MIFID II product governance / Retail investors, professional investors and ECPs – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**) MiFID II; (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the determination of the appropriate channels for distribution of the Notes to retail clients has been made and is available on the website https://regulatory.sgmarkets.com/#/mifid2/emt, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

UK MIFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (COBS), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**UK MiFIR**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Dated 17 March 2023

PROHIBITION OF SALES TO UK RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the FSMA) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the UK PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

SG Issuer
Legal entity identifier (LEI) : 549300QNMDBVTHX8H127

Issue of up to EUR 40 000 000 Notes due 27/04/2027
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 "*General Terms and Conditions of the English Law Notes*" in the Base Prospectus dated 1 June 2022 , which constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129 (the **Prospectus Regulation**) .This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus and any supplement 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 "*General 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 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 or on Euro MTF of the Luxembourg Stock Exchange, on the website of the Luxembourg Stock Exchange (www.bourse.lu) and in the case of Non-Exempt Offers; on the website of the Issuer (http://prospectus.socgen.com).

1.	**(i)**	**Series Number:**	252746EN/23.4
	(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 40 000 000
	(ii)	**- Series:**	up to EUR 40 000 000
4.		**Issue Price:**	100 % of the Aggregate Nominal Amount
5.		**Specified Denomination(s):**	EUR 1 000
6.	**(i)**	**Issue Date: (DD/MM/YYYY)**	27/04/2023
	(ii)	**Interest Commencement Date:**	Issue Date
7.		**Maturity Date: (DD/MM/YYYY)**	27/04/2027
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:**	Not Applicable
	(iv)	**Reference of the Product :**	Not Applicable
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:**	Applicable as per Condition 4.2 of the General Terms and Conditions
	(i)	**Floating Coupon Amount :**	Unless previously redeemed, on the Interest Payment Date, the Issuer shall pay to the Noteholders, for each Note, an amount determined by the Calculation Agent as follows: Floating Coupon Amount = Specified Denomination x Max(2,65% ; Min(4% ; Reference Rate)) x Day Count Fraction

(ii)	**Specified Period(s)/Interest Payment Date(s):(DD/MM/YYYY)**	means the 27 January , 27 April , 27 July and 27 October in each year from and including the 27 July 2023 to and including the Maturity Date.
(iii)	**Business Day Convention:**	Modified Following Business Day Convention (adjusted)
(iv)	**Business Centre(s):**	Not Applicable
(v)	**Method of determination of the Rate of Interest and Interest Amount:**	Standard Screen Rate Determination
	• **Reference Rate:**	Euribor 3 months
	• **Interest Determination Date(s):**	2 Business Days prior to the beginning of each Interest Period.
	• **Specified Time:**	11:00 am, Frankfurt Time
	• **Relevant Screen Page:**	Reuters page "EURIBOR01"
(vi)	**Spread(s):**	If any, see formula in paragraph 14(i) "Floating Coupon Amount" above
(vii)	**Leverage Factor:**	If any, see formula in paragraph 14(i) "Floating Coupon Amount" above
(viii)	**Minimum Rate of Interest:**	If any, see formula in paragraph 14(i) "Floating Coupon Amount" above
(ix)	**Maximum Rate of Interest:**	If any, see formula in paragraph 14(i) "Floating Coupon Amount" above
(x)	**Day Count Fraction :**	Actual/360
(xi)	**Rate Multiplier:**	Not Applicable

15.	**Structured Interest Note Provisions:**	Not Applicable
16.	**Zero Coupon Note Provisions:**	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.	**Redemption at the option of the Issuer:**	Not Applicable
18.	**Redemption at the option of the Noteholders:**	Not Applicable
19.	**Automatic Early Redemption:**	Not Applicable
20.	**Final Redemption Amount :**	Unless previously redeemed, the Issuer shall redeem the Notes on the Maturity Date, in accordance with the following provisions in respect of each Note: Final Redemption Amount = Specified Denomination x 100%
21.	**Physical Delivery Provisions:**	Not Applicable
22.	**Trigger redemption at the option of the Issuer:**	Not Applicable
23.	**Redemption for Tax Event, Special Tax Event, Regulatory Event, Force Majeure Event or Event of Default:**	Early Redemption or Monetisation until the Maturity Date Early Redemption Amount : Market Value

PROVISIONS APPLICABLE TO THE UNDERLYING(S) IF ANY

24.	**(i)**	**Underlying(s):**	Not Applicable
	(ii)	**Information relating to the past and future performances of the Underlying(s) and volatility:**	Not Applicable
	(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:**	Not Applicable
	(iv)	**Credit Linked Notes Provisions:**	Not Applicable
	(v)	**Bond Linked Notes Provisions:**	Not Applicable

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

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

PROVISIONS RELATING TO SECURED NOTES

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

GENERAL PROVISIONS APPLICABLE TO THE NOTES

27.		**Provisions applicable to payment date(s):**	
		- Payment Business Day:	Following Payment Business Day
		- Financial Centre(s):	Not Applicable
28.		**Form of the Notes:**	
	(i)	**Form:**	Non-US Registered Global Note registered in the name of a nominee for a common depositary for Euroclear and Clearstream
	(ii)	**New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):**	No
29.		**Redenomination:**	Not Applicable
30.		**Consolidation:**	Applicable as per Condition 14.2 of the General Terms and Conditions
31.		**Partly Paid Notes Provisions:**	Not Applicable
32.		**Instalment Notes Provisions:**	Not Applicable
33.		**Masse:**	Not Applicable
34.		**Dual Currency Note Provisions:**	Not Applicable

35.	**Additional Amount Provisions for Italian Certificates:**	Not Applicable
36.	**Interest Amount and/or the Redemption Amount switch at the option of the Issuer:**	Not Applicable
37.	**Portfolio Linked Notes Provisions:**	Not Applicable

THIRD PARTY INFORMATION

Information or summaries of information included herein with respect to the Reference Rate 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.

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 Euro MTF 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.
The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business. 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 Note holders on the other hand cannot be excluded.

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*)

Details of historic rates of the Reference Rate can be obtained free of charge from Reuters or Bloomberg, as the case may be.

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 coupon amount on a relevant interest payment date to a Noteholder will depend on the performance of the underlying asset(s), on the relevant valuation date(s).

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.

(ii) PERFORMANCE OF RATES 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:	XS2593160653
	- Common Code:	259316065
(ii)	**Clearing System(s):**	Euroclear Bank S.A/N.V. (**Euroclear**) / Clearstream Banking *société anonyme* (**Clearstream**)
(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 Luxembourg SA 11, avenue Emile Reuter 2420 Luxembourg Luxembourg
(vi)	**Eurosystem eligibility of the Notes:**	No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper). Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
(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 FranceName: Sales Support Services - Derivatives Tel: +33 1 57 29 12 12 (Hotline) Email: clientsupport-deai@sgcib.com

9. DISTRIBUTION

(i)	**Method of distribution:**	Non-syndicated
	- Dealer(s):	Société Générale Tour Société Générale 17, Cours Valmy 92987 Paris la Défense Cedex France
(ii)	**Total commission and concession:**	Société Générale shall pay to its relevant distributor(s), a remuneration of up to 0,50% per annum (calculated on the basis of the maximum 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 Consent of the Issuer to use the Base Prospectus during the Offer Period:**	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) and any other financial intermediaries to whom the Issuer gives a General Consent (the General Authorised Offerors) in the Non-exempt Offer jurisdiction(s) (**Non-exempt Offer Jurisdiction(s)**) during the offer period (**Offer Period**) as specified in the paragraph " Terms and Conditions of the Offer" below.
	- Individual Consent / Name(s) and address(es) of any Initial Authorised Offeror:	Applicable NOVO BANCO, SA Avenida da Liberdade 195, 9th floor 1250-142 Lisboa
	- General Consent/ Other conditions to consent:	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
	- Prohibition of Sales to EEA Non Retail Investors:	Not Applicable
(vii)	**- Prohibition of Sales to UK Retail Investors:**	Applicable
	- Prohibition of Sales to UK Non Retail Investors:	Not Applicable
(viii)	**Prohibition of Sales to Swiss Non Retail Investors:**	Not Applicable

10. TERMS AND CONDITIONS OF THE OFFER

- Non-Exempt Offer Jurisdiction(s):	Portugal
- Offer Period:	From 21/03/2023 to 24/04/2023
- 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)
- 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 in a daily newspaper of general circulation in the relevant place(s) of listing and/or public offer at the end of the subscription period if required by local regulation.
- Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
- Whether tranche(s) has/have been reserved for certain countries:	Not Applicable
- Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Not Applicable
- Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Taxes charged in connection with the subscription, transfer, purchase or holding of the Notes must be paid by the Noteholders and neither the Issuer nor the Guarantor shall have any obligation in relation thereto; in that respect, Noteholders shall consult professional tax advisers to determine the tax regime applicable to their own situation. Punctual costs (entry costs), recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

11. ADDITIONAL INFORMATION

- Minimum investment in the Notes:	EUR 1, 000 (i.e. 1 Note)
- Minimum trading:	EUR 1, 000, 000 (i.e. 1 000 Notes)

12. PUBLIC OFFERS IN SWITZERLAND

Not Applicable

13. EU BENCHMARKS REGULATION

Benchmark:	Applicable Amounts payable under the Notes will be calculated by reference to the relevant Benchmark which is provided by the relevant Administrator, as specified in the table below. As at the date of these Final Terms, the relevant Administrator appears/does not appear, as the case may be, on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011) (the **EU Benchmarks Regulation**), as specified in the table below. If "Does not appear and exempted" is specified in the table below, it means that the relevant Administrator does not fall within the scope of the EU Benchmarks Regulation by virtue of Article 2 of that regulation. If "Does not appear and non-exempted" is specified in the table below, it means that, as far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply,

such that the relevant Administrator is not currently required to obtain authorisation or registration.

Benchmark	Administrator	Register
Euribor 3 months	EMMI(European Money Market Institute)	Appears

ISSUE SPECIFIC SUMMARY

SECTION A – INTRODUCTION INCLUDING WARNINGS

ISIN code : XS2593160653

Issuer : SG Issuer
Domicile: 16, boulevard Royal, L-2449 Luxembourg
Telephone number : + 352 27 85 44 40
Legal entity identifier (LEI) : 549300QNMDBVTHX8H127

Offeror and/or entity requesting the admission to trading :
Société Générale
Tour Société Générale - 17 Cours Valmy
92987 Paris La Défense Cedex, France
Domicile : 29, boulevard Haussmann, 75009 Paris, France.
Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41

Identity and contact details of the competent authority approving the prospectus:
Approved by the Commission de Surveillance du Secteur Financier (CSSF)
283, route d'Arlon L-2991, Luxembourg
Telephone number: (352) 26 25 11
E-Mail : direction@cssf.lu

Date of approval of the prospectus: 01/06/2022

WARNINGS

This summary must be read as an introduction to the base prospectus (the **Base Prospectus**).
Any decision to invest in the Notes (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 the Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.
You are about to buy a product which is not simple and which may be difficult to understand.

SECTION B – KEY INFORMATION ON THE ISSUER

WHO IS THE ISSUER OF THE SECURITIES?

Issuer : SG Issuer (or the **Issuer**)
Domicile: 16, boulevard Royal, L-2449 Luxembourg
Legal form: Public limited liability company (*société anonyme*).
Legal entity identifier (LEI) : 549300QNMDBVTHX8H127
Legislation under which the Issuer operates: Luxembourg law.
Country of incorporation: Luxembourg.

Statutory auditors : Ernst & Young S.A.
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.
Shares of SG Issuer are held at 99.8 per cent. by Societe Generale Luxembourg and at 0.2 per cent. by Societe Generale. It is a fully consolidated company.
In accordance with it bylaws, the Issuer is managed by an Executive Board under the supervision of a Supervisory Board.
The members of the board of directors are Laurent Simonet, Thierry Bodson, Pascal Jacob, Yves Cacclin, Alexandre Galliche, Estelle Stephan Jaspard and Francois Caralp (individually a "**Director**" and collectively the **Board of Directors**).
Laurent Simonet, Thierry Bodson, Pascal Jacob, Yves Cacclin, Alexandre Galliche, Estelle Stephan Jaspard and Francois Caralp hold full-time management positions within the Societe Generale group.

The members of the supervisory board are Olivier Freitas, Angelo Bonetti, Olivier Blanc, Laurent Weil and Gregory Claudy (the "**Supervisory Board**").
Olivier Freitas, Angelo Bonetti, Olivier Blanc and Laurent Weil currently hold full-time management positions within the Societe Generale group.

WHAT IS THE KEY FINANCIAL INFORMATION REGARDING THE ISSUER?

Income statement

(en K€)	**31 December 2021 (audited)**	**31 December 2020 (audited)**
Operating profit/loss	**(215)**	**274**

Balance sheet

(en K€)	***31 December 2021 (audited)***	***31 December 2020 (audited)***
Net financial debt (long term debt plus short term debt minus cash) *	*11 616*	*3 707*
Current ratio (current assets/current liabilities)	*N/A*	*N/A*
Debt to equity ratio (total liabilities/total shareholder equity)	*N/A*	*N/A*
Interest cover ratio (operating income/interest expense)	*N/A*	*N/A*

**the Net financial debt is calculated on the basis of the following elements :*

Net financial debt	**31/12/2021**	**31/12/2020**
Convertible Bond into Share (1)	48 000	48 000
Cash and cash equivalents (2)	-36 384	-44 293
Total	11 616	3 707

(1) classified within the line Financial liabilities at amortized cost, see note 4.3 in the 2021 financial statements and in the 2021 condensed interim financial statements
(2) classified in the Balance Sheet.

Cash flow

(en K€)	**31 December 2021(audited)**	**31 December 2020(audited)**
Net cash flows from operating activities	9 216	13 446
Net cash flows used in financing activities	(17 125)	(35 129)
Net cash flows from investing activities	0	0

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE ISSUER?

In the event of default or bankruptcy of the Issuer, the investor has recourse only against Société Générale and there is a risk of total or partial loss of the amount invested or conversion into securities (equity or debt) or postponement of maturity, in the event of bail-in affecting the Issuer's securities or Société Générale's structured Notes, without any guarantee or compensation.

SECTION C. KEY INFORMATION ON THE SECURITIES

WHAT ARE THE MAIN FEATURES OF THE SECURITIES?

ISIN Code : XS2593160653 **Number of Notes :** Up to 40 000

Product Currency	EUR	**Settlement Currency**	EUR
Listing	Euro MTF Luxembourg	**Nominal Value**	EUR 1,000 per note
Minimum Investment	EUR 1,000	**Issue Price**	100% of the Nominal Value
Maturity Date	27/04/2027	**Minimum Reimbursement**	100% of the Nominal Value at maturity only
Coupon Cap	4.00% p.a.	**Coupon Floor**	2.65% p.a.

Reference Rate	Reuters Page	Time	Currency

EURIBOR 3 Months	EURIBOR01 (or any successor page/source)	11:00 am, Frankfurt Time	EUR

This product is an unsecured debt instrument governed by English law.

The objective of the product is to provide a periodic coupon. The product provides full capital protection at maturity only.
Coupon :
On each Coupon Payment Date, you will receive:
The highest of either the Coupon Floor or the Floating Coupon, capped at the Coupon Cap.
The Floating Coupon is equal to the Reference Rate and observed on the Coupon Determination Date.
Final Redemption :
On the Maturity Date, you will receive 100% of the Nominal Value.
Additional Information :
- Coupons are expressed as a percentage of the Nominal Value.
- Extraordinary events may lead to changes to the product's terms or the early termination of the product and could result in losses on your investment.
- The product is available through a public offering during the applicable offering period in the following jurisdiction(s): Portugal

Issue Date	27/04/2023
Initial Fixing Date	25/04/2023
Coupon Determination Dates	Initial Fixing Date for the first coupon payment and 2 business days before the previous Coupon Payment Date thereafter
Coupon Payment Dates	27th January, 27th of April, 27th of July and 27th of October in each year from and including 27th of July 2023 to and including Maturity Date.
Maturity Date	27/04/2027

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.

Submission to jurisdiction:
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.

The Notes will be direct, unconditional, unsecured and unsubordinated obligations of the Issuer and will rank at least *pari passu* with all other outstanding direct, unconditional, unsecured and unsubordinated obligations of the Issuer, present and future.

The Noteholder acknowledge that in case of resolutions pursuant to Directive 2014/59/UE in relation to the Issuer's liabilities or the non subordinated, senior preferred, structured and LMEE ratio eligible liabilities of Société Générale, the Notes may be subject to the reduction of all, or a portion, of the amounts due, on a permanent basis, a conversion of all, or a portion, of the amounts due into shares or other securities of the Issuer or the Guarantor or another person; cancellation; and/or the amendment on maturity of the Notes or amendment on the calendar or the amount of the interests.

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, persons other than Permitted Transferees.

A Permitted Transferee means any person who (i) is not a U.S. person as defined pursuant to Regulation S; (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 (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 any qualified eligible person who is not a "Non-United States person," shall be considered a U.S. person); and (iii) is not a "U.S. Person" for purposes of the final rules implementing the credit risk retention requirements of Section 15G of the U.S. Securities Exchange Act of 1934, as amended (the **U.S. Risk Retention Rules**) (a **Risk Retention U.S. Person**).

WHERE THE SECURITIES WILL BE TRADED?

Admission to trading:
Application will be made for the Notes to be admitted to trading on the Euro MTF of the Luxembourg Stock Exchange

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.

IS THERE A GUARANTEE ATTACHED TO THE SECURITIES?

Nature and scope of the guarantee:

The Notes are unconditionally and irrevocably guaranteed by Société Générale (the **Guarantor**) pursuant to the guarantee governed by French law made as of 01/06/2022 (the Guarantee).

The Guarantee obligations constitutes a direct, unconditional, unsecured and unsubordinated obligations of the Guarantor ranking as senior preferred obligations, as provided for in Article L. 613-30-3-I-3° of the French Code *"monétaire et financier"* and will rank at least pari passu with all other existing and future direct, unconditional, unsecured senior preferred 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.

Description of the Guarantor:

The Guarantor, Société Générale is the parent company of the Société Générale Group.
Domicile: 29, boulevard Haussmann, 75009 Paris, France.
Legal form: Public limited liability company (société anonyme).
Country of incorporation: France.
Legal entity identifier (LEI) : O2RNE8IBXP4R0TD8PU41
The Guarantor may on a regular basis, as defined in the conditions set by the French Banking and Financial Regulation Committee, engage in all transactions other than those mentioned above, including in particular insurance brokerage.
Generally speaking, the Guarantor may carry out, on its own behalf, on behalf of third parties or jointly, all financial, commercial, industrial, agricultural, personal property or real property, directly or indirectly related to the above-mentioned activities or likely to facilitate the accomplishment of such activities.

Key financial information on the Guarantor:

Income statement

In millions of euros	**First Quarter 2022 (unaudited)**	**31.12.2021 (audited)**	**First Quarter 2021 (unaudited)**	**31.12.2020 (audited)**
Net interest income (or equivalent)(*Total interest income and expense*)***	N/A	10,718	N/A	10,473
Net fee and commission income*(Total Fee income and expense)*	N/A	5,320	N/A	4,917
Net impairment loss on financial assets*(Cost of risk)*	(561)	(700)	(276)	(3,306)
Net trading income*(Net gains and losses on financial transactions)*	N/A	5,723	N/A	2,851
Measure of financial performance used by the issuer in the financial statements such as operating profit*(Gross operating income)*	1,952	8,208	1,497	5,399
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)(*Net income, Group share)*	842	5,641	814	(258)

Balance sheet

In billions of euros	***First Quarter 2022 (unaudited)***	***31.12.2021 (audited)***	***First Quarter 2021(unaudited)***	***31.12.2020 (audited)***	***#Value as outcome from the most recent supervisory review and evaluation process (SREP)***
Total assets(Total Assets)	*1,609.2*	*1,464.4*	*1,503.0*	*1,444.4*	*N/A*

Senior debt(Debt securities issued)	*135.4*	*135.3*	*137.2*	*139.0*	*N/A*
Subordinated debt (Subordinated debts)	*16.1*	*16.0*	*16.2*	*15.4*	*N/A*
Loans and receivables to customers(Customer loans at amortised cost)	*501.5*	*497.2*	*456.5*	*448.8*	*N/A*
Deposits from customers(Customer deposits)	*528.6*	*509.1*	*467.7*	*456.1*	*N/A*
Total equity(Shareholders' equity, subtotal Equity, Group share)	*65.9*	*65.1*	*62.9*	*61.7*	*N/A*
Non-performing loans (based on net carrying amount) / Loans and receivables)(Doubtful loans)	*16.9*	*16.5*	*17.4*	*17.0*	*N/A*
Common Equity Tier 1 capital (CET1) ratio (or other relevant prudential capital adequacy ratio depending on the issuance)(Common Equity Tier 1 ratio)	*12.9%(1)*	*13.71%(1)*	*13.5%(1)*	*13.44%(1)*	*9.23% ** *
Total capital ratio(Total capital ratio)	*17.9%(1)*	*18.85%(1)*	*19.1%(1)*	*19.21%(1)*	*N/A*
Leverage ratio calculated under applicable regulatory framework	*4.3%(1)*	*4.9%(1)*	*4.5%(1)*	*4.8%(1)*	*N/A*

*** Taking into account the combined regulatory buffers, the CET1 ratio level that would trigger the Maximum Distributable Amount mechanism would be 9.23% as of 1st March 2022*
**** Titled in italics refer to titled used in the financial statements.*

(1) Phased-in ratio.

The audit report does not contain any qualification.

Key risks that are specific to the guarantor :

Due to Société Générale's role as guarantor and counterparty to the Issuer's hedging transactions, investors are essentially exposed to Société Générale's credit risk and have no recourse against the Issuer in the event of the Issuer's default.

WHAT ARE THE KEY RISKS THAT ARE SPECIFIC TO THE SECURITIES?

Any sale of the Notes prior to the scheduled maturity date will result in the loss of the full protection of the amount invested**.**

Certain exceptional circumstances may have a negative effect on the liquidity of the product. The investor may not be able to sell the product easily or may have to sell it at a price that results in a total or partial loss of the amount invested.

The market value of the Notes depends on the evolution of market parameters at the time of exit (price level of the Underlying(s), interest rates, volatility and credit spreads) and may therefore result in a risk of total or partial loss on the amount initially invested.

Events unrelated to the Underlying(s) (e.g. change in law, including tax law, force majeure, number of securities in circulation) may lead to early redemption of the Notes and thus to total or partial loss of the amount invested.

Events affecting the Underlying(s) or hedging transactions may lead to adjustments, de-indexation, substitution of the Underlying(s), or early redemption of the Notes and consequently to losses on the amount invested, including in the case of capital protection.

If the currency of the investor's main activities is different from that of the product, the investor is exposed to currency risk, especially in the event of exchange controls, which may reduce the amount invested.

The performance of the reference rate(s) is dependent on economic and political factors. Such factors could have a negative impact on the performance of the reference rate(s) and consequently on the value of the Notes. These factors can be expected to intensify in periods of financial turmoil.

SECTION D - KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR ADMISSION TO TRADING ON A REGULATED MARKET

UNDER WHICH CONDITIONS AND TIMETABLE CAN I INVEST IN THIS SECURITIES ?

DESCRIPTION OF THE TERMS AND CONDITIONS OF THE OFFER :

Non Exempted Offer Jurisdiction(s): Portugal

Offer Period: From 21/03/2023 to 24/04/2023

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.

Issue Price: 100 % of the Aggregate Nominal Amount

Estimate of total expenses related to the issuance or the offer, including estimated expenses charged to the investor by the Issuer or the offeror:
Punctual costs (entry costs), recurrent costs and potential anticipated exit penalties may have an impact on the return the investor may obtain from his investment.

WHO IS THE OFFEROR AND/OR THE PERSON ASKING FOR THE ADMISSION TO TRADING ?

Société Générale as Dealer
Tour Société Générale - 17 Cours Valmy
92987 Paris La Défense Cedex, France
Domicile : 29, boulevard Haussmann, 75009 Paris, France.
Legal form : Public limited liability company (*société anonyme*).
Applicable law : French law.
Country of incorporation : France

WHY IS THIS PROSPECTUS BEING PRODUCED ?

This prospectus is drawn up for the purposes of the public offer of the Notes.

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.

Estimated net proceeds : Not Applicable

Underwriting: There is an underwriting agreement on a firm commitment basis with**:** Société Générale

Interests of the individual and natural persons of the issuance/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.
The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business. 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 Note holders on the other hand cannot be excluded.