

PRIIPS/IMPORTANT - PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA). For these purposes, a retail investor means a person who is one (or more) of the following: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, **MiFID II**); (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the **Insurance Distribution Directive**) where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the **Prospectus Regulation**). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PRIIPS/IMPORTANT - PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of the following: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (FSMA) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the Prospectus Regulation as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the **UK PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

UK MIFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (COBS), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (UK MiFIR); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention

and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.



SOCIÉTÉ GÉNÉRALE

Legal Entity Identifier (LEI): O2RNE8IBXP4R0TD8PU41

FINAL TERMS DATED 18 OCTOBER 2022

Issue of JPY 8,500,000,000 1.553 per cent. Callable Resetable Senior Non-Preferred Notes due 20 October 2026

(the Notes)

**under the
€70,000,000,000 Euro Medium Term Note – Paris Registered Programme**

(the Programme)

Series no.: PA-158 / 22-10

Tranche no.: 1

Issue Price: 100.000 per cent.

DAIWA CAPITAL MARKETS EUROPE

MIZUHO

MORGAN STANLEY

NOMURA

SMBC

SOCIÉTÉ GÉNÉRALE CORPORATE & INVESTMENT BANKING

(the Joint Bookrunners)

PART A – CONTRACTUAL TERMS

The Notes have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the **Securities Act**), or with any securities regulatory authority of any state or other jurisdiction of the United States and may not be offered or sold within the United States or for the account or benefit of U.S. Persons (as defined in Regulation S under the Securities Act), except in certain transactions exempt from the registration requirements of the Securities Act. For a description of certain restrictions on offers and sales of Notes, see section headed "*Subscription and Sale*" in the Base Prospectus.

Terms used herein shall be deemed to be defined as such for the purposes of the conditions (the **Conditions**) set forth under the heading "*Terms and Conditions of the French Law Notes*" in the base prospectus dated 14 December 2021 which received approval no. 21-527 on 14 December 2021 from the *Autorité des marchés financiers* (the **AMF**), as supplemented by the supplement dated 7 January 2022 which received approval no. 22-010 from the AMF on 7 January 2022, the supplement dated 11 February 2022 which received approval no. 22-028 from the AMF on 11 February 2022, the supplement dated 12 April 2022 which received approval no. 22-100 from the AMF on 12 April 2022, the supplement dated 10 May 2022 which received approval no. 22-144 from the AMF on 10 May 2022, the supplement dated 20 May 2022 which received approval no. 22-169 from the AMF on 20 May 2022 and the supplement dated 8 August 2022 which received approval no. 22-338 from the AMF on 8 August 2022, which together constitute a base prospectus (the **Base Prospectus**) for the purposes of Regulation (EU) 2017/1129 (the **Prospectus Regulation**).

This document constitutes the final terms of the Notes (the **Final Terms**) described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. Copies of the Base Prospectus and these Final Terms are available for inspection and obtainable, upon request and free of charge, during usual business hours on any weekday from the head office of the Issuer and the specified offices of the Paying Agents. So long as Notes are outstanding, those documents will also be available on the websites of the AMF (www.amf-france.org) and of the Issuer (<http://prospectus.socgen.com>).

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| 1. | (i) | Series Number: | PA-158 / 22-10 |
| | (ii) | Tranche Number: | 1 |
| 2. | | Specified Currency: | Japanese Yen (JPY) |
| 3. | | Aggregate Nominal Amount: | |
| | (i) | Series: | JPY 8,500,000,000 |
| | (ii) | Tranche: | JPY 8,500,000,000 |
| 4. | | Issue Price: | 100.000 per cent. of the Aggregate Nominal Amount of the Tranche |
| 5. | | Specified Denomination: | JPY 100,000,000 |
| 6. | | Issue Date and Interest Commencement Date: | 20 October 2022 |
| 7. | | Maturity Date: | 20 October 2026 |

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| 8. | Interest Basis: | 1.553 per cent. Fixed Rate Resetable
<i>(further particulars specified below)</i> |
| 9. | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100.000 per cent. of their nominal amount

<i>(further particulars specified below)</i> |
| 10. | Change of Interest Basis: | Applicable <i>(See paragraph 13 below)</i> |
| 11. | Put/Call Options: | Redemption at the Option of the Issuer

<i>(further particulars specified below)</i> |
| 12. | (i) Status: | Senior Non-Preferred Notes pursuant to Article L. 613-30-3-I-4° of the French <i>Code monétaire et financier</i> |
| | (ii) Date of corporate authorisations for issue of the Notes | Resolution of the Board of Directors dated 9 February 2022 and decision of the Issuer dated 17 October 2022 |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 13. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate of Interest: | 1.553 per cent. <i>per annum</i> payable semi-annually in arrear until the First Reset Date

Resetable Notes |
| | (ii) Interest Payment Date: | Applicable

20 April and 20 October in each year from and including 20 April 2023 up to and including the Maturity Date |
| | (iii) Business Day Convention: | Not Applicable |
| | (iv) Additional Business Centres: | Not Applicable |
| | (v) Fixed Coupon Amount: | JPY 776,500 per Note of JPY 100,000,000 Specified Denomination until the First Reset Date |
| | (vi) Day Count Fraction: | 30/360 (Unadjusted) |
| | (vii) Broken Amount: | Not Applicable |
| | (viii) Resetable Notes | Applicable |
| | - Initial Rate of Interest | 1.553 per cent. <i>per annum</i> payable semi-annually in arrear until the First Reset Date |

-	First Margin	+1.578 per cent. <i>per annum</i>
-	Subsequent Margin	Not Applicable
-	First Reset Date	20 October 2025
-	Subsequent Reset Date	Not Applicable
-	First Reset Rate	Reference Bond Rate
-	Relevant Screen Page	Not Applicable
-	Mid-Swap Rate	Not Applicable
-	Initial Mid-Swap Rate	Not Applicable
-	Mid-Swap Rate term	Not Applicable
-	Mid-Swap Maturity	Not Applicable
-	Reference Bond	JGB 0.100 per cent. due 20 September 2026 (#344 ISIN JP1103441G98)
-	Initial Reference Bond Rate	-0.130 per cent.
-	Reset Determination Date	The day falling two (2) Tokyo Business Days prior to the First Reset Date
-	Relevant Time	11.00 a.m., Tokyo time
(ix)	Determination Date(s):	Not Applicable
14.	Floating Rate Note Provisions	Not Applicable
15.	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16.	Redemption at the Option of the Issuer	Applicable
(i)	Optional Redemption Date:	20 October 2025
(ii)	Optional Redemption Amount and method, if any, of calculation of such amount:	JPY 100,000,000 per Note of JPY 100,000,000 Specified Denomination
(iii)	If redeemable in part:	Applicable
-	Minimum Redemption Amount	Not Applicable

	- Maximum Amount	Redemption	The outstanding Aggregate Nominal Amount of the Series
	(iv) Notice period (if other than as set out in the Conditions):		Notice periods as set out in the Terms and Conditions of the French Law Notes
17.	Make-Whole Redemption Option		Not Applicable
18.	Residual Maturity Redemption Option		Not Applicable
19.	Clean-up Redemption Option		Not Applicable
20.	Redemption at the Option of the Noteholders		Not Applicable
21.	Final Redemption Amount:		JPY 100,000,000 per Note of JPY 100,000,000 Specified Denomination
22.	Early Redemption Amount:		JPY 100,000,000 per Note of JPY 100,000,000 Specified Denomination

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23.	Form of Notes:	Dematerialised Notes Bearer form (<i>au porteur</i>)
24.	Additional Financial Centre for the purposes of Condition 4(e) of the French Law Conditions:	Tokyo, London, TARGET2
25.	Payments on non-Payment Business Days (Condition 4(e) of the French Law Conditions)	As per Conditions
26.	Talons for further Coupons to be attached to Definitive Bearer Notes:	Not Applicable
27.	Redenomination applicable:	Not Applicable
28.	Consolidation applicable:	Not Applicable
29.	Meeting and Voting Provisions (Condition 12 of the French Law Conditions):	No <i>Masse</i>
30.	Governing law:	The Notes and any non-contractual obligations arising out of or in connection with the Notes will be governed by, and shall be construed in accordance with, French law.

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for the issue of the Notes and admission to trading on Euronext Paris by Société Générale pursuant to its €70,000,000,000 Euro Medium Term Note - Paris Registered Programme for which purpose they are hereby submitted.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms prepared in relation to Series PA-158 / 22-10, Tranche 1.

Signed on behalf of the Issuer:

By:
Agathe ZINZINDOHOUE
Group Treasurer of the Issuer

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Application has been made for the Notes to be listed on Euronext Paris with effect from the Issue Date
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from the Issue Date.

There can be no assurance that the listing and trading of the Notes will be approved with effect on the Issue Date or at all.

2. RATINGS

Ratings: The Notes to be issued have been rated:

S&P Global Ratings Europe Limited:	BBB
Moody's France S.A.S.:	Baa2
Fitch Ratings Ireland Limited:	A-

As defined by S&P Global Ratings Europe Limited, an obligation rated “BBB” indicated an adequate capacity to meet financial commitments, but which is more subject to adverse economic conditions.

As defined by Moody's France S.A.S., obligations rated “Baa” are subject to moderate credit risk. They are considered medium-grade and as such may possess speculative characteristics; the modifier “2” indicates that the obligation ranks in the mid-range of its generic rating category.

As defined by Fitch Ratings Ireland Limited, “A-” ratings denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings.

The Credit ratings referred to above have been issued by S&P Global Ratings Europe Limited, Moody's France S.A.S. and Fitch Ratings Ireland Limited, each of which is established in the European Union and is registered under Regulation (EC) No. 1060/2009 of the European Parliament and of the Council dated 16 September 2009 on credit rating agencies, as amended (the **CRA Regulation**) and, as of the date hereof, appears on

the list of credit rating agencies published on the website of the European Securities and Markets Authority (www.esma.europa.eu) in accordance with the CRA Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Joint Bookrunners, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND ESTIMATED TOTAL EXPENSES

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| (i) | Reasons for the offer: | <i>See "Use of Proceeds" wording in Base Prospectus</i> |
| (ii) | Estimated net proceeds: | JPY 8,480,875,000 |
| (iii) | Estimated total expenses: | EUR 3,925 |

5. YIELD

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| Indication of yield: | Applicable |
| | 1.553 per cent. <i>per annum</i> up to the First Reset Date |
| | The yield is calculated at the Issue Date and is not an indication of any future yield. |

6. OPERATIONAL INFORMATION

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| (i) | ISIN: | FR001400DEA5 |
| (ii) | Common Code: | 254807362 |
| (iii) | Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking, SA or Euroclear France, SIX Swiss Exchange and the relevant identification number(s): | Not Applicable |
| (iv) | Delivery: | Delivery against payment |
| (v) | Names and addresses of Additional Paying Agent(s) (if any): | Not Applicable |

7. DISTRIBUTION

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|-----|-------------------------|------------|
| (i) | Method of distribution: | Syndicated |
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- (ii) If syndicated:
- (a) Names of the Joint Bookrunners: Daiwa Capital Markets Europe Limited
Mizuho Securities Europe GmbH
Morgan Stanley Europe SE
Nomura Financial Products Europe GmbH
SMBC Bank EU AG
Société Générale
- (b) Stabilising Manager (if any): Société Générale
- (iii) If non-syndicated, name of the relevant Dealer: Not Applicable
- (iv) U.S. selling restrictions: Regulation S compliance category 2 / TEFRA Not Applicable
- (v) Prohibition of Sales to EEA Retail Investors: Applicable
- (vi) Prohibition of Sales to UK Retail Investors: Applicable
- For the purpose of the above, a “packaged” product shall designate a “packaged retail investment product” which means in accordance with Regulation (EU) No 1286/2014 of 26 November 2014 as it forms part of domestic law by virtue of the EUWA (the UK PRIIPs Regulation) an investment, where, regardless of the legal form of the investment, the amount repayable to the retail investor is subject to fluctuations because of exposure to reference values or to the performance of one or more assets which are not directly purchased by the retail investor.)
- (vii) Additional selling restrictions: Not Applicable