

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 Base Prospectus headed "*Risk Factors*".

Any purchaser of the Notes will be deemed to have represented and agreed that they (i) have the knowledge and sophistication independently to appraise and understand the financial and legal terms and conditions of the Notes and to assume the economic consequences and risks thereof; (ii) to the extent necessary, have consulted with their own independent financial, legal or other advisers and have made their own investment, hedging and trading decisions in connection with the Notes based upon their own judgement and the advice of such advisers and not upon any view expressed by the Issuer or the Dealer; (iii) have not relied upon any representations (whether written or oral) of any other party, and are not in any fiduciary relationship with the Issuer or the Dealer; (iv) have not obtained from the Issuer or the Dealer (directly or indirectly through any other person) any advice, counsel or assurances as to the expected or projected success, profitability, performance, results or benefits of the Notes, and have agreed that the Issuer and the Dealer do not have any liability in that respect; (v) have not relied upon any representations (whether written or oral) by, nor received any advice from, the Issuer or the Dealer as to the possible qualification under the laws or regulations of any jurisdiction of the Notes described in these Final Terms and understand that nothing contained herein should be construed as such a representation or advice for the purposes of the laws or regulations of any jurisdiction.

The Notes and the Guarantee have not been approved or disapproved by the U.S. Securities and Exchange Commission (the **SEC**), any State securities commission in the United States or any other U.S. regulatory authority, nor have any of the foregoing Authorities passed upon or endorsed the merits of the offering of the Notes or the accuracy or adequacy of this Base Prospectus. Any representation to the contrary is a criminal offence in the United States.

Secondary Market:

Under normal market conditions, Société Générale will maintain a daily secondary market during the life of the Notes quoting a price with a bid / offer spread of 1% maximum without interest accrued (clean price) calculated on the basis of a 30/360 day count fraction.

13 May 2011**SGA SOCIÉTÉ GÉNÉRALE ACCEPTANCE N.V.**

Issue of EUR 2,000,000 Notes due 13 July 2012
Unconditionally and irrevocably guaranteed by Société Générale
under the €125,000,000,000
Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

The Notes described herein are designated as Permanently Restricted Notes. As a result, they may not be legally or beneficially owned at any time by any U.S. Person (as defined in Regulation S) and accordingly are being offered and sold outside the United States to persons that are not U.S. Persons in reliance on Regulation S.

By its purchase of a Note, each purchaser will be deemed or required, as the case may be, to have agreed that it may not resell or otherwise transfer any Note held by it except outside the United States in an offshore transaction to a person that is not a U.S. Person.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "*Terms and Conditions of the French Law Notes*" in the Base Prospectus dated 21 April 2011 which constitutes a base prospectus for the purposes of the **Prospectus Directive** (Directive 2003/71/EC) (the Prospectus Directive) as amended (which includes the amendment made by Directive 2010/73/eu (the **2010 PD Amending Directive**) to the extent that such amendments have been implemented in a Member State). 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 Base Prospectus and any Supplement(s) to such Base 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 Base Prospectus and any Supplement(s). Prior to acquiring an interest in the Notes described herein, prospective investors should read and understand the information provided in the Base Prospectus and any Supplement(s) and be aware of the restrictions

applicable to the offer and sale of such Notes in the United States or to, or the account or benefit of, U.S. Persons. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the specified offices of the Paying Agents and, in the case of Notes admitted to trading on the regulated market 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.

The binding language for the issue of the Notes subject to these Final Terms shall be the English language and these Final Terms shall be read in accordance with the Base Prospectus.

1.	(i)	Issuer:	SGA Société Générale Acceptance N.V.
	(ii)	Guarantor:	Société Générale
2.	(i)	Series Number:	33268/11.5
	(ii)	Tranche Number:	1
3.		Specified Currency or Currencies:	EUR
4.		Aggregate Nominal Amount:	
	(i)	Tranche:	EUR 2,000,000
	(ii)	Series:	EUR 2,000,000
5.		Issue Price:	100% of the Aggregate Nominal Amount
6.		Specified Denomination(s):	EUR 1,000
7.	(i)	Issue Date and if any, Interest Commencement Date:	17 May 2011
	(ii)	Interest Commencement Date (if different from the Issue Date):	Not Applicable
8.		Maturity Date:	13 July 2012
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 and 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:	Applicable
	(i)	Rate(s) of Interest:	See the Schedule
	(ii)	Interest Payment Date(s):	See the Schedule

(iii)	Business Day Convention:	Not Applicable
(iv)	Fixed Coupon Amount(s):	See the Schedule
(v)	Broken Amount(s):	Not Applicable
(vi)	Day Count Fraction:	Not Applicable
(vii)	Determination Date(s):	Not Applicable
(viii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	Floating Rate Note Provisions:	Not Applicable
17.	Zero Coupon Note Provisions:	Not Applicable
18.	Index Linked Interest Note Provisions:	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):	Société Générale, 17 cours Valmy, 92987 Paris La Défense Cedex, France
(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(h) of the Terms and Conditions of the English Law Notes and the Uncertificated Notes and 6(h) 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:**
- (i) **Form:** Dematerialised Notes.
Bearer dematerialised form (*au porteur*).
- (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:** Not Applicable
33. **Masse (Condition 13 of the Terms and Conditions of the French Law Notes):** Applicable
- The initial Representative (“*Représentant de la Masse*”) will be :
- SCP SIMONIN - LE MAREC - GUERRIER,
Huissiers de Justice Associés
54 rue Taitbout 75009 Paris
- The Representative will be entitled to a remuneration of Euro 500 (VAT included) per year.
34. **Swiss Paying Agent(s):** Not Applicable

- | | | |
|-----|---------------------------|---|
| 35. | Portfolio Manager: | Not Applicable |
| 36. | 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. |
| 37. | Other final terms: | As specified in the Schedule |

DISTRIBUTION

- | | | |
|-----|---|--|
| 38. | (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 |
| 39. | If non-syndicated, name and address of relevant Dealer: | Société Générale, Paris
17 cours Valmy, 92987 Paris La Défense Cedex, France |
| 40. | Total commission and concession: | There is no commission and/or concession paid by the Issuer to the Dealer or the Managers. |
| 41. | Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: | Not Applicable |
| 42. | Additional selling restrictions: | The Notes may not be legally or beneficially owned at any time by any U.S. Person (as defined in Regulation S) and accordingly are being offered and sold outside the United States to persons that are not U.S. Persons in reliance on Regulation S. |
| 43. | Additional U.S. Tax Disclosure: | Not Applicable |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for the issue of the Notes and admission to trading on Euronext Paris by SGA Société Générale Acceptance N.V. 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 33268/11.5, 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. The Issuer and the Guarantor confirm that such information has been accurately reproduced and that, so far as they are aware and are able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

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

- (i) **Listing:** Application has been made for the Notes to be listed on Euronext Paris.
- (ii) **Admission to trading:** Application has been made for the Notes to be admitted to trading on Euronext Paris 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 AUTHORISATION

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

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

Save for any fees payable to the Dealer, 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 the Base Prospectus.
- (ii) **Estimated net proceeds:** Not Applicable
- (iii) **Estimated total expenses:** Not Applicable

6. YIELD (Fixed Rate Notes only)

Indication of yield: Since the Notes are linked to the performance of certain Underlying(s), the yield cannot be foreseen.

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 fixed coupon at the Maturity Date regardless of the performance of the Underlying(s).

On the Maturity Date, the Final Redemption Amount payable to the Noteholders shall depend on the performance of the Underlying(s).

Under these Notes, at maturity, the Noteholders are entitled to receive a Final Redemption Amount which may, in case of an adverse evolution of the Underlying(s) during the term of the Notes, be significantly lower than the amount initially invested.

The Notes are not capital guaranteed. In the worst case scenario, investors could sustain an entire loss of their investment and should therefore reach an investment decision on this product only after careful consideration with their own advisers as to the suitability of this product in light of their particular financial circumstances.

Pursuant to the provisions of the Equity Technical Annex, upon the occurrence of certain Extraordinary Events and Adjustments affecting the Underlying(s), 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: | FR0011051036 |
| (ii) | Common Code: | 62959215 |
| (iii) | Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme, Euroclear France or Euroclear UK & Ireland Limited 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) | 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

Sales Support Services - Equity Derivatives
Tel : +33 1 42 13 86 92 (Hotline)
Fax: +33 1 58 98 35 53
Emails :
clientsupport-deai@sgcib.com
valuation-deai@sgcib.com

13. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

Not Applicable

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

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

Part 1:

- | | | | |
|--------------------|------|---|---|
| 1. | (i) | Issuer: | SGA Société Générale Acceptance N.V. |
| | (ii) | Guarantor: | Société Générale |
| 3. | | Specified Currency or Currencies: | EUR |
| 4. | | Aggregate Nominal Amount: | |
| | (i) | Tranche: | EUR 2,000,000 |
| | (ii) | Series: | EUR 2,000,000 |
| 5. | | Issue Price: | 100% of the Aggregate Nominal Amount |
| 6. | | Specified Denomination(s): | EUR 1,000 |
| 7. | | Issue Date: | 17 May 2011 |
| 8. | | Maturity Date: | 13 July 2012 |
| 1.(i).
(Part B) | | Listing: | Application has been made for the Notes to be listed on Euronext Paris. |
| 15. | | Fixed Rate Note Provisions: | Applicable |
| | (i) | Rate(s) of Interest: | 9.5192% payable in arrear |
| | (ii) | Interest Payment Date(s): | the Maturity Date |
| | (iv) | Fixed Coupon Amount: | Rate of Interest x Specified Denomination (i.e. 110.00 EUR) |
| | (v) | Day Count Fraction: | Not Applicable |
| 18. | | Index Linked Interest Note Provisions: | Not Applicable |

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> <p>a) If a Knock-In Event has not occurred, then the Final Redemption Amount shall be equal to:</p> <p style="text-align: center;">Specified Denomination × 100%</p> <p>b) Otherwise, if a Knock-In Event has occurred, then the Final Redemption Amount shall be equal to:</p> <p style="text-align: center;">Specified Denomination × $\frac{S_1}{\text{StrikePrice}}$</p>								
37. Other final terms:	Not Applicable.								
Part 2 :									
Terms used in the formulae above are described in this Part 2.									
Valuation Date (0)	6 May 2011								
Valuation Date (1)	6 July 2012								
Underlying:									
The following Share as defined below:									
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Share Name</th> <th style="text-align: center;">Bloomberg Code</th> <th style="text-align: center;">Exchange</th> <th style="text-align: center;">Website *</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Cap Gemini SA</td> <td style="text-align: center;">CAP FP</td> <td style="text-align: center;">Euronext Paris</td> <td style="text-align: center;">www.capgemini.com</td> </tr> </tbody> </table>	Share Name	Bloomberg Code	Exchange	Website *	Cap Gemini SA	CAP FP	Euronext Paris	www.capgemini.com
Share Name	Bloomberg Code	Exchange	Website *						
Cap Gemini SA	CAP FP	Euronext Paris	www.capgemini.com						
	<p><i>(*) The information relating to the past and future performances of the Underlying is available on the website of the Company 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 office of the Agent in Luxembourg.</i></p>								
Closing Price	As defined in Part 1 of the Equity Technical Annex.								
S₁	Closing Price of the Underlying on the Valuation Date(1)								
S₀	41.100 EUR								
Strike Price	100% × S ₀ (i.e. 41.100 EUR)								
Knock-In Level	85% × S ₀ (i.e. 34.935 EUR)								
Knock-In Event	If on the Valuation Date(1), the Closing Price of the Underlying is lower than its Knock-In Level, then the Knock-In Event will be deemed to have occurred.								

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. The Issuer and the Guarantor confirm that such information has been accurately reproduced and that, so far as they are aware and are able to ascertain from information published, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Additional Information

For the purposes of the listing on Euronext Paris, the mnemonic code is 7949S.