

AXA Group Did you know?

AXA IN CENTRAL AND EASTERN EUROPE: emerging markets as a source of growth

The insurance market in Central and Eastern Europe has only existed for 20 years, and the region remains under-insured to date. Savings and investments are mostly short term or target real estate assets. However, the rising standard of living and its convergence with that of Western Europe is driving growth and increasing the amount of available savings.

AXA's presence in this region began with external growth: the acquisition of Winterthur in 2006, of Ella Bank (Hungary), UIA and Vesko (Ukraine) in 2007, and the acquisition of a 36.7% equity interest in Russia's Reso Garantia, also in 2007.

Then, organic development in every one of these countries supported stepped up growth.

Despite the crisis, which was harder on the region's markets than on Western Europe's, the outlook for long-term growth in these markets remains higher than it does for Western Europe.

The goal of AXA is to rank among the top five players in the CEE⁽¹⁾ financial protection market by around 2012. It already has solid positioning in the pension fund market (2nd in the Czech Republic and in Slovakia, 5th in Poland and in Hungary). AXA also enjoys lead positioning in the Ukrainian and Russian property-casualty markets, and its market share in life and savings is rising rapidly.

AXA IN THE CEE⁽¹⁾ REGION

5 countries

Poland, Czech Republic, Slovakia, Hungary, Ukraine

36.7%
interest
in Reso Garantia
in Russia

2.5 million
clients⁽²⁾

3,000
employees⁽²⁾



(1) Central and Eastern Europe.
(2) Does not include Russia.

Principal products in **retirement, life, property-casualty and banking**

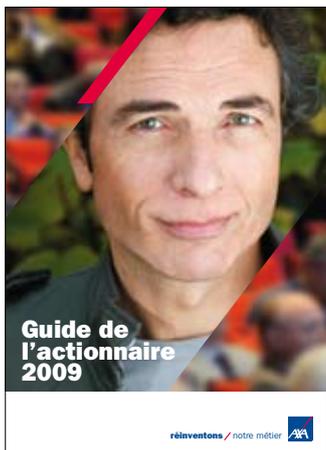
Rapid development of the proprietary network with **7,200 agents** outside Russia in 2008 and successful partnerships with non-proprietary networks

Life and savings total business volume was **1.8 billion euros** in 2008 (+39% versus 2007)

Premiums from property-casualty totaled **83 million euros** in 2008 (+54% versus 2007)

APE new business (100%) was **228 million euros** in 2008 (+34% versus 2007)

2009 SHAREHOLDER'S GUIDE: order your copy of the 2009 Shareholder's Guide



We are delighted to present the 2009 Shareholder's Guide. This document, a practical tool designed to meet your needs, was created to give you the keys to a better understanding of the AXA Group. Our hope is that you—as an individual shareholder—will be able to find all the answers you are asking yourself, whether they are about AXA in the stock market or practical matters, how to buy and sell AXA stock, tax considerations, estate planning, etc.

If you wish to order a copy of the 2009 guide (only available in French), please complete and return this coupon or your request by email to: actionnaires.web@axa.com:

Miss Mrs. Mr.

Last name: First name:

Address:

Zip code: City:

Phone number: Mobile phone number:

E-mail:

I would like to receive
the Guide by electronic mail

I would like to receive
the Guide by surface mail

Coupon to be returned to: **AXA, Communication Actionnaires Individuels, 25, avenue Matignon, 75008 Paris – France.**

AXA: practical matters

All of our publications are available at:
axa.com



The AXA Group supports Turkey Season in France

Prepared by representatives of the two countries working closely together, the Season aims to build stronger knowledge of Turkey in France by mobilizing official managers, cultural, economic and educational professionals, artists, intellectuals, the media and the general public. Convinced that businesses also have a role to play in strengthening ties with Turkey, Henri de CASTRIES will be chairing the Season's Organizing Committee for the French section. Starting on July 1, over and above the country's rich cultural heritage, the Turkey Season in France will focus on building knowledge of Turkey today through more than 400 cultural events.

Driven by Henri de CASTRIES, the Season will not only present the Turkish culture from an artistic perspective, but will also offer a major economic focus and numerous operations to fuel discussion on the key issues facing Europe and the Mediterranean today.

For Henri de CASTRIES, who mobilized 12 French groups (plus AXA)* around this event, "this operation represents a unique

opportunity for businesses to further strengthen the strategic partnership between France and Turkey, and develop ties in all areas of cooperation: cultural, educational, scientific, academic and economic."

The Season will be officially inaugurated by President Abdullah GÜL on October 8 at the private viewing of the exhibition on Istanbul, which will be held at the *Galeries Nationales du Grand Palais*.

To coincide with Turkey Season in France, the AXA Group is offering its individual shareholders the chance to participate in a special private visit of the exhibition *De Byzance à Istanbul, un port pour deux continents* at the *Galeries Nationales du Grand Palais*. The private tour will take place on Tuesday, October 20 from 11:30 am to 1:30 pm. This offer is reserved exclusively for members of the Cercle. Interested members must contact Individual Shareholder Communications to reserve a place (NB: space is limited-by invitation only).

www.saisondelaturquie.fr

* Areva, BNP Paribas, EADS, Gras Savoye, Groupama, Groupe la Poste, LVMH, Mazars, Publicis, Renault, Total, Veolia.

ASSOCIATION AXA SANTÉ LAUNCHES MAJOR FIRST AID AWARENESS CAMPAIGN *LES GESTES QUI RASSURENT*

AXA Santé, a non-profit association founded in May 2007, is exclusively dedicated to preventive healthcare. On August 24 of this year, it launched a campaign designed to raise awareness of emergency first aid. The campaign is structured around the sponsorship by AXA of a series of 60 short programs shown on French television (France 2 and France 5). Using a simple, educative approach, these programs seek to teach people what to do before consulting a doctor or while awaiting the arrival of medics. Starting in the fall and running through the end of the year, the campaign will also take to the field,

According to a survey co-conducted by AXA Santé and Ifop in May of 2008, 80% of the French population would like to learn to administer emergency first aid.

with 26 evening sessions throughout France devoted to practicing first aid with the help of *Protection Civile*. During these sessions, people can learn—among other gestures—how to perform CPR (cardio-pulmonary resuscitation).

You will find on the AXA Santé website all of the videos and information sheets on the topics dealt with throughout the campaign as well as an address game called KiSov'Ki, which features an avatar confronting the perils of daily life.

To participate in an evening event put on by AXA Santé in partnership with *Protection Civile*, register at: www.axasante.fr

agenda 2009

October 14

Private tour, *Château d'Écouen**
(NB: space is limited-by invitation only)

October 20

Special visit, exhibition devoted to Istanbul at *Galeries Nationales du Grand Palais**
(NB: space is limited-by invitation only)

October 29

First Nine Months 2009 Activity Indicators release

November 20

Shareholders' information meeting during *Salon Actionaria* (Paris)

November 20 - 21

Salon Actionaria (*Palais des Congrès - Paris*)

November 23

Shareholders' information meeting in Rouen

December 7

Shareholders' information meeting in Marseille

December 8

Shareholders' information meeting in Toulouse

Contact us

Individual Shareholder Relations

AXA - Individual Shareholder Communications
25, avenue Matignon - 75008 Paris - France

N°Vert 0 800 43 48 43

APPEL GRATUIT DEPUIS UN POSTE FIXE

From abroad: +33 (0) 1 40 75 48 43

Fax: + 33 (0) 1 40 75 59 54

E-mail: actionnaires.web@axa.com

Registered Shareholder Service

For all requests related to your pure registered account, please contact:
BNP - Paribas Securities Services
GCT Conservation Émetteurs
Relations actionnaires AXA
Immeuble Tolbiac
75450 Paris cedex 09 - France

N°Azur 0 810 888 433

PRICE OF A LOCAL CALL FROM FRANCE

From abroad: +33 (0) 1 40 14 80 00

Fax: + 33 (0) 1 55 77 34 17

E-mail: axa_relations@bnpparibas.com

* For members of the AXA Shareholders' Circle only.

Design and production: W & cie © - Photo credit: J.-L. Bernuy, Franck Durouau, Jacques Grison, X.

Would you like to respond to any of the topics covered in this issue?

Your opinion matters: actionnaires.web@axa.com

Would you like to receive our upcoming publications by email?

Sign up now at: actionnaires.web@axa.com

redefining / standards



[EDITORIAL]

« Our confidence in the AXA Group's strategy is supported by the solid performance recorded during the first half of 2009, as well as the efficiency of the risk management actions undertaken to mitigate the consequences of the crisis. »

Dear Shareholders,

Our earnings for the first half of 2009 are solid and show improvement over the second half of 2008. They confirm what we said when we presented our annual earnings: the crisis was severe; AXA did not emerge unscathed from this environment; but AXA's strategy, financial structure and business model have not been called into question. In fact, they have proven their validity.

The Group remained profitable in 2008 and its performance in the first half of 2009 is once again on solid footing. Over this period, we naturally saw a mechanical and largely expected drop compared with the first half of 2008, related in particular to lower average assets under management, which impacts the profitability of our life and savings and asset management segments. But these results also show a sharp rebound compared with the second half of 2008—in terms of our underlying earnings, our adjusted earnings and net income.

Our financial strength has also been preserved, with a solvency ratio that is up by 6 points versus the year ended December 31, 2008. In a challenging environment, we have managed to preserve our customer base and demonstrate the efficiency of the actions we are implementing to weather the current environment.

Even though the signals are fairly encouraging, we think it is advisable to remain prudent: our responsibility to our clients, as well as to our employees and our shareholders, is to make sure that the Group would be able to withstand a possible deterioration in the current context, but also to ensure that we are able to take full advantage of the rebound ahead.

Henri de CASTRIES
Chairman of AXA's Management Board



contents

[Half year 2009 earnings]

- Key figures and comments

[Did you know?]

- AXA and the Kyoto Statement on climate change
- Life insurance: *Arpèges Convention Précaution*
- AXA in Central and Eastern Europe

[Practical matters]

- The Turkey Season in France
- Reassuring gestures



Half year 2009

earnings

KEY DATA

BUSINESS RESILIENT THANKS TO CUSTOMERS WHO MAINTAINED THEIR TRUST IN US.

- Revenues:
48.4 billion euros
down by 1.8% over one year
- Positive net insurance flows
- Assets under management:
967 billion euros
down by 1.5%
compared with 12.31.2008

SOLID FINANCIAL STRENGTH...

- Solvency I Ratio: **133%**
up by 6 points
compared with 12.31.2008
- Shareholders' equity:
38.8 billion euros
up by 1.4 billion euros
compared with 12.31.2008
- Debt gearing: **31%**
down by 3 points
compared with 12.31.2008

...REINFORCED BY GROUP EARNINGS.

- Underlying earnings:
2,116 million euros
- Adjusted earnings:
1,736 million euros
- Net income:
1,323 million euros

A WORD ABOUT THE EFFICIENCY OF THE ACTIONS TAKEN TO WEATHER THE CURRENT ENVIRONMENT:

- Focus on profitability, with repricing measures taken in both Property & Casualty and Life & Savings (variable annuities)
- Productivity efforts across business lines
- Risk management initiatives, focused in particular on the United States (stabilization of capital and improvement in hedging margin on variable annuities)



Moreover, we continue to win over new clients and to improve our ability to retain existing clients, which demonstrates the relevance of our products and services and offers an additional source of stability.

Henri de CASTRIES, Chairman of AXA's Management Board

With regard to business activity, the key message is the stability of our customer base in insurance. Admittedly, our revenues have declined slightly (-1.8%), but in an environment that offered little support. This performance attests to the stability of the insurance business, particularly when compared to other industries.

Moreover, we continue to win over new clients and improve our ability to retain existing clients, demonstrating the relevance of our products and services and offering an additional source of stability. Finally, while our asset managers saw a net outflow, our base of assets under management stabilized in the course of the six months ended at close to 1,000 billion euros, which can serve as a solid foundation for the future profitability of this business.

Our entire organization has been built to ensure that relevant information and potential problems are identified, communicated and addressed rapidly. Our information systems are reliable and our risk management is high quality. This enables us to take appropriate corrective action immediately. This ability to step in and take action was illustrated when we set up hedges for our equity positions last year.

We have repositioned our product range in the United States so that it meets client needs. We think that variable annuities are good products. Our clients were protected by the guarantees that we offered them, even though the cost was higher than expected.

Globally, this encouraging performance will not prevent us from remaining cautious in an economic environment that remains highly uncertain.

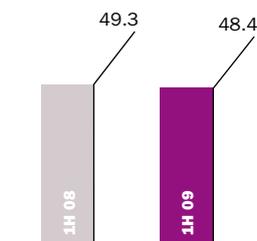
You can view the slideshow presentation for the first half of 2009 on the AXA corporate website:

www.axa.com

ACTIVITY AND PROFITABILITY INDICATORS

In a particularly challenging environment, AXA benefited from the loyalty of its clients. **Revenues** for the six months ended June 30, 2009 declined by only 1.8%, demonstrating once again the ability of AXA to resist. The performance of AXA in France was particularly noteworthy, with Property & Casualty revenues up by more than 2%, and Life & Savings revenues up by 8%.

INSURANCE REVENUES (In euro billions)



Property & Casualty insurance business continues to develop (+0.8%), with nearly 700,000 new personal lines contracts across the Group.

Life & Savings revenues were naturally impacted by the adverse market environment, falling by 7.5% as our clients showed a tendency to conserve liquidities during this period of crisis.

The positive net inflow of our insurance business is worth noting, however, as it attests once again to our ability to maintain the trust of our clients and to the efforts we have made to support them by offering solutions adapted to their needs.

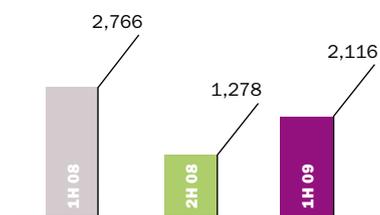
The profitability of our business in the United States was adversely impacted by the cost of the hedges set up to enable us to offer attractive guarantees to our clients. However, all of the actions taken to restructure our line of variable annuity products were effective in bringing about a very clear improvement in the situation compared with the second half of 2008.

We remain convinced that variable annuities offer a relevant response to the needs of our clients.

The asset management segment was the most severely impacted by the steep market decline observed over the last months of 2008, since this segment's revenues and earnings are dependent on the value of assets under management. To offset the impact of this adverse environment, our asset managers made significant efforts to lower their expenses, in particular at our US subsidiary AllianceBernstein, which was the hardest hit by the crisis. The total volume of assets under management on June 30, 2009 was just under 1,000 billion euros. Virtually stable over six months, this level could constitute the base of this segment's future profitability.

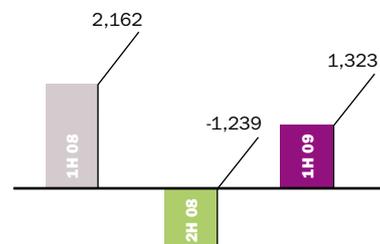
Higher **adjusted earnings** for the second half of 2008 compared with the first half of 2009 is attributable to the combined effect of stabilization in the capital markets over the first half of the year and the rise in our **underlying earnings**.

UNDERLYING EARNINGS (In euro millions)



Net income came to 1.3 billion euros, versus a net loss of 1.2 billion euros for the second half of 2008.

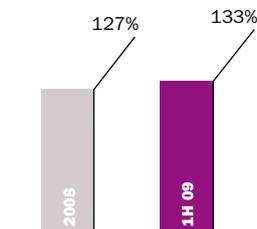
NET INCOME (In euro millions)



BALANCE SHEET INDICATORS

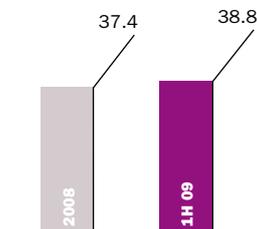
Our **Solvency I Ratio** went from 127% to 133%. Our ability to generate underlying earnings feeds our solvency. Our solvency I surplus is now 7 billion euros.

SOLVENCY I RATIO AT 133%



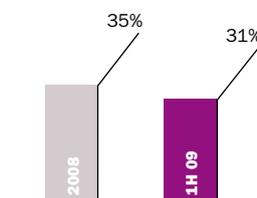
There were no major changes in the Group's asset allocation in the course of the first half of 2009. Bond investments are predominant and our exposure to credit derivatives and equities is low.

SHAREHOLDERS' EQUITY (In euro billions)



Thanks to positive net inflow from insurance lines, we were able to invest an additional 5 billion euros in the financing of the economy and businesses.

DEBT GEARING



“ The long-term growth outlook for the insurance industry is still intact. ”

The Group's rapid response shows that we are able to handle problems. But beyond our balance sheet, we are able to maintain a high-quality relationship with our clients. We are delighted that our clients were protected thanks to our variable annuity products. We think that this is the way to build the Group's growth over the long term.

Just as we were one of the most resilient players in 2008, we will also be among the first to benefit from the end of the crisis. The Group's business mix gives us a genuine competitive advantage.

Our property-casualty and personal protection businesses constitute a strong defensive base, while our life insurance and asset management businesses are more offensive. The crisis has confirmed that our model is robust.

The long-term growth outlook for the insurance industry is still intact. The as yet unmet needs in the areas of health and medical, retirement and property-casualty coverage remain considerable.

Henri de CASTRIES,
Chairman of AXA's Management Board



AXA Group Did you know?



AXA and the Kyoto Statement on climate change

Henri de CASTRIES, chairman of the AXA management board, signed the Geneva Association's Kyoto Statement, along with 80 other chairmen of major insurance companies worldwide.

AXA is no stranger to the fight against climate change. It has already signed several other statements, and also invests in research via the AXA Research Fund (which has been endowed with 100 million euros over 5 years) and the design of green products. But the Kyoto Statement is the first that is specifically adapted to the insurance industry and that affirms its decisive role in the prevention of climate-related risks.

The insurance industry has made commitments to its key stakeholders, promising to play a major role in the global efforts to counter climate risks: enhancing research capabilities, developing appropriate insurance products, helping public policymakers define environmental standards—for example, in the construction sector—promoting a low-carbon economy via investment, and supporting efforts on the part of its clients to mitigate and reduce their climate risk.

In signing this Statement, the insurance industry reinforces its positioning with regard to the risks related to climate change. It also underscores the role that AXA plays as a responsible investor.

www.axa.com/en/responsibility/strategycommitments/commitments/localandinternationalcommitments/

LIFE INSURANCE: WITH ARPÈGES CONVENTION PRÉCAUTION, SRI* RHYMES WITH TRUST AND RESPONSIVENESS

Since the month of April, *Arpèges Convention Précaution* is available under the main life insurance policies. A savings solution with a focus on security (75% of the vehicle is invested in euros), *Arpèges* offers the responsiveness of an investment that adapts to market trends while ensuring a responsible, long-term investment approach (25% invested in Optimal Income separate account, of which 5% in the SRI* fund AXA Human Capital).

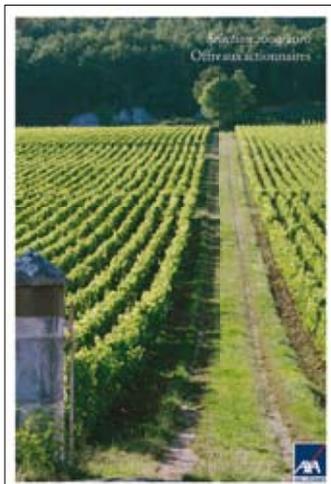
The mutual fund (Sicav) is invested in small and mid cap European companies selected on the basis of both financial and human capital management criteria, such as the quality of working conditions, career development opportunities, training and development, and job evolution.

For more information, please contact your usual AXA advisor.

* SRI: socially responsible investment.



DISCOVER THE NEW AXA MILLÉSIMES CATALOGUE FOR 2009/2010



The AXA Group wants to share with its shareholders the spirit of conviviality linked to tasting the vintage wines that it owns. Therefore, you are cordially invited to order the 2009/2010 edition of the AXA *Millésimes* catalogue, which covers the wines made on our properties in Languedoc, Bordeaux and Burgundy, in France, as well as in Hungary and Portugal. This year, two Bordeaux wines—Château Brown Lamartine and Cap Royal—are back. **This special wine offer, reserved exclusively for individual shareholders who are members of AXA's Cercle des actionnaires, offers you a chance to discover all of our great wines at special prices.** If you would like to order the AXA *Millésimes* catalogue, please complete and return this coupon or send us your request by email to: actionnaires.web@axa.com:

Miss Mrs. Mr.
Last name: _____ First name: _____
Address: _____
Zip code: _____ City: _____
Phone number: _____ Mobile phone number: _____
E-mail: _____

I would like to receive the AXA *Millésimes* catalogue by electronic mail I would like to receive the AXA *Millésimes* catalogue by surface mail