

Dated 10/07/2013

SG Issuer

Issue of EUR 15 000 000 Notes due 10/07/2019
Unconditionally and irrevocably guaranteed by Société Générale
under the €125 000 000 000
Debt Instruments Issuance 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 Base Prospectus dated 29/04/2013, 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 Article 8.4 of the Luxembourg Act and must be read in conjunction with the Base Prospectus and the supplement to such Base Prospectus dated 31/05/2013 and 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, if any, 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 for the account or benefit of, U.S. Persons. In the case of Notes offered to the public or admitted to trading on a Regulated Market in the European Economic Area, a summary of the issue of the Notes (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the Guarantor (if applicable), 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) and, in the case of Notes offered to the public or admitted to trading on a Regulated Market in the European Economic Area, on the website of the Issuer (<http://prospectus.socgen.com>).

1.	(i)	Series Number:	45340EN/13.7
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
2.		Specified Currency or Currencies	EUR
3.		Aggregate Nominal Amount:	
	(i)	- Tranche:	EUR 15 000 000
	(ii)	- Series:	EUR 15 000 000
4.		Issue Price	99.83% of the Aggregate Nominal Amount
5.		Specified Denomination(s)	EUR 1 000
6.	(i)	Issue Date: (DD/MM/YYYY)	12/07/2013
	(ii)	Interest Commencement Date: (DD/MM/YYYY)	13/09/2013

7.	Maturity Date (DD/MM/YYYY)	10/07/2019 (such date being the Scheduled Maturity Date), subject to the provisions of paragraph "Credit Linked Notes Provisions" and the Additional Terms and Conditions for Credit Linked Notes.
8.	Governing law	French law
9.	(i) Status of the Notes:	Unsecured
	(ii) Date of corporate authorisation obtained for the issuance of Notes:	Not Applicable
	(iii) Type of Structured Notes	Credit Linked Notes
		The provision of the following Additional Terms and Conditions apply : Additional Terms and Conditions for Credit Linked Notes
		Such Additional Terms and Conditions contain, amongst others, the provisions for determining any amount where calculation is impossible or impracticable.
(iv)	Reference of the Product	3.10.1 as described in the Additional Terms and Conditions relating to Formulae
10.	Interest Basis:	See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11.	Redemption/Payment Basis:	See section "PROVISIONS RELATING TO REDEMPTION" below.
12.	Put/Call Options:	See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions	Applicable as per Condition 3.1 ,subject to the provisions of paragraph "Credit Linked Notes Provisions" and the Additional Terms and Conditions for Credit Linked Notes.
	(i) Rate(s) of Interest:	6.10% per annum payable annually in arrear
	(ii) Specified Period(s) / Interest Payment Date(s): (DD/MM/YYYY)	10 July in each year from and including 10 July 2014 to and including the Scheduled Maturity Date
	(iii) Business Day Convention:	Following Business Day Convention (unadjusted)
	(iv) Fixed Coupon Amount(s):	Unless previously redeemed, on each Interest Payment Date, the Issuer shall pay to the Noteholders, for each Note, an amount determined by the Calculation Agent as follows: Rate of Interest x Relevant Proportion of the Interest Calculation Amount x Day Count Fraction
	(v) Day Count Fraction:	30/360

(vi)	Broken Amount (s):	In case of a long or short Interest Period (with regard to paragraph "Specified Period(s)/Interest Payment Date(s)" above), the amount of interest will be calculated in accordance with the formula specified in paragraph "Fixed Coupon Amount" above.
(vii)	Determination Date(s):	Not Applicable
14.	Floating Rate Note Provisions	Not Applicable
15.	Structured Interest Note Provisions	Not Applicable
16.	Zero Coupon Note Provisions:	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
17.	Redemption at the option of the Issuer:	Not Applicable
18.	Redemption at the option of the Noteholders	Not Applicable
19.	Automatic Early Redemption:	Not Applicable
20.	Final Redemption Amount:	<p>Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note:</p> <p>Final Redemption Amount = Specified Denomination x 100%</p> <p>Provided that if one or more Credit Event Determination Date(s) occur(s) (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes), the Issuer will, on the Maturity Date, redeem each Note at the Cash Redemption Amount, subject to provisions of the Additional Terms and Conditions for Credit Linked Notes.</p> <p>Cash Redemption Amount means, an amount, subject to a minimum of zero, equal for each Note to (i) the Relevant Proportion of the difference between the Aggregate Nominal Amount and the Aggregate Loss Amount minus (ii) the aggregate of the Unwind Costs calculated in respect of all Credit Event Determination Dates, as at the Maturity Date.</p>
21.	Physical Delivery Note Provisions	Not Applicable
22.	Credit Linked Notes provisions	Applicable, subject to the provisions of the Additional Terms and Conditions for Credit Linked Notes
(i)	Type of Credit Linked Notes:	Basket Notes
(ii)	Terms relating to Settlement:	
	a) Settlement Type:	European
	b) Settlement Method:	Cash Settlement

	c) Final Value:	Floating Recovery with Auction Method : the Final Value is to be determined pursuant to a Transaction Auction Settlement Terms and if a Transaction Auction Settlement Terms is published on or before 140 Business Days following the Credit Event Determination Date (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes), that provides for the valuation of obligations of a Reference Entity in respect of which a Credit Event has occurred, means the Auction Final Price (as specified in the relevant Transaction Auction Settlement Terms and expressed as a percentage) determined, if any, under such Transaction Auction Settlement Terms and applicable to the status of the Reference Obligation (subordinated or senior or any other applicable status as the case may be) or if no Transaction Auction Settlement Terms is published on or before 140 Business Days following the Credit Event Determination Date, means the amount determined by the Calculation Agent on the Credit Valuation Date (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes) as follows: (x) the Final Price (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes) if there is only one Selected Obligation (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes); or (y) the weighted average of the Final Prices of the Selected Obligations (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes) if the latter are a portfolio, in each case, minus the Valuation Hedging Cost (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes) for such Selected Obligation(s).
	d) Unwind Costs:	Not Applicable : the Unwind Costs in respect of each Note will be equal to zero
(iii)	Provisions relating to Basket Notes:	Applicable
	a) Relevant Proportion:	means the proportion which one Note bears to the total number of Notes outstanding
	b) Aggregate Loss Amount:	means at any time for a Basket Note that is not a Tranche Note, the aggregate of the Loss Amount in respect of all Reference Entities in respect of which a Credit Event Determination Date has occurred
	c) Loss Amount:	In relation to each Reference Entity in respect of which a Credit Event Determination Date (as such term is defined in the Additional Terms and Conditions for Credit Linked Notes) has occurred, an amount equal to the product of (i) the Reference Entity Notional Amount and (ii) the difference between the Reference Price and the Final Value, subject to a minimum of zero.

	d) Reference Entity Notional Amount:	For each Reference Entity comprised in the Reference Portfolio, the amount equal to the product of the Reference Entity Weighting and the Reference Portfolio Notional Amount
	e) Tranche Notes:	Not Applicable
	f) Reference Portfolio Notional Amount:	an amount equal to the Aggregate Nominal Amount
	g) Reference Price:	For each Reference Entity comprised in the Reference Portfolio, the percentage specified as such in "Annex for Credit Linked Notes" hereto
	h) Reference Entity Weighting:	For each Reference Entity comprised in the Reference Portfolio: the proportion specified as such in "Annex for Credit Linked Notes" hereto
	i) Interest Recovery:	Fixed Interest Recovery with an Interest Recovery Rate of 0 per cent.
(iv)	Transaction Type:	For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Notes" hereto
(v)	Selected Obligation(s):	Applicable
	a) Selected Obligation Category:	For each Reference Entity comprised in the Reference Portfolio, the Selected Obligation Category specified in "Annex for Credit Linked Notes" hereto
	b) Selected Obligation Characteristics:	For each Reference Entity comprised in the Reference Portfolio, the Selected Obligation Characteristics specified in "Annex for Credit Linked Notes" hereto
(vi)	Accrual of Interest upon Credit Event:	No Accrued Interest upon Credit Event
(vii)	Observed Interest:	Not Applicable
(viii)	First Credit Event Occurrence Date: (DD/MM/YYYY)	22/03/2013
(ix)	Scheduled Last Credit Event Occurrence Date:	the 4 th Business Day immediately preceding the Scheduled Maturity Date
(x)	Reference Entity(ies):	The Reference Entities comprised in the Reference Portfolio as described in "Annex for Credit Linked Notes" hereto (or any Successor thereto)
(xi)	Multiple Successor(s):	Not relevant. The provisions of Condition 1.5 of the Additional Terms and Conditions for Credit Linked Notes do not apply.
(xii)	Reference Obligation(s):	For each Reference Entity comprised in the Reference Portfolio, the Reference Obligation(s) specified in "Annex for Credit Linked Notes" hereto
(xiii)	Credit Events:	For each Reference Entity comprised in the Reference Portfolio, the Credit Event(s) specified

		in "Annex for Credit Linked Notes" hereto
(xiv)	Notice of Publicly Available Information:	For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Notes" hereto
(xv)	Obligation(s):	
	a) Obligation Category:	For each Reference Entity comprised in the Reference Portfolio, the Obligation Category specified in "Annex for Credit Linked Notes" hereto
	b) Obligation Characteristics:	For each Reference Entity comprised in the Reference Portfolio, the Obligation Characteristics specified in "Annex for Credit Linked Notes" hereto
(xvi)	All Guarantees:	For each Reference Entity comprised in the Reference Portfolio, as specified in "Annex for Credit Linked Notes" hereto
(xvii)	Additional Provisions relating to certain specific Reference Entities:	Applicable, if relevant, as per Condition 1.9 of the Additional Terms and Conditions for Credit Linked Notes.
(xviii)	Business Days (for the purposes of the Additional Terms and Conditions for Credit Linked Notes):	London and Target2
23.	Bond Linked Notes Provisions	Not Applicable
24.	Trigger redemption at the option of the Issuer:	Applicable as per Condition 5.6
25.	Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default:	Market Value

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

26.	(i)	Underlying(s):	Not Applicable
	(ii)	Information relating to the past and future performances of the Underlying(s):	Not Applicable
	(iii)	Other information relating to the Underlying(s):	Not Applicable

DEFINITIONS APPLICABLE TO INTEREST (IF ANY), REDEMPTION AND THE UNDERLYING(S) IF ANY

27.	(i)	Definitions relating to date(s):	Not Applicable
	(ii)	Definitions relating to the Product:	Not Applicable

PROVISIONS RELATING TO SECURED NOTES

28.	Secured Notes Provisions	Not Applicable
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GENERAL PROVISIONS APPLICABLE TO THE NOTES

29.	Provisions applicable to payment date(s):	
	- Payment Business Day:	Following Payment Business Day (unadjusted)
	- Financial Centre(s):	Target2
30.	Form of Notes:	
	(i) Form:	Dematerialised Notes Bearer dematerialised form (<i>au porteur</i>)
	(ii) New Global Note:	No
31.	Redenomination:	Not Applicable
32.	Consolidation:	As per Condition 14
33.	Partly Paid Notes Provisions:	Not Applicable
34.	Instalment Notes Provisions:	Not Applicable
35.	Masse :	The provisions of Condition 12 are waived in their entirety and replaced by the provisions of French <i>Code de commerce</i> relating to the <i>Masse</i>
	(i) Representative of the Masse:	The initial Representative (" <i>Représentant de la Masse</i> ") will be : SCP SIMONIN - LE MAREC - GUERRIER, Huissiers de Justice Associés 54 rue Taitbout 75009 Paris
	(ii) Remuneration of the Representative:	The Representative will be entitled to a remuneration of Euro 500 (VAT included) the first year and Euro 250 (VAT included) per year the following years.

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.
- There can be no assurance that the listing and trading of the Notes will be approved with effect on the Issue Date or at all.**
- (iii) **Estimate of total expenses related to admission to trading:** Not Applicable
- (iv) **Information required for Notes to be listed on the SIX Swiss Exchange:** Not Applicable

2. RATINGS

The Notes to be issued have not been rated.

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

Save for fees, if any, payable to the Dealer, and 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.

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

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

5. INDICATION OF YIELD (*Fixed Rate Notes only*)

Not Applicable

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

Not Applicable

7. PERFORMANCE OF INDEX/FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS *(Structured Notes only)*

In the case of occurrence of a Credit Event Determination Date in relation to one or more of the Reference Entities specified in the Reference Portfolio of the Annex for Credit Linked Notes hereto, the Issuer's obligation to redeem each Note at its Specified Denomination will be replaced by an obligation to pay, for each Note, the Cash Redemption Amount equal to the difference between the Specified Denomination and the Relevant Proportion of the Aggregate Loss Amount as specified in the Additional Terms and Conditions for Credit Linked Notes and these Final Terms.

The greater the number of Reference Entities subject to a Credit Event, the lower the Cash Redemption Amount will be.

If a Credit Event Determination Date occurs in respect of one or more Reference Entity(ies) specified in the Reference Portfolio of the Annex for Credit Linked Notes hereto, interest will accrue on a reduced nominal amount equal to the Interest Calculation Amount as defined in the Additional Terms and Conditions for Credit Linked Notes and in these Final Terms.

Pursuant to the provisions of the applicable Additional Terms and Conditions, upon the occurrence of certain events or adjustments, the Calculation Agent may decide an Early Redemption of the Notes on the basis of Market Value.

The Notes may be redeemed early in the event that the outstanding aggregate nominal amount is reduced to or falls below 10% of the initial aggregate nominal amount of such Notes.

In such event the Issuer will have the option to redeem any outstanding Notes early upon giving not less than 15 Business Days notice. This could lead to investors receiving an amount at redemption earlier than had been anticipated in circumstances over which the investors have no control and may affect the value of their investment.

8. OPERATIONAL INFORMATION

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|--------------|---------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) | Security identification code(s): | |
| | - ISIN Code: | FR0011505130 |
| | - Common Code: | 093944836 |
| (ii) | Clearing System(s): | Euroclear France |
| (iii) | Delivery: | Delivery against payment |
| (iv) | Calculation Agent: | Société Générale Tour Société Générale 17 cours Valmy
92987 Paris La Défense Cedex France |
| (v) | Paying Agent(s): | Société Générale
32 rue du Champ de Tir
BP 18236
44312 Nantes cedex 3
France |
| (vi) | Intended to be held in a manner which would allow Eurosystem eligibility: | No |
| (vii) | 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
France Name: Sales Support Services - Derivatives
Tel: +33 1 57 29 12 12 (Hotline)
Email: clientsupport-deai@sgcib.com |

9. DISTRIBUTION

- (i) **Method of distribution:** Non-syndicated
- **Dealer(s):** Société Générale
17, Cours Valmy
92987 Paris la Défense Cedex
France
- (ii) **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 person(s) mentioned below (each an "Interested Party") the following remunerations for the services provided by such Interested Party to Société Générale in the capacity set out below:
to TSAF OTC as distributor an annual average remuneration (calculated on the basis of the term of the Notes) equal to 1% of the amount of Notes effectively placed.
- (iii) **TEFRA rules:** Not Applicable
- (iv) **Permanently Restricted Notes:** Yes
- (v) **Non-exempt Offer:** An offer of the Notes may be made by the Dealer and other parties authorised by the Dealer other than pursuant to Article 3(2) of the Prospectus Directive in the public offer jurisdiction(s) (**Public Offer Jurisdiction(s)**) during the offer period (**Offer Period**) as specified in the paragraph "Public Offers in European Economic Area" below.
- (vi) **General Consent:** Not Applicable
- (vii) **Other conditions to consent:** Not Applicable

10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

- **Public Offer Jurisdiction(s):** France
- **Offer Period:** From 12/07/2013 to 13/09/2013
- **Offer Price:** The Notes issued on 12/07/2013 will be fully subscribed by the Dealer (specified above in the item Dealer(s)) and thereafter offered to the public in the secondary market, in France, from 12/07/2013 to 13/09/2013.

The Offer Price for one Note evolves at an annual rate of 1% between the Issue Date and the Interest Commencement Date in order to reach 100% on the Interest Commencement Date in accordance with the following formula :

$$99.83\% \times \left(1 + 1\% \times \frac{Nb(t)}{360} \right)$$

Where :

"Nb(t)" means, the number of calendar days between the Issue Date and such date "t" on which the value of the Note will be calculated (both dates included).

- Conditions to which the offer is subject:	Offers of the Notes are conditional on their issue and, on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Notes for any reason at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Notes.
- Description of the application process:	Not Applicable
- Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not Applicable
- Details of the minimum and/or maximum amount of application:	Not Applicable
- Details of the method and time limits for paying up and delivering the Notes:	The Notes will be delivered on any day during the offer by payment of the purchase price by the Noteholders to the relevant Financial Intermediary.
- Manner and date in which results of the offer are to be made public:	Publication on the website http://prospectus.socgen.com and in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the marketing period if required by local regulation.
- Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
- Whether tranche(s) has/have been reserved for certain countries:	Not Applicable
- 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 Base Prospectus.
Subscription fees or purchases fees:
none.

- Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

TSAF OTC,
252 Bvd Pereire
75017 Paris

11. ADDITIONAL INFORMATION

- Minimum Investment in the Notes:** EUR 1 000 (i.e. 1 Notes)
- Minimum Trading Lot:** EUR 1 000 (i.e. 1 Notes)

12. PUBLIC OFFERS IN OR FROM SWITZERLAND AND SWISS SIMPLIFIED PROSPECTUS

Not Applicable

ANNEX FOR CREDIT LINKED NOTES
Reference Portfolio:

Reference Entities	Transaction Type	Reference Entity Weighting	Reference Obligation	Reference Price	Status
PEUGEOT SA	Standard European Corporate	50%	FR0010780452	100%	Senior
FIAT S.P.A.	Standard European Corporate	50%	XS0305093311	100%	Senior

Terms applicable to a Reference Entity are the ones specified in the tables below for the Transaction Type of such Reference Entity as determined in the table above.

In the tables hereunder, "X" shall mean "Applicable".

Credit Events	Standard European Corporate
Bankruptcy	X
Failure to Pay	X
Grace Period Extension	
Notice of Publicly Available Information	X
Payment Requirement	X (USD 1,000,000)
Obligation Default	
Obligation Acceleration	
Repudiation/Moratorium	
Restructuring	X
Restructuring Maturity Limitation and Fully Transferable Obligation	
Modified Restructuring Maturity Limitation and Conditionally Transferable Obligation	X
Multiple Holder Obligation	X
Default Requirement	X (USD 10,000,000)
All Guarantees	X
Obligation Category	Standard European Corporate
Payment	
Borrowed Money	X
Reference Obligation Only	
Bond	
Loan	
Bond or Loan	
Obligation Characteristics	Standard European Corporate

Not Subordinated	
Standard Specified Currencies	
Standard Specified Currencies and Domestic Currency	
Not Sovereign Lender	
Not Domestic Currency	
Not Domestic Law	
Listed	
Not Domestic Issuance	
Selected Obligation Category	Standard European Corporate
Payment	
Borrowed Money	
Reference Obligation Only	
Bond	
Loan	
Bond or Loan	X
Selected Obligation Characteristics	Standard European Corporate
Not Subordinated	X
Standard Specified Currencies	X
Standard Specified Currencies and Domestic Currency	
Not Sovereign Lender	
Not Domestic Currency	
Not Domestic Law	
Listed	
Not Contingent	X
Assignable Loan	X
Consent Required Loan	X
Transferable	X
Not Bearer	X
Maximum Maturity : 30 years	X
Not Domestic Issuance	
Accelerated or Matured	

ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings		
A.1	Warning	<p>This summary must be read as an introduction to the Base Prospectus.</p> <p>Any decision to invest in the Notes should be based on a consideration of the Base Prospectus as a whole by the investor.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>Civil liability attaches only to those persons who have tabled this summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of this Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.</p>
A.2	Consent to the use of the Base Prospectus	<p>The Issuer consents to the use of this Base Prospectus in connection with a resale or placement of Notes in circumstances where a prospectus is required to be published under the Prospectus Directive (a Public Offer) subject to the following conditions:</p> <p>(i) the consent is only valid during the period from 12/07/2013 to 13/09/2013 (the Offer Period);</p> <p>(ii) the only persons authorised to use the Base Prospectus to make the Public Offer (Offerors) are TSAF OTC and, if the Issuer appoints additional financial intermediaries after the date of the applicable Final Terms and publishes details of them on its website, each financial intermediary whose details are so published;</p> <p>(iii) the consent only extends to the use of this Base Prospectus to make Public Offers of the Notes in France; and</p> <p>Any Offeror falling within sub-paragraph (ii) above who meets all of the other conditions stated above and wishes to use the Base Prospectus in connection with a Public Offer is required, at the relevant time, to publish on its website that it is relying on the Base Prospectus for such Public Offer with the consent of the Issuer.</p> <p>The consent referred to above is valid for the Offer Period from the date of the Base Prospectus.</p> <p>AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY NOTES IN A PUBLIC OFFER FROM AN OFFEROR OTHER THAN THE ISSUER WILL DO SO, AND OFFERS AND SALES OF SUCH NOTES TO AN INVESTOR BY SUCH OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER ARRANGEMENTS IN PLACE BETWEEN SUCH OFFEROR AND SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS AND SETTLEMENT ARRANGEMENTS. THE INVESTOR MUST LOOK TO THE OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH INFORMATION AND THE OFFEROR WILL BE RESPONSIBLE FOR SUCH INFORMATION. NONE OF THE ISSUER OR ANY DEALER HAS ANY RESPONSIBILITY OR LIABILITY TO AN INVESTOR IN RESPECT OF SUCH INFORMATION.</p>

Section B – Issuers and Guarantor		
B.1	Legal and commercial name of the Issuer	SG Issuer

B.2	Domicile, legal form, legislation and country of incorporation	<p>Domicile: 15, boulevard Prince Henri, L-1724 Luxembourg.</p> <p>Legal form: Public limited liability company (<i>société anonyme</i>).</p> <p>Legislation under which the Issuer operates: Luxembourg law.</p> <p>Country of incorporation: Luxembourg.</p>																													
B.4b	Known trends affecting the Issuer and the industries in which it operates	<p>SG Issuer expects to start its new activity in accordance with its new corporate objects over the course of 2013.</p>																													
B.5	Description of the Issuer's group and the Issuer's position within the group	<p>SG Issuer is a subsidiary of the Société Générale Group and has no subsidiaries.</p>																													
B.9	Figure of profit forecast or estimate (if any)	<p>Not applicable. SG Issuer does not provide any figure of profit forecast or estimate.</p>																													
B.10	Nature of any qualifications in the audit report on the historical financial information	<p>Not applicable. The audit reports do not include any qualification.</p>																													
B.12	Selected historical key financial information regarding the Issuer	<table border="1"> <thead> <tr> <th data-bbox="560 987 719 1070">(in K€)</th> <th data-bbox="719 987 986 1070">December 31, 2012 (audited)</th> <th data-bbox="986 987 1249 1070">December 31, 2011 (audited)</th> </tr> </thead> <tbody> <tr> <td data-bbox="560 1070 719 1128"></td> <td data-bbox="719 1070 986 1128"></td> <td data-bbox="986 1070 1249 1128"></td> </tr> <tr> <td data-bbox="560 1128 719 1211">Operating Revenues</td> <td data-bbox="719 1128 986 1211">6 805</td> <td data-bbox="986 1128 1249 1211">19 835</td> </tr> <tr> <td data-bbox="560 1211 719 1270"></td> <td data-bbox="719 1211 986 1270"></td> <td data-bbox="986 1211 1249 1270"></td> </tr> <tr> <td data-bbox="560 1270 719 1352">Profit from operations</td> <td data-bbox="719 1270 986 1352">5 233</td> <td data-bbox="986 1270 1249 1352">5 573</td> </tr> <tr> <td data-bbox="560 1352 719 1411"></td> <td data-bbox="719 1352 986 1411"></td> <td data-bbox="986 1352 1249 1411"></td> </tr> <tr> <td data-bbox="560 1411 719 1494">Profit from continuing operations</td> <td data-bbox="719 1411 986 1494">5 233</td> <td data-bbox="986 1411 1249 1494">5 573</td> </tr> <tr> <td data-bbox="560 1494 719 1552"></td> <td data-bbox="719 1494 986 1552"></td> <td data-bbox="986 1494 1249 1552"></td> </tr> <tr> <td data-bbox="560 1552 719 1632">Total Assets</td> <td data-bbox="719 1552 986 1632">447 087</td> <td data-bbox="986 1552 1249 1632">69 028</td> </tr> </tbody> </table>			(in K€)	December 31, 2012 (audited)	December 31, 2011 (audited)				Operating Revenues	6 805	19 835				Profit from operations	5 233	5 573				Profit from continuing operations	5 233	5 573				Total Assets	447 087	69 028
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	Material adverse change in the prospects of the Issuer since the date of its last published audited financial statements	<p>There has been no material adverse change in the prospects of SG Issuer since the date of its last audited financial statements dated 31 December 2012.</p>																													
	Significant changes in the financial or trading position subsequent to the	<p>There has been no significant changes in the financial or trading position of SG Issuer since the date of its last published financial statements dated 31 December 2012.</p>																													

	period covered by the historical financial information	
B.13	Recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency	There have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of each of the Issuers' solvency.
B.14	Statement as to whether the Issuer is dependent upon other entities within the group	See Element B.5 above for the Issuers' position within the Group. SG Issuer is dependent upon Société Générale Bank & Trust which is dependent upon Société Générale within the Group.
B.15	Issuer's principal activities	SG Issuer is a finance company whose main business is raising debt to be on-lent to Société Générale and other members of the Group.
B.16	To the extent known to the Issuer, whether the Issuer is directly or indirectly owned or controlled and by whom, and nature of such control	SG Issuer is a 100 per cent. owned subsidiary of Société Générale Bank & Trust S.A. which is a subsidiary of Société Générale and is a fully consolidated company.
B.17	Credit ratings assigned to the Issuer or its debt securities	SG Issuer is not rated. The Notes to be issued have not been rated.
B.18	Nature and scope of the guarantee	The due and punctual payment of any amounts due by SG Issuer in respect of the Notes issued by SG Issuer will be unconditionally and irrevocably guaranteed by the Guarantor as provided in the Guarantee provided that the Guarantee shall not apply to any Series of Notes issued on or after the date of the Guarantee by SG Issuer to the extent that, at the Issue Date of such Series of Notes, the sum of (A) the Aggregate Nominal Amount of such Series of Notes and (B) the Aggregate Nominal Amounts of each Series of Notes issued by the Issuers and outstanding on such Issue Date, in each case, converted into Euro at the relevant spot rate of exchange on such Issue Date, is equal to an amount which exceeds €125.000.000.000.
B.19	Information about the guarantor as if it were the issuer of the same type of security that is subject of the guarantee	The information about Société Générale as if it were the Issuer of the same type of Notes that is subject of the Guarantee is set out in accordance with the Elements B.1, B.2, B.4b, B.5, B.9, B.10, B.12, B.13, B.14, B.15, B.16 and B.17 below, respectively : B.1: Société Générale B.2: Domicile: 29, boulevard Haussmann, 75009 Paris, France. Legal form: Public limited company (société anonyme). Legislation under which the Issuer operates: French law. Country of incorporation: France. B.4.b: Significant but uneven deterioration in the global economic environment; recommendation by the European Banking Authority to reach a Core Tier 1 of at least 9% under Basel 2.5 starting 30 June 2012; Vickers report in the United Kingdom suggesting ringfencing retail banking activities within universal banks (issue which the European Union will take up in 2012); other topics being monitored by the Financial Stability Council include harmonisation of accounting standards, compensation practices, functioning of OTC derivative markets, among others. In the US, the Dodd-

		<p>Frank Act laid the foundation for systemic risk supervisions and oversight of certain activities of Corporate and Investment Banks; a tax on financial transactions has been introduced in 2012 in France.</p> <p>B.5: Société Générale is the parent company of the Société Générale Group. The Société Générale Group offers advisory and other services to individual customers, companies and institutions as part of three main business lines: - Retail Banking in France under Société Générale, Crédit du Nord and Boursorama brands; - International Retail Banking, which is present in Central and Eastern Europe, Russia, the Mediterranean Basin, Sub-Saharan Africa, Asia and in the French Overseas territories; and - Corporate and Investment Banking with a broad range of expertise in investment banking, finance and market activities</p> <p>B.9: Not applicable. Société Générale does not make any figure of profit forecast or estimate</p> <p>B.10: Not applicable. The audit report does not include any qualification.</p> <p>B.12:</p> <table border="1"> <thead> <tr> <th></th> <th style="text-align: center;">Year ended 2012</th> <th style="text-align: center;">Year ended 2011</th> </tr> </thead> <tbody> <tr> <td colspan="3">Results (in EUR M)</td> </tr> <tr> <td>Net Banking Income</td> <td style="text-align: right;">23,110</td> <td style="text-align: right;">25,636</td> </tr> <tr> <td>Operating income</td> <td style="text-align: right;">2,737</td> <td style="text-align: right;">4,270</td> </tr> <tr> <td>Net income before non controlling interests</td> <td style="text-align: right;">1,208</td> <td style="text-align: right;">2,788</td> </tr> <tr> <td>Net income</td> <td style="text-align: right;">774</td> <td style="text-align: right;">2,385</td> </tr> <tr> <td><i>French Networks</i></td> <td style="text-align: right;">1,291</td> <td style="text-align: right;">1,428</td> </tr> <tr> <td><i>International Retail Banking</i></td> <td style="text-align: right;">(51)</td> <td style="text-align: right;">325</td> </tr> <tr> <td><i>Corporate and Investment Banking</i></td> <td style="text-align: right;">1,053</td> <td style="text-align: right;">635</td> </tr> <tr> <td><i>Specialised Financial Services and Insurance</i></td> <td style="text-align: right;">674</td> <td style="text-align: right;">297</td> </tr> <tr> <td><i>Private Banking, Global Investment Management and Services</i></td> <td style="text-align: right;">(293)</td> <td style="text-align: right;">171</td> </tr> <tr> <td><i>Corporate Centre</i></td> <td style="text-align: right;">(1,900)</td> <td style="text-align: right;">(471)</td> </tr> <tr> <td colspan="3">Activity (in EUR bn)</td> </tr> <tr> <td>Total assets and liabilities</td> <td style="text-align: right;">1,250.7</td> <td style="text-align: right;">1,181.4</td> </tr> <tr> <td>Customer loans</td> <td style="text-align: right;">350.2</td> <td style="text-align: right;">367.5</td> </tr> <tr> <td>Customer deposits</td> <td style="text-align: right;">337.2</td> <td style="text-align: right;">340.2</td> </tr> <tr> <td colspan="3">Equity (in billions of euros)</td> </tr> <tr> <td>Group shareholders' equity</td> <td style="text-align: right;">49.8</td> <td style="text-align: right;">47.1</td> </tr> <tr> <td>Total consolidated equity</td> <td style="text-align: right;">54.1</td> <td style="text-align: right;">51.1</td> </tr> </tbody> </table> <p>There has been no material adverse change in the prospects of Société Générale and its consolidated subsidiaries (taken as a whole) since the date of its last audited financial statements dated 31 December 2012.</p>		Year ended 2012	Year ended 2011	Results (in EUR M)			Net Banking Income	23,110	25,636	Operating income	2,737	4,270	Net income before non controlling interests	1,208	2,788	Net income	774	2,385	<i>French Networks</i>	1,291	1,428	<i>International Retail Banking</i>	(51)	325	<i>Corporate and Investment Banking</i>	1,053	635	<i>Specialised Financial Services and Insurance</i>	674	297	<i>Private Banking, Global Investment Management and Services</i>	(293)	171	<i>Corporate Centre</i>	(1,900)	(471)	Activity (in EUR bn)			Total assets and liabilities	1,250.7	1,181.4	Customer loans	350.2	367.5	Customer deposits	337.2	340.2	Equity (in billions of euros)			Group shareholders' equity	49.8	47.1	Total consolidated equity	54.1	51.1
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Section C – Securities		
C.1	Type and the class of the securities being offered and/or admitted to trading, including any security identification number	<p>The Notes are Credit Linked Notes</p> <p>Clearing System(s): Euroclear France</p> <p>ISIN code: FR0011505130</p>
C.2	Currency of the securities issue	Specified Currency or Currencies: EUR
C.5	Any restrictions on the free transferability of the securities	There is no restriction on the free transferability of the Notes, subject to selling and transfer restrictions which may apply in certain jurisdictions.
C.8	Rights attached to the securities, including ranking and limitations to those rights and procedures for the	<p>Ranking</p> <p>Unsecured Notes will be direct, unconditional, unsecured and unsubordinated obligations of the Issuers and will rank <i>pari passu</i> without any preference among themselves and (subject to such exceptions as from time to time exist under applicable law) at least <i>pari passu</i> with all other outstanding direct,</p>

	exercise of those rights.	<p>unconditional, unsecured and unsubordinated obligations of the Issuers, present and future.</p> <p>Events of Default</p> <p>The terms of the Notes issued will contain the following events of default:</p> <ul style="list-style-type: none"> - the Issuer is in default with respect to the payment of interest or principal when due or the delivery of Deliverable Assets deliverable in respect of the Notes; or - the Issuer is in default in the performance of any other obligation under the Terms and Conditions; or - the Issuer institutes or has instituted against it by a regulator, supervisor or any similar official with primary insolvency, rehabilitative or regulatory jurisdiction over it in the jurisdiction of its incorporation or the jurisdiction of its head office, or the Issuer consents to a proceeding seeking a judgment of insolvency or bankruptcy or any other relief under any bankruptcy or insolvency law or other similar law affecting creditors' rights, or the Issuer consents to a petition for its winding-up or liquidation by it or by such regulator, supervisor or similar official, provided that proceedings instituted or petitions presented by creditors and not consented to by the Issuer shall not constitute an Event of Default; or the Guarantee ceases to be in full force and effect in respect of the Notes or notice is given by the Guarantor which would cause the Guarantee to cease to be in full force and effect in respect of the Notes. <p>Governing law</p> <p>The Notes 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.</p>
C.9	Nominal interest rate	6.10% per annum payable annually in arrear
	Date from which interest becomes payable and due dates for interest	Specified Period(s) /Interest Payment Date(s): 10 July in each year from and including 10 July 2014 to and including the Scheduled Maturity Date
	Where rate is not fixed, description of the underlying on which it is based	Not Applicable
	Maturity date and arrangements for amortisation of the loan, including the repayment procedures	10/07/2019, (such date being the Scheduled Maturity Date), subject to the provisions of paragraph "Credit Linked Notes Provisions" and the Additional Terms and Conditions for Credit Linked Notes.
	Indication of yield	Indication of Yield: Not Applicable
	Name of representative of debt security holders	<p>Representative of the Masse:</p> <p>The initial Representative ("Représentant de la Masse") will be : SCP SIMONIN - LE MAREC - GUERRIER, Huissiers de Justice Associés 54 rue Taitbout 75009 Paris</p>
C.10	Clear and comprehensive explanation to help investors understand how the value of their investment is affected by the value of the underlying instrument(s), especially under	See Element C15 below

	the circumstances when the risks are most evident	
C.11	Whether the securities offered are or will be the object of an application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with indication of the markets in question	Application has been made for the Notes to be admitted to trading on the regulated market of Luxembourg Stock Exchange.
C.15	How the value of the investment is affected by the value of the underlying instrument(s), unless the securities have a denomination of at least EUR 100,000.	<p>In the case of occurrence of a Credit Event Determination Date in relation to one or more of the Reference Entities specified in the Reference Portfolio of the Annex for Credit Linked Notes hereto, the Issuer's obligation to redeem each Note at its Specified Denomination will be replaced by an obligation to pay, for each Note, the Cash Redemption Amount equal to the difference between the Specified Denomination and the Relevant Proportion of the Aggregate Loss Amount as specified in the Additional Terms and Conditions for Credit Linked Notes and these Final Terms.</p> <p>The greater the number of Reference Entities subject to a Credit Event, the lower the Cash Redemption Amount will be.</p> <p>If a Credit Event Determination Date occurs in respect of one or more Reference Entity(ies) specified in the Reference Portfolio of the Annex for Credit Linked Notes hereto, interest will accrue on a reduced nominal amount equal to the Interest Calculation Amount as defined in the Additional Terms and Conditions for Credit Linked Notes and in these Final Terms.</p> <p>Pursuant to the provisions of the applicable Additional Terms and Conditions, upon the occurrence of certain events or adjustments, the Calculation Agent may decide an Early Redemption of the Notes on the basis of Market Value.</p>
C.16	Expiration or maturity date of the derivative securities – the exercise date or final reference date	The maturity date of the Notes will be 10/07/2019 (such date being the Scheduled Maturity Date), subject to the provisions of paragraph "Credit Linked Notes Provisions" and the Additional Terms and Conditions for Credit Linked Notes, and the final reference date will be the final valuation date.
C.17	Settlement procedure of the derivative securities	Cash delivery
C.18	How the return on derivative securities takes place	<p>Pursuant to the provisions of the Additional Terms and Conditions relating to the underlying asset(s) and upon the occurrence of certain extraordinary events and adjustments affecting such underlying asset(s), the Calculation Agent may decide an early redemption of the Notes on the basis of the Market Value.</p> <p>The Notes will be redeemable at maturity and the Final Redemption Amount shall be equal to the applicable formula</p>
C.19	Exercise price or final reference price of the underlying	Not Applicable
C.20	Type of the underlying and	Not Applicable

	where the information on the underlying can be found	
C.21	Indication of the market where the securities will be traded and for which prospectus has been published	See Element C.11 above.

Section D – Risks		
D.2	Key information on the key risks that are specific to the Issuer	<p>The Group is exposed to the risks inherent in its core businesses.</p> <p>The Group's risk management focuses on the following main categories of risks, any of which could materially adversely affect the Group's business, results of operations and financial condition:</p> <p>Credit and counterparty risk (including country risk): risk of losses arising from the inability of the Group's customers, issuers or other counterparties to meet their financial commitments. Credit risk includes counterparty risk linked to market transactions (replacement risk) and as well as securitisation activities.</p> <p>Market risk: risk of a loss of value on financial instruments arising from changes in market parameters, volatility of these parameters and correlations between them.</p> <p>Operational risks: risk of losses or sanctions due to inadequacies or failures in internal procedures or systems, human error or external events;</p> <p>Structural interest and exchange rate risk: risk of loss or of write-downs in the Group's assets arising from variations in interest or exchange rates.</p> <p>Liquidity risk: risk of the Group not being able to meet its cash or collateral requirements as they arise and at a reasonable cost.</p> <p>The Guarantee constitutes a general and unsecured contractual obligation of the Guarantor and no other person, any payments on the Notes are also dependent on the creditworthiness of the Guarantor.</p> <p>Prospective investors in Notes benefiting from the Guarantee should note that the entitlement of the Noteholder will be limited to the sums obtained by making a claim under the Guarantee, and the relevant provisions of the Guarantee and, in relation to Secured Notes only, from the sums obtained following enforcement of the relevant Pledge Agreement.</p> <p>The Guarantee is a payment guarantee only and not a guarantee of the performance by the relevant Issuer or any of its other obligations under the Notes benefiting from the Guarantee.</p> <p>The Guarantee may cover only part of the relevant Issuer's payment obligations under the relevant Series of Notes. In such a case, Noteholders may retain the risk that payments under the Notes are less than the amounts due by the Issuer under the Notes.</p> <p>Société Générale will act as issuer under the Programme, as the Guarantor of the Notes issued by SG Issuer, SGA Société Générale Acceptance N.V. and SG Option Europe and also as provider of hedging instruments to each Issuer. As a result, investors will be exposed not only to the credit risk of the Guarantor but also operational risks arising from the lack of independence of the Guarantor, in assuming its duties and obligations as the Guarantor and provider of the hedging instruments.</p> <p>The potential conflicts of interests and operational risks arising from such lack of independence are in part intended to be mitigated by the fact that different divisions within the Guarantor will be responsible for implementing the Guarantee and providing the hedging instruments and that each division is run as a separate operational unit, segregated by Chinese walls (information barriers) and run by different management teams.</p> <p>The Issuers and the Guarantor and any of their subsidiaries and/or their affiliates, in connection with their other business activities, may possess or acquire material information about the underlying assets. Such activities and information may cause consequences adverse to Noteholders.</p>

		<p>The Issuers and the Guarantor and any of their subsidiaries and/or their affiliates may act in other capacities with regard to the Notes, such as market maker, calculation agent or agent. Therefore, a potential conflict of interests may arise.</p> <p>In connection with the offering of the Notes, the Issuers and the Guarantor and/or their affiliates may enter into one or more hedging transaction(s) with respect to a reference asset(s) or related derivatives, which may affect the market price, liquidity or value of the Notes.</p>
D.3	Key information on the key risks that are specific to the securities	<ul style="list-style-type: none"> • The interest rate or redemption amount of certain Notes may be linked to the occurrence or non-occurrence of certain events which are not connected with the Issuer or the Guarantor, such as credit, price levels, weather or sports events, the occurrence of which is beyond the control of the Issuer and the Guarantor and Noteholders are exposed to the risk of such event occurring or not, as the case may be. • The Terms and Conditions may include provisions under which upon the occurrence of certain market disruptions delays in the settlement of the Notes may be incurred or certain modifications be made to their terms. Furthermore, an early termination of the Notes by the Issuer may occur upon the occurrence of certain events.
D.6	Important warning to the investor	<p>CERTAIN ISSUES OF NOTES MAY NOT BE SUITABLE INVESTMENTS FOR ALL INVESTORS. NO INVESTOR SHOULD PURCHASE A NOTE UNLESS SUCH INVESTOR UNDERSTANDS, AND IS ABLE TO BEAR THE YIELD, MARKET LIQUIDITY, STRUCTURE, REDEMPTION AND OTHER RISKS ASSOCIATED WITH THE NOTE.</p> <p>INVESTORS COULD SUSTAIN AN ENTIRE LOSS OF THEIR INVESTMENT AND SHOULD THEREFORE REACH AN INVESTMENT DECISION ON THE NOTES ONLY AFTER CAREFUL CONSIDERATION WITH THEIR OWN ADVISERS AS TO THE SUITABILITY OF THE PURCHASE IN LIGHT OF THEIR PARTICULAR FINANCIAL CIRCUMSTANCES.</p>

Section E – Offer		
E.2.b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks	The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale group of companies, which include making a profit.
E.3	Description of the terms and conditions of the offer	<p>Public Offer Jurisdiction(s) France</p> <p>Offer Period: From 12/07/2013 to 13/09/2013</p> <p>Offer Price: The Notes issued on 12/07/2013 will be fully subscribed by the Dealer (specified above in the item Dealer(s)) and thereafter offered to the public in the secondary market, in France, from 12/07/2013 to 13/09/2013.</p> <p>The Offer Price for one Note evolves at an annual rate of 1% between the Issue Date and the Interest Commencement Date in order to reach 100% on the Interest Commencement</p>

		<p>Date in accordance with the following formula :</p> $99.83\% \times \left(1 + 1\% \times \frac{Nb(t)}{360} \right)$ <p>Where :</p> <p>"Nb(t)" means, the number of calendar days between the Issue Date and such date "t" on which the value of the Note will be calculated (both dates included).</p> <p>Conditions to which the offer is subject: Offers of the Notes are conditional on their issue and, on any additional conditions set out in the standard terms of business of the financial intermediaries, notified to investors by such relevant financial intermediaries. The Issuer reserves the right to withdraw the offer and cancel the issuance of the Notes for any reason at any time on or prior to the Issue Date. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Notes.</p> <p>Description of the application process: Not Applicable</p> <p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable</p> <p>Details of the minimum and/or maximum amount of application: Not Applicable</p> <p>Details of the method and time limits for paying up and delivering the Notes: The Notes will be delivered on any day during the offer by payment of the purchase price by the Noteholders to the relevant Financial Intermediary.</p> <p>Manner and date in which results of the offer are to be made public: Publication on the website http://prospectus.socgen.com and in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the marketing period if required by local regulation.</p> <p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable</p>
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		<p>Whether tranche(s) has/have been reserved for certain countries: Not Applicable</p> <p>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Not Applicable</p> <p>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 Base Prospectus. Subscription fees or purchases fees: none.</p> <p>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: TSAF OTC, 252 Bvd Pereire 75017 Paris</p>
E.4	Description of any interest that is material to the issue/offer including conflicting interests	<p>Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.</p> <p>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.</p>
E.7	Estimated expenses charged to the investor by the Issuer or the offeror	Not Applicable. No expenses are charged to the investor by the Issuer or the Offeror

ANNEX

ISSUE APECIFIC SUMMARY
(French version)

RÉSUMÉ SPECIFIQUE DE L'EMISSION

Section A – Introduction et avertissements		
A.1	Avertissement	<p>Le présent résumé doit être lu comme une introduction au Prospectus de Base.</p> <p>Toute décision d'investir dans les valeurs mobilières concernées doit être fondée sur un examen exhaustif du Prospectus de Base par l'investisseur.</p> <p>Lorsqu'une action concernant l'information contenue dans le Prospectus de Base est intentée devant un tribunal, l'investisseur plaignant peut, selon la législation nationale des États Membres, avoir à supporter les frais de traduction du Prospectus de Base avant le début de la procédure judiciaire.</p> <p>Une responsabilité civile n'est attribuée qu'aux personnes qui ont présenté le résumé, y compris sa traduction, mais uniquement si le contenu du résumé est trompeur, inexact ou contradictoire par rapport aux autres parties du Prospectus de Base ou s'il ne fournit pas, lu en combinaison avec les autres parties du Prospectus de Base, les informations clés permettant d'aider les investisseurs lorsqu'ils envisagent d'investir dans les Titres.</p>
A.2	Consentement à l'utilisation du Prospectus de Base	<p>L'Emetteur consent à l'utilisation du Prospectus de Base en relation avec la revente ou le placement de Titres dans les circonstances où la publication d'un prospectus est requise en vertu de la Directive Prospectus (une Offre au Public) sous réserve des conditions suivantes :</p> <p>(i) le consentement est valide uniquement pendant la période allant du 12/07/2013 au 13/09/2013 (la Période d'Offre);</p> <p>(ii) les seules personnes autorisées à utiliser le Prospectus de Base pour faire l'Offre au Public (les Offreurs) sont TSAF OTC et, si l'Emetteur désigne des intermédiaires financiers complémentaires après la date des Conditions Définitives applicables et publie les détails sur eux sur son site internet, chaque intermédiaire financier dont les détails sont ainsi publiés;</p> <p>(iii) le consentement s'étend uniquement à l'utilisation du Prospectus de Base pour faire des Offres au Public des Titres en France.</p> <p>Tout Offreur relevant du sous-paragraphe (ii) ci-dessus qui remplit toutes les autres conditions décrites ci-dessus et qui souhaite utiliser le Prospectus de Base en relation avec une Offre au Public devra publier, au moment considéré, sur son site qu'il s'appuie sur le Prospectus de Base pour cette Offre au Public avec le consentement de l'Emetteur.</p> <p>Le consentement auquel il est fait référence ci-dessus est valable pour la Période d'Offre à compter de la date du Prospectus de Base</p> <p>UN INVESTISSEUR QUI SOUHAITE ACQUERIR OU QUI ACQUIERT TOUS TITRES D'UNE OFFRE AU PUBLIC AUPRES D'UN OFFREUR AUTRE QUE L'EMETTEUR POURRA LE FAIRE, ET LES OFFRES</p>

		ET VENTES DE CES TITRES A UN INVESTISSEUR PAR CET OFFREUR SERONT EFFECTUEES, CONFORMEMENT A TOUTES MODALITES ET AUTRES ACCORDS CONCLUS ENTRE CET OFFREUR ET CET INVESTISSEUR Y COMPRIS, S'AGISSANT DU PRIX, DES ACCORDS D'ALLOCATION ET DE REGLEMENT. L'INVESTISSEUR DOIT VEILLER A CE QUE L'OFFREUR AU MOMENT DE CETTE OFFRE FOURNISSE LES INFORMATIONS Y AFFERENTES ET L'OFFREUR SERA RESPONSABLE DE CES INFORMATIONS. NI L'EMETTEUR NI AUCUN DES AGENTS PLACEURS NE SAURAIT ETRE TENU RESPONSABLE DE CETTE INFORMATION.
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Section B – Emetteur et Garant		
B.1	Nom commercial et juridique de l'Emetteur	SG Issuer
B.2	Siège social, forme juridique, législation applicable et pays d'incorporation	Siège social : 15, boulevard Prince Henri, L-1724 Luxembourg. Forme juridique: société anonyme. Législation applicable: Loi luxembourgeoise. Pays d'incorporation: Luxembourg.
B.4b	Tendances connues ayant des répercussions sur l'Emetteur et ses secteurs d'activité	SG Issuer entend démarrer sa nouvelle activité en concordance avec les nouveaux objets de la société durant l'année 2013.
B.5	Description du Groupe de l'Emetteur et de la place qu'il y occupe	SG Issuer est une filiale du Groupe Société Générale et n'a pas de filiale.
B.9	Estimation ou prévisions de bénéfices	Sans objet. SG Issuer ne fournit aucun chiffre relatif à une estimation ou prévisions de bénéfice.
B.10	Réserves sur les informations financières historiques contenues dans les rapports d'audit	Sans objet. Il n'y a pas de réserve dans les rapports des commissaires aux comptes.

B.12	Informations financières historiques clés de l'Emetteur	<table border="1"> <thead> <tr> <th>(en K€)</th> <th>31 décembre 2012</th> <th>31 décembre 2011</th> </tr> </thead> <tbody> <tr> <td>Produit net bancaire</td> <td>6 805</td> <td>19 835</td> </tr> <tr> <td>Résultat net</td> <td>5 233</td> <td>5 573</td> </tr> <tr> <td>Résultat d'exploitation</td> <td>5 233</td> <td>5 573</td> </tr> <tr> <td>Total Bilan</td> <td>447 087</td> <td>69 028</td> </tr> </tbody> </table>	(en K€)	31 décembre 2012	31 décembre 2011	Produit net bancaire	6 805	19 835	Résultat net	5 233	5 573	Résultat d'exploitation	5 233	5 573	Total Bilan	447 087	69 028
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Résultat d'exploitation	5 233	5 573															
Total Bilan	447 087	69 028															
	Changement significatif défavorable dans les perspectives de l'Emetteur depuis la date de ses derniers états financiers vérifiés et publiés	Il n'y a pas eu de changement significatif défavorable dans les perspectives de SG Issuer depuis la date de ses derniers états financiers vérifiés et publiés en date 31 décembre 2012.															
	Changement significatif dans la situation financière ou commerciale de l'Emetteur depuis la fin de la période couverte par les dernières informations financières publiées	Il n'y a pas eu de changement significatif dans la situation financière ou commerciale de SG Issuer survenu depuis la fin de la période couverte par les dernières informations financières publiées en date du 31 décembre 2012.															
B.13	Evénements récents propres à l'Emetteur qui peuvent avoir un impact significatif sur l'évaluation de la solvabilité de l'Emetteur	Il n'y a pas eu d'événements récents propres à l'Emetteur et présentant un intérêt significatif pour l'évaluation de sa solvabilité.															
B.14	Dépendance de l'Emetteur vis-à-vis d'autres entités du Groupe	<p>Voir aussi Elément B.5 ci-dessus pour la position de chaque Emetteur au sein du Groupe.</p> <p>SG Issuer est dépendante de Société Générale Bank & Trust qui est dépendante de Société Générale au sein du Groupe.</p>															
B.15	Principales activités de l'Emetteur	SG Issuer est une société financière dont l'activité principale est de lever de la dette qui sera ensuite prêtée à Société Générale et aux autres membres du Groupe.															

B.16	Dans la mesure où ces informations sont connues de l'émetteur, indication du contrôle, direct ou indirect, et par qui; description de la nature de ce contrôle.	<p>SG Issuer est une filiale à 100% de Société Générale Bank & Trust S.A. qui est une filiale de Société Générale et est consolidée par intégration globale.</p>
B.17	Notation de l'Emetteur ou de ses Titres	<p>SG Issuer n'est pas noté. Les Titres à émettre n'ont pas été notés</p>
B.18	Nature et objet de la Garantie	<p>Le paiement dû et à bonne date de toutes sommes dues par SG Issuer relatifs à des Titres émis par SG Issuer sera inconditionnellement et irrévocablement garanti par le Garant en vertu de la Garantie étant entendu que la Garantie ne s'appliquera à aucune Série de Titres émise à la date de la Garantie ou après cette date par SG Issuer, dans la mesure où, à la Date d'Emission de cette Série de Titres, la somme (A) du Montant Nominal Total de cette Série de Titres et (B) des Montants Nominatifs Totaux de chaque Série de Titres émise par l'Emetteur et en circulation à cette Date d'Emission, convertie dans chaque cas en euro au taux de change au comptant applicable à cette Date d'Emission, est égale à un montant excédant 125.000.000.000 €).</p>
B.19	Informations sur le Garant comme s'il était l'Emetteur du même type de valeur mobilière qui fait l'objet de la garantie	<p>Les informations relatives à Société Générale comme s'il était l'Emetteur du même type de Titres faisant l'objet de la Garantie sont respectivement décrites conformément aux Eléments B.1, B.2, B.4b, B.5, B.9, B.10, B.12, B.13, B.14, B.15, B.16 et B.17 ci-dessous.</p> <p>B.1 : Société Générale</p> <p>B.2 : Siège Social : 29, boulevard Haussmann, 75009 Paris. Forme juridique : société anonyme. Législation applicable : Loi française. Pays d'incorporation : France.</p> <p>B.4b : Détérioration significative mais d'ampleur inégale dans l'environnement économique mondial; recommandation de l'Autorité Bancaire Européenne de parvenir à un ratio Core Tier 1 d'au moins 9% selon le référentiel Bâle 2.5 à partir du 30 Juin 2012; rapport Vickers au Royaume-Uni suggérant le cantonnement des activités de banque de détail au sein des banques universelles (question qui sera examinée par l'Union européenne en 2012) ; d'autres sujets examinés par le Conseil de Stabilité Financière comprennent l'harmonisation des normes comptables, les pratiques de compensation, le fonctionnement des marchés de dérivés OTC, entre autres ; aux États-Unis, la loi Dodd-Frank a introduit les principes du contrôle des risques systémiques et de surveillance de certaines activités des banques de financement et d'investissement; une taxe sur les transactions financières a été instaurée en 2012 en France.</p>

B.5 :

Société Générale est la société mère du Groupe Société Générale. Le Groupe Société Générale propose notamment des services de conseil à ses clients personnes physiques, aux entreprises et institutions dans le cadre de trois secteurs d'activités majeurs:

- la Banque de Détail en France sous les marques Société Générale, Crédit du Nord et Boursorama ;
- la Banque de Détail Internationale, qui est présente en Europe Centrale et en Europe de l'Est, en Russie, dans le Bassin Méditerranéen, en Afrique Sub-Saharienne, en Asie et dans les territoires français d'Outre-Mer; et
- la Banque de Financement et d'Investissement avec un large éventail de compétences en matière de services d'investissement, de financement et d'activités de marché.

B.9 :

Sans objet. Société Générale ne fournit aucun chiffre relatif à une estimation ou prévisions de bénéfice.

B.10 :

Sans objet. Il n'y a pas de réserve dans les rapports des commissaires aux comptes.

B.12 :

	Fin 2012	Fin 2011
Résultats (en M EUR)		
Produit net bancaire	23 110	25 636
Résultat d'exploitation	2 737	4 270
Résultat net	1 208	2 788
Résultat net part du Groupe	774	2 385
Réseaux France	1 291	1 428
Réseaux Internationaux	(51)	325
Banque de Financement et d'Investissement	1 053	635
Service Financiers Spécialisés et Assurances	674	297
Banque Privée Gestion d'Actifs et Services aux Investisseurs	(293)	171
Hors Pôles	(1 900)	(471)
Activité (en Md EUR)		
Total du bilan	1 250,7	1 181,4
Crédit clientèle	350,2	367,5
Dépôts clientèle	337,2	340,2
Fonds propres (en Md EUR)		
Capitaux propres part du Groupe	49,8	47,1
Capitaux propres de l'ensemble consolidé	54,1	51,1]

Il n'y a pas eu de changement significatif défavorable dans les perspectives de Société Générale et de ses filiales consolidées (pris dans leur ensemble) depuis la date de ses derniers états financiers vérifiés en date du 31 décembre 2012.

		<p>Il n'y a pas eu de changement significatif dans la situation financière ou commerciale de Société Générale et de ses filiales consolidées (pris dans leur ensemble) la date de ses derniers états financiers publiés en date du 31 décembre 2012.</p> <p>B.13 : Il n'y a pas eu d'événements récents propres à Société Générale et présentant un intérêt significatif pour l'évaluation de sa solvabilité.</p> <p>B.14 : Voir aussi Elément B.5 ci-dessus pour la position de Société Générale au sein du Groupe. Société Générale est la société mère à la tête du Groupe. Cependant, Société Générale exploite ses propres activités et n'intervient pas simplement en tant que société holding vis-à-vis de ses filiales.</p> <p>B.15 : Société Générale a pour objet, dans les conditions déterminées par les lois et réglementations applicables aux établissements de crédits, d'exercer auprès des personnes physiques et morales, tant en France qu'à l'étranger :</p> <ul style="list-style-type: none">• toutes opérations de banque ;• toutes opérations connexes aux opérations bancaires, y compris notamment, toutes prestations de services d'investissement ou services connexes visés aux articles L. 321-1 et L.321-2 du Code monétaire et financier ;• toutes prises de participations dans d'autres sociétés. <p>Société Générale peut également à titre habituel, dans les conditions définies par le Comité de la Réglementation Bancaire et Financière français, effectuer toutes opérations autres que celles mentionnées ci-dessus, y compris le courtage d'assurance.</p> <p>D'une façon générale, Société Générale peut effectuer, pour son propre compte ou pour le compte de tiers ou en participation, toutes opérations financières, commerciales, industrielles ou agricoles, mobilières ou immobilières, pouvant se rapporter directement ou indirectement aux activités ci-dessus ou susceptibles d'en faciliter la réalisation.</p> <p>B.16 : Société Générale n'est pas détenue ou contrôlée par une société mère.</p> <p>B.17 : Société Générale est noté A2 by Moody's Investors Services, A par Standard and Poor's et A+ par Fitch Ratings.</p>
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Section C – Valeurs mobilières		
C.1	Nature et catégorie des titres qui sont offerts et/ou admis à la cotation, y inclus le numéro d'identification	<p>Les Titres sont des Titres Indexés sur Evénement de Crédit</p> <p>Système(s) de Compensation: Euroclear France</p> <p>Code ISIN: FR0011505130</p>
C.2	Devise de l'émission des Titres	<p>Devise(s) Prévue(s) : EUR</p>
C.5	Restriction imposée à la libre négociabilité	<p>Il n'existe aucune restriction sur la libre négociabilité des Titres, sous réserve de restrictions de vente et de transfert qui peuvent s'appliquer dans certaines juridictions.</p>
C.8	Droits et restrictions attachés aux Titres, incluant le rang et les limitations à ces droits et procédures pour l'exercice de ces droits	<p>Rang</p> <p>Les Titres Non Assortis de Sûretés constituent des obligations directes, inconditionnelles, non assorties de sûretés et non subordonnées de l'Emetteur, et viendront au même rang entre elles sans préférence et (sous réserve des dispositions contraires de la loi en vigueur au moment considéré) au moins au même rang que toutes autres obligations directes, inconditionnelles, non assorties de sûretés et non subordonnées de l'Emetteur, présentes ou futures.</p> <p>Cas de Défaut</p> <p>Les Modalités des Titres contiennent les cas de défaut suivants :</p> <ul style="list-style-type: none"> - l'Emetteur manque de payer toute somme devenue exigible au titre des intérêts ou du principal ou la livraison d'actifs livrables en vertu des Titres ; ou - l'Emetteur manque d'exécuter l'une quelconque de ses autres obligations en vertu des Modalités des Titres; ou - l'Emetteur prend l'initiative ou fait l'objet, de la part d'une autorité de régulation, d'une autorité de supervision ou de toute autre autorité officielle similaire compétente en matière de faillite, de redressement ou de liquidation judiciaire ou de régulation dans le ressort d'immatriculation ou de constitution de son siège ou principal établissement, d'une procédure sollicitant le prononcé d'un jugement de faillite, de redressement ou de liquidation judiciaire ou de toute autre mesure en vertu de toute loi sur la faillite ou la cessation des paiements ou de toute autre loi similaire affectant les droits des créanciers, ou consentirait à cette procédure; ou encore la situation dans laquelle l'Emetteur ferait l'objet d'une requête en vue de sa dissolution ou liquidation, présentée par cette autorité de régulation, cette autorité de supervision ou cette autre autorité officielle similaire, ou consentirait à cette requête, étant entendu qu'une procédure engagée ou une requête présentée par des créanciers et à laquelle l'Emetteur ne consentirait pas un cas de

		<p>défaut ; ou</p> <ul style="list-style-type: none"> - la Garantie cesse d'être pleinement en vigueur et en effet ou une notification est donnée par le Garant ayant pour effet de priver la Garantie de tout effet ou la Garantie est rendue nulle pour tout motif en ce qui concerne les Titres. <p>Droit applicable</p> <p>Les Titres et tous engagements non contractuels découlant des Titres ou s'y rapportant seront régis par, et interprétés selon la loi française.</p>
C.9	Taux d'Intérêt Nominal	6.10% payable annuellement à terme échu
	Date d'entrée en jouissance et date d'échéance des intérêts	Période(s) Spécifiée(s) / Date(s) de Paiement des Intérêts : le 10 juillet de chaque année à partir du 10 juillet 2014 inclus jusqu'à la Date de Maturité Prévue.
	Quand le taux n'est pas fixe, description du sous-jacent sur lequel il est fondé	Sans objet.
	Date d'Echéance et modalités d'amortissement de l'emprunt, y compris les procédures de remboursement.	10/07/2019 (cette date étant la Date D'échéance Prévue) sous réserve des dispositions du paragraphe "Dispositions relatives aux Titres Indexés sur Evénement de Crédit" et des Modalités Complémentaires relatives aux Titres Indexés sur Evénement de Crédit.
	Indication du rendement	Indication du rendement Non Applicable
	Représentant des Titulaires de Titres	<p>Représentant de la Masse:</p> <p>Le Représentant initial ("Représentant de la Masse") sera :</p> <p>SCP SIMONIN - LE MAREC - GUERRIER, Huissiers de Justice Associés 54 rue Taitbout 75009 Paris</p>
C10	Explication claire et compréhensible pour aider les investisseurs à comprendre comment la valeur de leur investissement	Voir Elément C.15 ci-dessous

	est affectée par la valeur du ou des instruments sous-jacents, particulièrement dans des circonstances où les risques sont le plus évidents	
C.11	Si les valeurs mobilières offertes font ou feront l'objet d'une demande d'admission à la négociation, dans le but de les distribuer sur un marché réglementé ou sur d'autres marchés équivalents avec indication des marchés en question.	Les Titres ont fait l'objet d'une demande pour être admis à la négociation sur le marché réglementé de la Bourse du Luxembourg.
C.15	Comment la valeur de l'investissement est affectée par la valeur de l'instrument sous-jacent, à moins que les valeurs mobilières aient une valeur nominale d'au moins 100.000 EUR	<p>En cas de survenance d'une Date de Détermination de l'Événement de Crédit concernant une ou plusieurs des Entité(s) de Référence incluse(s) dans le Portefeuille de Référence de l'Annexe pour les Titres Indexés sur Événement de Crédit ci-jointe, l'obligation de l'Emetteur de rembourser chaque Titre à sa Valeur Nominale sera remplacée par une obligation de payer, pour chaque Titre, le Montant de Remboursement en Espèces égal à la différence entre la Valeur Nominale et la Proportion Appropriée du Montant de Perte Totale dans les conditions fixées aux dispositions de l'Annexe Technique Événement de Crédit et de ces Conditions Définitives.</p> <p>Plus le nombre d'Entités de Référence ayant subi un Événement de Crédit sera élevé, plus le Montant de Remboursement en Espèces sera faible.</p> <p>En cas de survenance d'une Date de Détermination d'un Événement de Crédit concernant une ou plusieurs des Entité(s) de Référence incluse(s) dans le Portefeuille de Référence de l'Annexe pour les Titres Indexés sur Événement de Crédit ci-jointe, les intérêts courront sur la base d'un montant réduit égal au Montant de Calcul des Intérêts tel que défini dans l'Annexe Technique Événement de Crédit et dans ces Conditions Définitives.</p> <p>En application des Modalités Complémentaires, en cas d'Ajustements et Événements Extraordinaires impactant le Sous-Jacent, l'Agent de Calcul peut décider le Remboursement Anticipé des Titres sur la base de la Valeur de Marché.</p>

C.16	Date d'expiration ou date d'échéance des instruments dérivés – la date d'échéance ou date finale de référence	La Date d'Echéance des Titres est le 10/07/2019 (cette date étant la Date D'échéance Prévue) sous réserve des dispositions du paragraphe "Dispositions relatives aux Titres Indexés sur Evénement de Crédit" et des Modalités Complémentaires relatives aux Titres Indexés sur Evénement de Crédit et la date finale de référence sera la date d'évaluation finale.
C.17	Procédure de règlement des instruments dérivés	Paiement en numéraire
C.18	Modalités relatives au produit des instruments dérivés	Conformément aux dispositions des Modalités Complémentaires concernant le sous-jacent et en cas de survenance d'événements extraordinaires et ajustements affectant le sous-jacent, l'Agent de Calcul pourra décider le remboursement anticipé des Titres sur la base de la Valeur de Marché (<i>Market Value</i>) Les Titres seront remboursables à échéance et le Montant de Remboursement Final (<i>Final Redemption Amount</i>) sera égal à la formule applicable.
C.19	Prix d'exercice ou prix de référence final du sous-jacent	Sans objet.
C.20	Typologie de sous-jacent et où les informations sur le sous-jacent peuvent être obtenues	Sans objet.
C.21	Indication du marché où les valeurs mobilières seront admises à la négociation et pour lesquelles un prospectus a été publié	Voir Elément C.11 ci-dessus.

Section D – Risques

D.2	Principaux risques propres à l'Emetteur et au Garant	<p>Le Groupe est exposé à des risques inhérents à ses activités.</p> <p>La gestion des risques du Groupe se concentre sur les catégories principales de risques suivantes, chacun d'entre eux pouvant avoir un effet défavorable significatif sur l'activité du Groupe, ses résultats et sa situation financière :</p> <p>Risque de crédit et de contrepartie (y compris le risque pays) : risque de perte résultant de l'incapacité des clients du Groupe, d'émetteurs ou d'autres contreparties à faire face à leurs engagements financiers. Le risque de crédit inclut le risque de contrepartie afférent aux opérations de marché (risque de remplacement) et aux activités de titrisation.</p> <p>Risque de marché : risque de perte de valeur des instruments financiers résultant des variations de paramètres de marché, de la volatilité de ces paramètres et des corrélations entre ces paramètres.</p> <p>Risques opérationnels : risque de pertes ou de sanctions notamment du fait de défaillances des procédures et systèmes internes, d'erreurs humaines ou d'événements extérieurs.</p> <p>Risque structurel de taux d'intérêt et de change : risques de perte ou de dépréciation sur les actifs du Groupe en cas de variation sur les taux d'intérêt et de change.</p> <p>Risque de liquidité : risque que le Groupe ne puisse faire face à ses flux de trésorerie ou ses besoins de collatéral au moment où ils sont dus et à un coût raisonnable.</p> <p>La Garantie constitue une obligation contractuelle générale et non assortie de sûretés du Garant et d'aucune autre personne, tout paiement au regard des Titres émis dépend également de la solvabilité du Garant</p> <p>Les investisseurs potentiels de Titres bénéficiant de la Garantie doivent prendre en compte que les droits du Titulaire desdits Titres seront limités aux sommes obtenues suite à une réclamation au titre de la Garantie, conformément aux termes décrits dans la Garantie et, concernant les Titres Assortis de Sûretés seulement, des sommes dus à la suite de l'exécution du Contrat de Gage concerné</p> <p>La Garantie couvre uniquement les obligations de paiement de l'Emetteur concerné et ne constitue en aucun cas une garantie de l'exécution des autres obligations de l'Emetteur en vertu des Titres bénéficiant de la Garantie.</p> <p>La Garantie pourra ne couvrir qu'une partie des obligations de paiement de l'Emetteur en vertu des Titres. Dans un tel cas, les Titulaires de Titres pourront courir le risque que les paiements dus en vertu des Titres soient inférieurs aux montants dus par l'Emetteur en</p>
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		<p>vertu de ces Titres.</p> <p>Société Générale agit en qualité d'émetteur dans le cadre du Prospectus de Base, en qualité de Garant des Titres émis par SG Issuer, SGA Société Générale Acceptance N.V. et SG Option Europe et également en qualité de fournisseur d'instruments de couverture à l'Emetteur. En conséquence, les investisseurs seront exposés non seulement au risque de crédit du Garant, mais également à des risques opérationnels découlant du manque d'indépendance du Garant, dans l'exécution de ses fonctions et obligations en qualité de Garant et de fournisseur d'instruments de couverture.</p> <p>Les conflits d'intérêts potentiels et les risques opérationnels découlant de ce défaut d'indépendance doivent être partiellement atténués par le fait que différentes divisions de la société du Garant seront responsables de l'exécution des obligations découlant de la Garantie, d'une part, et de la fourniture d'instruments de couverture, d'autre part, et que chaque division est gérée comme une unité opérationnelle séparée, séparée par des murailles de Chine (barrières à l'information) et dirigée par des équipes de direction différentes.</p> <p>Les Emetteurs et le Garant et l'une quelconque de leurs filiales et/ou sociétés affiliées peuvent, dans le cadre de leurs activités commerciales, posséder ou acquérir des informations sur des actifs sous-jacents qui sont ou peuvent être d'importance significative. Ces activités et informations en résultant peuvent avoir des conséquences négatives pour les Titulaires de Titres.</p> <p>Les Emetteurs et le Garant et l'une quelconque de leurs filiales et/ou sociétés affiliées peuvent agir en toute autre capacité en ce qui concerne les Titres, tel animateur de marché, agent de calcul ou agent. Par conséquent un conflit d'intérêts est susceptible d'émerger. Dans le cadre de l'offre des Titres, les Emetteurs et le Garant et l'une quelconque de leurs filiales peuvent effectuer une ou plusieurs opérations de couverture en relation avec le ou les actifs de référence ou autres dérivés, qui peuvent affecter le prix de marché, la liquidité ou la valeur des Titres.</p>
D.3	Principaux risques propres aux Titres	<p>Le taux d'intérêt ou le montant de rachat de certains Titres peuvent être liés à la survenance ou la non-survenance de certains événements qui ne sont pas liés à l'Emetteur ou au Garant, tels que le crédit, le niveau des prix, le temps ou des événements sportifs dont la survenance n'est pas contrôlée par l'Emetteur ou le Garant. Les Porteurs sont soumis au risque que de tels événements surviennent ou non selon le cas.</p> <p>Les Modalités des Titres peuvent prévoir des dispositions stipulant qu'en cas de survenance de certains dysfonctionnements de marché, des retards dans le règlement des Titres peuvent être subis ou que certaines modifications peuvent être apportées aux Modalités des Titres. De plus, l'Emetteur peut procéder à un remboursement anticipé des Titres en cas de survenance de certains événements.</p>
D.6	Avertissement important à	CERTAINES EMISSIONS DE TITRES PEUVENT NE PAS CONSTITUER DES INVESTISSEMENTS APPROPRIES POUR TOUS

	l'attention de l'investisseur	<p>LES INVESTISSEURS. AUCUN INVESTISSEUR NE DOIT ACQUERIR UN TITRE A MOINS DE COMPRENDRE ET D'ETRE EN MESURE DE SUPPORTER LES RISQUES LIES A CE TITRE, NOTAMMENT EN MATIERE DE RENDEMENT, DE LIQUIDITE DU MARCHÉ, DE STRUCTURE, DE REMBOURSEMENT ET AUTRES RISQUES.</p> <p>LES INVESTISSEURS POURRAIENT SUBIR UNE PERTE TOTALE DE LEUR INVESTISSEMENT ET DEVRAIENT EN CONSEQUENCE PRENDRE LEUR DECISION D'INVESTISSEMENT SUR CE PRODUIT QU'APRES AVOIR CONSIDERE AVEC LEURS PROPRES CONSEILS LE CARACTERE APPROPRIE SUR CE PRODUIT A LA LUMIERE DE LEUR SITUATION FINANCIERE EN PARTICULIER.</p>
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Section E – Offre

E.2b	Raisons de l'offre et utilisation prévue des recettes quand différente de la génération de bénéfice et /ou la couverture de certains risques	Le produit net de chaque émission des Titres sera destiné aux besoins généraux de financement du Groupe Société Générale, y compris pour réaliser un bénéfice.
E.3	Description des conditions de l'offre	<p>Juridiction(s) de l'Offre au Public : France</p> <p>Période d'Offre : De 12/07/2013 au 13/09/2013</p> <p>Prix d'Offre: Les Titres émis le 12/07/2013 seront entièrement souscrits par l'Agent Placeur spécifié dans les Conditions Définitives applicables) et par la suite offerts au public sur le marché secondaire, en France, du 12/07/2013 au 13/09/2013. Le prix d'offre pour un Titre, évoluera à un taux annuel de 1% entre la Date d'Emission et la Date de Début de Période d'Intérêts pour atteindre 100% à la Date de Début de Période d'Intérêts, selon la formule ci-dessous :</p> <p style="text-align: center;">:</p> $99.83\% \times \left(1 + 1\% \times \frac{Nb(t)}{360} \right)$ <p>avec :</p> <p>"Nb(t)" désigne, le nombre de jours calendaires entre la Date d'Emission (incluse) et la date "t" (incluse) à laquelle le prix d'offre des Titres sera calculé.</p>

		<p>Conditions auxquelles l'offre est soumise:</p> <p>Les offres de Titres sont conditionnées à leur émission, et à toutes conditions supplémentaires stipulées dans les conditions générales des intermédiaires financiers, notifiées aux investisseurs par ces intermédiaires financiers.</p> <p>L'Émetteur se réserve le droit de retirer l'offre et d'annuler l'émission des Titres, à sa seule discrétion, à tout moment jusqu'à la Date d'Emission. Dans le cas où un investisseur potentiel aurait formulé une demande alors que l'Émetteur exerce un tel droit, cet investisseur potentiel ne pourra en aucun cas souscrire ou acquérir des Titres.</p> <p>Description de la procédure de demande de souscription:</p> <p>Non Applicable</p> <p>Description de la possibilité de réduire les souscriptions et des modalités de remboursement du montant excédentaire payé par les souscripteurs:</p> <p>Non Applicable</p> <p>Informations sur le montant minimum et/ou maximum de souscription:</p> <p>Non Applicable</p> <p>Informations sur la méthode et les délais de libération et de livraison des Titres:</p> <p>Les Titres seront livrés pendant la période d'offre sur paiement du prix d'achat par le Titulaire de Titres à l'intermédiaire financier.</p> <p>Modalités et date de publication des résultats de l'offre:</p> <p>Publication sur le site web http://prospectus.socgen.com et dans un quotidien de circulation générale sur les places de cotation et/ou d'offre au public à la fin de la période de commercialisation si demandé par la réglementation locale.</p>
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		<p>Procédure d'exercice de tout droit de préemption, négociabilité des droits de souscription et traitement des droits de souscription non exercés: Non Applicable</p> <p>Si une ou plusieurs tranches ont été réservées dans certains pays: Non Applicable</p> <p>Procédure de notification aux souscripteurs du montant qui leur a été attribué et mention indiquant si la négociation peut commencer avant la notification: Non Applicable</p> <p>Montant de tous frais et taxes spécifiquement facturés au souscripteur ou à l'acheteur: Les impôts liés à la souscription, au transfert, à l'achat ou à la possession des Titres doivent être payés par les Titulaires de Titres et ni l'Emetteur ni le Garant ne devront avoir aucune obligation à ce propos ; de ce fait, les Titulaires de Titres devront consulter des conseillers fiscaux professionnels pour déterminer le régime d'imposition applicable à leur propre situation. Les Titulaires de Titres devront aussi consulter la section Régime Fiscal du Programme d'Emission de Titres de Créance.</p> <p>Commissions de souscription ou d'achat : Aucun</p> <p>Nom(s) et adresse(s), dans la mesure où cela est connu de l'Emetteur, des placeurs dans les différents pays où l'offre a lieu: TSAF OTC, 252 Bvd Pereire 75017 Paris FRANCE</p>
E.4	Description de tout intérêt, y compris les intérêts conflictuels, pouvant influencer	<p>Exception faite des commissions payables à l'Agent Placeur, aucune personne participant à l'émission des Titres ne détient, à la connaissance de l'Emetteur, un intérêt significatif dans l'offre.</p> <p>L'Emetteur et la Société Générale prévoient de conclure des opérations de couverture afin de couvrir les engagements de</p>

	sensiblement sur l'émission/l'offre	l'Emetteur au titre des Titres. Si un conflit d'intérêt devait survenir entre (i) les responsabilités de la Société Générale en tant qu'Agent de Calcul et (ii) les responsabilités de la Société Générale en tant que contrepartie dans le cadre des opérations de couverture mentionnées ci-dessus, l'Emetteur et la Société Générale déclarent que de tels conflits d'intérêt seraient résolus dans le respect des intérêts des Titulaires de Titres.
E.7	Estimations des dépenses facturées à l'investisseur par l'Emetteur ou l'Offreur	Il n'existe pas de dépenses facturées à l'investisseur par l'Emetteur ou l'Offreur.