

MIFID II product governance / Retail investors, professional investors and ECPs – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five (5) categories referred to in item 19 of the Guidelines published by European Securities and Markets Authority ("ESMA") on 3 August 2023, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**) MiFID II; (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the determination of the appropriate channels for distribution of the Notes to retail clients has been made and is available on the website <https://regulatory.sgmarkets.com/#/mifid2/emt>, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. 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 MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

UK MIFIR 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 (5) categories referred to in item 18 of the Guidelines published by the European Securities and Markets Authority ("ESMA") on 5 February 2018 (in accordance with the FCA's policy statement entitled "Brexit: our approach to EU non-legislative materials"), 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 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 manufacturer's target market assessment) and determining appropriate distribution channels.

Information available on Société Générale as Issuer of the Notes in its current Universal Registration Document and its subsequent amendments is accessible at <https://investors.societegenerale.com/en/publications-documents?theme=information-reglementee> (section 2. Universal Registration Document, Registration Document and updates – Annual Financial Report).

Each Purchaser acknowledges and accepts that :

- o Société Générale as Issuer of the Notes, will publish either (i) between (a) the date hereof and (b) the end of the offer period or (ii) within a maximum period of two weeks after the end of the offer period, publish updated financial statements that will also be available on the above mentioned website (the "Updated Financial Statements");
- o Consequently, Société Générale does not make as of the date the Purchaser decides to invest in the Notes, any representation or warranty that there has been (i) no significant change in the trading or financial position or (ii) no material adverse change in the prospects of Société Générale, in each case since the latest published financial statements of Société Générale;
- o the Updated Financial Statements may contain a significant new factor which currently does not form part of the Prospectus that may affect its assessment of the Notes, the market value of the Notes and therefore may cause a loss to its investment."

Dated 30/04/2024

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: (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); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the 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 Regulation (EU) 2017/1129 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.

Société Générale**Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41****Issue of EUR 800 000 000 Notes due 07/10/2036 under the Debt Instruments Issuance Programme****PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "*Terms and Conditions of the French Law Notes*" in the Base Prospectus dated 20 March 2024, which constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129 (the **Prospectus Regulation**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus and the supplement to such Base Prospectus dated 18 January 2023 and 13 February 2023 and 17 March 2023 and 16 May 2023 and 8 August 2023 and any supplement published prior to the Issue Date (as defined below) (the **Supplement(s)**); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading "*Terms and Conditions of the French Law Notes*", such change shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms, the Base Prospectus and any Supplement(s). Prior to acquiring an Interest in the Notes described herein, prospective investors should read and understand the information provided in these Final Terms, the Base Prospectus and any Supplement(s) and be aware of the restrictions applicable to the offer and sale of such Notes in the United States or to, or for the account or benefit of, persons that are not Permitted Transferees. A summary of the issue of the Notes is annexed to these Final Terms. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the specified offices of the Paying Agents and, in the case of Notes admitted to trading on the Regulated Market or on Euro MTF of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange (www.luxse.com) and in the case of Non-Exempt Offers; on the website of the Issuer (<http://prospectus.socgen.com>).

1. (i) **Series Number:** 00854VN/24.05
- (ii) **Tranche Number:** 1
- (iii) **Date on which the Notes become fungible:** Not Applicable
2. **Specified Currency:** EUR
3. **Aggregate Nominal Amount:**
 - (i) **- Tranche:** EUR 800 000 000
 - (ii) **- Series:** EUR 800 000 000
4. **Issue Price:** 100 % of the Aggregate Nominal Amount
5. **Specified Denomination(s):** EUR 1 000
6. (i) **Issue Date:** 02/05/2024
(DD/MM/YYYY)
- (ii) **Interest Commencement Date:** 07/10/2024
(DD/MM/YYYY)
7. **Maturity Date:** 07/10/2036
(DD/MM/YYYY)
8. **Governing law:** French law
9. (i) **Status of the Notes:** Unsecured Senior Preferred Notes
- (ii) **Date of corporate authorisation obtained for the issuance of Notes:** 29/04/2024
- (iii) **Type of Structured Notes** Not Applicable
:

10. **Interest Basis:** See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11. **Redemption/Payment Basis:** See section "PROVISIONS RELATING TO REDEMPTION" below.
12. **Issuer's/Noteholders' redemption option:** See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. **Fixed Rate Note Provisions:** Applicable as per Condition 4.1 of the *Terms and Conditions*
- (i) **Rate(s) of Interest:** 51% payable in arrear.
- (ii) **Specified Period(s) / Interest Payment Date(s):(DD/MM/YYYY)** the Maturity Date
- (iii) **Business Day Convention:** Following Business Day Convention (unadjusted)
- (iv) **Fixed Coupon Amount :** Unless previously redeemed, on the Interest Payment Date, the Issuer shall pay to the Noteholders, for each Note, an amount determined by the Calculation Agent as follows:
Rate of Interest x Specified Denomination
- (v) **Day Count Fraction:** Not Applicable
- (vi) **Broken Amount (s):** In case of a long or short Interest Period (with regard to paragraph 13(ii) "Specified Period(s)/Interest Payment Date(s)" above), the amount of Interest will be calculated in accordance with the formula specified in paragraph 13(iv) "Fixed Coupon Amount" above.
- (vii) **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 as per Condition 6.1.3.1.1 of the *Terms and Conditions*
- (i) **Optional Redemption Amount:** Unless previously redeemed, at the option of the Issuer, the Notes may be early redeemed on the Optional Redemption Date(i) (i from 12 to 143) in accordance with the following provisions in respect of each Note:
$$\text{Optional Redemption Amount} = \text{Specified Denomination} \times [100\% + (i \times 0.3542\%)]$$

Definitions relating to the Optional Redemption Amount are set out in paragraph 25(ii)"Definitions relating to the Product".
- (ii) **Optional Redemption Date(s) :** Optional Redemption Date(i)(i from 12 to 143) : means the 7 January , 7 February , 7 March , 7 April , 7 May , 7 June , 7 July , 7 August , 7 September , 7 October , 7 November and 7 December in each year from and including the 7 October 2025 to and including the 7 September 2036.
- (iii) **Notice Period:** 10 Business Days prior to the Optional Redemption Date
- (iv) **Redemption in part:** Not Applicable
17. **Redemption at the option of the Noteholders:** Not Applicable
18. **Final Redemption Amount :** Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note:
$$\text{Final Redemption Amount} = \text{Specified Denomination} \times 100\%$$

19. **Trigger redemption at the option of the Issuer:** Applicable as per Condition 6.2.3 of the *Terms and Conditions*
- **Outstanding Amount Trigger Level:** 10% of the Aggregate Nominal Amount
20. **Redemption for Tax Event, Special Tax Event, Regulatory Event, Administrator/Benchmark Event, Force Majeure Event or Event of Default** Early Redemption or Monetisation until the Maturity Date
Early Redemption Amount : Market Value

GENERAL PROVISIONS APPLICABLE TO THE NOTES

21. **Provisions applicable to payment date(s):**
- **Payment Business Day:** Following Payment Business Day
- **Financial Centre(s):** Not Applicable
22. **Form of the Notes:**
- (i) **Form:** Dematerialised Notes
Bearer dematerialised form (*au porteur*)
- (ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No
23. **Language of the Terms and Conditions of the Notes:** English language only
24. **Redenomination:** Not Applicable
25. **Consolidation:** Applicable as per Condition 14.2 of the *Terms and Conditions*
26. **Partly Paid Notes Provisions:** Not Applicable
27. **Instalment Notes Provisions:** Not Applicable
28. **Dual Currency Note Provisions:** Not Applicable
29. **Masse:** Full Masse as per Condition 16.2. Name and address of the Representative of the Masse:
DIIS Group, Société par actions simplifiée, 12 rue Vivienne, 75002 Paris
30. **Interest Amount and/or the Redemption Amount switch at the option of the Issuer:** Not Applicable

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- | | |
|--|--|
| (i) Listing: | Application will be made for the Notes to be listed on the official list of the Luxembourg Stock Exchange. |
| (ii) Admission to trading: | Application will be made for the Notes to be admitted to trading on the Regulated Market of the Luxembourg Stock Exchange with effect from or as soon as practicable after 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 |
| (iii) Estimate of total expenses related to admission to trading: | Not Applicable |
| (iv) Information required for Notes to be listed on SIX Swiss Exchange: | Not Applicable |

2. RATINGS

The Notes to be issued have not been rated.

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

Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. Société Générale will ensure the roles of Issuer of the Notes (and as such will have to enter into hedging transactions) and Calculation Agent of the Notes.

The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Noteholders on the other hand cannot be excluded.

4. REASONS FOR THE OFFER AND USE OF PROCEEDS

- | | |
|---|--|
| (i) Reasons for the offer and use of proceeds: | The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale Group, which include making a profit. |
| (ii) Estimated net proceeds: | Not Applicable |
| (iii) Estimated total expenses: | Not Applicable |

5. INDICATION OF YIELD (*Fixed Rate Notes only*)

For the purposes of the Offer of the Notes, the unified yield rate is 4.25003 per cent per annum. The unified yield rate is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. HISTORIC INTEREST RATES (*Floating Rate Notes only*)

Not Applicable

7. OPERATIONAL INFORMATION

- | | |
|---|--------------------------|
| (i) Security identification code(s): | |
| - ISIN Code: | FR001400P3H5 |
| - Common Code: | 279462602 |
| (ii) Clearing System(s): | Euroclear France |
| (iii) Delivery of the Notes: | Delivery against payment |

- (iv) **Calculation Agent:** Société Générale
Tour Société Générale 17 Cours Valmy 92987 Paris La Défense
Cedex France
- (v) **Paying Agent(s):** Société Générale
32 rue du Champ de Tir
BP 18236
44312 Nantes cedex 3
France
- (vi) **Eurosystem eligibility of the Notes:** No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

8. DISTRIBUTION

- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** Société Générale
Tour Société Générale
17, Cours Valmy
92987 Paris la Défense Cedex
France
- (ii) **TEFRA Rules:** Not Applicable
- (iii) **Non-exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:** A Non-exempt offer of the Notes may be made by the Dealer and any financial intermediaries to whom the Issuer gives a General Consent (the **General Authorised Offerors**) in the Non-exempt Offer jurisdiction(s) (**Non-exempt Offer Jurisdiction(s)**) during the offer period (**Offer Period**) as specified in the paragraph "Terms and Conditions of the Offer" below.
- **Individual Consent / Name(s) and address(es) of any Initial Authorised Offeror:** Not Applicable
- **General Consent/ Other conditions to consent:** Applicable
- (iv) **- Prohibition of Sales to EEA Retail Investors:** Not Applicable
- **Prohibition of Sales to EEA Non Natural Persons:** Not Applicable
- (v) **- Prohibition of Sales to UK Retail Investors:** Applicable
- **Prohibition of Sales to UK Non Natural Persons:** Not Applicable
- (vi) **Prohibition of Sales to Swiss Non Natural Persons:** Not Applicable
- (vii) **Name and address of the entity or the entities which have a firm commitment to act as intermediary(ies) in secondary trading, providing liquidity through bid and offer rates and description of the main terms of its or** Société Générale Tour Société Générale 17, Cours Valmy 92987 Paris la Défense Cedex France
Under normal market conditions, Société Générale or an entity of its group ensures a daily secondary market during the life of the product by providing bid and offer prices expressed as percentages of the specified denomination and the difference between the bid and offer prices (the spread) will not be more than 1% of such specified denomination.

their commitment:

(viii) Regulation S U.S. Person Applicable
AND IRS U.S. Person:

9. TERMS AND CONDITIONS OF THE OFFER

Not Applicable

- Non-Exempt Offer Jurisdiction(s): France

- Offer Period: From 02/05/2024 to 30/09/2024

- Offer Price: The Notes issued on the Issue Date will be fully subscribed by the Dealer and thereafter offered by way of a non-exempt offer in the secondary market, at the Issue Price, during the Offer Period.

- Conditions to which the offer is subject: Offers of the Notes are conditional on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries.
The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason.

In such event, a notice to the investors on the early termination will be published on the website of the Issuer (<http://prospectus.socgen.com>)

In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<http://prospectus.socgen.com>)

- Description of the application process: The distribution activity will be carried out in accordance with the financial intermediary's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the purchase of the Notes.

- Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable

- Details of the minimum and/or maximum amount of application: Minimum amount of application : EUR 1 000 (i.e. 1 Note)

- Details of the method and time limits for paying up and delivering the Notes: The Notes will be delivered on any day during the Offer Period by payment of the purchase price by the Noteholders to the relevant financial intermediary.

- Manner and date in which results of the offer are to be made public: Not Applicable

- Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable

- Whether tranche(s) has/have been reserved for certain countries: Not Applicable

- Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Not Applicable

- Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Taxes charged in connection with the subscription, transfer, purchase or holding of the Notes must be paid by the Noteholders and neither the Issuer nor the Guarantor shall have any obligation

in relation thereto; in that respect, Noteholders shall consult professional tax advisers to determine the tax regime applicable to their own situation.

The entry costs charged to the investor by the Issuer or the Offeror are equal to 4.53%. The entry costs and potential recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

Punctual costs (entry costs), recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

10. ADDITIONAL INFORMATION

- **Minimum investment in the Notes:** EUR 1 000 (i.e. 1 Note)
- **Minimum trading:** EUR 1 000 (i.e. 1 Note)

11. PUBLIC OFFERS IN SWITZERLAND

Not Applicable

12. EU BENCHMARKS REGULATION

Benchmark: Not Applicable

ISSUE SPECIFIC SUMMARY

SECTION A – INTRODUCTION INCLUDING WARNINGS

ISIN code : FR001400P3H5

Issuer : Société Générale

Domicile: 29, boulevard Haussmann, 75009 Paris, France.

Telephone number : 01 57 29 12 12

Legal entity identifier (LEI): O2RNE8IBXP4R0TD8PU41

Identity and contact details of the competent authority approving the universal registration document:

Approved by the Autorité des Marchés Financiers (AMF)

17, place de la Bourse - 75002 Paris, France

Telephone : 01 53 45 60 00

Identity and contact details of the competent authority approving the prospectus:

Approved by the Commission de Surveillance du Secteur Financier (CSSF)

283, route d'Arlon L-2991, Luxembourg

Telephone number: (352) 26 25 11

E-Mail : direction@cssf.lu

Date of approval of the prospectus: 20/03/2024

WARNINGS

This summary must be read as an introduction to the base prospectus (the **Base Prospectus**).

Any decision to invest in the Notes (the **Notes**) should be based on a consideration of the Base Prospectus as a whole by the investor.

Where a claim relating to the information contained in the Base Prospectus and the applicable Final Terms is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.

Civil liability attaches only to those persons who have tabled this summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.

You are about to buy a product which is not simple and which may be difficult to understand.

SECTION B – KEY INFORMATION ON THE ISSUER

WHO IS THE ISSUER OF THE SECURITIES?

Issuer : Société Générale (or the Issuer)

Domicile: 29, boulevard Haussmann, 75009 Paris, France.

Legal form: Public limited liability company (*société anonyme*).

Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41

Legislation under which the Issuer operates: French law.

Country of incorporation: France.

Statutory auditors : Ernst & Young et Autres et Deloitte & Associés.

The Issuer is the mother company of the Société Générale's Group.

The purpose of Société Générale is, under the conditions determined by the laws and regulations applicable to credit institutions, to carry out with individuals and corporate entities, in France or abroad: all banking transactions; all transactions related to banking operations, including in particular investment services or allied services as listed by Articles L.321-1 and L.321-2 of the French *Code monétaire et financier*; all acquisitions of interests in other companies. Société Générale may also, on a regular basis, as defined in the conditions set by the French Financial and Banking Regulation Committee, engage in all transactions other than those mentioned above, including in particular insurance brokerage. Generally, Société Générale may carry out, on its own behalf, on behalf of a third-party or jointly, all financial, commercial, industrial, agricultural, security or property transactions, directly or indirectly related to the abovementioned activities or likely to facilitate the accomplishment of such activities.

None of the existing shareholders controls, either directly or indirectly, Société Générale. The main shareholder is *Plan mondial d'actionnariat salarié*.

In accordance with its bylaws, the Issuer is managed by a Management Board nominated by a General meeting of shareholders and composed of Slawomir Krupa as chief executive officer and Philippe Aymerich and Pierre Palmieri deputy chief executive officers.

WHAT IS THE KEY FINANCIAL INFORMATION REGARDING THE ISSUER?

Income statement

<i>(in million EUR)</i>	31.12.2023 (unaudited)	31.12.2022 (audited)
Net interest Income (or equivalent)	10,310	12,841
Net Fee and commission income	5,588	5,217
Net impairment loss on financial assets	(1,025)	(1,647)
Net trading Income	10,290	866
Measure of financial performance used by the issuer in the financial statements such as operating profit	6,580	9,161
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)	2,493	1,825

Balance sheet

<i>(in billion EUR)</i>	31.12.2023 (unaudited)	31.12.2022 (audited)	#Value as outcome from the most recent supervisory review and evaluation process (SREP)
Total assets(<i>Total Assets</i>)	1,554.045	1,484.90	N/A
Senior debt(<i>Debt securities issued</i>)	160.506	133.18	N/A
Subordinated debt(<i>Subordinated debts</i>)	15.894	15.95	N/A
Loans and receivables to customers(<i>Customer loans at amortised cost</i>)	485.449	506.64	N/A
Deposits from customers(<i>Customer deposits</i>)	541.677	530.76	N/A
Total equity(<i>Shareholders' equity, subtotal Equity, Group share</i>)	65.975	66.970	N/A
Non-performing loans (based on net carrying amount) / Loans and receivables(<i>Doubtful loans</i>)	16.1	15.9	N/A
Common Equity Tier 1 capital (CET1) ratio (or other relevant prudential capital adequacy ratio depending on the issuance)(<i>Common Equity Tier</i>	13.1% ⁽¹⁾	13.5% ⁽¹⁾	9.77%**

1 ratio)			
Total capital ratio(<i>Total capital ratio</i>)	18.2% ⁽¹⁾	19.4% ⁽¹⁾	N/A
Leverage ratio calculated under applicable regulatory framework	4.3% ⁽¹⁾	4.4% ⁽¹⁾	N/A

****Taking into account the combined regulatory buffers, the phased-in CET1 ratio level that would trigger the Maximum Distributable Amount (MDA) mechanism would be 9.77% as of 31 December 2023.**

(1) Phased-in ratio.

The audit report does not contain any qualification.

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE ISSUER?

There is a risk of total or partial loss of the amount invested or conversion into securities or postponement of maturity, in the event of default, bankruptcy or bail-in affecting Société Générale and without guarantee or compensation system.

Société Générale's credit ratings and refinancing conditions may affect the market value of the Notes.

SECTION C. KEY INFORMATION ON THE SECURITIES

WHAT ARE THE MAIN FEATURES OF THE SECURITIES?

ISIN Code : FR001400P3H5 Number of Notes : 800 000

Product Currency	EUR	Settlement Currency	EUR
Listing	Luxembourg Stock Exchange	Nominal Value	1000.0 EUR per note
Minimum Investment	1 000 EUR	Issue Price	100% of the Nominal Value
Maturity Date	7 October 2036	Minimum Reimbursement	100% of the Nominal Value at maturity only
Coupon	0.3542%	Final Coupon	51.0%

This product is an unsecured debt instrument governed by French law.

The Issuer is able to terminate the product at its discretion before the final maturity date. The product provides full capital protection at maturity only.

Early Redemption

On each Issuer Call Date, the Issuer has the right to terminate the product at its discretion. In this case, the product will be redeemed early and you will receive 100% of the Nominal Value, plus the Coupon multiplied by the number of periods the product has elapsed since inception.

Final Redemption

On the Maturity Date, provided that the product has not been previously redeemed early, you will receive 100% of the Nominal Value, plus the Final Coupon.

Additional Informations

Coupons are expressed as a percentage of the Nominal Value.

Extraordinary events may lead to changes to the product's terms or the early termination of the product and could result in losses on your investment.

Issue Date	2 May 2024
Maturity Date	7 October 2036
Issuer Call Dates	the 7 January , 7 February , 7 March , 7 April , 7 May , 7 June , 7 July , 7 August , 7 September , 7 October , 7 November and 7 December in each year from and including 7 October 2025 to and including the 7 September 2036

Waiver of Set-off rights

The Noteholders waive any right of set-off, compensation and retention in relation to the Notes, to the extent permitted by law.

Submission to jurisdiction:

Any claim against the Issuer shall exclusively be brought before the competent courts of Paris (*tribunaux de Paris*, France).

Ranking:

The Notes, including where applicable any related Coupons, will constitute direct, unconditional, unsecured and senior obligations of the Issuer ranking as senior non-preferred obligations within the meaning of Article L.613-30-3-I 4° of the French *Code monétaire et financier* and will rank at least *pari passu* with all present or future senior non-preferred obligations and junior to all present and future senior preferred obligations (the “**Senior Non-Preferred Notes**”) of the Issuer. In case of resolutions pursuant to Directive 2014/59/UE in relation to the Issuer liabilities, the Notes may be subject to the reduction of all, or a portion, of the amounts due, on a permanent basis, a conversion of all, or a portion, of the amounts due into shares or other securities of the Issuer or another person; cancellation; and/or the amendment on maturity of the Notes or amendment on the calendar or the amount of the interests.

RESTRICTIONS ON THE FREE TRANSFERABILITY OF THE SECURITIES :

Not Applicable. There is no restriction on the free transferability of the Notes, subject to selling and transfer restrictions which may apply in certain jurisdictions including restrictions applicable to the offer and sale to, or for the account or benefit of, persons other than Permitted Transferees.

A Permitted Transferee means any person who (i) is not a U.S. person as defined pursuant to Regulation S; (ii) is not a person who comes within any definition of U.S. person for the purposes of the CEA or any CFTC Rule, guidance or order proposed or issued under the CEA (for the avoidance of doubt, any person who is not a "Non-United States person" defined under CFTC Rule 4.7(a)(1)(iv), but excluding, for purposes of subsection (D) thereof, the exception for any qualified eligible person who is not a "Non-United States person," shall be considered a U.S. person); and (iii) is not a "U.S. Person" for purposes of the final rules implementing the credit risk retention requirements of Section 15G of the U.S. Securities Exchange Act of 1934, as amended (the **U.S. Risk Retention Rules**) (a **Risk Retention U.S. Person**).

WHERE THE SECURITIES WILL BE TRADED**Admission to trading:**

Application will be made for the Notes to be admitted to trading on the Regulated Market of the Luxembourg Stock Exchange

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.

IS THERE A GUARANTEE ATTACHED TO THE SECURITIES?

The Notes are not guaranteed.

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE SECURITIES?

Any sale of the Notes prior to the scheduled maturity date will result in the loss of the full protection of the amount invested.

Certain exceptional circumstances may have a negative effect on the liquidity of the product. The investor may not be able to sell the product easily or may have to sell it at a price that results in a total or partial loss of the amount invested.

The possibility of an early redemption of the Notes at the Issuer's discretion may limit their market value. Before or during each period during which the Notes may be redeemed early, their market value will not rise substantially above their redemption price.

The market value of the Notes depends on the evolution of market parameters at the time of exit (Interest rates, volatility and credit spreads) and may therefore result in a risk of total or partial loss on the amount initially invested.

If the currency of the investor's main activities is different from that of the product, the investor is exposed to currency risk, especially in the event of exchange controls, which may reduce the amount invested.

SECTION D - KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR ADMISSION TO TRADING ON A REGULATED MARKET**UNDER WHICH CONDITIONS AND TIMETABLE CAN I INVEST IN THIS SECURITIES ?****DESCRIPTION OF THE TERMS AND CONDITIONS OF THE OFFER :**

Non Exempted Offer Jurisdiction(s): France

Offer Period: From 02/05/2024 to 30/09/2024

Offer Price: The Notes will be offered at the Issue Price

Conditions to which the offer is subject: Offers of the Notes are conditional on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries. The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason. In such event, a notice to the investors on the early termination will be published on the website of the Issuer (<http://prospectus.socgen.com>)

Issue Price: 100 % of the Aggregate Nominal Amount

Estimate of total expenses related to the issuance or the offer, including estimated expenses charged to the investor by the Issuer or the offeror:

The entry costs charged to the investor by the Issuer or the Offeror are equal to 4.53%. The entry costs and potential recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

Distribution plan: The product is intended for retail investors and will be offered in France

WHY IS THIS PROSPECTUS BEING PRODUCED ?

This prospectus is drawn up for the purposes of the admission to trading on a regulated market and the public offer of the Notes.

Reasons for the offer and use of proceeds : The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale Group, which include making a profit.

Estimated net proceeds : Not Applicable

Interests of the individual and natural persons of the issuance/offer :

Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. Société Générale will ensure the roles of Issuer of the Notes (and as such will have to enter into hedging transactions) and Calculation Agent of the Notes.

The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Noteholders on the other hand cannot be excluded.

RÉSUMÉ SPÉCIFIQUE A L'ÉMISSION**SECTION A – UNE INTRODUCTION CONTENANT LES AVERTISSEMENTS****Code ISIN** : FR001400P3H5**Emetteur : Société Générale**

Siège social : 29, boulevard Haussmann, 75009 Paris, France.

Son numéro de téléphone est le 01 57 29 12 12

Identifiant d'entité juridique (IEJ) : O2RNE8IBXP4R0TD8PU41

Identité et coordonnées de l'autorité compétente approuvant le document d'enregistrement universel :**Approuvé par l'Autorité des Marchés Financiers (AMF)**

17, place de la Bourse - 75002 Paris, France

Téléphone : 01 53 45 60 00

Identité et coordonnées de l'autorité compétente approuvant le prospectus :

Approuvé par la Commission de Surveillance du Secteur Financier (CSSF)

283, route d'Arlon L-1150, Luxembourg

Téléphone : (352) 26 25 11

E-Mail : direction@cssf.lu**Date de l'approbation du prospectus:** 20/03/2024**AVERTISSEMENTS AUX LECTEURS**

Le présent résumé doit être lu comme une introduction au prospectus de base (le Prospectus de Base). Toute décision d'investir dans les titres (les Titres) doit être fondée sur un examen exhaustif du Prospectus de Base dans son ensemble par l'investisseur.

Lorsqu'une action concernant l'information contenue dans le Prospectus de Base est intentée devant un tribunal, l'investisseur plaignant peut, selon la législation nationale des États membres de l'Union Européenne, avoir à supporter les frais de traduction du Prospectus de Base avant le début de la procédure judiciaire. Une responsabilité civile n'est attribuée qu'aux personnes qui ont présenté ce résumé, y compris sa traduction, mais uniquement si le contenu du résumé est trompeur, inexact ou contradictoire par rapport aux autres parties du Prospectus de Base ou s'il ne fournit pas, lu en combinaison avec les autres parties du Prospectus de Base, les informations clés permettant d'aider les investisseurs lorsqu'ils envisagent d'investir dans les Titres.

Vous êtes sur le point d'acquérir un produit qui n'est pas simple et qui peut être difficile à comprendre.**SECTION B – LES INFORMATIONS CLES SUR L'EMETTEUR****QUI EST L'EMETTEUR DES VALEURS MOBILIERES?****Emetteur: Société Générale (ou l'Emetteur)**

Siège social : 29, boulevard Haussmann, 75009 Paris, France.

Forme juridique : *société anonyme*.

Identifiant d'entité juridique (IEJ) : O2RNE8IBXP4R0TD8PU41

Législation au titre de laquelle l'Emetteur exerce ses activités: Loi française.

Pays d'immatriculation : France.

Commissaires aux comptes : Ernst & Young et Autres et Deloitte & Associés.

L'Emetteur est la société mère du Groupe Société Générale.

L'Emetteur a pour objet, dans les conditions déterminées par la législation et la réglementation applicables aux établissements de crédit, d'effectuer avec toutes personnes physiques ou morales, tant en France qu'à l'étranger : toutes opérations de banque ; toutes opérations connexes aux opérations bancaires, notamment toutes prestations de services d'investissement ou services connexes visées aux articles L.321-1 et L.321-2 du Code monétaire et financier ; et toutes prises de participations.

L'Emetteur peut également à titre habituel, dans le cadre des conditions définies par le Comité consultatif de la législation et de la réglementation financières, effectuer toutes opérations autres que celles visées ci-dessus, notamment le courtage d'assurance.

D'une façon générale, l'Emetteur peut effectuer, pour lui-même et pour le compte de tiers ou en participation, toutes opérations financières, commerciales, industrielles ou agricoles, mobilières ou immobilières pouvant se rapporter directement ou indirectement aux activités ci-dessus ou susceptibles d'en faciliter l'accomplissement.

Aucun des actionnaires existants ne contrôle Société Générale, que ce soit directement ou indirectement. Le principal actionnaire est *Plan mondial d'actionnariat salarié*. Conformément à ses statuts, l'Emetteur est dirigé par un Conseil d'Administration nommé par l'Assemblée Générale et composé de M. Slawomir Krupa en tant que Directeur général et M. Philippe Aymerich et M. Pierre Palmieri en tant que Directeurs généraux délégués.

QUELLES SONT LES INFORMATIONS FINANCIERES CLES CONCERNANT L'EMETTEUR?
Compte de résultat

(en millions d'euros)	31.12.2023 (non-audités)	31.12.2022 (audités)
Produits d'intérêts (ou équivalent) (Total produits/charges d'intérêts)	10,310	12,841
Produits d'honoraires et de commissions nets (Total produits et charges de commissions)	5,588	5,217
Dépréciation d'actifs financiers, nette (Coût du risque)	(1,025)	(1,647)
Revenu net des portefeuilles de transaction (Résultat net des opérations financières)	10,290	866
Indicateur de la performance financière utilisé par l'émetteur dans les états financiers, par exemple la marge d'exploitation (Résultat brut d'exploitation)	6,580	9,161
Résultat net (pour les états financiers consolidés, résultat net attribuable aux détenteurs de capital de la société mère) (Résultat net part du Groupe)	2,493	1,825

Bilan

(en milliard d'euros)	31.12.2023 (non-audités)	31.12.2022 (audités)	#Valeur du dernier processus de contrôle et d'évaluation prudentiel ("SREP")
Total de l'actif (Total Actif)	1,554.045	1,484.90	N/A
Créances de premier rang (Dettes représentées par un titre)	160.506	133.18	N/A
Créances subordonnées (Dettes subordonnées)	15.894	15.95	N/A
Prêts et créances à recevoir de clients (nets) (Prêt et créances sur la clientèle au coût amorti)	485.449	506.64	N/A
Dépôts de clients (Dettes envers la clientèle)	541.677	530.76	N/A
Total des capitaux propres (Capitaux propres part du Groupe)	65.975	66.970	N/A
Prêts non performants (sur la base de la valeur nette/Prêts et créances)(Créances douteuses)	16.1	15.9	N/A
Ratio de fonds propres de base de catégorie 1 (CET1) ou autre ratio d'adéquation des fonds propres prudentiels pertinent selon l'émission (Ratio Common Equity Tier 1)	13.1%(1)	13.5%(1)	9.77%**
Ratio de fonds propres total (Ratio Global)	18.2%(1)	19.4%(1)	N/A
Ratio de levier calculé en vertu du cadre réglementaire applicable	4.3%(1)	4.4%(1)	N/A

** En tenant compte des différents coussins réglementaires en vigueur, le niveau de ratio CET1 phasé qui déclencherait le mécanisme de restriction des distributions s'établit à 9.77% au 31 Décembre 2023.

(1) Ratio Phasé

Le rapport d'audit ne comporte aucune réserve.

QUELS SONT LES PRINCIPAUX RISQUES PROPRES A L'EMETTEUR ?

Il y a un risque de perte totale ou partielle du montant investi ou de conversion en titres ou de report de maturité, en cas de défaillance, de faillite ou de renflouement interne affectant Société Générale, sans garantie ni indemnisation.

La notation de crédit de Société Générale et ses conditions de refinancement peuvent affecter la valeur de marché des Titres.

SECTION C. INFORMATIONS CLES SUR LES VALEURS MOBILIERES
QUELLES SONT LES PRINCIPALES CARACTERISTIQUES DES TITRES ?
Code ISIN : FR001400P3H5 Nombre de Titres : 800 000

Devise du produit	EUR	Devise de Règlement	EUR
Place de Cotation	Bourse de Luxembourg	Valeur Nominale	1000.0 EUR par titre
Investissement Minimum	1 000 EUR	Prix d'Emission	100% de la Valeur Nominale
Date de Maturité	7 Octobre 2036	Remboursement Minimum	100% de la Valeur Nominale à maturité seulement
Coupon	0.3542%	Coupon Final	51.0%

Ce produit est un titre de créance non assorti de sûreté réelle. Il est régi par le droit Français.

L'Emetteur peut à sa discrétion mettre fin au produit avant la date de maturité finale. En investissant dans ce produit, votre capital est intégralement protégé, à maturité uniquement.

Remboursement par Anticipation

A chaque Date de Rappel au gré de l'Emetteur, l'Emetteur a le droit de terminer le produit à sa discrétion. Dans ce cas, le produit est remboursé par anticipation et vous recevrez 100% de la Valeur Nominale, plus le Coupon multiplié par le nombre de périodes qui se sont écoulées depuis le début du produit.

Remboursement Final

A la Date de Maturité, si le produit n'a pas été remboursé par anticipation, vous recevrez 100% de la Valeur Nominale, plus le Coupon Final.

Informations Complémentaires

Les Coupons sont exprimés en pourcentage de la Valeur Nominale.

Certains événements extraordinaires peuvent affecter les caractéristiques du produit ou causer dans certains cas le remboursement anticipé du produit pouvant entraîner une perte sur votre investissement.

Date D'Emission	2 Mai 2024
Date de Maturité	7 Octobre 2036
Dates de Rappel au gré de l'Emetteur	le 7 Janvier , 7 Février , 7 Mars , 7 Avril , 7 Mai , 7 Juin , 7 Juillet , 7 Août , 7 Septembre , 7 Octobre , 7 Novembre et 7 Décembre de chaque année à partir du 7 Octobre 2025 (inclus) jusqu'au 7 Septembre 2036

Renonciation à la compensation :

Les Titulaires de Titres renoncent à tout droit de compensation (set-off), d'indemnisation (compensation) et de rétention (retention) par rapport aux Titres, dans la mesure autorisée par la loi.

Compétence juridictionnelle :

Tout litige opposant les Titulaires de Titres à l'Emetteur reposera sur la compétence des tribunaux de Paris.

Rang :

Les Titulaires reconnaissent qu'en cas de résolution au titre de la directive 2014/59/UE envers les engagements de l'Emetteur ou envers les engagements non subordonnés, senior préférés, structurés et éligibles au ratio LMEE de Société Générale, les Titres peuvent faire l'objet d'une réduction totale ou partielle des montants restant dus, d'une conversion totale ou partielle des montants restants dus en action ou autres titres de l'Emetteur, du Garant ou d'une autre personne, d'annulation et/ou de la modification d'échéance ou de l'échéancier ou du montant des intérêts.

Les Titres constituent des obligations directes, inconditionnelles, non assorties de sûretés, et non subordonnées de l'Emetteur venant au rang senior préférées au sens de l'article L.613-30-3-I 3° du code monétaire et financier et viendront au moins au même rang (pari passu) que toutes autres obligations directes, inconditionnelles, non assorties de sûretés et non subordonnées et senior préférées de l'Emetteur, présentes ou futures.

En cas de résolution au titre de la directive 2014/59/UE envers les engagements de l'Emetteur, les Titres peuvent faire l'objet d'une réduction totale ou partielle des montants restant dus, d'une conversion totale ou partielle des montants restants dus en action ou autres titres de l'Emetteur ou d'une autre personne, d'annulation et/ou de la modification d'échéance ou du montant des intérêts

RESTRICTION IMPOSEE A LA LIBRE NEGOCIABILITE DES VALEURS MOBILIERES :

Sans objet. Il n'existe aucune restriction sur la libre négociabilité des Titres, sous réserve de restrictions de vente et de transfert qui peuvent s'appliquer dans certaines juridictions, comprenant les restrictions applicables à l'offre et à la vente à, ou pour le compte de, ou au bénéfice, des personnes autres que les Cessionnaires Autorisés.

Un Cessionnaire Autorisé désigne toute personne qui (i) n'est pas une U.S. person telle que définie en vertu de la Regulation S; (ii) n'est pas une personne qui entre dans toute définition d'une U.S. person pour les besoins de la CEA ou de tout Règlement CFTC, interprétation ou règles proposées ou émises en application de la CEA (afin de lever toute ambiguïté, une personne qui n'est pas une "personne non-ressortissante des Etats-Unis" définie au titre de la Règle CFTC 4.7(a)(1)(iv), à l'exclusion, pour les besoins de la sous-section (D) de cette règle, de l'exception faite au profit des personnes éligibles qualifiées qui ne sont pas des "personnes non-ressortissantes des Etats-Unis", devra être considérée comme une U.S. Person); et (iii) n'est pas une « U.S. Person » pour les besoins des instructions définitives mettant en œuvre les exigences de rétention du risque de crédit énoncées à la Section 15G de l'U.S. Securities Exchange Act de 1934, tel que modifié (les **U.S. Risk Retention Rules**) (une **Risk Retention U.S. Person**).

OU LES VALEURS MOBILIERES SERONT-ELLES NEGOCIEES ?

Admission à la négociation: Les Titres ont fait l'objet d'une demande d'admission à la négociation sur le marché réglementé de la Bourse de Luxembourg
Il n'y a aucune assurance que l'admission des Titres à la cote officielle et à la négociation soit approuvée et, si elle est approuvée, qu'elle ne prenne effet à la date d'émission.

LES VALEURS MOBILIERES FONT-ELLES L'OBJET D'UNE GARANTIE?

Les Titres ne font pas l'objet d'une garantie.

QUELS SONT LES PRINCIPAUX RISQUES SPECIFIQUES AUX VALEURS MOBILIERES ?

Toute vente des Titres avant la date d'échéance initialement prévue fait perdre la protection totale du montant investi.

La liquidité du produit peut être affectée par des circonstances exceptionnelles rendant la vente du produit difficile ou à un prix entraînant une perte totale ou partielle du montant investi.

La possibilité d'un remboursement anticipé des Titres à la discrétion de l'émetteur est susceptible de limiter leur valeur de marché. Avant ou pendant chaque période durant laquelle les Titres peuvent être remboursés par anticipation, leur valeur de marché ne dépassera pas substantiellement leur prix de remboursement.

La valeur de marché des Titres dépend de l'évolution des paramètres de marché au moment de la sortie (des taux d'intérêt, de la volatilité et des écarts de crédit) et pourra donc entraîner un risque de perte totale ou partielle sur le montant initialement investi.

Si la devise des activités principales de l'investisseur est différente de celle du produit, l'investisseur est exposé au risque de change, et spécialement en cas de contrôle de changes, pouvant réduire le montant investi.

SECTION D - LES INFORMATIONS CLES SUR L'OFFRE AU PUBLIC DE VALEURS MOBILIERES ET/OU L'ADMISSION A LA NEGOCIATION SUR UN MARCHE REGLEMENTE.

À QUELLES CONDITIONS ET SELON QUEL CALENDRIER PUIS-JE INVESTIR DANS CETTE VALEUR MOBILIERE ?

DESCRIPTION DES MODALITES DE L'OFFRE :

Juridiction(s) de l'Offre Non Exemptée : France

Période d'Offre : Du 02/05/2024 au 30/09/2024

Prix d'Offre: Les Titres seront offerts au Prix d'Emission

Conditions auxquelles l'offre est soumise: L'offre de Titres est conditionnée à toutes conditions supplémentaires stipulées dans les conditions générales des intermédiaires financiers, notifiées aux investisseurs par ces intermédiaires financiers. L'Emetteur se réserve le droit de clôturer la Période d'Offre de manière anticipée, à sa seule discrétion. Le cas échéant, une notice à destination des investisseurs concernant la clôture anticipée sera publiée sur le site de l'Emetteur (<http://prospectus.socgen.com>).

Prix d'Emission : 100 % du Montant Nominal Total

Estimation des dépenses totales liées à l'émission ou à l'offre, y compris estimation des dépenses facturées à l'investisseur par l'Emetteur ou l'offreur :

Les coûts d'entrée facturés à l'investisseur par l'Emetteur ou l'Offreur seront égaux à 4,53%. Les coûts d'entrée et d'éventuels coûts récurrents et des pénalités de sortie anticipée potentielles peuvent avoir une incidence sur le rendement que l'investisseur obtiendra de son investissement.

Plan de distribution : Le produit est destiné aux investisseurs de détail et sera offert en France

POURQUOI CE PROSPECTUS EST-IL PRODUIT ?

Ce prospectus est produit pour les besoins de l'admission des titres sur un marché réglementé et d'une offre au public des titres.

Raisons de l'offre et utilisation des fonds : Le produit net de l'émission des Titres sera destiné aux besoins généraux de financement du Groupe Société Générale, y compris pour réaliser un bénéfice.

Estimation du produit net: Sans objet

Intérêts des personnes physiques et morales participant à l'émission/offre :

Exception faite des commissions payables à l'Agent Placeur, aucune personne participant à l'émission des Titres ne détient, à la connaissance de l'Emetteur, un intérêt significatif dans l'offre. Société Générale assumera les rôles d'Emetteur des Titres (et à ce titre devra mettre en place une couverture) et d'Agent de Calcul des Titres.

La possibilité de conflits d'intérêts entre les différents rôles de Société Générale d'une part, et entre ceux de Société Générale dans ces différents rôles et ceux des Titulaires de Titres, d'autre part ne peut être écartée.