

CONFORMED COPY

FINAL TERMS DATED 5 JULY 2012

SOCIÉTÉ GÉNÉRALE SCF

(the **Issuer**)

Issue of €150,000,000 3.500 per cent. *Obligations Foncières* due 9 July 2032 (the **Notes**)
under the €15,000,000,000 Euro Medium Term Note Programme

Issue Price: 100.000 per cent.

SOCIÉTÉ GÉNÉRALE CORPORATE & INVESTMENT BANKING

(the **Lead Manager**)

ABN AMRO

ERSTE GROUP

(the **Co-Lead Managers** and together with the Lead Manager, the **Managers**)

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 25 May 2012 which received visa no.12-229 from the *Autorité des marchés financiers* (the "AMF") on 25 May 2012 which constitutes a base prospectus for the purposes of the Directive 2003/71/EC of the European Parliament and of the Council dated 4 November 2003 (the "Prospectus Directive") as amended (which includes the amendments made by Directive 2010/73/EU (the "2010 PD Amending Directive") to the extent that such amendments have been implemented in a Member State of the European Economic Area).

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 such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available for viewing on the website of (a) the AMF (www.amf-france.org) and (b) the Issuer (<http://prospectus.socgen.com>) and during normal business hours at the registered office of the Issuer and at the specified office of the Paying Agents where copies may be obtained.

1. Issuer:	SOCIÉTÉ GÉNÉRALE SCF
2. (i) Series Number:	33
(ii) Tranche Number:	1
3. Specified Currency or currencies:	Euro (€)
4. Aggregate Nominal Amount of Notes:	
(i) Series:	€150,000,000
(ii) Tranche:	€150,000,000
5. Issue Price:	100.000 per cent. of the Aggregate Nominal Amount
6. Specified Denomination:	€100,000
7. (i) Issue Date:	9 July 2012
(ii) Interest Commencement Date:	Issue Date
8. Maturity Date:	9 July 2032
9. Interest Basis:	3.500 per cent. Fixed Rate (further particulars specified below)
10. Redemption/Payment Basis:	Redemption at par
11. Change of Interest or Redemption/Payment Basis:	Not Applicable
12. Call Option:	Not Applicable
13. (i) Status of the Notes:	<i>Obligations Foncières</i>
(ii) Date of corporate authorisations for issuance of Notes obtained:	(i) Decision of the Board of Directors (<i>Conseil d'administration</i>) dated 3 May 2012 delegating to Mr Stéphane Landon, <i>Président Directeur Général</i> of the Issuer, Mr Pierre Menet and Mr Vincent Robillard, <i>Directeurs Généraux Délégués</i> of the Issuer, acting jointly or separately, the power to issue <i>obligations</i> or assimilated securities up to a maximum aggregate amount of €6,000,000,000, (ii) decision of the Board of Directors (<i>Conseil d'administration</i>) dated 26 June 2012 authorising the quarterly programme of

borrowings which benefit from the privilege referred to in Article L.515-15 of the French *Code monétaire et financier* up to €1,500,000,000 for the third quarter 2012, and (iii) issue decision dated 27 June 2012 of Vincent Robillard in his capacity as *Directeur Général Délégué* of the Issuer.

14. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST PAYABLE

- 15. Fixed Rate Notes Provisions:** Applicable
- (i) Rate of Interest: 3.500 per cent. per annum payable annually in arrears
 - (ii) Interest Payment Dates: 9 July in each year, commencing on 9 July 2013 and ending on the Maturity Date (Unadjusted)
 - (iii) Fixed Coupon Amount: €3,500 per €100,000 in Specified Denomination
 - (iv) Broken Amount(s): Not Applicable
 - (v) Day Count Fraction: Actual/Actual (ICMA) - Unadjusted
 - (vi) Determination Dates: 9 July in each year
 - (vii) Other terms relating to the method of calculating interest for Fixed Rate Notes: Not Applicable
- 16. Floating Rate Notes Provisions:** Not Applicable
- 17. Zero Coupon Notes Provisions:** Not Applicable
- 18. Index-Linked Interest Notes/other variable-linked interest Notes Provisions:** Not Applicable
- 19. Dual Currency Notes Provisions:** Not Applicable

PROVISIONS RELATING TO REDEMPTION

- 20. Call Option:** Not Applicable
- 21. Other Option:** Not Applicable
- 22. Redemption by Instalments** Not Applicable
- 23. Final Redemption Amount of each Note:** €100,000 per Note of €100,000 Specified Denomination
- 24. Early Redemption Amount:**
Early Redemption Amount(s) of each Note payable on early redemption and/or the method of calculating the same and/or any other terms (if required or if different from that set out in the Conditions): As set out in the Conditions

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 25. Form of Notes:** Dematerialised Notes
- (i) Form of Dematerialised Notes: Bearer dematerialised form (*au porteur*)
 - (ii) Registration Agent: Not Applicable
 - (iii) Temporary Global Certificate: Not Applicable
- 26. Financial Centre(s) or other special provisions relating to payment dates for the**

purposes of Condition 7(g):	TARGET 2
Adjusted Payment Date (Condition 7(g)) :	The next following business day
27. Talons for future Coupons or Receipts to be attached to Definitive Materialised Notes (and dates on which such Talons mature):	Not Applicable
28. 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 (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
29. Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
30. Redenomination, renominatisation and reconventioning provisions:	Not Applicable
31. Consolidation provisions:	Not Applicable
32. Masse (Condition 10):	Applicable The initial Representative (<i>Représentant de la Masse</i>) is 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.
33. Other final terms:	Not Applicable

DISTRIBUTION

34. (i) If syndicated, names of Managers:	The Lead Manager Société Générale The Co-Lead Managers ABN Amro Bank N.V. Erste Group Bank AG
(ii) Stabilising Manager(s) (if any):	Not Applicable
35. If non-syndicated, name of Dealer:	Not Applicable
36. Additional selling restrictions:	Republic of Italy The offering of the Notes has not been registered pursuant to Italian securities legislation and, accordingly, no Notes may be offered, sold or delivered, nor may copies of the Base Prospectus or of any other document relating to the Notes be distributed in the Republic of Italy, except: (i) to qualified investors (<i>investitori</i>)

qualificati), as defined pursuant to Article 100 of Legislative Decree No. 58 of 24 February 1998, as amended (the **Financial Services Act**) and Article 34-*ter*, first paragraph, letter b) of CONSOB Regulation No. 11971 of 14 May 1999, as amended from time to time (the **Issuer's Regulation**); or

- (ii) in other circumstances which are exempted from the rules on public offerings pursuant to Article 100 of the Financial Services Act and Article 34-*ter* of the Issuer's Regulation.

Any offer, sale or delivery of the Notes or distribution of copies of the Base Prospectus or any other document relating to the Notes in the Republic of Italy under (i) or (ii) above must be:

- (a) made by an investment firm, bank or financial intermediary permitted to conduct such activities in the Republic of Italy in accordance with the Financial Services Act, CONSOB Regulation No. 16190 of 29 October 2007 (as amended from time to time) and Legislative Decree No. 385 of 1 September 1993, as amended (the **Banking Act**); and
- (b) in compliance with Article 129 of the Banking Act, as amended, and the implementing guidelines of the Bank of Italy, as amended from time to time, pursuant to which the Bank of Italy may request information on the issue or the offer of securities in the Republic of Italy; and
- (c) in compliance with any other applicable laws and regulations or requirement imposed by CONSOB or other Italian authority.

37. U.S. selling restrictions:

The Notes have not been and will not be registered under the Securities Act, as amended, or the securities laws of any State or jurisdiction of the United States and may not be offered or sold, directly or indirectly within the United States or to, or for the account or benefit of, U.S. persons except pursuant to an exemption from, or in a transaction not subject to the registration requirements of the Securities Act. The Notes are being offered and sold outside the United States to non U.S. persons in reliance on Regulation S. Terms used in this paragraphs have the meaning given to them by Regulation S under the Securities Act.

TEFRA not Applicable

The Managers have agreed that, except as permitted by the Dealer Agreement, they will not offer, sell or deliver the Notes, (i) as part of their distribution at any time and (ii) otherwise under 40 days after the later of the commencement of the offering or the closing date, within the United States or to, or for the account or benefit of, U.S. persons, and they will have sent to each dealer to which it sells Notes during the distribution compliance period, as defined in Regulation S under the Securities Act, a confirmation or other notice setting forth the restrictions on offers and sales of the Notes within the United States or to, or for the account of benefit of, U.S. persons.

In addition, until 40 days after the commencement of the offering of any identifiable Tranche, an offer or sale of Notes within the United States by a dealer that is not participating in the offering may violate the registration requirements of the Securities Act.1.

GENERAL

The aggregate principal amount of Notes issued has been translated into Euro at the rate of [●] per cent. producing a sum of:

Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on Euronext Paris of the Notes described herein pursuant to the Euro 15,000,000,000 Euro Medium Term Note Programme of Société Générale SCF.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of Société Générale SCF:

By: **VINCENT ROBILLARD**

Duly authorised [Vincent Robillard]

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Euronext Paris
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 9 July 2012.
- (iii) Estimate of total expenses related to admission to trading: €9,900
- (iv) Additional publication of Base Prospectus and Final Terms: The Base Prospectus is published on the website of the AMF. These Final Terms will be published on the website of the AMF.

2. RATINGS

- Ratings: The Notes to be issued are expected to be rated as follows:
- S & P: AAA
Moody's: Aaa
- Standard and Poor's is established in the European Union and is registered under European Regulation 1060/2009/EC of September 2009 on credit rating agencies, as amended (the **CRA Regulation**).
- Moody's is established in the European Union and is registered under the CRA Regulation.
- Standard and Poor's and Moody's are included in the list of registered credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

3. SPECIFIC CONTROLLER

The Specific Controller (*contrôleur spécifique*) of the Issuer has certified that the value of the assets of the Issuer will be greater than the value of its liabilities benefiting from the *privilège* defined in article L. 515-19 of the French Monetary and Financial Code, after settlement of this issue and of the issues which have been the subject of previous attestations.

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

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

5. YIELD

Indication of yield: 3.500 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. OPERATIONAL INFORMATION

ISIN Code: FR0011280262

Common Code: 080089759

Depositories:

(i) Euroclear France to act as Central Depository Yes

(ii) Common Depository for Euroclear Bank and Clearstream Banking, société anonyme No

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Name and address of initial Paying Agents: **Fiscal Agent and Principal Paying Agent:**
Société Générale
BP 81236
32, rue du Champ de Tir
44312 Nantes Cedex 3
France

Luxembourg Paying Agent:
Société Générale Bank & Trust
11, avenue Emile Reuter
L-2420 Luxembourg

Names and addresses of additional Paying Agent(s) (if any): Not Applicable