addition, on 3 January 2007, the Company carried out a reverse stock split of shares comprising the capital of SCOR with the exchange of one new share, par value of EUR 7.8769723, for 10 old shares with a par value of EUR 0.78769723 per share.

The stock option plans for the years 2003 to 2008 are share subscription plans that may give rise to a share capital increase. The other plans are share purchase options.

There are no stock option plans providing for the purchase of or subscription to shares in Group subsidiaries.

No options were exercised in 2005, 2006 and 2007. In 2008, 109,445 options were exercised relating to the stock option plan dated 25 August 2004 which expired 26 August 2008.

NOTE 13 - EMPLOYEE SHARE-OWNERSHIP PLANS

13.1 - EMPLOYEE PROFIT-SHARING AND INCENTIVE PLAN AGREEMENTS

Under these agreements, employees of SCOR and certain subsidiaries are entitled to invest the amounts due to them under the profit-sharing and incentive plans in a closed-end investment fund entirely invested in SCOR stock. New profit-sharing and incentive plan agreements were signed in 2007.

In EUR thousand	2003	2004	2005	2006	2007
Amount distributed under the profit-sharing plan	-	439	1,230	1,442	1,708
Amount distributed under the collective incentive plan	-	1,688	2,198	1,540	979

An estimate of EUR 1.2 million relating to the 2008 profit-sharing plans has been recognised in the accounts.

13.2 - AMOUNT PAID INTO CORPORATE EMPLOYEE SAVINGS PLAN

in EUR thousand	2004	2005	2006	2007	2008
Collective incentive plan *	-	822	2,002	1,133	641
Profit sharing *	-	60	572	679	710
Net voluntary payments	264	144	92	48	40
Total payments	264	1,026	2,666	1,860	1,391
Net matching payments	313	584	550	381	326

* For the previous financial year.

NOTE 14 - COMPENSATION OF CORPORATE OFFICERS

The following table presents the actual gross compensation paid in 2007 and 2008 to the Chairman & CEO:

Chairman and CEO

In EUR	2007	2008
Fixed compensation paid	800,726	1,000,000
Variable compensation paid	1,000,000	1,200,000
Directors' fees	55,700	57,100
Total compensation paid	1,856,426	2,257,100

The following table presents the actual gross compensation paid in 2007 and 2008 to the administrator and council of the Chairman:

Chairman and CEO's advisor

In EUR	2007	2008
Fixed compensation paid	410,000	410,000
Variable compensation paid	348,500	-
Directors' fees	-	82,200
Total compensation paid	758,500	492,200

Total commitments for pension benefits of corporate officers which meet the admissibility criteria amount to EUR 5,508,770.

NOTE 15 - ANALYSIS OF COMMITMENTS GIVEN AND RECEIVED

In EUR million	Commitments received 2007	2008	Commitments given 2007	2008
Ordinary business operations (note 15.1)	766	673	690	585
Financial instruments (note 15.1.1)	263	354	263	363
Confirmed credits, letters of credit and guarantees given (note 15.1.2)	494	310	416	209
Other commitments given and received (note 15.1.3)	9	9	11	13
Hybrid transactions (note 15.2)	0	0	0	0
TOTAL	**766**	**672**	**690**	**585**

15.1 – COMMITMENTS RECEIVED AND GIVEN IN THE ORDINARY COURSE OF BUSINESS

15.1.1 - Financial instruments received and given

In EUR million	Commitments received 2007	2008	Commitments given 2007	2008
Rate swaps	35	92	35	92
Caps and floors	75	75	75	75
Forward Currency purchases/sales	153	187	153	196
TOTAL	**263**	**354**	**263**	**363**

Following the change in accounting method (described in 1.10), exchange rate hedges generated an unrealised loss of EUR (8) million, recorded in income.

15.1.2 - Confirmed credits, letters of credit, and guarantees received and given

In EUR million	Commitments received 2007	2008	Commitments given 2007	2008
Confirmed credits				
Letters of credit	494	310	312	184
Securities pledged to financial institutions			80	0
Investments in subsidiaries and affiliates pledged to financial institutions				
Real estate mortgages				
Other guarantees given to financial institutions			24	25
TOTAL	**494**	**310**	**416**	**209**

SCOR has signed agreements with different financial institutions concerning the granting of letters of credit for EUR 310 million.

15.1.2.1 - Letters of credit received

The commitments received in terms of capacity to issue letters of credit amounted to EUR 310 million, corresponding mainly to contracts signed with the banks:

- BNP Paribas:USD 235 million (EUR 168 million) including USD 49 million (EUR 35 million) for the World Trade Center (WTC) loss,
- Deutsche Bank:USD 75 million (EUR 54 million) for the WTC loss,
- Natexis: USD 125 million (EUR 89 million) for the WTC loss.

Total commitments received from banks relating to the WTC amount to EUR 178 million.

15.1.2.2 - Letters of credit given

In consideration of its commitments relating to technical reserves, SCOR has granted letters of credit in the amount of EUR 184 million to cedents (of which USD 249 million or EUR 178 million in favor of Allianz for the WTC claim), compared to EUR 310 million in letter of credit capacity received from banks.

During 2007, collateral was granted to BNP for the WTC in the amount of EUR 80 million.

15.1.2.3 - Other guarantees given

The guarantee given in consideration for underwriting commitments under the ACE Trust was EUR 24 million. In 2008, this guarantee was in the form of securities pledged to ceding companies whereas in 2007 in was in the form of a cash deposit.

15.1.3 - Other commitments given and received

In EUR million	Commitments received 2007	Commitments received 2008	Commitments given 2007	Commitments given 2008
Commercial paper				
Performance bond				
Mortgages				
Leases for leased buildings				
Guarantees and securities	9	9	8	8
Underwriting commitments				
Assets pledged to ceding companies				
Contract termination indemnities			3	5
Real estate lease				
TOTAL	**9**	**9**	**11**	**13**

15.2 - COMMITMENTS GIVEN AND RECEIVED IN RESPECT OF HYBRID TRANSACTIONS

In EUR million	Commitments received 2007	Commitments received 2008	Commitments given 2007	Commitments given 2008
Asset swap	-	-	-	-
Index default swap	-	-	-	-
TOTAL	**0**	**0**	**0**	**0**

No facts in connection with the aforementioned commitments given and received have come to our knowledge, which may have an adverse impact on cash flows, cash positions or on our liquidity requirements. To the best knowledge of the Company, as at 31 December 2008, there were no other significant outstanding financial commitments requested by a Group entity within the context of the procedures described above.

NOTE 16 – POST BALANCE SHEET EVENTS

On 19 February 2009, SCOR announced having closed the three series of its cat bonds which provides the Group with protection of USD 200 million for exposures to earthquakes and hurricanes in the USA and Puerto Rico. It consists in multi-year property catastrophe (**"CAT"**) agreements between Atlas V Capital Limited (**"Atlas V"**) and SCOR Global P&C.

Atlas V is a special-purpose company incorporated under the laws of Ireland. The agreement in place with SCOR Global P&C SE in the form of a derivative is fully funded by the proceeds of Atlas V. The Atlas V notes were placed with institutional investors around the world. Events are covered for the risk period from 20 February 2009 to 19 February 2012.

The USD 200 million cat bond is divided into three series of notes: USD 50 million Series 1 (rated B+ by Standard & Poor's), USD 100 million Series 2 (B+) and USD 50 million Series 3 (B). The notes collectively offer blended coverage for subsequent events.

With regard to the finalisation of the reverse stock-split that was initiated in 2007, the terms of which are, ten existing shares being exchangeable for one new share, the new shares corresponding to the existing shares, a reverse stock-split of which had not been requested by their shareholders on 3rd January 2009, were sold by SCOR on the stock exchange, resulting in the voidance of the corresponding existing shares.

NOTE 17 – EXCEPTIONAL EVENTS AND LITIGATION MATTERS

The following litigation matters shall be mentioned:

In the United States:

- In August 2006, Highfields Capital LTD, Highfields Capital I LP and Highfields Capital II LP (the **"Highfields Funds"**), as former minority shareholders of IRP Holdings Limited, a company incorporated in Ireland, commenced an action against SCOR in the Superior Court of the Commonwealth of Massachusetts (the **"Highfields Lawsuit"**). The complaint in the Highfields Lawsuit, which was served upon SCOR on 18 October 2006, included claims for common-law fraud, negligent misrepresentation and violations of a Massachusetts consumer protection statute arising out of the Highfields Funds' purchase of an equity interest in IRP Holdings Limited in December 2001, and the conditions for setting the price at which the Highfields Funds subsequently sold their interest to SCOR in 2005, a transaction which was highly profitable to the Highfields Funds. The Highfields Lawsuit is similar to a previous lawsuit filed by the Highfields Funds in March 2004 before the U.S. District Court for the District of Massachusetts and which was dismissed for lack of subject matter jurisdiction on 16 August 2006. On 21 March 2007, the Superior Court of the Commonwealth of Massachusetts granted SCOR's motion to dismiss the Highfields Funds' claims under the Massachusetts consumer protection law but denied SCOR's motion to dismiss the remaining claims. On 10 April 2007, the Court denied SCOR's Motion for Summary Judgment on Statute of Limitations Grounds, and on 17 September 2007, the Court denied SCOR's Motion for Partial Summary Judgment seeking dismissal of the Highfields Funds' claim for negligent misrepresentation.

  The current fact discovery deadline in the Highfields Lawsuit is in principle 17 April 2009. No proceedings beyond that date are presently scheduled. Discovery is now under way.

  SCOR maintains that Highfields' action is without merit and intends to continue to defend itself vigorously. At this stage of the proceedings, we cannot estimate the likelihood or potential amount of any adverse judgment.

- In July 2001, leaseholders of the WTC (**"Silverstein Parties"**) purchased a USD 3.55 billion property insurance program covering the World Trade Center (**"WTC"**). SCOR underwrote a 10% quota share of that program as a 100% fronted reinsurer of Allianz Global Risks U.S. Insurance Company (**"Allianz"**). Beginning in October 2001, various claims were brought in U.S. Federal District Court in New York to resolve whether the 11 September 2001 WTC attack constituted one or two occurrences, as well as other coverage disputes (**"WTC Litigation"**). Allianz, as SCOR's 100% fronting company, was a named party to the WTC Litigation. SCOR, as the financially interested reinsurer, associated in the defence and control of the claim against Allianz. On 6 December 2004, a jury determined that the 11 September 2001 WTC attack constituted two occurrences under the terms of the property insurance policy issued by Allianz. On 18 October 2006, the U.S. Court of Appeals for the Second Circuit affirmed the jury's verdict. The two-occurrence verdict against Allianz did not determine the amount of damages owed by Allianz under its policy. That determination was the subject of the ongoing coverage litigation, as well as a separate court-supervised appraisal proceeding.

  In April 2006, the Silverstein Parties announced their intent to transfer certain WTC reconstruction rights to The Port Authority of New York and New Jersey (**"Port Authority"**) thereby extinguishing the Silverstein Parties' right to recover replacement costs for the transferred rights pursuant to the terms of Allianz's coverage. After Allianz refused to waive Allianz's rights under its policy, the Silverstein Parties and the Port Authority initiated a separate lawsuit against Allianz and other insurers in New York state court disputing that the partial transfer extinguished the insurers' obligation to pay replacement costs for the transferred rights. In September 2006, the New York state court ordered all parties to take part in a global settlement mediation in an effort to resolve the claim.

On 23 May 2007, over SCOR's stated objection as the 100% fronted reinsurer, Allianz accepted a final settlement with the Silverstein Parties and the Port Authority resolving all pending litigation. Under the settlement, Allianz agreed to pay two full limits of coverage, USD 710 million, with the unpaid balance payable in increments through 2010, and conceded a number of valuation and coverage positions that Allianz had been advancing on SCOR's behalf under the Allianz policy, including Allianz's position that any prior or future transfers of development rights by the Silverstein Parties extinguished potential replacement cost claims for the transferred rights. In objecting to the settlement, SCOR advised Allianz that the settlement, by waiving critical coverage and valuation positions under the Allianz policy and foreclosing SCOR from obtaining a merits-based resolution of the claim, did not comply with the terms and conditions of the reinsurance certificate between SCOR and Allianz and contained ex *gratia* components..

On 27 September 2007, SCOR initiated claims against Allianz in an arbitration proceeding challenging both Allianz's issuance of a policy prior to the loss that did not conform to the terms of coverage agreed by SCOR, as well as Allianz's 23 May 2007 settlement of the claim over SCOR's objection. The arbitration is underway and expected to be completed in 2009. The arbitration will determine SCOR's total indemnity obligation in connection with this claim, which amount could be significantly greater or less than SCOR's current gross reserve of USD 550 million (USD 247 million net). Shortly before its 23 May 2007 settlement, Allianz unilaterally increased its reserves to assume a total incurred loss of USD 710 million, plus an additional USD 39 million in expenses, and thereby obtained from SCOR increased letters of credit securing those reserves, as provided in the SCOR-Allianz fronting arrangement. During the pendency of the arbitration, Allianz has drawn on SCOR's letters of credit to cover settlement payments made by Allianz to the Silverstein Parties and the Port Authority, as well as alleged loss adjustment expenses incurred by Allianz. As at 31 December 2008, the total amount of letters of credit outstanding was USD 250 million. SCOR continues to assess on an ongoing basis the amount of its reserves in light of developments regarding the WTC claim, including with respect to the pending arbitration against Allianz.

- On 29 April 2006, a fire occurred at Huntsman Corporation's Aromatics and Olefins Plant. Huntsman Corporation (**"Huntsman"**) was insured by its "captive" insurer, International Risk Insurance Company (**"IRIC"**), and IRIC was 100% reinsured by various reinsurers, including SCOR UK Company. On 30 August 2007, certain reinsurers, including SCOR UK Company, brought suit in Federal Court in the Southern District of Texas (**"Reinsurers Action"**) seeking to compel Huntsman and IRIC to arbitrate their disputes regarding certain coverage and quantum issues that had arisen with reinsurers, and alternatively seeking a declaratory judgment from the Court regarding these issues. Both Huntsman and IRIC filed motions to dismiss the Reinsurers Action. Huntsman later filed suit in Texas State Court against IRIC (**"Huntsman Action"**), who then filed a third-party action against reinsurers in the same matter. Reinsurers sought to remove the Huntsman Action from State Court to Federal Court in the Eastern District of Texas. On 21 September 2007, reinsurers were then successful in getting the Huntsman Action transferred to the Federal Court in the Southern District of Texas (where the Reinsurers Action is now pending). On 4 February 2008, Huntsman filed a motion to have the Huntsman Action sent back to State Court. On 26 September 2008, the Court denied Huntsman and IRIC's motions to dismiss the Reinsurers Action and refused to send Huntsman Action back to State Court. Arbitrability discovery has been ordered and will be conducted absent an agreed resolution of the arbitrability issue.
- The Group is involved in one legal proceeding concerning past environmental claims in Texas. Based on information available to us as at the date of the consolidated financial statements, the Group believes the provisions it has reserved are sufficient to cover this matter.

In addition, as a result of its acquisition of Converium (which has since become SCOR Holding (Switzerland)), SCOR now assumes the burden of the following litigation matters:

- On 4 October 2004, the first of several putative securities class action complaints was filed in the United States District Court for the Southern District of New York (the **"Court"**) against Converium and several of its officers and directors. The complaints were subsequently consolidated and Public Employees' Retirement System of Mississippi and Avalon Holdings Inc. were appointed lead plaintiffs (the **"Lead Plaintiffs"**).

  On 23 September 2005, the lead plaintiffs filed a consolidated amended class action complaint (the **"Complaint"**). In addition to Converium and certain of its officers and directors, the Complaint also names as defendants Zurich Financial Services (**"ZFS"**); UBS AG; and Merrill Lynch International. The Complaint generally alleges that a class of shareholders who purchased shares of Converium between 11 December 2001 and 1st September 2004 were damaged because Converium did not establish adequate loss reserves to cover claims by policyholders; Converium announced reserve increases prior to 20 July 2004 that were insufficient; and, as a result of the foregoing, Converium's earnings and assets were materially overstated. The Complaint asserts claims for violations of Section 10(b) and Section 20(a) of the Securities Exchange Act of 1934 (the **"Exchange Act"**) and Sections 11, 12 and 15 of the Securities Act of 1933 (the **"Securities Act"**). The Complaint seeks unspecified monetary damages and other relief.

On 23 December 2005, the defendants moved to dismiss the Complaint and on 21 April 2006, Lead Plaintiffs moved for leave of Court to file a proposed Consolidated Second Amended Class Action Complaint, to amend their complaint to add, among other things, Securities Act claims based on Converium's 1st March 2006 restatement of its financial accounts from 1998 through 2005.

On 28 December 2006, the Court issued an Opinion and Order granting in part and denying in part defendants' motions to dismiss the Complaint. The Court dismissed the claims against all defendants alleging violations of Sections 11, 12 and 15 of the Securities Act as well as claims asserting violations of Sections 10(b) and 20(a) of the Exchange Act based upon allegations that Converium misrepresented and omitted material information in its 11 December 2001, initial public offering (the **"IPO"**) prospectus and registration statement. The Court denied the motion to dismiss those claims against Converium and its former officers alleging that those defendants violated Section 10(b) and Section 20(a) of the Exchange Act by misrepresenting and omitting material information in various public disclosures following Converium's IPO. In addition, the Court denied Lead Plaintiffs' motion to amend their complaint.

On 12 January 2007, Lead Plaintiffs filed a motion for reconsideration of the Court's 28 December 2006 order. On 9 April 2007, the Court granted Lead Plaintiffs' motion for reconsideration in part and denied it in part. The Court granted Lead Plaintiffs' motion to reconsider its dismissal of Exchange Act claims arising out of the IPO. The Court denied Lead Plaintiffs' motion to reconsider the dismissal of the Securities Act claims, as well their motion to file a Consolidated Second Amended Class Action Complaint.

On 24 August 2007, Lead Plaintiffs filed a Motion for Preliminary Approval of Proposed Settlement with ZFS. Under the terms of the Proposed Stipulation of Settlement, ZFS is to pay USD 30 million in cash for the benefit of a Settlement Class. The Settlement Class includes persons who purchased American Depositary Shares and Swiss shares purchased on the Swiss Stock Exchange, including persons who reside abroad, during the period 11 December 2001 through 2 September 2004.

On 4 September 2007, the Court preliminarily approved the settlement. If the settlement obtains final approval, it would resolve the claims of the Settlement Class asserted against ZFS (and against certain other defendants as set forth in the Stipulation of Settlement, including all of Converium's former directors). A fairness hearing on the settlement has not yet been scheduled.

On 14 September 2007, the Court issued an opinion rejecting certain additional arguments raised by Converium and the officer defendants in their motion to dismiss with regard to Lead Plaintiffs' Exchange Act claims that it had not ruled on in its initial decision or its reconsideration decision.

By Orders dated 6 March and 19 March 2008, the Court certified a class of plaintiffs consisting of all U.S. residents who purchased Converium Securities on the SWX Swiss Exchange and all persons who purchased Converium or in the American Depository Shares (**"ADSs"**) on the New York Stock Exchange (NYSE) from 7 January 2002 through 2 September 2004 (the **"Class"**). The Court specifically excluded from the Class all non-US purchasers of Converium Securities on the SWX Swiss Exchange.

On 20 March 2008, Lead Plaintiffs filed a motion for reconsideration of the ruling of the 6 March and 19 March 2008 Orders.

On 26 March 2008, Lead Plaintiffs moved for leave to file a second amended complaint.

On 6 May 2008, following several mediation sessions before the Honorable Daniel Weinstein (Ret.), a Memorandum of Understanding was entered to pursuant to which the Lead Plaintiffs and SCOR Holding (Switzerland) will settle the claims and/or potential claims of the certified Class before the U.S. Court and the claims of non-U.S. purchasers of Converium securities in a proceeding in the Netherlands for an aggregate amount of USD 115 million (pre tax and before D&O recoveries).

On 19 May 2008, SCOR Holding (Switzerland) commenced arbitration proceedings in Switzerland against its D&O carriers. On 11 July 2008, a resolution of SCOR Holding (Switzerland)'s claims with certain of its D&O carriers was agreed to and pursuant to which it will receive the aggregate amount of CHF 65 million. Arbitration proceedings remain pending against the remaining D&O carriers.

On 25 July 2008, SCOR Holding (Switzerland) executed a definitive settlement agreement in the U.S. class action. On 12 December 2008, the U.S. Court issued an Order and Final Judgment approving the settlements as fair, reasonable and adequate and dismissing with prejudice all claims against the defendants in the action, including those asserted against SCOR Holding (Switzerland) and certain of its former officers and directors.

On 9 January 2009, plaintiff Michael Rubin filed an appeal with the Second Circuit Court of Appeals of (i) that portion of the District Court's 28 December 2006 Order dismissing plaintiffs' Securities Act claims as untimely; (ii) that portion of the District Court's 28 December 2006 Order denying plaintiffs' motion to amend the complaint; and (iii) the Districts Court's 12 December 2008 Order and Final Judgment. Because Rubin has appealed the District Court's 12 December 2008 Order and Final Judgment, the settlement with the Class is not yet final.

SCOR Holding (Switzerland) is in the process of negotiating a definitive agreement for the settlement of the claims of non-U.S. purchasers of Converium securities.

- On 11 December 2008, SCOR announced that an agreement had been reached with the SEC to resolve a long-running investigation of Converium related to non-traditional insurance and reinsurance products and the restatement of its financial statements. In connection with the settlement, the SEC issued an administrative cease-and-desist order by consent (the "Order"). In the Order, the SEC found that Converium had violated the anti-fraud, financial reporting, books-and-records and internal control provisions of the Exchange Act and related rules and regulations of the SEC thereunder and prohibited Converium from committing any future violations of those provisions. The Order found that all of the conduct that gave rise to the SEC proceeding took place prior to Converium being acquired by SCOR.

  SCOR Holding (Switzerland) consented to the issuance of the Order without admitting or denying any wrongdoing. There were no fines, disgorgement payments or financial remedies associated with the settlement.

  An unfavorable outcome of one or more of the class action lawsuits or regulatory investigations involving entities of the former Converium Group described above could have a material adverse effect on the Group's financial condition and results of operations.

In Europe :

- SCOR Global Life (formerly SCOR VIE), as the reinsurer of an insurance company, is involved in a lawsuit in connection with a life insurance policy in the amount of approximately EUR 4.5 million. The beneficiary of the policy was killed in 1992. In June 2001, a Spanish court ordered the ceding company to pay approximately EUR 16 million under the policy, which amount included accumulated interest since 1992 as well as damages. Following this decision, SCOR VIE booked a technical provision of EUR 17.7 million in its accounts for the 2001 financial year. In May 2002, the Barcelona Court of Appeals found in favor of the ceding company. The representatives of the deceased have now appealed the case to the Spanish Supreme Court. In June 2007, the Spanish Supreme Court confirmed the decision by the Court of Appeals in favor of the cedent and, as a result, SCOR decided to re-absorb the provision booked for this litigation. However, the beneficiaries of the insurance policy filed a *"recours d'amparo"* (individual protection claim) before the Spanish Constitutional Court. The cedent has therefore decided to maintain its provision.

- The French *Autorité des Marchés Financiers* (the **"AMF"**) initiated an investigation on 21 October 2004 in connection with the financial information and market transactions surrounding the issuance of OCEANEs in July 2004. The AMF also initiated an investigation on 5 October 2005 on the market for SCOR shares after 1st June 2005. As at the date of the financial statements herein, the Company has received no additional information concerning these investigations.

- Starting February 2005, SCOR was the subject of a tax accounting audit covering the period 1st January 2002 through 31 December 2003, which ended with a final adjustment notice on 15 January 2008. This tax audit resulted in the base for corporate income tax being raised by EUR 101,067,063, as well as long term unrealised losses by EUR 68,880,000. These various adjustments have no financial consequence in the form of additional tax paid to the French Treasury. They concern the premiums and fees pertaining to proportional treaties and in excess of loss covers granted by SCOR to its subsidiary SCOR U.S. Corporation and the provisioning of equity investments with said subsidiary. Since some adjustments create "discrepancies" and since compensation is made during the year following the audited period, the decrease in net loss carry-forwards is EUR 64,492,071, corresponding to taxation of EUR 22,206,769 attributable to deferred taxes carried over and without effect on the cash of the Company.

  In addition, the accounting audit led to an adjustment (taxes and interest for late payment) of EUR 70,915 in relation to tax on salaries.

- Concerning the Swiss Federal Banking Commission's decision dated 13 July 2007, confirming the position expressed by the Swiss Takeover Board in its Recommendation IV dated 9 June 2007, according to which Mr. Martin Ebner, Patinex and BZ Bank AG had acted in concert with SCOR in connection with the Offer, SCOR refutes this characterisation and reaffirms that such physical person and legal entities did not act in concert with SCOR in connection with the Offer. On 13 September 2007, SCOR has filed an appeal against this decision before the Federal Administrative Court *(Bundesverwaltungsgericht)* in accordance with applicable legal and regulatory provisions.

  In its decision dated 23 December 2008, the Federal Administrative Court concluded that it did not have to decide in the merits, as the Offer had been consummated and the period for the application of the best price rule had expired on 26 January 2008. In its report dated 22 April 2008 (with supplement dated 13 May 2008), the independent review body Ernst & Young had confirmed that SCOR had complied with all its obligations in connection with the Offer even if Martin Ebner and the persons directly or indirectly controlled by him had been deemed to be acting in concert with SCOR. Accordingly, the appeal was written off without judgment on the merits due to the interests in the appeal having fallen away during the procedure and the appeal therefore having become abstract. None of the parties filed an appeal against this decision of the Federal Administrative Court.

- In October 2007, SCOR received an arbitration notice from the "captive" of a British pharmaceuticals laboratory. SCOR contests the validity of the presentation of this claim. Documents are being exchanged and no decision should be expected before the beginning of the year 2010. A mediation has been proposed.

- On 14 January 2008, SCOR Global Life received notification of a tax accounting audit for the period 1st January 2005 through 31 December 2006. The tax audit started in early 2008 and is still going on at present. In order to avoid the statute of limitation for fiscal year 2005, the tax administration has sent an interim assessment notice for fiscal year 2005. Up to now, the contemplated assessments arrived at consist most significantly in timing differences and, due to the tax loss position of the French tax Group in France, they will not lead to a significant impact on the consolidated results of the Group.

- On 29 January 2008, the Spanish competition authority (*Comisión Nacional de la Competencia*, the **"CNC"**) opened a sanctioning procedure against SCOR Global P&C SE Ibérica Sucursal, a branch of SCOR Global P&C, and a number of other insurance and reinsurance companies for alleged antitrust practices to set the commercial conditions applied to customers in relation to the decennial insurance to construction that could result in an infringement of Article 1 of Law 15/2007, of 3 July 2007, on Competition (the **"Competition Act"**) (which prohibits agreements and concerted practices that may have as an object or effect the restriction of competition in the market).

  After an initial investigatory phase, the Directorate of Investigation of the CNC has confirmed its initial accusation and has sent the file to the Council of the CNC for a final decision. The Council must issue its decision on the file before 29 June 2009.

  At present, it is difficult to predict the outcome of the procedure, since the alleged infringement under investigation is considered to be serious under the Competition Act.

SCOR and its subsidiaries are involved in legal and arbitration proceedings from time to time in the ordinary course of their business. Nevertheless, other than the proceedings mentioned above, to the knowledge of SCOR, as at the date of the financial statements herein, there are no other litigation matters likely to have a material impact on the financial position, business or operating income of SCOR.

1.6 Certification of audit of historical financial information

This is a free translation into English of the statutory auditors' report issued in the French language and is provided solely for the convenience of English speaking readers. This report includes information specifically required by French law in all audit reports, whether qualified or not, and this is presented below the opinion on the financial statements. This information includes explanatory paragraphs discussing the auditors' assessments of certain significant accounting matters. These assessments were made for the purpose of issuing an opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the consolidated financial statements. The report also includes information relating to the specific verification of information in the group management report.

This report, together with the statutory auditors' report addressing financial and accounting information in the Chairman's report on internal control, should be read in conjunction with, and is construed in accordance with French law and professional auditing standards applicable in France.

Statutory Auditors' Report on the annual financial statements

Year ended 31 December 2008

(Free translation of a French language original)

To the Shareholders,

In compliance with the assignment entrusted to us by your Annual General Meeting, we hereby report to you, for the year ended 31 December 2008, on:

- the audit of the accompanying annual financial statements of SCOR SE,
- the justification of our assessments,
- the specific verifications and information required by French law.

These annual financial statements have been approved by the Board of Directors at their meeting on 3 March 2009. Our role is to express an opinion on these financial statements, based on our audit.

I. Opinion on the annual financial statements

We conducted our audit in accordance with the professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes verifying, by audit sampling and other selective testing procedures, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used, the significant estimates made by the management, and the overall financial statements presentation. We believe that the evidence we have gathered in order to form our opinion is adequate and relevant.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the company at 31 December 2008 and the results of its operations for the year then ended, in accordance with the accounting rules and principles applicable in France.

Without qualifying our opinion, we draw attention to the matters discussed:

- in Note 1.5 to the financial statements relating to the change of accounting method related to the accounting of share purchase, share subscription and share allocation plans to the employees, in application of règlements CRC n° 2008-15 of 4 December 2008 and n° 2008-17 of 10 December 2008,
- in Note 1.10 to the financial statements relating to the change of accounting method related to the accounting of the operations in foreign currencies for the companies subject to the French Insurance Code (Code des assurances), in application of règlements CRC n° 2007-07 et n° 2007-09 of 14 December 2007.

II. Justification of our assessments

Accounting estimates used to prepare the consolidated financial statements as at 31 December 2008 have been assessed in a high market volatility and an uncertain economic future environment. In this context, and in accordance with the requirements of Article L.823-9 of the French Commercial Code *(Code de Commerce)*, we have performed our own assessments that we bring to your attention on the following matters:

- Within the framework of our assessment of the accounting rules and policies followed-up by your company, we ensured ourselves of the reasonableness of the change of accounting method mentioned above and of the presentation which was made thereof.
- As stated in part 1.7 and 1.9 to the annual financial statements, the technical accounts specific to reinsurance are estimated on the basis of reinsurance commitments or on statistical and actuarial bases, particularly the technical estimates accounted in accounts receivable from reinsurance transactions, gross and ceded technical reserves, and deferred policy acquisition costs. The methods used to calculate these estimates are described in the Notes to the annual financial statements.

Our audit work consisted in assessing the data and assumptions on which the estimates are based, reviewing the company's calculations, in comparing estimations from prior periods with actual outturns, and in examining senior management's procedures for approving these estimates.

- Notes 1.2, 1.10, 1.12, 2 and 15.1.1 to the annual financial statements describe the principles and methods used to estimate the valuation and impairment of investments and derivative instruments.

In the specific context of the financial crisis, we examined the control system in place relative to the inventory of direct and indirect exposures, and the system in place for their assessment, as well as the valuation methods and write-down policies applicable to certain financial instruments. We have obtained assurance that the information provided in the aforementioned notes is appropriate, and that the approaches and policies described were properly applied by the company.

- Notes 6 and 17 to the annual financial statements describe the uncertainties relating to the potential litigation encountered by the company.

We examined the Group's procedures to identify these risks, to evaluate and reflect them in the annual financial statements.

These assessments were made as part of our audit of the annual financial statements taken as a whole and therefore served in forming our audit opinion expressed in the first part of this report.

III. Specific verification

We have also performed the specific verifications required by law in accordance with professional standards applicable in France.

We have no matters to report regarding the following:

- the fair presentation and the conformity with the financial statements of the information given in the directors' report and in the documents addressed to the shareholders with respect to the financial position and the financial statements;

- the fair presentation of the information given in the directors' report in respect of remunerations and benefits granted to the relevant directors and any other commitments made in their favour in connection with, or subsequent to, their appointment, termination or change in current function.

In accordance with French law, we have ensured that the required information concerning the purchase of investments and controlling interests and the names of the principal shareholders has been properly disclosed in the directors' report.

Paris-La Défense, 4 March 2009

Statutory Auditors

MAZARS
Michel BARBET-MASSIN
Lionel CAZALI

ERNST & YOUNG AUDIT
Pierre PLANCHON

APPENDIX B: REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS ON THE TERMS AND CONDITIONS FOR PREPARING AND ORGANISING THE WORK OF THE BOARD OF DIRECTORS AND ON INTERNAL PROCEDURES IN ACCORDANCE WITH ARTICLE L.225-37 OF THE FRENCH COMMERCIAL CODE

APPENDIX B: REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS ON THE TERMS AND CONDITIONS FOR PREPARING AND ORGANISING THE WORK OF THE BOARD OF DIRECTORS AND ON INTERNAL PROCEDURES IN ACCORDANCE WITH ARTICLE L.225-37 OF THE FRENCH COMMERCIAL CODE

APPENDIX B: REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS ON THE TERMS AND CONDITIONS FOR PREPARING AND ORGANISING THE WORK OF THE BOARD OF DIRECTORS AND ON INTERNAL PROCEDURES IN ACCORDANCE WITH ARTICLE L.225-37 OF THE FRENCH COMMERCIAL CODE

I. Terms and conditions for preparing and organising the work of the board of directors

In accordance with the provisions of article L.225-37 of the French Commercial Code, this report serves to set forth the terms and conditions for the preparation and organisation of the work of the Company's Board of Director's, in addition to the internal auditing procedures that have been implemented by the Company.

This report has been approved by the Board of Directors on 3 March 2009.

It has been incorporated in the 2008 Registration Document of SCOR SE (**"SCOR"**) which is available on the Company's web site (www.scor.com) and on the AMF web site (www.amf-france.org).

During its meeting on 12 December 2008, the Company's Board of Directors designated the consolidated corporate governance code listed corporations of the AFEP-MEDEF *(Association Française des Entreprises Privées – Mouvement des Entreprises de France)* of December 2008 as its reference code, according to the implementation of this law on 3 July 2008 (act no.2008-649 aimed at providing various provisions regarding the adaptation of French company law with the European Community law changing articles L.225-37 and L.225-68 of the French Commercial Code).

Details of this code can be found on the Company's website www.scor.com or alternatively on MEDEF's website www.medef.fr.

Conditions for the preparation and organisation of projects of the Company's Board of Directors

The Board of Directors is composed of 14 Directors and one Non-voting Director. Of these 14 members of the Board, 10 are independent: MM. Carlo Acutis, Gérard Andreck, Antonio Borgès, Allan Chapin, Daniel Lebègue, André Levy-Lang, Herbert Schimetscheck, Jean-Claude Seys, Claude Tendil and Daniel Valot.

The experience and competences of the Directors and the Non-Voting Director are suitably varied. Six of the Directors listed, work or have worked at a very high level within the insurance industry. Three of the members practise or have practised at a very high level in the financial and banking industry, in addition to one Director from the manufacturing industry. The Board benefits from international experience, provided by the Italian, Portuguese, Austrian and American nationalities of its members.

a) Assessment of the Board of Directors

As carried out in 2007 and in compliance with the recommendations stated by the government code, an assessment of the Board of Directors was conducted in 2008. Mr Daniel Valot, an independent Director, addressed a questionnaire to the Directors in September 2008. This questionnaire concerned the composition of the Board, its functioning and the functioning of the Committee's Boards. All the Directors, without exception, completed the questionnaire. Mr Daniel Valot assessed the questionnaires and presented his summary report during the Board Meeting that took place on 13 November 2008.

The main conclusions drawn from this analysis are the following:

The responses are complete, constructive and positive. The feedback reflects an able and strong Board, composed of varied personalities, experimenting and participating in an active and constructive manner in carrying out proceedings. The responses highlight the efficacy of the Boards, notably the Audit Committee and the Strategy Committee and the ability of the Board to follow the management and to assess performances, strategies and risks. The feedback attests to the Board's confidence in the quality of financial reporting due to the work of the Audit Committee.

The following were identifiable as reoccurring areas for improvement in the responses:

- the need to send files earlier;
- the completion of risk analyses more thoroughly within the Risk Committee;
- the improvement of formalities for the Remuneration and Nomination Committee.

The average attendance rate of the Members of the Boards was 87% in 2008.

b) Composition of the Board of Directors

A list of the members of the Company's Board of Directors in 2008 features in the table below:

Name	Age	Citizenship	Date of appointment	End of appointment	Renewals
Denis Kessler, Chairman of the Board	56	French	04/11/2002	2011	24/05/2007
Carlo Acutis	70	Italian	15/05/2003	2009	
Gérard Andreck	64	French	18/03/2008 (1)	2011	
Antonio Borgès	59	Portuguese	15/05/2003	2011	24/05/2007
Allan Chapin	67	American	12/05/1997	2011	31/05/2005
Daniel Havis	53	French	18/11/1996	2011	31/05/2005
Daniel Lebègue	65	French	15/05/2003	2009	
André Lévy-Lang	71	French	15/05/2003	2009	
Luc Rougé	56	French	24/05/2007	2009	
Herbert Schimetschek	71	Austrian	15/05/2003	2011	24/05/2007
Jean-Claude Seys	70	French	15/05/2003	2009	
Jean Simonnet	72	French	02/03/1999	2008 (2)	31/05/2005
Claude Tendil	63	French	15/05/2003	2011	24/05/2007
Patrick Thourot	60	French	24/05/2007	2009	
Daniel Valot	64	French	15/05/2003	2011	24/05/2007
G. Chodron de Courcel, Non voting director	58	French	15/05/2003	2009	31/05/2005 and 24/05/2007

(1) Co-option as Director by the Meeting of the Board of Directors on 18 March 2008, in replacement of Jean Simonnet.
(2) M. Simonnet resigned from his office on 18 March 2008.

At the Board Meeting held on 31 March 2004, an interim assessment was made of the Board's organisation and operation. A new set of internal regulations (the **"Internal Regulations"**) was adopted to formalise and strengthen the strategic decisions made. These Internal Regulations were amended by the Board of Directors on 2 November 2005 and on 4 July 2006. The main provisions of the Internal Regulations are provided below:

Mission of the Board of Directors of the Company

Pursuant to the Internal Regulations, the Board of Directors of the Company determines the policies of the Company's businesses, oversees their implementation and supervises the management's administration. The Board meets at least four times a year. In accordance with legal provisions, it settles the financial statements, proposes dividends and makes investment and financial policy decisions. The Board also determines the amount and the nature of the sureties, securities and guarantees, which can be granted by the Chairman and Chief Executive Officer on behalf of the Company.

Meetings of the Board of Directors of the Company

At least five days before any meeting of the Board of Directors, the Chairman and Chief Executive Officer is required to submit a file to the Directors containing all information that will allow them to participate in the discussions listed on the agenda in a discerning and efficient manner. Furthermore, outside of Board meetings, the Chairman and Chief Executive Officer is required to submit any necessary information and documents to the Directors to complete their duties, and the Directors may submit requests for information to the Chairman and Chief Executive Officer. In addition, Directors may ask the Chairman and Chief Executive Officer to invite the major executives of the Company to attend Board meetings.

Meetings held by videoconference or telecommunication

Pursuant to the provisions of Articles L.225-37 and R.225-21 of the French Commercial Code, the Internal Regulations allow the Board to hold its meeting by videoconference or via telecommunications, providing that the identification of the participating Board members can be determined.

Independence of Directors

The application of the notion of director independence is assessed on the basis of the following primary criteria, derived from the recommendations of the AFEP/MEDEF report. An independent director:

1 must not currently be or have been within the last five years an employee or corporate officer of SCOR;

The corporate governance code of listed corporations of AFEP/MEDEF also considers that, in order to be qualified as independent, a Director must not be or have been within the last five years an employee or corporate officer of a company consolidated by the parent company.

However, SCOR considers that an external Director, member of the Board of Directors of SCOR as well as member of the Board of Directors of subsidiaries of SCOR, such as SCOR Holding (Switzerland) or SCOR Reinsurance Company, who satisfies all the other criteria shall be considered as being independent.

2 must not have received remuneration greater than EUR 100,000 per year from SCOR within the last five years, excluding that received as directors' fees;

3 must not be an officer in a company in which SCOR directly or indirectly is a director, or in which an employee has been appointed as such, or in which an officer of SCOR (currently or within the last five years) is a director;

4 must not be a significant client, supplier, investment banker, commercial banker of SCOR or of its group (the **"Group"**) or for which SCOR or its Group represents a significant share of the turnover. A significant share is a contribution to the turnover equal to the lesser of the following two amounts: more than 2% of the Company's consolidated turnover, or an amount greater than EUR 100 million;

5 must not have a close family relationship with an officer of SCOR;

6 must not have been an auditor of the company within the last five years;

7 must not have been a Director of SCOR for a period exceeding twelve years

8 must not represent a shareholder of the Company owning more than 5% of the share capital or voting rights.

The following table presents an analysis of the independence of each director with regard to the criteria stated above:

Critère	1	2	3	4	5	6	7	8	Independent
Denis Kessler	No	No	No	Yes	Yes	Yes	Yes	Yes	No
Carlo Acutis	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Gérard Andreck	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Antonio Borgès	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Allan Chapin	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Daniel Havis	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Daniel Lebègue	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
André Lévy-Lang	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Luc Rougé	No	Yes	Yes	Yes	Yes	Yes	Yes	Yes	No
Herbert Schimetschek	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Jean-Claude Seys	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Claude Tendil	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Patrick Thourot	No	No	No	Yes	Yes	Yes	Yes	Yes	No
Daniel Valot	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Rights and obligations of Directors

Upon request, Directors are entitled to training on the specific nature of the Company, their business lines and their area of activity. They agree to regularly attend meetings of the Board, Committees of which they are members and the General Shareholders' Meetings. Finally, they are obliged to voice their opposition when they believe that a decision taken by the Board of Directors could be harmful to the Company.

Loyalty and conflict of interest

The Internal Regulations prohibit Directors from accepting benefits from the Company or from the Group that could jeopardize their independence, and require them to dismiss any pressure from other Directors, specific groups of shareholders, creditors, suppliers or other third parties. Directors undertake to submit to the Board of Directors of the Company any agreement falling under the purview of article L.226-38 of the French Commercial Code. In the event of a conflict of interest, Directors are obliged to inform the Board in full in advance. Such Directors are required to abstain from participating in any Board discussions.

Accumulation of position as Director

The Internal Regulations require that candidates for Director inform the Board of the position they currently hold as Director or Officer in other entities, as the Board has the duty to ensure compliance with the rules regarding the accumulation of position as Director. Once appointed, Directors must inform the Board of any appointment they hold as a company officer within a period of five days following the event. Finally, Directors must inform the Board of the position they have held as Director in other entities during the course of the financial year within a period of one month following the end of this financial year.

Information concerning the positions held by the SCOR Directors is provided in Section 14.1.1 entitled Information on the members of the Board of Directors of the Registration Document.

Limitations and restrictions on trading SCOR securities

The Internal Regulations set out the primary recommendations of the market authorities concerning the Directors trading the securities of the Company.

Firstly, the Internal Regulations set out the legal and regulatory provisions, demanding confidentiality with regard to privileged information known to the Directors during their appointment.

Following this, the Internal Regulations insist that the Directors register as owners of SCOR equities that they themselves or their un-emancipated minor children hold at the time they enter office, in addition to those acquired subsequently. Finally, certain restrictions are enforced by the Internal Regulations concerning trading SCOR securities:

- firstly, Directors are prohibited from trading in SCOR securities while in possession of information which, when made public, is likely to have an impact on the share price. The restriction remains in place two days after this information has been made public by a press release,
- secondly, they are prohibited, directly or indirectly, from carrying out any transaction in the Company's securities during unstable periods, which they are made aware of by the Company or during any period preceding a major event affecting the Company, likely to influence its market price.

Finally, Directors are obliged to declare all transactions carried out concerning the Company's securities, directly or by an intermediary, on their behalf or on behalf of a third party, by their spouse, or by a third party holding a power of attorney, to SCOR

c) Meetings of the Board of Directors in 2008

During the course of the financial year 2008, the Company's Board of Directors held eight meetings on the following dates:

- Tuesday 18 March;
- Wednesday 7 May, two Board Meetings, the first preceding the Annual General Meeting and the second following it;
- Thursday 5 June;
- Tuesday 26 August;
- Thursday, 16 October;
- Thursday 13 November;
- Friday 12 December.

The average attendance rate of the Members of the Board was 87%.

The following table displays the attendance of the members of the Board of Directors during 2008:

Board Members	Attendance rate (%)
Denis Kessler	100
Carlo Acutis	88
Gérard Andreck (1)	57
Antonio Borgès	75
Allan Chapin	100
Georges Chodron de Courcel, Non voting Director	88
Daniel Havis	75
Daniel Lebègue	88
André Lévy-Lang	75
Luc Rougé	100
Herbert Schimetschek	88
Jean-Claude Seys	88
Jean Simonnet (2)	100
Claude Tendil	88
Patrick Thourot	100
Daniel Valot	88

(1) Mr Andreck has served as Director since 7 May 2008.
(2) Mr Simonnet resigned from his mandat on 18 March 2008.

d) Committees of the Board of Directors

At their meeting on 15 May 2003, the Board of Directors created four consultative Committees, responsible for preparing Board meeting discussions and making recommendations in specific areas.

The **Strategy Committe**e is composed of Denis Kessler, Chairman, Carlo Acutis*, Gérard Andreck* (from the 7 May 2008), Antonio Borgès*, Allan Chapin*, George Chodron de Courcel (Non-Voting Director), Daniel Havis*, Daniel Lebègue*, André Levy-Lang*, Jean-Claude Seys*, Jean Simmonet* (until the 18 March 2008), Herbert Schimetscheck*, Claude Tendil*, Patrick Thourot and Daniel Valot*, appointed by the Board of Directors and selected among the members of voting and non-voting Directors. The term of their mandates coincide with their term of office on the Board of Directors.

The Committee's mission is to study the Group's development strategies and to examine any acquisition or disposal plan concerning an amount in excess of EUR 100 million.

The Chairman of the Committee may convene any individual likely to provide relevant information for a clear understanding of a given point; the presence and information provided by this individual being limited to the relevant items on the agenda. The Chairman of the Strategy Committee must exclude the non-independent members of the Committee from the review of the discussions which might create an ethical problem or a conflict of interest.

In 2008, the Strategy Committee met on four occasions. Its works dealt with the whole strategy of the Group and in particular, the review of acquisition plans.

The average attendance rate of the Committee Members was 85%.

* Independent Directors.

The following table states the attendance rates of the members of the Strategy Committee in 2008:

Committee Members	Attendance rate (%)
Denis Kessler	100
Carlo Acutis	75
Gérard Andreck (1)	33
Antonio Borgès	100
Allan Chapin	100
Georges Chodron de Courcel, Non voting Director	100
Daniel Havis	50
Daniel Lebègue	100
André Lévy-Lang	50
Jean-Claude Seys	100
Herbert Schimetschek	100
Jean Simonnet (2)	100
Claude Tendil	100
Patrick Thourot	100
Daniel Valot	100

(1) Mr Andreck has been a Board Member since 7th May 2008.
(2) Mr Simmonet resigned from office on 18th March 2008.

The **Audit Committee** is composed of Daniel Lebègue*, Chairman, André Lévy-Lang*, Antonio Borgès* and Daniel Valot*. According to its Internal Regulations, the Committee comprises between three and five members appointed by the Board of Directors of the Company and selected among the members of voting and non-voting Directors and, in compliance with the AFEP and MEDEF corporate governance code of listed corporations of December 2008, it is composed of a majority of independent Directors. The term of their mandates coincide with their term of office on the Board of Directors.

It is responsible for reviewing the financial situation of the Group, its compliance with internal policies, in addition to audits and reviews carried out by the auditors and by the internal control unit. It ensures the quality and transparency of the Group's financial statements.

The Audit Committee has adopted a set of Internal Regulations, setting forth two imperative missions:

- Accounting mission, including the analysis of periodic financial documents, the review of the relevance of choices and correct application of accounting methods, the review of the accounting treatment of any material transaction, review of the scope of consolidation, review of off-balance sheet commitments, control of the selection and remuneration of statutory auditors, oversight of any accounting and financial reporting documents before they are made public; it may consult the Group's Chief Financial and Accounting Officer, the Chief Internal Auditor and external auditors on these issues.

- Ethical and internal control responsibilities. In this context, the Audit Committee is responsible for ensuring that internal procedures relating to the collection and auditing of data, guarantee the quality and reliability of SCOR's financial statements. The Audit Committee is also in charge of reviewing agreements with related parties *("conventions réglementées")*, analysing and responding to questions from employees with regard to internal controls, the preparation of financial statements and the treatment of internal accounting books and records.

The Chairman of the Committee may convene any individual likely to provide relevant information for a clear understanding of a given point; the presence and information provided by this individual being limited to the relevant items on the agenda. The Internal Regulations of SCOR's Audit Committee, has been approved by the Board of Directors of the Company on 18 March 2005.

During its six meetings in 2008, the Audit Committee discussions focused primarily on the following matters: review of the quarterly and annual financial statements.

The average attendance rate of the Committee Members was 92%.

* Independent Directors.

The following chart states the attendance of the Audit Committee's members in 2008:

Committee Members	Attendance rate (%)
Antonio Borgès	100
Daniel Lebègue, Chairman	100
André Lévy-Lang	83
Daniel Valot	83

The **Compensation and Nomination Committee** members are Allan Chapin*, André Lévy-Lang*, Georges Chodron de Courcel, Non-Voting Director, Claude Tendil* Chairman and Daniel Valot*. According to its Internal Regulations, the Committee is composed of between three and five members appointed by the Board of Directors of the Company and chosen among the members of voting and Non-Voting Directors. In compliance with its internal regulations, the members are in majority chosen amongst the independent Directors, the Chairman of Board of Directors and the Chief Executive Officer. The term of their mandate coincides with their term of office within the Board of Directors or Non-Voting Director.

It submits recommendations concerning compensation packages for the corporate officers and members of the Executive Committee of the Group ('Comex'), pensions, stock allotment plans and stock option plans or stock subscription plans to the Board and makes proposals concerning the composition and organisation of the Board of Directors of the Company and its Committees.

The Committee met five times in 2008. Its works dealt with the stock allotment and subscription plans, the modalities of remuneration of the Chairman and Chief Executive Officer and other members of the Executive Committee of the Group. The Committee focussed particularly on the implementation of the TEPA Act (Act in favour of Work, Employment and Purchasing Power) and submitted the criteria of performance with regard to the bonus of the Chairman and Chief Executive Officer, as well as those determining a part of the granting of the stock option plans and shares allotment (30%). The Committee deliberated on the composition of the Board of Directors. It suggested that the Board of Directors should adopt the AFEP and MEDEF recommendations on the compensation of Corporate Executive Officers of listed companies. This accession was the subject of a press release published on 16 December 2008. The Committee also worked on the general organisation and on the succession schemes of the key officers of the Group.

The average attendance rate of the Committee Members was 80%.

The following chart states the attendance of the members of the Compensation and Nomination Committee in 2008:

Committee Members	Attendance rate (%)
Allan Chapin	100
Georges Chodron de Courcel	100
André Lévy-Lang	75
Claude Tendil	75
Daniel Valot	100

The **Risk Committee** members are Antonio Borgès*, Daniel Havis*, Daniel Lebègue*, Chairman, André Lévy-Lang*, Jean-Claude Seys*, Claude Tendil* and Daniel Valot*.

It is responsible for highlighting the main risks to which the Group is exposed, regarding both assets and liabilities and for ensuring that the means put in place to monitor and manage those risks have been effectively implemented. It examines the Group's main technical and financial risks. The Committee met four times in 2008, primarily to discuss the following matters: the Group's 'Enterprise Risk Management' and 'Asset Liability management' schemes, a review of the main exposures of the Group, the retrocession policy and coverage, capital funds and risk appetite, internal control standards and Directors' and Officers' liability insurance.

The average attendance rate of the Committee Members was 80%.

* Independent Directors.

The following chart states the attendance of the members of the Risk Committee in 2008:

Committee Members	Attendance rate (as%)
Antonio Borgès	100
Daniel Havis	50
Daniel Lebègue, Chairman	100
André Lévy-Lang	50
Jean-Claude Seys	50
Daniel Valot	50
Claude Tendil	25

e) Principles and rules stated for the determination of compensation and in-kind benefits for corporate officers

The data on compensation for corporate officers appears in Section 15 – Compensation and benefits – and 17.2 – Information on interests and stock options of the members of the management and administrative bodies.

Every year, the conditions of remuneration for corporate officers and Directors are made public through the documents released for the Annual General Shareholders' Meeting. The General Shareholders' Meeting that took place on 31 May 2005 set the Directors' fees at a maximum of EUR 800,000 per year. This limit has not been changed since this date. Within the limits of this amount and upon the submission of the Compensation and Nomination Committee, the Board of Directors fixed the conditions of the allotment, in order to encourage the attendance of the Directors. It was thus decided to award the Directors' fees, payable to each voting or non-voting Director as a fixed part, equal to EUR 20,000, payable in fourths and another part based on attendance by voting and non-voting Directors, amounting to EUR 1,700 per meeting and participant. The payment of the Directors fees is made at the end of each quarter. Moreover, each Director receives the single sum of EUR 10,000 that must be used to purchase Company's shares, that the Director commits to keep until the end of his appointment.

Directors

A table displaying the fees allocated individually to each Director or non-voting Director can be found in section 15.1.1 of the Registration Document.

Certain Directors or the Non-Voting Director of SCOR are also members of the Boards of Directors for the Group's subsidiary companies and as a result of this, received Directors' fees in 2008.

With the exception of the Chairman of the Board of Directors and the Director representing the employees, the members of the Board are not entitled to stock option plans for the subscription or the purchase of shares nor stock allotment plans from the Company.

No retirement contribution (or commitment) has been paid for the benefit of the Directors.

Chairman and Chief Executive Officer

- Compensation

There is no employment contract between Mr. Denis Kessler and the Company.

Following the recommendation of the Compensation and Nomination Committee, the meeting of the Board of Directors on 12 December 2008 decided that the Chairman and Chief Executive Officer:

- will receive a fixed gross annual sum of EUR 1,200,000, payable in twelve monthly installments; and
- will receive, a variable annual compensation, capped at EUR 1,000,000 determined as follows:
  - 50% on the basis of the achievement of personal objectives, defined annually at the beginning of each year by the Board of Directors of the Company on the recommendation of the Compensation and Nomination Committee; and
  - 50% on the basis of the achievement of financial objectives, defined annually at the beginning of each year by the Board of Directors of the company on the recommendation of the Compensation and Nomination Committee.

The variable compensation for year n will be paid in year n+1, as soon as the financial statement of the Company for year n are approved by the Board of Directors.

For 2008, the variable compensation of the Chairman and Chief Executive Officer has been determined according to the following criteria:

- personal criteria: conclusion of strategic transactions, maintenance of A- rating from Standard & Poor's, restructuring of the Group following the acquisitions of Revios and Converium;
- financial criteria: Return on Equity (RoE) achieved by SCOR.

In the case of departure during financial year n:

– all the variable part of his compensation for year n-1 will be payable during year n as soon as the Company's financial statements for year n-1 are settled by the Board of Directors;

– in addition, in the case of dismissal, the amount of the variable part of his compensation for year n will be (i) determined on the basis of the variable compensation for year n-1 and prorated on the basis of the departure date for the current year n, and (ii) paid as soon as the Company's financial statements for year n-1 are settled by the Board of Directors.

In case of dismissal or imposed departure due to a change in the structure of the share capital or in the strategy, substantially affecting the content of his duties or making the continuation of his activities and the normal exercise of his powers of the Company, the Chairman and Chief Executive Officer:

- will receive an indemnity corresponding to the sum of all the fixed and variable elements of his annual gross compensation, paid by the Company during the two years prior to his departure. This severance pay is subject to the performance conditions adopted by the Board of Directors, under the recommendation of the Compensation and Nomination Committee. These performance conditions can be referred to in the Board of Director's Management report;

- will keep the right to exercise the definitively acquired options granted to him, in the time periods fixed by the option subscription or purchase plans. Regarding the options he is unable to exercise according to the plan, he will benefit from an indemnity, compensating for this loss of the right to exercise the options, the amount of which will be determined by an independent expert using the Black & Scholes evaluation method, as at the date of his departure;

- receive an indemnity, including the loss of the right to the shares, equal to the number of shares concerned by the average price of SCOR shares on his departure date, in connection with the shares that would have been granted to him for free but from which he could not benefit.

The Company did not consider it necessary to make this information public directly after the meeting of the Board of Directors, during which these decisions were made. This information is released each year when the Registration Document is made available.

• Stock option and free share allotment plans

On meeting on 7 May 2008, the Board of Directors, upon authorisation granted by the Extraordinary general meeting of the Shareholders, decide to allot free shares to the Chairman and Chief Executive Officer. The granting will be effective at the end of a vesting period of two years and subject to the realisation of performance conditions as defined by the Compensation and Nomination Committee. Such granting is also submitted to a non-transferability period of two years at the end of which the shares will be available and be freely assigned. The Chairman and Chief Executive Officer shall retain 10% of these shares in the registered form until he ceases to hold his duties of corporate officer.

On 12 December 2008, the Board of Directors also decided that the purchase of new performance shares and the exercise of new stock options by the Chairman and Chief Executive Officer will be subject to the performance conditions, which are to be defined by the Remuneration and Nomination Committee, with regard to all the allotments. It was also decided that the Chairman and Chief Executive Officer would commit to buy a number of the Company's shares on the market, equivalent to 5% of the performance shares which have been allotted to him as from the date of their definitive acquisition.

• Life insurance

Finally, at the meeting of the Board of Directors on 21 March 2006, it was decided that the Chairman and Chief Executive Officer will have specific life insurance to cover the risks inherent in the duties of Chairman and Chief Executive Officer of the Company, in an amount equivalent to three years of fixed and variable compensation; the insurance will be obtained by the Company.

• Benefits in kind

As the Company representative, the Chairman and Chief Executive Officer is granted with a company car with a driver. The insurance, maintenance, fuel and all costs related to the driver are paid by the Company.

Moreover, the Chairman and Chief Executive Officer receives benefits in kind, of the following nature:

(a) a health insurance policy under the terms of a contract dated 16 September 1988;

(b) an "all causes" death or permanent disability insurance policy for Company Executives, dated 30 June 1993. The Company is currently re-negotiating this contract and it is specified that the Chairman and Chief Executive Officer will benefit from any policy that may replace the existing policy; and

(c) death or permanent disability insurance for an accident, underwritten on 1 January 2006; it is specified that the Chairman and Chief Executive Officer will benefit from any policy that may replace the existing one.

• Retirement

Like all the Group's Executive officers, the Chairman and Chief Executive Officer benefits from pension coverage capped at 50% of the reference salary, provided he has been with the Group for a minimum of five years. The rights to this pension are vested progressively, based on seniority over a period of 5 to 9 years, on the basis of the average compensation received over the last five years with the Group. The right to a supplementary pension is only acquired under the condition that the beneficiary is a corporate officer or an employee of the Company when he claims his rights for the pension, according to the rules in force at that time.

Powers of the corporate officers

At its meeting on 18 April 2002 and in compliance with Article L. 225-51-1 of the French Commercial Code and Article 16 of SCOR's bylaws ("Executive Management"), the Board of Directors of the Company decided that the management of the Company will be carried out under his responsibility by the Chairman of the Board of Directors, with the title of Chairman and Chief Executive Officer, who may be assisted by a Deputy Chief Executive Officer.

Denis Kessler joined the Group on 4 November 2002 with the goal to sort it out as it was facing a very difficult financial situation. The Board of Directors considered that, in order to achieve such mission, it was preferable to entrust the powers of Chairman and of Chief Executive Officer to Denis Kessler.

No limitation on the powers of the Chairman and Chief Executive Officer, other than those stipulated by law, is included in the by-laws or any decision of the Board of Directors of the Company.

General meetings of the Shareholders

The modalities of the participation of the Shareholders to the General meetings and notably the main powers of the Shareholders' General meetings, the description of the Shareholders' rights as well as the modalities of the exercise of the voting rights are set forth by the Article 19 of the Company's by-laws, an electronic version of which is available on SCOR's web site (www.scor.com)

II. Internal control procedures

In application of the provisions of article L. 225-37 of the French commercial Code, the purpose of this report is to report the term and conditions for preparing and organizing the work of the Board of Directors and an internal procedures implemented by the Company.

Introduction

Further to the successive acquisition of two large groups, SCOR considered how to strengthen the Enterprise Risk Management (ERM) framework in the Group by integrating the internal control system within it. The internal control system is the responsibility of the Group's General Management.

This report was prepared with the contribution of the Group Internal Audit Department, the Group Risk Management Department, the General Secretary's Department and the Finance Department. It was presented to the Accounting and Audit Committee on 2 March 2009 and to the Board of Directors of the Company on 3 March 2009.

Because of the international activity of the Group, and to ensure coherence between ERM and the internal control system, the Group uses the COSO report *"internal control – integrated framework" published by the Committee of Sponsoring Organisations of the Treadway Commission (COSO)* in developing and formalising the internal control system. The three general objectives sought through the application of these guidelines are (1) to ultimately achieve better operating efficiency and protection of assets, (2) to ensure compliance with applicable laws and regulations, and (3) to ensure reliable accounting and financial information. The use of this framework requires us to cover the five components set forth by the COSO, i.e. defining the control environment (or internal environment), performing a risk evaluation, listing and formalising control activities, presenting the information and communication process, and ensuring monitoring of the internal control system. The structure of this report has been revised in 2008 to ensure it is in line with the five components of the COSO. The elements concerning accounting and financial reporting are separate and are presented in the last part.

Like any internal control system, the Group's system cannot absolutely guarantee that the risks not to achieve the COSO objectives will be totally eliminated. For example, among the various limitations inherent in the effectiveness of internal controls relating to the preparation of financial documents, those involving decision-making errors based on human judgment are particularly high in a reinsurance company. In effect, the accounting data is subject to numerous estimates, primarily because of the evaluation by the reinsurer of claim reserves, either those not yet declared to the ceding companies or the reinsurer, or those for which development is uncertain or subject to a number of assumptions.

a) Internal Environment

General organisation:

Owing to its recent acquisitions and in order to improve efficiency, the general organisation has been subject to numerous changes and is now structured as follows:

The Group consists of SCOR SE ("SCOR") and its subsidiaries, branches and representation offices throughout the world. SCOR, a European company having its registered office in Paris, has the responsibilities of a parent company, operational responsibilities for cash management and for the internal retrocession of the Group's operating entities and functional responsibilities. SCOR carried out operating activities of asset management in 2008. This responsibility will be taken over in the near future by a new company: SCOR Global Investments.

SCOR's functional responsibilities cover a broad area extending to all of the Group's activities. The heads of both the Finance Department (the Chief Financial Officer (CFO)) and the Group Risk Management Department (the Chief Risk Officer (CRO)) report to the Chairman and Chief Executive Officer and are members of SCOR's Executive Committee (Group Comex). The Group Internal Audit Department reports to the Chairman and Chief Executive Officer. The other departments, namely Information Systems Department, General Secretary and Corporate Legal and Reinsurance Legal Departments, Human Resources Department, Corporate Communications Department and Group Cost Control & Budget Department, report to the Chief Operating Officer (COO).

In particular:

- The Group Risk Management Department includes the Group Actuarial Department, the Group Retrocessions Department and the Group Risk Management Department. Two other departments, the Corporate Actuarial Department and the Group Financial Analysis & Risk Modelling ("Finmod") Department now also report to it (since 2008).

- The Finance Department includes the Investor Relations, Rating Agency & Capital Management Department and the Group Treasury Department. The Planning, Budget and Results Department was replaced in 2008 by the Group Financial Planning & Analysis Department, the Group Accounting Department and the Group Tax Department, all three of which report to the Chief Financial Officer.

Operating activities are divided between:

SCOR Global P&C	SCOR Global Life	SCOR Global Investments
Non-life treaties, facultative business in major corporate risks, and specialty treaties	Life and health reinsurance	Management of the investment portfolios of all the Group's entities

Each of the two reinsurance companies includes functional departments, including a Risk Management Department.

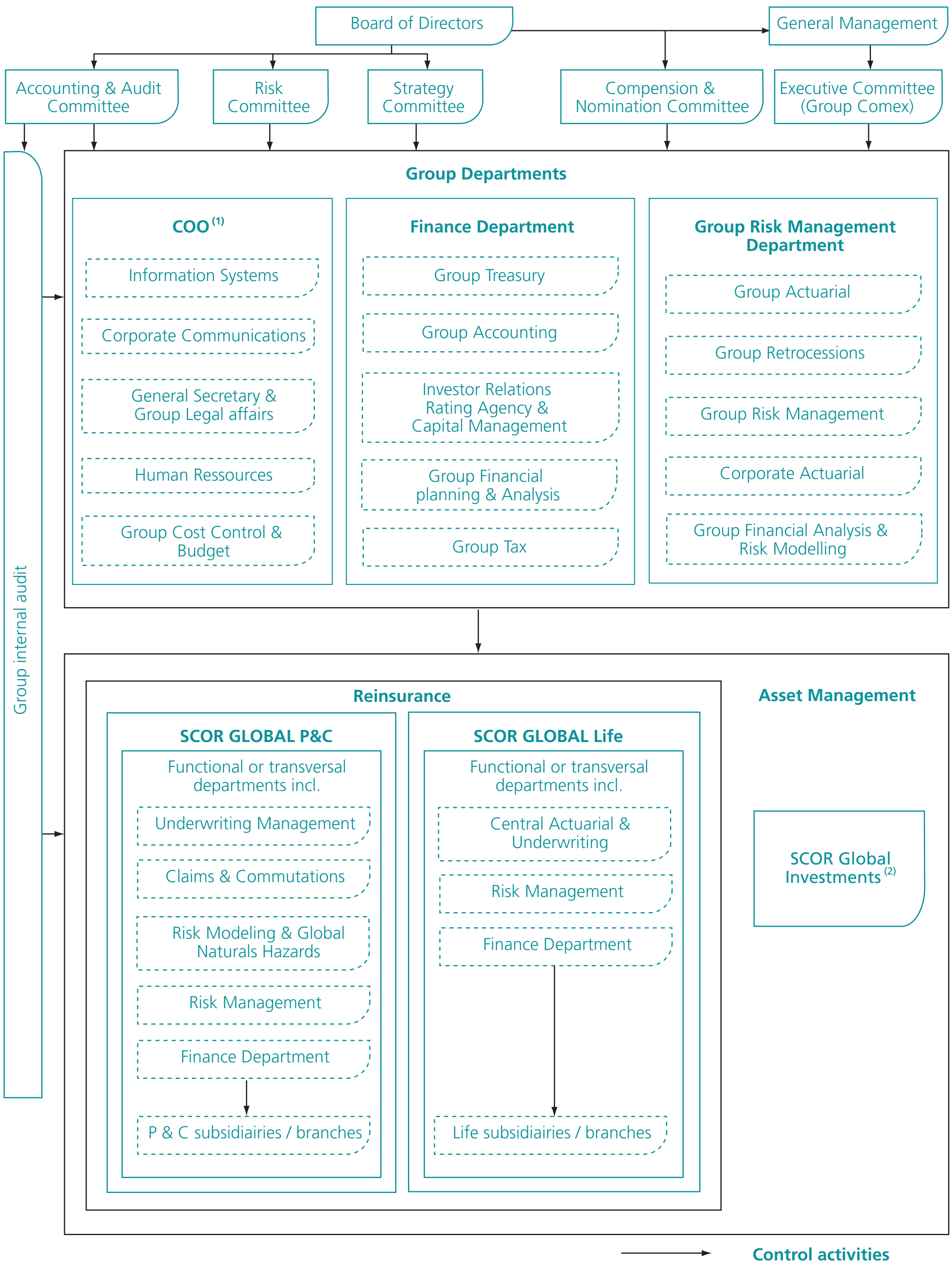
SCOR Global Investments will be responsible for the investment portfolios of all the Group's legal entities and will be regulated by the French regulatory body (AMF), from whom it should receive approval at the beginning of second quarter 2009.

The Group's decision made in 2007 to create an organisation around six "hubs" (Paris, Zurich, Cologne, London, Singapore and New York), each hub having local, regional and group responsibilities which enables:

- the operational structures and support functions to be optimised by creating service entities in charge of managing pooled resources: information systems, human resources etc. in the Group's main locations. These service entities are distinct from the underwriting units which fall directly within SCOR Global P&C and SCOR Global Life,

- several Group functions to be carried out in a geographical location other than Paris and to benefit fully from the competences within different locations.

INTERNAL CONTROL STRUCTURE: THE PARTICIPANTS



(1) Chief Operating Officer.
(2) To be fully structured in 2009.

As summarised in the preceding diagram, the SCOR Group's internal control system is organised as follows:

- operating entities and their subsidiaries/branches provide an initial level of control over all operations under their organisational responsibility;
- the functional or transversal departments of SCOR Global P&C and SCOR Global Life, the Group Treasury Department, and the Group functional departments exercise second-level control in their respective areas over the operations performed by the operating entities;
- the Group Internal Audit Department conducts a third-level control by checking the effectiveness and relevance of the internal control procedures of the first two levels in all areas and for all of the Group's entities.

Within this environment, control responsibilities are exercised as follows:

- SCOR's Board of Directors relies on the Accounting and Audit Committee and the Risk Committee to exercise its control responsibility over the objectives it has set for the Company;
- SCOR's Executive Committee defines the procedures for implementing the strategy decided by the Board of Directors, the underwriting policy, the financial policy, the retrocession policy, and the claims management policy. It meets on a weekly basis and is currently made up of the Senior Managers of the Group: the Chairman and Chief Executive Officer of SCOR, the Chief Executive Officer of SCOR Global P&C and his deputy, the Chief Executive Officer of SCOR Global Life and his deputy, the Chief Executive Officer of SCOR Global Investments, the Chief Risk Officer and the Chief Financial Officer. SCOR SE is represented in the governance bodies of its principal subsidiaries;
- the Group functional departments and those of SCOR Global P&C and SCOR Global Life invested with a control responsibility have the task of defining and controlling the implementation of rules pertaining to the areas of their responsibility and applicable to all of the Group's entities. These rules, and the participants, are described in detail in part c) of this report on control activities;
- the subsidiaries as well as the branches and offices, must apply the rules defined by the functional departments of SCOR Global P&C and SCOR Global Life, the Group Treasury Department and the Group functional departments. The subsidiaries and branches carry out all of the first-level controls related to business management and ensure compliance with local regulatory, accounting and fiscal laws.

Enterprise Risk Management and Group internal control project

The main tasks of the Group Risk Management Department are to further develop the Enterprise Risk Management (ERM) framework and to promote an ERM culture within the Group so that risks are managed within each department. This department is supported in these tasks by the Risk Management Departments of SCOR Global P&C and SCOR Global Life.

To this end, the Group Risk Management Department coordinates some twenty transversal projects which aim to structure and promote ERM within the Group. One of these projects concerns the furthering of a harmonised, formalised and structured internal control system in the Group to comply with Group standards. The scope of this project and the necessity of large-scale coordination prompted SCOR to create, in 2008, the position of Head of Internal Control Standards, reporting to the Group Risk Management Department. In addition, experts are dedicated to the coordination of internal control initiatives within SCOR Global P&C and SCOR Global Life and support the managers if necessary.

The approach used to develop the internal control system was adopted by the Risk Committee, which will monitor it. The principal characteristics of this approach are as follows:

- establishment of an Internal Control Group Policy specifying the approach, the reference framework, the Group principles, the responsibilities of the different participants in internal control and the quality requirements. Various application guides supplement this policy,
- appointment of global process owners (GPO) at the Group, SCOR Global P&C, SCOR Global Life and SCOR Global Investments levels and local process owners (LPO) at the hub level. The GPOs' main responsibility is to define the key controls and to ensure their deployment and application in the various entities of the Group,
- monitoring through (a) a self-assessment procedure on the maturity (quality) of their processes and controls by the GPOs and LPOs and (b) periodic missions of the Group Internal Audit Department. An insufficient level of maturity requires an action plan to be established.

Compliance to local regulations and constraints is ensured by local managers, including the LPOs.

Importance of information systems within internal control

SCOR's objective in having a worldwide information system integrating underwriting operations, accounting (technical, general, consolidated), financial management and marketing (constitution of a database of SCOR's clients) is crucially important in terms of internal control. The decision taken in 2007 to embark on a vast two-year integration programme for back office applications in 2008 and front office applications in 2009, will strengthen the internal control procedure:

- by allowing all Group entities to benefit from numerous controls embedded in the systems deployed,
- by ensuring that all business teams adopt common rules for administration, accounting and analysis of results,
- by creating a single environment which enables the control procedures and the use of Group control tools/ standard reports to be harmonised in a more efficient manner.

The migration of the reinsurance administration systems implemented and finalised in 2008 was accompanied by a change management and training programme. This migration is already widely providing the first two advantages described above. The harmonisation of the control procedures and their deployment will be carried out in the second stage which will be covered by the internal control project described above.

Group standards and Registration documents

To be in line with the ERM and internal control approach, SCOR has created Group standards or has revised existing local documents in order to create Group references.

Thus, in 2008, Group principles relative to delegations of powers, to the use of the double signature in documents which bind SCOR and to the Group IT security policy were created and implemented. The anti-money laundering and anti-fraud procedures, which existed in SCOR Global Life, have been revised in order for them to also cover the activities of SCOR Global P&C.

Amongst the key documents currently being updated to create Group references, there are:

- the Code of Ethics. This sets forth the Group's fundamental values and principles and is a guide for resolving the legal and ethical issues which an employee may face. It covers, amongst other things, business confidentiality, use of privileged information, financial communication, relations with our clients and our competitors, and conflicts of interest;
- an Information Charter, which describes the importance of information for SCOR's Paris entities and establishes the framework for using information systems. It especially sets forth the applicable security measures and the legal considerations involved in using information technology resources. The other purposes of this Charter are also to avoid misuse of professional and personal information and to guarantee compliance with the confidentiality of said information.

When approved, these documents are made available for Group employees on the SCOR intranet.

b) Identification and Assessment of Risks

With the combination of SCOR, Converium and Revios, the processes for identifying and assessing risks have been revised to approach risk from different angles in order to deal with it in an exhaustive manner. These include:

- A Risk Enquiry process

The methodology of this process is based on a large number of interviews carried out by the heads of risk management in the different companies and functional departments of SCOR with members of the Executive Committee, department directors and other managers. The risks identified during the interviews are analysed and grouped into three different categories according to their importance, with mention of the action underway or to be recommended. This complete review is carried out once a year and an update is carried out after six months.

- An Emerging Risks process

Emerging risks are subject to a specific process of identification and analysis. Indeed, a collaborative, dedicated site has been created on the Group's intranet allowing designated Observers, who are experts in their field, to collate market information, articles or studies on risk subjects. In addition, a special website allows all Group employees to submit information, which is processed by the Group Risk Management Department. When the Executive Committee or Risk Committee deems it important, a specific study is launched on certain emerging risks.

- A Process Risk Landscape

This process is currently being deployed and aims to review, for each critical process, the risk that the objectives of the process will not be fulfilled and the key controls to deal with these risks.

- An Extreme Scenarios process

This process aims to review extreme scenarios, of major identified risks, in working groups.

All these initiatives and processes are coordinated by the Group Risk Management Department, supported by the Risk Officers of SCOR Global P&C and SCOR Global Life.

All the resulting conclusions and studies are summarised in a report submitted each year to the Chief Risk Officer who decides which steps to take.

Furthermore, the Group Risk Management Department coordinates an ERM coordination committee, made up of representatives of SCOR Global P&C, SCOR Global Life, SCOR Global Investments and the Group functional departments. This committee discusses the major risks identified within each Group entity.

The Chief Risk Officer relates the key points to the Executive Committee and the Risk Committee. The Executive Committee then decides on the action to be taken for the identified risks.

c) Principal Activities and Participants of Risk Control

The control activities dealt with below are considered as the principal activities for controlling risks specific to different fields. These control activities are:

- either applied across all Group entities;
- or they are adjusted and rolled-out gradually in order to ensure the internal control system is adequate and consistent across the Group.

The formalisation will be revised in accordance with the new Group standards.

SCOR's control procedures are currently grouped in the following fields of activity:

i) activities related to reinsurance
ii) asset management,
iii) accounting management,
iv) "support" functions.

i) Activities related to reinsurance

The operating and control procedures concerning underwriting, administration of reinsurance contracts and claims management are validated by SCOR Global P&C and SCOR Global Life and are applied to all underwriting segments of the company in question, regardless of location. The following steps strengthen internal controls in this area:

- SCOR uses a model for determining financial capital managed by the Group Risk Management Department, necessary to implement its underwriting and asset management policies. Economic capital is allocated to SCOR Global P&C and SCOR Global Life and constitutes the reference for deciding and verifying the profitability expected for each of them;
- Underwriting plans, both qualitative (description of the environment) and quantitative (activity budget), are established for respectively SCOR Global P&C and SCOR Global Life and approved annually by the Group's General Management;
- A quarterly review of technical results is performed for:
  - SCOR Global P&C, by sector (P&C Treaties, Specialties, Business Solutions) and region (Europe and Rest of the World, America, Asia). The review enables to analyse technical results by underwriting year, by nature and by line of business,
  - SCOR Global Life, by Market Unit and provides technical results by country and by line of business;
- Underwriting guidelines, defined respectively by SCOR Global P&C and SCOR Global Life, specify the underwriting capacities delegated to each entity, as well as the underwriting rules to be observed. Cases going beyond the framework thus defined are subject to special referral procedures at two levels. These cases are examined respectively:
  - for SCOR Global P&C, by the Underwriting Management Department of SCOR Global P&C,
  - for SCOR Global Life, by the Central Actuarial & Underwriting Department and where applicable the Risk Management Department and the Finance Department of SCOR Global Life.

Cases which may have a significant impact on the balance sheet (thresholds and/or conditions defined in a procedure) must be reviewed by the Group Risk Management Department;

- Concerning claims management
  - for SCOR Global P&C, the definition of a global claims and commutations management policy for all Treaty, Facultative and Specialty business of SCOR Global P&C is carried out by the Claims & Commutations Department of SCOR Global P&C; this department manages major, serial, contentious and latent claims. In addition, audits of the clients' claim departments are conducted by claim experts from the principal entities of SCOR in order to review important files and to provide technical support to these cedents;
  - for SCOR Global Life, claims exceeding a predefined threshold are reviewed by the Central Actuarial & Underwriting Department of SCOR Global Life.

A "Major Claims" Committee, common to both SCOR Global P&C and SCOR Global Life, meets on a regular basis to review the Group's major claims;

- Catastrophe risk accumulations are monitored as follows:
  - for SCOR Global P&C, the Risk Modelling & Global Natural Hazards Department is in charge of monitoring accumu-

lations. A "CAT" committee meets annually to approve the allocation of CAT capacities by country. Earthquake and storm risks are managed by market models (Eqecat, AIR and RMS) in the regions considered to be the most exposed;

– for SCOR Global Life, scenarios are established in conjunction with the Risk Management Department of SCOR Global Life in order to define the need for retrocession coverage;

- Risks specific to the administration of contracts are subject to controls performed at the level of the subsidiaries and branches. SCOR's Group Information System, rolled out to all entities in 2008, includes multiple automatic controls and additional control tools.

- The Chief Actuary performs a centralised control of the methods and reserving tools and ensures that reserves are adequate for P&C and Life activities. His role is to implement standardised methods for reserving losses for the entire Group, and to ensure the consistency of the reserving policies within the Group, in liaison with the internal actuaries and any external actuaries. The Chief Risk Officer, assisted by the Chief Actuary, supervises the reserves for all the subsidiaries and branches and reports to the Accounting and Audit Committee of the Board of Directors of the Company.

- The Group Retrocessions Department establishes and implements the internal and external retrocession plan for P&C and Life activities. This department is responsible for its proper application, for monitoring the solvency of the retrocessionaires and, when necessary, for the collection of sums due.

ii) Asset management

- the Group has harmonised the principles governing asset management: the Statement of Group Investment Principles defines the Group's governance in terms of asset management and the Manual of Group Investment Guidelines determines the conditions in which SCOR Global Investments will implement, on behalf of all Group subsidiaries, the investment policy as defined by the Group's Investment Committee; both of these documents have been approved by the Group's Executive Committee;

- the new entity SCOR Global Investments has been specially created to manage all of SCOR's assets and aims to obtain approval from the French financial market regulatory body (AMF) as an asset management company. To this end, it has been decided, amongst other things, to revise the management and control procedures and to appoint a Head of Compliance and Internal Control to meet the requirements of the regulatory body;

- investment decisions are implemented by SCOR Global Investments in accordance with the investment guidelines. An Investment Committee meets at least once every quarter. Its role is to coordinate asset allocation on a Group level and to supervise the application of the objectives by the asset management company, observing the constraints established;

- the investment portfolios managed by external service providers are reviewed during quarterly investment committees, attended by the external fund managers, the Senior Managers of the subsidiary in question and representatives of SCOR Global Investments;

- the information systems used by SCOR Global Investments monitor transactions on publicly traded securities (audit trail, valuation of securities). New methods for monitoring assets and accounting tools were implemented in 2008 in Paris and will be deployed in 2009 in the Group's principal subsidiaries. Performance analysis and risk monitoring tools are currently being deployed.

iii) Accounting management

See below (f) thereafter.

iv) "Support" functions

The Group's "support" functions comprise both Risk Management, Treasury, budget & forecasting and those relating to legal and tax issues, information systems, human resources and general service departments. These include:

- the Group Risk Management Department which, as well as managing ERM-related projects and performing a second-level control over reinsurance underwriting as mentioned above, is responsible for the placement, management and coordination of the Group's insurance policies;

- the Group Treasury Department manages the Group's cash flow, directly or indirectly and carries out a weekly centralised reporting of the Group's cash situation. A quarterly reconciliation is carried out with the accounting figures;

- control of the Group's information systems is provided by the Group Information Systems Department. This department is of crucial importance for SCOR, having developed a worldwide information system since 1995, which integrates underwriting operations, accounting (technical, general, consolidated), financial management and marketing (constitution of a database of SCOR's clients). A large-scale reinsurance administration systems migration project was completed in 2008, allowing this single reinsurance information system to be used by all the Group's recently acquired reinsurance entities. A Group manager has been specially appointed to deal with all issues of information system security. Periodic audits of information security applications and procedures are conducted. Since 2005, SCOR has been improving its control procedures by basing them on the COBIT guidelines *(Control objectives for information and technology)* to cover risks, listed in the 12 major processes of COBIT, relating to the development of programmes, changes in programmes, operation and access to data programmes. An IT contingency plan has been established, including an emergency and back-up centre located outside of SCOR's head office. Because of the current migration of the reinsurance technical information system, this contingency plan was applied to all Group entities in 2008, in terms of Group systems;

- the budgetary control system for general expenses is organised by the Group Cost Control & Budget Department as follows: an orientation letter is sent by General Management to each member of the Executive Committee, for his scope of responsibility, setting forth the general guidelines to be followed under the strategy adopted for the Group. A budget is established for each hub and for each legal entity in relation with the Senior Managers of the entities. Meetings to validate and approve the forecasts are then held, involving the Senior Managers of the entities and the Executive Committee. Quarterly monitoring of budget consumption is provided for each hub, for each Group legal entity, and by type of general expense at the Holding level;
- the Group Financial Planning & Analysis Department establishes an annual financial plan for the Group by company and monitors actual data in relation to this plan on a quarterly basis. A presentation of the results of the analysis is made to the Executive Committee every quarter;
- to deal more effectively with tax issues, in 2008 the decision was made to strengthen tax expertise at the group level. This resulted in the recruitment of a Group Tax Director. The objective of the Group Tax Department is to ensure that the various entities of SCOR meet their tax obligations and promote the use of best practices in this domain;
- The General Secretary and Group's Legal Departments exercise control at various levels. It is their responsibility to ensure compliance, both with the laws and regulations and with internal rules, decisions, commitments and practices of SCOR. This task particularly affects the legal organisation of the Group's entities, the entry into agreements, and supervision of major disputes. They also monitor compliance with the Group's filing obligations. In addition, in order to minimise compliance and reputation risks, the new position of Group Compliance Officer was created in 2008, reporting to the General Secretary, to ensure that the various aspects of regulatory and legal compliance are properly identified and managed.

d) Information and Communication

Financial communication:

The establishment and centralisation of all financial information, particularly press releases, intended for the market, investors, financial analysts, and the press are the responsibility of the Corporate Communications Department and the Investor Relations, Rating Agency & Capital Management Department, which respects a formalised process. Financial information intended for rating agencies is the responsibility of the Investor Relations, Rating Agency & Capital Management Department. All of this information is ultimately controlled by General Management.

Concerning the Registration Document, a specific process has been implemented to ensure the contribution of all relevant departments and the consistency of the information provided. A final edit is made by members of the Executive Committee.

The Corporate Communications Department systematically and simultaneously publishes regulated information, including press releases, via a professional host included in the official list published by the AMF and on SCOR's website (www.scor.com).

Internal communication:

SCOR strives to make all documents deemed important available to all SCOR employees (or to certain categories if necessary) on SCOR's intranet.

Furthermore, SCOR has increased use of collaborative sites enabling it to share and retain document history or to collect and centralise information specific to certain subjects (e.g. emerging risks, internal control procedures) from various sources.

e) Internal control system Monitoring

Monitoring of the internal control procedures falls under the remit of General Management which is supported by two departments: the Group Risk Management Department and the Group Internal Audit Department with the aim of optimising resources and having regular, formalised reporting of the state of documentation and structuring of internal control procedures. Furthermore, the Finance Department has developed the "management representation letters" process, detailed in part f) on financial reporting, which also incorporates certain points relative to internal control of accounting and financial reporting.

In 2008, the Group Risk Management Department instigated a self-assessment process for processes deemed critical by the global and local process owners in order to obtain a report of the level of maturity relating to three topics: documentation of processes, analysis of risks and description of key controls, and control activities. Should the level of maturity of one of these topics not be considered sufficient, an action plan is required. This process shall be rolled out in 2009.

The Group Internal Audit Department has the following main responsibilities:

- to inform the Chairman and Chief Executive Officer and the operating and functional departments of any operating irregularities through the implementation of an annual audit plan based on an analysis of risks, resulting amongst other things from discussions with the Group, P&C and Life Risk Management Departments, and approved by the Accounting and Audit Committee,
- to advise the entity managers in the establishment of their control plans,
- to ensure the relevance and compliance by the operating and functional departments with control procedures.

The Group Internal Audit Director reports his activity to the Accounting and Audit Committee of the Board of Directors of the Company. The Group Internal Audit Department was able to focus on its audit missions in 2008 due to the transfer of responsibilities to the Group Risk Management Department and to the strengthening of the team, made up of fourteen auditors, including various experts and one information systems auditor.

f) Financial Reporting

The accounting and finance function is the responsibility of the Chief Financial Officer (CFO), who manages all financial areas in order to have an overall view of the Group's technical and financial results.

The CFO does not, however, exercise direct control over all accounting information systems and relies on the accounting departments of operating companies, who provide him with quarterly consolidation packages, as well as on the accounting departments of SCOR Global P&C and SCOR Global Life who assist him in coordinating aspects relative to the processes, methods and reporting.

General accounting for SCOR subsidiaries is supported by two main auxiliary group of accounting systems, namely (1) technical reinsurance accounting: premiums, claims, commissions, technical reserves, interest on funds held; and (2) financial asset accounting: securities, bank accounts, investment income and expenses.

The processes described below concerning reinsurance accounting and calculation of technical reserves, which are within the technical information system, are being applied progressively by Group entities following the migration in 2008 to the single platform used by the Group since the late 1990's (OMEGA).

Concerning reinsurance accounting, numerous regular controls are conducted directly (automatic and systematic, or for consistency or by testing) by the Technical accounting teams located in the subsidiaries using both Group tools and Group or specific control reports. Quarterly inventories are also subject to specific control procedures.

(a) Concerning SCOR Global P&C:

the calculation of technical reserves (including IBNR - *Incurred But Not Reported*) having a significant impact on the balance sheet and income statement, is largely based on contractual and accounting data, the relevance of which is verified upstream. This calculation of technical reserves inventories is subject to the following successive controls:

- by the actuaries in charge of reserving through control reports for which the proper implementation is verified by the Group Actuarial Department;
- by the Chief Actuary, particularly for methods, tools and results;

(b) Concerning SCOR Global Life:

- the reinsurance treaties are either reviewed individually or are pooled within an affiliation treaty based on certain criteria defined in advance,
- the treaties are then subject to reserving estimates, which are reviewed at each quarterly closing either by the actuaries or at meetings attended by underwriters, technical assistants and actuaries.

Finally, reinsurance technical results are analysed quarterly by the finance departments of SCOR Global P&C and SCOR Global Life. At year-end, the Group Chief Actuary establishes a report on the adequacy of the reserves of SCOR Global P&C and SCOR Global Life.

Monitoring of financial assets and cash flow is provided through various operating methods. The information systems used provide an audit trail of the transactions carried out. In certain entities, accounting activities are delegated to external service providers; controls implemented by these entities make it possible to verify the proper recording of accounting data and consistency of the figures. "Cash" reconciliations are made on a daily basis, for the most part, and securities are reconciled the following day (D+1) with reports from the various custodians. Portfolios managed directly are monitored in real time.

Regarding the process of aggregating and consolidating accounting data by the Group Accounting Department, current internal control is ensured:

- by the use of general and consolidation accounting softwares shared by all Group entities;
- by the definition by the Group Accounting Department of a closing process, clear responsibilities and a detailed financial statement closing schedule, which is monitored, in the closing period, on a daily basis;
- by a definition of responsibilities for controlling the integration of auxiliary accounting systems;
- by the centralised management of charts of accounts;
- by the creation of an IFRS Centre of Excellence in 2008 whose objectives are to (1) communicate developments and standards to all contributors and (2) coordinate justifications and documentations of accounting processes for complex operations.

Control of the quarterly consolidation procedure under IFRS is provided in particular through:

- use of a market recognised consolidation software package ("Magnitude") and common to all Group entities, which ensures the whole consolidation process through automated and formalised controls;
- the formalisation of the reconciliations between the systems or auxiliary accounting methods with the general and consolidation accounting systems;
- at least three levels of control of the consistency and completeness of the consolidation package, one by the entity in question, another by the finance departments of SCOR Global P&C and SCOR Global Life and the third by the Group Finance Department;
- systematic analyses of the results, shareholders' equity, taxation and cash flow;
- internal monitoring of changes in legislation and accounting standards, together with the Group's external consultants and auditors.
- daily monitoring of the closing process of each of the Group entities.
- internal manitoring of changes in legislation and accounting standards, together with the Group's external consultants and auditors.

In addition, and without calling into question the implementation of internal control rules by SCOR and its managers, General Management requests, within the framework of the reporting and quarterly consolidation procedure, that all local managers of Group entities, as well as Senior Managers of SCOR Global P&C and SCOR Global Life, make a specific quarterly statement to the Chairman and Chief Executive Officer, and to the Group Chief Financial Officer in the management representation letters as to the reliability and fair presentation of the accounts of the entities they manage and the effectiveness of the internal controls. This process was revised and improved in 2008: the results are analysed and monitored by a committee including the General Secretary of SCOR, the Group Accounting Director and the Head of the IFRS Centre of Excellence. The key points are communicated to the Executive Committee.

Conclusion on the control procedures implemented

Since 2007, SCOR has embarked on a vast project to structure and formalise risk management, coordinated and managed by the Group Risk Management Department. Furthermore, SCOR is engaged in an ongoing process to improve its internal control standards and their implementation. As the scope of SCOR's operations has recently changed significantly, SCOR's objective is to ensure that the Group's internal control procedures are adapted, as illustrated by the decision to migrate the various reinsurance information systems to a single system in 2008 and to undertake a global project to improve the internal control system.

III. Statutory Auditors' report, prepared in accordance with article L.225-235 of the Commercial Code, on the report prepared by the President of the Board of SCOR SE

Year ended 31 December 2008

(Free translation of a French language original)

To the shareholders,

In our capacity as statutory auditors of SCOR SE, and in accordance with article L.225-235 of the Commercial Code, we report to you on the report prepared by the President of your company in accordance with article L.225-37 of the Commercial code for the year ended 31 December 2008.

It is the chairman's responsibility to prepare and submit for the board of directors' approval a report on internal control and risk management procedures implemented by the company and to provide other information required by article L.225-37 of the French commercial code (Code de Commerce) relating to matters such as corporate governance.

Our role is to:

- report on information contained in the chairman's report in respect of internal control procedures relating to the preparation and processing of accounting and financial information,
- confirm that the report also includes other information required by article L.225-37 of the French commercial code (Code de Commerce). It should be noted that our role is not to verify the fairness of this other information.

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

Information on internal control procedures relating to the preparation and processing of accounting and financial information

The professional standards require that we perform the necessary procedures to assess the fairness of the information provided in the chairman's report in respect of internal control procedures relating to the preparation and processing of accounting and financial information. These procedures consist mainly in:

- obtaining an understanding of the internal control procedures relating to the preparation and processing of accounting and financial information on which the information presented in the chairman's report is based and the existing documentation;
- obtaining an understanding of the work involved in the preparation of this information and of the existing documentation;
- determining if any material weaknesses in internal control procedures relating to the preparation and processing of accounting and financial information that we would have noted in the course of our work are properly disclosed in the chairman's report.

On the basis of our work, we have nothing to report on the information in respect of the company's internal control procedures relating to the preparation and processing of accounting and financial information contained in the report prepared by the chairman of the board of directors in accordance with article L.225-37 of the French commercial code (Code de Commerce).

Other information

We confirm that the report prepared by the chairman of the board of directors also contains other information required by article L.225-37 of the French Commercial Code (Code de Commerce).

Paris-La Défense, 4 March 2009

Statutory Auditorss

MAZARS
Michel BARBET-MASSIN
Lionel CAZALI

ERNST & YOUNG AUDIT
Pierre PLANCHON

ANNEXE C : ENVIRONMENTAL IMPACTS

APPENDIX C : ENVIRONMENTAL IMPACTS

Information required under Article R.225-105 of the Commercial Code

Consumption of water, raw materials, and energy in 2008:

- Water consumption: 17,809 m^3
- Electricity: 6,338 Mwh(full occupancy of the building)
- Fuel: 96,240 liters
- Heat: 1,312 Mwh
- Cooling: 238 Mwh

Measures taken to improve energy efficiency:

- Individual setting of heat pumps;
- Setting of central air conditioners;
- Consumption monitoring;
- Optimisation of energy resources through Technical Building Management;
- Replacement of standard bulbs with energy-saving bulbs upon each change;
- Replacement and modernisation of the building technical management system;
- Consideration of energy consumption when replacing equipment;
- Replacement of level 1&2 lighting with low energy devices and separate electronic ballasts;
- Continuation of the campaign to replace heat pumps (4 levels in 2008). The new equipment is more energy efficient;
- Campaign to replace Air Treatment Plants with more energy efficient equipment and greater filtration power.

Air emissions:

- Generation Station was renovated in 1998, covering combustion and emissions, in accordance with the provisions of the Order of July 25, 1997 defining general recommendations applicable to facilities classified for the protection of the environment and the applicable standards;
- Four closed air-cooling towers, treated in accordance with the applicable standards to combat legionnaires' disease;
- Air conditioning plants using ultra-sound humidifiers (no noise) treated against legionnaire's disease;
- Regular anti-bacterial analyses carried out by a control office;
- Implementation of the "ECOVENT" system on electricity generation groups in order to limit emissions of motor oil particles into the air.

Waste processing and preventive measures:

- Removal agreement accompanied by a certificate of assumption of responsibility for used oil from Electricity Generation Groups;
- Recycling of lights bulbs and light tubes with return to our suppliers for waste processing (eco-participation);
- Removal of industrial waste (obsolete IT components, oil) by a specialised supplier;
- Bacteriological treatment of the canteen's fryer in order to reduce frequency of oil change;
- Specific container for the removal of lighting tubes by a specialist company;
- Specific container for the removal of industrial waste (energy saving bulbs, fluorescent tubes, old information technology materials) by a specialist company;
- Implementation of a network to detect leaks in hydraulic and hydrocarbon networks (fuel, oil);
- Installation of a retention basin to hold acids or chlorine used for the descaling of certain materials or the treatment of channels, in the local technical sub-soil;
- Installation of an oil retention basin in local electricity generation groups;
- Implementation of selective waste sorting (oils, wood, gravel, soiled barrels, food, paper).

Aerial emissions of greenhouse gases, substances contributing to acidification, eutrophisation or photochemical pollution or long-lasting organic compounds:

- Recovery of gas (heat pumps, cold chambers, etc.) for reprocessing;
- Continuation of the program to replace HCFC compressors running at R22 with equipment that operates with replacement gases for HFC;
- Campaign to replace heat pumps operating at R22 by devices using R 407C.

Objectives assigned by the Company to its foreign subsidiaries:

- The consumption of water resources, raw materials, and energy with any measures taken to improve energy efficiency and use of renewable energy, land use conditions, emissions into the air, water, and soil which significantly affect the environment and for which the list will be determined by order of the ministers responsible for the environment and industry, sound or odor nuisances, and waste;
- Measures taken to limit threats to the biological equilibrium, the natural environment, and protected animal and plant species;
- Evaluation or certification measures taken in environmental matters;
- All measures taken to ensure conformance of the company's activities to applicable legislative and regulatory provisions;
- Expenses incurred to prevent the company's activities having consequences on the environment;
- The existence within the company of internal environmental management services, training, and related employee information resources dedicated to reducing environmental risk, as well as the organisation to address pollution accidents with consequences beyond the company's sites.

AUTORITÉ
DES MARCHÉS FINANCIERS
AMF

This registration document was filed on 5 March 2009 under number D.09-0099 with the French *Autorité des Marchés Financiers* (AMF) in accordance with Article 212-13 of the AMF general regulation. It can be used as a support document for a financial transaction only if presented together with a securities information note (*note d'opération*) approved by the AMF [(1)].

Pursuant to Article 28 of Regulation (EC) 809/2004 of the European Commission, the following information is included by reference in this registration document:

- SCOR's corporate and consolidated financial statements for the financial year ended 31 December 2007 and the report of the statutory auditors regarding said financial statements as presented in SCOR's registration document filed with the AMF on 28 March 2008 under number D.08-0154, and

- SCOR's corporate and consolidated financial statements for the financial year ended 31 December 2006 and the report of the statutory auditors regarding said financial statements as presented in SCOR's registration document filed with the AMF on 10 April 2007 under number D.07-0294.

Parts not included in this or these documents are either of no concern to the investor, or else are covered by another section of this registration document.

(1) This version cancels and replaces the version put on line between 5 March 2009 and 18 March 2009 and contains, on page 5, the adding of the following paragraph: "I confirm that, to the best of my knowledge, the financial statements have been drawn up in accordance with applicable accounting standards and accurately show the position of the assets and liabilities, the financial position and the profit or loss of the company and of all businesses and firms included within the scope of the consolidated group, and that the management report, mentioned in Sections 3, 4, 7.1, 9, 10, 11, 15.1, 17, 18, 20.1, 21.1, Appendix A and Appendix C, accurately reflects the evolution of the business, the results and the financial position of the company and of all businesses and firms included within the scope of the consolidated group, and describes the main risks and contingencies which they are faced with".

SCOR

Societas Europaea
with a share capital
of EUR 1,450,523,984.67
RCS Nanterre B 562 033 357

Headquarters
1, avenue du Général de Gaulle
92800 Puteaux
France

Postal address
1, avenue du Général de Gaulle
92074 Paris La Défense Cedex
France

Telephone: +33 (0) 1 46 98 70 00
Fax: +33 (0) 1 47 67 04 09

www.scor.com

Design and production
W & CIE

Societas Europaea
with a share capital
of EUR 1,450,523,984.67
RCS Nanterre B 562 033 357

Headquarters
1, avenue du Général de Gaulle
92800 Puteaux
France

Postal address
1, avenue du Général de Gaulle
92074 Paris La Défense Cedex
France

Telephone: +33 (0) 1 46 98 70 00
Fax: +33 (0) 1 47 67 04 09

www.scor.com

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