



PROSPECTUS DATED 25 May 2018

SOCIÉTÉ GÉNÉRALE
as Issuer
(incorporated in France)

Issue of up to EUR 50 000 000 Index linked Notes due to 30/12/2026
ISIN CODE: XS1778407269

This prospectus (the **Prospectus**) constitutes a prospectus for the purposes of article 5.3 of the Prospectus Directive (as defined below) and relates to the issue of up to EUR 50 000 000 Notes (the **Notes**) linked to STOXX Europe 600 Index EUR (the Index or **Underlying**) to be issued by Société Générale (the **Issuer**), pursuant to its Debt Instruments Issuance Programme dated 27 June 2017 as supplemented pursuant to the supplements dated 31/07/2017, 11/12/2017, 18/01/2018, 20/03/2018, 06/04/2018 (and incorporated by reference into this Prospectus) and as may be further supplemented from time to time (the **Programme**).

Application has been made to the *Commission de Surveillance du Secteur Financier* (the **CSSF**) to approve this document as a prospectus in its capacity as competent authority under the Luxembourg act dated 10 July 2005 (as amended) on prospectuses for securities (as amended) (the **Prospectus Act 2005**) which implemented Directive 2003/71/EC of the European Parliament and of the Council of the European Union (as amended) (the **Prospectus Directive**) in Luxembourg.

In accordance with Article 7(7) of the Prospectus Act 2005, by approving this Prospectus, the CSSF gives no undertaking as to the economic and financial soundness of the issuance of the Certificates or the quality or solvency of the Issuer.

The section "Terms and Conditions of the English Law Notes", "Additional Terms and Conditions relating to the Formulae", "Additional Terms and Conditions for Structured Notes" and "Additional Terms and Conditions for Index Linked Notes" are incorporated by reference herein from the Programme. Words and expressions defined in the Terms and Conditions of the Notes shall have the same meanings when used herein provided that references in the Terms and Conditions of the Notes to the "applicable Final Terms" shall be deemed to be references to the issue specific terms (the **Issue Specific Terms**) set out under the section "Issue Specific Terms" in this Prospectus.

Application has been made for the Notes to be listed on the Luxembourg Stock Exchange and admitted to trading on the Regulated Market of the Luxembourg Stock Exchange which is a regulated market for the purpose of Directive 2014/65/EU. This Prospectus and documents incorporated by reference are made available for consultation on the website of the Luxembourg Stock Exchange (www.bourse.lu). Copies of this Prospectus can also be obtained at the registered office of the Issuer and the specified office of the Paying Agent, in each case at the address given at the end of this Prospectus. The Notes will not be rated. Prospective investors should have regard to the risk factors described under the section headed "*Risk Factors*" incorporated by reference herein from the Programme.

ARRANGER

Société Générale Corporate & Investment Banking

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SUMMARY

Summaries are made up of disclosure requirements known as **Elements** the communication of which is required by Annex XXII of the Commission Regulation (EC) No 809/2004 as amended. These elements are numbered in Sections – A – E (A.1 – E.7).

This summary contains all the Elements required to be included in a summary for this type of securities and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case, a short description of the Element is included in the summary with the mention of "Not Applicable".

Section A – Introduction and warnings		
A.1	Warning	<p>This summary must be read as an introduction to the Prospectus.</p> <p>Any decision to invest in the Notes should be based on a consideration of the Prospectus as a whole by the investor.</p> <p>Where a claim relating to the information contained in the 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 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 Prospectus or it does not provide, when read together with the other parts of this 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 Prospectus	<p>The Issuer consents to the use of this 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 Non-exempt Offer) subject to the following conditions:</p> <ul style="list-style-type: none"> - the consent is only valid during the offer period from 28/05/2018 to 27/06/2018 (the Offer Period); - the consent given by the Issuer for the use of the Prospectus to make the Non-exempt Offer is an individual consent (an Individual Consent) in respect of Deutsche Bank AG Brussels Branch avenue Marnixlaan 13-15, 1000 Brussels, Belgium (the Initial Authorised Offeror) and if the Issuer appoints any additional financial intermediaries after the 25/05/2018 and publishes details of them on its website (http://prospectus.socgen.com), each financial intermediary whose details are so published (each an Additional Authorised Offeror); - the consent only extends to the use of this Prospectus to make Non-exempt Offers of the Notes in Belgium.
		<p>The information relating to the conditions of the Non-exempt Offer shall be provided to the investors by any Initial Authorised Offeror and any Additional Authorised Offeror at the time the offer is made.</p>

Section B – Issuer		
B.1	Legal and commercial name of the issuer	Société Générale (or the Issuer)
B.2	Domicile, legal form, legislation and country of incorporation	Domicile: 29, boulevard Haussmann, 75009 Paris, France. Legal form: Public limited liability company (<i>société anonyme</i>). Legislation under which the Issuer operates: French law. Country of incorporation: France.
B.4b	Known trends affecting the issuer and the industries in which it operates	<p>The macroeconomic environment saw a gradual improvement in 2017. This improvement is expected to continue in 2018, with accelerated growth in most major economic areas and more dynamic international trade flows. The markets should remain buoyant, although valuation levels raise the question of their long-term sustainability, and a certain volatility could resurface. Lastly, the central banks should continue the normalisation of their monetary policies, albeit more gradually.</p> <p>In the Eurozone, growth should strengthen further in 2018, under the combined effect of the accommodative monetary and budgetary policies implemented, together with strong international demand.</p> <p>For 2018, the regulatory agenda should focus on the European legislative process concerning the set of CRR2/CRD5 texts, as well as the finalisation and harmonisation of the various liability ratio requirements (MREL – Minimum Required Eligible Liabilities, and TLAC – Total Loss Absorbing Capacity).</p> <p>The year 2018 will likely be marked by a highly uncertain geopolitical environment, following on from a certain number of events over the last two years. Important elections will be held in several European Union countries (in Italy, in particular), and the Brexit negotiations will continue. “Separatist” tensions (Catalonia) could further intensify. In addition, several areas of instability and tension could affect the global economy, whether in the Middle East or in Asia, with American policy currently being characterised by a certain unpredictability.</p> <p>In Europe, provided that the political situation in Germany and in Italy becomes clearer, 2018 could signal a new impetus in European ambition.</p> <p>Lastly, banks must continue to adapt to a certain number of fundamental shifts, especially the acceleration of technological changes, requiring them to radically transform their operational and relationship models.</p> <p>Within this framework, and in order to generate stronger, profitable and sustainable growth, the Group’s priorities in 2018 will be to:</p> <ul style="list-style-type: none"> • continue its growth by implementing a series of ambitious initiatives aimed at all its high-potential customers (corporates, professionals and high net worth customers, bank insurance, Boursorama, ALD, etc.), while developing segments and services tailored to their changing needs; • accelerate the digital transformation of all its businesses and functions, and in particular the digitalisation of its retail banking networks, both in France and abroad; • maintain strict control of its costs, risks and capital allocation; • continue its realignment via the disposal or closure of activities that do not have critical mass and/or do not generate synergies; <p>continue to implement its Culture and Conduct programme, which aims to develop the Societe Generale culture by placing values, leadership quality and behavioural integrity at the very heart of the Group’s transformation, thereby building confidence among all its stakeholders (and mainly its customers).</p>
B.5	Description of the issuer’s group and the issuer’s	The Société Générale group (the Group) offers a wide range of advisory services and tailored financial solutions to individual customers, large corporate and institutional investors. The Group relies on three complementary core businesses:

	position within the group	<ul style="list-style-type: none">French Retail Banking;International Retail Banking, Financial Services and Insurance; andCorporate and Investment Banking, Private Banking, Asset and Wealth Management and Securities Services. <p>The Issuer is the parent company of the Group.</p>																																																																																																																			
B.9	Figure of profit forecast or estimate of the issuer	Not applicable. The Issuer does not provide any figure of profit forecast or estimate.																																																																																																																			
B.10	Nature of any qualifications in the audit report on the historical financial information	Not Applicable. The audit report does not include any qualification.																																																																																																																			
B.12	Selected historical key financial information regarding the issuer	<table><tr><th></th><th>First Quarter 31.03.2018 (unaudited)</th><th>Year ended 2017 (audited)</th><th>First Quarter 31.03.2017 (unaudited)</th><th>Year ended 2016 (audited)</th></tr><tr><td>Results (in millions of euros)</td><td></td><td></td><td></td><td></td></tr><tr><td>Net Banking Income</td><td>6,294</td><td>23,954</td><td>6,474</td><td>25,298</td></tr><tr><td>Operating income</td><td>1,357</td><td>4,767</td><td>1,203</td><td>6,390</td></tr><tr><td>Net income</td><td>1,004</td><td>3,430</td><td>889</td><td>4,338</td></tr><tr><td>Reported Group Net income</td><td>850</td><td>2,806</td><td>747</td><td>3,874</td></tr><tr><td>French retail Banking</td><td>270</td><td>1,010</td><td>331</td><td>1,486</td></tr><tr><td>International Retail Banking & Financial Services</td><td>429</td><td>1,975</td><td>428</td><td>1,631</td></tr><tr><td>Global Banking and Investor Solutions</td><td>166</td><td>1,566</td><td>385</td><td>1,803</td></tr><tr><td>Corporate Centre</td><td>(15)</td><td>(1,745)</td><td>(397)</td><td>(1,046)</td></tr><tr><td>Core Businesses</td><td>865</td><td>4,551</td><td>1,144</td><td>4,920</td></tr><tr><td>Net cost of risk</td><td>(208)</td><td>(1,349)</td><td>(627)</td><td>(2,091)</td></tr><tr><td>Underlying ROTE ** (1)</td><td>10.9%</td><td>9.6%</td><td>12.1%</td><td>9.3%</td></tr><tr><td>Tier 1 Ratio **</td><td>13.6%</td><td>13.8%</td><td>14.4%</td><td>14.5%</td></tr><tr><td>Activity (in billions of euros)</td><td></td><td></td><td></td><td></td></tr><tr><td>Total assets and liabilities</td><td>1,271.9</td><td>1,275.1</td><td>1,401.2</td><td>1,354.4</td></tr><tr><td>Customer loans at amortised costs</td><td>423.3</td><td>425.2</td><td>433.9</td><td>426.5</td></tr><tr><td>Customer deposits</td><td>409.4</td><td>410.6</td><td>415.7</td><td>421.0</td></tr><tr><td>Equity (in billions of euros)</td><td></td><td></td><td></td><td></td></tr><tr><td>Shareholders' equity, Group Share</td><td>58.9</td><td>59.4</td><td>62.2</td><td>62.0</td></tr><tr><td>Non-controlling Interests</td><td>4.6</td><td>4.7</td><td>3.8</td><td>3.7</td></tr><tr><td>Cash flow statements (in millions of euros)</td><td></td><td></td><td></td><td></td></tr><tr><td>Net inflow (outflow) in cash and cash equivalent</td><td>N/A</td><td>18,023</td><td>N/A</td><td>18,442</td></tr></table>		First Quarter 31.03.2018 (unaudited)	Year ended 2017 (audited)	First Quarter 31.03.2017 (unaudited)	Year ended 2016 (audited)	Results (in millions of euros)					Net Banking Income	6,294	23,954	6,474	25,298	Operating income	1,357	4,767	1,203	6,390	Net income	1,004	3,430	889	4,338	Reported Group Net income	850	2,806	747	3,874	French retail Banking	270	1,010	331	1,486	International Retail Banking & Financial Services	429	1,975	428	1,631	Global Banking and Investor Solutions	166	1,566	385	1,803	Corporate Centre	(15)	(1,745)	(397)	(1,046)	Core Businesses	865	4,551	1,144	4,920	Net cost of risk	(208)	(1,349)	(627)	(2,091)	Underlying ROTE ** (1)	10.9%	9.6%	12.1%	9.3%	Tier 1 Ratio **	13.6%	13.8%	14.4%	14.5%	Activity (in billions of euros)					Total assets and liabilities	1,271.9	1,275.1	1,401.2	1,354.4	Customer loans at amortised costs	423.3	425.2	433.9	426.5	Customer deposits	409.4	410.6	415.7	421.0	Equity (in billions of euros)					Shareholders' equity, Group Share	58.9	59.4	62.2	62.0	Non-controlling Interests	4.6	4.7	3.8	3.7	Cash flow statements (in millions of euros)					Net inflow (outflow) in cash and cash equivalent	N/A	18,023	N/A	18,442
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		<p>** These financial ratios are unaudited. (1) Adjusted for non-economic and exceptional items, and for IFRIC 21.</p>
	<p>Statement as no material adverse change in the prospects of the issuer since the date of its last published audited financial statements</p>	<p>There has been no material adverse change in the prospects of the Issuer since 31 December 2017.</p>
	<p>Significant changes in the issuer's financial or trading position subsequent to the period covered by the historical financial information</p>	<p>Not Applicable. There has been no significant change in the financial or trading position of the Issuer since 31 March 2018.</p>
B.13	<p>Recent events particular to the issuer which are to a material extent relevant to the evaluation of the issuer's solvency</p>	<p>Not Applicable. There have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.</p>
B.14	<p>Statement as to whether the issuer is dependent upon other entities within the group</p>	<p>See Element B.5 above for the Issuer's position within the Group. Société Générale is the ultimate holding company of the Group. However, Société Générale operates its own business; it does not act as a simple holding company vis-à-vis its subsidiaries.</p>
B.15	<p>Description of the issuer's principal activities</p>	<p>See Element B.5 above.</p>
B.16	<p>To the extent known to the issuer, whether the issuer is directly or indirectly owned or controlled and by whom, and description of the nature of such control</p>	<p>Not Applicable. To its knowledge, Société Générale is not owned or controlled, directly or indirectly (under French law) by another entity.</p>

Section C – Securities		
C.1	Type and class of the securities being offered and/or admitted to trading, including any security identification number	<p>The notes are derivative instruments (the Notes).</p> <p>The ISIN Code is: XS1778407269</p> <p>The Common Code is: 177840726</p>
C.2	Currency of the securities issue	EUR
C.5	Description of any restrictions on the free transferability of the securities	<p>Not Applicable. There is no restriction on the free transferability of the Notes, subject to selling and transfer restrictions which may apply in certain jurisdictions including restrictions applicable to the offer and sale to, or for the account or benefit of, Permitted Transferees.</p> <p>A Permitted Transferee means any person who (i) is not a U.S. person as defined pursuant to Regulation S ; and (ii) is not a person who comes within any definition of U.S. person for the purposes of the CEA or any CFTC Rule, guidance or order proposed or issued under the CEA.</p>
C.8	Rights attached to the securities, including ranking and limitations to those rights	<p>Rights attached to the securities:</p> <p>Unless the Notes are previously redeemed, the Notes will entitle each holder of the Notes (a Noteholder) to receive a redemption amount which may be lower than, equal to or higher than the amount initially invested (see Element C.18).</p> <p>A Noteholder will be entitled to claim the immediate and due payment of any sum in case:</p> <ul style="list-style-type: none"> - the Issuer fails to pay or to perform its other obligations under the Notes - of insolvency or bankruptcy proceeding(s) affecting the Issuer; <p>The Noteholders' consent shall have to be obtained to amend the contractual terms of the Notes pursuant to the provisions of an agency agreement, made available to the Noteholders upon request to the Issuer.</p> <p>Waiver of Set-off rights</p> <p>The Noteholders waive any right of set-off, compensation and retention in relation to the Notes, to the extent permitted by law.</p> <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 English law.</p> <p>The Issuer accepts the competence of the courts of England in relation to any dispute against the Issuer, but accepts that such Noteholders may bring their action before any other competent court.</p> <p>Ranking:</p> <p>The Notes will be direct, unconditional, unsecured and unsubordinated obligations of the Issuer and will rank at least <i>pari passu</i> with all other outstanding direct, unconditional, unsecured and unsubordinated obligations of the Issuer, present and future.</p> <p>Limitations to rights attached to the securities:</p>

		<p>- The Issuer may redeem the Notes early on the basis of the market value of these Notes for force majeure event.</p> <p>- The Issuer may adjust the financial terms in case of adjustment events affecting the underlying instrument(s), and, in the case of occurrence of extraordinary events affecting the underlying instrument(s) or in the case of occurrence of additional disruption event(s), the Issuer may substitute the underlying instrument(s) by new underlying instrument(s), and in each case without the consent of the Noteholders.</p> <p>- The Issuer may monetise all or part of the due amounts until the maturity date of the Notes in the case of occurrence of extraordinary events affecting the underlying or in the case of occurrence of additional disruption event(s) and offer the Noteholders the choice to redeem their Notes early on the basis of the market value of these Notes.</p> <p>- the rights to payment of principal and interest will be prescribed within a period of ten years (in the case of principal) and five years (in the case of interest) from the date on which the payment of these amounts has become due for the first time and has remained unpaid.</p> <p>Taxation</p> <p>All payments in respect of Notes, Receipts and Coupons shall be made free and clear of, and without withholding or deduction for or on account of, any present or future taxes, duties, assessments or governmental charges of whatever nature imposed, levied, collected, withheld or assessed by or on behalf of any Tax Jurisdiction unless such withholding or deduction is required by law.</p> <p>Notwithstanding the provisions above, in no event will the Issuer be required to pay any additional amounts in respect of the Notes, Receipts or Coupons for, or on account of, any withholding or deduction (i) required pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986 (the "Code") or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, or any official interpretations thereof, or any law implementing an intergovernmental approach thereto or (ii) imposed pursuant to Section 871(m) of the Code.</p> <p>Where Tax Jurisdiction means France or any political subdivision or any authority thereof or therein having power to tax.</p>
C.11	<p>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</p>	<p>Application has been made for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange.</p>

C.15	How the value of the investment is affected by the value of the underlying instrument(s)	<p>The value of the Notes and the payment of a redemption amount to a Noteholder on the maturity date is partly depend on the performance of the underlying asset(s), on the relevant valuation date(s).</p> <p>The value of the Notes is linked to the positive or negative performance of the underlying instrument. The amount(s) to be paid is/are determined on the basis of the condition which is satisfied (or not) if the performance of the underlying instrument is higher than or equal to a predefined barrier performance.</p>
C.16	The maturity date and the final reference date	<p>The maturity date of the Notes will be 30/12/2026, and the final reference date will be the last valuation date.</p> <p>The maturity date may be modified pursuant to the provisions of Element C.8 above and Element C.18 below.</p>
C.17	Settlement procedure of the derivative securities	Cash delivery
C.18	How the return on derivative securities takes place	<p>The issue date of the Notes is 29/06/2018 (the Issue Date) and each Note will have a specified denomination of EUR 1 000 (the Specified Denomination).</p> <p>Final Redemption Amount</p> <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>Scenario 1: If on Valuation Date(25), AverageTimeLevel(25) is higher than or equal to 100%, then: Final Redemption Amount = Specified Denomination x [100% + 100% x (AverageTimeLevel(25) - 100%)]</p> <p>Scenario 2: If on Valuation Date(25), AverageTimeLevel(25) is lower than 100%, then: Final Redemption Amount = Specified Denomination x 100%</p> <p>Definitions relating to date(s): Valuation Date(0): (DD/MM/YYYY) 29/06/2018</p> <p>Valuation Date(i); (i from 1 to 25) (DD/MM/YYYY) 30/12/2024 ; 29/01/2025 ; 03/03/2025 ; 31/03/2025 ; 29/04/2025 ; 29/05/2025 ; 30/06/2025 ; 29/07/2025 ; 29/08/2025 ; 29/09/2025 ; 29/10/2025 ; 01/12/2025 ; 29/12/2025 ; 29/01/2026 ; 02/03/2026 ; 30/03/2026 ; 29/04/2026 ; 29/05/2026 ; 29/06/2026 ; 29/07/2026 ; 29/08/2026 ; 29/09/2026 ; 29/10/2026 ; 30/11/2026 ; 23/12/2026</p> <p>Definitions relating to the Product: Applicable, subject to the provisions of the Additional Terms and Conditions relating to Formulae</p>

		<p>AverageTimeLevel(i) (i = 25)</p> <p>means the Arithmetic Average, for t from 1 to i, of Level(t)</p> <p>Level(i) (i from 1 to 25)</p> <p>means (S(i) / S(0))</p> <p>S(i) (i from 0 to 25)</p> <p>means in respect of any Valuation Date(i) the Closing Price of the underlying STOXX Europe 600 Index EUR.</p> <p>Redemption at the option of the Issuer:</p> <p>Optional Redemption Amount:</p> <p>Unless previously redeemed, at the option of the Issuer, the Notes may be early redeemed on the Optional Redemption Date(i) (i from 2 to 8) in accordance with the following provisions in respect of each Note:</p> <p>Specified Denomination × (100% + 5% × i)</p> <p>Optional Redemption Date(i) (i from 2 to 8): (DD/MM/YYYY)</p> <p>29/06/2020 ; 29/06/2021 ; 29/06/2022 ; 29/06/2023 ; 01/07/2024 ; 30/06/2025 ; 29/06/2026</p>										
C.19	The final reference price of the underlying	<p>See Element C.18 above.</p> <p>Final reference price: the value of the underlying instrument(s) on the relevant valuation date(s) for the redemption, subject to the occurrence of certain extraordinary events and adjustments affecting such underlying instrument(s).</p>										
C.20	Type of the underlying and where the information on the underlying can be found	<p>The type of underlying is: index</p> <p>Information about the underlying is available on the following website(s) or screen page(s):</p> <table><tr><th>Index Name</th><th>Bloomberg Ticker</th><th>Index Sponsor</th><th>Exchange</th><th>WEBSITE</th></tr><tr><td>STOXX Europe 600 Index EUR</td><td>SXXP</td><td>STOXX Limited</td><td>Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor.</td><td>www.stoxx.com</td></tr></table>	Index Name	Bloomberg Ticker	Index Sponsor	Exchange	WEBSITE	STOXX Europe 600 Index EUR	SXXP	STOXX Limited	Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor.	www.stoxx.com
Index Name	Bloomberg Ticker	Index Sponsor	Exchange	WEBSITE								
STOXX Europe 600 Index EUR	SXXP	STOXX Limited	Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor.	www.stoxx.com								

Section D – Risks

D.2	Key information on the key risks that are specific to the issuer	<p>An investment in the Notes involves certain risks which should be assessed prior to any investment decision.</p> <p>In particular, the Group is exposed to the risks inherent in its core businesses, including:</p> <ul style="list-style-type: none"> • <u>global economical risks:</u>
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		<p>The global economy and financial markets continue to display high levels of uncertainty, which may materially and adversely affect the Group's business, financial situation and results of operations.</p> <p>The Group's results may be affected by regional market exposures.</p> <p>The Group operates in highly competitive industries, including in its home market.</p> <ul style="list-style-type: none"> • <u>credit risks:</u> <p>The Group is exposed to counterparty risk and concentration risk.</p> <p>The Group's hedging strategies may not prevent all risk of losses.</p> <p>The Group's results of operations and financial situation could be adversely affected by a significant increase in new provisions or by inadequate provisioning for loan losses.</p> <ul style="list-style-type: none"> • <u>market risks:</u> <p>The protracted decline of financial markets or reduced liquidity in such markets may make it harder to sell assets or manoeuvre trade positions and could lead to material losses.</p> <p>The volatility of the financial markets may cause the Group to suffer significant losses on its trading and investment activities.</p> <p>The financial soundness and conduct of other financial institutions and market participants could adversely affect the Group.</p> <p>The Group may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns.</p> <ul style="list-style-type: none"> • <u>operational risks:</u> <p>The Group's risk management system may not be effective and may expose the Group to unidentified or unanticipated risks, which could lead to significant losses.</p> <p>Operational failure, termination or capacity constraints affecting institutions the Group does business with, or failure or breach of the Group's information technology systems, could result in losses.</p> <p>To prepare its consolidated financial statements in accordance with IFRS as adopted by the European Union, the Group relies on assumptions and estimates which, if incorrect, could have a significant impact on its financial statements.</p> <p>The Group's ability to attract and retain qualified employees, as well as significant changes in the regulatory framework related to employees and compensation, may materially adversely affect its performance.</p> <p>If the Group makes an acquisition, it may be unable to manage the integration process in a cost-effective manner or achieve the expected benefits.</p> <p>The Group may incur losses as a result of unforeseen or catastrophic events, including terrorist attacks or natural disasters.</p> <ul style="list-style-type: none"> • <u>structural interest rate and exchange rate risks:</u> <p>Changes in interest rates may adversely affect the Group's banking and asset management businesses.</p> <p>Fluctuations in exchange rates could adversely affect the Group's results of operations.</p> <ul style="list-style-type: none"> • <u>liquidity risk:</u>
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		<p>The Group depends on access to financing and other sources of liquidity, which may be restricted for reasons beyond its control.</p> <ul style="list-style-type: none"> • <u>non-compliance and reputational risks, litigation:</u> <p>Reputational damage could harm the Group's competitive position.</p> <p>The Group is exposed to legal risks that could negatively affect its financial situation or results of operations.</p> <p>The Group is subject to an extensive supervisory and regulatory framework in each of the countries in which it operates and changes in this regulatory framework could have a significant effect on the Group's businesses and costs, as well as on the financial and economic environment in which it operates.</p> <p>A number of exceptional measures taken by governments, central banks and regulators could be amended or terminated</p> <ul style="list-style-type: none"> • <u>other risks:</u> <p>Risks related to the implementation of the Group's strategic plan.</p> <p>The creditworthiness and credit ratings of the Issuer may affect the market value of the Notes.</p> <p>The United Kingdom's impending departure from the European Union could adversely affect the Group.</p>
D.6	<p>Key information on the key risks that are specific to the securities and risk warning to the effect that investors may lose the value of their entire investment or part of it</p>	<p>The possibility of an optional redemption by the Issuer, on a predetermined date, is likely to have a negative effect on the market value of the Notes. Prospective investors should consider the reinvestment risk in light of other investments available at the time of the redemption. Furthermore, this optional redemption at the sole discretion of the Issuer could prevent the Noteholders from benefitting from the performance of the underlying instrument(s) over the whole period initially envisaged.</p> <p>The terms and conditions of the Notes 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. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Notes allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the maturity date of the Notes, postpone the maturity date of the Notes.</p> <p>Payments (whether in respect of principal and/or interest and whether at maturity or otherwise) on the Notes are calculated by reference to certain underlying(s), the return of the Notes is based on changes in the value of the underlying(s), which may fluctuate. Prospective investors should be aware that these Notes may be volatile and that they may receive no interest and may lose all or a substantial portion of their principal.</p> <p>The Issuer and any of its subsidiaries and/or its affiliates, in connection with its 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 Issuer and any of its subsidiaries and/or its 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 Issuer and/or its 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>

Summary

		<p>During the lifetime of the Notes, the market value of these Notes may be lower than the invested capital. Furthermore, an insolvency of the Issuer may cause a total loss of the invested capital.</p> <p>The attention of the investors is drawn to the fact that they could sustain an entire or a partial loss of their investment.</p>
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Section E – Offer		
E.2b	Reasons for the offer and use of proceeds	The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale Group, which include making a profit
E.3	Description of the terms and conditions of the offer	<p>Public Offer Jurisdiction(s) : Belgium</p> <p>Offer Period: from 28/05/2018 to 27/06/2018</p> <p>Offer Price: The Notes will be offered at the Issue Price.</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.</p> <p>The Issuer reserves the right to close the Offer Period prior to its stated expiry for any reason.</p> <p>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>In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (http://prospectus.socgen.com).</p> <p>Issue Price: 102% of the Aggregate Nominal Amount</p>
E.4	Description of any interest that is material to the issue/offer including conflicting interests	<p>Save for any fees payable to the dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.</p> <p>Société Générale will ensure the roles of Issuer of the Notes (and as such will have to enter into hedging transactions) and calculation agent of the Notes. The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Noteholders on the other hand cannot be excluded.</p> <p>Furthermore, given the banking activities of Société Générale, conflicts may arise between the interests of Société Générale acting in these capacities (including business relationship with the issuers of the financial instruments being underlyings of the Notes or possession of non public information in relation with them) and those of the noteholders. Finally, the activities of Société Générale on the underlying financial instrument(s), on its proprietary account or on behalf of its customers, or the establishment of hedging transactions, may also have an impact on the price of these instruments and their liquidity, and thus may be in conflict with 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.

RISK FACTORS

Prospective purchasers of the Notes should carefully consider the information set out in the section entitled "Risk Factors" incorporated by reference in this Prospectus from the Programme and the following information in conjunction with the other information contained in, or incorporated by reference into, this Prospectus before purchasing the Notes.

Before purchasing the Notes, prospective purchasers of the Notes should carefully consider the following information in conjunction with the other information contained in this Prospectus, any document incorporated by reference, the 2017 Registration Document (pages 132-151 ; 154-240), the 2018 Registration Document (pages 138-235), the First Update of the 2018 Registration Document (pages 33-37), the 2017 Base Prospectus (pages 40-88) and the Supplement dated 6 April 2018 (pages 9-11) (see section "Documents incorporated by reference").

The Issuer believes that the following factors may affect the relevant Issuer's ability to fulfil its obligations under the Notes issued under the Programme. Most of these factors are contingencies which may or may not occur and none of the Issuers is in a position to express a view on the likelihood of any such contingency occurring.

In addition, factors which the Issuer believes are material for the purpose of assessing the market risks associated with Notes issued under the Programme are also described below.

The Issuer believes that the factors described below represent the principal risks inherent in investing in Notes issued under the Programme, but the inability of the Issuer to pay interest (if any), principal or other amounts on or in connection with any Notes may occur for other reasons which may not be considered significant risks by the Issuer based on information currently available to them or which they may not currently be able to anticipate.

The order of presentation of the above described risk factors is not an indication of the likelihood of their occurrence.

RISK FACTOR RELATING TO BMR

The regulation and reform of "benchmarks" may adversely affect the value of Notes linked to or referencing such "benchmarks"

Interest rates and indices which are deemed to be "benchmarks" are the subject of recent national and international regulatory guidance and proposals for reform. Some of these reforms are already effective whilst others are still to be implemented. These reforms may cause such benchmarks to perform differently than in the past, to disappear entirely, or have other consequences which cannot be predicted. Any such consequence could have a material adverse effect on any Notes linked to or referencing such a "benchmark". The Benchmarks Regulation was published in the Official Journal of the EU on 29 June 2016 and has applied since 1 January 2018. The Benchmarks Regulation applies to the provision of benchmarks, the contribution of input data to a benchmark and the use of a benchmark within the EU. It will, among other things, (i) require benchmark administrators to be authorised or registered (or, if non-EU-based, to be subject to an equivalent regime or otherwise recognised or endorsed) and (ii) prevent certain uses by EU supervised entities (such as the Issuer or the Calculation Agent) of "benchmarks" of administrators that are not authorised or registered (or, if non-EU based, not deemed equivalent or recognised or endorsed).

The Benchmarks Regulation could have a material impact on any Notes linked to or referencing a "benchmark", in particular, if the benchmark cannot be used anymore or the methodology or other terms of the "benchmark" are changed in order to comply with the requirements of the Benchmarks Regulation. Such changes could, among other things, have the effect of reducing, increasing or otherwise affecting the volatility of the published rate or level of the "benchmark".

More broadly, any of the international or national reforms, or the general increased regulatory scrutiny of "benchmarks", could increase the costs and risks of administering or otherwise participating in the setting of a "benchmark" and complying with any such regulations or requirements. Such factors may have the following effects on certain "benchmarks": (i) discourage market participants from continuing to administer or contribute to the "benchmark"; (ii) trigger changes in the rules or methodologies used in the "benchmark" or (iii) lead to the

disappearance of the "benchmark". Any of the above changes or any other consequential changes as a result of international or national reforms or other initiatives or investigations, could have a material adverse effect on the value of and return on any Notes linked to or referencing a "benchmark".

Investors should consult their own independent advisers and make their own assessment about the potential risks imposed by the Benchmarks Regulation reforms in making any investment decision with respect to any Notes linked to or referencing a "benchmark".

IMPORTANT INFORMATION

This Prospectus comprises a separate prospectus in respect of Société Générale for the purpose of Article 5.3 of Directive 2003/71/EC as amended (the Prospectus Directive) and for the purpose of giving information with regard to the Issuer and the Notes which is necessary to enable investors to make an informed assessment of the assets and liabilities, financial position, profit and losses and prospects of the Issuer.

Certain information contained in this Prospectus and/or documents incorporated herein by reference have been extracted from sources specified in the sections where such information appears. The Issuer confirms that such information has been accurately reproduced and that, so far as he is aware, and is able to ascertain from information published by the relevant third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

This Prospectus is to be read in conjunction with any supplement thereto and all documents which are deemed to be incorporated herein by reference (see "*Documents Incorporated by Reference*"). This Prospectus shall be read and construed on the basis that such documents are incorporated by reference and form part of this Prospectus.

None of the Arranger or the Dealer has independently verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by the Arranger or the Dealer as to the accuracy or completeness of the information contained or incorporated by reference in this Prospectus or any other information provided by the Issuer in connection with the Notes. None of the Arranger or the Dealer accepts any liability in relation to the information contained or incorporated by reference in this Prospectus or any other information provided by the Issuer in connection with the Notes.

No person is or has been authorised by the Issuer, the Arranger or the Dealer to give any information or to make any representation not contained in or not consistent with this Prospectus or any other information supplied in connection with the Notes and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer, the Arranger or the Dealer.

Neither this Prospectus nor any other information supplied in connection with the Notes (a) is intended to provide the basis of any credit or other evaluation or (b) should be considered as a recommendation or a statement of opinion (or a report on either of those things) by the Issuer, the Arranger or the Dealer that any recipient of this Prospectus or any other information supplied in connection with the Notes should purchase any Notes. Each investor contemplating purchasing any Notes should make its own independent investigation of the financial condition and affairs, and its own appraisal of the creditworthiness, of the Issuer. Neither this Prospectus nor any other information supplied in connection with the issue of Notes constitutes an offer or invitation by or on behalf of the Issuer, the Arranger or the Dealer to any person to subscribe for or to purchase any Notes.

Neither the delivery of this Prospectus nor the offering, sale or delivery of any Notes shall in any circumstances imply that the information contained herein concerning the Issuer is correct at any time subsequent to the date hereof or that any other information supplied in connection with the Notes is correct as of any time subsequent to the date indicated in the document containing the same. The Arranger or the Dealer expressly do not undertake to review the financial condition or affairs of the Issuer during the life of the Prospectus or to advise any investor in the Notes of any information coming to their attention. Investors should review, *inter alia*, the most recently published documents incorporated by reference into this Prospectus when deciding whether or not to purchase any Notes.

IMPORTANT INFORMATION RELATING TO THE USE OF THIS PROSPECTUS AND OFFER OF NOTES GENERALLY

This Prospectus does not constitute an offer to sell or the solicitation of an offer to buy any Notes in any jurisdiction to any person to whom it is unlawful to make the offer or solicitation in such jurisdiction. The

distribution of this Prospectus and the offer or sale of Notes may be restricted by law in certain jurisdictions. None of the Issuer, the Arranger or the Dealer represent that this Prospectus may be lawfully distributed, or that any Notes may be lawfully offered, in compliance with any applicable registration or other requirements in any such jurisdiction, or pursuant to an exemption available thereunder, or assume any responsibility for facilitating any such distribution or offering. In particular, unless specifically indicated to the contrary in the Issue Specific Terms (see "*Issue Specific Terms*"), no action has been taken by the Issuer, the Arranger or the Dealer which is intended to permit a public offering of any Notes outside the European Economic Area (EEA) or distribution of this Prospectus in any jurisdiction where action for that purpose is required. Accordingly, no Notes may be offered or sold, directly or indirectly, and neither this Prospectus nor any advertisement or other offering material may be distributed or published in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations. Persons into whose possession this Prospectus or any Note comes must inform themselves about, and observe, any such restrictions on the distribution of this Prospectus and the offering and sale of Notes (see "*Documents Incorporated by Reference*").

Each prospective investor in the Notes must determine the suitability of that investment in light of its own circumstances. In particular, each prospective investor may wish to consider, either on its own or with the help of its financial and other professional advisers whether it:

- (i) has sufficient knowledge and experience to make a meaningful evaluation of the Notes, the merits and risks of investing in the Notes and the information contained in, or incorporated by reference into, this Prospectus or any applicable supplement;
- (ii) has access to, and knowledge of, appropriate analytical tools to evaluate, in the context of its particular financial situation, an investment in the Notes and the impact the Notes will have on its overall investment portfolio;
- (iii) has sufficient financial resources and liquidity to bear all of the risks of an investment in the Notes, including Notes with principal or interest payable in one or more currencies, or where the currency for principal or interest payments is different from the prospective investor's currency;
- (iv) understands thoroughly the terms of the Notes and is familiar with the behaviour of any relevant underlying and financial markets; and
- (v) is able to evaluate possible scenarios for economic, interest rate and other factors that may affect its investment and its ability to bear the applicable risks.

Legal investment considerations may restrict certain investments. The investment activities of certain investors are subject to legal investment laws and regulations, or review or regulation by certain authorities. Each prospective investor should consult its legal advisers to determine whether and to what extent (1) Notes are legal investments for it, (2) Notes can be used as collateral for various types of borrowing and (3) other restrictions apply to its purchase or pledge of any Notes. Financial institutions should consult their legal advisors or the appropriate regulators to determine the appropriate treatment of Notes under any applicable risk-based capital or similar rules.

The Notes and any guarantee thereof have not been and will not be registered under the Securities Act or under the securities law of any state or political sub-division of the United States, and trading in the Notes has not been approved by the CFTC under the CEA. No person has registered and no person will register as a "commodity pool operator" of the Issuer under the CEA and the CFTC Rules, and no Issuer has been and no Issuer will be registered as an investment company under the Investment Company Act. Other than with respect to certain U.S. Exempt Securities, the Notes are being offered and sold in reliance on an exemption from the registration requirements of the Securities Act pursuant to Regulation S.

Accordingly, except for U.S. Exempt Securities, the Notes may only be offered, sold, pledged or otherwise transferred in an "offshore transaction" (as defined under Regulation S) to or for the account or benefit of a person who (a) is not a U.S. Person as defined in the General Terms and Conditions; and (b) is not a person who comes within any definition of U.S. person for the purposes of the CEA or any CFTC Rule, guidance or order proposed or issued under the CEA (for the avoidance of doubt, any person who is not a "Non-United States person" defined under CFTC Rule 4.7(a)(1)(iv), but excluding, for purposes of subsection (D) thereof, the exception for qualified

eligible persons who are not “Non-United States persons”, shall be considered a U.S. person) (such a person or account, as described herein, a **Permitted Transferee**). With the exception of U.S. Exempt Securities, the Notes are available only to Permitted Transferees.

THE SECURITIES OFFERED HEREBY HAVE NOT BEEN AND WILL NOT BE REGISTERED WITH, OR APPROVED BY, ANY UNITED STATES FEDERAL OR STATE SECURITIES OR COMMODITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT PASSED UPON OR ENDORSED THE MERITS OF THIS OFFERING OR THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

Notes in bearer form are subject to U.S. tax law requirements and may not be offered, sold or delivered within the United States or its possessions or to United States persons, except in certain transactions permitted by U.S. Treasury regulations. Terms used in this paragraph have the meanings given to them by the U.S. Internal Revenue Code of 1986 (the **Code**) and the U.S. Treasury regulations promulgated thereunder.

This Prospectus has been prepared on the basis that, except to the extent subparagraph (ii) below may apply, any offer of Notes in any Member State of the EEA which has implemented the Prospectus Directive (each, a **Relevant Member State**) will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of Notes which are the subject of an offering contemplated in this Prospectus as completed by final terms in relation to the offer of those Notes may only do so (i) in circumstances in which no obligation arises for the Issuer or the Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer, or (ii) if a prospectus for such offer has been approved by the competent authority in that Relevant Member State or, where appropriate, approved in another Relevant Member State and notified to the competent authority in that Relevant Member State and (in either case) published, all in accordance with the Prospectus Directive, provided that any such prospectus has subsequently been completed by final terms which specify that offers may be made other than pursuant to Article 3(2) of the Prospectus Directive in that Relevant Member State, such offer is made in the period beginning and ending on the dates specified for such purpose in such prospectus or final terms, as applicable and the Issuer has consented in writing to its use for the purpose of such offer. Except to the extent subparagraph (ii) above may apply, neither the Issuer nor the Dealer has authorised, nor does it authorise, the making of any offer of Notes in circumstances in which an obligation arises for the Issuer or the Dealer to publish or supplement a prospectus for such offer.

SWITZERLAND IMPORTANT NOTICE

The Notes described in this Prospectus and related offering documents do not constitute a participation in a collective investment scheme within the meaning of the Swiss Federal Act on Collective Investment Schemes (**CISA**). Therefore, the Notes are not subject to authorization and supervision by the Swiss Financial Market Supervisory Authority FINMA (**FINMA**) and investors in the Notes issued under this Prospectus will not benefit from protection under the CISA or supervision by FINMA. Investors in the Notes will bear a credit risk on the Issuer of the Notes.

SERVICE OF PROCESS AND ENFORCEMENT OF CIVIL LIABILITIES

The Issuer is corporation organised under the laws of France, (the **Relevant Jurisdiction**). All of the officers and directors named herein reside outside the United States and all or a substantial portion of the assets of the Issuer and of such officers and directors are located outside the United States. As a result, it may not be possible for investors to effect service of process in connection with a cause of action under the laws of a jurisdiction other than England and Wales outside the Relevant Jurisdiction upon the Issuer or such persons, or to enforce judgments against them obtained in courts outside the Relevant Jurisdiction predicated upon civil liabilities of the Issuer or such directors and officers under laws other than those of the Relevant Jurisdiction, including any judgment predicated upon United States federal securities laws.

PRESENTATION OF FINANCIAL AND OTHER INFORMATION

The Issuer maintains its financial books and records and prepares its financial statements in accordance with financial reporting standards which differ in certain important respects from generally accepted accounting principles in the United States (**U.S. GAAP**).

INTERPRETATION

1. Capitalised terms which are used but not defined in any particular section of this Prospectus shall have the meaning attributed thereto in the relevant Terms and Conditions or any other section of this Prospectus.
2. All references in this Prospectus to:
 - (a) "U.S. dollars" or "U.S.\$" refer to the lawful currency of the United States of America;
 - (b) the "Notes" shall be to the English Law Notes. For the avoidance of doubt, in "*Terms and Conditions of the English Law Notes*", references to the "Notes" shall be to the English Law Notes;
 - (c) the "General Terms and Conditions" or the "Conditions" shall be to the Terms and Conditions of the English Law Notes;
 - (d) an "English Law Condition" shall be to the relevant condition in the Terms and Conditions of the English Law Notes;

STABILISATION

IN CONNECTION WITH THE ISSUE OF ANY TRANCHE OF NOTES, THE DEALER OR DEALERS (IF ANY) NAMED AS THE STABILISING MANAGER(S) (OR PERSONS ACTING ON BEHALF OF ANY STABILISING MANAGER(S)) IN THE APPLICABLE PROSPECTUS MAY OVER-ALLOT NOTES OR EFFECT TRANSACTIONS WITH A VIEW TO SUPPORTING THE MARKET PRICE OF THE NOTES AT A LEVEL HIGHER THAN THAT WHICH MIGHT OTHERWISE PREVAIL. HOWEVER, STABILISATION MAY NOT NECESSARILY OCCUR. ANY STABILISATION ACTION MAY BEGIN ON OR AFTER THE DATE ON WHICH ADEQUATE PUBLIC DISCLOSURE OF THE TERMS OF THE OFFER OF THE RELEVANT TRANCHE OF NOTES IS MADE AND, IF BEGUN, MAY CEASE AT ANY TIME, BUT IT MUST END NO LATER THAN THE EARLIER OF 30 DAYS AFTER THE ISSUE DATE OF THE RELEVANT TRANCHE OF NOTES AND 60 DAYS AFTER THE DATE OF THE ALLOTMENT OF THE RELEVANT TRANCHE OF NOTES. ANY STABILISATION ACTION OR OVER-ALLOTMENT MUST BE CONDUCTED BY THE RELEVANT STABILISING MANAGER(S) (OR PERSONS ACTING ON BEHALF OF ANY STABILISING MANAGER(S)) IN ACCORDANCE WITH ALL APPLICABLE LAWS AND RULES.

RESPONSIBILITY STATEMENT

The Issuer (the **Responsible Person**) accepts responsibility for the information contained in, or incorporated by reference into, this Prospectus. To the best of the knowledge and belief of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in, or incorporated by reference into, this Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information.

DOCUMENTS INCORPORATED BY REFERENCE

1. LIST OF THE DOCUMENTS INCORPORATED BY REFERENCE

The following documents, which have previously been published or are published simultaneously with this Prospectus and have been filed with the CSSF, shall be incorporated by reference into, and form part of this Prospectus.

The documents incorporated by reference in paragraph 1.1, below are direct and accurate translations into English of the original version of such documents issued in French. Société Générale as Issuer accepts responsibility for such translations.

Copies of the documents incorporated by reference into this Prospectus can be obtained from the office of Société Générale and the specified office of each of the Paying Agents, in each case at the address given at the end of this Prospectus.

This Prospectus and the documents incorporated by reference hereinto are available on the Luxembourg Stock Exchange website (www.bourse.lu).

The non-incorporated parts and the non-incorporated documents referred to above are not incorporated by reference as they are not relevant for an investor pursuant to article 28.4 of Commission Regulation (EC) No 809/2004 of 29 April 2004 (as amended).

1.1 Documents incorporated by reference relating to Société Générale

To the extent that each of the documents incorporated by reference relating to Société Générale incorporates itself documents by reference, such documents shall not be deemed incorporated by reference herein. Any reference to documents incorporated by reference relating to Société Générale shall be deemed to exclude the parts referred to in (i), (ii) and (iii) in the paragraphs 1.1.1 to 1.1.3 below.

1.1.1 2017 Registration Document

The expression “**2017 Registration Document**” means the English translation of the document de référence of Société Générale, the French version of which was filed with AMF on 8 March 2017 under No D.17-0139, except for (i) the inside cover page containing the AMF visa and the related textbox, (ii) the statement of the person responsible for updating the registration document and the annual financial report made by Mr. Frédéric Oudéa, Chief Executive Officer of Société Générale, page 520 and (iii) the cross reference table, pages 524-526.

The cross-reference table in relation to the 2017 Registration Document appears in the paragraph 2.1.1 below.

1.1.2 2018 Registration Document

The expression “**2018 Registration Document**” means the English translation of the *Document de référence 2018 of Société Générale*, the French version of which was filed with AMF on 8 March 2018 under No D.18-0112, except for (i) the inside cover page containing the AMF visa and the related textbox, (ii) the statement of the person responsible for updating the registration document and the annual financial report made by Mr. Frédéric Oudéa, Chief Executive Officer of Société Générale, page 556 and (iii) the cross reference table, pages 560-562.

The cross-reference table in relation to the 2018 Registration Document appears in the paragraph 2.1.2 below

1.1.3 First Update to the 2018 Registration Document

The expression "**First Update to the 2018 Registration Document**" means the English translation of the *Première actualisation du document de référence* of Société Générale, the French version of which was filed with AMF on 7 May 2018 under No D.18-0112-A01, except for (i) the inside cover page containing the AMF visa and the related textbox, (ii) the statement of the person responsible for updating the registration document and the annual financial report made by Mr. Frédéric Oudéa, Chief Executive Officer of Société Générale, page 63 and (iii) the cross reference table, pages 65-66.

The cross-reference table in relation to the First Update to the 2018 Registration Document appears in the paragraph 2.1.3 below.

1.2 Documents incorporated by reference relating to the Base Prospectus and Supplements to the Base Prospectus

1.2.1 Documents incorporated by reference relating to 2017 Base Prospectus

The expression "**2017 Base Prospectus**" means the debt instruments issuance programme dated 27 June 2017.

The cross reference table in relation to the 2017 Base Prospectus appears in paragraph 2.2 below.

1.2.2 Documents incorporated by reference relating to the Supplement dated 31 July 2017

The expression "**Supplement dated 31 July 2017**" means the Supplement to the 2017 Base Prospectus dated 31 July 2017.

The cross reference table in relation to the Supplement dated 31 July 2017 appears in paragraph 2.2.2 below.

1.2.3 Documents incorporated by reference relating to the Supplement dated 11 December 2017

The expression "**Supplement dated 11 December 2017**" means the Supplement to the 2017 Base Prospectus dated 11 December 2017.

The cross reference table in relation to the Supplement dated 11 December 2017 appears in paragraph 2.2.3 below.

1.2.4 Documents incorporated by reference relating to the Supplement dated 18 January 2018

The expression "**Supplement dated 18 January 2018**" means the Supplement to the 2017 Base Prospectus dated 18 January 2018.

The cross reference table in relation to the Supplement dated 18 January 2018 appears in paragraph 2.2.4 below.

1.2.5 Documents incorporated by reference relating to the Supplement dated 20 March 2018

The expression "**Supplement dated 20 March 2018**" means the Supplement to the 2017 Base Prospectus dated 20 March 2018.

The cross reference table in relation to the Supplement dated 20 March 2018 appears in paragraph 2.2.5 below.

1.2.6 Documents incorporated by reference relating to the Supplement dated 6 April 2018

The expression "**Supplement dated 6 April 2018**" means the Supplement to the 2017 Base Prospectus dated 6 April 2018.

The cross reference table in relation to the Supplement dated 6 April 2018 appears in paragraph 2.2.6 below.

2. CROSS REFERENCE TABLES OF THE DOCUMENTS INCORPORATED BY REFERENCE

The information incorporated by reference that is not included in the cross reference list (except for the non-incorporated parts and the non-incorporated documents), is considered as additional information and is not required by the relevant schedules of Commission Regulation (EC) No 809/2004. The non-incorporated parts and the non-incorporated documents referred to above are not incorporated by reference as they are not relevant for an investor or are covered elsewhere in the Prospectus pursuant to article 28.4 of Commission Regulation (EC) No 809/2004 of 29 April 2004 (as amended).

References to pages appearing in each of the cross-reference tables are to those of each document incorporated by reference.

2.1 Cross reference tables relating to Société Générale

2.1.1 2017 Registration Document

Regulation EC 809/2004 of 29 April 2004	2017 Registration Document
SELECTED FINANCIAL INFORMATION	
Selected historical financial information regarding the issuer	9
RISK FACTORS	132-151;154-240
INFORMATION ABOUT THE ISSUER	
History and development of the company	8; 504
INVESTMENTS	62
BUSINESS OVERVIEW	
Principal activities	9; 50-55
Principal markets	9-12 ; 14-24 ; 28-29 ; 397-400
ORGANISATIONAL STRUCTURE	
Brief description of the Group and the Issuer's position within it	9 ; 28-29
TREND INFORMATION	13
ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT	
Board of Directors and senior management	68-95
Administrative bodies and senior management's conflicts of interest	78
BOARD PRACTICES	
Details relating to the issuer's audit committee	89-90; 92

Statement as to whether or not the issuer complies with its country's of incorporation corporate governance regime(s).	81
MAJOR SHAREHOLDERS	
Control of the Issuer	495 ; 497 ; 499
FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER	
Historical financial information	116-117 ; 158-159 ; 169 ; 179 ; 181 ; 183-187 ; 195-198 ; 201-206 ; 208-210 ; 221-222 ; 224-226 ; 301-426 ; 429-487 ; 525
Financial statements	116-117 ; 158-159 ; 169 ; 179 ; 181 ; 183-187 ; 195-198 ; 201-206 ; 208-210 ; 221-222 ; 224-226 ; 301-426 ; 429-487
Consolidated balance sheet	302-303
Consolidated income statement	304
Cash flow statement	308
Notes to the consolidated financial statements	309-426
Auditing of the historical annual financial information	152-153 ; 427-428 ; 488-489
Age of latest financial information	302; 430
Legal and arbitration proceedings	237; 423-426
ADDITIONAL INFORMATION	
Share Capital	495-505
Memorandum and Articles of Association.	506-510
MATERIAL CONTRACTS	63

2.1.2 2018 Registration Document

<u>Regulation EC 809/2004 of 29 April 2004</u>	<u>2018 Registration Document</u>
<u>SELECTED FINANCIAL INFORMATION</u>	
Selected historical financial information regarding the issuer	9
<u>RISK FACTORS</u>	138-235
<u>INFORMATION ABOUT THE ISSUER</u>	
<u>History and development of the company</u>	8 ; 539
<u>INVESTMENTS</u>	66; 67
<u>BUSINESS OVERVIEW</u>	
<u>Principal activities</u>	9 ; 50-58
<u>Principal markets</u>	9-12 ; 14-26 ; 28-29 ; 406-409
<u>ORGANISATIONAL STRUCTURE</u>	
<u>Summary description of the Group and the Issuer's position within it</u>	9 ; 28-29

<u>TREND INFORMATION</u>	<u>13</u>
<u>ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND GENERAL MANAGEMENT</u>	
<u>Board of Directors and general management</u>	<u>72-98 ; 132</u>
<u>Administrative bodies and senior management's conflicts of interest</u>	<u>132</u>
<u>MAJOR SHAREHOLDERS</u>	
<u>Control of the Issuer</u>	<u>535-536; 538</u>
<u>FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER</u>	
<u>Historical financial information</u>	<u>123 ; 125 ; 147 ; 151-154 ; 166-167 ; 176 ; 179-183 ; 191-194 ; 198-202 ; 204-206 ; 217-218 ; 220-222 ; 301-447 ; 454-523 ; 561</u>
<u>Financial statements</u>	<u>123 ; 125 ; 147 ; 151-154 ; 166-167 ; 176 ; 179-183 ; 191-194 ; 198-202 ; 204-206 ; 217-218 ; 220-222 ; 301-447 ; 454-523</u>
<u>Consolidated balance Sheet</u>	<u>302-303</u>
<u>Consolidated income statement</u>	<u>304</u>
<u>Cashflow statement</u>	<u>308</u>
<u>Notes to the consolidated financial statements</u>	<u>309-447</u>
<u>Auditing of the historical annual financial information</u>	<u>448-453 ; 524-529</u>
<u>Age of latest financial information</u>	<u>302 ; 454</u>
<u>Legal and arbitration proceedings</u>	<u>232 ; 444-447 ; 521-523</u>
<u>Significant changes in the Issuer's financial position</u>	<u>66</u>
<u>ADDITIONAL INFORMATION</u>	
<u>Share Capital</u>	<u>130-131; 535-540</u>
<u>MATERIAL CONTRACTS</u>	<u>67</u>

2.1.3 First Update to the 2018 Registration Document

Regulation EC 809/2004 of 29 April 2004	First Update to the 2018 Registration Document
RISK FACTORS	<u>33-37</u>
BUSINESS OVERVIEW	
<u>Principal activities</u>	<u>7-24</u>
ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT	
<u>Board of Directors and senior management</u>	<u>25-30</u>
MAJOR SHAREHOLDERS	
<u>Control of the Issuer</u>	<u>62</u>

FINANCIAL INFORMATION CONCERNING THE ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES OF THE ISSUER	
Interim financial information	3-22; 57-61
Legal and arbitration proceedings	36-37

2.2 Cross reference tables relating to 2017 Base Prospectus and the Supplements to the 2017 Base Prospectus

2.2.1 Cross reference tables relating to 2017 Base Prospectus

2017 Base Prospectus		
Section		Pages
RISK FACTORS		40-88
GENERAL DESCRIPTION OF THE PROGRAMME		104-111
IMPORTANT INFORMATION RELATING TO NON-EXEMPT OFFERS OF NOTES		112-116
FINAL TERMS OR DRAWDOWN PROSPECTUS		125
FORM OF THE NOTES	1 – Definitions	127-128
	4 – English Law Notes	128-132
TERMS AND CONDITIONS OF THE ENGLISH LAW NOTES		187-256
ADDITIONAL TERMS AND CONDITIONS RELATING TO FORMULAE		306-438
ADDITIONAL TERMS AND CONDITIONS FOR STRUCTURED NOTES		439-445
ADDITIONAL TERMS AND CONDITIONS FOR INDEX LINKED NOTES		456-459
TAXATION	Introduction	756
	1 – Jurisdictions of the Issuer 1.1 France 1.2 Luxembourg	756-758
	2 - Belgium	758-762
SUBSCRIPTION, SALE AND TRANSFER RESTRICTIONS		796-817

2.2.2 Cross reference tables relating to the Supplement dated 31 July 2017

Supplement dated 31 July 2017		
Section		Pages
Terms and Conditions of the English Law Notes	Condition 5.14 Subscriptions and Purchases	3
Additional Terms and Conditions for Structured Notes	Second paragraph of article 2 "Change in Law, Hedging Disruption, Increased Cost of Hedging, Holding Limit Event, Insolvency Filing and consequences"	3-5

2.2.3 Cross reference tables relating to the Supplement dated 11 December 2017

Supplement dated 11 December 2017		
Section		Pages
Description of Société Générale	In paragraph 9 "Financial information concerning Société Générale's assets and liabilities financial position and profits and losses", sub-paragraph 9.3 "Recent Events"	4-12

2.2.4 Cross reference tables relating to the Supplement dated 18 January 2018

Supplement dated 18 January 2018		
Section		Pages
Description of Société Générale	In paragraph 9 "Financial information concerning Société Générale's assets and liabilities financial position and profits and losses", sub-paragraph 9.3 "Recent Events"	4-6

2.2.5 Cross reference tables relating to the Supplement dated 20 March 2018

Supplement dated 20 March 2018		
Section		Pages
Description of Société Générale	In paragraph 9 "Financial information concerning Société Générale's assets and liabilities financial position and profits and losses", sub-paragraph 9.3 "Recent Events"	5-7
Taxation	In paragraph 2.17 "United States", the sub-paragraph 2.17.1.2 "Possible Withholding under Section 871(m) of the U.S. Internal Revenue Code"	7-9

2.2.6 Cross reference tables relating to the Supplement dated 6 April 2018

Supplement dated 6 April 2018		
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Documents Incorporated by Reference

Section		Pages
Risk Factors	In the sub-section 2, "Risks relating to the Issuers, the Group and, the Guarantor", the paragraph 2.1 "The Group is exposed to the risks inherent in its core businesses"	9-11

ISSUE SPECIFIC TERMS

The issue specific terms (the **Issue Specific Terms**) described in Part A below complete the section “*Additional Terms and Conditions for Structured Notes*”, “*Additional Terms and Conditions relating to Formulae*”, “*Terms and Conditions of the English Law Notes*” and “*Additional Terms and Conditions for Index Linked Notes*”, which are incorporated by reference in this Prospectus.

Part B of the Issue Specific Terms contains other information in relation to the Notes and the issue thereof.

Société Générale**Issue of up to EUR 50 000 000 Notes due to 30/12/2026**

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 English Law Notes*”, “*Additional Terms and Conditions relating to Formulae*”, “*Additional Terms and Conditions for Structured Notes*” and “*Additional Terms and Conditions for Index Linked Note*”.

- | | | | |
|----|-------|---|--------------------------------------|
| 1. | (i) | Series Number: | 136216EN/18.6 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes become fungible: | Not Applicable |
| 2. | | Specified Currency : | EUR |
| 3. | | Aggregate Nominal Amount: | |
| | (i) | - Tranche: | up to EUR 50 000 000 |
| | (ii) | - Series: | up to EUR 50 000 000 |
| 4. | | Issue Price: | 102% of the Aggregate Nominal Amount |
| 5. | | Specified Denomination(s): | EUR 1 000 |
| 6. | (i) | Issue Date:
(DD/MM/YYYY) | 29/06/2018 |
| | (ii) | Interest Date: Commencement Date: | |

	(DD/MM/YYYY)	Not Applicable
7.	Maturity Date: (DD/MM/YYYY)	30/12/2026
8.	Governing law:	English law
9.	(i) Status of the Notes:	Unsecured
	(ii) Date of corporate authorisation obtained for the issuance of Notes: (DD/MM/YYYY)	16/05/2018
	(iii) Type of Structured Notes:	Index Linked Notes
		The provisions of the following Additional Terms and Conditions apply: Additional Terms and Conditions for Index Linked Notes
	(iv) Reference of the Product:	3.2.5 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.	Issuer's/Noteholders' redemption option:	See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	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:	Applicable as per Condition 5.5 of the General Terms and Conditions
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(i)	Optional Redemption Amount:	<p>Unless previously redeemed, at the option of the Issuer, the Notes may be early redeemed on the Optional Redemption Date(i) (i from 2 to 8) in accordance with the following provisions in respect of each Note:</p> <p style="text-align: center;">$\text{Specified Denomination} \times (100\% + 5\% \times i)$</p>
(ii)	Optional Redemption Date(i) (i from 2 to 8): (DD/MM/YYYY)	<p>29/06/2020 ; 29/06/2021 ; 29/06/2022 ; 29/06/2023 ; 01/07/2024 ; 30/06/2025 ; 29/06/2026</p>
(iii)	Notice period:	<p>15 Business Days prior to the Optional Redemption Date</p>
(iv)	Redemption in part:	<p>Not Applicable</p>
18.	Redemption at the option of the Noteholders:	<p>Not Applicable</p>
19.	Automatic Early Redemption:	<p>Not Applicable</p>
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>Scenario 1: If on Valuation Date(25), AverageTimeLevel(25) is higher than or equal to 100%, then:</p> <p style="text-align: center;">$\text{Final Redemption Amount} = \text{Specified Denomination} \times [100\% + 100\% \times (\text{AverageTimeLevel}(25) - 100\%)]$</p> <p>Scenario 2: If on Valuation Date(25), AverageTimeLevel(25) is lower than 100%, then:</p> <p style="text-align: center;">$\text{Final Redemption Amount} = \text{Specified Denomination} \times 100\%$</p>
21.	Physical Delivery Note Provisions:	<p>Not Applicable</p>
22.	Credit Linked Notes Provisions :	<p>Not Applicable</p>
23.	Bond Linked Notes Provisions	<p>Not Applicable</p>
24.	Trigger redemption at the option of the Issuer:	<p>Not Applicable</p>
25.	Early Redemption for tax reasons, special tax reasons, regulatory reasons, Force Majeure Event, Event of Default, or at the option of the Calculation Agent pursuant to the Additional Terms and Conditions:	<p>Early Redemption Amount : Market Value</p> <p>Monetization with Early Redemption Option of the Noteholder applies, except for Force Majeure Event or Event of Default.</p>

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

26. (i) **Underlying(s):** The following Index as defined below:

k	Index Name	Bloomberg Ticker	Index Sponsor	Exchange	Website
1	STOXX Europe 600 Index EUR	SXXP	STOXX Limited	Each exchange on which securities comprised in the Index are traded, from time to time, as determined by the Index Sponsor.	www.stoxx.com

(ii) **Information relating to the past and future performances of the Underlying(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the source specified in the table above.

(iii) **Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary Event(s) and/or any additional disruption event(s) as described in the relevant Additional Terms and Conditions:** The provisions of the following Additional Terms and Conditions apply: Additional Terms and Conditions for Index Linked Notes.
Hedging Disruption is not applicable
Increased Cost of Hedging is not applicable

(iv) **Other information relating to the Underlying(s):** Information or summaries of information included herein with respect to the Underlying(s), has been extracted from general databases released publicly or by any other available information.

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

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

27. (i) **Definitions relating to date(s):** Applicable

Valuation Date(0):
(DD/MM/YYYY) 29/06/2018
30/12/2024 ; 29/01/2025 ; 03/03/2025 ; 31/03/2025 ;
Valuation Date(i); (i from 1 to 25)
(DD/MM/YYYY) 29/04/2025 ; 29/05/2025 ;
30/06/2025 ; 29/07/2025 ; 29/08/2025 ; 29/09/2025 ;
29/10/2025 ; 01/12/2025 ;
29/12/2025 ; 29/01/2026 ; 02/03/2026 ; 30/03/2026 ;
29/04/2026 ; 29/05/2026 ;
29/06/2026 ; 29/07/2026 ; 29/08/2026 ; 29/09/2026 ;
29/10/2026 ; 30/11/2026 ; 23/12/2026

- (ii) **Definitions relating to the Product:** Applicable, subject to the provisions of Condition 4 of the Additional Terms and Conditions relating to Formulae

AverageTimeLevel(i) (i = 25)	means the Arithmetic Average, for t from 1 to i, of Level(t)
Level(i) (i from 1 to 25)	means (S(i) / S(0))
S(i) (i from 0 to 25)	means in respect of any Valuation Date(i) the Closing Price of the Underlying

PROVISIONS RELATING TO SECURED NOTES

28. **Secured Notes Provisions :** Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

29. **Provisions applicable to payment date(s):**

- **Payment Business Day:** Following Payment Business Day

30. - **Financial Centre(s):** Not Applicable
Form of the Notes:

(i) **Form:** Non-US Registered Global Note registered in the name of a nominee for a common for Euroclear and Clearstream, Luxembourg

(ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No

31. **Redenomination:** Not Applicable

32. **Consolidation:** Applicable as per Condition 14.2 of the General Terms and Conditions

33. **Partly Paid Notes Provisions:** Not Applicable

34. **Instalment Notes Provisions:** Not Applicable

35. **Masse:** Not Applicable

36. **Dual Currency Note Provisions:** Not Applicable

37.	Additional Amount Provisions for Italian Certificates:	Not Applicable
38.	Interest Amount and/or the Redemption Amount switch at the option of the Issuer:	Not Applicable
39.	Provisions relating to Portfolio Linked Notes:	Not Applicable
40.	Substitution of the Issuer:	Not Applicable
41.	Taxation:	Gross-up provision is not applicable
42.	Benchmarks:	The transitional provisions in Article 51 of the BMR apply, such that administrator(s) not listed in the ESMA register may not be currently required to obtain authorization or registration or, if located outside the European Union, recognition, endorsement or equivalence.

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 will be 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 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/OFFER

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.

Société Générale will ensure the roles of Issuer of the Notes (and as such will have to enter into hedging transactions) and Calculation Agent of the Notes. The possibility of conflicts of interest between the different roles of Société Générale on one hand, and between those of Société Générale in these roles and those of the Noteholders on the other hand cannot be excluded.

Furthermore, given the banking activities of Société Générale, conflicts may arise between the interests of Société Générale acting in these capacities (including business relationship with the issuers of the financial instruments being underlyings of the Notes or possession of non public information in relation with them) and those of the Noteholders. Finally, the activities of Société Générale on the underlying financial instrument(s), on its proprietary account or on behalf of its customers, or the establishment of hedging transactions, may also have an impact on the price of these instruments and their liquidity, and thus may be in conflict with the interests of the Noteholders.

4. REASONS FOR THE OFFER AND USE OF PROCEEDS

- (i) **Reasons for the offer and use of proceeds:** The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale Group, which include making a profit.
- (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. (i) PERFORMANCE AND EFFECT ON VALUE OF INVESTMENT

PERFORMANCE OF FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT
(*Structured Notes only*)

The value of the Notes and the payment of a redemption amount to a Noteholder on the maturity date is partly depend on the performance of the underlying asset(s), on the relevant valuation date(s).

The value of the Notes is linked to the positive or negative performance of the underlying instrument. The amount(s) to be paid is/are determined on the basis of the condition which is satisfied (or not) if the performance of the underlying instrument is higher than or equal to a predefined barrier performance.

The possibility of an optional redemption by the Issuer, on a predetermined date, is likely to have a negative effect on the market value of the Notes. Prospective investors should consider the reinvestment risk in light of other investments available at the time of the redemption. Furthermore, this optional redemption at the sole discretion of the Issuer could prevent the Noteholders from benefitting from the performance of the underlying instrument(s) over the whole period initially envisaged.

The terms and conditions of the Notes 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. Moreover, in case of occurrence of events affecting the underlying instrument(s), the terms and conditions of the Notes allow the Issuer to substitute the underlying instrument(s) by new underlying instrument(s), cease the exposure to the underlying asset(s) and apply a reference rate to the proceeds so obtained until the maturity date of the Notes, postpone the maturity date of the Notes. Payments (whether in respect of principal and/or interest and whether at maturity or otherwise) on the Notes are calculated by reference to certain underlying(s), the return of the Notes is based on changes in the value of the underlying(s), which may fluctuate. Prospective investors should be aware that these Notes may be volatile and that they may receive no interest and may lose all or a substantial portion of their principal.

During the lifetime of the Notes, the market value of these Notes may be lower than the invested capital. Furthermore, an insolvency of the Issuer may cause a total loss of the invested capital.

The attention of the investors is drawn to the fact that they could sustain an entire or a partial loss of their investment.

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

Not Applicable

8. OPERATIONAL INFORMATION

(i) Security identification code(s):

- **ISIN code:** XS1778407269
- **Common code:** 177840726

(ii) Clearing System(s): Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream, Luxembourg**)

- (iii) **Delivery of the Notes :** 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 Bank&Trust
11, avenue Emile Reuter
2420 Luxembourg
Luxembourg
- (vi) **Eurosystem eligibility of the Notes:** No
- (vii) **Address and contact details of Société Générale for all administrative communications relating to the Notes:** Société Générale
Tour 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):** SG Option Europe
17, Cours Valmy
92800 Puteaux
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 grants its relevant distributor(s) a discount on the Issue Price of up to 0.70% per annum (calculated on the basis of the term of the Notes) of the nominal amount of Notes effectively placed by such distributor(s).
- (iii) **TEFRA rules:** Not Applicable
- (iv) **Non-exempt Offer:** A Non-exempt offer of the Notes may be made by the Dealer and any **Initial Authorised Offeror** below mentioned, any **Additional Authorised Offeror**, the name and address of whom will be published on the website of the Issuer (<http://prospectus.socgen.com>) 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.

The information relating to the conditions of the Non-exempt Offer shall be provided to the investors by any Initial Authorised Offeror and any Additional Authorised Offeror at the time the offer is made.

- **Individual Consent / Name(s) and address(es) of any Initial Authorised Offeror:** Applicable / Deutsche Bank AG Brussels Branch avenue Marnixlaan 13-15, 1000 Brussels, Belgium
- **General Consent/ Other conditions to consent:** Not Applicable

(v) **U.S. federal income tax considerations:** The Notes are not Specified Notes for purposes of Section 871(m) Regulations.

(vi) **Prohibition of Sales to EEA Retail Investors:** Not Applicable

10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

- **Public Offer Jurisdiction(s):** Belgium
- **Offer Period:** From 28/05/2018 to 27/06/2018
- **Offer Price:** The Notes will be offered at the Issue Price.
- **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 close the Offer Period prior to its stated expiry for any reason.

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.

In each case, a notice to the investors on the early termination or the withdrawal, as applicable, will be published on the website of the Issuer (<http://prospectus.socgen.com>) and on the web site of the Luxembourg Stock Exchange (www.bourse.lu).

- **Description of the application process:** The distribution activity will be carried out in accordance with the financial intermediary's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription of the Notes.

- **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:** Minimum amount of application :
EUR 1 000 (i.e. 1 Note)

- **Details of the method and time limits for paying up and delivering the Notes:** The Notes will be issued on the Issue Date against payment to the Issuer of the net subscription moneys. However, the settlement and delivery of the Notes will be executed through the Dealer mentioned above. Investors will be notified by the relevant financial intermediary of their allocations of Notes and the settlement arrangements in respect thereof.

- **Manner and date in which results of the offer are to be made public:** Publication on the website of the Issuer (<http://prospectus.socgen.com>) and on the web site of the Luxembourg Stock Exchange (www.bourse.lu) and at the end of the Offer Period (at the latest on 27/06/2018).

- **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 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

11. ADDITIONAL INFORMATION

- **Minimum investment in the Notes:** EUR 1 000 (i.e. 1 Note)
- **Minimum trading :** EUR 1 000 (i.e. 1 Note)
- **Underlying disclaimer:** The STOXX EUROPE 600 Index EUR® is the intellectual property (including registered trademarks) of STOXX Limited, Zurich, Switzerland ("STOXX"), Deutsche Börse Group or their licensors, which is used under license. The product is neither sponsored nor promoted, distributed or in any other manner supported by STOXX, Deutsche Börse Group or their licensors, research partners or data providers and STOXX, Deutsche Börse Group and their licensors, research partners or data providers do not give any warranty, and exclude any liability (whether in negligence or otherwise) with respect thereto generally or specifically in relation to any errors, omissions or interruptions in the STOXX EUROPE 600 Index EUR® or its data.

12. PUBLIC OFFERS IN OR FROM SWITZERLAND

Not Applicable

ADDITIONAL TERMS AND CONDITIONS FOR STRUCTURED NOTES

Prospective purchasers of the Notes should carefully consider the information set out in the section entitled “Additional Terms and Conditions for Structured Notes” incorporated by reference in this Prospectus from the Programme and the following information in conjunction with the other information contained in, or incorporated by reference into, this Prospectus before purchasing the Notes.

ADMINISTRATOR/BENCHMARK EVENT ADDED TO SECTION 2 “CHANGE IN LAW, HEDGING DISRUPTION, INCREASED COST OF HEDGING, HOLDING LIMIT EVENT, INSOLVENCY FILING AND CONSEQUENCES”

“Administrator/Benchmark Event” means, in relation to any Benchmark, the occurrence of a Benchmark Modification or Cessation Event, a Non-Approval Event, a Rejection Event or a Suspension/Withdrawal Event.

Where:

“Benchmark” means any figure which is a benchmark as defined in BMR and where any amount payable under the Notes, or the value of the Notes, is determined by reference to such figure, all as determined by the Calculation Agent.

“Benchmark Modification or Cessation Event” means, in respect of the Benchmark,:

- (a) any material change in such Benchmark; or
- (b) the permanent cancellation or cessation in the provision of such Benchmark.

“BMR” means the EU Benchmark Regulation (Regulation (EU) 2016/1011).

“Non-Approval Event” means, in respect of the Benchmark:

- (a) any authorisation, registration, recognition, endorsement, equivalence or approval in respect of the Benchmark or the administrator of the Benchmark is not obtained;
- (b) the Benchmark or the administrator of the Benchmark is not included in an official register; or
- (c) the Benchmark or the administrator of the Benchmark does not fulfil any legal or regulatory requirement applicable to the Issuer, the Calculation Agent or the Benchmark,

in each case, as required under any applicable law or regulation in order for any of the Issuer, the Calculation Agent or any other entity to perform its obligations in respect of the Notes. For the avoidance of doubt, a Non-Approval Event shall not occur if the Benchmark or the administrator of the Benchmark is not included in an official register because its authorisation, registration, recognition, endorsement, equivalence or approval is suspended if, at the time of such suspension, the continued provision and use of the Benchmark is permitted in respect of the Notes under the applicable law or regulation during the period of such suspension.

“Rejection Event” means, in respect of the Benchmark, the relevant competent authority or other relevant official body rejects or refuses any application for authorisation, registration, recognition, endorsement, equivalence, approval or inclusion in any official register which, in each case, is required in relation to the Benchmark or the administrator of the Benchmark under any applicable law or regulation for any of the Issuer, the Calculation Agent or any other entity to perform its obligations in respect of the Notes.

“Suspension/Withdrawal Event” means, in respect of the Benchmark:

- (a) the relevant competent authority or other relevant official body suspends or withdraws any authorisation, registration, recognition, endorsement, equivalence decision or approval in relation to the Benchmark or the administrator of the Benchmark which is required under any applicable law or regulation in order for any of the Issuer, the Calculation Agent or any other entity to perform its obligations in respect of the Notes; or

(b) the Benchmark or the administrator of the Benchmark is removed from any official register where inclusion in such register is required under any applicable law in order for any of the Issuer, the Calculation Agent or any other entity to perform its obligations in respect of the Notes.

For the avoidance of doubt, a Suspension/Withdrawal Event shall not occur if such authorisation, registration, recognition, endorsement, equivalence decision or approval is suspended or where inclusion in any official register is withdrawn if, at the time of such suspension or withdrawal, the continued provision and use of the Benchmark is permitted in respect of the Notes under the applicable law or regulation during the period of such suspension or withdrawal.

The sub-paragraph B on page 441 of the Additional Terms and Conditions for Structured Notes is modified as follows:

B. replace the Affected Underlying by a new Underlying which is representative of the same economic or geographic sector; and make any other change or adjustment needed to make such new Underlying, comparable to the Affected Underlying;

DESCRIPTION OF SOCIÉTÉ GÉNÉRALE

1. STATUTORY AUDITORS

For the financial years ended 31 December 2016 and 31 December 2017:

Ernst & Young et Autres

Member of the French *Compagnie nationale des commissaires aux comptes*
Represented by Isabelle Santenac,
1/2, place des Saisons, 92400 Courbevoie - Paris-La Défense 1, France

Deloitte & Associés

Member of the French *Compagnie nationale des commissaires aux comptes*
Represented by José-Luis Garcia,
185, avenue Charles de Gaulle, 92524 Neuilly-sur-Seine Cedex, France.

Ernst & Young et Autres and Deloitte & Associés have no material interest in Société Générale.

2. INFORMATION ABOUT SOCIÉTÉ GÉNÉRALE

See paragraphs 1.1 and 2.1 in the section "*Documents Incorporated by Reference*" of this Prospectus.

3. BUSINESS OVERVIEW

See paragraphs 1.1 and 2.1 in the section "*Documents Incorporated by Reference*" of this Prospectus.

4. ORGANISATIONAL STRUCTURE

See paragraphs 1.1 and 2.1 in the section "*Documents Incorporated by Reference*" of this Prospectus.

5. TREND INFORMATION

There has been no material adverse change in the prospects of Société Générale and its consolidated subsidiaries (taken as a whole) since 31 December 2017.

For information on any known trends regarding Société Générale, please refer to page 13 of the English translation of the document de reference 2018 of Société Générale incorporated by reference herein.

6. PROFIT FORECASTS OR ESTIMATES

This Prospectus does not contain any profit forecast or estimate relating to Société Générale.

7. ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

See paragraphs 1.1 and 2.1 in the section "*Documents Incorporated by Reference*" of this Prospectus.

At the Date of this Prospectus, there are no potential conflicts of interest between any duties owed by the Board of Directors and the Deputy Chief Executive Officers' to Société Générale and their private interests and/or other duties.

This statement is also valid regarding the recent appointments as independent directors of Mr. William Connelly and Mrs. Lubomira Rochet as approved by the Combined General Meeting of Société Générale on 28 May 2017.

Name: William Connelly

Address: 17, cours Valmy, 92897 Paris la Défense 7, France

Function within Société Générale: Independent Director

Activities performed outside Société Générale: Global Head of Corporate and Investment Banking and a member of the Executive Committee at ING Bank N.V. (Netherlands); Chief Executive Officer of ING Real Estate B.V.; Member of the Supervisory Board of Aegon N.V. (the Netherlands)

Name: Lubomira Rochet

Address: 17, cours Valmy, 92897 Paris la Défense 7, France

Function within Société Générale: Independent Director

Activities performed outside Société Générale: Chief Digital Officer and a member of the Executive Committee of L'Oréal.

8. MAJOR SHAREHOLDERS

See paragraphs 1.1 and 2.1 in the section "*Documents Incorporated by Reference*" of this Prospectus.

Société Générale is not aware of any arrangements the operation of which may at a subsequent date result in a change in control.

9. FINANCIAL INFORMATION CONCERNING SOCIÉTÉ GÉNÉRALE'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

9.1 Legal and arbitration proceedings

Save as disclosed on pages 232, 444 to 447 and 521 to 523 of the 2018 Registration Document, there are no governmental, legal or arbitration proceedings relating to claims or amounts during at least twelve months prior to the date of this Base Prospectus (including any such proceeding which are pending or threatened of which Société Générale is aware) which may, or have had in the recent past significant effects on Société Générale's and/or the Group's financial position or profitability.

See also paragraphs 1.1 and 2.1 in the "Documents Incorporated by Reference" of this Base Prospectus.

9.2 Significant change in the financial or trading position

There has been no significant change in the financial or trading position of Société Générale and its consolidated subsidiaries (taken as a whole) since 31 March 2018.

9.3 Recent Events

Pursuant to the combined general meeting of shareholders of the Issuer held on 23 May 2017 (the "**General Meeting**"), the dividend per share was set at EUR 2.20; it was detached on 31 May 2017 and paid from 2 June 2017.

Pursuant to the General Meeting, the terms of Mrs Alexandra Schaapveld and Mr. Jean-Bernard Lévy as a directors of the Issuer were renewed at the General Meeting.

In addition, pursuant to the General Meeting Mr William Connelly and Mrs Lubomira Rochet were confirmed as independent directors for a term of office of four years. To the best of the knowledge of the Issuer's Board of Directors, there are no potential conflicts of interest between the duties of the following independent directors towards Société Générale and any other obligations or private interest.

Mr William Connelly, born on 3 February 1958, graduate of Georgetown University in Washington, USA. From 1980 to 1990, was a banker at Chase Manhattan Bank in the United States, Spain and the United Kingdom. From 1990 to 1999, worked at Barings then ING Barings as Head of Mergers and Acquisitions in Spain and subsequently Head of Corporate Finance for Western Europe. From 1999 to 2016, performed various functions in the Investment Banking division at ING Bank N.V. (Netherlands) and his last functions have been as Global Head of Corporate and Investment Banking and a member of the Executive Committee, as well as Chief Executive Officer of ING Real Estate B.V. (an ING Bank's subsidiary). He was appointed as a member of the Supervisory Board of Aegon N.V. (the Netherlands) by the general meeting of the latter held on 19 May 2017.

Mrs Lubomira Rochet, born on 8 May 1977, graduate of the Ecole Normale Supérieure and Sciences Po in France, and of the College of Europe in Bruges (Belgium). From 2003 to 2007, she was Head of Strategy at Sogeti (Capgemini). From 2008 to 2010, was Head of Innovation and Start-ups in France at Microsoft. Joined Valtech in 2010 and became Chief Executive Officer in 2012. Since 2014, has been Chief Digital Officer and a member of the Executive Committee of L'Oréal.

GENERAL INFORMATION

1. AUTHORISATION

The issue of Notes has been duly authorised by a resolution of the board of directors dated 16/05/2018.

2. CREDIT RATINGS

At the date of this Prospectus, Société Générale is rated:

"A (high) by DBRS: The DBRS® long-term rating scale provides an opinion on the risk of default on a scale of 'AAA' to 'D'. 'AA' ratings denote superior credit quality. The capacity for payment of financial obligations is considered high. Credit quality differs from 'AAA' only to a small degree. Unlikely to be significantly vulnerable to future events. All rating categories other than 'AAA' and 'D' also contain subcategories "(high)" and "(low)". The absence of either a "(high)" or "(low)" designation indicates the rating is in the middle of the category.

"A" by Fitch Ratings: An Issuer Default Rating at Fitch Ratings provides an ordinal ranking of issuers, on a scale of 'AAA' to 'D', based on the agency's view of their relative vulnerability to default, rather than a prediction of a specific percentage likelihood of default. 'A' ratings denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings. The modifiers "+" or "-" may be appended to a rating to denote relative status within major rating categories.

"A1" by Moody's Investors Services: Ratings assigned on Moody's global long-term and short-term rating scales are forward-looking opinions of the relative credit risks of financial obligations issued by financial institutions on a scale of 'Aaa' to 'C'. Obligations rated 'A' are judged to be upper-medium grade and are subject to low credit risk. Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from 'Aa' through 'Caa'. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

"A" by Rating and Investment Information, Inc.: An Issuer Rating is R&I's opinion on an issuer's general capacity to fulfill its financial obligations and is, in principle, assigned to all issuers. Ratings are issued on a scale of 'AAA' to 'D', reflecting R&I's view on the creditworthiness of the Issuer. An issuer rated 'A' has a high creditworthiness supported by a few excellent factors.

"A" by Standard and Poor's: A Standard & Poor's issue credit rating is a forward-looking opinion on a scale of 'AAA' to 'D' about the creditworthiness of an obligor with respect to a specific financial obligation, a specific class of financial obligations, or a specific financial program. The opinion reflects Standard & Poor's view of the obligor's capacity and willingness to meet its financial commitments as they come due, and may assess terms, such as collateral security and subordination, which could affect ultimate payment in the event of default. An obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong. The ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories.

As at the date of this Prospectus, each of DBRS Ratings Limited, Moody's France S.A.S., Fitch France S.A.S. and Standard & Poor's Credit Market Services S.A.S. is established in the European Union and is registered under the CRA Regulation and is included in the list of credit rating agencies registered in accordance with the CRA Regulation published on the European Securities and Markets Authority's website (www.esma.europa.eu/page/List-registered-and-certified-CRAs).

Rating and Investment Information, Inc. is established in Japan. It has not been registered in accordance with the CRA Regulation.

3. APPROVAL, LISTING AND ADMISSION TO TRADING

Application has been made to the CSSF to approve this document as a prospectus. Application has also been made to the Luxembourg Stock Exchange for Notes to be admitted to trading on the Luxembourg Stock Exchange's regulated market and to be listed on the official list of the Luxembourg Stock Exchange. The Luxembourg Stock Exchange's regulated market is a regulated market for the purposes of the Markets in Financial Instrument Directive 2014/65/EU of 15 May 2014 as amended.

4. NOTIFICATION

The Issuer has requested the CSSF to provide the competent authority of Belgium with a certificate of approval attesting that this Prospectus has been drawn up in accordance with the Prospectus Directive. The CSSF may also be requested to provide the competent authority of any other EEA State with a similar certificate of approval.

5. AVAILABILITY OF DOCUMENTS

For the period of twelve months following the date of approval of this Prospectus, copies of the following documents will, when published, be available for inspection during normal business hours from the head office of each of Société Générale and from the specified office of each of the Paying Agents at the address given at the end of this Prospectus:

- (a) the 2017 Registration Document, the 2018 Registration Document and the First Update to the 2018 Registration Document of Société Générale;
- (b) the *statuts* of Société Générale
- (d) a copy of this Prospectus together with any Supplement to this Prospectus and any other documents incorporated herein or therein by reference;
- (d) the Programme Agreement and the Agency Agreement;

In addition, this Prospectus and documents incorporated by reference herein will be published on the internet site of the Luxembourg Stock Exchange at (www.bourse.lu).

6. CLEARING SYSTEMS

The Notes have been accepted for clearance through Euroclear and Clearstream, Luxembourg (which are the entities in charge of keeping the records). The appropriate common code and ISIN for each the Notes allocated by Euroclear and/or Clearstream, Luxembourg are contained in the Issue Specific Terms.

The address of Euroclear is 1, boulevard du Roi Albert II, B-1210, Brussels, Belgium.

The address of Clearstream, Luxembourg is 42, avenue J F Kennedy, L-1855, Luxembourg.

7. POST-ISSUANCE INFORMATION

Except as otherwise required by applicable law, the Issuer does not intend to provide any post-issuance information in relation to any assets underlying issues of Notes constituting debt securities, except if required by any applicable laws and regulations.

10. DEALERS ENGAGING IN BUSINESS ACTIVITIES WITH THE ISSUER

The Dealer and/or their affiliates have engaged and could in the future engage in commercial banking and/or investment activities with the Issuer and could, in the ordinary course of their business, provide services to the Issuer and/or to their affiliates.

11. BENCHMARK REGULATION

Amounts payable under the Notes are calculated by reference to an index as specified in the Issue Specific Terms, the administrators of which should appear on the register of benchmarks established and maintained by the European Securities and Markets Authority pursuant to article 36 of Benchmark Regulation (Regulation (EU) 10/11 (the “**Benchmark Regulation**”). As far as the Issuer is aware, the transitional provisions in article 51 of the Benchmark Regulation apply, such that the administrators are not required to obtain authorization (or, if located outside of the European Union, recognition, endorsement or equivalence).

ISSUER

SOCIÉTÉ GÉNÉRALE

29, boulevard Haussmann
75009 Paris
France

ARRANGER

SOCIETE GENERALE

Tour Société Générale
17 cours Valmy
92987 Paris la Défense Cedex
France

DEALERS

SG OPTION EUROPE

17, cours Valmy
92800 Puteaux
France

FISCAL AGENT, REGISTRAR, TRANSFER AGENT AND EXCHANGE AGENT

SOCIÉTÉ GÉNÉRALE BANK & TRUST

11, avenue Emile Reuter
L-2420 Luxembourg
Luxembourg

LISTING AGENTS

SOCIÉTÉ GÉNÉRALE BANK & TRUST

11, avenue Emile Reuter
L-2420 Luxembourg
Luxembourg

PAYING AGENTS

SOCIETE GENERALE BANK & TRUST

11, avenue Emile Reuter
L-2420 Luxembourg
Luxembourg