

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, taking into account the five (5) categories referred to in item 19 of the Guidelines published by European Securities and Markets Authority ("ESMA") on 3 August 2023, 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, taking into account the five (5) categories referred to in item 18 of the Guidelines published by the European Securities and Markets Authority ("ESMA") on 5 February 2018 (in accordance with the FCA's policy statement entitled "Brexit: our approach to EU non-legislative materials"), 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 16/10/2024

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) : 549300QNMBVTHX8H127

Issue of up to SEK 100 000 000 Notes due 15/11/2029 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 31 May 2024, 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.luxse.com) and in the case of Non-Exempt Offers; on the website of the Issuer (<http://prospectus.socgen.com>).

1. (i) **Series Number:** 286769EN/24.11
- (ii) **Tranche Number:** 1
- (iii) **Date on which the Notes become fungible:** Not Applicable
2. **Specified Currency:** SEK
3. **Aggregate Nominal Amount:**
 - (i) - **Tranche:** up to SEK 100 000 000
 - (ii) - **Series:** up to SEK 100 000 000
4. **Issue Price:** 100 % of the Aggregate Nominal Amount
5. **Specified Denomination(s):** SEK 10 000
6. (i) **Issue Date:** 15/11/2024
(DD/MM/YYYY)
- (ii) **Interest Commencement Date:** Issue Date
7. **Maturity Date:** 15/11/2029
(DD/MM/YYYY)
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
- (iv) **Reference of the Product:** The provisions of the following Additional Terms and Conditions apply:
Additional Terms and Conditions for Share Linked Notes and Depository Receipts Linked Notes
10. **Interest Basis:** 3.3.3 with Option 3 applicable, as described in the Additional Terms and Conditions relating to Formulae.
See section "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" below.
11. **Redemption/Payment Basis:** See section "PROVISIONS RELATING TO REDEMPTION" below.
12. **Issuer's/Noteholders' redemption option:** See section "PROVISIONS RELATING TO REDEMPTION" below.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. **Fixed Rate Note Provisions:** Not Applicable
14. **Floating Rate Note Provisions:** Not Applicable

15. **Structured Interest Note Provisions:** Applicable as per Condition 4.3 of the General Terms and Conditions
- (i) **Structured Interest Amount(s)** Unless previously redeemed, on each Interest Payment Date(i) (i from 1 to 5), the Issuer shall pay to the Noteholders, for each Note, an amount determined by the Calculation Agent as follows:
- Scenario 1 :**
If on Valuation Date(i), the WorstPerformance(i) is higher than or equal to -40%, then :
- Structured Interest Amount(i) = Max(0% ; Specified Denomination x (i x Coupon) - SumCouponsPaid(i-1))
- Scenario 2 :**
If on Valuation Date(i), the WorstPerformance(i) is lower than -40%, then :
- Structured Interest Amount(i) = 0 (zero)
- (ii) **Specified Period(s)/Interest Payment Date(s): (DD/MM/YYYY)** Definitions relating to the Structured Interest Amount are set out in paragraph 25(ii) "Definitions relating to the Product".
Interest Payment Date(i) (i from 1 to 5) : 17/11/2025; 16/11/2026; 15/11/2027; 15/11/2028; 15/11/2029
- (iii) **Business Day Convention :** Following Business Day Convention (unadjusted)
- (iv) **Day Count Fraction :** Not Applicable
- (v) **Business Centre(s):** Stockholm
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:** Applicable as per Condition 6.1.3.2 of the General Terms and Conditions
- (i) **Automatic Early Redemption Amount(s) :** Unless previously redeemed, if an Automatic Early Redemption Event has occurred, then the Issuer shall redeem early the Notes on the Automatic Early Redemption Date(i) (i from 1 to 4) in accordance with the following provisions in respect of each Note :
- Automatic Early Redemption Amount(i) = Specified Denomination x 100%
- (ii) **Automatic Early Redemption Dates:(DD/MM/YYYY)** Definitions relating to the Automatic Early Redemption Amount are set out in paragraph 25(ii) "Definitions relating to the Product".
Automatic Early Redemption Date(i) (i from 1 to 4) : 17/11/2025 ; 16/11/2026 ; 15/11/2027 ; 15/11/2028
- (iii) **Automatic Early Redemption Event :** is deemed to have occurred, as determined by the Calculation Agent, if on a Valuation Date(i) (i from 1 to 4), the

WorstPerformance(i) is higher than or equal to -20%.

- 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 on Valuation Date(5), an European Knock In Event has not occurred, then:

Final Redemption Amount = Specified Denomination x 100%

Scenario 2:

If on Valuation Date(5), an European Knock In Event has occurred, then:

Final Redemption Amount = Specified Denomination x [100% + WorstPerformance(5)]

Definitions relating to the Final Redemption Amount are set out in paragraph 25(ii) "Definitions relating to the Product".

- 21. Physical Delivery Provisions:** Not Applicable
- 22. Trigger redemption at the option of the Issuer:** Applicable as per Condition 6.2.3 of the *General Terms and Conditions*
- Outstanding Amount Trigger Level:** 10% of the Aggregate Nominal Amount
- 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):** The following Shares (each an "Underlying(k)" and together the "Basket") as defined below:

k	Company	Bloomberg Ticker	Exchange	Web Site
1	Macy s Inc	M UN	NEW YORK STOCK EXCHANGE, INC.	www.federated-fds.com
2	NIKE Inc	NKE UN	NEW YORK STOCK EXCHANGE, INC.	www.nike.com
3	Kering	KER FP	EURONEXT - EURONEXT PARIS	www.kering.com
4	Zalando SE	ZAL GY	EUREX DEUTSCHLAND (OPTIONS)	www.zalando.de

- (ii) Information relating to the past and future performances of the Underlying(s) and volatility:** The information relating to the past and future performances of the Underlying(s) and volatility are available on the source specified in the table above.
- (iii) Provisions relating, amongst others, to the Market Disruption Event(s) and/or Extraordinary Event(s) and/or any additional disruption event(s) as** The provisions of the following Additional Terms and Conditions apply :
Additional Terms and Conditions for Share Linked Notes and Depositary Receipts Linked Notes

- described in the relevant
Additional Terms and
Conditions:
- (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):** Applicable
- Valuation Date(0):** 01/11/2024
- Valuation Date(i):** 03/11/2025 ; 02/11/2026 ; 01/11/2027 ; 01/11/2028 ; 01/11/2029
(i from 1 to 5)
- (ii) **Definitions relating to the Product:** Applicable, subject to the provisions of Condition 4 of the Additional Terms and Conditions relating to Formulae
- European Knock In Event** is deemed to have occurred as determined by the Calculation Agent, if on Valuation Date(5), WorstPerformance(5) is lower than -40%.
- Performance(i, k)**
(i from 1 to 5)
(k from 1 to 4) means $(S(i,k) / S(0,k)) - 100\%$
- WorstPerformance(i)**
(i from 1 to 5) means the Minimum, for k from 1 to 4, of Performance(i,k).
- S(i, k)**
(i from 0 to 5)
(k from 1 to 4) means in respect of any Valuation Date(i), the Closing Price of the Underlying(k).
- SumCouponsPaid(i-1)**
(i from 2 to 5) means $\text{SumCouponsPaid}(i-2) + \text{Structured Interest Amount}(i-1)$
- With:
- $\text{SumCouponsPaid}(0) = 0$ (zero)
- Coupon** A percentage (indicatively 20% subject to a minimum of 18%) to be published by the Issuer on <http://prospectus.socgen.com> on the Issue Date.

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):** Stockholm
28. **Form of the Notes:**
- (i) **Form:** Dematerialised Uncertificated Swedish Notes in book entry form issued, cleared and settled through Euroclear Sweden in accordance with the Swedish Central Securities Depositories and Financial Instruments Accounts Act (SFS 1998:1479), as amended
- (ii) **New Global Note (NGN – bearer notes) / New Safekeeping Structure (NSS – registered notes):** No
29. **Redenomination:** Applicable as per Condition 1.5 of the *General Terms and Conditions*
30. **Consolidation:** Applicable as per Condition 14.2 of the *General Terms and Conditions*

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- 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 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.

Signed on behalf of the Issuer:
By: Julien BOUCHAT
Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) **Listing:** Application will be made for the Notes to be listed on the regulated market of the Nasdaq OMX Stockholm AB, Sweden.
- (ii) **Admission to trading:** Application will be made for the Notes to be admitted to trading on the Regulated Market of the Nasdaq OMX Stockholm AB, Sweden, 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 Noteholders on the other hand cannot be excluded.

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

4. REASONS FOR THE OFFER AND USE OF PROCEEDS

- (i) **Reasons for the offer and use of proceeds:** The net proceeds from each issue of Notes will be applied for the general financing purposes of the Société Générale Group, which include making a profit.
- (ii) **Estimated net proceeds:** Not Applicable
- (iii) **Estimated total expenses:** Not Applicable

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

Not Applicable

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

Not Applicable

7. 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, the payment of a coupon amount on a relevant interest payment date to a Noteholder, the payment of an automatic early redemption amount on a relevant automatic early redemption date 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 one or several underlying instrument(s) within the basket. The amount(s) to be paid is/are determined on the basis of the condition which is satisfied (or not) if the performance of one or several underlying instrument(s) within the basket is higher than or equal to a predefined barrier performance.

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:** SE0023260864

- **Common Code:** Available upon request, if needed.

(ii) **Clearing System(s):** Swedish Central Security Depository & Clearing Organisation (Euroclear Sweden) identification number: 556112- 8074. The Issuer and the Issuer Agent shall be entitled to obtain information from registers maintained by Euroclear Sweden for the purposes of performing their obligations under the Notes.

(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
L-2420 Luxembourg Luxembourg

and

Skandinaviska Enskilda Banken AB (publ), a banking institution incorporated under the laws of Sweden, whose registered office is at Kungsträdgårdsgatan 8, SE-106 40 Stockholm, Sweden

(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.

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 grants its relevant distributor(s) a discount on the Issue Price of up to 0.60% 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
Consensus Asset Management
Krokslätts parkgata 4, 431 68, Göteborg, Sweden
- **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 Natural Persons:** Not Applicable
- (vii) **- Prohibition of Sales to UK Retail Investors:** Applicable
- **Prohibition of Sales to UK Non Natural Persons:** Not Applicable
- (viii) **Prohibition of Sales to Swiss Non Natural Persons:** Not Applicable

10. TERMS AND CONDITIONS OF THE OFFER

- **Non-Exempt Offer Jurisdiction(s):** Sweden
- **Offer Period:** From 18/10/2024 to 31/10/2024
- **Offer Price:** The Notes will be offered at the Issue Price. The Issue Price is also increased by fees.
- **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 : SEK 100 000 (i.e. 10 Notes)

- 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: SEK 100 000 (i.e. 10 Notes)

- Minimum trading: SEK 10 000 (i.e. 1 Notes)

12. PUBLIC OFFERS IN SWITZERLAND

Not Applicable

13. EU BENCHMARKS REGULATION

Benchmark: Not Applicable

ISSUE SPECIFIC SUMMARY**SECTION A – INTRODUCTION INCLUDING WARNINGS**

ISIN code: SE0023260864

Issuer : SG Issuer

Domicile: 15, avenue Emile Reuter, L-2420 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: 31/05/2024

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.

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.

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: 15, avenue Emile Reuter, L-2420 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 its bylaws, the Issuer is managed by an Executive Board.

The members of the board of directors are Laurent Simonet, Thierry Bodson, Yves Cacclin, Julien Bouchat, Youenn Le Bris, Samuel Worobel and Francois Caralp (individually a "**Director**" and collectively the **Board of Directors**).

Laurent Simonet, Thierry Bodson, Yves Cacclin, Julien Bouchat, Youenn Le Bris, Samuel Worobel and Francois Caralp hold full-time management positions within the Societe Generale group.

WHAT IS THE KEY FINANCIAL INFORMATION REGARDING THE ISSUER?

Income statement

(in K€)	31 December 2023 (audited)	31 December 2022 (audited)
Operating profit/loss	15	590

Balance sheet

(en K€)	31 December 2023 (audited)	31 December 2022 (audited)
Net financial debt (long term debt plus short term debt minus cash) *	5 990	11 824
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	31/12/2023	31/12/2022
Convertible Bond into Share (1)	48 000	48 000
Cash and cash equivalents (2)	-42 010	-36 176
Total	5 990	11 824

(1) classified within the line Financial liabilities at amortized cost, see note 4.3 in the 2023 financial statements and in the 2023 condensed interim financial statements

(2) classified in the Balance Sheet.

Cash flow

(in K€)	31 December 2023 (audited)	31 December 2022 (audited)
Net cash flows from operating activities	28 259	28 036
Net cash flows used in financing activities	22 425	28 244
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 : SE0023260864 Number of Notes : up to 10 000

Product Currency	SEK	Settlement Currency	SEK
Listing	Nasdaq OMX Stockholm AB, Sweden	Nominal Value	SEK 10,000 per note
Minimum Investment	SEK 100,000	Issue Price	100% of the Nominal Value
Maturity Date	15/11/2029	Minimum Reimbursement	No, you can lose up to the full invested amount
Capital Barrier	60%	Capital Barrier Type	Observed on the Final Observation Date only
Coupon Barrier	60%	Coupon	Indicatively 20%, subject to a minimum of 18%
Early Redemption Barrier	80%		

Underlying	Identifier	Relevant Exchange	Currency
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Macy s Inc	US55616P1049	New York Stock Exchange	USD
NIKE INC -CL B	US6541061031	New York Stock Exchange	USD
Kering	FR0000121485	Euronext Paris	EUR
Zalando SE	DE000ZAL1111	Deutsche Boerse AG	EUR

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

This product is designed to provide a conditional coupon on a periodic basis. It is possible for the product to be automatically redeemed early based on pre-defined conditions. If the product is not redeemed early, both the coupon and the capital redemption at maturity will be linked to the performance of the underlyings. Your capital will be fully at risk when investing in this product.

The Reference Underlying is the Underlying with the lowest observed level on the relevant observation.

Coupon

Provided that the product has not been previously redeemed early:

- On each Coupon Observation Date, if the level of the Reference Underlying is at or above the Coupon Barrier, you will receive on the payment date:

The Coupon multiplied by the number of periods the product has elapsed since inception, minus the sum of coupons already paid.

- Otherwise, you will not receive the Coupon.

A standard period corresponds to one year. The first or the last period could be either shorter or longer, please refer to the calendar table for more details.

Automatic Early Redemption

On any Early Redemption Observation Date, if the level of the Reference Underlying is at or above the Early Redemption Barrier, the product will be redeemed early and you will receive 100% of the Nominal Value, on the Early Redemption Payment Date.

Final Redemption

On the Maturity Date, provided that the product has not been redeemed early, you will receive a final redemption amount.

- If the Final Level of the Reference Underlying is at or above the Capital Barrier, you will receive:

100% of the Nominal Value.

- Otherwise, you will receive the Final Level of the Reference Underlying multiplied by the Nominal Value. In this scenario, you will suffer a partial or total loss of your invested amount.

Additional Information

- The level of each Underlying corresponds to its value expressed as a percentage of its Initial Value.

- The Initial Value of each Underlying is its value observed on the Initial Observation Date.

- The Final Level is the level of the Reference Underlying observed on the Final Observation Date.

- 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): Sweden

Issue Date	15/11/2024
Initial Observation Date	01/11/2024
Final Observation Date	01/11/2029
Maturity Date	15/11/2029
Coupon Observation Dates	03/11/2025, 02/11/2026, 01/11/2027, 01/11/2028, 01/11/2029
Coupon Payment Dates	17/11/2025, 16/11/2026, 15/11/2027, 15/11/2028, 15/11/2029
Early Redemption Observation Dates	03/11/2025, 02/11/2026, 01/11/2027, 01/11/2028
Early Redemption Payment Dates	17/11/2025, 16/11/2026, 15/11/2027, 15/11/2028

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.

Ranking:

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 Regulated Market of the Nasdaq OMX Stockholm AB, Sweden

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 31/05/2024 (the **Guarantee**).

The Guarantee obligations constitute 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

<i>(in million EUR)</i>	First Quarter 2024 (audited)	31.12.2023 (audited)	First Quarter 2023 (audited)	31.12.2022(audited)
Net interest income (or equivalent)	N/A	10,310	N/A	12,841
Net fee and commission income	N/A	5,588	N/A	5,217
Net impairment loss on financial assets	(400)	(1,025)	(182)	(1,647)
Net trading income	N/A	10,290	N/A	866
Measure of financial performance used by the issuer in the financial statements such as operating profit	1,265	6,580	1,432	9,161
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)	680	2,493	868	1,825

Balance sheet

<i>(in billion EUR)</i>	First Quarter 2024 (audited)	31.12.2023 (audited)	First Quarter 2023 (audited)	31.12.2022 (audited)	#Value as outcome from the most recent supervisory review and evaluation process (SREP)
Total assets(<i>Total Assets</i>)	1,590.561	1,554.045	1,553.6	1,484.90	N/A
Senior debt(<i>Debt securities issued</i>)	166.617	160.506	137.5	133.18	N/A
Subordinated debt (<i>Subordinated debts</i>)	15.798	15.894	16.782	15.95	N/A
Loans and receivables to customers(<i>Customer loans at amortised cost</i>)	459.254	485.449	494.32	506.64	N/A
Deposits from customers(<i>Customer deposits</i>)	530.947	541.677	536.2	530.76	N/A
Total equity(<i>Shareholders' equity, subtotal Equity, Group share</i>)	67.342	65.975	68.46	66.970	N/A
Non-performing loans (based on net carrying amount) / Loans and receivables(<i>Doubtful loans</i>)	15.0	16.1	15.9	15.9	N/A
Common Equity Tier 1 capital (CET1) ratio (or other relevant prudential capital adequacy ratio depending on the issuance)(<i>Common Equity Tier 1 ratio</i>)	13.2% ⁽¹⁾	13.1% ⁽¹⁾	13.5% ⁽¹⁾	13.5% ⁽¹⁾	10.22%**
Total capital ratio(<i>Total capital ratio</i>)	18.7% ⁽¹⁾	18,2% ⁽¹⁾	19.4% ⁽¹⁾	19.4% ⁽¹⁾	N/A
Leverage ratio calculated under applicable regulatory framework	4.2% ⁽¹⁾	4.3% ⁽¹⁾	4.2% ⁽¹⁾	4.4% ⁽¹⁾	N/A

** Taking into account the combined regulatory buffers, the phased-in CET1 ratio level that would trigger the Maximum Distributable Amount (MDA) mechanism would be 10.22% as of 31 March 2024.

⁽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?

The investor bears the risk of total or partial loss of the amount invested at redemption of the Notes on the Maturity Date or the event the Notes is sold by the investor before that date.

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.

Notes may be early redeemed automatically when the level of the Underlying(s) reaches a certain level. Investors will not benefit from the performance of the Underlying(s) subsequent to such event.

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), 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.

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): Sweden

Offer Period: From 18/10/2024 to 31/10/2024

Offer Price: The Notes will be offered at the Issue Price. The issue price is also increased by fees.

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>).

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.

Distribution plan: The product is intended for retail investors and will be offered in Sweden

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 admission to trading on a regulated market and 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 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.

EMISSIONSSPECIFIK SAMMANFATTNING
AVSNITT A – INLEDNING OCH VARNINGAR

ISIN: SE0023260864

Emittent : SG Issuer

Hemvist: 15, avenue Emile Reuter, L-2420 Luxemburg

Telefonnummer : + 352 27 85 44 40

Identifikationskod för juridiska personer (LEI) : 549300QNMDVBVTHX8H127
Erbjudare och juridisk person som ansöker om upptagande till handel:

Société Générale

Tour Société Générale - 17 Cours Valmy

92987 Paris La Défense Cedex, Frankrike

Hemvist : 29, boulevard Haussmann, 75009 Paris, Frankrike.

Identifikationskod för juridiska personer (LEI) : O2RNE8IBXP4R0TD8PU41
Identitet och kontaktuppgifter för behörig myndighet som godkänt prospektet:

Godkänt av Commission de Surveillance du Secteur Financier (CSSF)

283, route d'Arlon L-2991, Luxemburg

Telefonnummer: (352) 26 25 11

E-post: direction@cssf.lu

Datum för godkännande av prospektet: 31/05/2024
VARNINGAR

 Denna sammanfattning ska läsas som en introduktion till grundprospektet (**Grundprospektet**).

 Varje beslut om att investera i Obligationerna (**Obligationerna**) ska baseras på en bedömning av Grundprospekt i helhet av investeraren.

Potentiella investerare bör vara medvetna om att Obligationerna kan vara volatila och att de kanske inte erhåller någon ränta och kan förlora hela eller en betydande del av deras ursprungliga investering.

Om ett krav hänförligt till informationen i Grundprospektet och de tillämpliga Slutliga Villkoren anförs vid domstol, kan den investerare som är kärande enligt Medlemsstaternas nationella lagstiftning bli tvungen att svara för kostnaderna för översättning av Grundprospektet innan de rättsliga förfarandena inleds.

Civilrättsligt ansvar kan åläggas de personer som lagt fram denna sammanfattning, inklusive översättningar därav, med endast om sammanfattningen är vilseledande, felaktig eller oförenlig med de andra delarna av Grundprospektet eller om den inte, tillsammans med de andra delarna av Grundprospektet, ger nyckelinformation för att hjälpa investerare när de överväger att investera i Obligationerna.

Du står i begrepp att köpa en produkt som inte är enkel och som kan vara svår att förstå.
AVSNITT B – NYCKELINFORMATION OM EMITTENTEN
VEM ÄR EMITTENT AV VÅRDEPAPPEREN?
Emittent : SG Issuer (eller Emittenten)

Hemvist: 15, avenue Emile Reuter, L-2420 Luxemburg

 Associationsrättslig form: Publikt aktieföretag (*société anonyme*).

Identifikationskod för juridiska personer (LEI) : 549300QNMDVBVTHX8H127

Lagstiftning under vilken Emittenten bedriver verksamhet: Luxemburgsk lagstiftning.

Land i vilket bolaget bildats: Luxemburg.

Lagstadsade revisorer : Ernst & Young S.A.

SG Issuers huvudsakliga verksamhet är kapitalanskaffning genom emission av warranter och skuldinstrument utformade för att placeras i av institutionella investerare eller icke-professionella investerare genom distributörer som är förknippade med Société Générale. Finansieringen som erhålls genom emission av sådana skuldinstrument lånas sedan ut till Société Générale och till andra medlemmar i Koncernen.

Aktierna i SG Issuer ägs till 99,8 procent av Societe Generale Luxembourg och till 0,2 procent av Societe Generale. Det är ett till fullo konsoliderat företag.

I enlighet med dess stadgar, är Emittenten styrd av en verkställande ledning.

 Medlemmarna i den verkställande ledningen är Laurent Simonet, Thierry Bodson, Yves Cacclin, Julien Bouchat, Youenn Le Bris, Samuel Worobel och Francois Caralp (var och en, en **Direktör** och tillsammans **Styrelsen**).

Laurent Simonet, Thierry Bodson, Yves Cacclin, Julien Bouchat, Youenn Le Bris, Samuel WROBEL och Francois Caralp utövar sina aktiviteter på heltid inom Société Générale-koncernen.

VAD ÄR EMITTENTENS FINANSIELLA NYCKELINFORMATION?
Resultaträkning

(i tusentals €)	31 december 2023 (reviderad)	31 december 2022 (reviderad)
Verksamhetsvinst/förlust	15	590

Balansräkning

(i tusentals €)	31 december 2023 (reviderad)	31 december 2022 (reviderad)
Finansiell nettoskuld (långsiktig skuld plus kortsiktig skuld minus kontant) *	5 990	11 824
Nuvarande förhållande (nuvarande tillgångar/nuvarande skulder)	N/A	N/A

Förhållande mellan skuld och aktiekapital	N/A	N/A
Räntetäckningsgrad (verksamhetsintäkt/räntekostnader)	N/A	N/A

*Den Finansiella nettoskulden beräknas baserat på följande element:

Finansiell nettoskuld	31/12/2023	31/12/2022
Obligationskonvertibel till Aktie (1)	48 000	48 000
Kontanter och likvida medel (2)	-42 010	-36 176
Totalt	5 990	11 824

(1) klassificerat inom ramen för Finansiella skulder till en amorterad kostnad, se not 4.3 i 2023 års resultaträkning och i 2023 års kondenserade delårsrapport

(2) klassificerat i Balansräkningen

Kassaflöde

(i tusentals €)	31 december 2023 (reviderad)	31 december 2022 (reviderad)
Nettokassaflöde från verksamhetsaktiviteter	28 259	28 036
Nettokassaflöde som används i finansieringsverksamheter	22 425	28 244
Nettokassaflöde från investeringsverksamheter	0	0

VILKA NYCKELRISKER ÄR SPECIFIKA FÖR EMITTENTEN?

I händelse av förfall eller konkurs avseende Emittenten, har investeraren endast krav gentemot Société Générale och det finns en risk att förlora hela eller delar av det investerade beloppet eller omvandling till värdepapper (aktier eller skuld) eller uppskjutande av förfalldag, i händelse av nedskrivning som påverkar Emittentens värdepapper eller Société Générales strukturerade Obligationer, utan någon garanti eller kompensation.

AVSNITT C. NYCKELINFORMATION OM VÄRDEPAPPEREN

VILKA ÄR VÄRDEPAPPERENS VIKTIGASTE EGENSKAPER?

ISIN: SE0023260864 Antal Obligationer : upp till 10 000

Produktvaluta	SEK	Avvecklingsvaluta	SEK
Notering	Nasdaq OMX Stockholm AB, Sweden	Nominellt Värde	10 000 SEK per obligation
Minsta investering	100 000 SEK	Emissionskurs	100% av det Nominella Värdet
Förfalldag	15/11/2029	Minsta ersättning	Nej, du kan förlora hela det investerade beloppet
Kapitalbarriär	60%	Kapitalbarriärtyp	Observeras endast på den Slutliga Observationsdagen
Kupongbarriär	60%	Kupong	Indikativt 20% med ett minimum av 18%
Förtida Inlösenbarriär	80%		

Underliggande	ID-kod	Relevant Börs	Valuta
Macy s Inc	US55616P1049	New York Stock Exchange	USD
NIKE INC -CL B	US6541061031	New York Stock Exchange	USD
Kering	FR0000121485	Euronext Paris	EUR
Zalando SE	DE000ZAL1111	Deutsche Boerse AG	EUR

Den här produkten är ett icke-säkerställt skuldinstrument under Engelsk lag.

Den här produkten är skapad för att erbjuda en villkorad kupong på en periodisk basis. Det är möjligt att produkten blir inlöst automatiskt i förtid baserat på förbestämda villkor. Om produkten inte blir inlöst i förtid, är både kupongen och inlösenbeloppet vid förfall kopplade till utvecklingen av underliggande. Hela ditt investerade kapitalriskeras vid investering i denna produkt.

Referensunderliggande är den Underliggande med den lägsta observerade nivån vid den relevanta observationen.

Kupong:

Förutsatt att produkten inte tidigare har blivit inlöst i förtid:

- På varje Kupongobservationsdag, om nivån av Referensunderliggande är lika med eller högre än Kupongbarriären kommer du att på betalningsdagen få:

Kupongen multiplicerat med antalet perioder som produkten har förlutit sedan start, minus summan av av redan utbetalade

kuponger.

- I annat fall, kommer du inte att få Kupongen.

En standardperiod motsvarar ett år. Den första eller sista perioden kan vara antingen kortare eller längre, se kalendertabellen för mer information.

Automatisk Förtida Inlösen:

På någon Förtida Inlösenobservationsdag, om nivån av Referensunderliggande är lika med eller högre än den Förtida Inlösenbarriären, produkten kommer att bli inlöst i förtid och du kommer att få 100% av det Nominella Värdet.

Slutlig Inlösen:

På Förfalldagen, förutsatt att produkten inte blivit inlöst i förtid, kommer du att få ett slutligt inlösenbelopp.

- Om den Slutliga Nivån av Referensunderliggande är lika med eller högre än Kapitalbarriären, kommer du att få: 100% av det Nominella Värdet.

- I annat fall, kommer du att få den Slutliga Nivån av Referensunderliggande multiplicerat med det Nominella Värdet. I detta scenario, kommer du att drabbas av en partiell eller total förlust av ditt investerade belopp.

Övrigt Information:

- Nivån av varje Underliggande (vilken kan vara positiv eller negativ) beräknas som en procentandel av dess Initiala Värde.

- Det Initiala Värdet av varje Underliggande är dess värde som observeras under den Initiala Observationsdagen.

- Den Slutliga Nivån är den nivå av den Referensunderliggande som observeras på den Slutliga Observationsdagen.

- Kuponger är uttryckta i procent av det Nominella Värdet.

- Extraordinära händelser kan leda till ändringar i villkoren för produkten eller till förtida avslutande av produkten och kan resultera i förluster i din investering.

- Produkten är tillgänglig genom ett publikt erbjudande under den tillämpliga erbjudandeperioden i följande jurisdiktion(er): Sverige.

Emissionsdag	15/11/2024
Initial Observationsdag	01/11/2024
Slutlig Observationsdag	01/11/2029
Förfalldag	15/11/2029
Kupongobservationsdagar	03/11/2025, 02/11/2026, 01/11/2027, 01/11/2028, 01/11/2029
Kupongbetalningsdagar	17/11/2025, 16/11/2026, 15/11/2027, 15/11/2028, 15/11/2029
Observationsdagar För Förtida Inlösen	03/11/2025, 02/11/2026, 01/11/2027, 01/11/2028
Betalningsdagar Vid Förtida Inlösen	17/11/2025, 16/11/2026, 15/11/2027, 15/11/2028

Avsägande av Kvittningsrättigheter

Obligationssinnehavarna avsäger sig alla rättigheter att kvitta, erhålla kompensation och kvarhållande avseende Obligationerna, i den utsträckning det tillåts enligt lag.

Godtagande av jurisdiktion:

Emittenten accepterar behörigheten hos domstolar i England i relation till tvister mot Emittenten, men accepterar att sådana Obligationssinnehavare kan framställa sitt krav hos annan behörig domstol.

Status:

Obligationerna kommer vara direkta, ovillkorade, icke-säkerställda och icke-efterställa förpliktelser för Emittenten och kommer åtminstone rangordnas lika sinsemellan (*pari-passu*) med alla andra utestående direkta, ovillkorade, icke-säkerställda och icke-efterställda förpliktelser för Emittenten, nuvarande eller framtida.

Obligationssinnehavaren noterar att i händelse av resolution i enlighet med direktiv 2014/59/EU i relation till Emittentens skulder eller de icke-efterställda, prioriterade, strukturerade och nedskrivningskvalificerade skulderna för Société Générale, kan Obligationerna vara föremål för minskning av hela, eller en del, av förfallna belopp, på en permanent grund, en omvandling av hela, eller en del, av förfallna belopp till aktier eller andra värdepapper av Emittenten eller Garanten eller en annan personer; avslutande; och/eller justering av förfalldagen för Obligationerna eller justering av kalendern avseende eller beloppen avseende ränta.

RESTRIKTIONER AVSEENDE VÄRDEPAPPERENS FRIA ÖVERLÅTBARHET:

Ej tillämpligt. Det finns inga restriktioner avseende Obligationernas fria överlåtbarhet, med förbehåll för försäljnings- och överlåtelsebegränsningar som tillämpas i vissa jurisdiktioner inklusive restriktioner som är tillämpliga på erbjudandet och försäljning till, eller för annan persons räkning, för andra personer än Tillåtna Mottagare.

En Tillåten Mottagare betyder en person som (i) inte är en U.S Person såsom definierad i enlighet med Regulation S, (ii) inte är en person som faller inom någon definition av U.S Person som åsyftas i CEA eller någon CFTC Rule, vägledning eller order som är föreslagen eller utgiven under CEA (för undvikande av missförstånd, personer som inte är en "Non U.S. Personer" definierad under CFTC Rule 4.7(a)(1)(iv), men exklusive, för syftet av avsnitt (D) därav, undantaget för en kvalificerad jämbördig motpart som inte är en "Non U.S. Personer", ska anses vara en U.S Person), och (iii) inte är en "U.S. Person" enligt de finansiella reglerna som implementerar kreditriskbibehållandekraven av Avsnitt 15G i U.S Securities Exchange Act av 1934, såsom justerad (**U.S. Risk Retention Rules**) (en **Risk Retention U.S. Person**).

VAR KOMMER VÄRDEPAPPEREN ATT HANDLAS?

Upptagande till handel:

Ansökan kommer göras om att ta upp Obligationerna på handel på den Reglerade Marknaden hos Nasdaq OMX Stockholm AB.

Det kan inte garanteras att notering och handel med Obligationerna kommer att godkännas med verkan från och med Emissionsdagen eller överhuvudtaget.

FINNS DET NÅGON GARANTI KOPPLAD TILL VÄRDEPAPPEREN?

Garantins beskaffenhet och omfattning:

Obligationerna är ovillkorat och oåterkalleligt garanterade av Société Générale (**Garanten**) i enlighet med garantin underkastad fransk lag som lämnades 31/05/2024 (**Garantin**).

Garantins förpliktelse utgör direkta, ovillkorade, icke-säkerställda och icke-efterställda förpliktelser för Emittenten som rangordnas som prioriterade förpliktelser, så som beskrivs i Article L. 613-30-3-I-3° i fransk lagstiftning (*monétaire et financier*) och kommer rangordnas åtminstone lika sinsemellan (*pari-passu*) med alla andra existerande och framtida direkta, ovillkorade, icke-säkerställda och prioriterade förpliktelser för Garanten, inklusive de avseende insättningar.

Alla hänvisningar till summor eller belopp som ska betalas av Emittenten som garanteras av Garanten enligt Garantin ska vara sådana summor och / eller belopp som direkt minskats och / eller vid omvandling till eget kapital, minskat med beloppet för sådan konvertering, och / eller på annat sätt ändras från tid till annan till följd av tillämpningen av någon nedskrivningsbefogenhet av någon relevant myndighet enligt Europaparlamentets och Europeiska unionens råds direktiv 2014/59/EU.

Beskrivning av Garanten:

Garanten, Société Générale är moderbolaget i Société Générale-Koncernen.

Hemvist: 29, boulevard Haussmann, 75009 Paris, Frankrike.

Associationsrättslig form: Aktiebolag (société anonyme).

Land i vilket bolaget är bildat: Frankrike.

Identifieringskod för juridiska personer (LEI) : O2RNE8IBXP4R0TD8PU41

Garanten får på en regelbunden basis, så som definierat i villkoren från French Banking and Financial Regulation

Committee, involvera sig i alla transaktioner förutom de som nämns ovan, inklusive särskilt försäkringsförmedling.

Generellt sett får Garanten utöva, för egen räkning eller på tredje persons räkning eller bådadera, all finansiell, kommersiell, industriell, jordbruksrelaterad, lös egendom eller fast egendom, direkt eller indirekt relaterad till aktiviteterna som nämns ovan eller sannolikt kommer utgöra fullgörandet av sådana aktiviteter.

Finansiell nyckelinformation för Garanten:

Resultaträkning

(I miljoner EUR)	Första kvartalet 2024 (reviderad)	31.12.2023 (reviderad)	Första kvartalet 2023 (reviderad)	31.12.2022 (reviderad)
Nettoränteintäkt (eller motsvarande)	N/A	10 310	N/A	12 841
Nettointäkt avgifter och kommission	N/A	5 588	N/A	5 217
Nettonedskrivning på finansiella tillgångar	(400)	(1 025)	(182)	(1 647)
Nettohandelsintäkt	N/A	10 290	N/A	866
Mått på finansiell utveckling som används av emittenten i dess finansiella redovisning såsom verksamhetsvinst	1 265	6 580	1 432	9 161
Nettovinst eller förlust (för konsoliderade räkenskaper nettovinst eller förlust hänförlig till aktieägare i moderbolaget)	680	2 493	868	1 825

Balansräkning

(I miljarder EUR)	Första kvartalet 2024 (reviderad)	31.12.2023 (reviderad)	Första kvartalet 2023 (reviderad)	31.12.2022 (reviderad)	#Värde som utfall från den senaste tillsyns- och värderingsprocessen (SREP)
Totala tillgångar (<i>Totala tillgångar</i>)	1 590,561	1 554,045	1 553,6	1 484,90	N/A
Senior skuld (<i>Emitterade skuldvärdepapper</i>)	166,617	160,506	137,5	133,18	N/A
Efterställda skulder (<i>efterställda skulder</i>)	15,798	15,894	16,782	15,95	N/A
Lån och fordringar från kunder (<i>Kundlån till amorterad kostnad</i>)	459,254	485,449	494,32	506,64	N/A
Insättningar från kunder	530,947	541,677	536,2	530,76	N/A

(Insättningar från kunder)					
Totalt eget kapital (Aktieägares eget kapital, delpost eget kapital, Koncernandel)	67,342	65,975	68,46	66,970	N/A
Nödlidande lån (baserat på nettobärande belopp/lån och fordringar) (Tveksamma lån)	15,0	16,1	15,9	15,9	N/A
Primärkapitaltäckningsförhållande (CET1) (eller annan relevant regulatorisk kapitaltäckningsgrad beroende på emissionen) (Primärkapitaltäckningsförhållande)	13,2%(1)	13,1%(1)	13,5%(1)	13,5%(1)	10,22%**
Totalt kapitalförhållande (Totalt kapitalförhållande)	18,7%(1)	18,2%(1)	19,4%(1)	19,4%(1)	N/A
Hävstångsnivå beräknad under tillämpligt regulatoriskt ramverk	4,2%(1)	4,3%(1)	4,2%(1)	4,4%(1)	N/A

** Hänsyn tagen till de kombinerade regulatoriska buffertarna, skulle phased-in CET1 ratio aktivera mekanismen för Maximalt Utdelningsbart Belopp (MUB) som skulle vara 10,22% per den 31 mars 2024.

(1) Förhållande efter infasning.

Revisionsrapporten innehåller inte några reservationer.

Vilka nyckelrisker är specifika för Garanten?

På grund av Société Générales roll som garant och motpart till Emittentens hedgetransaktioner, är investerare väsentligen exponerade mot Société Générales kreditrisk och har inget krav gentemot Emittenten i händelse av Emittentens fallissemang.

VILKA NYCKELRISKER ÄR SPECIFIKA FÖR VÄRDEPAPPAREN?

Investeraren bär risken för total eller partiell förlust av det belopp som investerats vid inlösen av Obligationerna på förfalldagen eller i händelse av att Obligationerna säljs av investeraren före det datumet.

Produktens likviditet kan påverkas negativt av vissa exceptionella omständigheter. Investerare kanske inte enkelt kan sälja produkten eller måste sälja den till en kurs som resulterar i hel eller delvis förlust av det investerade beloppet.

Obligationer kan automatiskt lösas in i förtid när nivån för de(n) Underliggande når en viss nivå. Investerare kommer inte att dra nytta av de(n) Underliggandes utveckling efter en sådan händelse.

Marknadsvärdet för Obligationerna beror på utvecklingen av marknadsparametrar vid tidpunkten för avslut (kursnivån på de(n) Underliggande, räntesatser, volatilitet och kredit-spreadar) och kan därför resultera i en risk för en total eller delvis förlust av det initialt investerade beloppet.

Händelser orelaterade till den Underliggande (t.ex. lagändringar, inklusive skatterättslig reglering, force majeure, antal värdepapper i cirkulation) kan leda till förtida inlösen av Obligationerna och därmed till en hel eller delvis förlust av det investerade beloppet.

Händelser som påverkar de(n) Underliggande eller hedningstransaktioner kan leda till justeringar, de-indexering, utbyte av de(n) Underliggande och som följd till förlust av investerade belopp, inklusive i händelse av kapitalskydd.

Om valutan för investerarens huvudsakliga aktiviteter skiljer sig från produktens valuta, är investeraren exponerad för valutarisk, särskilt i händelse av valutakontroller, vilket kan minska det investerade beloppet.

AVSNITT D – NYCKELINFORMATION OM ERBJUDANDET AV VÄRDEPAPPER TILL ALLMÄNHETEN OCH/ELLER UPPTAGANDET TILL HANDEL PÅ EN REGLERAD MARKNAD

PÅ VILKA VILLKOR OCH ENLIGT VILKEN TIDPLAN KAN JAG INVESTERA I DETTA VÄRDEPAPPER?

BESKRIVNING AV ERBJUDANDETS VILLKOR:

Jurisdiktion(er) för Icke-Undantaget Erbjudande: Sverige

Erbjudandeperiod: Från 18/10/2024 till 31/10/2024

Erbjudandekurs: Obligationerna kommer erbjudas till Emissionskursen. Till Emissionkursen tillkommer även avgifter.

Villkor under vilka erbjudandet är underkastade:

Erbjudandet av Obligationerna är villkorade av dess emission och, av ytterligare villkor som finns i standardvillkoren för verksamhet av det finansiella dotterföretaget, som meddelas investerare genom sådant relevant finansiellt dotterföretag.

Emittenten förbehåller sig rätten att stänga Erbjudandeperioden före dess angivna utgång av vilken anledning som helst.

Emittenten förbehåller sig rätten att dra tillbaka erbjudandet och avbryta emissionen av Obligationerna av vilken anledning när som helst på eller före Emissionsdagen. För att undvika tvivel, om någon ansökan har gjorts av en potentiell investerare och Emittenten utövar sådan rätt, har ingen potentiell investerare rätt att teckna eller på annat sätt förvärva Obligationerna.

I varje enskilt fall kommer ett meddelande till investerarna om den förtida uppsägningen eller återkallelsen, beroende på vad som är tillämpligt, att publiceras på Emittentens webbplats (<http://prospectus.socgen.com>).

Emissionskurs: 100% av det Sammanlagda Nominella Beloppet.

Uppskattade avgifter relaterade till emissionen eller erbjudanden, inklusive uppskattade kostnader som debiteras investeraren av Emittenten eller erbjudaren:

Engångskostnader (ingångskostnader), återkommande kostnader och potentiella förväntade utträdesstraff kan påverka avkastningen som investeraren kan få på sin investering.

Distributionsstrategi: Produkten är avsedd för icke-professionella investerare och kommer att erbjudas i Sverige.

DEM ÄR ERBJUDAREN OCH/ELLER DEN PERSON SOM ANSÖKER OM UPPTAGANDE TILL HANDEL?

Société Générale som Återförsäljare
Tour Société Générale - 17 Cours Valmy
92987 Paris La Défense Cedex, Frankrike
Hemvist: 29, boulevard Haussmann, 75009 Paris, Frankrike.
Associationsrättslig form: Aktiebolag (*société anonyme*).
Tillämplig lag: Fransk rätt.
Land i vilket bolaget bildats: Frankrike

VARFÖR UPPRÄTTAS DETTA PROSPEKT?

Detta prospekt har upprättats för att möjliggöra upptagande av handel på en reglerad marknad och för att kunna göra ett publikt erbjudande av Obligationerna.

Skäl för erbjudandet och användning av intäkter: Nettointäkterna från varje emission av Obligationerna kommer användas för generella finansieringsändamål av Société Générale-Koncernen, vilket inkluderar att göra vinst.

Förväntade nettointäkter: Ej tillämpligt

Fast åtagande att placera värdepapper: Det finns ett avtal med en marknadsgarant: Société Générale

Betydande intressen för individuella och fysiska personer i emissionen/erbjudandet:

Med förbehåll för eventuella avgifter som ska betalas till Återförsäljaren, och såvitt Emittenten känner till, har ingen person som är inblandad i emissionen av Obligationerna ett betydande intresse i erbjudandet.

Återförsäljaren och dess dotterföretag har engagerat och kan i framtiden bedriva investeringsbanker och / eller kommersiella banktransaktioner med och kan utföra andra tjänster för Emittenten och dess dotterföretag i den ordinarie verksamheten.

Société Générale kommer att säkerställa rollerna som leverantör av hedgeinstrument till Emittenten av Obligationerna, Beräkningsagent för Obligationerna och sponsor av eller rådgivare till underliggande index.

Möjligheten till intressekonflikter mellan de olika rollerna för Société Générale å ena sidan och mellan de för Société Générale i dessa roller och de för Obligationssinnehavarna å andra sidan kan inte uteslutas.

Vidare kan det med tanke på Société Générales bankverksamhet dessutom uppstå konflikter mellan intressen för Société Générale som agerar i dessa avseenden (inklusive affärsförhållanden med emittenterna av de finansiella instrumenten som är underliggande i Obligationerna eller innehav av icke offentlig information i samband med dem) och Obligationssinnehavarna. Slutligen kan aktiviteterna hos Société Générale på det eller de underliggande finansiella instrumenten, på dess egna konto eller för sina kunders räkning, eller etablering av hedgetransaktioner, också påverka priset på dessa instrument och deras likviditet, och sålunda kan vara i konflikt med Obligationssinnehavarnas intressen.