

## Cancel and replace the FINAL TERMS FOR SHARE CERTIFICATES DATED 29 October 2008 for the purposes of correcting a manifest error

#### I - GENERAL

Reference of Base Prospectus, Supplements and Document de Référence

- Base Prospectus approved by the Autorité des marchés financiers ("AMF") on 21 February 2008 (visa n° 08-034).

- Supplements approved by the AMF on 5 March 2008 (visa n° 08-045), 30 April 2008 (visa n° 08-080), 19 May 2008 (visa n° 08-095), 9 June 2008 (visa n° 08-123), 8 August 2008 (visa n° 08-169),

- Document de Référence filed with the AMF on 3 March 2008 under n° D.08-0084, première actualisation of the Document de Référence filed with the AMF on 16 May 2008 under n° D.08-0084-A01, deuxième actualisation of the Document de Référence filed with the AMF on 30 May 2008 under n° D.08-0084-A02, troisième actualisation of the Document de Référence filed

with the AMF on 7 August 2008 under n° D.08-0084-A03.

Société Générale Effekten GmbH Issuer

Guarantor Société Générale

The Certificates are guaranteed by Société Générale under the Guarantee

dated 29 February 2008.

**Commercial Name** 100% Quanto

**Issue Date** 31 October 2008

Subscription Société Générale

Société Générale, Tour Société Générale, 92987 Paris La Défense Cedex, **Paying Agent** 

France.

**Calculation Agent** Société Générale, Tour Société Générale, 92987 Paris La Défense Cedex,

France.

**Clearance Institution** Euroclear Bank (Brussels), Clearstream Banking (Luxemburg) or Euroclear

France (Paris), as the case may be.

Place of the listing of the

Certificates

**Euronext Paris** 

**Trading** The minimum number of Certificates for trading on Euronext Paris is 1 (one)

Certificate.

**Delisting** The Certificates will be delisted from Euronext Paris at opening on the sixth

trading day in Paris before the Early Settlement Date (inclusive).

**Assimilation provisions** Not applicable

Société Générale N° Azur 0810 30 20 20 Investors' contact

### II - FINANCIAL CHARACTERISTICS

#### **TABLE**

Number of Certificates	Issue Price per Certificate	Maturity Date	ISIN code	mnemonic code
100,000	EUR 119	Open-End	FR0010681528	9458S

Aggregate issue amount EUR 11,900,000

**Settlement Currency** FUR

Underlying The Share of Berkshire Hathaway Inc. - Class A (Reuters code: BRKa.N)

**Underlying currency** USD. The Certificates include a forex guarantee ("Quanto"). The price of the

Underlying is considered without reference to the Underlying currency.

**Quotation Market** New York Stock Exchange

**Related Exchange** Not applicable

**Early Maturity Date** The date, from the Issue Date (exclusive), selected by the Issuer to terminate its obligations under the Certificates, after having given 30 calendar days'

notice (published in the Journal Officiel).

At any time between the Issue Date (exclusive) and the day (exclusive) on **Optional Exercise Notice** which the Issuer notices the Early Maturity Date, the Certificateholder may send an Optional Exercise Notice to the Paying Agent. The minimum number of Certificates required for the Optional Exercise Notice is 1,000

Certificates or an integral multiple of this number.

The 30<sup>th</sup> calendar day following the Business Day on which (i) a duly **Potential Exercise Date** completed Optional Exercise Notice is received by the Paying Agent before 10:00 am (Paris time) and (ii) the verification mentioned in Condition 9 of the Programme is performed by 10:00 am (Paris time) on

the same day.

**Early Settlement Amount** Each Certificate shall entitle the Certificateholder to receive the Early Settlement Amount on the Early Settlement Date in one of the following

(i) in the event of an early termination of the Certificates by the Issuer, or

(ii) by sending the Optional Exercise Notice form appended hereto

$$MAX \left\{ EUR1 \times \frac{VALUE_f}{Parity_f} - C - QF; 0 \right\}$$

where

VALUE<sub>f</sub> means the closing price of the Underlying on the Early Valuation Date, subject to the provisions of the definition of Early Valuation Date below.

Parity<sub>f</sub> means the parity on the Early Valuation Date.

The Parity is initially equal to 1,000 on the Issue Date. If, between the Issue Date and the Early Valuation Date (both dates included), the calendar day (t) is an Ex-Dividend Date, the Parity will be adjusted according to the following formula:

$$Parity_{after adjustment} = Parity_{before adjustment} / \left(1 + \frac{85\% \times DIV_t}{VALUE_{t-1} - DIV_t}\right)$$

with

DIV<sub>t</sub> means any ordinary dividends, before deduction of any withholding tax and without any tax credit, detached in cash from the Underlying and converted in the Underlying currency on date (t) between the Issue Date and the Early Valuation Date (both dates included).

The sum of commissions calculated on each calendar day between the Issue Date (inclusive) and the Early Valuation Date (inclusive). On each calendar day, the commission will be equal to CR<sub>t</sub> multiplied by the Intrinsic Value of the Certificate calculated in euro.

Commission Rate or CR<sub>t</sub> means the commission rate on each calendar day (t). The current level will be defined by the Issuer and published on its website www.sgbourse.fr with a maximum annualized rate of 0.70%.

Commissions or C

Intrinsic Value or IV(t) means the intrinsic value on each calendar day (t) which will be equal to :

$$MAX \left\{ EUR 1 \times \frac{VALUE_{t}}{Parity_{t}} - C_{t-1} - QF_{t-1}; 0 \right\}$$

with:

VALUE<sub>t</sub> means the last known closing price of the Underlying on each calendar day(t)

Parity<sub>t</sub> means the parity on each calendar day(t)

 $C_{t\text{-}1}$  means the sum of commissions calculated between the Issue Date (inclusive) and the calendar day (t-1) (inclusive).

 $QF_{t-1}$  means the sum of the Quanto Fees calculated between the Issue Date (inclusive) and the calendar day (t-1) (inclusive).

**Quanto Fees**The sum of quanto fees calculated on each calendar day between the Issue Date (inclusive) and the Early Valuation Date (inclusive). On each calendar

day (t), the Quanto Fees will be equal to:

$$\frac{1}{365} \times EUR \ 1 \times QUANTO_{t} \times \frac{VALUE_{t}}{Parity_{t}}$$

where:

Parity<sub>t</sub> means the parity on each calendar day(t)

 $\text{QUANTO}_{t}$  means the quanto cost/gain on each calendar day(t) as calculated by the Calculation Agent

 $VALUE_t$  means the last known closing price of the Underlying on each calendar day(t)

Early Settlement Date The sixth Business Day following the Early Valuation Date.

**Early Valuation Date**The first Trading Day of the Early Valuation Period. However, if there is no Trading Day during the Early Valuation Period, the last day of the Early

Valuation Period shall be deemed to be the Early Valuation Date and VALUE<sub>f</sub>

shall be the Fair Market Value.

**Early Valuation Period** The period of 5 (*five*) calendar days which begins on the Early Maturity Date

or on the Potential Exercise Date.

Fair Market Value The value of the Underlying determined by the Calculation Agent, after

consultation with an independent expert designated by Société Générale, on the basis of the market conditions on the last day of the Early Valuation

Period.

# Remunerations of professional intermediaries:

Société Générale may pay to certain investment services providers or investment financial advisers (each, an "Interested Party") an annual remuneration of up to 50% of the Commission (C) set out above, based on the amount of Certificates held by such entities' clients.

Further information in respect of the above remunerations may be provided by Société Générale to its own clients upon request. If, under the Markets in Financial Instruments Directive (MiFID) 2004/39/CE and/or any other laws and regulations, an Interested Party is required to disclose to prospective investors in the Certificates any remuneration that Société Générale pays to, or receives from, such Interested Party in respect of the Certificates, the Interested Party shall be responsible for compliance with such laws and regulations.

The attention of the potential purchasers is drawn to the fact that:

- they must read these Final Terms together with the Base Prospectus, the Supplement(s), the *Document de Référence* and the *actualisations* referred to above,
- at any time, the Certificate value may be less than the Issue Price and Certificateholders may lose some or all of their investment,

- Certificates are not suitable for all investors. Potential purchasers are advised to make their decision only after having carefully considered, with their advisers, whether the planned investment is appropriate to their requirements and resources.

# APPENDIX to the FINAL TERMS FORM OF THE OPTIONAL EXERCISE NOTICE

# SOCIÉTÉ GÉNÉRALE EFFEKTEN GMBH (the Issuer)

Unless otherwise stated, words and expressions defined in the terms and conditions of the Certificates (hereinafter the "Terms and Conditions") relating to this Certificate issue shall have the same meanings when used in this Optional Exercise Notice.

After completion, this Optional Exercise Notice must be sent by the Certificate Account Holder to the Paying Agent. The Certificates must be credited to the Paying Agent's account with Euroclear France, as referred to below, on the same day, at the same time as the notice is sent.

Any Optional Exercise Notice that is not completed in accordance with the Terms and Conditions shall be deemed void. In particular:

- the number of Certificates referred to in this Optional Exercise Notice must be equal to the minimum number of Certificates for which this notice can be made, as provided for in the Final Terms, or a whole multiple of such minimum number.
- the number of Certificates must be credited to the Paying Agent's account in its entirety,
- the Certificate transfer must take place to Paying Agent's account with Euroclear France (member No. 176 account type 51) with all relevant fees paid.

PAYING AGENT: Société Générale – Tour Société Générale OPER/GED/BAC/COR/PRI/WAR – 17 cours Valmy – 92987 Paris La Défense Cedex – Telephone +33(0)1 58 98 06 83 – Fax 01 42 13 32 23 – SWIFT: SOGEFRPPHCM OPER/GED/BAC/COR/PRI/WAR

I – CERTIFICATE REFERENCES
Certificate-Underlying :
Certificate Maturity Date :
II – TO BE COMPLETED IN BLOCK CAPITALS
NAME OF CERTIFICATE ACCOUNT HOLDER :
ADDRESS OF CERTIFICATE ACCOUNT HOLDER:
TEL. NO. OF CERTIFICATE ACCOUNT HOLDER :
CONTACT PERSON :

We hereby make an irrevocable application for early repayment on the Certificates referred to below in accordance with the provisions set forth in the Terms and Conditions.

Number of Certificates for which the Optional Exercise Notice is made
Mnemonic code
ISIN code
:

- Cash account to which payments owed under the Certificates should be paid (subject to deduction of all payable Taxes and Duties)
(the account may not be domiciled in the United States)

We hereby confirm the transfer of Certificates to the Paying Agent's account, member No. 176 account type 51, with all relevant fees paid.

Date

**Certificate Account Holder signature**