

Investors should have sufficient knowledge and experience of financial and business matters to evaluate the merits and risks of investing in a particular issue of Euro Medium Term Notes as well as access to, and knowledge of, appropriate analytical tools to assess such merits and risks in the context of their financial situation. Certain issues of Euro Medium Term Notes are not an appropriate investment for investors who are unsophisticated with respect to the applicable interest rate indices, currencies, other indices or formulas, or redemption or other rights or options. Investors should also have sufficient financial resources to bear the risks of an investment in Euro Medium Term Notes. For a more detailed description of the risks associated with any investment in the Notes, investors should read the section of the Debt Issuance Programme Prospectus headed "*Risk Factors*".

23 September 2009

Cancel and replace the Applicable Final Terms dated 17 September 2009 (paragraph 41 has been modified)

SG OPTION EUROPE

**Issue of up to EUR 50,000,000 Notes due 5 November 2014
Unconditionally and irrevocably guaranteed by Société Générale
under the €125,000,000,000
Euro Medium Term Note 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 Debt Issuance Programme Prospectus dated 28 April 2009 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the **Prospectus Directive**). This document constitutes the Final Terms of the Notes described herein [for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Debt Issuance Programme Prospectus and any Supplement(s) to such Debt Issuance Programme Prospectus published prior to the Issue Date (as defined below) (**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(s) shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms, the Debt Issuance Programme 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 the Debt Issuance Programme 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, U.S. persons. Copies of the Debt Issuance Programme 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 of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange (www.bourse.lu).

The provisions of the Equity Technical Annex apply to these Final Terms and such documents shall be read together. In the event of any inconsistency between the Equity Technical Annex and these Final Terms, these Final Terms shall prevail.

- | | | | |
|----|--------|-----------------------|------------------|
| 1. | (i) | Issuer: | SG Option Europe |
| | [(ii)] | Guarantor: | Société Générale |
| 2. | (i) | Series Number: | 23404/09.10 |

| | | |
|---|--|---|
| (ii) | Tranche Number: | 1 |
| 3. | Specified Currency or Currencies: | EUR |
| 4. | Aggregate Nominal Amount: | Up to 50,000,000 |
| (i) | Tranche: | Up to 50,000,000 |
| (ii) | Series: | Up to 50,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | Specified Denomination(s): | EUR 1,000 |
| 7. | (i) Issue Date and if any, Interest Commencement Date : | 22 October 2009 |
| (ii) | Interest Commencement Date (if different from the Issue Date): | Not Applicable |
| 8. | Maturity Date | 5 November 2014 |
| 9. | Interest Basis: | See paragraphs 15 to 18 below |
| 10. | Redemption/Payment Basis: | See paragraph(s) 20 and/or 23 below |
| 11. | Change of Interest Basis or Redemption/Payment Basis: | See paragraphs 15 to 18 below |
| 12. | Put/Call Options: | See paragraph(s) 21 and/or 22 below |
| 13. | Status of the Notes: | Unsubordinated |
| 14. | Method of distribution: | Non-syndicated |
| PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE | | |
| 15. | Fixed Rate Note Provisions | Not Applicable |
| 16. | Floating Rate Note Provisions | Not Applicable |
| 17. | Zero Coupon Note Provisions | Not Applicable |
| 18. | Index Linked Interest Note Provisions | Applicable |
| (i) | Index/Formula: | As specified in the Schedule |
| (ii) | Calculation Agent responsible for calculating Rate of Interest and/or Interest Amount (if not the Fiscal Agent): | As provided in Part 4-I of the Equity Technical Annex |

| | | |
|---|--|---|
| (iii) | Provisions for determining Coupon where calculation by reference to Index and/or Formula is impossible or impracticable: | As provided in the Equity Technical Annex |
| (iv) | Specified Period(s) (see Condition 5(b)(i)(B)) of the Terms and Conditions of the English Law Notes and the Uncertificated Notes and 4 (b)(i)(B) of the Terms and Conditions of the French Law Notes/Interest Payment Date(s): | As specified in the Schedule |
| (v) | Business Day Convention: | Following Business Day Convention (unadjusted) |
| (vi) | Additional Business Centre(s) and/or Applicable "Business Day" definition (if different from that in Condition 5(b)(i) of the Terms and Conditions of the English Law Notes and the Uncertificated Notes and 4(b)(i) of the Terms and Conditions of the French Law Notes): | Not Applicable |
| (vii) | Minimum Rate of Interest: | See Index / Formula specified in the Schedule |
| (viii) | Maximum Rate of Interest: | See Index / Formula specified in the Schedule |
| (ix) | Day Count Fraction: | Not Applicable |
| (x) | Rate Multiplier: | Not Applicable |
| 19. | Dual Currency Note Provisions | Not Applicable |
| PROVISIONS RELATING TO PHYSICAL DELIVERY | | |
| 20. | Physical Delivery Note Provisions | Not Applicable |
| PROVISIONS RELATING TO REDEMPTION | | |
| 21. | Issuer's optional redemption (other than for taxation reasons) | Not Applicable |
| 22. | Redemption at the option of the Noteholders: | Not Applicable |
| 23. | Final Redemption Amount: | See the Schedule |
| (i) | Index/Formula: | See the Schedule |
| (ii) | Calculation Agent responsible for calculating the Final Redemption Amount (if not the Fiscal Agent): | As provided in Part 4-I of the Equity Technical Annex |

| | | |
|---|---|--|
| (iii) | Provisions for determining the redemption amount where calculation by reference to Index and/or Formula is impossible or impracticable: | As provided in the Equity Technical Annex |
| 24. | Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default and/or the method of calculating the same (if required or if different from that set out in Condition 7(g) of the Terms and Conditions of the English Law Notes and the Uncertificated Notes and 6(g) of the Terms and Conditions of the French Law Notes): | Market Value |
| 25. | Credit Linked Notes provisions | Not Applicable |
| GENERAL PROVISIONS APPLICABLE TO THE NOTES | | |
| 26. | Form of Notes: | Dematerialised Notes |
| (i) | Form: | Bearer dematerialised form (<i>au porteur</i>) |
| (ii) | New Global Note: | No |
| 27. | “Payment Business Day” election in accordance with Condition 5(d) of the Terms and Conditions of the French Law Notes or other special provisions relating to Payment Business Days: | Following Payment Business Day |
| 28. | Additional Financial Centre(s) for the purposes of Condition 5(d) of the Terms and Conditions of the French Law Notes: | Not Applicable |
| 29. | Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes: | Yes (if appropriate) |
| 30. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay: | Not Applicable |
| 31. | Details relating to Instalment Notes: | Not Applicable |
| 32. | Redenomination applicable: | Redenomination not applicable |
| 33. | Clearing System Delivery Period (Condition 15 of the Terms and Conditions of the English Law Notes (<i>Notices</i>)): | Not Applicable |

- | | | |
|-----|--|---|
| 34. | Masse (Condition 13 of the Terms and Conditions of the French Law Notes): | The “ <i>représentant(s) de la masse</i> ” shall be designated at the first Noteholders’ meeting. |
| 35. | Swiss Paying Agent(s): | Not Applicable |
| 36. | Portfolio Manager: | Not Applicable |
| 37. | Other final terms: | As specified in the Schedule |
| 38. | Governing law: | The Notes (and, if applicable, the Receipts and the Coupons) and any non-contractual obligations arising out of or in connection with the Notes will be governed by, and shall be construed in accordance with, French law. |

DISTRIBUTION

- | | | |
|-----|---|---|
| 39. | (i) If syndicated, names and addresses and underwriting commitments of Managers: | Not Applicable |
| | (ii) Date of Syndication Agreement: | Not Applicable |
| | (iii) Stabilising Manager (if any): | Not Applicable |
| 40. | If non-syndicated, name and address of relevant Dealer: | Société Générale 17, Cours Valmy 92987 Paris La Défense Cedex France |
| 41. | Total commission and concession: | There is no commission and/or concession paid by the Issuer to the Dealer or the Managers Société Générale shall pay to the Distributor an annual average remuneration (calculated on the basis of the term of the Notes) of up to 1% of the amount of Notes effectively placed. |
| 42. | Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: | Not Applicable |
| 43. | Additional selling restrictions: | Not Applicable |
| 44. | Additional U.S. Tax Disclosure: | Not Applicable |

PURPOSE OF THE FINAL TERMS

APPLICABLE FINAL TERMS
FINAL VERSION APPROVED BY THE ISSUER

These Final Terms comprise the final terms required for issue and public offer in the public offer jurisdiction(s) and admission to trading on the regulated market of the Luxembourg Stock Exchange by SG Option Europe pursuant to its €125,000,000,000 Euro Medium Term Note Programme for which purpose they are hereby submitted.

RESPONSIBILITY

Each of the Issuer and the Guarantor accepts responsibility for the information contained in these Final Terms prepared in relation to Series 23404/09.10, Tranche 1.

Information or summaries of information included herein with respect to the Underlying(s) has been extracted from general databases released publicly or by any other available information. Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

FINAL VERSION APPROVED BY THE ISSUER

PART B – OTHER INFORMATION**1. LISTING AND ADMISSION TO TRADING**

- (i) **Listing:** Application has been made for the Notes to be listed on the official list of the Luxembourg Stock Exchange
- (ii) **Admission to trading:** Application has been 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

2. RATINGS

Ratings: The Notes to be issued have not been rated

3. NOTIFICATION AND AUTORISATION

The *Commission de surveillance du secteur financier* (CSSF) has provided the Autorité des Marchés financiers (AMF) with a certificate of approval attesting that the Debt Issuance Programme Prospectus has been drawn up in accordance with the Prospectus Directive.

The Issuer and the Guarantor have authorised the use of these Final Terms and the Debt Issuance Programme Prospectus dated 28 April 2009 by the Dealer/Managers and Banque Neufilze OBC, 3 Avenue Hoche, 75008 Paris (the **Distributor** and, together with the Dealer/Managers, the **Financial Intermediaries**) in connection with offers of the Notes to the public in France for the period set out in paragraph 13 below.

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

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

The Issuer and Société Générale expect to enter into hedging transactions in order to hedge the Issuer's obligations under the Notes. Should any conflicts of interest arise between (i) the responsibilities of Société Générale as Calculation Agent for the Notes and (ii) the responsibilities of Société Générale as counterparty to the above mentioned hedging transactions, the Issuer and Société Générale hereby represent that such conflicts of interest will be resolved in a manner which respects the interests of the Noteholders.

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

- (i) **Reasons for the offer:** See "Use of Proceeds" wording in Debt Issuance Programme Prospectus
- (ii) **Estimated net proceeds:** Not Applicable
- (iii) **Estimated total expenses** Not Applicable

6. YIELD (*Fixed Rate Notes only*)

Indication of yield: Not Applicable

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

Not Applicable

8. PERFORMANCE OF INDEX/FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING (*Index Linked Notes only*)

Under these Notes, the Noteholders are entitled to receive a coupon only if the Issuer has exercised his option of switch, as described in paragraph 18 of the Schedule.

On the Maturity Date, the Final Redemption Amount payable to the Noteholders shall also depend on whether the Issuer has exercised his option of switch : if the Issuer has not exercised his option of switch, the Noteholders are entitled to receive, in addition to the amount initially invested, an amount totally linked to the performance of the Underlying(s). If the Issuer has exercised his option of switch, the Noteholders are entitled to receive the amount initially invested and a coupon.

The performance of the Underlying(s) is calculated on pre-determined Valuation Dates and regardless of the level of such Underlying(s) between these dates. As a result, the Closing Price of the Underlying(s) on these dates will affect the value of the Notes more than any other single factor.

The Notes are 100 % capital guaranteed on the Maturity Date.

Pursuant to the provisions of the Equity Technical Annex, upon the occurrence of certain Extraordinary Events and Adjustments affecting the Underlying, the Calculation Agent may decide an Early Redemption of the Notes on the basis of Market Value.

9. PERFORMANCE OF RATE [S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT (*Dual Currency Notes only*)

Not Applicable

10. INFORMATION REQUIRED FOR SIS NOTES TO BE LISTED ON THE SIX SWISS EXCHANGE

Not Applicable

11. OPERATIONAL INFORMATION

- | | | |
|-------|--|--------------------------|
| (i) | ISIN Code: | FR0010801142 |
| (ii) | Common Code: | 045164853 |
| (iii) | Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, <i>société anonyme</i> or Euroclear France and the relevant identification number(s): | Not Applicable |
| (iv) | Delivery: | Delivery against payment |
| (v) | Names and addresses of Additional | |

Paying Agent(s) (if any): Not Applicable

(vi) Name and address of Issuer Agent in relation to Finnish Uncertified Notes: Not Applicable

(vii) Intended to be held in a manner which would allow Eurosystem eligibility: No

12. Address and contact details of Société Générale for all administrative communications relating to the Notes:

Société Générale
17, Cours Valmy
92987 Paris La Défense Cedex
Name : Sales Support Services
Tel : +33 1 42 13 86 92 (Hotline)
Fax : +33 1 58 98 35 53
Email : clientsupport-deai@sgcib.com
valuation-deai@sgcib.com

13. PUBLIC OFFERS Applicable

This paragraph applies only in respect of any offer of Notes made in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a **Relevant Member State**), where such offer is not made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of Notes.

- Offer Period: From 21 September 2009 to 20 October 2009 in France

- Offer Price: The Notes will be offered to the Dealer/Managers at the Issue Price, as specified in paragraph 5 of Part A of the Final Terms, increased by fees, if any, as mentioned below

- Conditions to which the offer is subject: Offers of the Notes are conditional on their issue and/or on any additional conditions set out in the standard terms of business of the Financial Intermediaries, notified to investors by such relevant Financial Intermediaries

- Description of the application process: Not Applicable

- Details of the minimum and/or maximum amount of application: Not Applicable

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

- Details of the method and time limits for paying up and delivering the Notes: The Notes will be issued on the Issue Date against payment to the Issuer of the net subscription. Investors will be notified by the relevant Financial Intermediary of their allocations of Notes and the settlement arrangements in respect thereof.

- Manner and date in which results of the offer are to be made public:

Publication in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the subscription period if required by local regulation and on the website of the Issuer (<http://prospectus.socgen.com>).

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

Not Applicable

- Categories of potential investors to which the Notes are offered:

Offers may be made by the Financial Intermediaries in Luxembourg and France to any person. In other EEA countries, offers will only be made by the Financial Intermediaries pursuant to an exemption from the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus.

- 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 Noteholders shall also consult the Taxation section in the Debt Issuance Programme Prospectus.

Subscription fees or purchases fees:

None

Post-issuance information: The Issuer does not intend to provide any post-issuance information in relation to any assets underlying issues of Notes constituting derivative securities.

SCHEDULE FOR EQUITY LINKED NOTES

(This Schedule forms part of the Final Terms to which it is attached)

Part 1:

| | | | |
|-------------------|-------|--|--|
| 1. | (i) | Issuer: | SG Option Europe |
| | [(ii) | Guarantor: | Société Générale |
| 3. | | Specified Currency or Currencies: | EUR |
| 4. | | Aggregate Nominal Amount: | |
| | (i) | Tranche: | Up to 50,000,000 |
| | (ii) | Series: | Up to 50,000,000 |
| 5. | | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | | Specified Denomination(s): | EUR 1,000 |
| 7. | | Issue Date | 22 October 2009 |
| 8. | | Maturity Date | 5 November 2014 |
| 1.(i) (Part B) | | Listing | Application has been made for the Notes to be listed on the official list of the Luxembourg Stock Exchange |
| 18. | | Index Linked Interest Note Provisions | Applicable |
| | (i) | Index/Formula: | <p>On each Anniversary Date(n) (n from 1 to 4), the Issuer may, in its sole discretion and irrevocably, exercise his option of switch.</p> <p>In such case, then,</p> <p>i) on the first Interest Payment Date(n) immediately following the switch, the Issuer will pay a coupon, per Specified Denomination, named Coupon(n) equal to :</p> <p style="padding-left: 20px;">Specified Denomination x (n x 7%), and</p> <p>ii) on the following Interest Payment Date(s)(n), the Issuer shall pay a coupon, per Specified Denomination, named Coupon(n) equal to :</p> <p style="padding-left: 20px;">Specified Denomination x 7%</p> |
| 23. | | Final Redemption Amount: | Index Linked |
| | (i) | Index/Formula: | <p>Unless previously redeemed or purchased and cancelled, the Issuer shall redeem the Notes on the Maturity Date in accordance with the following provisions in respect of each Note:</p> |

APPLICABLE FINAL TERMS
FINAL VERSION APPROVED BY THE ISSUER

i) If the Issuer has not exercised his option of switch, the Final Redemption Amount shall be equal to :

Specified Denomination x [100% + Max(0; (Average/S₀-1))]

ii) Otherwise, if the Issuer has exercised his option of switch, the Final Redemption Amount shall be equal to :

Specified Denomination x 100%

37. Other final terms:

Not Applicable

Part 2 (Definitions):

Terms used in the Formula are described in this Part 2

| | |
|--|---|
| Valuation Date(0) | 22 October 2009 |
| Valuation Date(i) (i from 1 to 13) | 22 October 2013 22 November 2013 23 December 2013 22 January 2014 24 February 2014 24 March 2014 22 April 2014 22 May 2014 23 June 2014 22 July 2014 22 August 2014 22 September 2014 and 22 October 2014 |
| Anniversary Date(n) (n from 1 to 4) | 22 October 2010 24 October 2011 22 October 2012 and 22 October 2013 |
| Interest Payment Date(n) (n from 1 to 5) | 5 November 2010 7 November 2011 5 November 2012 5 November 2013 and the Maturity Date |

Underlying The following Index as defined below:

| Index Name | Reuters code | Index Sponsor | Exchange | Website* |
|------------|--------------|-------------------|----------------|------------------|
| CAC 40 | .FCHI | Euronext Paris SA | Euronext Paris | www.euronext.com |

**The information relating to the past and futures performances of the Underlying is available on the website of the Index Sponsor and the*

volatility can be obtained, upon request, at the specified office of Société Générale (see in address and contact details of Société Générale for all administrative communications relating to the Notes) and at the specified office of the Agent in Luxembourg.

| | |
|---|--|
| Closing Price | As defined in Part 1 of the Equity Technical Annex |
| S₀ | Closing Price of the Underlying on Valuation Date(0) |
| S_i (i from 1 to 13) | Closing Price of the Underlying on Valuation Date(i) |
| Average | $\frac{1}{13} \times \sum_{i=1}^{13} S_i$ |

Underlying

Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information. Each of the Issuer -and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published, no facts have been omitted which would render the reproduced inaccurate or misleading.

Additional Information

These Final Terms and the Debt Issuance Programme Prospectus and any amendments or supplements thereto are available in electronic form on the website of the Issuer on <http://prospectus.socgen.com>

Euronext Paris S.A. has all proprietary rights with respect to the Index. In no way Euronext Paris S.A. and any direct or indirect affiliates sponsor, endorse or are otherwise involved in the issue and offering of the product. Euronext Paris S.A. and any direct or indirect affiliates disclaim any liability to any party for any inaccuracy in the data on which the Index is based, for any mistakes, errors, or omissions in the calculation and/or dissemination of the Index, or for the manner in which it is applied in connection with the issue and offering thereof.

"CAC40®" and "CAC®" are registered trademarks of Euronext N.V. subsidiary: Euronext Paris S.A.