

1.

(i)

Series Number:

APPLICABLE FINAL TERMS

FINAL VERSION APPROVED BY THE ISSUER

Dated 22 December 2017

The Notes described in these Final Terms 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 authorisation and supervision by the Swiss Financial Market Supervisory Authority FINMA (FINMA), and investors in the Notes will not benefit from protection under the CISA or supervision by FINMA. Investors in the Notes will bear a credit risk on the Guarantor.

SG ISSUER

Issue of EUR 1,038,000 Notes due 26 June 2019
Unconditionally and irrevocably guaranteed by Société Générale
under the Debt Instruments Issuance Programme

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "Terms and Conditions of the English Law Notes" in the Base Prospectus dated 27 June 2017, which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) as amended (the Prospectus Directive). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and Article 8.4 of the Luxembourg act dated 10 July 2005 on prospectuses for securities, as amended, and must be read in conjunction with the Base Prospectus and the supplement(s) to such Base Prospectus dated 31 July 2017 and 10 August 2017 and 13 September 2017 and 20 October 2017 and 14 November 2017 and 11 December 2017 and any other supplements published prior to the Issue Date (as defined below) (the Supplement(s)); provided, however, that to the extent such Supplement (i) is published after these Final Terms have been signed or issued and (ii) provides for any change to the Conditions as set out under the heading "Terms and Conditions of the English Law Notes", such change shall have no effect with respect to the Conditions of the Notes to which these Final Terms relate. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms, the Base Prospectus and any Supplement(s), Prior to acquiring an interest in the Notes described herein, prospective investors should read and understand the information provided in these Final Terms, the Base Prospectus and any Supplement(s) and be aware of the restrictions applicable to the offer and sale of such Notes in the United States or to, or for the account or benefit of persons that are not Permitted Transferees. A summary of the issue of the Notes (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. Copies of the Base Prospectus, any Supplement(s) and these Final Terms are available for inspection from the head office of the Issuer, the Guarantor, the specified offices of the Paying Agents and, in the case of Notes admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange (www.bourse.lu) and. in the case of Notes offered to the public or admitted to trading on a Regulated Market in the European Economic Area, on the website of the Issuer (http://prospectus.socgen.com).

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(ii) **Tranche Number:** (iii) Date on which the Notes Not Applicable become fungible: **Specified Currency: EUR** 2. **Aggregate Nominal Amount:** (i) -Tranche: EUR 1,038,000 (ii) -Series: EUR 1,038,000 4. **Issue Price:** 100% of the Aggregate Nominal Amount Specified Denomination(s): 5. EUR 1,000



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6. (i) Issue Date: 28 December 2017

(ii) Interest Commencement

Date:

Issue Date

7. Maturity Date: 26 June 2019

8. Governing law: English law

9. (i) Status of the Notes: Unsecured

(ii) Date of corporate authorisation obtained for the issuance of Notes: Not Applicable

(iii) Type of Structured Notes: Share Linked Notes

The provisions of the following Additional Terms and Conditions apply:

Additional Terms and Conditions for Share Linked Notes and Depositary Receipts

Linked Notes

(iv) Reference of the Product: 3.3.1 with Option 3 applicable, 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: Applicable as per Condition 3.1 of the General Terms and Conditions

(i) Rate(s) of Interest: 2.1% payable in arrear

(ii) Specified Period(s) / Interest

Payment Date(s):

26 March 2018, 26 June 2018, 26 September 2018, 28 December 2018, 26 March

2019 and the Maturity Date

(iii) Business Day Convention: Following Business Day Convention (unadjusted)

(iv) Fixed Coupon Amount: Unless previously redeemed, on each Interest Payment Date, the Issuer shall pay

to the Noteholders, for each Note, an amount determined by the Calculation Agent

as follows:

Rate of Interest x Specified Denomination



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Day Count Fraction: Not Applicable (v)

In case of a long or short Interest Period (with regard to paragraph 13(ii) (vi) **Broken Amount(s):**

> "Specified Period(s)/Interest Payment Date(s)" above), the amount of interest will be calculated in accordance with the formula specified in paragraph 13(iv) "Fixed

Coupon Amount" above.

(vii) Not Applicable **Determination Date(s):**

14. Floating Rate Note Provisions: Not Applicable

Structured Interest Note Provisions: 15. 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

(i) **Optional Redemption**

Amount:

Unless previously redeemed, at the option of the Issuer, the Notes may be early redeemed on the Optional Redemption Date(i) (i from 1 to 4) in accordance with the following provisions in respect of each Note:

Optional Redemption Amount(i) = Specified Denomination x 100%

(ii) **Optional Redemption Date:**

(i from 1 to 4)

26 June 2018, 26 September 2018, 28 December 2018, 26 March 2019

(iii) **Notice Period:** 5 Business Days prior to an Optional Redemption Date.

(iv) Redemption in part: Not Applicable

Redemption at the option of the 18.

Noteholders:

Not Applicable

Automatic Early Redemption: Not Applicable 19.

20. **Final Redemption Amount:** Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity

Date, in accordance with the following provisions in respect of each Note:

Scenario 1:

If a European Knock-In Event has not occurred, then:

Final Redemption Amount = Specified Denomination x 100%

Scenario 2:

If a European Knock-In Event has occurred, then:

Final Redemption Amount = Physical Delivery Amount(1)



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Definitions relating to the Final Redemption Amount are set out in paragraph 27(ii)

"Definitions relating to the Product".

Physical Delivery Note Provisions: Applicable as per Condition 5.13 of the General Terms and Conditions 21.

See paragraph "Underlying(s)" below (i) Deliverable Asset(s):

(ii) **Physical Delivery Amount:** See paragraph 27 "Definitions relating to the Product".

No

(iii) **Provisions governing** whether transfer of Deliverable Asset(s) or payment of a cash sum will apply:

See paragraph 27 "Definitions relating to the Product".

Issuer's option to vary (iv)

method of settlement:

Method of transfer of (v) Deliverable Asset(s) in respect of Physical Delivery Amount (if other than

Delivery):

As per Condition 5.13.2 of the General Terms and Conditions

(vi) **Consequences of Settlement**

Disruption Event(s):

As per Condition 15.3.2 of the General Terms and Conditions

22. **Credit Linked Notes Provisions:** Not Applicable

23. **Bond Linked Notes Provisions:** Not Applicable

24. Trigger redemption at the option of

the Issuer:

Not Applicable

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:**

Early Redemption Amount : Market Value

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

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

| Company | Bloomberg Ticker | Exchange | Website |
|--------------------------|------------------|----------------|------------|
| Electricite de France SA | EDF FP | Euronext Paris | www.edf.fr |

Electricite de France SA: ISIN: FR0010242511

(ii) Information relating to the past and future 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.



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performances of the Underlying(s) and volatility:

(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 Share Linked Notes and Depositary Receipts Linked Notes

(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.

Each of the Issuer and the Guarantor 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

Definitions relating to 27. (i)

date(s):

Applicable

Valuation Date(0): 19 December 2017

Valuation Date(1): 19 June 2019

(ii) Definitions relating to the

Product:

Applicable, subject to the provisions of Condition 4 of the Additional Terms and

Conditions relating to Formulae

Performance(1): means (S(1) / S(0)) - 100%

S(i):

(i from 0 to 1)

means in respect of any Valuation Date(i), the Closing Price of the Underlying

Strike: 100% x S(0)

Knock-In Threshold: 75% x S(0)

Physical Delivery Amount: An integer number of Deliverable Asset determined and calculated pursuant to the

following formula:

Physical Delivery Amount(1) = Specified Denomination / Strike

- The fractional part of this number, if any, is paid in cash: the cash amount denominated in the Specified Currency is calculated by multiplying (a) the fractional part by (b) the relevant Closing Price of the Underlying as of Valuation

Date(1). This cash amount is rounded up to 4 decimals.

is deemed to have occurred, as determined by the Calculation Agent, if on **European Knock-In Event:**

Valuation Date(1), the Closing Price of the Underlying is lower than the Knock-

In Threshold.



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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

No

- Financial Centre(s): Not Applicable

30. Form of the Notes:

(i) Form: Uncertificated SIS Notes: dematerialised Uncertificated Notes in book entry form

issued, cleared and settled through SIX SIS Ltd.

(ii) New Global Note (NGN – bearer notes) / New

Safekeeping Structure (NSS

- registered notes):

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



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PART B - OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

(i) Listing: Application will be 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 provider of hedging instruments to the Issuer of the Notes 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 The net proceeds from each issue of Notes will be applied for the general financing

use of proceeds: purposes of the Société Générale Group, which include making a profit.

(ii) Estimated net proceeds: Not Applicable

(iii) Estimated total expenses: Not Applicable





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5. INDICATION OF YIELD (Fixed Rate Notes only)

Not Applicable

6. HISTORIC INTEREST RATES (Floating Rate Notes only)

Not Applicable

7. PERFORMANCE AND EFFECT ON VALUE OF INVESTMENT

(i) 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 will 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 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.

Investment in Notes including fixed interest rate involves risks linked to the fluctuation of the market rates which could have negative effect on the value of these Notes.

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, early redeem the Notes on the basis of the market value of these Notes, or deduct from any due amount the increased cost of hedging, and in each case without the consent of the Noteholders.

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.

In the event of the Notes providing for a delivery of any deliverable asset upon redemption, the delivery of such deliverable asset will be subject to all applicable laws, regulations and practices and the Issuer shall not incur any liability whatsoever if it is unable to deliver or procure the delivery of such deliverable asset to the relevant holder of the Notes because of any such laws, regulations or practices. Each holder of a Note should be aware that if the Notes may be redeemed by physical delivery of the deliverable asset, it shall be deemed to acknowledge its understanding and acceptance of this matter and to have made its own examination and assessment of its capacity and power to receive such deliverable asset and not to have relied on any representation of the Issuer, the Paying Agents, Société Générale as Guarantor or as Calculation Agent under the Notes, or Société Générale's affiliates regarding this matter.

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 and/or the Guarantor 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.



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(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: CH0389887156

- Common Code: available upon request if needed

- Swiss security number (Valoren number):

38988715

(ii) Clearing System(s): SIX SIS Ltd

(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, Paris, Zurich Branch

Talacker 50 8021 Zurich Switzerland

(vi) Eurosystem eligibility of the

Notes:

No

France

(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

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



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- Dealer(s): Société Générale

Tour Société Générale 17 Cours Valmy

92987 Paris La Défense Cedex

France

(ii) Total commission and

concession:

There is no commission and/or concession paid by the Issuer to the Dealer or the

Managers.

(iii) TEFRA rules: Not Applicable

(iv) Non-exempt Offer: Not Applicable

(v) U.S. federal income tax

consideration:

The Notes are not Specified Notes for purposes of Section 871(m) Regulations.

10. PUBLIC OFFERS IN EUROPEAN ECONOMIC AREA

Not Applicable

11. ADDITIONAL INFORMATION

- Minimum Investment in the

EUR 1,000 (i.e. 1 Note)

Notes:

- Minimum Trading: EUR 1,000 (i.e. 1 Note)

12. PUBLIC OFFERS IN OR FROM SWITZERLAND

Not Applicable



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ISSUE SPECIFIC 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".

| A.1 | Warning | This summary must be read as an introduction to the Base Prospectus. |
|--|---|--|
| | | Any decision to invest in the Notes should be based on a consideration of the Base Prospectus as a whole by the investor. |
| | | Where a claim relating to the information contained in the Base Prospectus and the applicable Final Terms is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. |
| | | Civil liability attaches only to those persons who have tabled this summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of this Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes. |
| A.2 | Consent to the use of the Base Prospectus | Not Applicable. The Notes are not subject to a Public Offer in the European Economic Area. |
| Section | B - Issuer and Guarant | or |
| B.1 | Legal and commercial name of the issuer | SG Issuer (or the Issuer) |
| B.2 | Domicile, legal | Domicile: 33, boulevard Prince Henri, L-1724 Luxembourg. |
| | form, legislation and country of incorporation | Legal form: Public limited liability company (société anonyme). Legislation under which the Issuer operates: Luxembourg law. Country of incorporation: Luxembourg. |
| B.4b | Known trends affecting the issuer and the industries in which it operates | The Issuer expects to continue its activity in accordance with its corporate objects over the course of 2017. |
| B.5 Description of the issuer's group and the issuer's position within the group | | 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: |
| | | French Retail Banking; International Retail Banking, Financial Services and Insurance and |



| | | Corporate and Inv Securities Services. The Issuer is a subs | _ | _ | | Management and |
|--|--|--|---------------------------------------|--|---------------------------------------|--|
| 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 reports do no | t include any qualifi | cation. | |
| B.12 Selected historical key financial information | | (in K€) | Year ended 31.12.2015 (audited) | Half year 30.06.2016 (unaudited) | Year ended 31.12.2016 (audited) | Half-year 30.06.2017 (unaudited) |
| | regarding the issuer | Total Revenue | 102,968 | 48,398 | 90,991 | 54,641 |
| | 1.00401 | Profit before tax | 380 | 118 | 525 | 21 |
| | | Profit for the financial year | 380 | 71 | 373 | 17 |
| | | Total Assets | 37,107,368 | 44,984,808 | 53,309,975 | 52,864,508 |
| | Statement as no Material adverse change in the prospects of the issuer since the date of its last published audited financial statements | There has been no 2016. | material adverse ch | nange in the prospe | ects of the Issuer s | ince 31 December |
| | Significant changes in the issuer's financial or trading position subsequent to the period covered by the historical financial information | Not Applicable. Theil Issuer since 30 June | | nificant change in t | he financial or trac | ding position of the |
| B.13 | Recent events particular to the issuer which are to a material extent relevant to the evaluation of the Issuer's solvency | Not Applicable. There has been no recent event particular to the Issuer which is to a material extent relevant to the evaluation of the Issuer's solvency. | | | | |



| B.14 | Statement as | See Element B.5 above for the Issuers' position within the Group. | |
|------|--|--|--|
| | to whether the issuer is | SG Issuer is dependent upon Société Générale Bank & Trust within the Group. | |
| | dependent upon other entities | | |
| | within the group | | |
| B.15 | Description of the issuer's principal activities | The principal activity of SG Issuer is raising finance by the issuance of warrants as well as debt securities designed to be placed to institutional customers or retail customers through the distributors associated with Société Générale. The financing obtained through the issuance of such debt securities is then lent to Société Générale and to other members of the Group. | |
| B.16 | To the extent known to the issuer, whether the issuer is directly or indirectly owned or controlled and by whom, and description of the nature of such control | SG Issuer is a 100 per cent. owned subsidiary of Société Générale Bank & Trust S.A. which is itself a 100 per cent. owned subsidiary of Société Générale and is a fully consolidated company. | |
| B.18 | Nature and scope of the guarantee | The Notes are unconditionally and irrevocably guaranteed by Société Générale (the Guarantor) pursuant to the guarantee made as of 27 June 2017 (the Guarantee). The Guarantee constitutes a direct, unconditional, unsecured and general obligation of the Guarantor and ranks and will rank at least <i>pari passu</i> with all other existing and future direct, unconditional, unsecured and general obligations of the Guarantor, including those in respect of deposits. Any references to sums or amounts payable by the Issuer which are guaranteed by the Guarantor under the Guarantee shall be to such sums and/or amounts as directly reduced, and/or in the case of conversion into equity, as reduced by the amount of such conversion, and/or otherwise modified | |
| | | from time to time resulting from the application of a bail-in power by any relevant authority pursuant to directive 2014/59/EU of the European Parliament and of the Council of the European Union. | |
| B.19 | Information about the guarantor as if it were the issuer of the same type of security that is subject of the guarantee | The information about Société Générale as if it were the Issuer of the same type of Notes that is subject of the Guarantee is set out in accordance with Elements B.19 / B.1, B.19 / B.2, B.19 / B.4b, B.19 / B.5, B.19 / B.9, B.19 / B.10, B.19 / B.12, B.19 / B.13, B.19 / B.14, B.19 / B.15, B.19 / B.16 below, respectively: | |
| | | B.19 / B.1: Legal and commercial name of the guarantor | |
| | | Société Générale | |
| | | B.19 / B.2: Domicile, legal form, legislation and country of incorporation | |
| | | Domicile: 29, boulevard Haussmann, 75009 Paris, France. Legal form: Public limited liability company (société anonyme). Legislation under which the Issuer operates: French law. Country of incorporation: France. | |
| | | B.19 / B.4b: Known trends affecting the guarantor and the industries in which it operates | |
| | | Societe Generale continues to be subject to the usual risks and the risks inherent in its business mentioned in Chapter 4 of the Registration Document filed on 8 March 2017, and in its updated version filed on 4 May 2017. | |





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In a context of firming world growth, several risks continue to weigh on global economic prospects: risks of renewed financial tensions in Europe, risks of renewed turbulences (financial, social and political) in emerging economies, uncertainties related to unconventional monetary policy measures implemented in the main developed economies, the rise in terrorist risks as well as of geopolitical and protectionist tensions.

More specifically, the Group could be affected by:

- renewed financial tensions in the Eurozone resulting from a return of doubts about the integrity of the region, for example in the run-up to elections in a context of rising eurosceptic political forces;
- a sudden and marked rise in interest rates and volatility in the markets (bonds, equities and commodities), which could be triggered by poor communication from central banks, in particular the US Federal Reserve (Fed) or the European Central Bank (ECB), when changing monetary policy stance;
- a sharp slowdown in economic activity in China, triggering capital flight from the country, depreciation pressure on the Chinese currency and, by contagion, on other emerging country currencies, as well as a fall in commodity prices;
- socio-political tensions in some countries dependent on oil and gas revenues and still needing to adapt to the situation of low prices for these commodities;
- worsening geopolitical tensions in the Middle East, South China Sea, North Korea or Ukraine. In the latter case, this could lead to the extension and stepping up of sanctions between Western countries and Russia, even more depressed economic activity in Russia, and a further sharp depreciation in the Rouble;
- fears regarding a possible tightening of international trade barriers, in particular in large developed economies (United States or, in the context of Brexit, United Kingdom for example).

B.19/ B.5: Description of the guarantor's group and the guarantor's position within the 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:

- French Retail Banking;
- International Retail Banking, Financial Services and Insurance and
- Corporate and Investment Banking, Private Banking, Asset and Wealth Management and Securities Services.

Société Générale is the parent company of the Société Générale Group.

B.19/ B.9: Figure of profit forecast or estimate of the guarantor

Not Applicable. Société Générale does not provide any figure of profit forecast or estimate.

B.19/ 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.19/ B.12: Selected historical key financial information regarding the guarantor

| | Nine Months | Year ended | Nine Months | Year ended |
|--------------------------------|-------------|------------|-------------|------------------|
| | 30.09.2017 | 2016 | 30.09.2016 | 2015 |
| | (Unaudited) | (audited) | (Unaudited) | (audited, except |
| | , , | | , , | as mentioned |
| | | | | otherwise*) |
| Results (in millions of euros) | | | | |



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| Net Banking Income | 17,631 | 25,298 | 19,169 | 25,639 |
|---|---------|---------|---------------------------------------|---------|
| Operating income | 3.937 | 6,390 | | 5,681 |
| Net income | 3,191 | 4,338 | | |
| Reported Group Net income | 2,737 | 3,874 | | 4,001 |
| French retail Banking | 988 | | · · · · · · · · · · · · · · · · · · · | 1,441* |
| International Retail Banking & Financial Services | 1,501 | 1,631 | 1,193 | 1,111* |
| Global Banking and Investor Solutions | 1,198 | 1,803 | 1,371 | 1,850* |
| Corporate Centre | (950) | (1,046) | (164) | (401)* |
| Net cost of risk | (880) | (2,091) | (1,605) | (3,065) |
| Activity (in billions of euros) | | | | |
| Total assets and liabilities | 1,338.7 | 1,382.2 | 1,404.9 | 1,334.4 |
| Customer loans | 412.2 | 426.5 | 423.1 | 405.3 |
| Customer deposits | 396.7 | 421.0 | 406.0 | 379.6 |
| Equity (in billions of euros) | | | | |
| Group shareholders' equity | 60.3 | 62.0 | 60.9 | 59.0 |
| Non-controlling Interests | 4.5 | 3.8 | 3.7 | 3.6 |
| Cash flow statements (in millions of euros) | | | | |
| Net inflow (outflow) in cash and cash equivalent | - | 18,442 | - | 21,492 |

(*) Amounts restated (unaudited) relative to the financial statements published at 31 December 2015 due to adjustments of normative capital calculation method within business lines.

Statement as no material adverse change in the prospects of the guarantor since the date of its last published audited financial statements:

There has been no material adverse change in the prospects of Société Générale since 31 December 2016.

Significant changes in the guarantor's financial or trading position subsequent to the period covered by the historical financial information:

Not Applicable. There has been no significant change in the financial or trading position of Société Générale since 30 September 2017.

B.19 / B.13: Recent events particular to the guarantor which are to a material extent relevant to the evaluation of the guarantor's solvency

Not Applicable. There has been no recent event particular to Société Générale which is to a material extent relevant to the evaluation of its solvency.

$\rm B.19$ / $\rm B.14$: Statement as to whether the guarantor is dependent upon other entities within the group

See Element B.5 above for the Société Générale'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.

B.19 / B.15: Description of the guarantor's principal activities

See Element B.19/ B.5 above.

B.19 / B.16: To the extent known to the guarantor, whether the guarantor is directly or indirectly owned or controlled and by whom, and description of the nature of such control

Not Applicable. To its knowledge, Société Générale is not owned or controlled, directly or indirectly (under French law) by another entity.



| Section | C - Securities | |
|---------|--|--|
| C.1 | Type and class of the securities being offered and/ or admitted to trading, including any security identification number | The Notes are derivative instruments. The ISIN code is: CH0389887156 The Common Code is: [TBD] |
| C.2 | Currency of the securities issue | EUR |
| C.5 | Description of any restrictions on the free transferability of the securities | 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. 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. |
| C.8 | Rights attached | Rights attached to the securities: |
| 0.0 | to the securities, including ranking and limitations to those rights | 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). |
| | | A Noteholder will be entitled to claim the immediate and due payment of any sum in case: - the Issuer fails to pay or to perform its other obligations under the Notes - the Guarantor fails to perform its obligations under the Guarantee or in the event that the Guarantee of the Guarantor stops being valid; or - of insolvency or bankruptcy proceeding(s) affecting the Issuer. |
| | | 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. |
| | | Waiver of Set-off rights The Noteholders waive any right of set-off, compensation and retention in relation to the Notes, to the extent permitted by law. |
| | | Governing law 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. |
| | | 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. |
| | | Ranking: |
| | | 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. |
| | | Limitations to rights attached to the securities: |
| | | - The Issuer may redeem the Notes early on the basis of the market value of these Notes for tax or regulatory reasons, force majeure event or in the case of occurrence of extraordinary events affecting the underlying instrument(s) or in the case of occurrence of additional disruption event(s). |



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- 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) or deduct from any due amount the increased cost of hedging, and in each case without the consent of the Noteholders.
- 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).
- 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.
- In the case of a payment default by the Issuer, Noteholders shall not institute any proceedings, judicial or otherwise, or otherwise assert a claim against the Issuer. Nevertheless, Noteholders will continue to be able to claim against the Guarantor in respect of any unpaid amount.

Taxation

All payments in respect of Notes, Receipts and Coupons or under the Guarantee 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.

In the event that any amounts are required to be withheld or deducted or withheld for, or on behalf of, any Tax Jurisdiction, the relevant Issuer or, as the case may be, the Guarantor shall (except in certain circumstances), to the fullest extent permitted by law, pay such additional amount as may be necessary, in order that each Noteholder, Receiptholder or Couponholder, after deduction or such withholding of such taxes, duties, assessments or governmental charges or deduction, will receive the full amount then due and payable.

Notwithstanding the provisions above, in no event will the Issuer or, as the case may be, the Guarantor, 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.

Where

Tax Jurisdiction means Luxembourg or any political subdivision or any authority thereof or therein having power to tax.

C.11 Whether the securities offered are or will be object the of application an admission for to trading, with view to their distribution а regulated market or other equivalent markets with indication of the markets in question

Application will be made for the Notes to be admitted to trading on The regulated market of the Luxembourg Stock Exchange.



| C.15 | How the value of the investment is affected by the value of the underlying instrument(s) | The value of the Notes and the payment of a redemption amount to a Noteholder on the maturity date will 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 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. | | |
|------|--|--|---|--|
| C.16 | The maturity date and the final reference date | The maturity date of the Notes will be 26 June 2019, and the final reference date will be the last valuation date. The maturity date may be modified pursuant to the provisions of Element C.8 above and Element C.18 below. | | |
| C.17 | Settlement procedure of the derivative securities | Cash delivery and/or physical delivery | | |
| C.18 | How the return on derivative securities takes places | specified denomination of EUR 1,000 (the S Rate(s) of Interest: | er 2017 (the Issue Date) and each Note will have a pecified Denomination). 2.1% payable in arrear 2.1% payable in arrear 2.18, 26 March 2018, 26 June 2018, 26 September 2018, 28 December 2018, 26 March 2019 and the Maturity Date Unless previously redeemed, on each Interest Payment Date, the Issuer shall pay to the Noteholders, for each Note, an amount determined by the Calculation Agent as follows: Rate of Interest x Specified Denomination | |
| | | Day Count Fraction: | Not Applicable | |
| | | Final Redemption Amount: | Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note: | |
| | | | Scenario 1: | |
| | | | If a European Knock-In Event has not occurred, then: | |
| | | | Final Redemption Amount = Specified Denomination x 100% | |
| | | | Scenario 2: | |
| | | | If a European Knock-In Event has occurred, then: | |
| | | | Final Redemption Amount = Physical Delivery Amount(1) | |
| | | asset(s). | nount and/or by delivery of the relevant deliverable | |
| | | Definitions relating to date(s): | Applicable | |
| | | Valuation Date(0): | 19 December 2017 | |



| | I | Valuation Date(1): | 19 June 2019 | |
|------|---|--|--|--|
| | | Definitions relating to the Product: | Applicable, subject to the provisions of Condition | |
| | | | 4 of the Additional Terms and Conditions relating to Formulae | |
| | | Performance(1): | means (S(1) / S(0)) - 100% | |
| | | S(i): (i from 0 to 1) | means in respect of any Valuation Date(i), the Closing Price of the Underlying | |
| | | Strike: | 100% x S(0) | |
| | | Knock-In Threshold: | 75% x S(0) | |
| | | Physical Delivery Amount: | An integer number of Deliverable Asse determined and calculated pursuant to the following formula: Physical Delivery Amount(1) = Specified Denomination / Strike with: - The fractional part of this number, if any, is paid in cash: the cash amount denominated in the Specified Currency is calculated by multiplying (a) the fractional part by (b) the relevant Closing Price of the Underlying as of Valuation Date(1) This cash amount is rounded up to 4 decimals. | |
| | | European Knock-In Event: | is deemed to have occurred, as determined by the Calculation Agent, if on Valuation Date(1) the Closing Price of the Underlying is lower than the Knock-In Threshold. | |
| | | Redemption at the option of the Issuer: Optional Redemption Amount: | Unless previously redeemed, at the option of the Issuer, the Notes may be early redeemed or the Optional Redemption Date(i) (i from 1 to 4 in accordance with the following provisions in respect of each Note: | |
| | | | Optional Redemption Amount(i) = Specified Denomination × 100% | |
| | | Optional Redemption Date(s): (i from 1 to 4) | 26 June 2018, 26 September 2018, 28 December 2018, 26 March 2019 | |
| | | Notice Period | 5 Business Days prior to an Optiona Redemption Date. | |
| C.19 | The final reference price of | See Element C.18 above. | | |
| | the underlying | | erlying instrument(s) on the relevant valuation date(sence of certain extraordinary events and adjustments | |
| C.20 | Type of the | The type of underlying is share | | |
| | underlying and where the information on the | Information about the underlying is availab | le on the following website(s) or screen page(s): | |



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| underlying | can | be |
|------------|-----|----|
| found | | |

| Company | Bloomberg Ticker | Exchange | Website |
|-----------------------|------------------|----------------|------------|
| Electricite de France | EDF FP | Euronext Paris | www.edf.fr |
| SA | | | |

Section D - Risks

D.2 Key information on the key risks that are specific to the issuer and the quarantor

An investment in the Notes involves certain risks which should be assessed prior to any investment decision.

In particular, the Group is exposed to the risks inherent in its core businesses, including:

credit risks:

The Group is exposed to counterparty and concentration risks.

The Group's hedging strategies may not prevent all risk of losses.

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.

market risks:

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.

The Group's results may be affected by regional market exposures.

The Group operates in highly competitive industries, including in its home market.

The protracted decline of financial markets may make it harder to sell assets and could lead to material losses.

The volatility of the financial markets may cause the Group to suffer significant losses on its trading and investment activities.

The financial soundness and conduct of other financial institutions and market participants could adversely affect the Group.

The Group may generate lower revenues from brokerage and other commission and fee-based businesses during market downturns.

operational risks:

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.

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.

The Group relies on assumptions and estimates which, if incorrect, could have a significant impact on its financial statements.

The Group's ability to attract and retain qualified employees is critical to the success of its business, and the failure to do so may materially adversely affect its performance.

If the Group makes an acquisition, it may be unable to manage the integration process in a costeffective manner or achieve the expected benefits.

structural interest and exchange risks:

Changes in interest rates may adversely affect the Group's banking and asset management businesses.

Fluctuations in exchange rates could adversely affect the Group's results of operations.

liquidity risk:

The Group depends on access to financing and other sources of liquidity, which may be restricted for reasons beyond its control.

A reduced liquidity in financial markets may make it harder to sell assets and could lead to material losses.

non-compliance, legal, regulatory and reputational risks:

Reputational damage could harm the Group's competitive position.

The Group is exposed to legal risks that could negatively affect its financial situation or results of operations.



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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.

A number of exceptional measures taken by governments, central banks and regulators could be amended or terminated, and measures at the European level face implementation risks. other risks

The Group may incur losses as a result of unforeseen or catastrophic events, including the emergence of a pandemic, terrorist attacks or natural disasters.

Since the Issuer is part of the Group, these risk factors are applicable to the Issuer.

on the key risks that are specific to the securities and risk warning to the effect that

Key information

investors may lose the value of their entire

investment or

part of it

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, early redeem the Notes on the basis of the market value of these Notes or deduct from any due amount the increased cost of hedging, and in each case without the prior consent of the Noteholders.

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.

Investment in Notes including fixed interest rate involves risks linked to the fluctuation of the market rates which could have negative effect on the value of these Notes.

In the event of the Notes providing for a delivery of any deliverable asset upon redemption, the delivery of such deliverable asset will be subject to all applicable laws, regulations and practices and the Issuer shall not incur any liability whatsoever if it is unable to deliver or procure the delivery of such deliverable asset to the relevant holder of the Notes because of any such laws, regulations or practices. Each holder of a Note should be aware that if the Notes may be redeemed by physical delivery of the deliverable asset, it shall be deemed to acknowledge its understanding and acceptance of this matter and to have made its own examination and assessment of its capacity and power to receive such deliverable asset and not to have relied on any representation of the Issuer, the Paying Agents, Société Générale as Guarantor or as Calculation Agent under the Notes, or Société Générale's affiliates regarding this matter.

The Guarantee constitutes a general and unsecured contractual obligation of the Guarantor and no other person. Any payments on the Notes are also dependent on the creditworthiness of the Guarantor.

Prospective investors in Notes benefiting from the Guarantee should note that in case of payment default of an Issuer the entitlement of the Noteholder will be limited to the sums obtained by making a claim under the Guarantee, and the relevant provisions of the Guarantee and they shall have no right to institute any proceeding, judicial or otherwise, or otherwise assert a claim against the Issuer.

The Guarantee is a payment guarantee only and not a guarantee of the performance by the relevant Issuer or any of its other obligations under the Notes benefiting from the Guarantee.

D.6



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Société Générale will act as issuer under the Programme, as the Guarantor of the Notes issued by the Issuer and also as provider of hedging instruments to the Issuer. As a result, investors will be exposed not only to the credit risk of the Guarantor but also operational risks arising from the lack of independence of the Guarantor, in assuming its duties and obligations as the Guarantor and provider of the hedging instruments. The potential conflicts of interests and operational risks arising from such lack of independence are in part intended to be mitigated by the fact that different divisions within the Guarantor will be responsible for implementing the Guarantee and providing the hedging instruments and that each division is run as a separate operational unit, segregated by Chinese walls (information barriers) and run by different management teams. The Issuer and the Guarantor and any of their subsidiaries and/or their affiliates, in connection with their other business activities, may possess or acquire material information about the underlying assets. Such activities and information may cause consequences adverse to Noteholders. The Issuer and the Guarantor and any of their subsidiaries and/or their affiliates may act in other capacities with regard to the Notes, such as market maker, calculation agent or agent. Therefore, a potential conflict of interests may arise. In connection with the offering of the Notes, the Issuer and the Guarantor and/or their affiliates may enter into one or more hedging transaction(s) with respect to a reference asset(s) or related derivatives, which may affect the market price, liquidity or value of the Notes. 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 and/or the Guarantor 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. Section E - Offer **E.2.b** Reasons for the The net proceeds from each issue of Notes will be applied for the general financing purposes of offer and use of the Société Générale Group, which include making a profit. proceeds E.3 **Description of** The Notes are not subject to a public offer in the European Economic Area. the terms and conditions of the offer **E.4 Description of** Save for fees, if any, payable to the Dealer, and so far as the Issuer is aware, no person any interest involved in the issue of the Notes has an interest material to the offer. that is material Société Générale will ensure the roles of provider of hedging instruments to the Issuer of the Notes and Calculation Agent of the Notes. to the issue/ offer including conflicting The possibility of conflicts of interest between the different roles of Société Générale on one interests 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. **E.7 Estimated** Not Applicable. No expenses are charged to the investor by the Issuer or the offeror. expenses charged to the investor by the



|--|