

# FINAL TERMS FOR INDEX CERTIFICATES DATED 11 February 2010

# I – GENERAL

Reference of Base Prospectus, Supplements and *Document de Référence* 

- Base Prospectus approved by the *Autorité des marchés financiers* ("AMF") on 13 March 2009 (*visa* n° 09-057).
- Supplements approved by the AMF on 14 April 2009 under n° 09-088, 14 May 2009 under n° 09-143, 11 June 2009 under n° 09-186, 22 July 2009 under n° 09-228, 12 August 2009 under n° 09-236, 21 September 2009 under n° 09-266, 16 October 2009 under n° 09-298, 9 November 2009 under n° 09-325, 14 January 2010 under n° 10-008, 29 January 2010 under n° 10-019.
- Document de Référence filed with the AMF on 4 March 2009 under n° D.09-0095.
- Amendment ("rectificatif") to the Document de Référence filed with the AMF on 8 April 2009 under n° D.09-0095-R01.
- First update to the *Document de Référence* filed with the AMF on 12 May 2009 under n° D.09-0095-A01.
- Second update to the *Document de Référence* filed with the AMF on 6 August 2009 under n° D.09-0095-A02.
- Third update to the *Document de Référence* filed with the AMF on 5 November 2009 under n° D.09-0095-A03.

Issuer Société Générale Effekten GmbH

**Guarantor** Société Générale

The Certificates are guaranteed by Société Générale under the

Guarantee dated 20 March 2009.

Commercial Name 100% Quanto

**Issue Date** 15 February 2010

**Subscription** Société Générale

Paying Agent Société Générale, Tours Société Générale, 92987 Paris La Défense

Cedex, France.

Calculation Agent Société Générale, Tours Société Générale, 92987 Paris La Défense

Cedex, France.

Clearance Institution Euroclear Bank (Brussels), Clearstream Banking (Luxembourg) or

Euroclear France (Paris), as the case may be.

Place of listing of the

Certificates

**Euronext Paris** 

Minimum number of The minimum number of Certificates for trading on Euronext Paris is 1

Certificates for trading (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

#### Investors' contact

# **II – FINANCIAL CHARACTERISTICS**

#### **TABLE**

Tranche	Number of Certificates	Underlying / Index	Bloomberg code	Sponsor	Index Calculation Agent
Α	100,000	The SGI Energy Semi Dynamic Index	<sgicemx></sgicemx>	Société Générale	Standard and Poor's

Tranche	Related Exchange	Issue price per Certificate	Issue Amount	Maturity Date	ISIN code	mnemonic code
Α	Not applicable	EUR 100	EUR 10,000,000	Open-End	FR0010857359	7251S

Aggregate issue amount EUR 10,000,000

Settlement Currency EUR

USD. The Certificates include a forex guarantee ("Quanto"). The price of

the Underlying is considered without reference to the Underlying currency.

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).

Optional Exercise Notice At any time between the Issue Date (exclusive) and the day (exclusive)

on 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.

Potential Exercise Date The 30<sup>th</sup> calendar day following the Business Day on which (i) a duly

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

cases:

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

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

hereto.

MAX $\{$ Ratio x VALUE<sub>f</sub> - C - QF;0 $\}$ 

where:

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

#### **Commissions or C**

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  $CR_t$  multiplied by the Intrinsic Value of the Certificate calculated in euro.

#### where:

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 the Issuer's website (<a href="https://www.sgbourse.fr">www.sgbourse.fr</a>) with a maximum annualized rate of 1%.

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

 $MAX \{ Ratio x VALUE_t - C_{t-1} - QF_{t-1}; 0 \}$ 

with:

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

 $C_{t-1}$  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:

$$\frac{1}{365}$$
 x Ratio x QUANTO<sub>t</sub> x VALUE<sub>t</sub>

where:

QUANTO<sub>t</sub> means the quanto cost/gain on each calendar day(t) as calculated by the Calculation Agent

VALUE<sub>t</sub> means the last known closing price of the Index 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  $VALUE_f$  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 Index 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.

Other definitions

Ratio means EUR 1.00

# 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/EC 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 Supplements, the Document de Référence, the amendment ("rectificatif") and the updates 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.

THE CERTIFICATES AND THE GUARANTEE HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED, AND TRADING IN THE CERTIFICATES HAS NOT BEEN APPROVED BY THE UNITED STATES COMMODITY FUTURES TRADING COMMISSION UNDER THE UNITED STATES COMMODITY EXCHANGE ACT. CERTIFICATES, OR INTERESTS THEREIN, MAY NOT AT ANY TIME BE OFFERED, SOLD, RESOLD OR DELIVERED, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, A U.S. PERSON. FOR A DESCRIPTION OF THE RESTRICTIONS ON OFFERS AND SALES OF THE CERTIFICATES, SEE THE SECTION "PURCHASE AND SALE" IN THE BASE PROSPECTUS.

# **Extract of the Index license:**

The SGI Energy Semi Dynamic Index is the exclusive property of Société Générale. Société Générale has contracted with Standard & Poor's to maintain and calculate the index. S&P shall have no liability for errors or omissions in calculating the index.

# **Description of the Index:**

# SGI Energy Semi Dynamic Index is a commodity Index.

It gives exposure to the energy sub-sector performance in an optimized way compared to the traditional market indices.

Its objective is to optimize the characteristics of the energy sub-sector while capturing future price performance.

SGI Energy Semi Dynamic Index includes 4 mechanisms to optimize standard roll process:

- **Roll timing**: the roll takes place from the 1st to the 5th business day of each month while Benchmark indices roll from the 5th to the 9th business day. -This ensures liquidity and mitigates market impact
- **Dynamic rolling**: selection of the best contract to roll (i.e. the one that generates the most interesting roll yield)
- Seasonal rolling: Consideration of the seasonality effect on identified underlying commodities
- Static Rolling: roll into fixed and optimum future contracts

#### **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 - Tours Société Générale - OPER/TLP/PRI - 17 cours Valmy - 92987 Paris La Défense Cedex - Telephone +33(0)1 42 13 76 09 - Fax +33(0)1 42 13 32 23 - SWIFT: SOGEFRPPHCM OPER/TLP/PRI

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.

# Certification of non-US beneficial ownership:

The undersigned hereby certify [\*] that neither the person exercising the Certificates referred to in this notice, nor any person on whose behalf the Certificates are being exercised, is a U.S. person (as such term is defined below) or a person within the United States (as such term is defined below).

For purposes of this certification, the term "United States" includes the territories, the possessions and all other areas subject to the jurisdiction of the United States of America, and the term "U.S. person" means any person who is (i) an individual who is a citizen or resident of the United States; (ii) a corporation, partnership or other entity organised in or under the laws of the United States or any political subdivision thereof or which has its principal place of business in the United States; (iii) any estate or trust which is subject to United States federal income taxation regardless of the source of its income; (iv) any trust if a court within the United States is able to exercise primary supervision over the administration of the trust and if one or more United States trustees have the authority to control all substantial decisions of the trust; (v) a pension plan for the employees, officers or principals of a corporation, partnership or other entity described in (ii) above; (vi) any entity organised principally for passive investment, ten per cent. or more of the beneficial interests in which are held by persons described in (i) to (v) above if such entity was formed principally for the purpose of investment by such persons in a commodity pool the operator of which is exempt from certain requirements of Part 4 of the CFTC's regulations by virtue of its participants being non-U.S. persons; or (vii) any other "U.S. person" as such term may be defined in Regulation S under the Securities Act or the regulations adopted under the Commodity Exchange Act.

I/We understand [\*] that this notice is required in connection with certain securities and commodities legislation in the United States. If administrative or legal proceedings are commenced or threatened in connection with which this notice is or might be relevant, we irrevocably authorise you to produce this notice or a copy thereof to any interested party in such proceedings.

[\*] Delete as appropriate

**Date** 

**Certificate Account Holder signature**