



THIRD SUPPLEMENT DATED 10 APRIL 2025

PURSUANT TO THE BASE PROSPECTUS DATED 31 MAY 2024

SOCIETE GENERALE
as Issuer and Guarantor
(incorporated in France)

and

SG ISSUER
and as Issuer
(incorporated in Luxembourg)

Debt Instruments Issuance Programme

This supplement dated 10 April 2025 (the **Supplement**) constitutes a supplement for the purposes of Article 23 of the UK Prospectus Regulation (as defined below) to the base prospectus dated 31 May 2024 (the **Base Prospectus**) in respect of the debt instruments issuance programme (the **Debt Instruments Issuance Programme**) which comprises a base prospectus for the purposes of the UK Prospectus Regulation.

Terms defined in the Base Prospectus have the same meaning when used in this Supplement. When used in this Supplement, **UK Prospectus Regulation** means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA).

The purpose of this Supplement, with regards to the Debt Instruments Issuance Programme, is to:

- incorporate by reference the English version of the *Document d'Enregistrement Universel 2025* of Societe Generale, the French version of which was filed with the AMF on 12 March 2025 (the **"2025 Universal Registration Document"**) and amend the sections "Risk Factors", "Documents Incorporated by Reference", "Description of Societe Generale" and "General Information" of the Base Prospectus accordingly;
- correct certain information relating to Administrators in the table set out in the section "Regulatory Information" of the Base Prospectus;
- modify the section "Description of SG Issuer" to update SG Issuer's information;
- update the "Subscription, Sale and Transfer Restrictions" section with new provisions relating to the selling restrictions for United Arab Emirates, Abu Dhabi Global Market, Dubai International Financial Centre, United Kingdom and the EEA, and the corresponding sections in the "Form of Final Terms" (with respect to the selling restrictions for the United Kingdom and the EEA); and
- modify the sections "Regulatory Information" and "Description of Societe Generale indices ("SGI Indices")" of the Base Prospectus to include new SGI Indices.

Any websites included in the Base Prospectus are for information purposes only and do not form part of the Base Prospectus.

If documents which are incorporated by reference in this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the UK Prospectus Regulation except where such information or other documents are specifically incorporated by reference in this Supplement. Any non-incorporated parts of a document referred to in this Supplement are either deemed not relevant for an investor or are otherwise covered elsewhere in this Supplement or the Base Prospectus.

The amendments included in this Supplement shall only apply to final terms, the date of which falls on or after the approval of this Supplement.

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus, the first supplement to the Base Prospectus dated 30 August 2024 and the second supplement to the Base Prospectus dated 28 November 2024 (the **Previous Supplements**).

Full information on the Issuers and the offer of any Notes is only available on the basis of the combination of the Base Prospectus, the Previous Supplements and this Supplement.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes set forth in the Base Prospectus.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the **FCA**) as competent authority under the UK Prospectus Regulation as a supplement to the Base Prospectus. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation. Approval by the FCA should not be considered as an endorsement of the Issuers or the Guarantor or of the quality of the Notes which are the subject of this Supplement. Investors should make their own assessment as to the suitability of investing in the Notes.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus or in the Previous Supplements, the statements in (i) above will prevail.

Save as disclosed in this Supplement, there has been no significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

In accordance with Article 23(2) of the UK Prospectus Regulation and PRR 3.4.1 of the FCA's Prospectus Regulation Rules sourcebook, investors who have already agreed to purchase or subscribe for Notes issued under the Programme before this Supplement is published and where the Notes have not yet been delivered to them at the time when the significant new factor, material mistake or material inaccuracy to which this Supplement relates, arose or was noted, where the Notes are affected by the significant new factor, material mistake or material inaccuracy to which this Supplement relates, have the right, exercisable until close of business on 15 April 2025, which is three working days after the publication of this Supplement (beginning with the working day after the date on which this Supplement was published) to withdraw their acceptances. Investors may contact the relevant Authorised Offeror(s) (as set out in the Final Terms of the relevant Notes) should they wish to exercise such right of withdrawal before the above deadline.

Any reference to page numbers below are references to the Base Prospectus.

1. SECTION "RISK FACTORS"

In the section "RISK FACTORS", on pages 13 to 34 of the Base Prospectus, paragraph 1 "Risks relating to the Group" on page 13 of the Base Prospectus is modified as follows, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

"1. RISKS RELATING TO THE GROUP"

1.1 Risks related to the macroeconomic, geopolitical, market and regulatory environments

These risks are detailed on pages 192 to 196 of the 2024 Universal Registration Document incorporated by reference, ~~and~~ on pages 43 to 47 of the Second Amendment to the 2024 Universal Registration Document and on pages 166 to 170 of the 2025 Universal Registration Document incorporated by reference (see Section "Documents Incorporated by Reference").

1.2 Credit and counterparty credit risks

These risks are detailed on pages 196 to 197 of the 2024 Universal Registration Document incorporated by reference, ~~and~~ on pages 47 to 48 of the Second Amendment to the 2024 Universal Registration Document [and on pages 171 to 172 of the 2025 Universal Registration Document](#) incorporated by reference (see Section "Documents Incorporated by Reference").

1.3 Market and structural risks

These risks are detailed on pages 198 to 199 of the 2024 Universal Registration Document incorporated by reference, ~~and~~ on pages 48 to 49 of the Second Amendment to the 2024 Universal Registration Document [and on pages 172 to 173 of the 2025 Universal Registration Document](#) incorporated by reference (see Section "Documents Incorporated by Reference").

1.4A Extra-financial risks (including operational risks) and model risks

These risks are detailed on pages 200 to 203 of the 2024 Universal Registration Document incorporated by reference and on pages 52 to 53 of the Second Amendment to the 2024 Universal Registration Document incorporated by reference (see Section "Documents Incorporated by Reference").

1.4B Non-Financial (including operational) risks and model risks

[These risks are detailed on pages 174 to 176 of the 2025 Universal Registration Document incorporated by reference \(see Section "Documents Incorporated by Reference"\).](#)

1.5 Liquidity and funding risks

These risks are detailed on page 199 to 200 of the 2024 Universal Registration Document incorporated by reference, ~~and~~ on pages 50 to 51 of the Second Amendment to the 2024 Universal Registration Document [and on pages 173 to 174 of the 2025 Universal Registration Document](#) incorporated by reference (see Section "Documents Incorporated by Reference").

1.6 Risks related to insurance activities

These risks are detailed on page 203 of the 2024 Universal Registration Document [and on page 177 of the 2025 Universal Registration Document](#) incorporated by reference (see Section "Documents Incorporated by Reference").

2. SECTION "DOCUMENTS INCORPORATED BY REFERENCE"

- (i) In the section "DOCUMENTS INCORPORATED BY REFERENCE" on pages 69 to 76 of the Base Prospectus, subsection "1.1 Documents incorporated by reference relating to Societe Generale" on pages 69 to 70 of the Base Prospectus shall be modified as follows, with the provisions added in [blue and underlined](#) and deleted in ~~red and strikethrough~~ as follows:

"1.1 Documents incorporated by reference relating to Societe Generale

To the extent that each of the documents incorporated by reference relating to Societe Generale incorporates itself documents by reference, such documents shall not be deemed incorporated by reference herein. Any reference to documents incorporated by reference relating to Societe Generale shall be deemed to exclude the parts referred to in (i), (ii) and (iii) in the paragraphs 1.1.1 to 1.1.56 below."

- (ii) In the section "DOCUMENTS INCORPORATED BY REFERENCE" on pages 69 to 76 of the Base Prospectus, in subsection "1.1 Documents incorporated by reference relating to Societe Generale" on pages 69 to 70 of the Base Prospectus, a new paragraph "1.1.6 2025 Universal Registration Document" is added as follows:

"1.1.6 2025 Universal Registration Document"

The expression "**2025 Universal Registration Document**" means the English version of the *Document d'Enregistrement Universel 2025* of Societe Generale, the French version of which was filed with the AMF of 12 March 2025 under n° D.25-0088, except for (i) the cover page containing the AMF textbox, (ii) the statement of the person responsible for the universal registration document and the annual financial report made by Mr. Slawomir Krupa, Chief Executive Officer of Societe Generale, page 674 and (iii) the cross reference tables, pages 676 to 680.

The cross-reference table in relation to the 2025 Universal Registration Document appears in paragraph 2.1.6 below.

The 2025 Universal Registration Document is available on the Societe Generale website <https://www.societegenerale.com/sites/default/files/documents/2025-03/universal-registration-document-2025.pdf>."

- (iii) In the section "DOCUMENTS INCORPORATED BY REFERENCE" on pages 69 to 76 of the Base Prospectus, in sub-section "2.1 Cross reference tables relating to Societe Generale" on pages 71 to 74 of the Base Prospectus, a new paragraph "2.1.6 2025 Universal Registration Document" is added as follows:

"2.1.6 2025 Universal Registration Document"

The UK Delegated Regulation	2025 Universal Registration Document
RISK FACTORS	166-177
INFORMATION ABOUT THE ISSUER	
History and development of the company	5
Legal and commercial name of the Issuer	664
Place of registration, registration number and legal entity identifier (LEI) of the Issuer	664
Date of incorporation and the length of life of the Issuer	664
Domicile and legal form of the Issuer, applicable legislation, country of incorporation, address and telephone number of its registered office and website	664
BUSINESS OVERVIEW	
Principal activities	6-7; 26-27
Basis for any statements made by the Issuer regarding its competitive position	28-37
ORGANISATIONAL STRUCTURE	
Brief description of the Group	6-7; 26-27
TREND INFORMATION	12-14
ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT	

The UK Delegated Regulation	2025 Universal Registration Document
Board of Directors and general management	62-92
Administrative, management and supervisory bodies and General Management conflicts of interests	140
MAJOR SHAREHOLDERS	
Control of the Issuer	659; 662
FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER	
Historical financial information	25-59; 130-134; 178-183; 190-250; 384-579; 588-595; 596-648
Consolidated Financial statements	130-134; 178-183; 190; 201-202; 204; 210-212; 217-222; 226-233; 235-237; 240-246; 384-579
a. Consolidated Balance sheet	384-385
b. Consolidated income statement	386
c. Accounting policies and explanatory notes on the consolidated financial statements	130-134; 178-183; 190; 201-202; 204; 210-212; 217-222; 226-233; 235-237; 240-246; 390-579
Cash flow statement	389
Changes in shareholders' equity	57
Auditing of the historical annual financial information (Auditor's report)	580-587; 649-654
Legal and arbitration proceedings	262; 576-578; 646-648
MATERIAL CONTRACTS	56

The parts of the 2025 Universal Registration Document which are not included in the cross-reference table above are not incorporated by reference as they are not relevant for an investor or are covered elsewhere in the Base Prospectus.”

3. SECTION “DESCRIPTION OF SOCIETE GENERALE”

- (i) In the section “DESCRIPTION OF SOCIETE GENERALE” on pages 582 to 583 of the Base Prospectus, paragraph 1 “STATUTORY AUDITORS” on page 582 of the Base Prospectus is amended as follows, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“For the financial years ended ~~31 December 2022 and~~ 31 December 2023 and prior to General Assembly of Shareholders held on 22 May 2024:

Ernst & Young et Autres

Member of the French *Compagnie nationale des commissaires aux comptes*
Represented by Micha Missakian,
1/2, place des Saisons, 92400 Courbevoie - Paris-La Défense 1, France

Deloitte & Associés

Member of the French *Compagnie nationale des commissaires aux comptes*

Represented by Jean-Marc Mickeler,

6, place de la Pyramide, 92908 Paris-La Défense Cedex, France.

Ernst & Young et Autres and Deloitte & Associés have no material interest in Societe Generale.

Since the General Assembly of Shareholders held on 22 May 2024 and for the financial year ended 31 December 2024:

KPMG S.A

Member of the French *Compagnie nationale des commissaires aux comptes*

Represented by Marianne Paulian, with its registered office at

Tour Egho - 2 avenue Gambetta – 92400 Courbevoie

PriceWaterhouseCoopers Audit

Member of the French *Compagnie nationale des commissaires aux comptes*

Represented by Marine Bardon, with its registered office at

63 rue de Villiers – 92200 Neuilly-sur-Seine”

- (ii) In the section “DESCRIPTION OF SOCIETE GENERALE” on pages 582 to 583 of the Base Prospectus, paragraph 5 “TREND INFORMATION” on page 582 of the Base Prospectus is amended as follows, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“5. TREND INFORMATION

Save as disclosed on pages ~~18 and 19~~ 12 to 14 of the ~~2024~~ 2025 Universal Registration Document, ~~on pages 3 to 6 of the First Amendment to the 2024 Universal Registration Document, on pages 40 and 3 to 5 of the Second Amendment to the 2024 Universal Registration Document and page 27 of the Third Amendment to the 2024 Universal Registration Document,~~ there has been no material adverse change in the prospects of Societe Generale and its consolidated subsidiaries (taken as a whole) since 31 December ~~2023~~ 2024.

For information on any known trends regarding Societe Generale, please refer to pages ~~18 and 19~~ 12 to 14 of the ~~2024~~ 2025 Universal Registration Document, ~~pages 3 to 6 of the First Amendment to the 2024 Universal Registration Document, pages 40 and 3 to 5 of the Second Amendment to the 2024 Universal Registration Document and page 27 of the Third Amendment to the 2024 Universal Registration Document~~ incorporated by reference herein.”

- (iii) In section “DESCRIPTION OF SOCIETE GENERALE” on pages 582 to 583 of the Base Prospectus, paragraph 9 “FINANCIAL INFORMATION CONCERNING SOCIETE GENERALE’S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES” on page 583 of the Base Prospectus is amended as follows, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

“9.1 Legal and arbitration proceedings

Save as disclosed on pages ~~300, 616 to 619 and 694 to 697~~ 262, 576 to 578 and 646 to 648 of the ~~2024~~ 2025 Universal Registration Document, ~~on pages 37 and 38 of the First Amendment to the 2024 Universal Registration Document, on pages 165 to 169 of the Second Amendment to the 2024 Universal Registration Document and on pages 34 to 35 of the Third Amendment to the 2024 Universal Registration Document,~~ for a period covering the last twelve months, there has been no governmental, legal or arbitration proceedings relating to claims or amounts which are material in the context of the issue of Notes thereunder to which Societe Generale is a party nor, to the best of the knowledge and belief of Societe Generale, are there any pending or threatened governmental, legal or arbitration proceedings relating to such claims or amounts which are material in the context of the issue of Notes thereunder which would in either case have significant effects on Societe Generale's, and/or the Group's financial position of

profitability, or jeopardise Societe Generale's, and/or the Group's ability to discharge its obligations in respect of the Notes.

See also section "Documents Incorporated by Reference" of this Base Prospectus.

9.2 Significant change in the financial position

There has been no significant change in the financial position or financial performance of Societe Generale and its consolidated subsidiaries (taken as a whole) since ~~30-September 2024~~31 December 2024.

9.3 Recent Event

Save as disclosed in this this Base Prospectus (as supplemented), there have been no recent events which the Issuer considers material to the investors since the publication of the ~~2024 Universal Registration Document on 11 March 2024~~2025 Universal Registration Document on 12 March 2025."

4. SECTION "DESCRIPTION OF SG ISSUER"

In the section "DESCRIPTION OF SG ISSUER" on pages 584 to 587 of the Base Prospectus, paragraph 1 "STATUTORY AUDITORS" on page 584 of the Base Prospectus is modified as follows, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

"1. STATUTORY AUDITORS

For the financial years ended on 31 December 2022 and 31 December 2023:

Ernst & Young S.A.

Member of the Institut des Réviseurs d'Entreprises du Luxembourg
represented by Dorian Rigaud
35E, Avenue John F. Kennedy, L-1855 Luxembourg

Ernst & Young S.A. has no material interest in SG Issuer.

For the financial year ended on 31 December 2024:

PriceWaterhouseCoopers Société coopérative

Represented by Franck Pansera

Certified audit firm, expert-comptable, Member of the Institut des Réviseurs d'Entreprises du Luxembourg

2, Rue Gerhard Mercator, B.P. 1443, L-1014 Luxembourg

PriceWaterhouseCoopers has no material interest in SG Issuer."

5. SECTION "GENERAL INFORMATION"

In the section "GENERAL INFORMATION" on pages 608 to 610 of the Base Prospectus, subparagraph 4(b) of paragraph 4 "AVAILABILITY OF DOCUMENTS" on page 609 of the Base Prospectus shall be modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

"(b) the 2023 Universal Registration Document, the 2024 Universal Registration Document, the First Amendment to the 2024 Universal Registration Document, the Second Amendment to the 2024 Universal Registration Document, ~~and~~ the Third Amendment to the 2024 Universal Registration Document and the 2025 Universal Registration Document;"

6. SECTION “REGULATORY INFORMATION”

In the section “REGULATORY INFORMATION”, on pages 56 to 64 of the Base Prospectus, the table set out on pages 59 to 63 of the Base Prospectus shall be modified, with the provisions added in blue and underlined and deleted in ~~red and strikethrough~~ as follows:

Benchmark	Administrator	FCA Register
EURIBOR	European Money Markets Institute (EMMI)	Appears
EUR-EURIBOR ICE Swap Rate 11:00	ICE Benchmark Administration Limited	Appears
EUR-CMS	ICE Benchmark Administration Limited	Appears
SOFR-CMS	ICE Benchmark Administration Limited	Appears
USD-SOFR ICE Swap Rate	ICE Benchmark Administration Limited	Appears
SHIBOR	People's Bank of China	Does not appear and exempted
CIBOR	Danish Financial Benchmark Facility ApS	Appears
NIBOR	Norske Finansielle Referanser AS (NoRe)	Does not appear and exempted <u>Appears</u>
STIBOR	Swedish Financial Benchmark Facility <u>AB</u>	Does not appear and exempted <u>Appears</u>
SONIA	Bank of England	Does not appear and exempted
SOFR	GME Group Benchmark Administration Limited <u>Federal Reserve Bank of New York</u>	Appears <u>Does not appear and exempted</u>
€STR	ECB	Does not appear and exempted
SARON	SIX Swiss Exchange	Does not appear and non-exempted
TONA	Refinitiv Benchmark Services (UK) Limited <u>Bank of Japan</u>	Appears <u>Does not appear and exempted</u>
SORA	ABS Benchmarks Administration Co Pte Ltd	Appears
HONIA	Treasury Markets Association (TMA)	Does not appear and non-exempted
AONIA	ASX Benchmarks Limited	Does not appear and non-exempted

CORRA	Bank of Canada	Does not appear and exempted
OBFR	Federal Reserve Bank of New York	Does not appear and exempted
FOMC Target Rate	Federal Reserve Bank of New York	Does not appear and exempted
FTSE MIB index	FTSE International Limited	Appears
SGMDGPPB Index - SGI Global 85% Progressive Protection Bond Index	Societe Generale	Does not appear and non-exempted
IND1GMAS Index - Global Multi Asset Strategy EUR Index	Societe Generale	Does not appear and non-exempted
SGMDPP90 Index - SGI Progressive Protection 90 Index	Societe Generale	Does not appear and non-exempted
SGITEGD Index - SGI European Green Deal Index	Societe Generale	Does not appear and non-exempted
SGIXTLU Index - SGI World Travel and Leisure Index	Societe Generale	Does not appear and non-exempted
SGITGAMA Index - SGI Greener America Ahead Index	Societe Generale	Does not appear and non-exempted
ERIX Index - European Renewable Energy Total Return Index in EUR	Societe Generale	Does not appear and non-exempted
SGIXROBO Index - Rise Of The Robots Index (USD - Net Total Return)	Societe Generale	Does not appear and non-exempted
SGMDDP95 Index - SGI Dynamic Protection 95% Index (EUR - Total Return)	Societe Generale	Does not appear and non-exempted
SGMDPP85 Index - SGI ESG 85% Progressive Protection Bond Index (EUR - Total Return)	Societe Generale	Does not appear and non-exempted
SGITEGDA Index - SGI European Green	Societe Generale	Does not appear and non-exempted

Deal AR 5% Index (EUR – Adjusted Return)		
SGMDMC95 Index - SGI Moorea Sustainable Crescendo 95% Index (EUR – Total Return)	Societe Generale	Does not appear and non- exempted
SGMDMJ22 Index - SGI Multi Asset Janvier 2022 90% Index (EUR - Total Return)	Societe Generale	Does not appear and non- exempted
SGMDROBT Index - SG Rise Of The Robots VT 9 Index (Excess Return - USD)	Societe Generale	Does not appear and non- exempted
SGMDGP85 Index - SGI Global Progressive Protection 85 (SEK – Total Return)	Societe Generale	Does not appear and non- exempted
SGMDWO9 - SGI Water VT 9 Index (Excess Return - EUR)	Societe Generale	Does not appear and non- exempted
SGMDVE11 - SGI European Value VT 11 Index (Excess Return - EUR)	Societe Generale	Does not appear and non- exempted
SGMDGD9 - SGI European Green Deal VT 9 Index (Excess Return - EUR)	Societe Generale	Does not appear and non- exempted
SGIXINFL Index - SGI Inflation Proxy Index	Societe Generale	Does not appear and non- exempted
SGIXFMLY Index - SGI Offices run by families Index	Societe Generale	Does not appear and non- exempted
SGIXOPER Index - SGI Optimised Portfolio Enhanced Risk Allocation Index	Societe Generale	Does not appear and non- exempted

SGDEINFL Index - SGI Inflation Proxy Index CNTR	Societe Generale	Does not appear and non-exempted
WOWAX Index - World Water Total Return Index in EUR	Societe Generale	Does not appear and non-exempted
WOWAXPC Index - World Water Price Index in EUR Market Cap Adjusted	Societe Generale	Does not appear and non-exempted
SGMDTB85 Index - SGI Technology 85% Progressive Protection Bond Index	Societe Generale	Does not appear and non-exempted
IND1BQSI Index - Banor Quality Equity Selection Index	Societe Generale	Does not appear and non-exempted
SGMACRO Index - SG Macro Compass Index (USD - Excess Return)	Societe Generale	Does not appear and non-exempted
SGMDQI8 - SGI Quality Income VT ER 8 Index (Excess Return - EUR)	Societe Generale	{Does not appear and non-exempted}
SGMDSL8 - SGI Second Life VT ER 8 Index (Excess Return - EUR)	Societe Generale	{Does not appear and non-exempted}
SGPBSHAR Index - SGPB Selection Horizon Decrement 5% Index	Societe Generale	{Does not appear and non-exempted}
SGMDMETS – Milleis Europe Tri-Secteur Index	Societe Generale	Does not appear and non-exempted
SGMDTTSD - SGI Transatlantic VT Fix Dividend 50 Index (EUR – Net Total Return)	Societe Generale	Does not appear and non-exempted
SGMDNCR8 - SGI Global Nuclear VT 8 Index	Societe Generale	Does not appear and non-exempted

<u>SGMDAI8 - SGI Global AI Infrastructure VT 8 Index</u>	<u>Societe Generale</u>	<u>Does not appear and non- exempted</u>
<u>SGMDAIS8 - SGI Global AI Semiconductor VT 8 Index</u>	<u>Societe Generale</u>	<u>Does not appear and non- exempted</u>
<u>SGMDRBU8 - SGI Rebuild Ukraine VT 8 Index</u>	<u>Societe Generale</u>	<u>Does not appear and non- exempted</u>
<u>SGMDTIH8 - SGI Transatlantic Innovative Healthcare VT 8 Index</u>	<u>Societe Generale</u>	<u>Does not appear and non- exempted</u>
AL	London Metal Exchange Limited (LME)	Appears
AL3	London Metal Exchange Limited (LME)	Appears
CU	London Metal Exchange Limited (LME)	Appears
CU3	London Metal Exchange Limited (LME)	Appears
GI	European Energy Exchange (EEX)	Does not appear and non- exempted
GOA	ICE Benchmark Administration Limited (IBA)	Appears
MCU	London Metal Exchange Limited (LME)	Appears
NI	London Metal Exchange Limited (LME)	Appears
NI3	London Metal Exchange Limited (LME)	Appears
PB	London Metal Exchange Limited (LME)	Appears
PB3	London Metal Exchange Limited (LME)	Appears
GO	ICE Benchmark Administration Limited (IBA)	Appears
PDA	London Metal Exchange Limited (LME)	Appears
PD	London Metal Exchange Limited (LME)	Appears

PTA	London Metal Exchange Limited (LME)	Appears
PT	London Metal Exchange Limited (LME)	Appears
SI	ICE Benchmark Administration Limited (IBA)	Appears
ZN	London Metal Exchange Limited (LME)	Appears
ZN3	London Metal Exchange Limited (LME)	Appears

7. SECTION “FORM OF FINAL TERMS”

In the section “FORM OF FINAL TERMS”, on pages 79 to 133 of the Base Prospectus, the provisions of the section “Part B – Other Information” on pages 121 to 122 are modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

“- Prohibition of Sales to EEA Non ~~Natural Persons~~ Retail Clients:

[Applicable/Not Applicable]

(Applicable means that the Notes may not at any time be offered, sold, resold, traded, pledged, redeemed, transferred or delivered, directly or indirectly, to, or for the account or benefit of, a person or entity that is not ~~a natural person an EEA retail client~~ (except to other than (x) the Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) and any offer, sale, resale, pledge, redemption, transfer or delivery made, directly or indirectly or to or for the account or benefit of, a person that is not ~~a natural person an EEA retail client~~ (except to other than (x) the Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) will not be recognised or enforceable.)

(vii) Prohibition of Sales to UK Retail Investors:

[Applicable/Not Applicable]

(If the Notes do not constitute “packaged” products or the Notes do constitute “packaged” products and a key information document will be

prepared, “Not Applicable” should be specified. If the Notes may constitute “packaged” products and no KID will be prepared, “Applicable” should be specified. For the purpose of the above, a “packaged” product shall designate a “packaged retail investment product” which means, in accordance with 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)

**- Prohibition of Sales to UK Non
Natural Persons Retail Clients:**

[Applicable/Not Applicable]

(Applicable means that the Notes may not at any time be offered, sold, resold, traded, pledged, redeemed, transferred or delivered, directly or indirectly, to, or for the account or benefit of, a person or entity that is not a ~~natural person~~ UK retail client (~~except to other than (x)~~ the Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) and any offer, sale, resale, pledge, redemption, transfer or delivery made, directly or indirectly or to or for the account or benefit of, a person that is not a ~~natural person~~ UK retail client (~~except to other than (x)~~ the Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes) will not be recognised or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) will not be recognised or enforceable.)”

8. SECTION “SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS”

- (i) In the section “SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS” on pages 595 to 607 of the Base Prospectus, sub-paragraphs 2.14 to 2.15 of paragraph 2 “SELLING RESTRICTIONS: JURISDICTIONS OUTSIDE THE UNITED KINGDOM” on pages 602 to 603 are modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

“2.14 United Arab Emirates (excluding the Abu Dhabi Global Market and the Dubai International Finance Centre)

~~Each Dealer has represented and agreed~~ In accordance with Decision No. (13/R.M.) of 2021 on the Financial Activities Rulebook and Mechanisms of Adjustment of the Securities and Commodities Authority (the SCA) (the SCA Rulebook), each Dealer represents and agrees, and each further Dealer appointed under the Programme will be required to acknowledge and agree that:

~~(a) the Notes to be issued under the Programme have not been and will not be offered, sold or publicly promoted or advertised by it~~ which this Base Prospectus relates may only be promoted in the United Arab Emirates (including excluding the Dubai International Financial Center (DIFC) and the Abu Dhabi Global Market (ADGM)) other than in compliance with any laws applicable in the United Arab Emirates governing the issue, offering and sale of securities; as follows: without the prior approval of the SCA, only in so far as the promotion is directed to: (i) a person who meets the definition of a “professional investor” under the SCA Rulebook; or (ii) following a ‘reverse’ (i.e., unsolicited) enquiry by an investor.

~~(b) the information contained in this Base Prospectus does not constitute a public offer of securities in the United Arab Emirates in accordance with the Commercial Companies Law (Federal Law No. 2 of 2015), the Emirates Securities and Commodities Authority (the Authority) Board of Directors Decision No. 9/RM of 2016 concerning Mutual Funds Regulations, or the Emirates Securities and Commodities Authority Chairman Decision No. 3/RM of 2017 concerning the Promoting and Introducing Regulations, or otherwise and is not intended to be a public offer and the information contained in this Base Prospectus is not intended to lead to the conclusion of any contract of whatsoever nature within the territory of the United Arab Emirates (excluding the Dubai International Financial Centre);~~

~~(c) the Notes to be issued under the Programme and this Base Prospectus have not been and will not be filed, reviewed or approved by the United Arab Emirates Central Bank, the Emirates Securities and Commodities Authority, the Financial Services Regulatory Authority or any other governmental regulatory body or securities exchange; and~~

~~(d) the Notes will only be promoted and marketed on a cross-border basis in to the territory of the United Arab Emirates to “non natural Qualified Investors” in compliance with the Emirates Securities and Commodities Authority Chairman Decision No. 3/RM of 2017 concerning the Promoting and Introducing Regulations which includes (a) an investor who is able to manage their investments on their own, namely (i) federal and local government entities or companies wholly owned by any such entities; (ii) international entities and organisations; or (iii) a legal person licensed to undertake a commercial activity in the United Arab Emirates, provided that one of such person’s objects is investment, or (b) an investor who is represented by an investment manager licensed by the Authority (each a Qualified Investor).~~

~~The information in this Base Prospectus may also be provided to investors at their unsolicited and specific request and an investor may directly approach the Issuer, the relevant Dealer or the Arranger (as the case may be) in relation to the purchase of the Notes.~~

Further, this Base Prospectus does not constitute a public offer of securities in the United Arab Emirates (including the DIFC and the ADGM) and is not intended to be a public offer.

The SCA has not verified the Base Prospectus or other documents in connection with the Notes and the SCA may not be held liable for the accuracy or completeness of the information in the Base Prospectus. The Notes to which this Base Prospectus relates may be illiquid or subject to restrictions on their resale. Prospective investors should conduct their own due diligence on the Notes. If you do not understand the contents of this document, you should consult an authorised financial advisor.

2.15A Abu Dhabi Global Market (ADGM)

Each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that this offer document is an Exempt Offer in accordance with the Market Rules of the ADGM Financial Services Regulatory Authority.

This Exempt Offer document is intended for distribution only to Persons of a type specified in the Market Rules. It must not be delivered to, or relied on by, any other Person.

The ADGM Financial Services Regulatory Authority has no responsibility for reviewing or verifying any documents in connection with an Exempt Offer. The ADGM Financial Services Regulatory Authority has not approved this Exempt Offer document nor taken steps to verify the information set out in it, and has no responsibility for it.

The Securities to which this Exempt Offer relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers of the Securities offered should conduct their own due diligence on the Securities. If you do not understand the contents of this Exempt Offer document, you should consult an authorised financial advisor.

2.15B Dubai International Financial Centre

Each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that ~~it has not offered and will not offer the Notes to be issued under the Programme to any person in the Dubai International Financial Centre unless such offer is:~~

~~(a) this document relates to~~ an “Exempt ~~e~~Offer” in accordance with the Markets Rules of the Dubai Financial Services Authority (~~the~~ DFSA); and

~~(b) made only to persons who meet the Professional Client criteria set out in Rule 2.3.1 of the DFSA Markets Rules and who are not natural persons.~~

~~This Base Prospectus relates to Notes which are not subject to any form of regulation or approval by the DFSA. This document is intended for distribution only to persons of a type specified in those Rules. It must not be delivered to or relied on, by any other person.~~ The DFSA has no responsibility for reviewing or verifying any documents in connection with Exempt Offers. The DFSA has not approved this ~~Base Prospectus or any associated~~ documents nor taken steps to verify the information set out in it, and has no responsibility for it.

The ~~Notes~~ securities to which this ~~Base Prospectus~~ document relates may be illiquid and/or subject to restrictions on their re-sale. Prospective purchasers of ~~any~~ the Notes offered should conduct their own due diligence on the Notes.

If you do not understand the contents of this ~~Base Prospectus~~ document, you should consult an authorised financial adviser.”

- (ii) In the section “SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS” on pages 595 to 607 of the Base Prospectus, the heading of sub-paragraph 2.23 of paragraph 2 “SELLING RESTRICTIONS: JURISDICTIONS OUTSIDE THE UNITED KINGDOM” on page 604 is modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

“2.23 Prohibition of Sales to EEA Retail Investors / Prohibition of Sales ~~to~~ in the EEA to Non ~~Natural Persons~~ Retail Clients”

- (iii) In the section “SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS” on pages 595 to 607 of the Base Prospectus, sub-paragraph 2.23.2 of paragraph 2 “SELLING RESTRICTIONS: JURISDICTIONS OUTSIDE THE UNITED KINGDOM” on pages 605 to 606 is modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

“2.23.2 Prohibition of Sales ~~to~~ in the EEA to Non ~~Natural Persons (where Notes are held in a retail account)~~ Retail Clients”

If the Final Terms in respect of any Notes specifies “Prohibition of Sales to EEA Non ~~Natural Persons~~ Retail Clients” as “Applicable”, with respect to each Member State of the EEA (each, a “Member State”), Notes which are the subject of the offering contemplated by the Base

Prospectus as completed by the Final Terms in relation thereto may not be offered to the public in the EEA, except that such Notes may be offered, sold or otherwise made available in that Member State to ~~natural~~ persons or entities that are retail clients only in the following circumstances:

(a) if the Final Terms in relation to the Notes specify that an offer of those Notes may be made other than pursuant to Article 1(4) of the Prospectus Regulation in that Member State (a "Non-exempt Offer"), following the date of publication of a prospectus in relation to those Notes which has been approved by the competent authority in that Member State or, where appropriate, approved in another Member State and notified to the competent authority in that Member State, provided that any such prospectus has subsequently been completed by the Final Terms contemplating such Non-exempt Offer in accordance with the Prospectus Regulation, in the period beginning and ending on the dates specified in such prospectus or Final Terms as applicable and the relevant Issuer has consented in writing to its use for the purpose of that Non-exempt Offer;

(b) at any time to fewer than 150 ~~natural~~ persons or entities that are retail clients only subject to obtaining the prior consent of the relevant Issuer or any Dealer for any such offer; or

(c) at any time in any other circumstances falling within Article 1(4) (except (a)) of the Prospectus Regulation,

provided that no such offer of Notes referred to in (b) and (c) above shall require the relevant Issuer to publish a prospectus pursuant to Article 3 of the Prospectus Regulation, or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

The Notes the Final Terms of which specifies "Prohibition of Sales to EEA Non ~~Natural Persons~~Retail Clients" as "Applicable", may not at any time be offered, sold, resold, traded, pledged, redeemed, transferred or delivered, directly or indirectly, to, or for the account or benefit of, a person or entity that is not an EEA ~~natural person~~ retail client (other than (x) the relevant Issuer, any entity within Société Générale Group, any relevant distributor or an intermediary for secondary market purposes or (y) any insurance company who subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) and any offer, sale, resale, pledge, redemption, transfer or delivery made, directly or indirectly to or for the account or benefit of, a person or entity that is not a ~~natural person~~ retail client (other than the (x) relevant Issuer, any entity within Société Générale Group, any relevant distributor or an intermediary for secondary market purposes or (y) any insurance company who subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) will not be recognised or enforceable unless such offer, sale, resale, pledge, redemption, transfer or delivery is made, directly or indirectly, to or for the account or benefit of (x) the Issuer, a Manager, any relevant distributor or an intermediary for secondary market purposes or (y) any insurance company who subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts.

~~The Notes may only be held by the natural persons in a retail account (pursuant to Article 428i of Regulation (EU) No 575/2013, as amended).~~

For the purposes of this provision:

(a) "retail client" means (i) a natural person or (ii) an SME, as defined in Regulation (EU) No 575/2013, as amended;

(b) the expressions an "offer" or an "offer of Notes to the public" in relation to any Notes in any Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes or life insurance contracts for which the Notes are unit-linked vehicles; and

(b-c) "Prospectus Regulation" means Regulation (EU) 2017/1129, as amended."

- (iv) In the section "SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS" on pages 595 to 607 of the Base Prospectus, the heading of sub-paragraph 3.1 of paragraph 3 "SELLING RESTRICTIONS: THE UNITED KINGDOM" on page 606 is modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

"3.1 Prohibition of Sales to UK Retail Investors / Prohibition of Sales to UK Non ~~Natural Persons~~ Retail Clients"

- (v) In the section "SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS" on pages 595 to 607 of the Base Prospectus, sub-paragraph 3.1.2 of paragraph 3 "SELLING RESTRICTIONS: THE UNITED KINGDOM" on pages 606 to 607 is modified as follows, with provisions added in blue and underlined and deleted in ~~red and strikethrough~~:

"3.1.2 Prohibition of Sales to UK Non ~~Natural Persons~~ Retail Clients

If the Final Terms in respect of any Notes specifies "Prohibition of Sales to UK Non ~~Natural Persons~~ Retail Clients" as "Applicable", each Dealer has represented and agreed, and each further Dealer appointed under the Programme and each other purchaser will be required to represent and agree, that it has not made and will not make an offer of Notes which are the subject of the offering contemplated by the Base Prospectus as completed by the applicable Final Terms in relation thereto may not be offered to the public in the United Kingdom except that it may make an offer of such Notes ~~may be offered, sold or otherwise made available~~ in the United Kingdom to ~~natural persons~~ Retail Clients only in the following circumstances:

(a) at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the ~~United Kingdom~~ UK Prospectus Regulation) subject to obtaining the prior consent of the relevant ~~Issuer~~ Dealer or ~~any Manager~~ Dealers nominated by the Issuer for any such offer; or

(b) at any time in any other circumstances falling within ~~Section 86~~ Article 1(4) (except (a)) of the ~~FSMA~~ UK Prospectus Regulation,

provided that, no such offer of Notes referred to in (a) and (b) above shall require the ~~relevant~~ Issuer or any Dealer to publish a prospectus pursuant to ~~Section 85~~ Article 3 of the ~~FSMA~~ UK Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation.

If The Notes, the Final Terms in respect of which any Notes specifies "Prohibition of Sales to UK Non ~~Natural Persons~~ Retail Clients" as "Applicable", ~~Notes which are the subject of the offering contemplated by the Base Prospectus as completed by the Final Terms in relation thereto~~ may not at any time be offered, sold, resold, pledged, redeemed, transferred or delivered, directly or indirectly, to, or for the account or benefit of, a person or entity that is not a ~~UK natural person retail client~~ (other than ~~(x)~~ the relevant Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) and any offer, sale, resale, pledge, redemption, transfer or delivery made, directly or indirectly, or to or for the account or benefit of, a person or entity that is not a retail ~~investor client~~ (except to other than (x) the Issuer, any entity within Societe Generale Group, any relevant distributor, the Dealer or an intermediary for secondary market purposes or (y) any insurance company which subscribes or purchases the Notes as a hedge of its life-insurance contracts subscribed by persons or entities that are retail clients, the Notes being the underlying units of such life-insurance contracts) will not be recognised or enforceable, ~~unless such offer, sale, resale, pledge, redemption, transfer or delivery is made, directly or indirectly, to or for the account or benefit of the Issuer, a Manager, any relevant distributor or an intermediary for secondary market purposes. The Notes may only be held by the natural persons in a retail account (pursuant to Article 428i of Regulation (EU)~~

~~No 575/2013, as amended as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018.~~

For the purposes of this provision:

(a) "retail client" means (i) a natural person or (ii) a company, enterprise or undertaking which, according to its most recent consolidated accounts, has an annual turnover not exceeding EUR 50 000 000;

(b) the expressions an "offer" or an "offer of Notes to the public" in relation to any Notes means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes; and

~~(b-c)~~ "UK Prospectus Regulation" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA."

9. SECTION "DESCRIPTION OF SOCIETE GENERALE INDICES ("SGI INDICES")"

In the section "DESCRIPTION OF SOCIETE GENERALE INDICES ("SGI INDICES")" on pages 588 to 589 of the Base Prospectus, the list of SGI Indices on page 588 is modified as follows, with the provisions added in blue and underlined:

"The following SGI Indices may be used as underlyings:

- SGMDGPPB Index - SGI Global 85% Progressive Protection Bond Index
- IND1GMAS Index - Global Multi Asset Strategy EUR Index
- IND1BQSI Index - Banor Quality Equity Selection Index
- SGMDPP90 Index - SGI Progressive Protection 90 Index
- SGITEGD Index - SGI European Green Deal Index
- SGIXTLU Index - SGI World Travel and Leisure Index
- SGITGAMA Index - SGI Greener America Ahead Index
- ERIX Index - European Renewable Energy Total Return Index in EUR
- SGIXROBO Index - Rise Of The Robots Index (USD - Net Total Return)
- SGIXOPER Index - SGI Optimised Portfolio Enhanced Risk Allocation Index
- SGMDDP95 Index – SGI Dynamic Protection 95% Index (EUR – Total Return)
- SGMDPP85 Index – SGI ESG 85% Progressive Protection Bond Index (EUR – Total Return)
- SGITEGDA Index - SGI European Green Deal AR 5% Index (EUR – Adjusted Return)
- SGMDMC95 Index - SGI Moorea Sustainable Crescendo 95% Index (EUR – Total Return)
- SGMDMJ22 Index - SGI Multi Asset Janvier 2022 90% Index (EUR - Total Return)
- SGMDROBT Index - SG Rise Of The Robots VT 9 Index (Excess Return - USD)
- SGMDGP85 Index - SGI Global Progressive Protection 85 (SEK – Total Return)
- SGMDTB85 Index - SGI Technology 85% Progressive Protection Bond Index
- SGMDWO9 - SGI Water VT 9 Index (Excess Return - EUR)
- SGMDVE11 - SGI European Value VT 11 Index (Excess Return - EUR)

- SGMDGD9 - SGI European Green Deal VT 9 Index (Excess Return - EUR)
- SGIXINFL Index - SGI Inflation Proxy Index
- SGDEINFL Index - SGI Inflation Proxy Index CNTR
- SGIXFMLY Index - SGI Offices run by families Index
- WOWAX Index - World Water Total Return Index in EUR
- WOWAXPC Index - World Water Price Index in EUR Market Cap Adjusted
- SGMACRO Index - SG Macro Compass Index (USD – Excess Return)
- SGMDQI8 - SGI Quality Income VT ER 8 Index (Excess Return - EUR)
- SGMDSL8 - SGI Second Life VT ER 8 Index (Excess Return - EUR)
- SGPBSHAR Index - SGPB Selection Horizon Decrement 5% Index
- [SGMDMETS – Milleis Europe Tri-Secteur Index](#)
- [SGMDTTSD - SGI Transatlantic VT Fix Dividend 50 Index \(EUR – Net Total Return\)](#)
- [SGMDNCR8 - SGI Global Nuclear VT 8 Index](#)
- [SGMDAI8 - SGI Global AI Infrastructure VT 8 Index](#)
- [SGMDAIS8 - SGI Global AI Semiconductor VT 8 Index](#)
- [SGMDRBU8 - SGI Rebuild Ukraine VT 8 Index](#)
- [SGMDTIH8 - SGI Transatlantic Innovative Healthcare VT 8 Index](#)

DOCUMENTS AVAILABLE

Copies of this Supplement can be obtained, without charge, from the head office of each Issuer and the specified office of each of the Paying Agents, in each case, at the address given at the end of the Base Prospectus.

This Supplement will be published on the website of:

- the Financial Conduct Authority (<https://marketsecurities.fca.org.uk/>); and
- the Issuers (<http://prospectus.socgen.com>).

RESPONSIBILITY

Each of Societe Generale and SG Issuer accepts responsibility for the information given in this Supplement and confirms that the information contained in this Supplement is, to the best of their knowledge, in accordance with the facts and this Supplement makes no omission likely to affect the import of such information.